



MTN Group Limited

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MTN Q1F2007





Speaker	Narrative
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<p>Operator</p>	<p>Good afternoon and welcome to the MTN conference. All participants are in listen only mode. There will be an opportunity for you to ask questions at the end of today's presentation. If you should need any assistance during the conference please signal an operator by pressing * and then 0. Please note that this conference is also being recorded. At this time I'd like to turn the conference over to Debbie Miller. Please go ahead Ma'am.</p>
<p>Debbie Miller <i>Investor Relations</i></p>	<p>Thank you. This is Debbie, head of investor relations for MTN group. Thanks for joining us today for our first quarter trading update till 31 March 2007. With me here today are Phuthuma Nhleko the group CEO, Rob Nisbet group CFO and Sifiso Dabengwa our COO. Phuthuma will give a brief overview of subscriber numbers and ARPU across the group and then we will move on to a Q&A session which the conference call facilitator will manage. Phuthuma over to you.</p>
<p>Phuthuma Nhleko <i>MTN Group CEO</i></p>	<p>Thank you very much Debbie. Afternoon everybody. We are quite happy to share with you the results or trading update for the last three months, which is obviously the first quarter in 2007. There is obviously no directly comparable period that we have included in the December 2006 as comparatives to the year change that we have, but the announcement released earlier today includes some fairly detailed tables of subscriber numbers and ARPU on a country by country basis. And hopefully this overview will enable you to raise some questions on the progress in the last three months.</p> <p>Overall the group subscriber numbers increased by 11% from 40 million to 44.3 million. And of course if one had to exclude the Investcom operations, and hopefully this is the last time we'll be talking about Investcom operations, the growth would be closer to 10% for the quarter. And that growth in subs has been driven primarily by Nigeria which put on about 1.1 million subs. Iran had 926 000, but close to a million. I think we reported that when we did our year end results. South Africa had 547 000 subs. Ghana had 339 000 and Cote d'Ivoire 350 000. So those four or five operations really contributed the bulk of the growth. I think it is also worth pointing out that Afghanistan had some exceptional growth of around 62% to over 350 000 subscribers. So it certainly is showing a much stronger showing than what we may have anticipated from Afghanistan initially. Then the Sudan growth has been somewhat lower. Again it is related to the pace of the rollout of the network there, but it is something we continue to work on. So the MENA region, which is the Middle East and North Africa region, is certainly the fastest growing region. All in all they've grown by 28% during the quarter. And of course they did start off on a much lower base, but I still believe it is indicative of the growth in the region.</p> <p>Overall the ARPU's have held up well considering that the first quarter revenue is traditionally low due to the averaging of the subscriber numbers. Q1 ARPU's are usually a step change from Q4. Nigeria and Ghana ARPU's are somewhat lower than what we would anticipated, and I think that was very encouraging. Then in South Africa we did have a decline that was slightly higher than what we experienced in the last couple of years. I think we're just double checking the South African figure on declining ARPU but it looks like it is higher than what we would have wanted. We have said that in Iran as we roll out the network and increase the number of subscribers we're likely to see an increase in ARPU. We started at \$8 and we're just about \$10 now, so the ARPU in Iran has increased as we increased network coverage there. Lastly, just to reaffirm the way forward and the priorities for the rest of the year which we gave you when we did our results, I think the whole issue of regional synergies we continue to work hard on, to continue to drive the EBITDA margin up. And of course find ways of taking advantages of opportunities in</p>



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the value chain. The whole cost operator strategy is still very much in place. The aggressive rollout in Iran is still very much a focus, together with the subscriber acquisition in Iran. And I think we are picking up pace. In the last month for instance we did over 150 base stations. So we're hoping that as we continue that rollout in Iran we'll begin to get closer to a run rate that will hopefully meet our target for this year.

