

## **RESULTS OF ANNUAL GENERAL MEETING**

Cape Town, 27 August 2010 – Naspers Limited (“Naspers”) (JSE: NPN, LSE: NPSN), the 96th annual general meeting (AGM) of Naspers Limited was held this morning, under the chairmanship of Mr Ton Vosloo, in the Naspers Centre at 40 Heerengracht, Cape Town, South Africa.

Shareholders approved all the ordinary and special resolutions with the required majority. A dividend of 235c per Naspers N- ordinary and 47c per Naspers A- ordinary share were approved. PricewaterhouseCoopers was appointed as external auditors, with Mr A Wentzel as the individual who will undertake the audit.

The appointment of Prof Debra Meyer, who was appointed as a director with effect from 25 November 2009, was confirmed. Messrs Ton Vosloo, Neil van Heerden, Lourens Jonker and Prof Hein Willemse, who retired by rotation, were re-elected to the board.

Mr Vosloo reported in his AGM address that Naspers’s revenues grew 5% to R28 billion in the midst of the global economic downturn. The group continued to expand. He indicated that emerging markets are central to Naspers’s strategy and that most of those survived the global economic downturn reasonably well.

The chairman’s address follows:

The Naspers business strategy is known to shareholders. We invest in the so-called BRICSA block – Brazil, Russia, India, China and, of course, Sub-Saharan Africa. This strategy has turned out a wise move.

In the past twelve months and in the midst of the global economic downturn, Naspers's revenues grew 5% to R28 billion. We continued to expand. Most emerging markets in which we operate survived the downturn reasonably well, compared to developed economies.

Emerging markets remain central to our strategy. In Latin America, BuscaPé was added to the group in September 2009.

The internet segment, dominated by Allegro in Central Europe, Tencent in China and Mail.ru in Russia, all grew. Revenues are up 24%. Our pay-television businesses largely proved resilient and recorded revenue growth of 12%, with slightly lower operating margins as we invested to grow the subscriber base. Irdeto, the TV technology business, felt the economic headwinds, but cut costs.

The print media business, however, suffered a 5% decline in its top line because of lower advertising revenues.

The Naspers group's social responsibility agenda remains high on our list of priorities.

Last year our group contributed R3,67 billion to the South African fiscus, comprising tax on company profits, tax on our employees' salaries, VAT, secondary tax on companies, skills development levies, etc. We take pleasure in helping to build the new South Africa.

We support the aim of incorporating previously disadvantaged communities into the mainstream economy. Naspers is one of the most empowered media companies in South Africa for the third year running, according to the *Financial Mail* empowerment survey that reviews the top listed companies on the JSE.

We are also pleased that Media24 received full points for the enterprise development and socio-economic elements of the Department of Trade and Industry's empowerment scorecard.

Corporate governance and risk management continue to be integral to our day-to-day operations.

Based on Naspers's latest annual report, which is available here, I wish to highlight some aspects of our main operating segments.

**1.** As far as the **INTERNET** is concerned:

This segment recorded revenue growth of 24% to R9,2 billion.

**Allegro** in Poland delivered solid growth and new services were launched.

In India **ibibo**, our joint venture with Tencent, is expanding. Their focus is on social-gaming and e-commerce platforms.

**Mail.ru** is doing well in the growing Russian environment. It expanded its base to 81 million active email users and added R70 million to our core headline earnings. Mail.ru acquired the online games operator Astrum.

In China **Tencent** performed ahead of expectations. Their registered peak concurrent users to the instant-messaging platform are now totalling 105 million. Developments are constantly taking place. Tencent contributed R2,1 billion to Naspers's core headline earnings.

In Brazil **BuscaPé** is growing its comparison shopping business and broadening its base, by rolling out new services including electronic payments, classified advertising and advertising networks.

