

ROCKET INTERNET

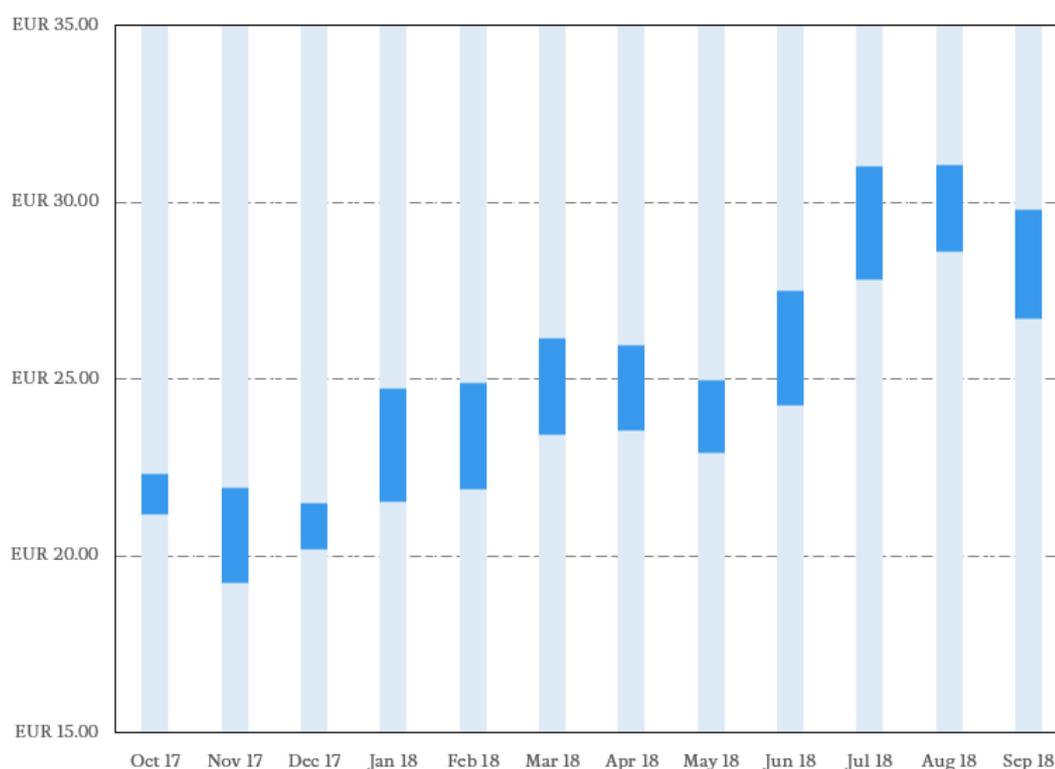
**Quarterly Statement as of
September 30, 2018**

Rocket Internet SE, Berlin

Non-binding convenience translation from German

Material Events at Rocket Internet Group and Selected Companies during the Third Quarter 2018 at a Glance

- In the third quarter 2018, average daily trading volume via the electronic computer trading system Xetra was 391,000 shares (versus 392,000 shares in the third quarter 2017) with an average value of EUR 11.4 million (versus EUR 7.3 million in the third quarter 2017) traded daily.
- On September 20, 2018, Rocket Internet announced to carry out the share buy-back program 2018/2019 with a total maximum consideration (excluding ancillary costs) of up to EUR 150 million and a maximum volume of up to 5,500,000 shares, representing a maximum of up to 3.6% of the outstanding share capital of Rocket Internet. The buy-back started on September 20, 2018. Until September 30, 2018, Rocket Internet repurchased 76,328 shares at a volume-weighted average price of EUR 27.00. The buyback program will end on September 19, 2019.
- In the third quarter 2018, the share price of Rocket Internet SE decreased from EUR 27.50 as of June 30, 2018 to EUR 26.96 as of September 30, 2018. The market capitalization decreased by 2% compared with June 30, 2018 and amounted to EUR 4.2 billion as of September 30, 2018.