And of course having consolidated the Investcom acquisition and dealt with a lot of the key things that came out of that acquisition we continue to explore opportunities to diversify the group's earnings and consolidate our position in the various regions. We also are going to spend obviously a long time and quite a lot of effort in optimising our capital structure as we mentioned at the end of the year. You know, leveraging the debt at the centre and really gearing up the operations in the countries that enough capacity for us to raise debt in local currency. Maybe one last final and important issue is of course the Nigerian pioneer status which comes to an end or came to an end on the 1st April this year. Obviously we now go into the tax regime in Nigeria, and I think during the presentation we did give you guidance in terms of the impact on the tax on the group as well as the cash flow impact which we wouldn't see this year. I think in conclusion I'd like to say that on the assumption that the current market conditions continue we are still quite comfortable that the guidance that we gave during the results presentation should not be amended and hopefully we're going to meet that at the end of the year. Thank you very much.

Thanks Phuthuma. That really concludes our overview and we'd be happy to answer any questions that you may have. Over to the operator.

Thank you very much. Ladies and gentlemen if at this time you'd like to ask a question please press * and then 1 on your touchtone phone. Our first question comes from Shaun Gardener of Morgan Stanley. Please go ahead.

Debbie Miller
Investor Relations

Thank you. Just on the Sudan rollout, can you update us as to where you are in terms of population coverage and coverage of cities, and which areas of Sudan are causing a problem? I think if you look at the Investcom acquisition Sudan was pretty key to the value of Investcom so maybe you could just help us understand how long it will take before that business is up and running as you would hope to see it.

Operator

Ok, Sifiso do you want to comment about the problem that we had and that being part of the reason?

Shaun Gardener
Morgan Stanley

Hello? Ok. Sorry just having a problem connecting in here. Just to respond to your question, in Sudan there are a number of issues. Firstly, rolling out in the South has been a bit of a challenge, simply because of logistics and some of the political issues. I think secondly there were some technical issues, particularly with the HLR configuration in Sudan that have slowed that down. For almost a month or so they had problems with that HLR and they couldn't put out huge amounts of sims out there whilst they were dealing with that problem. I think in terms of coverage I can't give you the exact numbers now, I'll have to look. But I think numbers were reported in terms of population coverage at the end of December 2006. We haven't gone substantially beyond that but we'll look up those numbers and come back to you with that. But essentially I'm saying the biggest issue was a technical issue as opposed to some of the physical elements we've had to deal with in the past.

Phuthuma Nhleko



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<p>Herve Drouet <i>HSBC</i></p>	<p>On top of that if you look at last year at the first quarter relative to December there was a decline of 8%, so once again it is a cyclical nature which comes through in the South African market.</p>
<p>Phuthuma Nhleko <i>MTN Group CEO</i></p>	<p>Is it common in the South African market where in the beginning of the year you have some kind of change between prepaid and post-paid? Am I correct in saying that?</p>
<p>Robert Nisbet <i>MTN Group CFO</i></p>	<p>No, not between post-paid and prepaid, just generally. Every year if you look at minutes of use then your January, February, March period relative to what you have in November and December you have lower minutes of use in the subscriber base. It is a low part of the season relative to November and December, which also decreases it.</p>
<p>Herve Drouet <i>HSBC</i></p>	<p>Ok. Thank you.</p>
<p>Brad <i>Oaktree Capital</i></p>	<p>Our next question comes from Brad [unclear] of Oaktree Capital. Please go ahead.</p>
<p>Robert Nisbet <i>MTN Group CFO</i></p>	<p>Thank you. I just want to confirm the numbers in South Africa. On the prepaid side it seems that your ARPU numbers are similar to what they were a year ago, so that seems to go with the personality. The other part I wasn't clear on. The post-paid were very strong. Was there any weakness in the post-paid ARPU's that is attributable to this influx of new subscribers which might be of a lower ARPU nature?</p>
<p>Herve Drouet <i>HSBC</i></p>	<p>There is no doubt. The new subscribers that come onto the post-paid base are on that hybrid package, and effectively the ARPU's that come on there are in the region of about R150 per subscriber per month. I'll check up on that, but the last time I checked they're in the region of R150 to R160. So there is no doubt that those subscribers that come on are of a lower ARPU nature.</p>
<p>Robert Nisbet <i>MTN Group CFO</i></p>	<p>But you seem to have a lot more of them. As the trends follow for this year will you keep reporting strong increases in post-paid subscribers?</p>
<p>Herve Drouet <i>HSBC</i></p>	<p>I think the answer is you are getting the migration from prepaid to post-paid and if you look at last year's post-paid growth in the South African market it was pretty strong. And there is that migration which is taking place. So I wouldn't see any reason, provided the underlying economic principles remain, why you wouldn't continue to see a migration from prepaid to post-paid this year.</p>
<p>Operator</p>	<p>I think the answer is you are getting the migration from prepaid to post-paid and if you look at last year's post-paid growth in the South African market it was pretty strong. And there is that migration which is taking place. So I wouldn't see any reason, provided the underlying economic principles remain, why you wouldn't continue to see a migration from prepaid to post-paid this year.</p>
<p>Brad <i>Oaktree Capital</i></p>	<p>That sounds good. I have another question on Nigeria. Your net adds were very strong and I thought there was some minor dilution in the ARPU I thought that also positive. You have been cautious on your guidance for the ability to add the same or more subscribers in Nigeria this year versus last year due to some cap ex constraints. Can you talk to that a little bit and is there any reason why we might see a slow down in net adds in the second quarter in Nigeria?</p>
<p>Robert Nisbet <i>MTN Group CFO</i></p>	<p>I think one does accept that if we look at the guidance we have given on Nigeria for</p>



