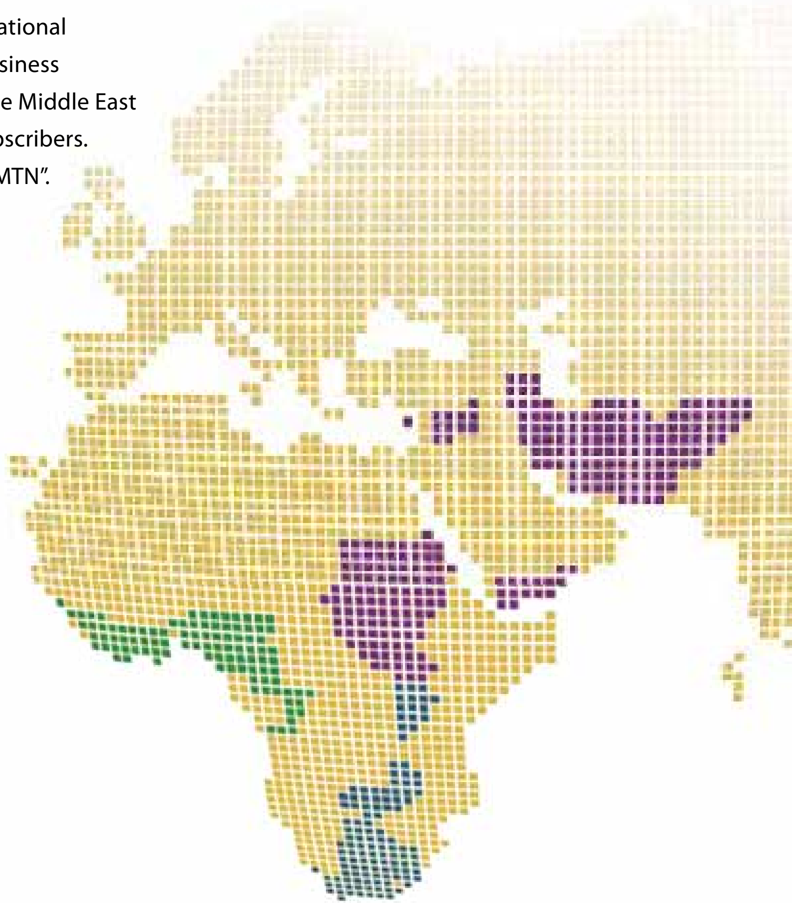
MTN Group Limited

Reviewed interim results for the six months ended 30 June 2010

www.mtn.com

Profile and geographic footprint

Launched in 1994, the MTN Group Limited (MTN Group) is a multinational telecommunications group offering cellular network access and business solutions. It has mobile licences across 21 countries in Africa and the Middle East and as at the end of June 2010, recorded more than 129 million subscribers. The MTN Group is listed on the JSE Limited under the share code: "MTN".



MTN Group operates in three regions:

- ***South and East Africa (SEA):*** MTN South Africa, MTN Swaziland, MTN Zambia, MTN Uganda, MTN Rwanda and Mascom Botswana.
- ***West and Central Africa (WECA):*** MTN Nigeria, MTN Cameroon, MTN Congo-Brazzaville, MTN Côte d'Ivoire, MTN Benin, MTN Ghana, MTN Guinea-Bissau, MTN Guinea Conakry and Lonestar Liberia.
- ***Middle East and North Africa (MENA):*** MTN Irancell, MTN Afghanistan, MTN Cyprus, MTN Sudan, MTN Syria and MTN Yemen.

Group highlights

Group subscribers

up 11,4% to

129,2 million

EBITDA margin

up 0,5% points to

43,3%

Adjusted headline EPS

up 20,6% to

438,6 cents

Maiden interim dividend

per share of

151 cents

Free cash flow

up 164% to

R6,8 billion

Results overview

Overview

The MTN Group Limited delivered a sound operational performance for the six months ended 30 June 2010, increasing subscribers by 11,4% to 129, 2 million. This was the result of a solid performance in all aspects of the business, aided by high quality networks, robust and competitive distribution channels, attractive segmented product offerings and an increased focus on value added services.

Group revenue decreased by 2,2% to R56,0 billion while earnings before interest, tax, depreciation and amortization ("EBITDA") decreased by 1,1% to R24,2 billion for the current period compared to the prior comparative period.

The average exchange rate of the rand to the USD strengthened from R9.06 in the first half of 2009 to R7.52 in the period under review. This together with the rand's strength against the basket of currencies in which the group operates has had a dampening effect on the rand reported results.

On a constant currency basis (which restates the current period income statement at the same average exchange rates as were applicable for the first half of 2009) total revenue would have been R8,7 billion higher than reported, a 12,9% increase on the prior reported period. Similarly, EBITDA would have shown growth of 16,3% from the prior comparative period based on a R4,3 billion increase on the reported number. These positive growth rates are more reflective of the underlying organic performance of the company for the period.

MTN's EBITDA margin increased 0, 5 percentage points to 43,3% compared to the prior comparative period and by 3,9 percentage points compared to the six months to 31 December 2009. This was mainly attributable to improved margins in MTN South Africa, MTN Irancell and sustained margins in MTN Nigeria.

Adjusted headline earnings per share ("HEPS") increased by 20,6% to 438,6 cents for the period.

Various Group initiatives gained momentum and assisted the various operations in maintaining or improving market share, increasing brand awareness and leveraging product offerings in competitive environments. These key projects included:

- Continued investment in mobile data solutions, accessibility of 3G handsets and aggressive 3G rollout have enabled the Group to increase data revenues by 46% to R2, 9 billion compared with the same period last year;
- The formal launch of Mobile Money in Uganda, Ghana, Cote d'Ivoire, Rwanda, Benin and Guinea Bissau. Other countries are in the process of obtaining regulatory approval. At 30 June 2010 there were 2,2 million mobile money subscribers, Uganda accounting for more than 43% of the total;
- The 2010 FIFA World Cup provided significant opportunity for Africa to showcase its ability to host an event of this scale. The positive communications campaign, leading up to and during the 2010 FIFA World Cup, created a meaningful increase in brand awareness for the company;
- Segmentation analysis across MTN's markets has been undertaken. This has facilitated improved product offerings.

Group financial review

Income statement

Revenue growth in local currency remained relatively robust in key markets driven largely by subscriber growth. However, with the strengthening rand, this translated into a decrease in rand reported revenue of 2,2% to R56,0 billion compared to the prior comparable period.

Rand strength also negatively impacted reported EBITDA which decreased by 1,1% to R24,2 billion despite strong EBITDA growth in local currency in key markets including South Africa (15,9%), Nigeria (15,1%) and Iran (67,3%). The Group EBITDA margin increased by 0, 5 percentage points to 43,3% primarily due to the improved margin in the South African and Iranian operations.

Net finance costs decreased by 39.4% to R2,2 billion, mainly due to a functional currency gain of R70 million (June 2009: R2,8 billion loss). The movement in the current period was mainly due to the significant reduction in functional currency exposure through capital restructuring. However, foreign currency losses of R957 million were incurred partly as a result of the translation of various Euro-denominated inter-company loans and bank account balances.

MTN Group's depreciation charge increased by 5,5% or R0,3 billion to R6,3 billion compared with June 2009 as a result of higher levels of investment in network infrastructure in prior years.

The Group reported an effective tax rate of 36,8% for the period compared to 33,0% in June 2009. The higher effective tax rate was mainly due to Secondary Tax on Companies ("STC") on the dividend paid in April 2010, foreign withholding taxes and the impact of the increase in the value of the put option in Nigeria. Nigeria and South Africa reported a higher deferred tax charge as a result of the significant capital expenditure in prior reporting periods.

The Group's basic HEPS increased by 4% to 432,1 cents compared to 30 June 2009. Adjusted HEPS (which eliminates the impact of the put option) increased by 20,6% to 438,6 cents primarily due to the functional currency gain compared to the functional currency loss in the prior period.

The Group continues to report adjusted HEPS in addition to the attributable HEPS. The adjustment is in respect of the International Financial Reporting Standards ("IFRS") requirement that the Group accounts for a written put option held by a minority shareholder of one of the Group's subsidiaries, which provides the minority shareholder with the right to require the subsidiary or its holding company to acquire this shareholding at fair value.

Minority or non-controlling interests were 15% down on the previous period mainly due to decreased rand earnings in the Group's non South African operations.

Balance sheet and cash flow analysis

Capital expenditure for the period of R8,5 billion was R7,0 billion lower than the comparative period. The Group's capital expenditure peaked in 2009 due to an extensive network expansion and investment strategy undertaken in the previous years. The reduced spend in the current period reflects a trend as markets mature and growth rates are at a lower level, although a pick up is anticipated in the second half of the year. The strength of the rand also had a marginally positive impact on capital spending of R0,2 billion.

Net debt levels continued to reduce, ending at R5,2 billion for the period and lowering the Group's net debt/EBITDA ratio to 0,11 times. The reduction in net debt was mainly due to higher cash balances across the Group, particularly in Nigeria and Iran, and to a lesser

Results overview

extent in MTN's holding companies. Gross debt remained fairly stable during the period. A focus during the first six months of the year was the refinancing of maturing debt at the holding company and Nigerian levels. This was successfully concluded.

Strong operating cash flows at local operations were sustained for the period and cash available after investing activities improved as expenditure on property plant and equipment (excluding software) decreased by more than R5,4 billion compared to the prior period. This resulted in R6,8 billion of free cash flow and a R10,2 billion positive movement in cash and cash equivalents for the period. Free cash flow is calculated using cash flow from operating activities less capital expenditure and intangibles.

Nigeria The sustained quality and capacity of the network together with improved segmented product offerings enabled MTN Nigeria to increase its subscriber base by 14% to 35, 1 million subscribers. Although MTN continued to increase its market share, the overall market has slowed as penetration increased to beyond 45%. MTN ended the period with a market share of over 51%.

Local currency revenue increased by 14, 7% for the period, although this translated into a disappointing 7,7% decline in rand terms to R16,5 billion, due to the continued strengthening of the rand and compounded by the relative weakness of the naira when compared to the prior period. Local currency revenue growth was mainly attributable to an increase in airtime and subscription revenue. These increases were partly offset by a reduction in interconnect revenue following the decrease in interconnect tariffs effective 31 December 2009. Local currency average revenue per user ("ARPU") declined by 10% compared to December 2009, in line with penetration into lower usage segments, with reported ARPU for the period of USD11.

The EBITDA margin was maintained mainly due to the benefit of economies of scale.

Network investments for the first half of the year were significantly lower than the prior period and slightly behind the rollout target. MTN Nigeria completed the rollout of 373 2G and 279 3G Base Transceiver Stations ("BTS's"). Maintenance of network quality remains a priority to ensure appropriate levels of quality to the customer. In addition, approximately 694km of backbone and 45km of metro fibre were deployed. The backbone project is 81% completed to date.

South Africa MTN South Africa performed well for the period under review, increasing its subscribers by 6,4% to 17,1 million. Market share improved to 36% mainly due to growth in the prepaid segment and a market clean up post Regulation of Interception of Communications and Provision of Communication-Related Information Act ("RICA"). The introduction and refinement of various value propositions, including MTN Zone 100% Mahala and One rate calls, resulted in a 6,5% increase in prepaid subscribers to 13,9 million. The network and billing systems were stable during the period and distribution capacity and efficiency improved, decreasing churn rates and contributing to the success of the six month period.

The postpaid subscriber base increased by 6,1%, mainly due to an increase in hybrid packages.

During the 2010 FIFA World Cup, MTN displayed its ability to meet the high demands, carrying one terabyte of traffic in locations such as stadia, airports and fan parks. In addition, MTN customers accounted for approximately 590 million SMS's and 10 million MMS's in South Africa during the tournament.

The negative impact of RICA on the prepaid subscriber base has now stabilised, with gross additions increasing by 19,7% compared to the second six month period of 2009.

MTN South Africa's revenue increased by 7,1% to R17, 1 billion compared to the previous period. This was mainly a result of an increase in data revenue. Segmented data offerings for the prepaid consumer boosted data revenues by 42%. Prepaid ARPU increased by R9 to R109. Postpaid ARPU decreased by R29, mainly due to the continued lower out-of-bundle usage and migrations to lower-value packages which are both indicative of the slow pace of the recovery of the local economy and a stricter credit policy.

EBITDA growth was much stronger at 15,9% as the EBITDA margin increased by a healthy 2,6 percentage points to 33,9% at 30 June 2010. This was mainly due to lower handset costs, partly as a result of foreign exchange gains on handsets.

MTN South Africa's spend on infrastructure over the six months was mainly on increased 2G rural coverage, improved coverage and capacity of 3G networks and the continued rollout of fibre. During the period 140 2G and 108 3G BTS's were integrated into the network. The deployment of 220km of fibre on the Southern and Northern rings in the Gauteng area have been completed and this is now carrying all traffic between the core nodes in the Gauteng region. The National Long Distance Fibre deployment has experienced some difficulties that resulted in an extension of the completion date for the project and continued transmission spending. To date, 440km on the Gauteng- Durban route has been trenched. As part of the 2010 FIFA World Cup preparations, MTN activated high capacity solutions within the 10 stadia and fan parks.

