

Disclaimer



This presentation (the "Presentation") is strictly confidential. Save as specifically agreed in writing by Liquid Telecommunications Holdings Limited and certain of its subsidiaries (the "Company" and the "Group"), the Presentation must not be copied, reproduced, distributed or passed, in whole or in part, to any other person.

The purpose of the Presentation is to provide an overview of the Group. The Presentation should not be used for any other purpose without the prior written consent of the Company.

The Presentation has been prepared on the basis of information held by the Group and also from publicly available information. This information, which does not purport to be comprehensive, has not been independently verified by or on behalf of the Group. The Presentation does not constitute an audit or due diligence review and should not be construed as such. No member of the Group or any direct or indirect shareholders of any member of the Group gives any undertaking to provide the recipient with access to any additional information or to update this Presentation or to correct any inaccuracies in it which may become apparent.

No representation or warranty, expressed or implied, is or will be made and, save in the case of fraud, no responsibility or liability is or will be accepted by any member of the Group or by any of their respective direct or indirect shareholders, officers, servants or agents, representatives, advisers, financing parties (including, without limitation, global coordinators, arrangers and joint lead managers) or affiliates as to or in relation to the fairness, accuracy or completeness of the Presentation or the information forming the basis of this Presentation or for any reliance placed on the Presentation by any person whatsoever. In particular, but without prejudice to the generality of the foregoing, no representation or warranty is given as to the achievement or reasonableness of any future projections, targets, estimates or forecasts contained in the Presentation.

This Presentation does not constitute an offer or invitation for the sale or purchase of securities or any businesses or assets described in it, nor does it purport to give legal, tax or financial advice. Nothing herein shall be taken as constituting the giving of investment advice and this Presentation is not intended to provide, and must not be taken as, the basis of any decision and should not be considered as a recommendation to acquire any securities of the Group. The recipient must make its own independent assessment and such investigations as it deems necessary.

This presentation does not constitute or form part of, and should not be construed as, an offer to sell or issue or the solicitation of an offer to buy or acquire securities of Liquid Telecommunications Financing plc (the "Issuer") or any member of the Group in the United States or in any other jurisdiction. No part of this presentation, nor the fact of its distribution, should form the basis of, or be relied on in connection with, any contract or commitment or investment decision whatsoever. Any decision to invest in the offered notes as described herein (the "Notes") described herein should be based solely on information contained in the offering circular. You should read carefully the section captioned "Risk Factors" there for a more complete discussion of the risks of an investment in the Notes.

The Notes have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any other jurisdiction. The Notes will be offered and sold in the United States only to qualified institutional buyers in reliance on Rule 144A ("Rule 144A") under the U.S. Securities Act and to non-U.S. persons outside the United States in reliance on Regulation S under the U.S. Securities Act ("Regulation S"). Neither this presentation nor any copy hereof may be sent or taken or distributed in the United States or to any U.S. person (as such term is defined in Regulation S), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Accordingly, this presentation is being provided only to persons that are (i) "qualified institutional buyers" within the meaning of Rule 144A under the Securities Act, or (ii) not "U.S. persons" within the meaning of Regulation S under the Securities Act.

By accepting the delivery of this presentation, the recipient warrants and acknowledges that it falls within the category of persons under clause (i) or (ii) above. No representation can be made as to the availability of the exemption provided by Rule 144 for re-sales of the securities. The Notes have not been registered with, recommended by, or approved by, the SEC or any other United States federal or state securities commission or regulatory authority, nor has any such commission or regulatory authority passed upon the accuracy or adequacy of this presentation.

Neither this presentation nor any copy thereof may be taken or transmitted or distributed, directly or indirectly, into the United States, other than to qualified institutional buyers that are also qualified purchasers in reliance on Rule 144A or another exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The distribution of this presentation in other jurisdictions may be restricted by law and persons into whose possession this presentation comes should inform themselves about, and observe, any such restriction. Any failure to comply with these restrictions may constitute a violation of the laws of any such other jurisdiction.

