

Reliance Communications

Investor Presentation

May, 2014



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Contents



- Indian Telecom Scenario
 - RCOM Operational Strategy for Growth
 - India Operations
 - Global Operations
 - Financial Update
- Deleveraging and Asset Monetisation
- Key Takeaways



Indian Telecom Landscape

Pre - 2012

- Hyper competition and highly fragmented market with 15 pan-India operators
- Significant price wars
- Regulatory uncertainty

Post 2012

- Industry getting consolidated among top 5 players
- Regional players are getting marginalized
- Data expected to be the next growth engine
- Regulatory clarity on spectrum emerging

Improving Dynamics in the Indian Telecom Sector

Consolidation in the Industry



Recent Post Auction Consolidation has already Reduced Competition

Pre-auction competitive landscape

Pan-India players



Post-auction competitive landscape

Pan-India private players



- Top 5 operators account for ~85% of the revenue market share
- Regional operators have rolled back operations in select circles



Earlier: 21 circles, 99% Pop Now: 7 circles, 43% Pop AIRCEL

Earlier: 22 circles, 100% Pop Now: 17 circles, 74% Pop

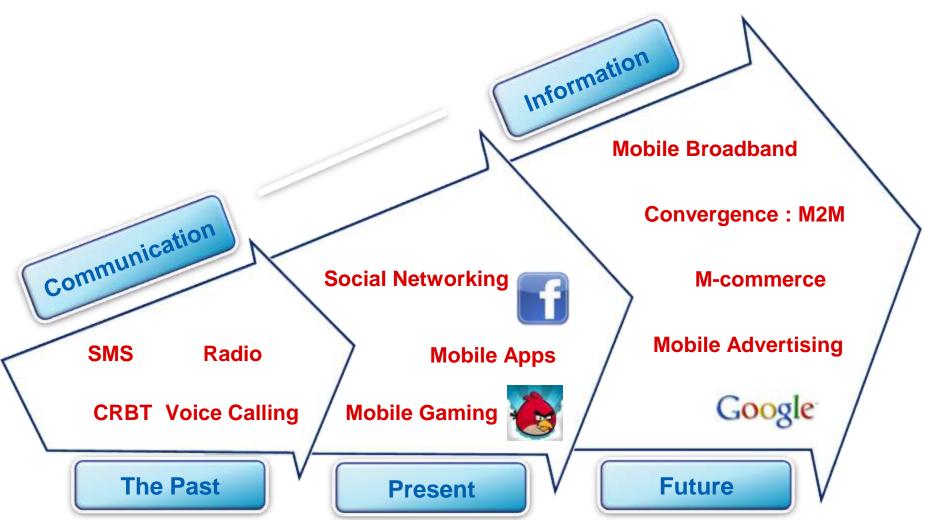


Earlier: 20 circles, 96% Pop Now: 6 circles, 36% Pop

Industry Consolidated Among 5 Pan-India Private Players



Indian Telecom Industry: Moving from Voice to Data

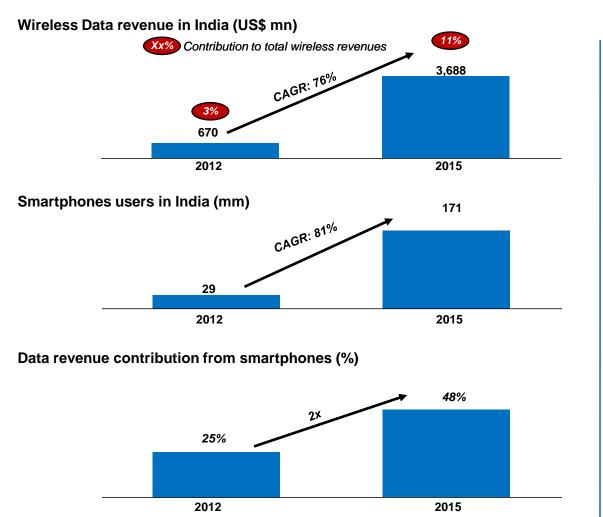


Mobile Broadband – Enabler for Future Growth

Data is the Next Big Opportunity



Data to Drive Industry Revenue in Future



Source: Broker research: Fx: 1 US\$= INR 61

- Incremental revenue from data of ~US\$ 3 bn is expected to be added over 2012-15
 - Mobile data (2G + 3G)
 grew at 92% y-o-y in 2012
 - 3G grew three fold, growth of 196% y-o-y in 2012
- Small & large screen to drive future data revenue growth
- Smartphone, Feature Phone and USB Modem constitute 97% of data usage

Data to Account for ~40% of Incremental Revenue



Regulatory Clarity has Fully Emerged; Regulatory Environment Likely to be Stable

Spectrum

- □ All spectrum required for the Access Services is being allotted now through transparent auction process
- □ TRAI recommended the reserve price of spectrum in 800 MHz band in Feb-14
- TRAI has come out with Guidelines for Spectrum Trading. Government to take a decision soon
- Auction completed in 1800 MHz band on Pan India basis and 900 MHz band in 3 Metros in Feb-14

FDI policy

□ Foreign Direct Investment (FDI) is allowed up to 49% under automatic route and equity infusion beyond 49% up to 100% is with the approval of Foreign Investment Promotion Board

M&A

Clarity has emerged as Government issues guidelines for mergers & acquisitions in Feb 14. Industry may witness real consolidation

UASL

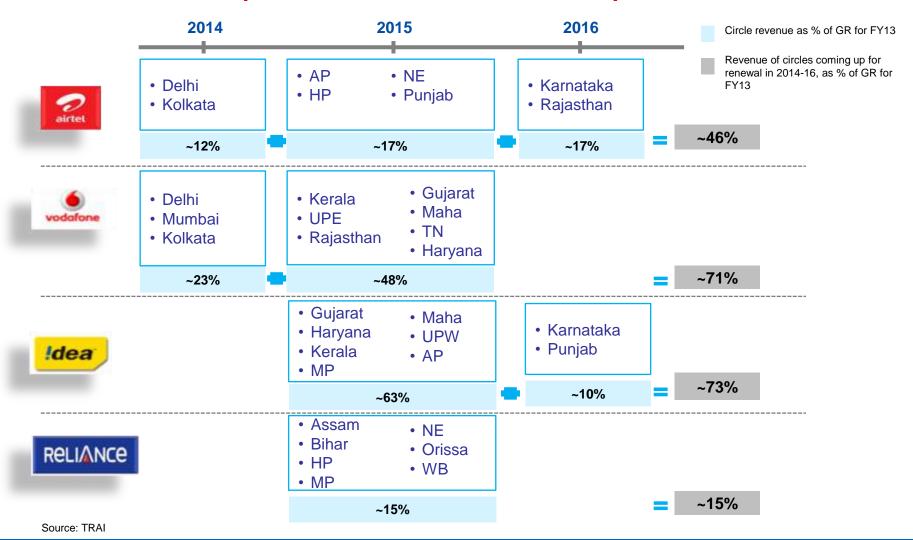
- □ All future telecom licenses will be granted as Unified Licenses, which will allow the provision of all voice and data services
- All Unified Licenses to have the validity of 20 years