Ghana MTN Ghana delivered a solid operational performance for the period under review, despite the number of competitors in the market. The large capital investment in infrastructure, initiated in 2008, to improve quality and capacity, together with innovative product offerings, enabled MTN Ghana to increase its subscriber base by 9% to 8, 7 million for the period and so increased its market share to 56%. Other contributory factors included the improved distribution footprint and 2010 FIFA World Cup promotions.

Revenue in local currency increased by 19,2% for the period. This translated into a 4,8% decrease in rand terms due to the stronger rand. Revenue growth in local currency was mainly due to an increase in airtime and subscription revenue. SMS revenue, following the 2010 FIFA World Cup based SMS promotions, also contributed to revenue growth. Local currency ARPU decreased by 8%, in line with deeper penetration into lower usage segments, while reported ARPU declined by USD1 to USD7.

The EBITDA margin decrease of 2,9 percentage points to 42% was mainly due to an increase in network operating costs, an increase in interconnect and roaming costs due to an increase in off-net calls and investment in value added products.

MTN Ghana added 104 2G and 133 3G BTS's for the period, improving network quality and capacity. Rollout was slower than expected following a ban on new sites by the regulator. The ban has since been lifted and site rollout is expected to continue on track for the year. Data usage continues to gain momentum with data traffic increasing by 45% for the period.

Iran MTN Irancell recorded strong subscriber growth of 16% to 27,0 million for the period under review. This was due to appealing seasonal and segmented acquisition and usage promotions including WOW and GPRS bolt-on's. A wider electronic distribution channel also contributed to subscriber growth.

Revenue in local currency increased by 42%, although this translated into a 14,7% increase to R9,1 billion in rand terms. MTN's 49% share of MTN Irancell's revenue was R4,5 billion for the six month period, with revenue growth mainly due to higher airtime and subscription revenue. Local currency ARPU increased marginally as a result of increased usage while reported ARPU remained stable at USD8.

The EBITDA margin increased by 6,5 percentage points to 41% as a result of savings on general operational expenditure, local production of SIM's and the launch of multi-pin vouchers. Economies of scale benefits and single vendor maintenance also contributed to the margin improvement.

During the six months under review, MTN Irancell added 728 2G BTS's improving network quality and capacity, especially in key cities such as Tehran. Population coverage also increased to 75%. WIMAX rollout in Tehran and Esfahan remains a priority following its launch last year.

Syria MTN Syria increased its subscriber base by 4% to 4,4 million. The increase was due to the launch of numerous segmented value propositions and loyalty programmes aimed at the youth and strong a focus on churn management.

Revenue in local currency increased by 12%, although this performance was lower in rand terms, and translated into a 5,0% decrease in rand terms. Revenue growth was partly due to the increase in data uptake. Local currency ARPU decreased by 9% while reported ARPU decreased by USD2 to USD16.

The EBITDA margin declined marginally to 21,6%.

MTN Syria enhanced quality and capacity on its network adding 215 2G BTS's for the six months. In addition, a complete frequency plan was implemented in all main cities allowing for an increase in capacity without adding new sites. Re-engineering of the radio transmission network was completed to ensure additional capacity and availability.

Negotiations are in progress to convert the current build-operate-transfer licence to a normalized licence.

Prospects

As set out in the announcement of 15 July 2010, the board will continue to evaluate and consider value accretive opportunities going forward. However, due to the limited number of such opportunities, the board is confident that growth aspirations can be accommodated within the imperative of improved short term returns to shareholders and by increasing its focus on the following:

- Optimising efficiencies including infrastructure sharing, standardisation of systems and processes, rationalisation of suppliers, cost management and cash optimisation;
- Monitoring infrastructure investments to ensure appropriate levels of capacity and

- quality of service, incorporating continued investment in fibre and cable requirements to service evolving voice and data requirements;
- Continued engagement with regulatory authorities in the development and refinement of the telecommunications sector in its markets;
- Evaluating options to further improve cash returns to shareholders in addition to an increased payout ratio; and
- Conclusion of our BEE transaction announced on the 15 July 2010.

MTN is well positioned in its markets to compete within a changing competitive and regulatory landscape with a focus on cost management as pressure on the revenue line increases. MTN continues to monitor the economic development of its markets with cautious optimism.

Updated net additions guidance to December 2010 is as follows;

	New ('000)	Old ('000)
South Africa	1 800	800
Nigeria	6 350	6 000
Ghana	600	800
Iran	5 000	5 000
Syria	400	400
Rest	7 000	7 000
Total	21 150	20 000

Interim dividend Shareholders are advised that the MTN board has approved a policy of interim dividend payments. Accordingly, an interim dividend of 151 cents per ordinary share in respect of the period to 30 June 2010, has been declared and is payable to shareholders recorded in the register of MTN at the close of business on Friday, 17 September 2010.

It is MTN's intention to increase its total annual dividend payout ratio to 40% of the full year's adjusted HEPS (after accounting for STC). The maiden interim dividend has been calculated using a 40% payout ratio on 50% of the adjusted HEPS (after accounting for STC) reported for the 2009 financial year.

In compliance with the requirements of Strate, the electronic settlement and custody system used by the JSE Limited, the MTN Group has determined the following salient dates for the payment of the dividend:

Last day to trade cum dividend	Friday, 10 September 2010
Shares commence trading ex dividend	Monday, 13 September 2010
Record date	Friday, 17 September 2010
Payment of dividend	Monday, 20 September 2010

Share certificates may not be dematerialised or rematerialised between Monday, 13 September 2010 and Friday, 17 September 2010.

On Monday, 20 September 2010, the dividend will be electronically transferred to the bank accounts of certificated shareholders who make use of this facility. In respect of those who do not use this facility, cheques dated Monday, 20 September 2010 will be posted on or about that date. Shareholders who hold dematerialised shares will have their accounts held by the Central Securities Depository Participant or broker credited on Monday, 20 September 2010.

For and on behalf of the Board

M C Ramaphosa
(Chairman)

P F Nhleko
(Group President and CEO)

Fairland

19 August 2010

Condensed consolidated income statements

	Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Variance %	Financial year ended 31 December 2009 Audited Rm
Revenue	**55 989**	57 269	(2,2)	111 947
Direct network operating costs	**(8 320)**	(8 059)	(3,2)	(15 925)
Cost of handsets and other accessories	**(2 992)**	(3 292)	9,1	(6 297)
Interconnect and roaming costs	**(6 191)**	(7 602)	18,6	(15 166)
Employee benefits	**(2 793)**	(2 839)	1,6	(5 843)
Selling, distribution and marketing expenses	**(7 748)**	(7 261)	(6,7)	(14 649)
Other operating expenses	**(3 696)**	(3 704)	0,2	(8 004)
Depreciation of property, plant and equipment	**(6 273)**	(5 948)	(5,5)	(11 807)
Amortisation of intangible assets	**(1 070)**	(1 353)	20,9	(2 668)
Net finance costs	**(2 198)**	(3 630)	39,4	(5 810)
Share of results of associates	**59**	—	—	(5)
Profit before income tax	**14 767**	13 581	8,7	25 773
Income tax expense	**(5 430)**	(4 488)	(21,0)	(8 612)
Profit after tax	**9 337**	9 093	2,7	17 161
Attributable to:	**9 337**	9 093	2,7	17 161
Equity holders of the company	**8 094**	7 630	6,1	14 650
Non-controlling interest	**1 243**	1 463	15,0	2 511
Earnings per ordinary share (cents) attributable to equity holders of the company				
– basic	**439,7**	409,7	7,3	791,4
– diluted	**433,5**	399,4	8,5	781,5
Dividends per share (cents)	**192,0**	181,0	6,1	181,0

Condensed consolidated statements of comprehensive income

	Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Variance %	Financial year ended 31 December 2009 Audited Rm
Profit for the year	**9 337**	9 093	0,0	17 161
Other comprehensive income:				
Exchange differences on translating foreign operations	**(468)**	(16 032)	(1,0)	(17 700)
Cash flow hedges	**77**	(191)	—	(191)
Total comprehensive income/(loss) for the period	**8 946**	(7 130)	(2,3)	(730)
Attributable to:				
Equity holders of the company	**7 791**	(7 894)	(2,0)	(2 509)
Non-controlling interest	**1 155**	764	0,5	1 779
	8 946	(7 130)	(2,3)	(730)

Condensed consolidated balance sheets

	30 June 2010 Reviewed Rm	30 June 2009 Reviewed Rm	Variance %	31 December 2009 Audited Rm
Non-current assets	**112 356**	104 579	7,4	110 213
Property, plant and equipment	**68 711**	61 007	12,6	67 541
Goodwill, intangible assets and investment in associates	**36 415**	37 637	(3,2)	37 526
Other non-current assets	**7 230**	5 935	21,8	5 146
Current assets	**47 204**	41 439	13,9	46 024
Bank and cash	**30 149**	19 503	54,6	23 999
Restricted cash	**585**	994	(41,2)	742
Other current assets	**16 470**	20 942	21,4	21 283
Assets	**159 560**	146 018	9,3	156 237
Total equity	**76 975**	67 450	14,1	72 866
Non-current liabilities	**32 590**	31 236	4,3	28 426
Non-current borrowings	**23 536**	25 537	(7,8)	21 066
Deferred tax and other non-current liabilities	**9 054**	5 699	58,9	7 360
Current liabilities	**49 995**	47 332	5,6	54 945
Non-interest bearing liabilities	**37 561**	37 194	1,0	39 094
Interest bearing liabilities	**12 434**	10 138	22,6	15 851
Total equity and liabilities	**159 560**	146 018	9,3	156 237

Condensed consolidated statements of changes in equity

	Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Financial year ended 31 December 2009 Audited Rm
Opening balance	**72 866**	80 542	80 542
Total comprehensive income/(loss) for the period	**8 946**	(7 130)	(730)
Dividends paid	**(4 689)**	(4 818)	(6 122)
Shares issued during the year	**2**	20 380	20 392
Transactions with non-controlling interest	**—**	(600)	(43)
Newshelf share buy-back	**—**	(21 226)	(21 226)
Other reserves	**(150)**	302	53
Closing balance	**76 975**	67 450	72 866

Condensed consolidated cash flow statements

	Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Financial year ended 31 December 2009 Audited Rm
Cash inflows from operating activities	**15 269**	16 899	36 282
Cash outflows from investing activities	**(7 206)**	(16 942)	(33 192)
Cash outflows from financing activities	**(1 801)**	(2 771)	(926)
Net movement in cash and cash equivalents	**6 262**	(2 814)	2 164
Cash and cash equivalents at beginning of period	**22 646**	25 596	25 596
Effect of exchange rate changes	**174**	(3 866)	(5 114)
Cash and cash equivalents at end of period	**29 082**	18 916	22 646

Segmental analysis

	Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Financial year ended 31 December 2009 Audited Rm
REVENUE			
South and East Africa	**20 563**	19 399	39 669
West and Central Africa	**24 721**	26 757	50 543
Middle East and North Africa	**10 660**	11 062	21 525
Head office companies	**45**	51	210
	55 989	57 269	111 947
EBITDA			
South and East Africa	**7 070**	6 233	12 701
West and Central Africa	**13 375**	14 849	27 029
Middle East and North Africa	**3 323**	2 886	5 782
Head office companies	**481**	544	551
	24 249	24 512	46 063
Profit after tax			
South and East Africa	**3 773**	3 339	6 875
West and Central Africa	**5 773**	6 706	12 026
Middle East and North Africa	**1 605**	1 091	2 099
Head office companies	**(1 814)**	(2 043)	(3 839)
	9 337	9 093	17 161

Notes to the condensed consolidated financial statements

1. Independent review by the auditors

These condensed consolidated results have been reviewed by our joint auditors PricewaterhouseCoopers Inc. and SizweNtsaluba VSP, who have performed their review in accordance with the International Standard on Review Engagements 2410. A copy of their unqualified review report is available for inspection at the registered office of the company.

2. General information

MTN Group Limited (the "Group") carries on the business of investing in the telecommunications industry through its subsidiary companies, joint ventures and associate companies.

3. Basis of preparation

The condensed consolidated interim financial information ("interim financial information") was prepared in accordance with International Financial Reporting Standards ("IFRS") IAS 34 – Interim Financial Reporting and in compliance with the Listings Requirements of the JSE Limited and the South African Companies Act (1973), on a consistent basis with that of the prior period.

4. Accounting policies

The accounting policies adopted are consistent with those of the annual financial statements for the year ended 31 December 2009, as described in the annual financial statements.

During the period under review, the Group adopted all the IFRS and interpretations being effective and deemed applicable to the Group. None of these standards and interpretations had a material impact on the results.

5. Headline earnings per ordinary share

The calculations of basic and adjusted headline earnings per ordinary share are based on basic headline earnings of R7 953 million (2009: R7 739 million) and adjusted headline earnings of R8 072 million (2009: R6 776 million) respectively, and a weighted average number of ordinary shares in issue of 1 840 551 (2009: 1 862 519).

Notes to the condensed consolidated financial statements

Reconciliation between net profit attributable to the equity holders of the company and headline earnings.

	Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Financial year ended 31 December 2009 Audited Rm
Net profit attributable to company's equity holders	**8 094**	7 630	14 650
Adjusted for:			
(Profit)/loss on disposal of non-current assets	**(48)**	109	71
Reversal of impairment of property, plant and equipment and non-current assets	**(92)**	—	148
Basic headline earnings	**7 954**	7 739	14 869
Adjustment:			
Reversal of put option in respect of subsidiary:			
– Fair value adjustment	**(114)**	(553)	(537)
– Finance costs	**242**	(585)	537
– Foreign exchange loss/(gain)	**98**	293	(701)
– Non-controlling shareholders share of profit	**(108)**	(118)	(205)
Adjusted headline earnings	**8 072**	6 776	13 963
Reconciliation of headline earnings per ordinary share (cents)			
Attributable earnings per share (cents)	**439,7**	409,7	791,4
Adjusted for:			
(Profit)/loss on disposal of non-current assets	**(2,6)**	0,3	3,8
(Reversal of impairment)/impairment of property, plant and equipment and non-current assets	**(5,0)**	5,5	8,0
Basic headline earnings per share (cents)	**432,1**	415,5	803,2
Reversal of put option in respect of subsidiary	**6,5**	(51,7)	(48,9)
Adjusted headline earnings per share (cents)	**438,6**	363,8	754,3
Number of ordinary shares in issue:			
– Weighted average ('000)	**1 840 551**	1 862 519	1 851 260
– At period end ('000)	**1 840 616**	1 839 868	1 840 536

Notes to the condensed consolidated financial statements

Adjusted headline earnings adjustments

Put option in respect of subsidiary

IFRS requires the Group to account for a written put option held by a non-controlling shareholder of one of the Group subsidiaries, which provides them with the right to require the subsidiary to acquire its shareholdings at fair value. Prior to the implementation of IFRS the shareholding was treated as a non-controlling shareholder in the subsidiary as all risks and rewards associated with these shares, including dividends, currently accrue to the non-controlling shareholders.

IAS 32 requires that in the circumstances described in the previous paragraph:

(a) the present value of the future redemption amount be reclassified from equity to financial liabilities and that financial liability so reclassified subsequently be measured in accordance with IAS 39;

(b) in accordance with IAS 39, all subsequent changes in the fair value of the liability together with the related interest charges arising from present valuing the future liability be recognised in profit or loss;

(c) the non-controlling shareholder holding the put option no longer be regarded as a non-controlling shareholder but rather as a creditor from the date of receiving the put option.

Although the Group has complied with the requirements of IAS 32 and IAS 39 as outlined above, the board of directors has reservations about the appropriateness of this treatment in view of the fact that:

(a) the recording of a liability for the present value of the future strike price of the written put option results in the recording of a liability that is inconsistent with the framework, as there is no present obligation for the future strike price;

(b) the shares considered to be subject to the contracts that are outstanding, have the same rights as any other shares, and should therefore, be accounted for as a derivative rather than creating an exception to the accounting required under IAS 39.

Notes to the condensed consolidated financial statements

		Six months ended 30 June 2010 Reviewed Rm	Six months ended 30 June 2009 Reviewed Rm	Financial year ended 31 December 2009 Audited Rm
6.	**Capital expenditure incurred**	**8 496**	15 504	31 248
7.	**Contingent liabilities and commitments**			
	Contingent liabilities – upgrade incentives	**930**	250	1 209
	Operating leases – non-cancellable	**579**	756	832
	Finance leases	**328**	520	348
	Other	**664**	633	749
8.	**Commitments for property, plant and equipment and intangible assets**			
	– Contracted for	**6 124**	23 260	6 780
	– Authorised but not contracted for	**8 979**	3 625	16 819
9.	**Cash and cash equivalents**			
	Bank balances deposits and cash	**30 149**	19 503	23 999
	Call borrowings	**(1 067)**	(587)	(1 353)
		29 082	18 916	22 646
10.	**Interest-bearing liabilities**			
	Call borrowings	**1 067**	587	1 353
	Short-term borrowings	**11 367**	9 551	14 498
	Current liabilities	**12 434**	10 138	15 851
	Long-term liabilities	**23 536**	25 537	21 066
		35 970	35 675	36 917

Notes to the condensed consolidated financial statements

11. Other non-current liability

The put option in respect of the subsidiary arises from an arrangement whereby the non-controlling shareholders of the Group's subsidiary have the right to put their remaining shareholding in the subsidiary to Group companies.

On initial recognition, the put option was fair valued using effective interest rates as deemed appropriate by management. To the extent that the put option is not exercisable at a fixed strike price the fair value will be determined on an annual basis with movements in fair value being recorded in profit and loss.

12. Post balance sheet events

The directors are not aware of any matter or circumstance arising since the end of the reporting period, not otherwise dealt with herein, which significantly affects the financial position of the Group or the results of its operations or cash flows for the period ended.

MTN Group Limited

Reviewed interim results
for six months ended 30 June 2010

everywhere you go

Agenda

Strategic and operational overview

Phuthuma Nhleko

Group President and CEO

Financial overview

Nazir Patel

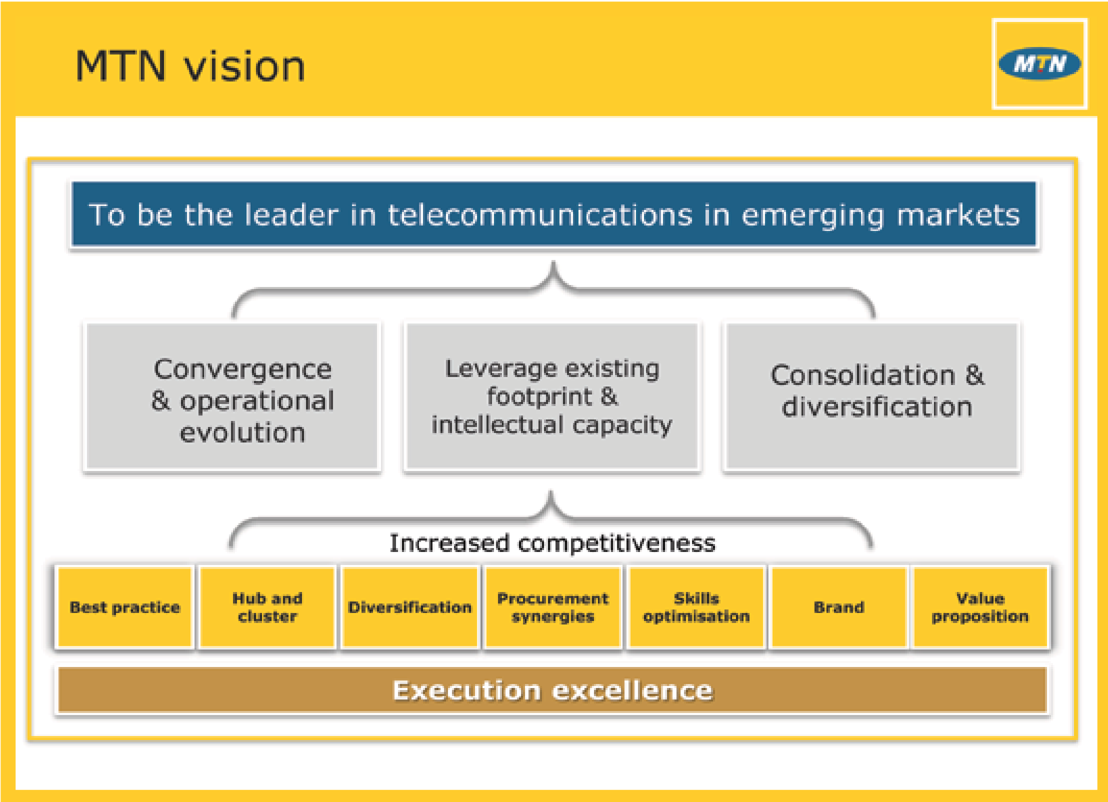
Group Finance Director

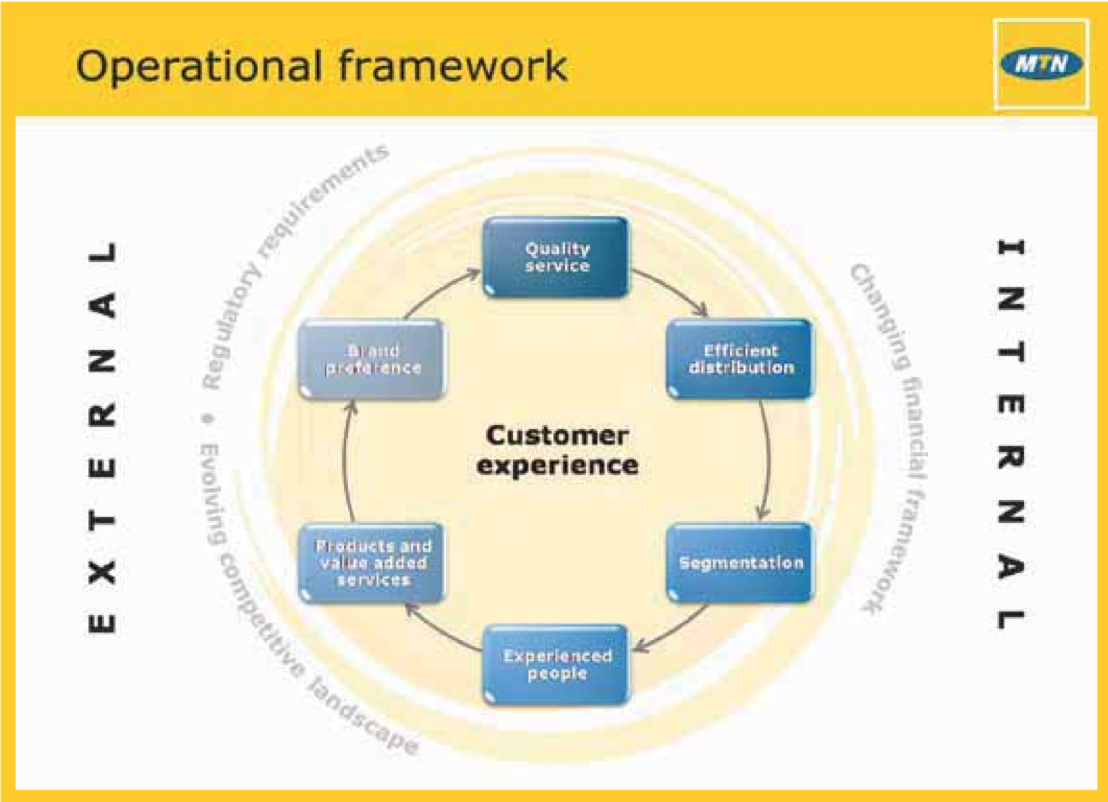
Looking ahead

Phuthuma Nhleko

Group President and CEO


Strategic and operational overview
Phuthuma Nhleko
Group President and CEO
MTN
everywhere you go


MTN vision
MTN
To be the leader in telecommunications in emerging markets
Convergence & operational evolution
Leverage existing footprint & intellectual capacity
Consolidation & diversification
Increased competitiveness
Best practice
Hub and cluster
Diversification
Procurement synergies
Skills optimisation
Brand
Value proposition
Execution excellence


Operational framework
MTN
EXTERNAL
Regulatory requirements • Evolving competitive landscape
Quality service
Efficient distribution
Segmentation
Experienced people
Products and value added services
Brand preference
Customer experience
Changing financial framework
INTERNAL

Group highlights

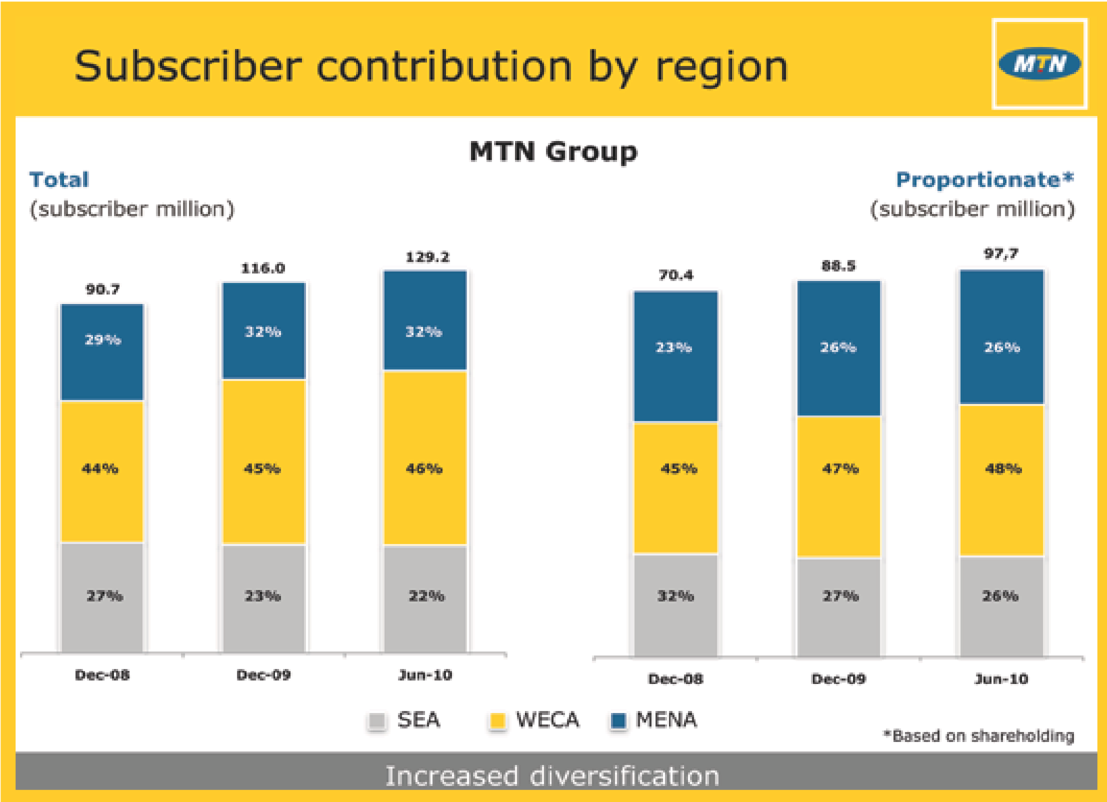
Group subscribers
Up 11,4% to
129,2 million