This Presentation contains "forward-looking information". These forward-looking statements can be identified by the use of forward-looking terminology, including, but not limited to, the terms "believes", "estimates", "anticipates", "expects", "intends", "plans", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts. They appear in a number of places and include, but are not limited to, statements regarding the Group's intentions, beliefs or current expectations concerning, amongst other things, results of operations, financial condition, liquidity, prospects, growth and strategies.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance and the actual results of operations, financial condition and liquidity, and the development of the industry in which the Group operates, may differ materially from those made in or suggested by the forward-looking statements set out in this Presentation. In addition, even if the results of operations, financial condition and liquidity of the Group, and the development of the industry in which the Group operates, are consistent with the forward-looking statements set out in this Presentation, those results or developments may not be indicative of results or developments in subsequent periods.

This presentation is made to and directed only at persons who (i) are outside the United Kingdom, (ii) are investment professionals, as such term is defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"), (iii) are persons falling within Articles 49(2) (a) to (d) of the Order, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any Notes may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). This presentation is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this presentation relates is available only to relevant persons and will be engaged in only with relevant persons.

Recipients of this Presentation in jurisdictions should inform themselves about and observe any applicable legal requirements. This Presentation does not constitute an offer to sell or an invitation to purchase securities in the Issuer any member of the Group in any jurisdiction.

Today's presenters



Nic Rudnick,
Group Chief Executive Officer



Kate Hennessy,
Group Chief Financial Officer



Nic Rudnick

Performance overview

Strong operating performance in H1 2017,



Financial strength

- **Strong H1 performance, on pro-forma basis:**
 - Revenue up 7% at USD 315.1m
 - Enterprise up 13.1%
 - Retail up 12.7%
- Gross profit up 7% to USD 189.1m
- EBITDA up 13% to USD 82.2m

Operational progress

- **Neotel gross margins stabilised**
- **Investing in our network:**
 - NLD 7/8, Western Cape and North West Route, more FTTH across Zambia, Kenya, Rwanda and Zimbabwe.
- **Data centre growth:**
 - Invested in the third floor of the EADC – estimated to be finished in Q1 2018/19
 - Jo'burg and Cape Town centre builds progressing well
- **Digital Services expansion:**
 - Co-operation with Econet media limited to meaningfully expand our content offering.
- After the period, we contributed USD25m of content rights and an additional \$35m into Econet Media Limited of which we now own almost 20%. (This includes a revenue share and content delivery network agreement)
- Partnership with Microsoft to deliver value-added services
- **70% of share capital of Zanlink acquired on 1 June 2017 for USD3.1m**
- **RBH agreement finalised, but not yet completed, to take a 10% holding the Group with voting rights remaining in the SA entity.**

Promising outlook

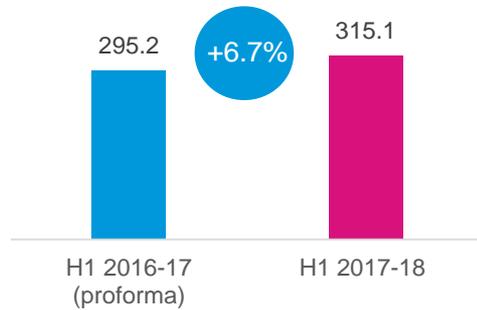
- **2017-18 outlook**
 - Building on the strong foundations, investing for future growth including content and digital services