Positive Momentum in Addressing the Regulatory Issues

Regulatory Update



License Renewals Impact over 2014-2016 for Select Operators



RCOM Least Impacted by Upcoming Renewals



Recent Spectrum Winners and Payment Schedule (February, 2014)

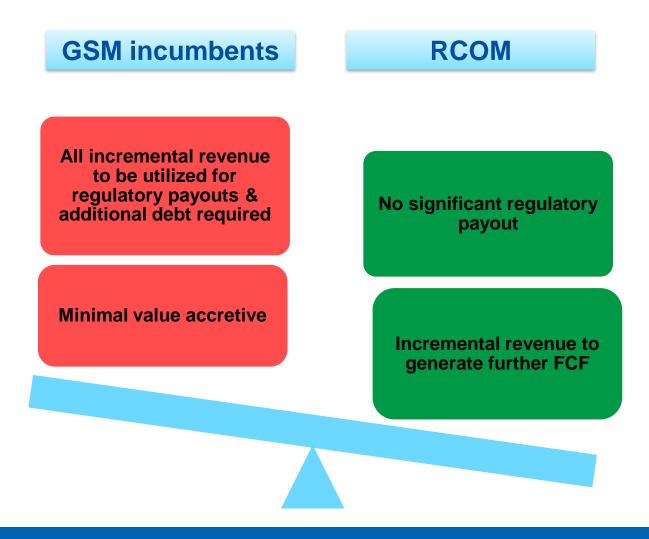


^{*} Payouts if opted for 10 year payment schedule with 2 year moratorium after initial upfront part payment Source: DoT: Fx: 1 US\$= INR 61

Large Payout Burden on Incumbent Players



Post Auction, Industry / Incumbents View: Tariff Likely to Harden



For RCOM: Tariff Hike to be EBIDTA & Value Accretive

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Key Message 1: Future Ready Spectrum Portfolio

Spectrum Band (MHz)	LTE Ecosystem *	RCOM LTE capable spectrum	R-Jio LTE capable spectrum
2300	Υ	X	Υ
2100	Υ	Y	
1800	Υ	Υ	Y
900	Υ	Υ	
850	Y	Υ	-

^{* 2300} MHz band is for TDD, rest for FDD



- All urban centers / major cities sites mostly fiberised
- Over 2/3rd of sites capable of high speed / broadband services including handling 4G services
- Benefits of "Reciprocity" arrangement with R- Jio
 - Access to R Jio built towers, fiber & others
 - Network expansion to increase footprint
 - Minimal capex requirement & high cost competitiveness

RCOM has Spectrum Capability to Move Up on LTE Roadmap

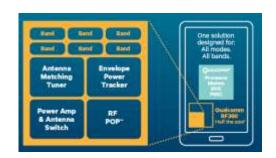


Well developed LTE device ecosystem in 850 MHz....









- Mutli-technology Mutli-band chipset supports 2G, 3G, 4G technologies in the same handset.
- Presently Lte Multi-band Chipset supports:

FDD: 700 / 800 / 850 / 900 / 1800 /1900 / 2100

TDD: 1900 / 2300 / 2600











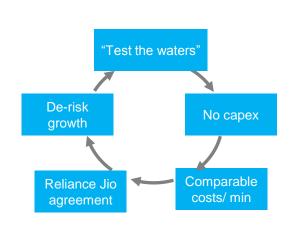
... RCOM Best Fit for Future Pan India LTE Implementation



Key Message 2: Future Expansion at Least Cost

RCOM's growth model





- Increased shareholder returns
- Increased cash flows
- Higher operational efficiency
- Increased network coverage and better quality

- 1) Intra-circle roaming arrangements: Building revenues ahead of capex
 - Agreement to share infrastructure in select areas
 - □ Typical tenure 12 18 months
 - □ Access to 10,000+ sites
 - "Pay as you use" model

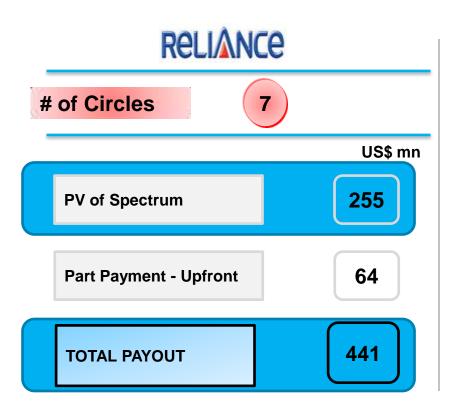
- 2) Reciprocity arrangement with R Jio (with 45-50% cost saving) will give access for
 - Expansion of footprint
 - To convert "Bridge ICR" to our own network
 - To shift, on expiry, IP Colo sites to R Jio

Faster Time to Market with Minimum Capital Investment & Increase in Shareholder Returns



Key Message 3: RCOM has Minimal Regulatory Cash Outflow

Spectrum Renewal Payment in FY2016



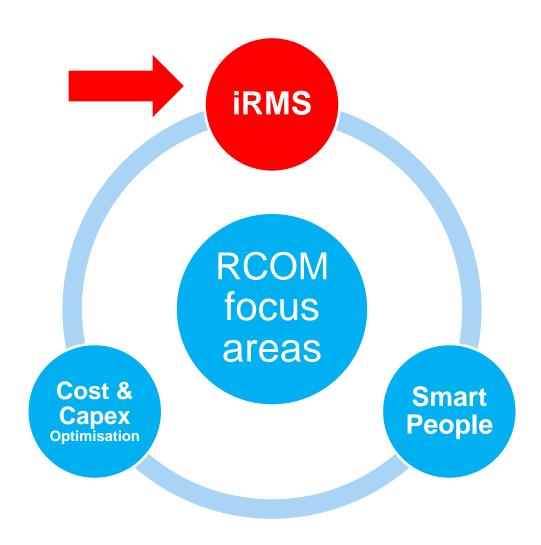
•For 900MHz spectrum value - Feb'14 auction determined price of 1800MHz spectrum x 1.7times is considered