EBITDA margin
Up 0,5% points to
43,3%

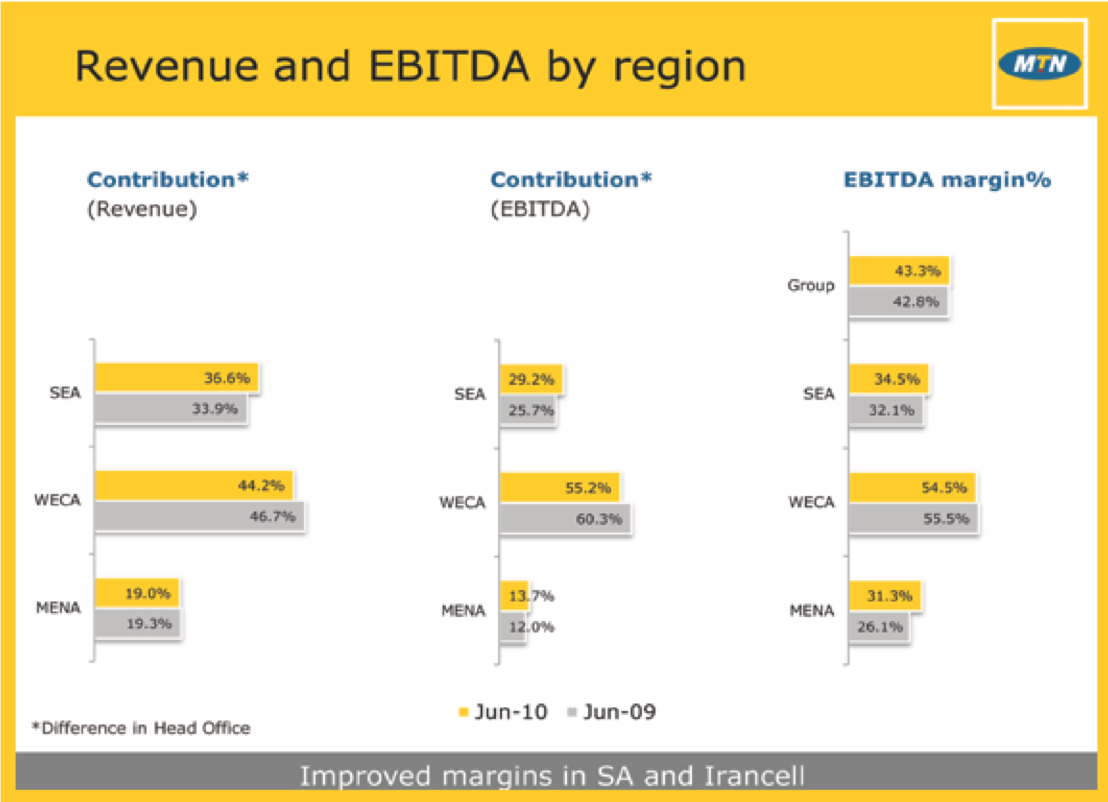
Adjusted headline EPS
Up 20,6% to
438,6 cents

Maiden interim dividend
per share of
151 cents

Free cash flow up 164% to R6.8 billion



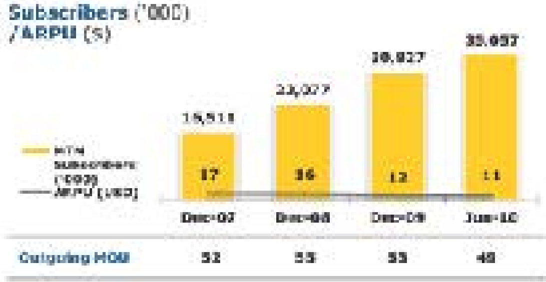
Subscriber contribution by region
MTN
MTN Group
Total
(subscriber million)
Proportionate*
(subscriber million)
90.7
116.0
129.2
29%
32%
32%
44%
45%
46%
27%
23%
22%
Dec-08
Dec-09
Jun-10
70.4
88.5
97,7
23%
26%
26%
45%
47%
48%
32%
27%
26%
Dec-08
Dec-09
Jun-10
SEA
WECA
MENA
*Based on shareholding
Increased diversification

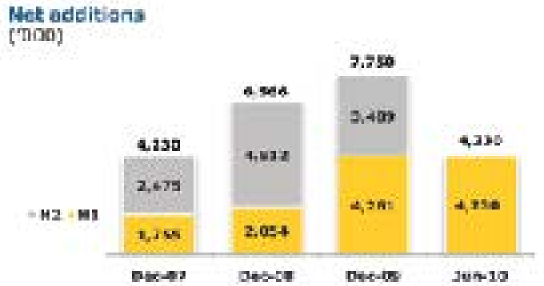

Revenue and EBITDA by region
MTN
Contribution*
(Revenue)
SEA
36.6%
33.9%
WECA
44.2%
46.7%
MENA
19.0%
19.3%
Contribution*
(EBITDA)
SEA
29.2%
25.7%
WECA
55.2%
60.3%
MENA
13.7%
12.0%
EBITDA margin%
Group
43.3%
42.8%
SEA
34.5%
32.1%
WECA
54.5%
55.5%
MENA
31.3%
26.1%
Jun-10
Jun-09
*Difference in Head Office
Improved margins in SA and Irancell

Nigeria
– operational highlights

[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]

- Increased market share
  - Quality of service
  - Segmental value propositions
- Effective distribution
- LC ARPU declined 10% (Dec 09)
- Reduction in interconnect affected ARPU
- Marginal ARPU of $7
- SIM registration implemented 1 May 10

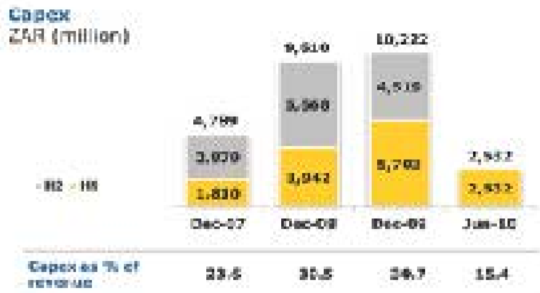


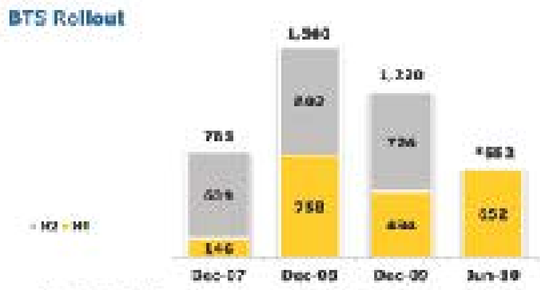


*Legal

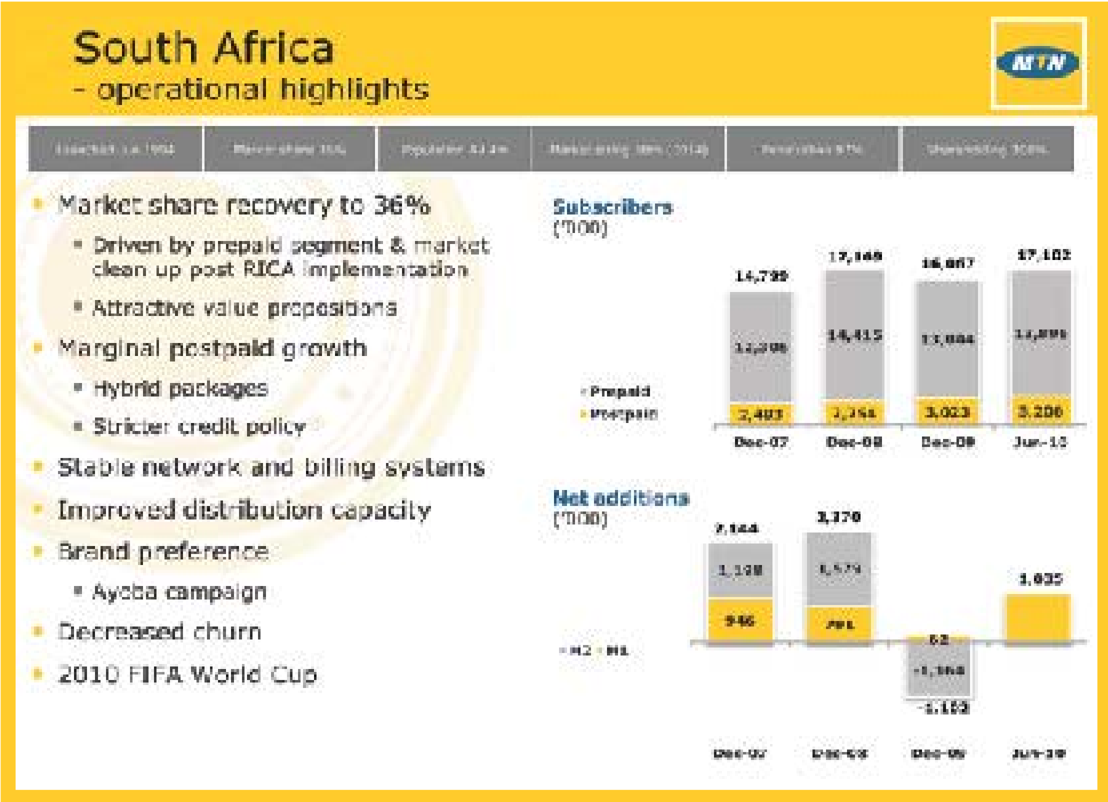
Nigeria
- infrastructure and data highlights

- Maintained quality and capacity on network
- 279 3G BTS's rolled out
- Rollout to pick up in H2
- Transmission expansion
  - Further 694 km of backbone deployed (Maiduguri-Yola-Gombe)
  - 45 km of Port Harcourt metro fibre
- Launched Wimax trial in 3 states
- Increased BlackBerry subscribers
- Data as a % of revenue 4.2%





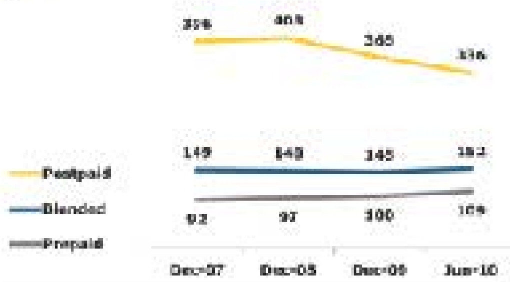
*Including 3G


South Africa
- operational highlights
Market share recovery to 36%
Driven by prepaid segment & market clean up post RICA implementation
Attractive value propositions
Marginal postpaid growth
Hybrid packages
Stricter credit policy
Stable network and billing systems
Improved distribution capacity
Brand preference
Ayoba campaign
Decreased churn
2010 FIFA World Cup
Subscribers
('000)
Prepaid
Postpaid
14,799
17,102
3,023
Dec-07
Dec-08
Dec-09
Jun-10
Net additions
('000)
3,170
1,035