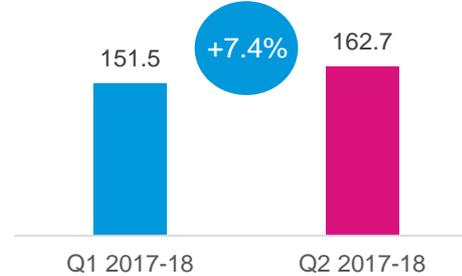
Kate Hennessy Financial Review

Strong performance in H1 results

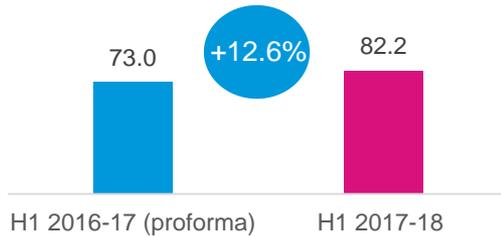
Revenue (H1 2016-17 vs H1 2017-18)



Revenue (Q2 vs Q1 2017-18)



EBITDA (H1 2016-17 vs H1 2017-18)

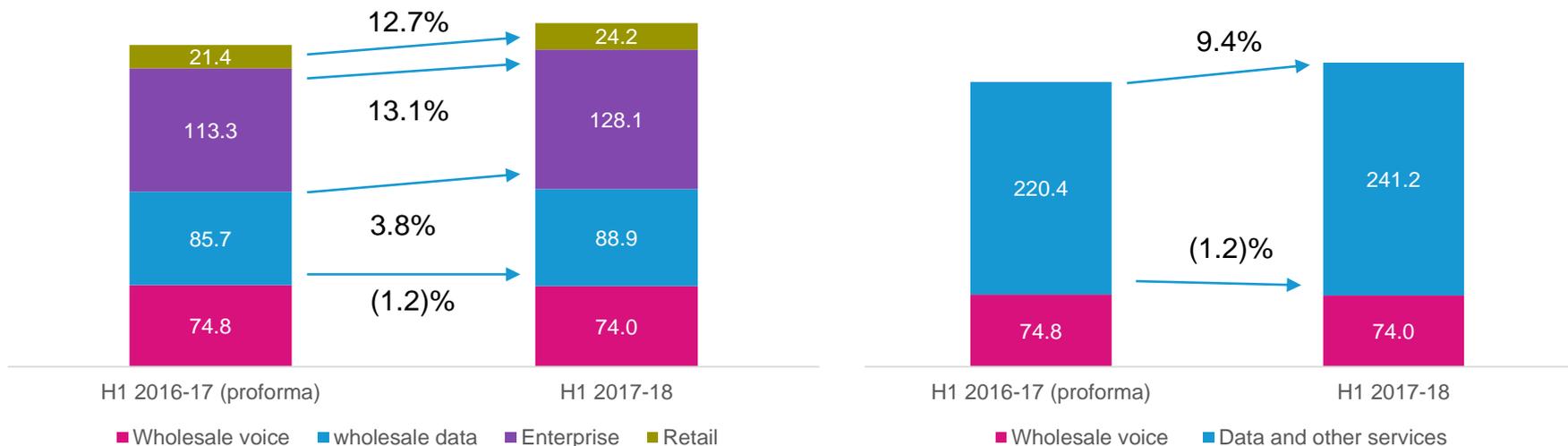


EBITDA (Q2 vs Q1 2017-18)



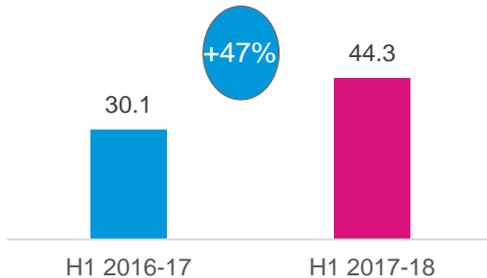
Good progress on higher-margin enterprise and retail businesses

	H1 2016-17 (proforma)	H1 2017-18	H1 2017-18 vs H1 2016-17 (proforma)
Revenue	USDm	USDm	% change
Wholesale voice	74.8	74.0	-1.2
Wholesale data	85.7	89.0	3.8
Enterprise	113.3	128.1	13.1
Retail	21.4	24.2	12.7
Total	295.2	315.1	6.7