Development of the Xetra closing share prices 2017/2018

- In July 2018, the Group repurchased convertible bonds issued by Rocket Internet SE on July 22, 2015 with an aggregate nominal amount of EUR 253.9 million. This acquisition was carried out in the form of a reverse Dutch auction that permitted all convertible bond holders to tender their holdings.

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- In September 2018, the company bought back the remaining convertible bonds issued on July 22, 2015 with a total nominal amount of EUR 35.1 million (squeeze out). For this purpose, Rocket Internet exercised the option of early redemption pursuant to § 6 (2) of the Terms and Conditions of the bonds.
- On August 20, 2018, Rocket Internet announced, that Peter Kimpel (CFO) decided to leave the Management Board of the Company with effect beginning of October 2018 to pursue a new management challenge.
- On September 13, 2018, Westwing Group AG announced its Intention to Float. By that being, the fourth major investment of Rocket Internet went public. We refer to further information on the listing of Westwing shares in the regulated market (Prime Standard) of the Frankfurt Stock Exchange in the section Events after the Reporting Period.
- During the third quarter 2018 Rocket Internet reduced its share in Delivery Hero from 8% as of June 30, 2018 to 6% as of September 30, 2018. The Delivery Hero share price decreased by 9% in the same period.
- Due to disposals of shares in HelloFresh the participation quota of the Group in HelloFresh was reduced from 36% to 32% in the third quarter of 2018. The share price of HelloFresh declined from EUR 13.07 as of June 30, 2018 by 16% to EUR 10.98 as of September 30, 2018.
- The share price of home24 decreased from EUR 29.60 at the end of the second quarter 2018 by 23% to EUR 22.91 as of September 30, 2018.

Results of Rocket Internet Group for the First Nine Months 2018 at a Glance

- Revenue of the Rocket Internet Group increased to EUR 32 million compared to EUR 28 million in the previous year period (+17%) driven by a significant increase of revenues in the New Businesses by 56%, while revenue from other services declined by 17%.
- The first nine months profit amounts to EUR 296 million and improved significantly compared to a loss of EUR 44 million in the previous year period. This result is driven by an improved share of profit/loss of associates and joint ventures as well as net gains on equity instruments recognized at fair value through profit or loss.
- Cash and cash equivalents increased from EUR 1,717 million as of December 31, 2017 to EUR 1,884 million as of September 30, 2018. The increase is attributable to the proceeds from the sale of non-consolidated shares in the amount of EUR 1,359 million (mainly Delivery Hero and HelloFresh shares) that are offset by significant cash outflows from the purchase of own shares, the early redemption of convertible bonds and the purchase of easily convertible into cash listed shares, which was initiated in early 2018 and continued in the third quarter, as a part of the treasury strategy.

Key Developments of Selected Companies for the First Nine Months 2018

- The combined revenue of our selected companies shows ongoing growth compared to the previous year period. HelloFresh revenues increased by 49% on a constant currency basis and by 41% on a euro basis, respectively (EUR 918 million in the first nine months 2018 compared to EUR 652 million in the first nine months 2017). Revenue of home24 increased by 13%, Westwing by 20% and Global Fashion Group by 19% on a constant currency basis (4% on a euro basis).
- The adjusted EBITDA margins of most of our selected companies continued to improve during the first nine months 2018 compared to the previous year period.

Additional information on the key developments of unlisted selected companies can be found on the website of the parent Company: <https://www.rocket-internet.com/investors>.

Rocket Internet Group – Key Figures for the First Nine Months 2018

<i>In EUR million</i>	Nine months ended September 30		
	2018	2017	Δ in %
Revenue	32	28	17
Share of profit/loss of associates and joint ventures	125	-24	619
EBITDA	99	-70	241
EBIT	98	-72	237
Financial result	198	26	650
Profit/loss for the period	296	-44	772
Total comprehensive income/loss for the period, net of tax	297	361	-18
Cash and cash equivalents ¹⁾	1,884	1,782	6
Cash flow from operating activities	-55	-105	47
Cash flows from investing activities	717	552	30
Cash flows from financing activities	-507	-45	-1,030

¹⁾ Cash and cash equivalents amounted to EUR 1,717 million as of December 31, 2017.