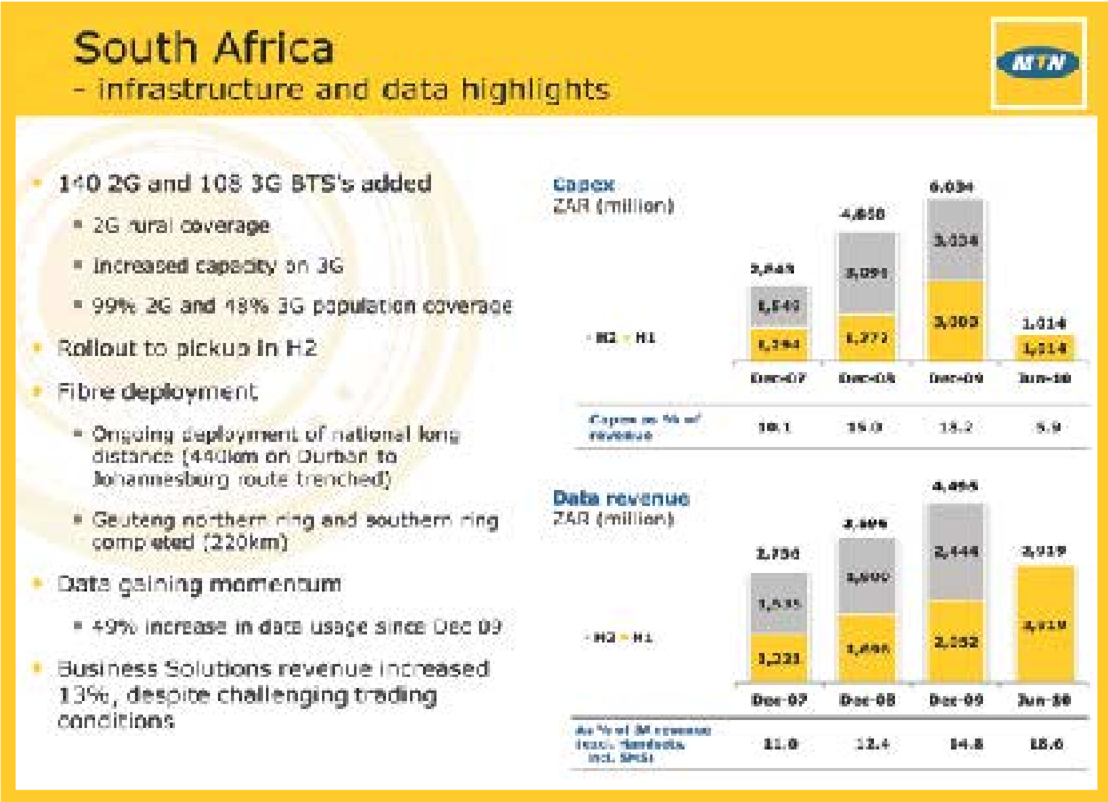
South Africa
– operational highlights

- Increased prepaid ARPU
- Increase in data revenue
- Declining postpaid ARPU indicating slowing consumer spend
  - Lower out of bundle usage
  - Migration onto lower value packages
- Mobile termination rates
  - Constructive engagement with ICASA regarding further cuts

ARPU
ZAR

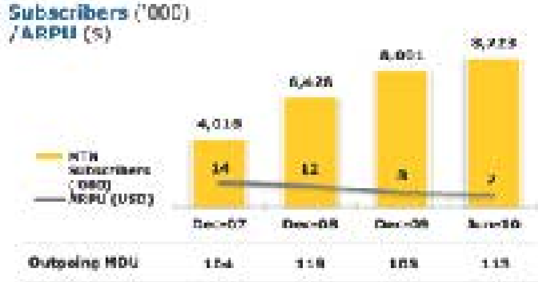


	Dec-07	Dec-08	Dec-09	Jun-10
Avg. total MOU comprises both incoming and outgoing minutes	106	102	100	110
Outgoing MOU	65	64	64	72


South Africa
- infrastructure and data highlights
MTN
140 2G and 108 3G BTS's added
2G rural coverage
Increased capacity on 3G
99% 2G and 48% 3G population coverage
Rollout to pickup in H2
Fibre deployment
Ongoing deployment of national long distance (440km on Durban to Johannesburg route trenched)
Gauteng northern ring and southern ring completed (220km)
Data gaining momentum
49% increase in data usage since Dec 09
Business Solutions revenue increased 13%, despite challenging trading conditions
Capex
ZAR (million)
H2 H1
1,014
Dec-07
Dec-08
Dec-09
Jun-10
10.1
13.2
5.9
Data revenue
ZAR (million)
H2 H1
2,919
Dec-07
Dec-08
Dec-09
Jun-10
11.0
12.4
14.8
16.6

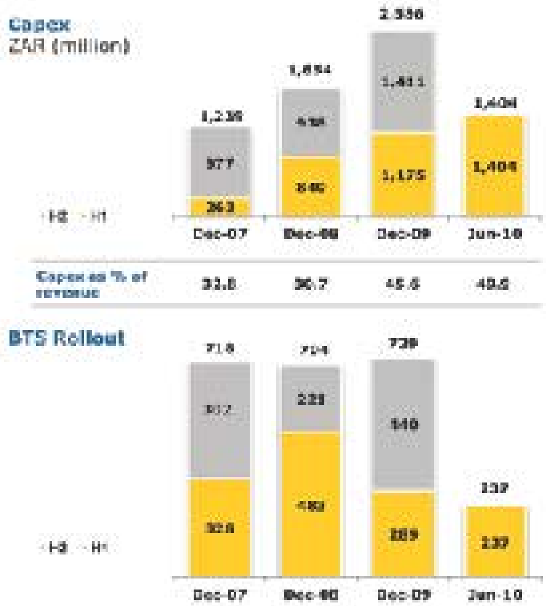
Ghana
- operational highlights

- Increased subs 9% (Dec 09)
  - MTN Zone
  - FIFA related promotions
- Quality of networks
- Increased market share in competitive market
- Effective distribution
- LC ARPU declined 8% (Dec 09)
- SIM registration implemented 1 Jul 10
  - 40% of base registered to date



Ghana
- infrastructure and data highlights

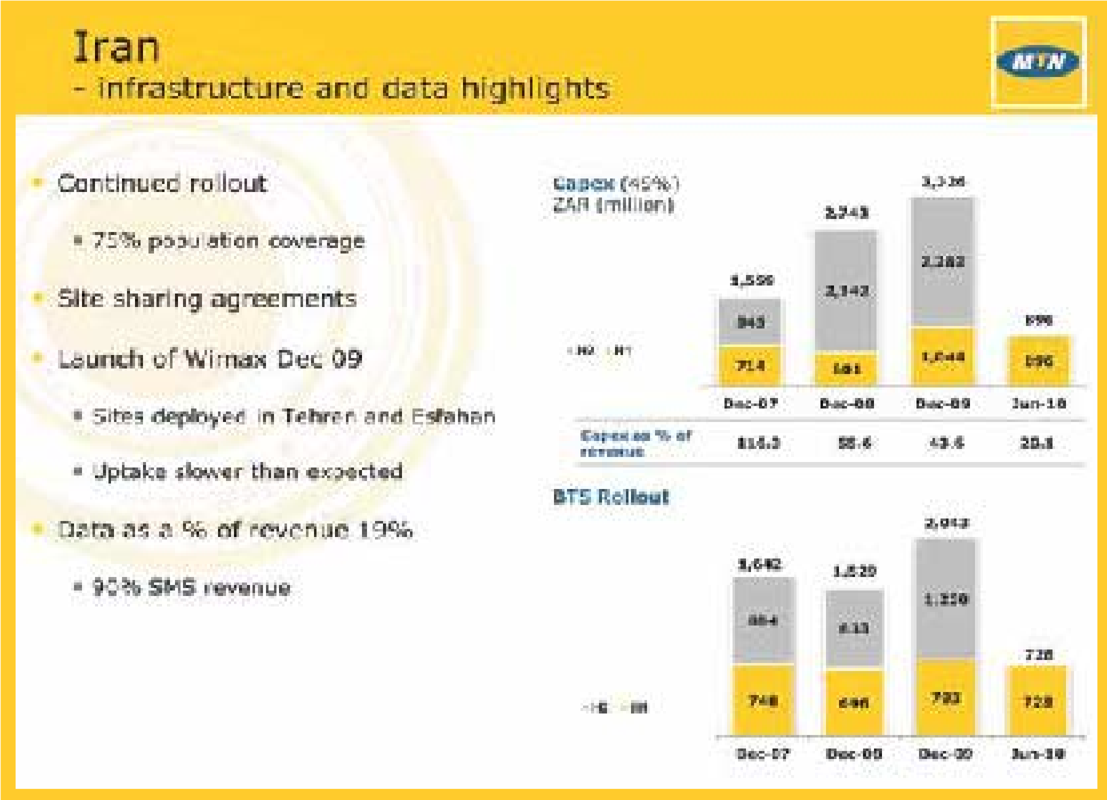
- Mantained network quality
- 133 3G BTS's added
- Rollout slower than expected
  - Challenges obtaining new sites, ban lifted since
- Data usage gaining momentum
  - Traffic increased 43% since Dec 09
- 757 Mobile Money subs (Jun 10)
- Data as a % of revenue 7,3%