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Brad
Oaktree Capital

year end and if you had to assume that the current run rate continues, it means that we would have been conservative on Nigeria. I fully accept that. But it is also true that this is only up to the end of March. We've still got nine months of the year to go. We have a new licence that was issued. We've got MTC coming into Nigeria. I think they're going to sort the situation out and invest quite significantly in Nigeria as they have said they would. The competition might be much stiffer during the second half of the year and that may affect what sort of percentage of gross adds we take and so on. So we're saying yes, based on what we gave it may come across as being somewhat conservative, because if we continue this way we will exceed that target. But we're also saying there is likely to be far stronger competition in the second half of this year. So that is really the context of that number.

Robert Nisbet
MTN Group CFO

Ok just to clarify then, you're being cautious because it's a second half issue where you think there might be more competition and it might be a little tougher to grab the same run rate of net ads that you have?

Brad
Oaktree Capital

Yes I think we said towards the end of last year a fifth GSM licence was issued. Those people are going to invest. They are going to launch. And of course you know with the change of ownership of one of the other operators we expect there to be far more investment. And therefore there could be much more intense competition. So yes, we're saying that we're likely to see that in the second half.

Ok thank you very much.

Phuthuma Nhleko
MTN Group CEO

Thank you very much. Our next question comes from Igor Seminov of ING. Please go ahead.

Yes hi. I just wanted to follow up on Brad's question and generalise a bit more. Can you describe the situation in your key markets, in South Africa, Nigeria, Ghana, Iran and other major...Ivory Coast? Do you see any changes in terms of your market shares? Are you seeing anywhere that you're gaining market share and grabbing any new additions or losing market share?

Brad
Oaktree Capital

Ja that obviously could be a very long answer, but if I could try and be cryptic about it...in South Africa certainly at worst we are maintaining market share. There could even be an opportunity to increase it, but it has been a fairly competitive situation. It does depend on what happens with the third operator in terms of how aggressive they're going to become in the market and if there are going to be changes. So I'd say South Africa what we saw last year we expect more or less to be the same. Of course there are more regulatory issues on interconnect that are being discussed and will be discussed more intensely early next week. But competitively we're not expecting any major change in the landscape in South Africa. In Nigeria we have been fairly strong with a fairly significant percentage of growths adds and so on. But things could change in the second half. Our plan is to continue to add market share in Nigeria. Cote d'Ivoire we started off being rather challenged but it was more management issues which I think have now been resolved. And you know I think Cote d'Ivoire has put up a fairly strong showing in this last quarter. In Cameroon I think we've done very well. We're actually now a much larger market shareholder than Orange, and I think again in the last quarter Cameroon did fairly well. I mean 4% looks lower than Ivory Coast at 22% but I'm still saying for a market that has been running for quite a few years they've done relatively well. Sudan is a very