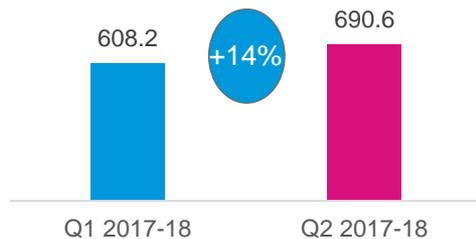
Robust balance sheet and cash flow

Operating Cash Flow
(H1 2016-17 vs H1 2017-18)



- H1 2017-18 movement in IRU's is USD14.1m (H1 2016-17: USD7.2m)
- H1 2017-18 capital expenditure of USD107.4m (H1 2016-17: USD49.0m)
 - Data centres: Jo'burg, Cape Town

Gross debt
(Q1 and Q2 2017-18)



Net debt
(Q1 and Q2 2017-18)



Net debt and covenants

Adjusted net debt (post refinancing)	H1 2017-18
	USDm
Total gross debt:	690.6
Issuance of Eurobond	550.0
Drawdown of ZAR term loan	87.6
Drawdown of USD term loan	25.0
Other debt	20.3
Interest accrued	7.7
Less: unrestricted cash and cash equivalents	(77.4)
Adjusted net debt	613.2

Comments

- Restricted cash of USD12m is due to customer deposits held in SA.

- Good growth: Revenues +7%, EBITDA +13%
- Margin improvement
- Neotel integration working well
 - Already realising ZAR45m of operating cost savings per annum with more to come
 - Specifically identified new opportunities of over ZAR100m and growing directly attributable to the acquisition
 - Positive signs of cultural integration
- Net debt (31 August 2017: USD613.2m) and gross debt (31 August 2017: USD690.6m) with plans to delever, as anticipated, from the next financial year

Nic Rudnick

Operational review

What we do

- Voice interconnect into and out of Africa
- National and international operators
- Fibre or satellite

Customer type

- International carriers
- Regional carriers
- African mobile network operators

Key clients

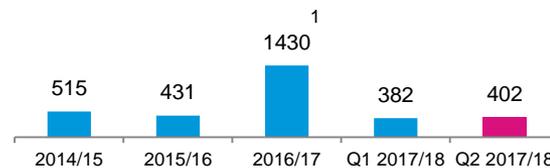


Key trends

- Low margin voice traffic gradually and naturally being substituted by higher margin data

Key operating measures (as at 31 August 2017)

Total voice minutes on network (m)



Competitor examples

Large carriers: Vodafone Carrier Services, Orange International Carrier Services (own network terminations only)

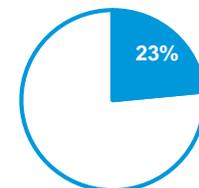
Neutral Carriers: PCCW Global / BICS

International wholesale carriers: Ibasis, Telkom Italia Sparkle and TATA

H1 2017 development

- **Revenues: up 19.7% half-year on half-year**, down 1% (proforma), total Q2 minutes up 293% versus Q2 2016-17, average revenue per minute down from 29 cents to 21 cents
 - Management decided to reduce volumes of zero or negative margin destinations carried by Neotel
 - Increased volumes to destinations lying outside of Liquid Telecoms fibre footprint
- **Gross margin:** This declined 220 basis points (proforma) from 25.9% in Q2 16-17 to 23.7% in Q2 17-18 driven by increased traffic to new destinations such as Eritrea in Q1 and Ethiopia in Q2
- **Key contract wins:** Local MNOs including DRC and Ethiopia, and several framework agreements with multinational MNOs where we deliver traffic to and from their subsidiaries from other African countries and other destinations

H1 2017 revenue contribution¹



What we do

- Global IP transit and international leased lines
- Extensive high capacity fibre network
- Fibre connectivity to 3G/4G LTE base stations

