

## AD-HOC ANNOUNCEMENT

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### **Ad-hoc: Rocket Internet SE resolves on public share purchase offer to buyback own shares for up to 15,472,912 shares**

**Berlin, Germany, April 16, 2018** – The management board of Rocket Internet SE (ISIN DE000A12UKK6 / WKN A12UKK) resolved today, with the approval of the supervisory board, utilizing the authorization of the annual general meeting of June 2, 2017, to buyback up to 15,472,912 shares of the company (corresponding to a maximum of up to 9.37% of the company's registered share capital) through a public share purchase offer against payment of an offer price in the amount of EUR 24.00.

PLDT Online Investments Pte. Ltd., a shareholder of the company, has irrevocably committed itself, today, vis-à-vis the company to accept the public share purchase offer for at least 6,800,000 shares directly held by it (corresponding to at least 67.38% of the total number of shares held by PLDT Online Investments Pte. Ltd. in Rocket Internet SE).

The largest shareholder of the company, Global Founders GmbH, which holds 37.07% of the company's shares, has irrevocably committed itself vis-à-vis the company not to accept the public share purchase offer for any shares held by it.

The offer period will commence on April 17, 2018, 00:00 (CEST) and is expected to end on May 2, 2018, 24:00 (CEST). If more than 15,472,912 shares are tendered for buyback under this public share purchase offer, the declarations of acceptance will be considered proportionally, i.e. in the ratio of the 15,472,912 shares to the aggregate number of shares tendered for buyback. Further details on the public share purchase offer are contained in the offer document, which will be published on the company's website ([www.rocket-internet.com](http://www.rocket-internet.com)) under the heading „Investor Relations – Share – Public Share Purchase Offer“ prior to the commencement of the offer period, on April 17, 2018, as well as subsequently in the German Federal Gazette under [www.bundesanzeiger.de](http://www.bundesanzeiger.de).

Additionally, the management board has resolved today, with the approval of the supervisory board, to terminate the share buy-back program for own shares, which commenced on August 14, 2017 and was expected to end on April 30, 2018, early. Under this share buy-back program, which was also resolved based on the authorization to acquire own shares by the annual general meeting of June 2, 2017, the company has until today acquired 1,041,167 own shares (corresponding to a portion of 0.63% of the company's registered share capital).

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*This release 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 that could cause actual results, performance or events to differ materially from those expressed or implied in such statements. Actual results, performance or events may differ materially from those described 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 does not assume any obligations to update any forward-looking statements.*

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