Phuthuma Nhleko
MTN Group CEO

Brad



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<p><i>Oaktree Capital</i></p> <p>Operator</p> <p>Igor Seminov <i>ING</i></p> <p>Phuthuma Nhleko <i>MTN Group CEO</i></p>	<p>competitive situation relatively speaking. At the moment the most challenging is Sudan at the moment because you have the CDMA player that has come into the market and had quite a lot of subsidies put into the market that enabled them to grab quite a bit of market share. How sustainable is it? I'm not too sure. But that is quite challenging. In Iran it is very much a rollout issue, in the sense that if we can continue at a very high pace of rollout we expect our market share to continue to increase there as we have planned to try and get the 5.5 million subscribers by December. As I said it is a very long answer. Everywhere it is more or less the same. Sorry I missed out on Ghana. In Ghana we're going to launch our brand in May or June. We're working very hard to create the capacity to do that in terms of network capacity, and we're going to be introducing a lot of products. So any market share slide that we saw at the beginning of 2006 was arrested towards the end of 2006. And we expect now to start going up. So I think all of those are fairly manageable. The most challenging one is the entrance of the CDMA player and the huge subsidies they are putting into the market in Sudan.</p> <p>Thanks very much.</p> <p>Our next question comes from Alistair Jones of Newstar Research. Please go ahead.</p> <p>Hi. I was just wondering if you can provide a bit more detail on the Zambian ARPU. I think we saw a couple of quarters ago it was \$20, it fell to \$16 and it has now fallen to \$11. I was wondering if you could give some sort of description as to what is going on there. And then just trying to get a little more detail on the Ghanaian business. Given the recent numbers you've clearly done fairly well in terms of market share and you mentioned that you're going to be launching your brand later this year. I was wondering if you can give an idea of why you think that has turned around in the first quarter. Have you launched aggressive new products that have helped the market share?</p> <p>Look, I think the big issue in Ghana was capacity and quality of network. As I gave an indication during the road shows when we were talking to some of you, shortly after we acquired the company the rollout was averaging at around twenty base stations per month, to give you an example. That was around June or July. By the end of the year we were averaging close to eighty to a hundred base stations per month. So you can see there was a five-fold increase in the rollout of the network, therefore creating fairly significant capacity for pent-up demand in Ghana. And then I think there were also quality issues which have been resolved. There were international gateway issues which I think have also been resolved. So that is the key reason. When we launch the brand with new products we're hoping to have future positive impact.</p> <p>Thanks. And the Zambian ARPU?</p> <p>The Zambian ARPU has had a number of issues. One of the things that happened in Zambia was that the competitor went into a very strong on-net strategy because they had a much larger base than ourselves. That strategy was effective for some time and it obviously affected our ARPU. I think that is most probably going to change soon. I won't tell you how it is going to change but we're looking at ways of resolving that. So as soon as they started with that punitive on-net strategy we saw a drop in ARPU in Zambia.</p>



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Igor Seminov <i>ING</i>	<p>Ok thanks.</p>
Operator	
Alistair Jones <i>Newstar Research</i>	<p>Our next question comes from Vaughn Henkel of Deutsche Bank. Please go ahead.</p>
Phuthuma Nhleko <i>MTN Group CEO</i>	<p>Hi everyone. Thanks for your time. Just to follow up on the Nigerian issue. I understood from your annual results that there were going to be capacity issues when you got to 13.5 million subscribers. Now that you're at 13.4 million can you talk to the issue? How will you resolve those issues so that we won't expect a slowdown in net adds in Q2? And then the second thing is Afghanistan. Afghanistan looks like it is turning out a look better than your original guidance. Does this mean you are shifting your view on Afghanistan or is it situation normal, let's see what happens?</p>
Alistair Jones <i>Newstar Research</i>	<p>Vaughn just to clear up the point, in December we said that we were at core capacity for 13.5 million. And obviously things do move forward, so it was just to give an indication of the headroom at that time. We have subsequently said that with the increase in traffic that we have seen congestion on our network in this first quarter. And in fact it is part of the reason why the cap ex guidance that we gave when we announced results at the end of March was about \$300 higher was to accommodate that additional requirement for capacity. So that is still a work in progress as far as I understand.</p>
Phuthuma Nhleko <i>MTN Group CEO</i>	<p>Ok but you're not expecting it to have a negative impact on your net adds in the next couple of quarters?</p>
Alistair Jones <i>Newstar Research</i>	<p>Well obviously quality does have a direct impact on net adds and so on.</p>
Operator	<p>So it's a work in progress, that's basically what you're saying.</p>
Vaughn Henkel <i>Deutsche Bank</i>	<p>Vaughn I think the answer is if you continuing connecting at the current rate with the current traffic that is going through, as Debbie said there is a bit of congestion coming through. But what I'm saying is that will increase, because to put the cap ex into the ground takes a bit of time as you know. There is always a relativity issue. What is the quality coming through from competitors? But from that perspective at this point in time congestion is picking up a bit.</p>
Alistair Jones <i>Newstar Research</i>	<p>Thanks. And Afghanistan?</p>
Operator	<p>Your question on Afghanistan, you said it's turned out to be...?</p>



