

ASX Market Announcements  
Australian Securities Exchange

Date: 8 May 2019

**Subject: AUSTRALIAN COMPETITION AND CONSUMER COMMISSION  
DECISION ON PROPOSED MERGER BETWEEN VODAFONE HUTCHISON  
AUSTRALIA AND TPG TELECOM**

Reference is made to the announcement of the Company on 30 August 2018 regarding the proposed merger of Vodafone Hutchison Australia Pty. Ltd. ("VHA") and TPG Telecom Limited. ("TPG Telecom") (ASX: TPM).

The Company advises that on 8 May 2019 the Australian Competition and Consumer Commission (the "ACCC") announced that it will oppose the proposed merger of VHA and TPG Telecom via a Scheme of Arrangement (the "Scheme").

VHA and TPG Telecom remain committed to the proposed merger and VHA and TPG will file a legal action in response to the ACCC decision. The legal action will involve seeking declaratory relief from the Federal Court which has jurisdiction to decide if the merger should be permitted on the basis that it will not substantially lessen competition.

VHA and TPG Telecom have agreed to extend the term of the Scheme documents to 31 August 2020 to allow sufficient time for the Federal Court process to conclude and for the merger process to be completed.

VHA will, in the meantime, continue to focus on its business to bring value to VHA.

Further details are contained within the attached VHA media release.

Yours faithfully,



Naomi Dolmatoff

Company Secretary

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## VHA to file legal action over ACCC proposed merger decision

Vodafone Hutchison Australia (VHA) has announced that it and TPG intend to launch legal action in the Federal Court following the ACCC's decision to oppose the proposed merger of VHA and TPG Telecom (ASX: TPM).

VHA Chief Executive Officer Iñaki Berroeta says the company remains firmly committed to the merger.

"VHA respects the ACCC process, but we believe the merger with TPG will bring very real benefits to consumers. We have therefore decided that VHA should, together with TPG, pursue approval of the merger through the Federal Court," said Mr Berroeta.

He said the proposed merger is about combining two complementary businesses, which have very little overlap and can deliver more for Australian consumers together than they can alone.

"VHA is an established mobile business with less than one per cent of the fixed broadband market, while TPG is the second largest fixed broadband player with no mobile network," said Mr Berroeta.

"Australia's mobile market has delivered some of the best outcomes for consumers of any country in the OECD. The merger provides a unique opportunity for VHA and TPG to combine their complementary assets. The merger would create an entity that can compete more aggressively in this highly competitive market than either VHA or TPG could on their own. It is disappointing that the ACCC does not see it this way.

"While we continue to pursue the merger through the court, it remains business as usual for VHA. We will continue to challenge the market by delivering the best value products and services we can to our customers."

The merger agreement with TPG has also been extended to 31 August 2020 to allow sufficient time for the Federal Court to deliver its decision and for the merger process to be completed.

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