Customer type

- International carriers
- African mobile network operators / public telecom operators
- African internet service providers

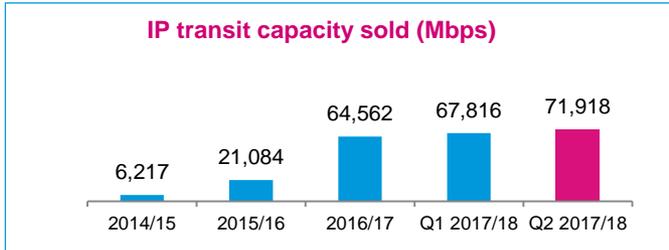
Key clients



Key trends

- **Consistent growth in higher margin data traffic**
- Growth expected to be driven by **increasing demand for 4G LTE** and **investments into new networks**
- Significant demand for digital services supported by **additional investments in data centres** in sub-Saharan Africa

Key operating measures (as at 31 August 2017)



Competitor examples

Mobile operators: MTN, VDC
Global Neutral Carriers: PCCW
 Global / CMC Networks, WIOOC

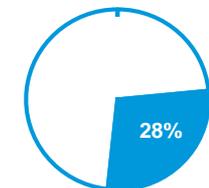
Fixed operators: Zesco / Zamtel

There is no pan-african competitor

H1 2017 development

- **Revenues: up 75.4% year-on-year**, up 4% (proforma) due to:
 - Rapid growth in IP transit and dark fibre sales in DRC, Kenya, Rwanda, IRUs in SA (North-West, NLD 7/8) and Zambia
 - Acquisition of Zanlink, in Zanzibar, for \$3.1m
 - Long-term contracts are increasingly important to the Group
- **Contract wins:**
 - International MNOs where we are delivering several national leased lines for a total of 12Gbps of capacity in aggregate to a subsidiary of a multinational MNO to connect base stations in East Africa and 1.2Gbps of cross-border connectivity to another subsidiary, both for a 10-year period
 - We contracted with a national MNO in a Central African landlocked country to provide over 1500Mbps of dedicated IP connectivity to our South Africa hub
- **Capital expenditure:** Continued to expand driven by connectivity to base stations, and increasing reliability of the network

H1 2017 revenue contribution



What we do

- High speed dedicated Internet access
- Cloud, data storage and hosting services
- Multi-site secure connectivity services (MPLS)
- Payment solutions
- Digital services: Office365, Backup, Voip

Customer type

- Enterprises
- Small-medium enterprises
- Governments
- Non-governmental organizations
- Financial institutions

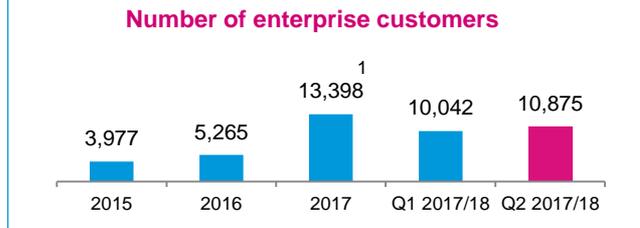
Key clients



Key trends

- **Bespoke high margin services**
- **Strong growth in demand for value added services** such as hosting, payment solutions and cloud services

Key operating measures (as of August 31 2017)



Competitor examples

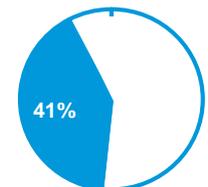
Large ISPs: Paratus, internet Solutions, SEACOM, MTN, CMC Network

