

OFFER FOR INVESTCOM LLC

Not for release, publication or distribution in or into the United States of America, Canada, Australia or Japan

20 June 2006

Offer by MTN International (Mauritius) Limited (“MTN Mauritius”) for Investcom LLC (“Investcom”)

CONDITIONS TO THE MTN GROUP OFFER TO INVESTCOM SHAREHOLDERS

The following announcement is made following an undertaking in the MTN Group shareholder circular dated 12 June 2006 to communicate the fulfillment or otherwise of the conditions pertaining to MTN Group’s offer to shareholders of Investcom LLC (“Investcom”) to acquire the entire issued share capital of Investcom (“the Offer”). MTN has announced that satisfactory progress is being made and that, as at the date of this announcement, no additional material information has come to the attention of the Board of MTN Group which should be brought to the attention of the shareholders of MTN Group in voting for the approval of the Offer at the general meeting to be held on 27 June 2006. The Offer remains subject to, amongst other things, the fulfillment or waiver of the acceptance condition, the approval of the Offer by MTN shareholders, the approval by the JSE Limited of the listing of additional MTN Group shares to be issued as consideration for the Offer and the approval by the Commission for the Protection of Competition in Cyprus as referred to in the circular dated 12 June 2006.

The Offer remains open for acceptance by Investcom shareholders until 5.00 p.m.(Dubai time) on 28 June 2006.

Further announcements will be made in due course, as appropriate.

Enquiries

MTN Group +27 11 912 4067

Deutsche Bank +44 207 545 8000

Amrit Singh

First Africa +27 11 669 6300

Kofi Adjepong-Boateng

This announcement does not constitute an offer to sell or an invitation to purchase any securities. The Offer is made solely by means of the Offer Document and the acceptance forms accompanying the Offer Document, which contain the full terms and conditions of the Offer including details of how it may be accepted.

Deutsche Bank and First Africa are acting exclusively for MTN Group and MTN Mauritius and no-one else in connection with the Offer and will not be responsible to anyone other than MTN

Group and MTN Mauritius for providing the protections afforded to clients of Deutsche Bank and First Africa (respectively) nor for providing advice in relation to the Offer.

The Offer, including the MTN Group Share Alternative, is not being and will not be made, directly or indirectly, in or into and is not and will not be capable of acceptance in or from Canada, Australia or Japan. The Offer, including the MTN Group Share Alternative, is not being and will not be made, directly or indirectly, in or into, or by use of the mails or any means or instrumentality (including, without limitation, facsimile transmission, electronic mail, telex, telephone or internet) of interstate or foreign commerce of, or any facilities of a national securities exchange of, the United States or to US Persons as defined in Regulation S of the US Securities Act (each a “US person”) and the Offer, including without limitation, the MTN Group Share Alternative is not and will not be capable of acceptance by any such use, means, instrumentality or facility or from or within the United States. Accordingly, copies of this announcement are not being, and must not be, mailed or otherwise forwarded, distributed or sent to any US person or in or into or from the United States, Canada, Australia or Japan. Persons receiving this announcement (including custodians, nominees and trustees) should observe these restrictions and must not send or distribute this announcement in or into the United States, Canada, Australia or Japan.

The New MTN Group Shares to be issued in connection with the Offer have not been, nor will they be, registered under the US Securities Act nor under any laws of any jurisdiction of the United States. Neither the US Securities and Exchange Commission nor any US state securities commission has approved or disapproved of the New MTN Group Shares offered in connection with the Offer, or determined if this announcement is accurate or complete. Any representation to the contrary is a criminal offence. No prospectus in relation to MTN Group, MTN Mauritius or the New MTN Group Shares offered in connection with the Offer has been approved by the competent authority of any EEA State, the relevant clearances have not been, and will not be, obtained from the securities commission of any province of Canada and no prospectus has been lodged with, or registered by, the Australian Securities and Investments Commission or the Japanese Ministry of Finance. Accordingly, the MTN Group Share Alternative will not be made, directly or indirectly, in or into and will not be capable of acceptance in or from and the New MTN Group Shares may not be offered, sold, resold, delivered or transferred, directly or indirectly, in or into the United States or to, or for the account of a US person, or in or into (unless in each case an exemption under the relevant securities laws is applicable) any EEA State, Canada, Australia or Japan or any other jurisdiction if to do so would constitute a violation of the relevant laws of, or require registration thereof in, such jurisdiction or to, or for the account or benefit of, a person located in any EEA State, Canada, Australia or Japan. The MTN Group Share Alternative is only directed to persons in the EEA who are “qualified investors” as defined in Article 2(1)(e) of Directive 2003/71/EC (the “Prospectus Directive”).