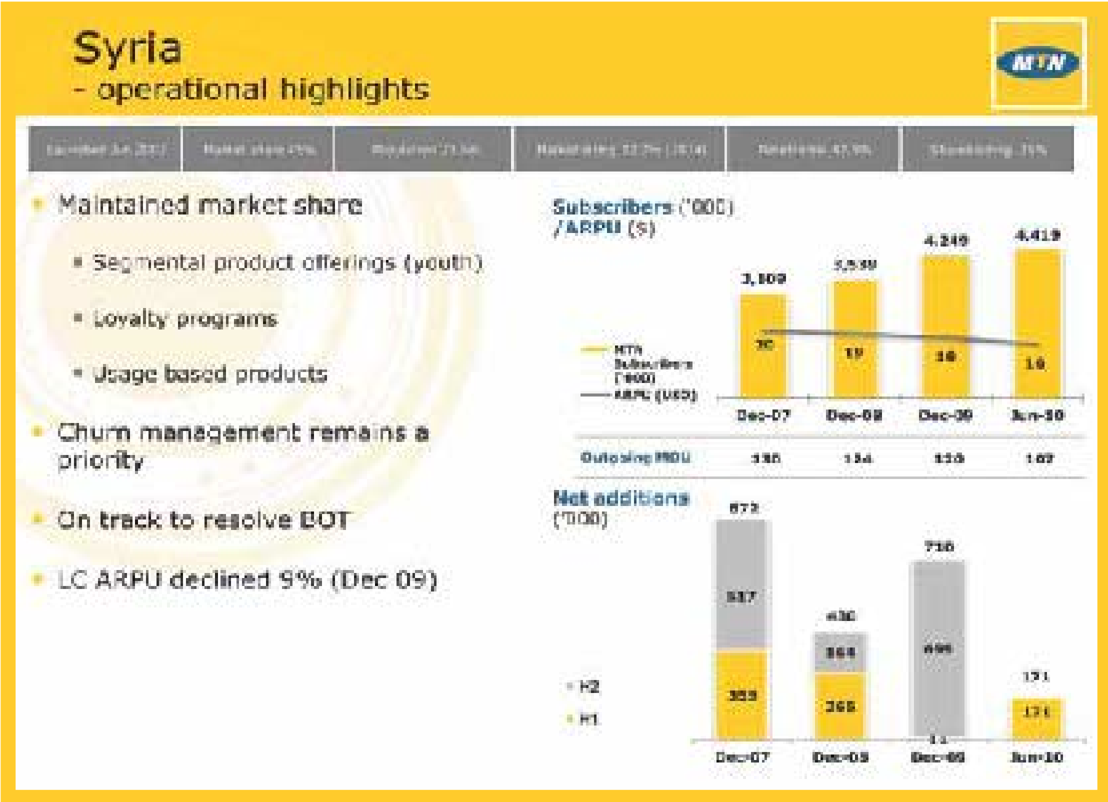


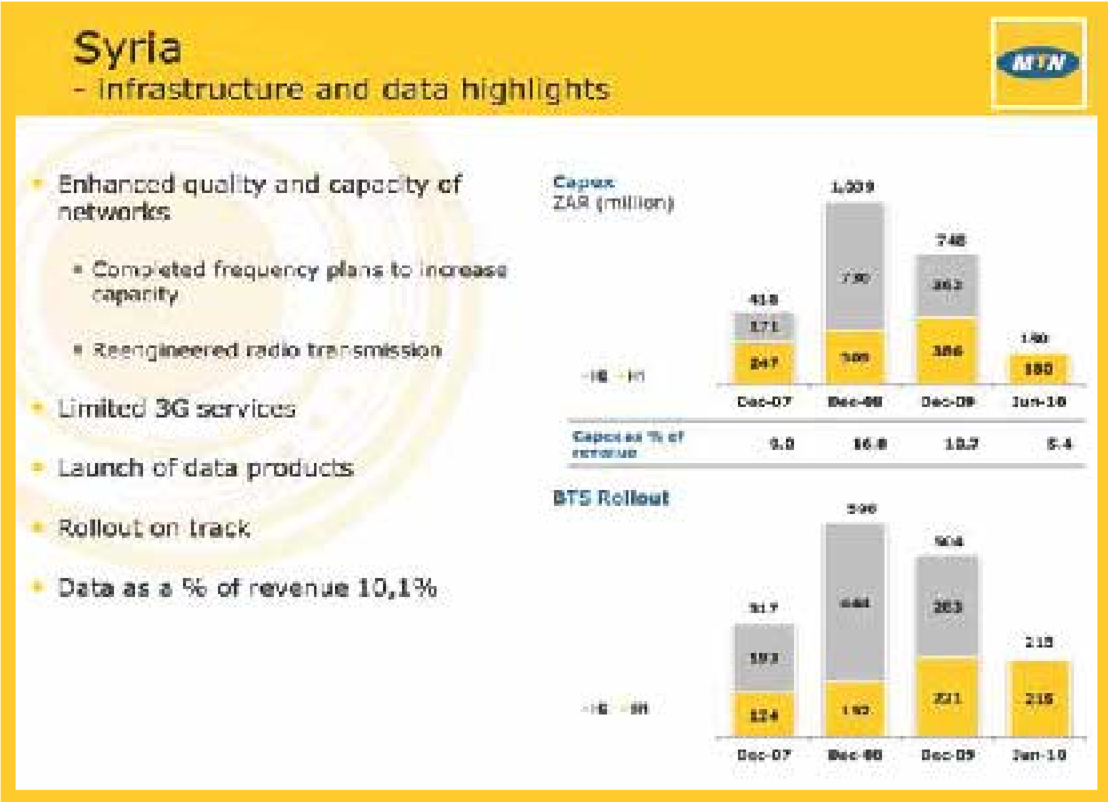
Iran

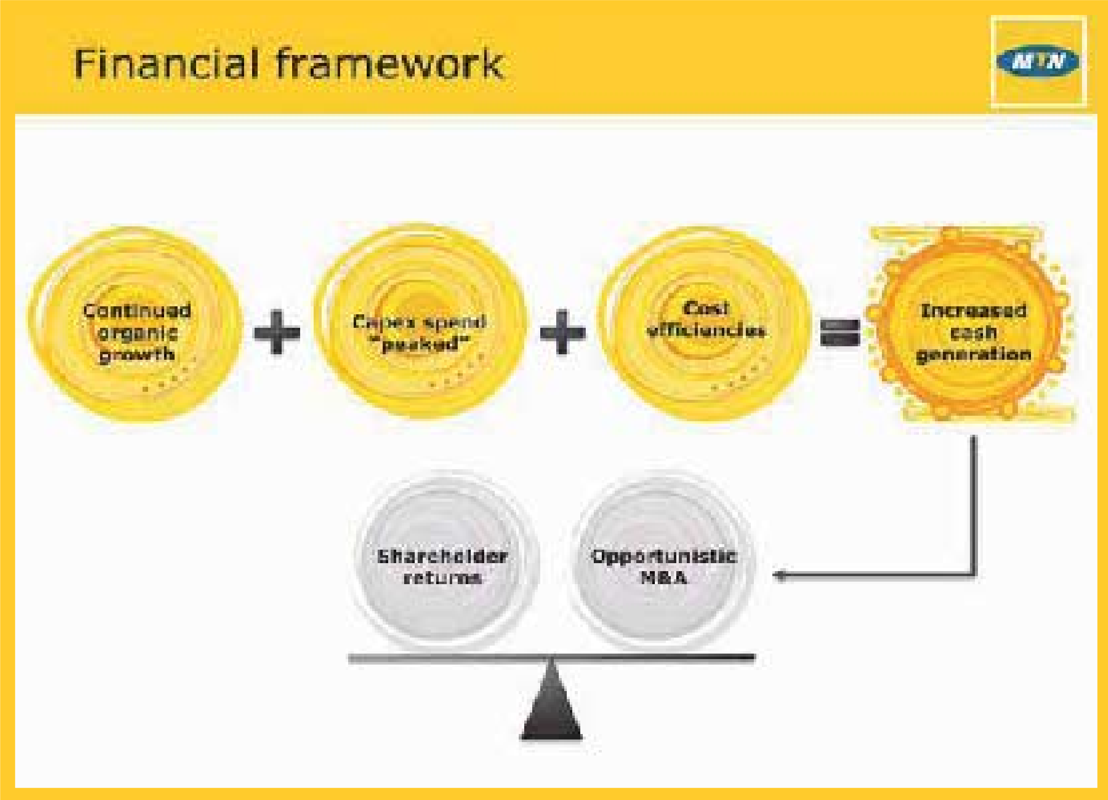
– operational highlights

- Subscriber growth of 16% (Dec 09)
  - Appealing seasonal promo's
  - Attractive segmental value propositions (WOW and GPRS bolt-on's)
- Wider electronic distribution channels
- Date of launch of 3rd operator remains unclear
- Stable USD ARPU
  - 2% increase in LC (Dec 09)
  - Increased usage from improved capacity and coverage in key areas


Iran
- infrastructure and data highlights
Continued rollout
75% population coverage
Site sharing agreements
Launch of Wimax Dec 09
Sites deployed in Tehran and Esfahan
Uptake slower than expected
Data as a % of revenue 19%
90% SMS revenue
Capex (49%)
ZAR (million)
2,743
2,282
2,142
714
Dec-07
Dec-08
Dec-09
Jun-10
Capex as % of revenue
43.6
20.1
BTS Rollout
2,013
1,220
720
Dec-07
Dec-08
Dec-09
Jun-10


Syria
- operational highlights
Maintained market share
Segmental product offerings (youth)
Loyalty programs
Usage based products
Churn management remains a priority
On track to resolve BOT
LC ARPU declined 9% (Dec 09)
Subscribers ('000) / ARPU ($)
4,249
4,419
MTN Subscribers ('000)
ARPU (USD)
Dec-07
Dec-08
Dec-09
Jun-10
Outgoing MOU
Net additions ('000)
H2
H1
Dec-07
Dec-08
Dec-09
Jun-10


Syria
- Infrastructure and data highlights
MTN
Enhanced quality and capacity of networks
Completed frequency plans to increase capacity
Reengineered radio transmission
Limited 3G services
Launch of data products
Rollout on track
Data as a % of revenue 10,1%
Capex
ZAR (million)
418
171
247
748
180
Dec-07
Dec-09
Jun-10
10.7
5.4
BTS Rollout
263
221
215
Dec-07
Dec-09


Financial framework
Continued organic growth
Capex spend "peaked"
Cost efficiencies
Increased cash generation
Shareholder returns
Opportunistic M&A


Financial overview
Nazir Patel
Group Finance Director
everywhere you go

Group summary
ZAR 'm

Key Points

- ZAR strength impacted reported results
- Higher EBITDA margin due to Iran and RSA
- Limited functional currency impact
- Strong free cash flow generation as capex spend reduces
- Adjusted HEPS increased 20.6% compared to prior year

	6 months ended Jun 10	6 months ended Jun 09	Variance %
Revenue	55 989	57 269	(2.2)
EBITDA	24 249	24 512	(1.1)
EBITDA margin %	*43.3*	*42.8*	*0.5pts*
AHEPS	438.6	363.8	20.6
Capex (incl. software)	8 496	15 504	(45.2)
% of rev	*15.2*	*27.1*	*(11.9pts)*
Free cash* flow	6 838	2 591	163.9

* Cash inflow from operating activities less capex and intangibles

Financial overview

MTN

Trading conditions

- Economic and trading conditions stabilised (but unpredictable)
- Increased competition in key markets, tariff pressure
- Subscriber growth at reduced marginal ARPU's
- Strong data growth, declining access pricing

Foreign exchange rates

- ZAR reported results negatively impacted by ZAR strength
- Limited functional currency impact, Iran loan cession
  - Iran loans ceded to MTN Dubai, limited to Euro / USD FX exposure. Included in net forex losses
- Marginal FX impact on capex, ZAR strength

Regulatory

- Subscriber registration initiated in several key markets
- MTR changes impacted revenue
  - RSA – 1 Mar 10
  - Nigeria – 31 Dec 09

Key accounting considerations

Change in ownership

- Zambia shareholding reduced from 97.8% to 90.0% - Jun 10
- Afghanistan shareholding reduced from 100% to 90.9% - Jun 10

Put option

- Put option net impact on AHEPS ZAR 118m (Jun 09: ZAR 963m credit, Dec 09: ZAR 906m credit)
  - Finance costs - ZAR 242m
  - Fair value adjustment – (ZAR 114m)
  - Forex loss - ZAR 98m
  - Non-controlling interests share of profits - (ZAR 108m)

Taxation

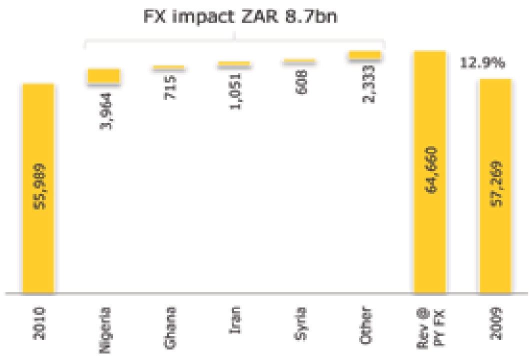
- Group effective tax rate of 36.8% mainly due to:
  - STC on Group dividends – 2.4%
  - Withholding tax – 2.3%
  - Education tax (Nigeria) – 1.3%
  - Put option charge ZAR 226m vs credit ZAR 845m in prior year

Average exchange rates

Revenue trends
ZAR 'm

Key Points

- Strong underlying organic growth in key markets
- Reported revenues adversely impacted by ZAR strength
- 2010 revenues at constant prior year FX rates would be 12.9% higher than prior year
- Revenue in key markets driven by strong subscriber growth
  - Nigeria local currency growth rate slowing as penetration increases
  - RSA growth driven by prepaid and data revenue
  - Iran growth driven by stable ARPU and increased subscribers



Revenue growth	ZAR %	LC %
Nigeria	(7.7)	14.7
Iran	14.7	42.0
Ghana	(4.8)	19.2
Syria	(5.0)	12.0
Uganda	(4.0)	16.5
RSA	7.1	7.1

Revenue trends (cont.)

Data (excl. SMS) - ZAR 'm

- Group data revenue growth 46.0% from prior year
- RSA contribution 78.9% of Group total
  - RSA growth due to investment in transmission links and new prepaid bundles
- Nigeria revenue growth over 100% due to the launch of Blackberry services
- Iran 32.3% revenue growth due to uptake up in GPRS services
- Ghana 63.3% revenue growth due to investment in 3G and increase in smartphones (500k) on network
- Syria revenue growth over 100% due to better value proposition for both pre and postpaid market

	6 months ended Jun 10	6 months ended Jun 09
RSA	1 727	1 091
Business Solutions	533	327
Total RSA	2 260	1 418
	78.9%	72.2%
Algeria	188	76
	6.6%	3.9%
Iran	86	65
	3.0%	3.3%
Syria	125	61
	4.4%	3.1%
Other	207	344
	7.2%	17.5%
Revenue	2 866	1 964

Revenue trends (cont.)

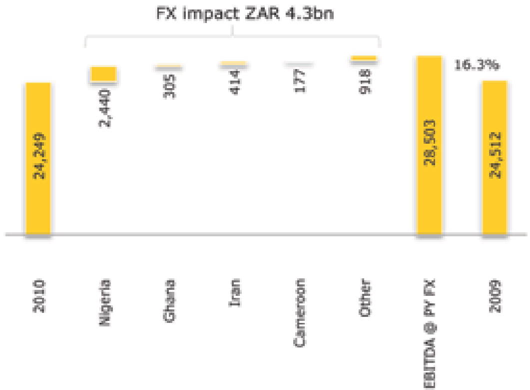
MTR impact - ZAR 'm

- MTR changes in Nigeria and RSA
  - RSA: Peak rate dropped from ZAR1.25 to ZAR0.89
  - Nigeria: Peak rate dropped from 11.4 Naira to 8.2 Naira
- Interconnect revenue decreased 16.3%:
  - RSA revenue decreased 4% - incoming traffic increased 2.6%
  - Nigeria revenue decreased 23% local currency – incoming off net traffic increased 12%
- Net interconnect as percentage of EBITDA decreased marginally

	6 months ended Jun 10	6 months ended Jun 09	Variance %
Interconnect revenue	8 314	9 939	(16.3)
% of revenue	14.8%	17.4%	(2.6)pts
Interconnect cost	(5 736)	(7 302)	21.4
Net interconnect revenue	2 578	2 637	(2.2)
% of EBITDA	10.6%	10.8%	(0.2)pts

EBITDA trends
ZAR 'm

- Strong organic EBITDA growth in key markets
- 2010 EBITDA at constant prior year FX rates would be 16.3% higher than prior year
- Nigeria margins steady at 61.3% due to revenue growth and decrease in interconnect costs
- RSA EBITDA growth due to:
  - Lower handset and interconnect costs
  - Reduced connection incentives from Sep 09
  - Change in license fee term from Apr 09
- Iran EBITDA growth due to:
  - Revenue growth
  - Maintenance costs reduced due to single vendor maintenance



EBITDA growth	ZAR %	LC %
Nigeria	(7.4)	15.1
Iran	35.9	67.3
Ghana	(11.0)	12.3
Syria	(6.6)	10.4
Uganda	(2.6)	18.2
RSA	15.9	15.9

Results overview
Financial results
Powerpoint presentation
Administration

EBITDA margin recon
(%)