System integrators: Dimension Data

H1 2017 development

- **Revenues:** up 309% year on year, up 13% on a proforma basis driven by:
 - Organic growth in South Africa (e.g. large financials, government contracts), Zambia and Kenya
 - Broadened our product offering into digital services through our partnership with Microsoft to deliver cloud products and services across Africa
 - Growth in payment terminal contracts in South Africa and Zimbabwe
 - Inorganic growth through the acquisition of Raha
- **Operational expenditure:**
 - Increased sales team and investment in campaigns to improve our visibility across our footprint
- **Capital expenditure:**
 - Following acquisition of Neotel we have invested in our own local access networks, to deliver additional services under the Western Cape contracts
 - We have also made additional investments in core and back-office infrastructure in South Africa to service the growth in connectivity and digital services across our footprint
 - Driven by customer connections, e.g. to serve the UN and financial institutions

H1 2017 revenue contribution¹



What we do

- Fibre to the home (FTTH)
- Fixed wireless access broadband and LTE
- Wi-Fi hotspots
- Value added services (e.g. content, voice and security backup services)

Customer type

- Residential
- Small offices, home offices
- Outlets

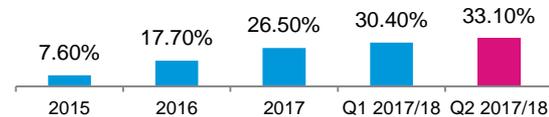


Key trends

- Growth expected to be driven by **investments in LTE and fibre to the home**
- Drive towards adding **digital services** on top of broadband connectivity e.g. content, entertainment, education, security and backup.

Key operating measures (as at August 31 2017)

FTTH service penetration



Competitor examples

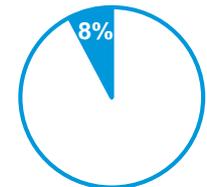
Fixed operators: KT Rwanda, Yo Africa (Zimbabwe), Telkom (SA)

Mobile operators: MTN, Vodacom, Airtel, Net One

H1 2017 development

- **Revenues:** Up 84% H1 2017-18 versus H1 2016-17, 13% on a pro forma basis:
 - Increased service penetration from 30.4% in Q1 2017-18 to 33.1% (of homes passed)
 - With the exception of Kenya, we remain the largest FTTH network operator in our operations
 - New FTTH customers in Kenya, Rwanda, Zambia and Zimbabwe have driven service penetration higher
 - Rapid customer acquisition in Zambia on fixed LTE network
 - Slight decrease in number of customers on CDMA network in SA
- **Capital expenditure:**
 - FTTH roll-out continues with 1000 new premises per week across our FTTH footprint (Kenya, Rwanda, Zambia and Zimbabwe)
 - Extending fixed-wireless access networks through LTE: In Zambia we cover 50,000 premises with 48 LTE base stations
 - Investing in new products, in particular content, to drive customer acquisition across our footprint