- Only 7 circles of RTL coming up for renewal in FY2016, where the spectrum is in 900MHz band
- □ For renewal of spectrum upto 5MHz in 900MHz band spectrum - Total Payout ~ US\$ 255mn
- Most of the other circles coming for renewal in FY22

RCOM Least Impacted by Upcoming Renewals

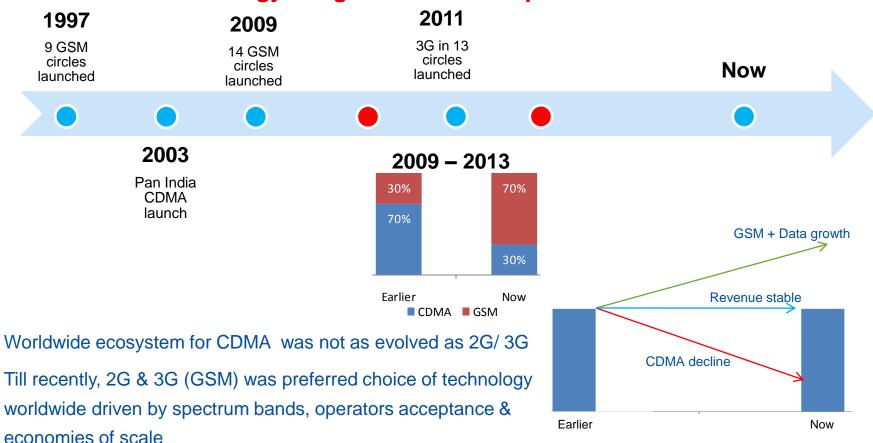


RCOM's strategic focus areas....









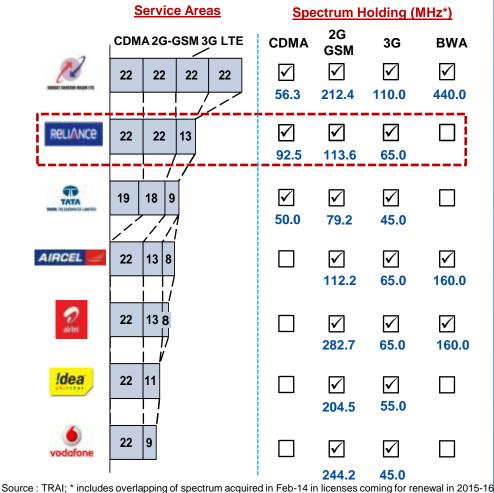
 Going forward, all technologies / standards will have roadmap to offer LTE (4G) services Successful rollout of 3G has enabled RCOM in maintaining leadership position in data

Successfully Arrested the De-growth in CDMA Voice Revenue



Unmatched Spectrum Assets & Robust Backhaul Network

Pan India presence and network deployment across technology platforms



Largest network of backhaul optical fiber amongst all private operators

Optical Fiber Layout for Operators (Kms)			
Network Provider	Length of Fiber Cable		
RCOM	190.000		
Airtel	178,884		
Idea Cellular	80,000		
Tata	25,000		
Aircel	23,000		

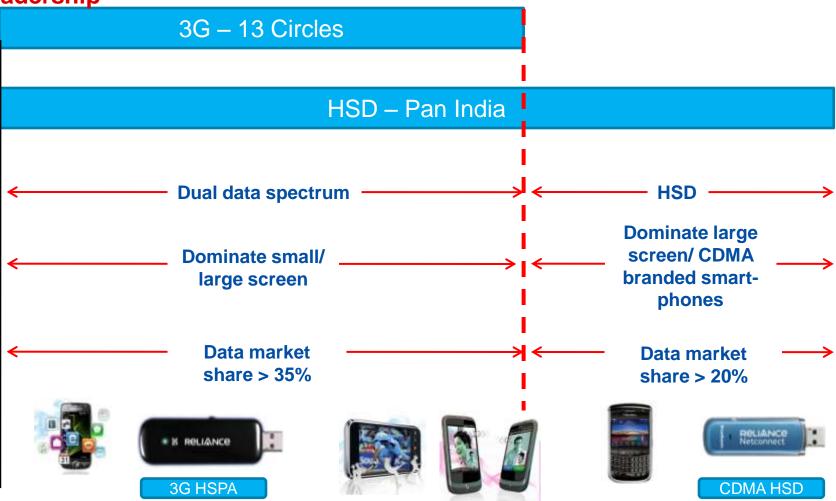
RCOM unique network differentiation vs. competition

- RCOM has mesh network for optical backhaul
- All urban centers / major cities sites mostly fiberised
- Over 2/3rd of sites capable of high speed / broadband services including handling 4G services

Comprehensive Backbone to Support Growing Demand



Balanced Portfolio of GSM/3G & CDMA Spectrum helping RCOM maintain Data Leadership



Gradually Convert CDMA to Data Network to Support Smart-phones/ Large Screens

3G Metro

3G States

3G Dark

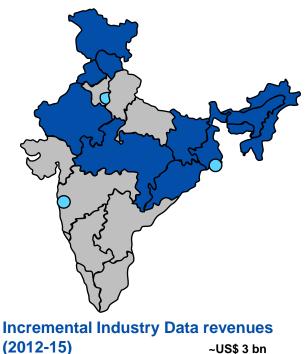
Incremental

data revenues



Spectrum based "Go to Market" Strategy

3G spectrum in key circles



<u>Circle</u> <u>clusters</u>

3G Metro

Objectives

<u>Strategy</u>

 Get fair share of iRMS handheld, dongle and Voice

S - | |

- Match competition coverage on 3G
- Prioritize Metros (DEL, MUM, KOL)
- Tariff : L2
- Disruptive postpaid play
- Data dominance

3G States

3G Dark

- Market leadership on Voice and Data
- Get iRMS both in Voice and Data
- Leadership in 3G network and coverage
- Prioritize PB, RJ, JK, MP, BH, WB, then NE, AS, HP, OR
- CDMA spectrum for dongles
- Tariff : L1 in Voice, disruptor in Data
- Data dominance, Larger Footprint