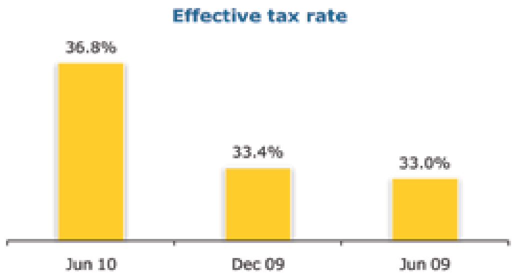
- Iran
  - Margin increased 6.5pts (from 34.7% to 41.2%) mainly due to 15% revenue growth and opex savings
- RSA
  - Margin increased 2.5pts to 33.9% due to higher net interconnect and handset margin
- Nigeria
  - Nigeria margin remained flat at 61.3%
- Other
  - Margin deterioration in Sudan, Ghana and Cote d'Ivoire

EBITDA margin Jun 09	42.8
Iran	0.4
RSA	0.5
Other opcos	(0.4)
EBITDA margin Jun 10	43.3

Interest and Tax
ZAR 'm

Net finance cost	6 months ended Jun 10	6 months ended Jun 09
Net interest paid	1 085	982
Net forex losses	957	670
Functional currency (gains)/ losses	(70)	2 823
Put option	226	(845)
Total	**2 198**	**3 630**

Income tax	6 months ended Jun 10	6 months ended Jun 09
Normal tax	3 333	3 345
Deferred tax	1 359	396
STC and witholding taxes	738	747
Total	**5 430**	**4 488**



- Functional currency loss reduced due to cession of Iran loans to MTN Dubai
- Iran loans ceded to MTN Dubai, limited to Euro / USD FX exposure. Included in net forex losses
- Deferred tax higher than prior year due to significant capex spend in prior year and functional currency impact on Iran loans in the prior year

Earnings per share
cents

	6 months ended Jun 10	6 months ended Jun 09	Variance %
Attributable earnings per share	439.7	409.7	7.3
(Profit) / loss on disposal of non-current assets	(2.6)	5.8	-
Reversal of impairment of PPE and non-current assets	(5.0)	-	-
Basic headline earnings per share	432.1	415.5	4.0
Reversal of the put option in respect of subsidiary	6.5	(51.7)	-
Adjusted headline earnings per share	438.6	363.8	20.6

Income statement
ZAR 'm

	6 months ended Jun 10	6 months ended Jun 09	Variance %
Revenue	**55 688**	**57 269**	**(2.7)**
EBITDA	**24 245**	**24 512**	**(1.1)**
EBITDA Margin %	*43.5%*	*42.8%*	*0.7pp*
Depreciation	(6 273)	(5 948)	(5.5)
Amortisation	(1 070)	(1 353)	20.9
Profit from operations	**16 506**	**17 211**	**(4.1)**
Net finance cost	(2 196)	(3 630)	39.4
Share of profits from associates	59	-	-
Profit before tax	**14 767**	**13 581**	**8.7**
Income tax expense	(5 430)	(4 488)	(21.0)
Profit after tax	**9 337**	9 093	2.7
Non controlling interests	(1 243)	(1 463)	15.0
Attributable profit	**8 094**	7 630	6.1
Effective tax rate	36.8%	33.0%	(3.8)pts

Results overview

Financial results

Powerpoint presentation

Administration

Balance sheet
ZAR 'm

	Jun 10	Dec 09
Non-current assets	**112 356**	**110 213**
Property, plant and equipment	68 711	67 541
Goodwill and other intangible assets	36 415	37 526
Other non-current assets	7 230	5 146
Current assets	**47 204**	**46 024**
Bank balances	30 149	23 999
Restricted cash	585	742
Other current assets	16 470	21 283
Total assets	**159 560**	**156 237**
Capital and reserves	**76 975**	**72 866**
Non-current liabilities	**32 590**	**28 426**
Non-current liabilities	23 536	21 066
Deferred taxation and other non-current liabilities	9 054	7 360
Current liabilities	**49 995**	**54 945**
Non–interest bearing liabilities	37 561	39 094
Interest bearing liabilities	12 434	15 851
Total equity and liabilities	**159 560**	**156 237**
Net debt	5 236	12 176
Net debt / EBITDA	.11	.26
USD:ZAR	7.67	7.39

Analysis of net debt
as at Jun 10

- Net debt to EBITDA of 0.11x
- Nigeria increased facilities and extended tenure, refinancing before 30 Jun 10
- MTN Holdings updated its DMTN programme in anticipation of MTNIC (ZAR 5bn), refinancing post 30 Jun 10
- Investcom unproductive debt eliminated, approx ZAR 5.2bn remains due to recap of Dubai
- Gross intercompany loans (excl. holding companies and SA) total ZAR 11.1 bn mainly to Iran (incl. at 100%), Sudan and Afghanistan
- Resolution of Ghana shareholder dispute

Debt repayment profile ZAR 'bn

Debt of ZAR 35.9bn

Cash of ZAR 30.7bn

Net debt of ZAR 5.2bn

Cash flow statement
ZAR 'm

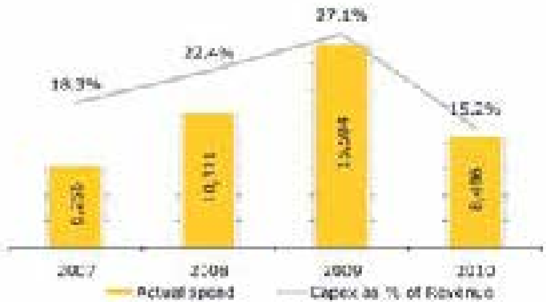
	6 months ended Jun 10	6 months ended Jun 09
Net cash generated by operations	**24 075**	**25 129**
Net interest paid	(1 966)	(692)
Taxation paid	(3 306)	(4 156)
Dividends paid	(3 534)	(3 382)
Cash inflows from operating activities	**15 269**	**16 899**
Acquisitions of PPE (excluding software)	(7 911)	(13 224)
Acquisition of intangible assets	(520)	(1 034)
Other investing activities	1 225	(2 634)
Cash outflows from investing activities	**(7 206)**	**(16 942)**
Cash outflows from financing activities	**(1 801)**	**(2 771)**
Net movement in cash and cash equivalents	**6 262**	**(2 814)**
Cash and cash equivalents at the beg. of the year	22 646	25 596
Realised gains / (losses) on bank accounts	174	(3 856)
Cash and cash equivalents at the end of the period	**29 082***	**18 926***

* Incl. bank balance ZAR[illegible] (Jun 09: ZAR[illegible]) and bank overdraft ZAR[illegible] (Jun 09: ZAR[illegible])

Capital expenditures

ZAR 'm

- Actual spend ZAR 8.5bn positively impacted by FX
  - Budget FX USD:ZAR average rate 8.07
- Low spend vs authorised due to:
  - Optimisation of spend vs traffic / network capacity demand
  - Delayed site acquisitions in densely populated areas
  - Road construction affecting pace of implementation
- Expected 2010 spend ZAR 21.3bn vs ZAR 23.6bn authorised 2010



Results overview

Financial results

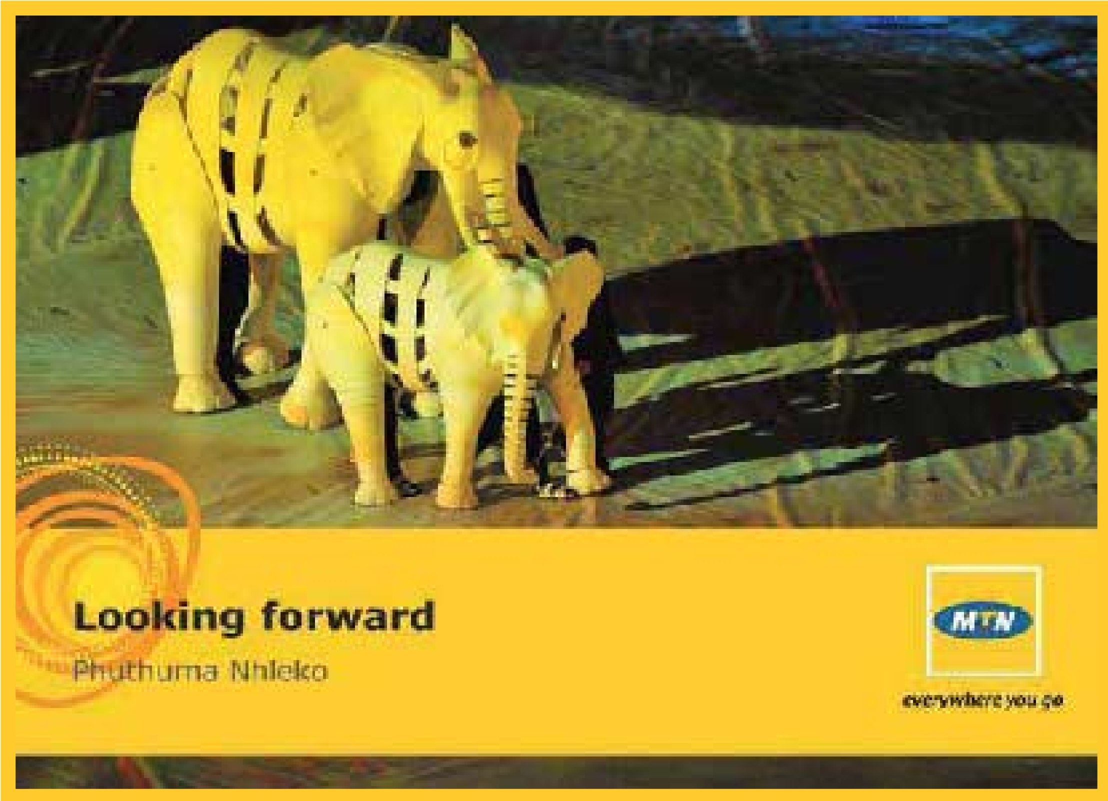
Powerpoint presentation

Administration

Capital expenditures (cont.)
ZAR 'm (incl. software)

	Actual 6 months ended Jun 10	Actual 6 months ended Jun 09	Authorised 2010*	Revised 2010**
South & East Africa	**1 571**	**4 483**	**6 111**	**5 665**
RSA	1 014	3 000	4 245	4 045
Other operations	557	1 483	1 866	1 620
West & Central Africa	**5 282**	**8 741**	**10 414**	**10 026**
Nigeria	2 532	5 703	6 424	5 704
Ghana	1 404	1 175	1 551	2 134
Other operations	1 346	1 863	2 439	2 188
Middle East & North Africa	**1 502**	**2 280**	**6 123**	**4 673**
Iran	856	1 045	2 666	2 149
Syria	160	385	456	594
Other operations	426	850	3 001	1 930
Head Office Companies	**141**	-	**951**	**951**
Total	**8 496**	**15 504**	**23 599**	**21 315**

* USD-ZAR 8.07
** USD-ZAR 7.53


Looking forward
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Looking forward

Optimising efficiencies	• Infrastructure sharing • Standardisation of systems and processes • Rationalisation of suppliers • Cost management and optimisation
Rollout	• Monitoring infrastructure investments to ensure appropriate levels of capacity and quality of service and continued investment in fibre and cable to service evolving voice and data requirements
Regulatory	• Continued engagement with regulatory authorities in the development and refinement of the telecommunications sector in its markets
Cash returns	• Evaluating options to return cash to shareholders • 40% full year dividend payout ratio guidance
BEE	• Offer to open 30 Aug 10 subject to shareholder approval • Expect conclusion by end Nov 10

Subscriber guidance 2010

	Old net additions guidance for 2010 '000	Updated net additions guidance for 2010 '000
South Africa	800	1 800
Nigeria	6 000	6 350
Ghana	800	600
Iran	5 000	5000
Syria	400	400
Rest	7 000	7 000
	20 000	**21 150**

Notice

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Thank you South Africa
see you in Brazil !
Annexures
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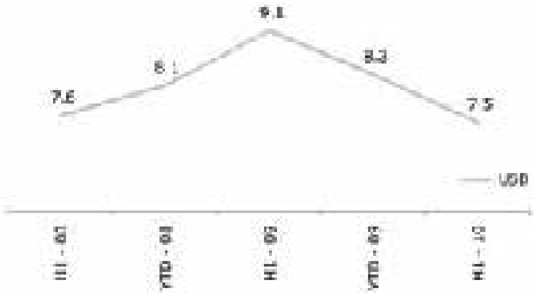
RSA (excl. Business Solutions)

ZAR 'm

Revenue	6 months ended Jun 10
2009	**15 992**
Airtime and subscription	696
Data	636
Interconnect	(308)
Other	118
2010	**17 135**
% Growth	*7.1%*

EBITDA	6 months ended Jun 10
2009	**5 018**
Revenue	1 142
Selling and distribution	(339)
Interconnect and roaming	362
Other	(368)
2010	**5 815**
% Growth	*15.9%*
EBITDA margin	*33.9%*

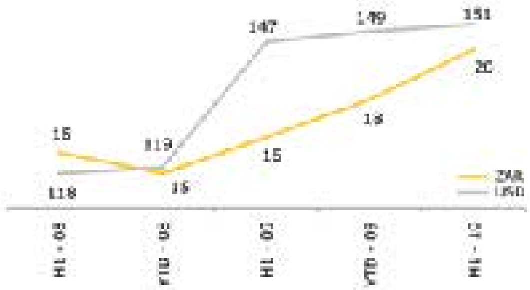


- Higher data and prepaid revenue
- Lower postpaid (including hybrid) airtime revenue
  - Out of bundle usage
  - Migration to lower packages
- Higher handset margin
- Marketing and advertising higher due to FIFA and media expenses
- Higher on net traffic offset some of interconnect rate decline