H1 2017 revenue contribution



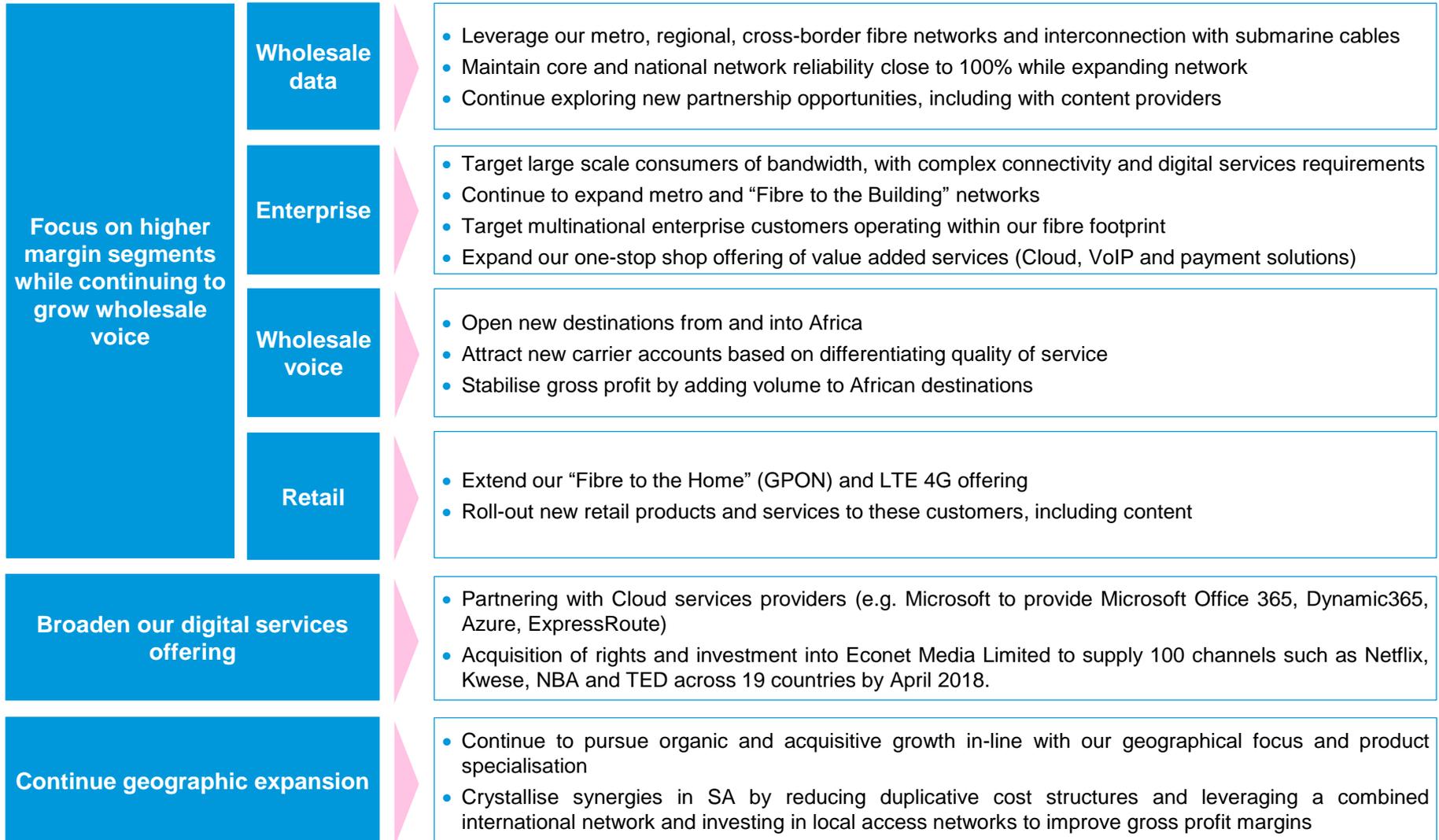
Nic Rudnick

Group strategy

Liquid Telecom's Group strategy



We are a digital services provider that gives customers high-speed and reliable internet access



Nic Rudnick

Key takeaways

- **Financial strength:**
 - Good first half performance (vs H1 2016-17) with revenues up 7% and EBITDA up 13%
 - Cash Flow from operations up 44% to USD44.3m
 - Adjusted net debt USD613.2m (Q1 2017: USD536.2m)
- **Operational progress:**
 - RBH flip-up will provide us with USD22m of new equity and substantial additional free cash flow (above loan commitments) in excess of 30% of approximately R1.5bn over the next 5 years
 - Digital Services expansion
 - Increased investment in cloud including Microsoft Azure and Azure stack
 - Investment in content offerings, resulting in increased revenues – revenue share is estimated to contribute USD25 million in additional EBITDA over the next 5 years
 - Neotel gross margins stabilised
 - Ketraco agreement finalised
 - Data centre growth continuing
 - 70% of share capital of Zanlink acquired on 1 June 2017 for USD3.1m
- **2017-18 outlook:**
 - Building on the strong foundations, investing for future growth including content and digital services
 - Working capital: 25-30% of sales, trade payables to normalise following the Neotel acquisition



Africa's Cloud
is Liquid.TM