Revenue

Revenue increased mainly due to the significant revenue growth in the New Businesses by 56% from EUR 13 million in the first nine months 2017 to EUR 20 million in the first nine months 2018. This is driven by a higher volume of FinTech operations. Revenue from other services which represents mainly income from consulting services and rental revenue decreased by 17% compared to the previous year period.

Share of profit/loss of associates and joint ventures

The share of profit/loss of associates and joint ventures improved by EUR 150 million in the first nine months 2018 in comparison to the previous year period. The significant positive share of profit/loss from associates and joint ventures is influenced by the sale of HelloFresh shares, the write-up of Global Fashion Group, the deemed disposal gain from the IPO of home24 and the positive proportionate results of the RICP Funds, whereas countervailing effects mainly include the proportionate losses of Jumia and Traveloka.

EBITDA/EBIT

EBITDA improved from negative EUR 70 million in the first nine months 2017 by EUR 169 million to EUR 99 million in the first nine months 2018. The EBITDA improvement was mainly driven by the increased share of profit/loss of associates and joint ventures, reduced employee benefit expenses and the increase in revenue. EBIT increased by EUR 170 million to EUR 98 million in the same period.

Financial result

The financial result improved by EUR 171 million driven by positive net changes (gains and losses) in the fair value of equity instruments accounted for at fair value through profit or loss (mainly Delivery Hero) as well as by EUR 87 million decreased net losses from derivative financial instruments that referred to the agreement with Naspers for the sale of 22,359,857 shares in Delivery Hero in 2017. Furthermore, net foreign exchange gains (previous year net foreign exchange losses) relating to loans and to cash and cash equivalents in the amount of EUR 16 million increased the financial result, while buy-back-losses from convertible bonds of EUR 39 million hit the first nine months 2018 financial result.

Due to the first-time application of IFRS 9, all valuation changes (both realized gains and unrealized value changes) of Delivery Hero are reported in the financial result starting January 1, 2018. In the previous year, the financial result only included the realized disposal gains, while the unrealized valuation gains were reported in other comprehensive income (OCI).

Profit/loss for the period

The result for the first nine months 2018 improved by EUR 340 million to a gain of EUR 296 million compared to a EUR 44 million loss in the previous year period. The first nine months 2018 were positively impacted by a EUR 150 million improved share of profit/loss of associates and joint ventures as well as by a EUR 171 million growth in financial result.

Total comprehensive income/loss for the period, net of tax

The total comprehensive income/loss for the period, net of tax, decreased from EUR 361 million in the first nine month 2017 by EUR 64 million to EUR 297 million in the first nine month 2018 and includes in both periods the abovementioned profit/loss for the period, and in 2017 the unrealized valuation gains of Delivery Hero, which are included in financial result in 2018 due to the first-time application of IFRS 9.

Cash and cash equivalents/Cash flow

Cash and cash equivalents increased from EUR 1,717 million as of December 31, 2017 by EUR 168 million to EUR 1,884 million as of September 30, 2018. The cash flow from operating activities increased by EUR 50 million to negative EUR 55 million primarily due to higher proceeds from dividends of EUR 38 million. Furthermore, start-up losses of the New Businesses decreased and outflows for cash-settled share based payments were reduced. Opposing effects mainly include higher cash outflows for the acquisition of operating financial assets (FinTech loans).

In the first nine months 2018, the cash flows from investing activities of EUR 717 million were driven by the sales proceeds of non-consolidated equity instruments (primarily Delivery Hero and HelloFresh) as well as cash outflows from the purchase of easily convertible into cash listed shares. The acquisition of the listed shares, which was initiated in early 2018 and continued in the third quarter, is part of the treasury strategy.

The cash flows from financing activities amounted to negative EUR 507 million (previous year negative EUR 45 million) and mainly result from the repurchase of Rocket Internet's convertible bonds and own shares.

The Group continues to maintain a good cash position. In addition to cash and cash equivalents, the Group had easily convertible into cash listed shares of EUR 553 million as well as short-term restricted bank deposits of EUR 185 million as of September 30, 2018.