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Debbie Miller
 Investor Relations

It's looking a lot better than...I remember about a year ago you guys saying you're obviously very careful about it given the political situation there, but it seems to be turning out quite well. Do you expect it to be able to accelerate? Is there anything that has changed in Afghanistan that would make you change your mind, or are you still being very cautious on it?

No look, I think we are still being very cautious because Afghanistan is another rollout question. As long as we can roll out that network and create the capacity, then we think it will remain strong. But rolling out the network has got its challenges. As we indicated there are security issues. There are infrastructure issues, similar to Nigeria. You have to use generators everywhere etc. And the terrain is very difficult. So we remain cautiously optimistic that it will continue this way. But I must caution that it is subject to rollout achieving targets. And we're still pushing hard.

Right. Thanks very much for your time guys.

Vaughn Henkel
 Deutsche Bank

Our next question comes from Craig Hackney of BJM. Please go ahead.

Debbie Miller
 Investor Relations

Hi, good afternoon. I think you stated the December 2006 ARPU in four territories, I think it was Syria, Botswana, Benin and Guinea Bissau. Can you give the reasons behind those restatements please?

Vaughn Henkel
 Deutsche Bank

They were just corrections and not restatements per se. A lot of these territories are new in terms of moving onto definitions and processes. So it was really just a correction. It was not a restatement because we'd changed anything fundamental in those operations.

Robert Nisbet
 MTN Group CFO

So it's just a case of bringing all the territories into line?

Vaughn Henkel
 Deutsche Bank

Ja. I think if you go through the numbers it is quite clear. I mean we just thought it was practically better to give the correction for that December number. If you look at Syria for example, that number would have stood out for December and it would have been misleading to leave that as it was. So we agreed no matter how small they were to just make those corrections.

Phuthuma Nhleko
 MTN Group CEO

Ok thanks.

Our next question comes from Nick Kershaw of Investec. Please go ahead.

Vaughn Henkel
 Deutsche Bank

Hi good afternoon. Just three quick questions. The first is in Cameroon. I know you mentioned that you did quite well, but historically Cameroon has been adding 20 000 subs a quarter and they slowed down to about 75 000 for this quarter. And then in Congo there were no net additions. Can you comment on the net additions in those two countries?