Nigeria
ZAR 'm

Revenue	6 months ended Jun 10
2009	**17 837**
Airtime and subscription	3 015
Interconnect	(563)
Accessories	32
Other	111
FX	(3 964)
2010	**16 468**
% Growth	*(7.7)%*

EBITDA	6 months ended Jun 10
2009	**10 923**
Revenue	2 595
Selling and distribution	(459)
Interconnect and roaming	383
Direct network operating	(432)
Other	(474)
Forex	(2 440)
2010	**10 096**
% Growth	*(7.4)%*
EBITDA margin	*61.2%*

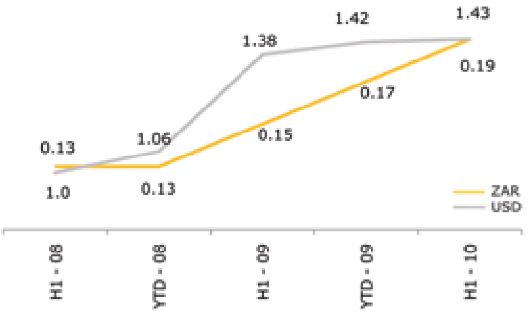


- Revenue FX impact ZAR R4.0bn
- Lower interconnect revenue
  - Drop in interconnect rates
  - No impact on net interconnect margin
- Decrease in interconnect costs

Ghana
ZAR 'm

Revenue	6 months ended Jun 10
2009	**2 955**
Airtime and subscription	554
Interconnect	(30)
Accessories	16
Other	33
FX	(715)
2010	**2 813**
% Growth	*(4.8)%*

EBITDA	6 months ended Jun 10
2009	**1 328**
Revenue	573
Selling and distribution	(91)
Handsets	(78)
Direct network operating	(53)
Other	(192)
Forex	(305)
2010	**1 182**
% Growth	*(11.0)%*
EBITDA margin	*42.0%*

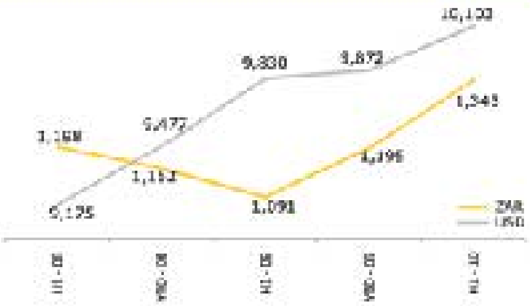


- Revenue FX impact ZAR R.7bn
- 3G up take
- On net ratio drop from 88% to 84%
- Selling and distribution cost increase
  - FIFA
  - Media inflation costs – driven by competition
- Increased handset costs due to uptake in bundled offers (to drive data and 3G)

Iran
ZAR 'm

Revenue	6 months ended Jun 10
2009	**3 897**
Airtime and subscription	1 349
Interconnect	278
Other	(5)
FX	(1 051)
2010	**4 468**
% Growth	*14.7%*

EBITDA	6 months ended Jun 10
2009	**1 354**
Revenue	1 623
Selling and distribution	12
Direct network operating	(446)
Other	(290)
Forex	(414)
2010	**1 839**
% Growth	*35.8%*
EBITDA margin	*41.2%*

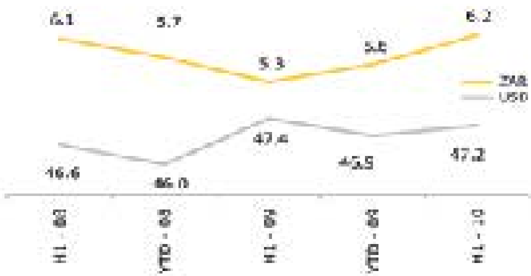


- Revenue FX impact ZAR 1.1bn
- Increase in subscribers
- Stable ARPU
- Up take of GPRS
- Cost control
  - Single vendor maintenance

Syria
ZAR 'm

Revenue	6 months ended Jun 10
2009	**3 520**
Airtime and subscription	584
Interconnect	41
Other	7
FX	(808)
2010	**3 344**
% Growth	*(5.0)%*

EBITDA	6 months ended Jun 10
2009	**773**
Revenue	432
Direct network operating	(220)
Other	(127)
Forex	(136)
2010	**722**
% Growth	*(6.6)%*
EBITDA margin	*21.6%*



- Revenue FX impact ZAR 0.6bn
- Data up take – over 100% increase in revenue

Revenue trends
ZAR 'm

- Airtime and subscription revenue contribution flat against prior year
- Data contribution increase to 5.1% due to:
  - RSA – data revenue up 58%
- SMS revenue contribution increase to 5.7% due to:
  - RSA – up 24% due to average number of SMS's per month up by 25%
  - Iran – up 40% due to increase in number of subscribers
- Interconnect revenue contribution negatively impacted by decrease in Nigeria's interconnect tariffs

	6 months ended Jun 10	6 months ended Jun 09
Airtime and subscription	38 498	39 375
	68.8%	*68.8%*
Data	2 866	1 964
	5.1%	*3.4%*
SMS	3 217	2 635
	5.7%	*4.6%*
Interconnect	8 314	10 117
	14.8%	*17.7%*
Cellular phones and accessories	1 631	1 842
	2.9%	*3.2%*
Other	1 463	1 336
	2.7%	*2.3%*
Revenue	**55 989**	**57 269**

Net debt
ZAR 'm

	Cash and cash equivalents	Interest bearing liabilities*	Intercompany eliminations	Net debt /(cash) 6 months ended Jun 10	Net debt / (cash) Dec 09
South & East Africa	**(5 011)**	**11 229**	**(8 388)**	**(2 170)**	**(783)**
RSA	(4 364)	8 344	(7 150)	(3 170)	(1 852)
Other operations	(647)	2 885	(1 238)	1 000	1 069
West & Central Africa	**(9 123)**	**16 019**	**(726)**	**6 170**	**8 973**
Nigeria	(7 806)	12 373	-	4 567	7 461
Ghana	(477)	-	-	(477)	(469)
Other operations	(840)	3 646	(726)	2 080	1 981
Middle East & North Africa	**(7 384)**	**7 041**	**(6 404)**	**(6 747)**	**(5 069)**
Iran	(2 746)	3 665	(3 424)	(2 505)	(1 350)
Syria	(3 611)	-	-	(3 611)	(3 331)
Other operations	(1 027)	3 376	(2 980)	(631)	(388)
Head Office Companies	**(9 216)**	**22 559**	**(5 360)**	**7 983**	**9 055**
Total	**(30 734)**	**56 848**	**(20 878)**	**5 236**	**12 176**

* Including long- and short-term borrowings and overdrafts

Exchange rates analysis

	Average (EBITDA)				Closing			
	6 months ended Jun 10	6 months ended Jun 09	% var	Dec 09	6 months ended Jun 10	6 months ended Jun 09	% var	Dec 09
Rand per USD	**7.52**	9.06	(17)	8.32	**7.67**	7.72	(1)	7.39
Nigerian Naira per USD	**150.74**	146.85	3	148.34	**150.00**	148.35	1	149.97
Nigerian Naira per ZAR	**20.04**	16.13	24	17.83	**19.57**	19.23	2	20.29
Iranian Rials per USD	**10 102.95**	9 830.06	3	9 942.69	**10 363.00**	9 894.00	5	10 004.00
Iranian Rials per ZAR	**1 342.92**	1 090.62	23	1 195.03	**1 351.99**	1 282.44	5	1 353.72
Ghanaian Cedis per ZAR	**0.19**	0.15	27	0.17	**0.19**	0.19	-	0.19
Syrian Pounds per ZAR	**6.19**	5.25	18	5.60	**6.16**	6.11	1	6.20

MTN – data sheet part 1

	Group	SEA	WECA	MENA	Nigeria	RSA	Ghana	Syria	Iran
Market overview									
Population (m)	586	138.9	244.5	195.9	150.3	49.4	24.1	20.5	72.5
Mobile penetration (%)					45	97	65	40	85
Number of operators	78	20	45	10	5	3	6	2	3
Operational data									
Subscribers ('000)	129 264	28 464	59 262	41 189	35 057	17 602	8 723	4 449	26 962
ARPU (USD)					11	20	7	16	8
Outgoing MOU (mins)					49	77	113	107	60
Market share (%)					51	35.6	56	45	
Operational data (ZAR 'm)									
Revenue	55 909	23 407	14 721	18 631	16 463	17 125	2 033	3 384	4 452
EBITDA	24 249	7 670	13 575	3 323	10 095	5 515	1 182	732	1 833
EBITDA margin (%)	43.3	34.5	54.1	31.3	61.3	33.9	42.8	21.6	41.2
CAPEX	8 496	1 571	5 202	1 582	2 532	1 114	1 404	180	390
Depreciation	6 273	1 456	3 434	1 161	2 469	1 306	325	270	469
Amortisation	1 078	250	435	360	92	150	79	134	91

MTN – data sheet part 2 (SEA)

	Sub Total	RSA	Botswana	Zambia	Swaziland	Uganda	Rwanda
Shareholding (%)		100	53	90	30	95	55
Licence period (years)		20	15	15	10	20	13
Market overview							
Population (m)	108.9	49.4	1.9	13.3	1.0	33.1	10.2
Mobile penetration (%)		97	125	31	54	27	28
Market position		2	1	2	1	1	1
Number of operators		3	3	3	1	7	3
Market size (m) (2014)	96.7	58	2.8	10.9	1.0	19.2	4.8
Operational data							
Subscribers ('000)	28,664	17,102	1,337	1,441	664	5,919	2,200
ARPU (USD)		20	10	6	11	5	5
Market share (%)		35.6	56	35	100	65	79

MTN – data sheet part 3 (WECA)

	Sub Total	Nigeria	Ghana	Cameroon	Congo B	Benin	G. Bissau	G. Conakry	Liberia	Cote d'Ivoire
Shareholding (%)		76	98	70	100	75	100	75	60	65
Licence period (years)		15	15	15	15	10	10	15	15	20
Market overview										
Population (m)	244.8	158.0	24.3	19.6	4.0	8.9	1.6	10.7	4.0	21.7
Mobile penetration (%)		46	65	38	75	50	43	36	37	61
Market position		1	1	1	1	1	1	1	1	1
Number of operators		5	6	3	3	5	3	5	5	5
Market size (m) (2014)	185.8	118.7	22.5	9.7	4.1	6.1	1.0	6.5	1.0	22.0
Operational data										
Subscribers ('000)	59,362	35,357	8,723	4,498	1,519	1,839	527	1,537	745	4,818
ARPU (USD)		11	7	8	11	9	8	6	10	7
Market share (%)		51	56	61	51	41	27	42	60	26

MTN – data sheet part 4 (MENA)

	Sub Total	Sudan	Iran	Afghanistan	Cyprus	Syria	Yemen
Shareholding (%)		85	49	91	51	75	85
Licence period (years)		20	15	15	20	15(BOT)	15
Market overview							
Population (m)	191.9	39.5	72.5	34.8	0.8	20.5	23.8
Mobile penetration (%)		35	85	32	112	48	28
Market position		2	2	1	2	2	1
Number of operators		3	3	4	2	2	4
Market size (m) (2014)	148.6	26.6	75.8	18.0	1.0	12.7	14.5
Operational data							
Subscribers ('000)	41,189	3,314	26,967	3,581	232	4,419	2,675
ARPU (USD)		4	8	5	33	16	6
Market share (%)		24		32	26	45	40


Thank you
Questions
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NOTES

NOTES

Administration

Registration number: 1994/009584/06 **ISIN code:** ZAE 000042164 **Share code:** MTN

Directorate: MC Ramaphosa (Chairman), PF Nhleko* (Group President and CEO), RS Dabengwa*, N Patel*, KP Kalyan, AT Mikati, MJN Njeke, JHN Strydom, AF van Biljon, J van Rooyen, DDB Band, D Marole, P Mageza, A Harper **Executive*

Group secretary: SB Mtshali, 216 – 14th Avenue, Fairland, 2195 ~ Private Bag 9955, Cresta, 2118

Registered office: 216 – 14th Avenue, Fairland, 2195

American Depository Receipt (ADR) programme: Cusip No. 62474M108 ADR to ordinary share 1:1

Depository: The Bank of New York, 101 Barclay Street, New York NY 10286, USA

Office of the South African registrars: Computershare Investor Services (Proprietary) Limited (Registration number: 2004/003647/07) ~ 70 Marshall Street, Marshalltown, Johannesburg, 2001 ~ PO Box 61051, Marshalltown, 2107

Joint auditors: PricewaterhouseCoopers Inc., 2 Eglin Road, Sunninghill, 2157 ~ Private Bag X36, Sunninghill, 2157 and SizweNtsaluba VSP , 20 Morris Street East, Woodmead, 2191 ~ PO Box 2939, Saxonwold, 2132

Sponsor: Deutsche Securities (SA) (Proprietary) Limited

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