Events after the Reporting Period

On October 9, 2018, Westwing completed its IPO on the Frankfurt Stock Exchange (Prime Standard) raising approximately EUR 114 million (gross proceeds without exercise of the greenshoe option) in primary capital. The shares were sold at the mid-point of the initial price range at a price of EUR 26.00 per share. The market capitalization of Westwing at IPO amounted to EUR 518 million (assuming no exercise of the greenshoe option). Due to the capital increase at Westwing the participation quota of the Group decreased to 23.1% (considering treasury shares and excluding the shares held as trustee). As of September 30, 2018 the Group held a share of 29.7% of Westwing.

The option granted by Westwing to the stabilization manager (Joh. Berenberg, Gossler & Co. KG) on behalf and for the account of the underwriters to purchase up to 660,000 additional shares in Westwing at the offer price to the extent shares were placed under a securities loan in connection with over-allotments (Greenshoe-Option) was exercised by the stabilization manager in the amount of 311,359 shares on November 8, 2018 resulting in gross proceeds of EUR 8 million.

Under the share buy-back program 2018/2019 the Group repurchased a total of 1,860,486 shares at a volume-weighted average price of EUR 24.65 until November 23, 2018.

No other events of special significance occurred after the end of the reporting period.

About Rocket Internet

Rocket Internet incubates and invests in internet and technology companies globally. It provides operational support to its companies and helps them scale internationally. Rocket Internet focuses predominantly on four industry sectors of online and mobile retail and services that make up a significant share of consumer spending: Food & Groceries, Fashion, General Merchandise and Home & Living. Rocket Internet's selected companies are active in a large number of countries around the world with more than 33,000 employees. Rocket Internet holds stakes in four significant publicly listed companies, Delivery Hero, HelloFresh, home24 and Westwing. Rocket Internet SE is listed on the Frankfurt Stock Exchange (ISIN DE000A12UKK6, RKET) and is included in the MDAX index. For further information please visit www.rocket-internet.com.

About this Document

This document is a Quarterly Statement pursuant to Sec. 53 of the Exchange Rules for the Frankfurt Stock Exchange. This Quarterly Statement was prepared on November 29, 2018 (editorial deadline) and was submitted for publication on November 30, 2018 (publication date).

Disclaimer and other Notes

This document contains forward-looking statements. These statements are based on the current views, expectations and assumptions of the management of Rocket Internet SE ("Rocket Internet") and involve known and unknown risks and uncertainties. Actual results, performance or events may differ materially from those expressed or implied in such statements due to, among other things, changes in the general economic and competitive environment, risks associated with capital markets, currency exchange rate fluctuations and competition from other companies, changes in international and national laws and regulations, in particular with respect to tax laws and regulations, and other factors.

Rocket Internet assumes no obligation to update any information or forward-looking statement contained herein, save for any information required to be disclosed by law.

The financial figures have been prepared in conformity with International Financial Reporting Standards (IFRS) as adopted by the EU. This Quarterly Statement is not an Interim Financial Report within the meaning of International Accounting Standard (IAS) 34. Further information on the accounting methods used can be found in the most recent annual report at www.rocket-internet.com/investors. Furthermore, this document includes in IFRS not clearly defined additional financial measures that are or may be so-called non-GAAP financial measures. These supplemental financial measures should not be viewed in isolation or as alternatives to assess the position of the Group as presented in accordance with IFRS. Other enterprises that report or describe similarly titled financial measures may calculate them differently.

Due to rounding, numbers presented throughout this and other documents may not add up precisely to the totals provided and percentages may not precisely reflect the absolute figures.

All participation quotas for our network companies shown in the Quarterly Statement are based on the Group's ownership calculated pursuant to the respective accounting rules (e.g. reflecting the transaction closing dates, dates of change in control, considering trust shares allocated to the Group, excluding stakes indirectly held via RICP etc.) and may therefore differ from the respective information (beneficial interest including RICP) published on the Company's website which is based on the signing dates.

This document is a translation of the original German version and is intended to be used for informational purposes only. While every effort has been made to ensure the accuracy and completeness of the translation, please note that the German original is binding.

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Imprint

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