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<p>Phuthuma Nhleko <i>MTN Group CEO</i></p>	<p>I think in Congo we just really had some serious network issues there in terms of changing vendors – who shall remain nameless at this stage – but when the changeover was done they had quite a lot of technical issues and problems and the network was down for a period whilst those issues were being resolved. So that has been the big issue in Congo Brazzaville. In Cameroon I think one has to accept that Cameroon is a mature market in a sense. But I think we still believe that the 4% per quarter is not too bad. Now if you look at the WACA region most probably Cameroon is the operation that has been going there for the longest. Certainly if you take out Ghana. So it is question of where it is in its growth cycle. There isn't anything particularly negative or that was exceptional about Cameroon in this quarter.</p>
<p>Vaughn Henkel <i>Deutsche Bank</i></p>	<p>Thanks. My second question is, I know you've spoken a lot about the prepaid and post-paid net additions, but was there any change or any special offering on the post-paid side? Historically you have been adding 100 000 to 160 000 post-paid additions per quarter and this last quarter you had 306 000, which was significantly above any other previous quarter. Was there anything special that really drove that step change that we saw in this quarter?</p>
<p>Operator</p>	<p></p>
<p>Craig Hackney <i>BJM</i></p>	<p>There was a certain deal that was given to one of the retailers that did entice them to convert prepaid to post-paid. That has now changed. And it actually followed through from last year. So that has now effectively changed. So on that side you won't expect to see a strong coming through in the next quarter. So I'm saying overall, if you look at last year there was still a strong movement. There was a special deal but that has been withdrawn.</p>
<p>Debbie Miller <i>Investor Relations</i></p>	<p></p>
<p>Craig Hackney <i>BJM</i></p>	<p>And just the last thing, for what it's worth. I know you said you're reviewing your South African ARPU just to make sure, but with your decline in prepaid and post-paid ARPU being 7% and 9% for each of them the only way you could get a 10% decline in the blended number is if you had an increased proportion of prepaid subs. But in fact your post-paid base grew quite a bit more. It doesn't seem to add up.</p>
<p>Debbie Miller <i>Investor Relations</i></p>	<p>We agree. That's why we have asked them to re-look at those calculations.</p>
<p>Craig Hackney <i>BJM</i></p>	<p>Ok thanks.</p>
<p>Craig Hackney <i>BJM</i></p>	<p>Our next question comes from John Snyman of JP Morgan. Please go ahead.</p>
<p>Operator</p>	<p>Good afternoon. In terms of the South African subscriber base, I just want to get a sense where you include your data subscribers, especially on your data cards? And maybe you can just talk to your 3G rollout in South Africa please.</p>
<p>Nick Kershaw <i>Investec</i></p>	<p>The data cards are on a contract. They will be in the contract subscribers under post-paid.</p>
<p></p>	<p>Thank you. And the 3G rollout?</p>
<p></p>	<p>The 3G rollout continues. At the end of the year we were over 640 sites or</p>



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<p>Phuthuma Nhleko MTN Group CEO</p>	<p>somewhere around there. If you're asking how many sites they've rolled out in the last two months I'm sorry I can't give you that figure. I'll find out and let you know.</p> <p>I'll give you that update.</p> <p>Thank you.</p> <p>Can we please ask for one more question? We have got a bit of a time constraint.</p>
<p>Nick Kershaw Investec</p>	<p>Certainly sir. We are on our final question. Our final question comes from Igor Seminov from ING. Please go ahead.</p> <p>Hi. On Zambia, I understand that the xywbqouou,q you referred to that dropped the prices was MTC. Is it likely we're going to see the same scenario in Sudan and Nigeria and a couple of other countries where you compete with them?</p>
<p>Robert Nisbet MTN Group CFO</p>	<p>Well I mean the party will remain nameless. What I did say is not that they dropped their prices. All I'm saying is that they had a strategy which made it cheaper for people to call on-net. I guess it is dropping prices. Will we see it elsewhere? No. The difference with Zambia is that they had substantial market share when we came into the country. All these other countries we are the number one player with the largest market share. So an on-net strategy for another player is not going to work.</p>
<p>Nick Kershaw Investec</p>	<p>Ok thanks.</p> <p>Thanks very much.</p>
<p>Robert Nisbet MTN Group CFO</p>	<p>Ladies and gentlemen, that was our final question. Would you like to make some closing comments?</p>
<p>Nick Kershaw Investec</p>	<p>Thank you very much and I'm sure we will talk to you when we do our half year results on 13th September. Thank you.</p>
<p>Operator</p>	<p>Thank you very much. On behalf of MTN that concludes this afternoon's conference. Thank you for joining us.</p>
<p>John Snyman JP Morgan</p>	



Speaker

Narrative

Debbie Miller
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John Snyman
JP Morgan

Phuthuma Nhleko
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END OF TRANSCRIPT