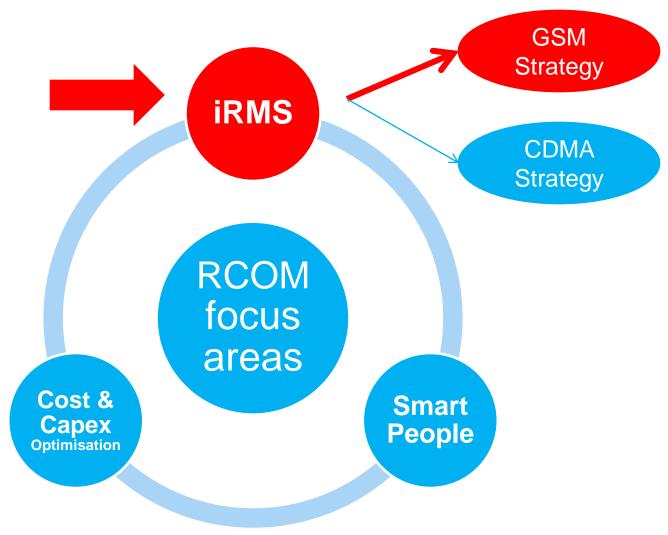
- Get iRMS Voice
- Retain existing market share in handheld
- Get fair share of iRMS dongle

- Wide coverage for HSD
- Tariff: L3
- Focus on Top Towns
- Target fair share of Data
- Focus on GSM + CDMA handsets, Branded CDMA Smartphones, Tablets, Dongles

Effective Strategy Tailored to Individual Circles

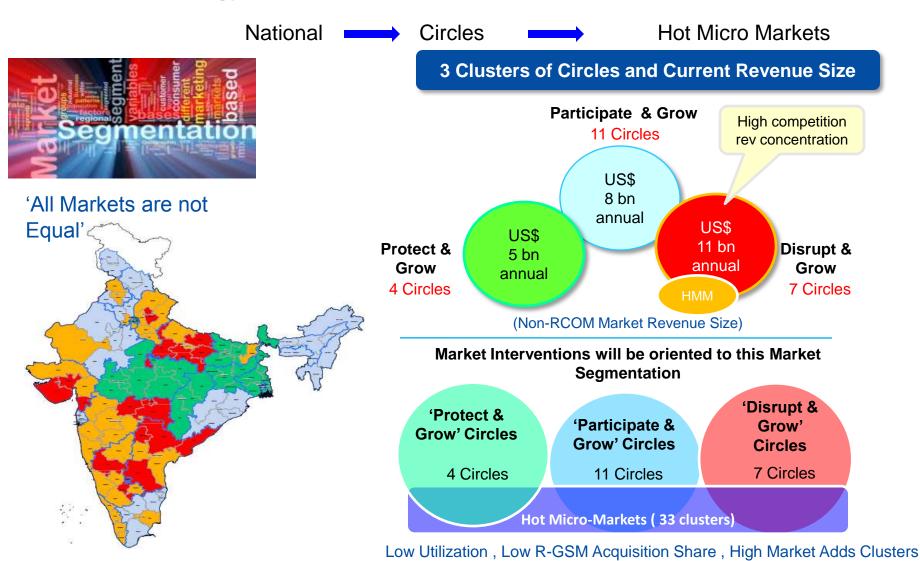


RCOM's strategic focus areas....





GSM Voice Strategy: Market Portfolio Approach



Confidential Slide 23

'Disrupt & Grow' Strategy in Hot Micro-Markets



GSM Data Strategy: Disruptive Value Story for Customers

Play across both Small Screen and Large Screen

In 3G Circles

3G = 2G

In non-3G Circles

Aggressive stance on EDGE / HSD proposition

Smartphone Bundles (ZeroPlan) iphone Nokia ...more

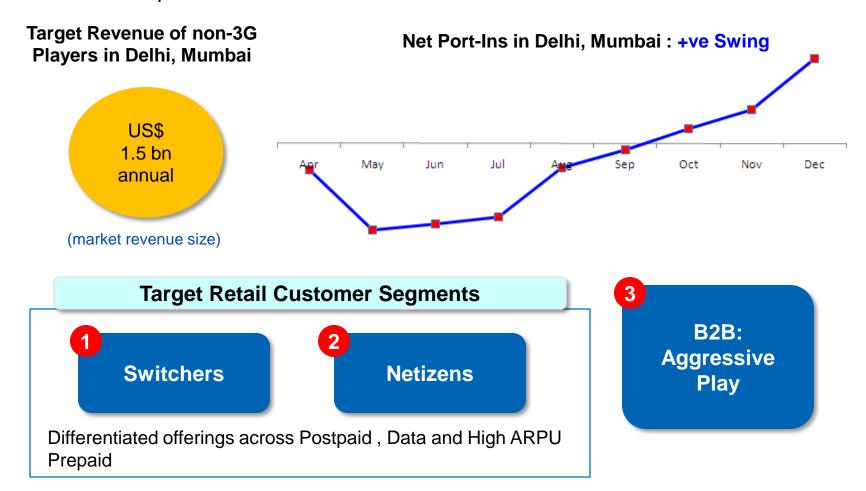
- Maximize customer acquisitions through MNP
- Drive Upgrade to Smartphones among existing base
- Customer lock-in through Zero Plan
- 3G Dongle play in B2B
- ☐ Target > 80% growth in Data Revenues

Attract Disproportionate Share (> 30%) of Smartphones & Tabs



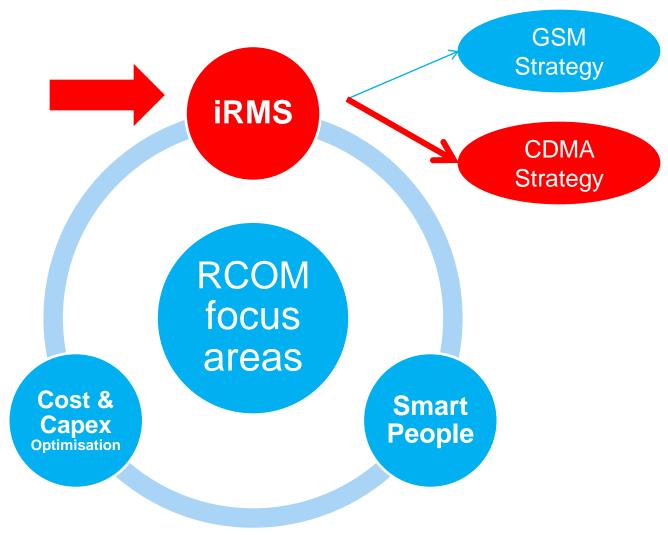
GSM Metros Strategy: Segmented Share Gain

Urban mobile penetration is > 140%



Leverage MNP in a Highly Penetrated Market

RCOM's strategic focus areas....





