

**THE CONTROL OF CONCENTRATIONS
BETWEEN ENTERPRISES LAWS 1999 TO 2000**

**Notification of a concentration concerning the joint acquisition of the share capital
of Africa Internet Holding GmbH by Mobile Telephone Networks Holdings (Pty)
Ltd, Millicom International Cellular S.A. and Rocket Internet Holding GmbH**

Commission for the Protection of Competition:

Mrs. Loukia Christodoulou,	Chairperson
Mrs. Eleni Karaoli,	Member
Mr. Andreas Karides,	Member
Mr. Charis Pastellis,	Member
Mr. Christos Tsingis	Member

Date of decision: 24 April 2014

SUMMARY OF THE DECISION

On the 5th of February 2014, the Commission for the Protection of Competition (hereinafter the «Commission») received notification of a proposed concentration by Mobile Telephone Networks Holdings (Pty) Ltd (hereinafter «MTN»), Millicom International Cellular S.A. (hereinafter the «Millicom») and Rocket Internet GmbH (hereinafter «Rocket») in accordance with section 13 of the Control of Concentrations between Enterprises Law (Number 22(I)/99) (hereinafter the «Law»). The notification concerns the joint acquisition of the share capital of Africa Internet Holding GmbH (hereinafter «AIH») by MTN, Millicom and Rocket.

Africa Internet Holding GmbH is a company duly registered under the laws of Germany. The company is active in eCommerce in various African countries through a portfolio of companies that AIH indirectly owns.

Mobile Telephone Networks Holdings (Pty) Ltd is a company duly registered under the laws of South Africa. The company is a provider of telecommunication services and is mainly active in the mobile telecommunication services in Africa and in the Middle East.

Millicom International Cellular S.A. is a public company duly registered under the laws of Luxemburg, whose shares are traded on the Stockholm Stock Exchange and offers telecommunication services in various countries in Latin America and Africa. Investment AB Kinnevik is the main shareholder of Millicom International Cellular S.A. and a shareholder in various companies active in the telecommunication services, in agriculture etc. MTG AB is a subsidiary of Investment AB Kinnevik which is active in Cyprus.

Rocket Internet Holding GmbH is a company duly registered under the laws of Germany. The company is active in the business start-up and early-growth financing of innovative internet business. It also provides funding and support in the areas of promotion, development and management.

This transaction is based on an Investment Agreement and a Shareholders' Agreement (hereinafter the «Agreements»), dated on 13/14 December 2013, among MTN, Millicom Rocket and AIH. According to the said agreements, MTN, Millicom Rocket will acquire the joint control of AIH.

The Commission, taking into account the above facts and events concerning this concentration has concluded that this transaction constitutes a concentration within the meaning of section 4 (1) (b) of the Law, since it results in change of control of AIH.

Furthermore, based on the information contained in the notification, the Commission found that the criteria set by section 3 (2) (a) of the Law were satisfied and therefore the notified concentration was of major importance under the Law. According to the notification, the aggregate turnover achieved by MTN, Millicom, AIH and Rocket for the year 2012, exceeded, in relation to each one of them, 3.417.203 euro. In addition, MTN and MTG AB are engaged in commercial activities within the Republic of Cyprus and

their aggregate turnover for the supply of goods or services within the Republic for the year 2012 exceeded 3.417.203 euro.

MTN and Millicom are active in the telecommunication market. Rocket Internet GmbH is active among other sectors in online marketplaces. AIH is active in online marketplaces through its related companies.

The Commission for purposes of evaluating this concentration defined the relevant product/service market as: 1) the operation of online marketplaces, 2) broadband internet access services in a fixed position to end users, 3) leased lines services, 4) fixed telephony services to end users, 5) mobile telephony services to end users and 6) the provision of terminal equipment for electronic communications. The geographical market for the operation of online marketplaces and the provision of terminal equipment for electronic communications was left open whereas broadband internet access services in a fixed position to end users, leased lines services, fixed telephony services to end users and mobile telephony services to end users is defined as the Republic of Cyprus.

The Commission concluded that since there is no horizontal overlap in the markets concerned and only MTN and MTG AB are active in Cyprus, the concentration does not create any affected markets as determined in Annex I of the Law.

The Commission, on the basis of the factual and legal evidence of the case unanimously decided that this concentration does not create or strengthen a dominant position as there is no affected market and therefore the concentration does not raise serious doubts as to its compatibility with the competitive market.

Therefore, the Commission, acting in accordance with section 18 of the Law, unanimously decided not to oppose the notified concentration and declare it as being compatible with the requirements of the competitive market.

Mrs. Loukia Christodoulou
Chairperson of the Commission for the Protection of Competition