2. Then **PAY TELEVISION:**

This segment increased revenues by 12%, thanks to subscriber growth during the World Cup. More recently, subscription sales did slow. Operating margins were slightly down due to the cost of building the subscriber base, as well as higher content costs. This is a consequence of increased competition and more local content production. Have you seen our new channel Mzansi Magic?

MultiChoice now has nine different bouquet offerings and three high-definition channels. In **South Africa** MultiChoice's mid-priced *Compact* and *Family* bouquets attracted customers with a strong content offering, including sport,

entertainment and movies. However, increased competition has emerged with the launch of topTV.

In **Sub-Saharan Africa** a focus on local content and sport increased the base to 1,1 million households. Hausa and Yoruba language channels were added in Nigeria. SuperSport is now one of the main funders of local sports leagues in Africa. We pay for the national soccer leagues in South Africa, Nigeria, Zambia and Kenya.

Our technology company **Irdeto** delivered some 15,8 million conditional access units to clients. Consolidation of various technology businesses has reduced operating costs and this segment reversed an operational loss last year into a small profit.

### 3. More about our **PRINT MEDIA**:

The print media in **South Africa** recorded a top-line decline of 5%. Circulation held up remarkably well, but advertising felt the blows of the economic downturn. In a recession people tend to read more, but advertisers spend less. Operating costs have been reduced and capital expenditure has been reined in.

However, the mooted Protection of Information Act and the Media Appeals Tribunal are deeply disturbing. Should they become a reality, South Africa will be a different society. People will still buy more or less as many newspapers as they do today: to read about Orlando Pirates and about the weather and about Paris

Hilton. But newspapers and radio stations will not be able to report about corruption. South Africa will no longer be a transparent democracy. Cover-up will be easy and corruption will flourish. There is little doubt that the South African economy will go to pieces. Hopefully, saner voices within the ANC will prevail and this will not become law.

In **Brazil** the magazine publisher Abril also experienced a challenging year for advertising, offset by prudent cost controls. Abril's contribution to our core headline earnings amounted to R318 million.

## **DIVIDEND**

The board has recommended that the annual **dividend** be increased by 14%. This translates into 235 cents per N ordinary share, and 47 cents per unlisted A ordinary share. If approved, dividends will be payable to all shareholders recorded in the books on 23 September 2010. These dividends will be paid on 27 September 2010. The last date to trade cum dividend will be on 16 September 2010.

This year's dividend will mean compound annual growth over the last 25 years of 21% per annum. This is what we aim for: to grow returns for our shareholders over the medium and longer term.

## **GOVERNANCE**

We recognise the importance of governance and sustainability.

The board conducts the group's business with integrity and we apply appropriate corporate governance practices.

Several of Naspers's subsidiaries are governed by independent boards of directors. These have all established their own governance practices and subcommittees that comply with appropriate governance and regulatory requirements.

We made good progress and plan to implement King III next year. Naspers will produce an integrated report for the financial year ended 31 March 2011 and will also report on the application of King III. Work on various aspects is well under way.

Subsequent to the year-end we adopted new board and committee charters and established a specific risk committee. We also amended the composition of some of our committees following the guidelines of King III. Where appropriate for the group, changes to governance policies will be made. Where not appropriate, the reason for not implementing King III's recommendations will be disclosed.

Taking risks is integral to the day-to-day operations of our businesses. This is our day job: if we don't take risks, we can't make money. As an international multimedia group with business activities in various countries, the group is exposed to a wide range of eventualities that may have serious consequences. The

diversified nature of the group, however, does spread exposure geographically and we have processes in place to mitigate risks where we can.