CDMA Data Strategy: Focus on Core Data Markets

Metro Markets

Delhi, Mumbai, Bangalore, Kolkata, Hyderabad, Pune, Chennai

• 100% network at14.4 Mbps +++

- 3 Markets with HSPA+ network
- 4 Markets with EVDO Rev B
- Only operator with all metros having 3G

Category A Towns

Ahmedabad, Chandigarh, Jaipur, Vizag, Nasik etc

Ubiquitous Mobile Broadband

- 10 Markets on 3G (HSPA+)
- 19 Markets on 3G (EVDO Rev B)
- 39 Markets on 3G (EVDO Rev A)

Next 650 Towns

District HQ Towns, Urban Centre, CBD, Tourist Towns, Towns of Worship

Emerging Data Markets

- 250 Towns on 3G (HSPA)
- 650 towns on 3G (Rev A)
- Widest mobile broadband coverage



Nation's Widest Mobile Broadband Coverage

CDMA Device Strategy: Improving of Multimode Devices With Chipset Evolution

Multi Mode: LTE / HSPA / EVDO

- Supports 7 Bands 850, 900, 1800, 2100, 2300, 2600 + 1
- All ID's already operational in Verizon, Sprint, AT&T (US), Vodafone, Telstra (Australia), Singtel, Star Hub (Singapore) DTAC (Thailand), 3 (HK)















SONY

Multi Mode: HSPA / EVDO

- Supports 7 Bands 850, 900, 1800, 2100, 2300, 2600 + 1
- All ID's are live in China China Telecom
- HTC, Lenovo, Micromax, Karbon are already live





















Multi Mode: GSM / EVDO

- Supports 5 Bands 850, 900, 1800, 2100, 2300
- Fastest Growing segment lead by local Indian brands
- Nokia, Samsung, Motorola, HTC expected to participate by October - 14

















US\$ 400

Wide Range of Global Devices Ecosystem on 850 CDMA & 850 LTE

CDMA: Value For Money Customer Offers with Retailer Advocacy

Category

Product

Retailer Margin



₹1599 onwards per month

Talk: Unlimited Text: Unlimited Data: Unlimited

Free Smartphone

Young Professional

₹299 per month Talk: ₹299 Text: 299

Data: 2 Gb

Student & Housewives

₹199

per month

Talk: ₹199

Text: 199

Data: 1 Gb

S Value Seeker

₹99 per month Talk: ₹99

Text: 99

Data: 500 Mb

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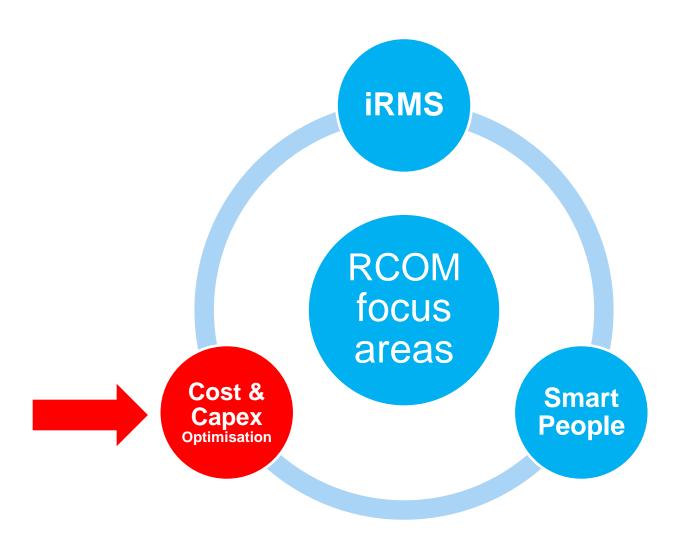
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RCOM's strategic focus areas....





Outsourcing of Network Management Services & Call Center Operations









- Outsourced Network Management Services to
 Ericsson and Alcatel-Lucent
- Comprehensive and value-enhancing management to RCOM's networks and services to deliver a world-class seamless voice and data services
- Helps create leaner organisation, moves ~9,500
 employees to partner rolls, providing them global opportunities

- RCOM to shift 5,500 call centre staff to thirdparty BPOs
- Improve overall efficiency to serve customers, allowing greater focus on revenue enhancement
- Help in cross-sell and up-sell higher value products like data packs and 3G

Cost Effectiveness & Higher Retention of Customers through Introduction of Next Gen Processes, Tools and Integrated Management



Cost Optimization Measures

Cost lever **Target Reduction Planned Activities** > Reduce consumable cost -**Network cost To be reduced by 10% - 12%** batteries / solar power > Managed services >IP colocation sites >Downward revision of channel **Gross Acquisition To be reduced by 10% - 15%** commission >Control on indirect cost To be reduced by 3,500 -**➤ New organization structure: Manpower** 5,500 **Hubs to Regions** >Customer facing org structure >Greater empowerment Strategic Focus on Cost Management and Margin Expansion



Benefits of Comprehensive Arrangement with Reliance Jio

RCOM passive infra shared with R Jio

RCOM current donor to R Jio

- ☐ Inter city fiber: 1,20,000 km
- □ Tower sharing: ~45,000
- Possible Intra city fiber: 70,000 km

Benefits

Revenue / EBITDA accretive

Passive infra built by R Jio

RCOM's reciprocal access from R Jio

- Access to additional Towers & Fiber
- Minimal Capex: Only incremental electronics
- □ High cost competitiveness: 45-50% cost savings

EBITDA accretive
Highly Cost Competitive

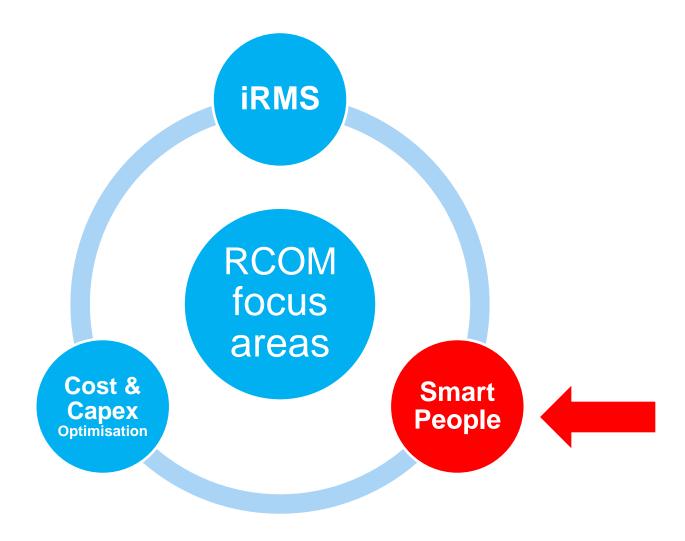


Increase in EBITDA / min

Significant "Capex" and "Opex" Saving with Margin Uplift



RCOM's strategic focus areas....



Smart Organization: Circle as a "Country" Approach

- "Go To Market" basis
 - Micro segmentation
 - Clusters
 - Circle demographics
- Circle as P&L unit
- Empowered Ownership at field level
- Dedicated GSM & CDMA teams



Clusters (107)

Circles (20)

Regions (4)

HQ

Building Leadership bandwidth at RCOM

RELIANCE

CEO Reliance Communications



Mr. Vinod Sawhny

- Experience 30 Yrs
- Worked with Bharti Group as Member of Bharti Airtel Management Board, Jt.
 President, Airtel Enterprise, Executive Director & CEO, Airtel Mobility and President & COO, Bharti Airtel

CEO Consumer Business



Mr. Gurdeep Singh

- Experience 30 Yrs
- Worked with Aircel, Vodafone, National Panasonic, BPL India, Whirlpool, Kelvinator and Fusebase

CEO Reliance GlobalCom



Mr. William (Bill) Barney

- Experience 15 Yrs (in Asia)
- Worked with Pacnet and MCI Worldcom (Verizon)

COO Reliance GlobalCom



Mr. Wilfred Kwan

- Experience 25 Yrs
- Worked with Pacnet, AT&T, Global One, Lucent Technologies, Motorola, Nortel and Office of Communication Authority, Hong Kong

President & CHRO



Mr. Amit Das

- Experience 25 Yrs
- Worked with RPG Enterprises, Vodafone Group, ITW Signode India, Britania Industries, Indian Hotels and TELCO

Jt. President India Enterprise



Mr. Deepak Khanna

- Experience 27 Yrs
- Worked with Bharti Airtel, Escotel Mobile Comm, DSS Mobile Comm, TATA and HCL Group

Head GSM Operations Consumer Business



Mr. Ramesh Menon

- Experience 23 Yrs
- Worked with Bharti Airtel, Neuerth Metals LLC, Spencers Retail, PepsiCo, Sara Lee Bakery, Colgate Palmolive and ITC Ltd.

Head Customer Services, Consumer Business



Mr. Vivek Gangwar

- Experience 21 Yrs
- Worked with Vodafone, Sutherland technologies, GE Capital, Ford India, Schlumberger and Usha International

SVP Marketing Wireless Business



Mr. Munish Kanotra

- Experience 17 Yrs
- Worked with Bharti Airtel and Idea Cellular Ltd.

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Leadership in each of our businesses: Carrier, Enterprise and Voice

Carrier

- World's largest private submarine cable system owner 70,000+ km of sub-sea fiber
- Serving top 200 carriers of the world

Global Enterprise

- Top 5 Managed Network Service provider globally
- Top 20 Ethernet services provider in the U.S.
- Data connectivity to over 160 countries
- Over 1,000
 Enterprise
 customers served
 outside India

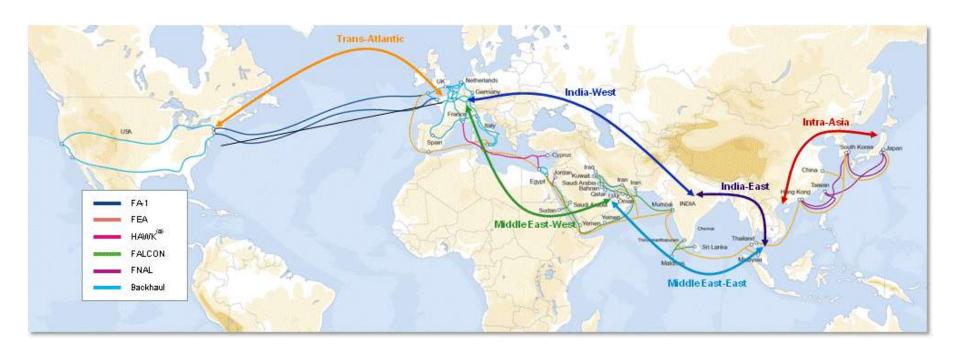
Voice

- □ Top 15 largest international long distance carriers
- □ Carriage of 20 billior minutes of traffic
- 2.5 million retail customers for voice in 14 countries





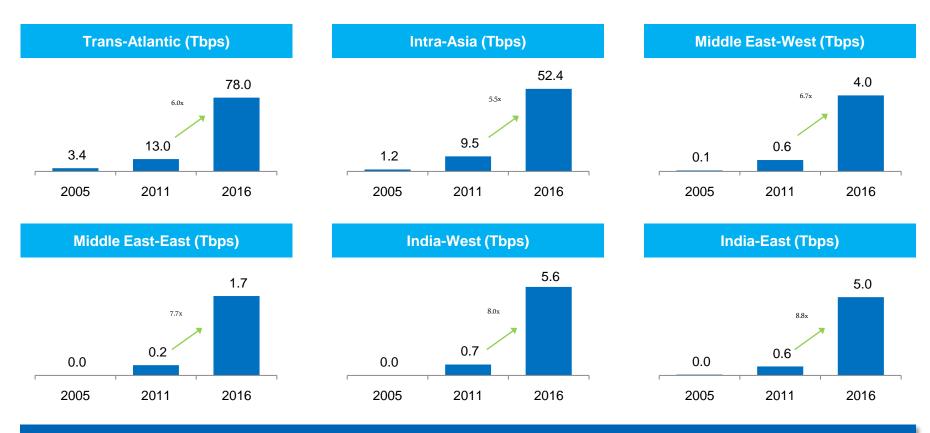
Subsea cables on the right routes



The routes covered collectively account for 63% of the global data demand as measured by lit capacity