Now a few achievements and career moves in the Naspers group:

Nolo Letele – executive chair of the MultiChoice South Africa group;

Imtiaz Patel – CEO of the MultiChoice South Africa group;

Ferial Haffajee – Editor of City Press;

Sbu Mpongose – Editor of True Love;

Kay Karriem – Editor of Kuier magazine;

Fikile Moyo – Editor of Natal Witness;

Bun Booyens – Editor of Die Burger;

Ainsley Moos – Editor of the Volksblad;

Gadieja Gamielien – GM Leisure Books/Leserskring;

Koos Pieterse – Media24 CFO;

Erica Zandberg – Group Sales Director of Media24 Magazine division;

Tex Teixeira – Head of Channels at SuperSport;

Brandon Foot – SuperSport’s Head of Acquisitions and legal matters.

We also had some retirements:

Henry Jeffreys, editor of Die Burger. Also Marius du Plessis, MultiChoice’s general manager broadcast engineering, and Jaya Naidoo, MultiChoice’s finance manager for channels.

Sadly, we note the passing of Naas du Preez. He was previously general manager of the Volksblad, with a long career as a political reporter and in management.

## **RECENT DEVELOPMENTS**

I would like to highlight some developments subsequent to our year-end. In exchange for MIH's interest in Mail.ru and a cash investment of US\$388 million, MIH acquired a 28,7% stake in Digital Sky Technologies (DST). This is the leading Russian internet communication and gaming company. DST now owns almost all of Mail.ru, also ICQ (the leading instant messaging platform in Russian-speaking markets) and 75% of Forticom, the social network operator, and various minority stakes.

MIH also recently acquired a controlling interest in OLX, the leader in online classifieds in Latin America.

In a volatile market, we strengthened our funding mix, successfully raising a US\$700 million bond.

## **WHAT DOES THE FUTURE HOLD?**

Looking ahead, we mainly have resilient businesses in emerging markets that are expanding. Competition in pay television, regulation and consumer spending remain challenges.

Our international businesses are mostly internet platforms focusing on commerce, communities, content, communication, payment platforms and games. As the group's presence in emerging markets expands, the focus will remain on sustainable development. We want to contribute to the communities in which we operate; develop our own people; contribute to economic prosperity at national level; and minimise our impact on the environment.

The global economic landscape and fast-changing markets demand that we adapt quickly. We require the right skills set to meet challenges in each of the countries in which we operate. Across the group, the recruitment of entrepreneurs and skills development are critical to maintain our competitive advantage. In our internet businesses we aim to attract the best young engineers.

We will strive to deliver value to our shareholders in the medium to long term. In this process we stick to our last, we have a strong balance sheet and we work carefully with money.

Full details about our activities are contained in our 2010 annual report, which is available electronically and in hard copy. I also refer you to our sustainability report, available on our website. An overview of today's proceedings will be placed on the Naspers website ([www.naspers.com](http://www.naspers.com)).

**About Naspers**

Naspers is a leading emerging market media group operating in 129 countries. It is listed on the Johannesburg Securities Exchange (JSE), with an ADR (American Deposit Receipt) listing on the London Stock Exchange. The group's principal operations are in internet platforms (focusing on commerce, communities, content, communication and games), pay-television and the provision of related technologies and print media (including publishing, distribution and printing of magazines, newspapers and books). The group's most significant operations in emerging markets include South Africa and sub-Saharan Africa, China, Central and Eastern Europe, India, Brazil, Russia and Thailand. For more information visit <http://www.naspers.com>.

**Important Information:**

The report contains forward-looking statements as defined in the United States Private Securities Litigation Reform Act of 1995. Words such as “believe”, “anticipate”, “intend”, “seek”, “will”, “plan”, “could”, “may”, “endeavour” and similar expressions are intended to identify such forward-looking statements, but are not the exclusive means of identifying such statements. While these forward-looking statements represent our judgements and future expectations, a number of risks, uncertainties and other important factors could cause actual developments and results to differ materially from our expectations. These include factors that could adversely affect our businesses and financial performance. We are not under any obligation to (and expressly disclaim any such obligation to) update or alter our forward-looking statements, whether as a result of new information, future events or otherwise. Investors are cautioned not to place undue reliance on any forward-looking statements contained herein.

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