Well positioned to capture increasing demand for international connectivity



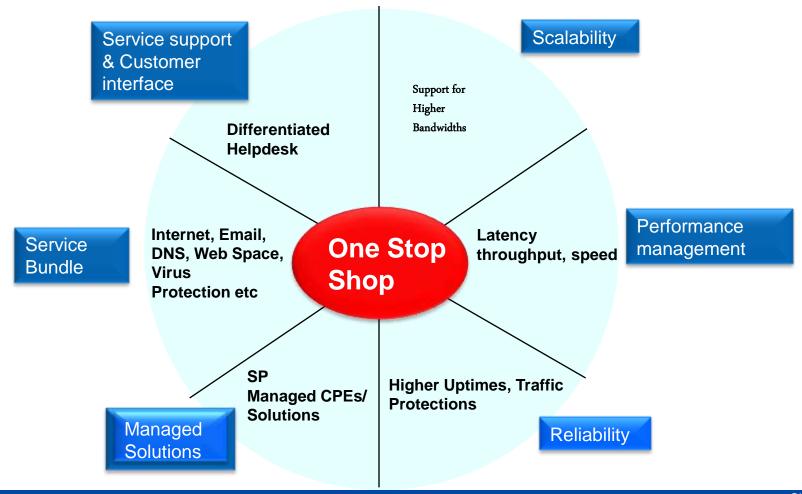
Rapidly increasing number of devices, growing internet user base, faster broadband speeds, cloud computing and more video downloads driving demand

Source: TeleGeography



Enterprises are outsourcing entire telecom-network services to proven service providers

We understand and meet the CIO's business needs





Own metro network in the U.S. and proven Managed Services and Ethernet service provider



- More than 22,000 route kilometer of metro Ethernet fiber in the U.S.
- Reach in more than 163 countries
- More than 30,000 managed sites being serviced
- Over 1,000 MNC customers



Presence in key markets and strong regional connectivity



- More than 300 Enterprise and 2.5 million retail customers
- More than 200 carrier relationships



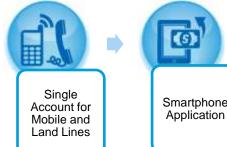
Reliance Global Call

Product

Reliance Global Call is a web based international calling service offering calls to over 230 countries

Reliance Global Call has over 2.5 million users across America, Europe, Asia and Australia

Features









Consumer

Postpaid

Easy Online Account Management



USA, UK,

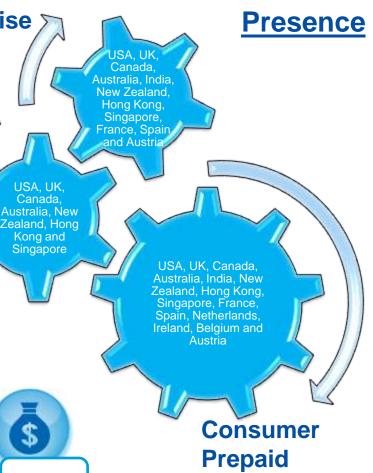
Canada.

Kong and

Singapore

Enterprise

No Hidden Charges





In summary, Reliance is well positioned to capture demand for enterprise and voice services



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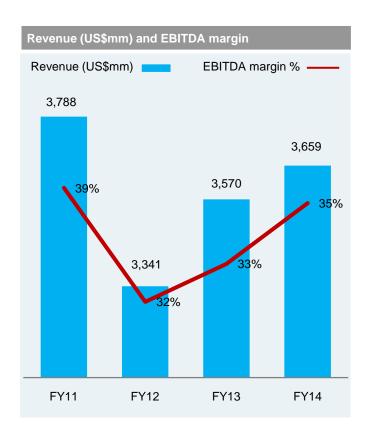
Financial Update

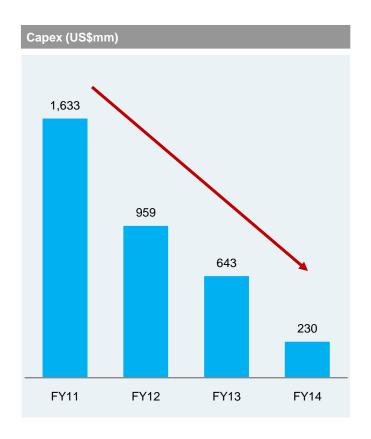
- Deleveraging and Asset Monetisation
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Financial Snapshot



RCOM Financial Performance



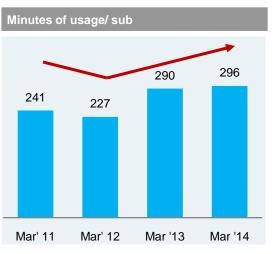


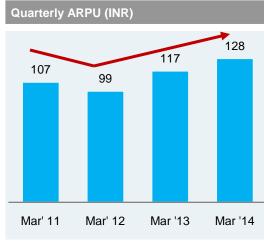
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Operating Metrics have Seen a Sharp Turnaround









- Improved industry dynamics with pricing power coming back to operators
- Focus on high quality customers leading to increasing ARPU levels
- Improving RPM leading to a higher EBITDA realization

Wireless Operations: Mar-11 & Mar-12; India Operations: Mar-13 & Mar-14 EBITDA / min – Indian telecom operations RPM and Indian telecom margin

Financial Snapshot – Segment Reporting



Slide 49

India Operations

US\$ mn

	Q4 FY13	Q3 FY14	Q4 FY14	Q-o-Q %	Y-o-Y%
Revenue	743	760	762	0.3%	2.5%
Voice	538	560	554	-1.1%	3.0%
Non-voice	164	167	170	2.0%	3.7%
Others	41	33	38	14.3%	-8.3%
EBITDA	194	263	272	3.2%	40.4%
Margin %	26.0%	34.6%	35.7%	+110 bps	+970 bps

Global Operations

US\$ mn

	Q4 FY13	Q3 FY14	Q4 FY14	Q-o-Q %	Y-o-Y%
Revenue	215	179	206	15.5%	-4.0%
Data	148	124	157	26.8%	6.3%
Voice	67	55	49	-10.0%	-26.6%
EBITDA	80	39	32	-18.6%	-60.0%
Margin %	37.1%	21.9%	15.5%	-640 bps	-2,160 bps

Fx: 1US\$=INR61



Voice

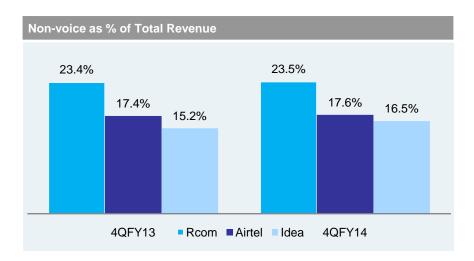
Voice KPIs	Q4 FY13	Q3 FY14	Q4 FY14	Q-o-Q %	Y-o-Y %
ARPU (INR)	117	125	128	2.4%	9.4%
RPM (INR)	0.403	0.435	0.432	-0.7%	7.1%
Total MoU (Bn. Min.)	106.2	101.9	102.3	0.4%	-3.7%
Voice Usage/ Cust/ Month (Min.)	290	288	296	2.8%	2.1%
Total Customer Base (Mn.)	124.2	118.5	112.1	-5.4%	-9.7%
Churn (%)	4.8	3.4	5.5	+210 bps	+70 bps
VLR (%)	86.8	93.5	99.4	+590 bps	+1,260 bps
Voice ARPU (INR)	90	96	98	2.1%	8.9%
Voice RPM (INR)	0.309	0.335	0.330	-1.5%	6.8%

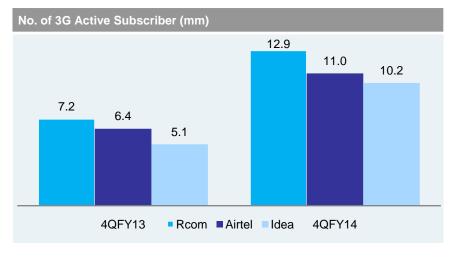
Non-Voice

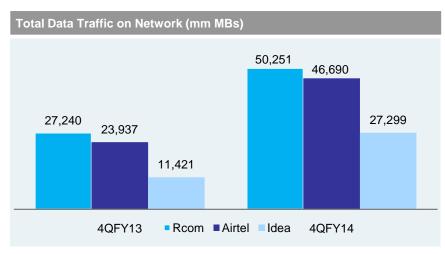
Non-Voice KPIs	Q4 FY13	Q3 FY14	Q4 FY14	Q-o-Q %	Y-o-Y %
Total Data Customer (Mn.)	29.4	36.2	37.4	3.3%	27.2%
3G customer (Mn.)	7.2	11.1	12.9	16.2%	79.2%
Total data traffic (Mn. MB)	27,240	41,702	50,251	20.5%	84.5%
Data usage/ Cust (MB)	319	396	455	14.9%	42.6%
Non voice as % of telecom revenue	23.4%	23.0%	23.5%	+50 bps	+10 bps

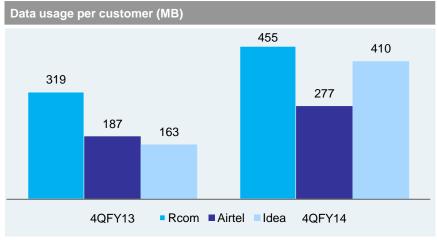


RCOM is the Leader in the Wireless Data Market









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 - Key Takeaways

De-leveraging and Asset Monetisation



Comprehensive Business Co-operation Framework Between RCOM & Reliance Jio

Tower sharing agreement



- Nation-wide tower infrastructure sharing agreement with R Jio
- 45,000 tower to be shared
- Aggregate value of US\$ 2 bn during the tenure of agreement
- RCOM to have reciprocal access to tower infrastructure to be built by R Jio

Inter-city fiber sharing agreement



- RCOM's 120,000 Kms. of Inter-city fiber optic network to be utilised by R Jio
- Deal value of approx. US\$ 200 mn as one time indefeasible right to use (IRU) fees
- RCOM to have reciprocal access to optic fiber to be built by R Jio

Tower Sharing Deal to be Significantly EBITDA and Value Accretive



Unlocking Value through De-merger of Real Estate

- In-principal approval on a demerger of the Real Estate held by RCOM into a separate unit
- Reliance Properties Ltd. will be a separate listed Company
- All shareholders of RCOM will receive fully tradable pro-rata shareholding, free of cost in Reliance Properties Ltd.

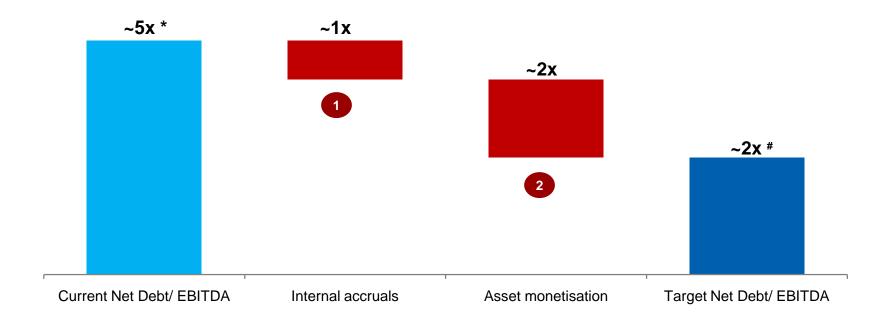


The preliminary and indicative monetisable value on development is estimated at over US\$ 2 bn

Unlock Substantial Value for the Benefit of ~2 mn Shareholders



Target leverage



- Organic growth and free cash flow generation
- Securitization of R Jio receivables and divestment of non-core assets# Excluding the value unlocking from demerger of real estate assets

^{*} Based on FY14E Consensus Estimates

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RCOM: Potential future risks & upsides

Potential future risks	RCOM Impact	Potential future upside
Regulatory spectrum payouts	Low	Data leadership capability Ready
Capex Intensity	Low	Intercity fiber deal with R Jio Done
Business operation downside	Low	Tower tenancy deal with R Jio Done
CDMA revenue	Low	Monetisation of non core assets (Real Estate) In progress
decline	(arrested the decline)	Intracity fiber deal with R Jio Done
Technology Risk	LOW (for future LTE roadmap)	Stake sale in Global business discussion

Significant Higher Upside to Assist RCOM in Reducing Debt & Further Improve EBITDA & Cashflows



Key Takeaways

- Industry getting consolidated among top 5 operators
- Data driving the next growth phase in India, RCOM well positioned to maintain data leadership
- RCOM
 - Future ready spectrum portfolio
 - Future expansion at least cost
 - Minimal regulatory cash outflow
 - Arrangement / cooperation and reciprocity with R Jio to assist revenue & margin growth
 - Focused plans for Deleveraging and Asset monetization



Thank You