



Religare Enterprises Limited

Q3FY15 Results



February 3, 2015





Religare Enterprises Overview

REL Overview

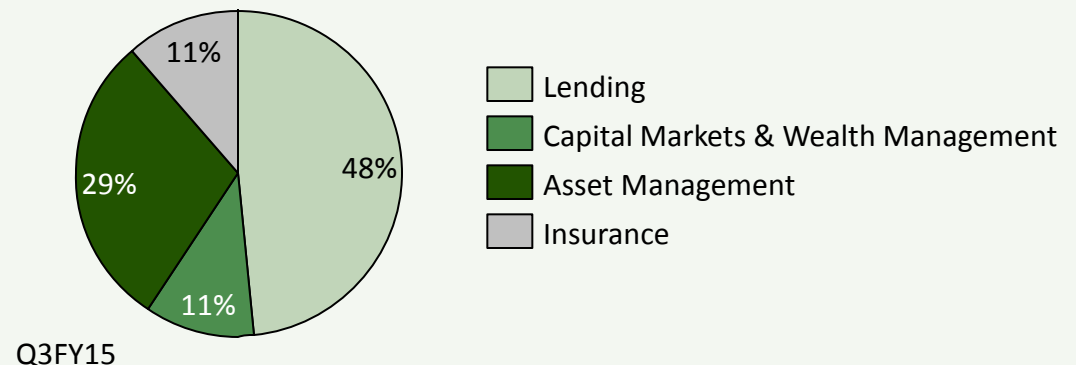
REL is an investment holding company that has built an integrated financial services platform



Business Overview

- Religare Enterprises Limited (REL) is an investment holding company that has built an integrated financial services platform through its portfolio companies
- Portfolio companies service over 1.44 mn. clients from over 1,700 locations with more than 7,200 employees in India and abroad
- Consolidated net worth of ₹38.57 bn. (USD 605 mn.) as of 31-Dec-2014. Consolidated revenue of ₹11.3 bn. (USD 182 mn.) in Q3FY15
- Listed on NSE and BSE: market capitalization of ₹65.85 bn. (~USD 1.03 bn.) as of 31-Dec-2014

Portfolio Companies' Business Lines and Revenue Split by Verticals



Portfolio Functions Overview

REL's primary objective is to ensure that its portfolio companies create equity value

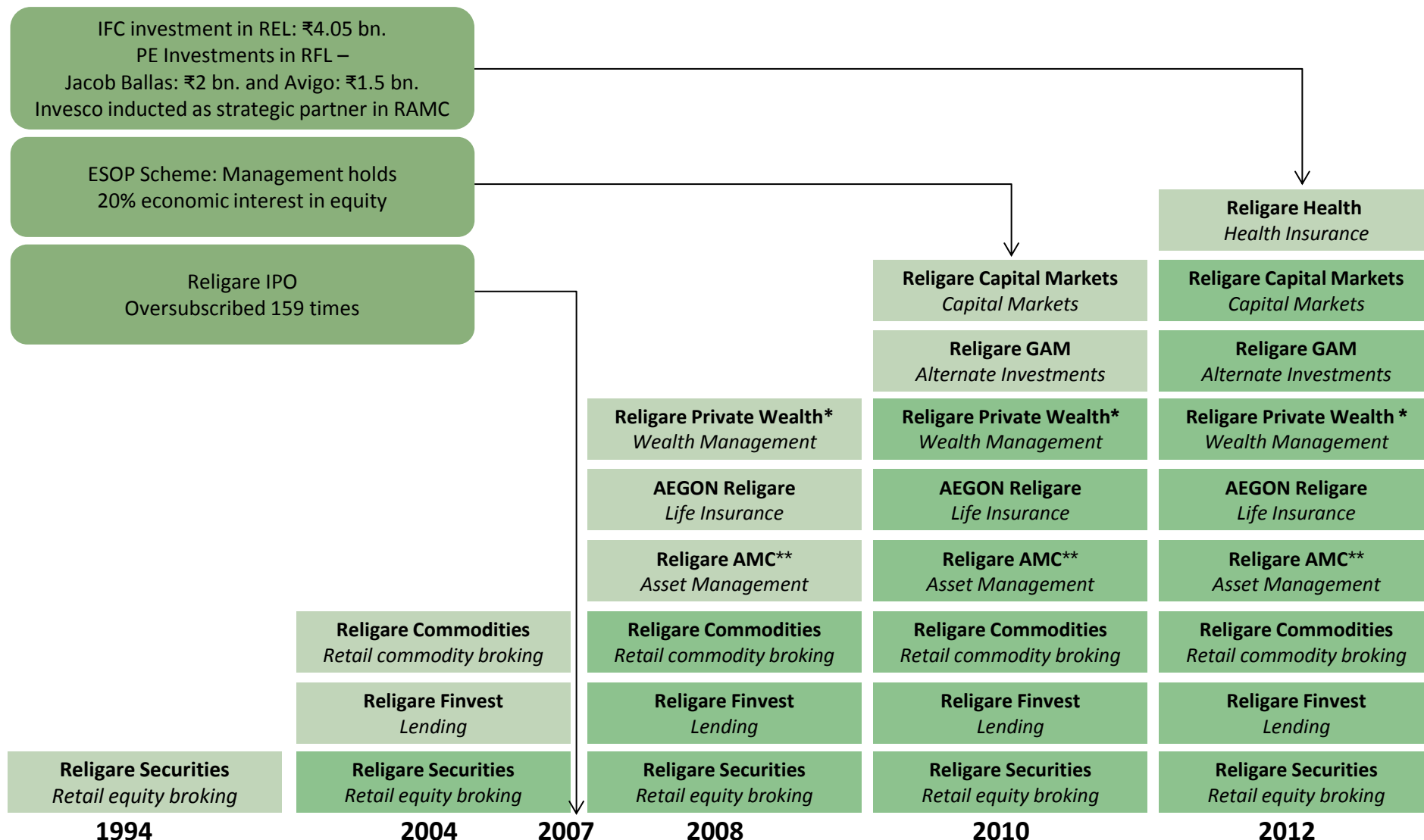


REL Structure and Functions

- Religare Enterprises Limited (REL) is an Investment Holding Company managed by a set of professionals and supervised by a majority-independent Board
- The businesses are operated out of its portfolio companies which are structured as subsidiaries or joint ventures
- Portfolio companies are managed by their CEOs and management teams on a day-to-day basis
- REL's objective is to ensure that the portfolio companies create equity value
- To that end, REL
 - Provides capital to the portfolio companies
 - Ensures that the Brand and Group Ethos are safeguarded
 - Determines the Governance Structures, Risk Management and Control mechanisms for the portfolio companies
 - Undertakes performance management

Growth in Portfolio

REL has consistently grown its portfolio of businesses by investing in adjacencies organically and inorganically



*Formerly known as Religare Macquarie Wealth Management; Religare has acquired Macquarie's interest in the JV

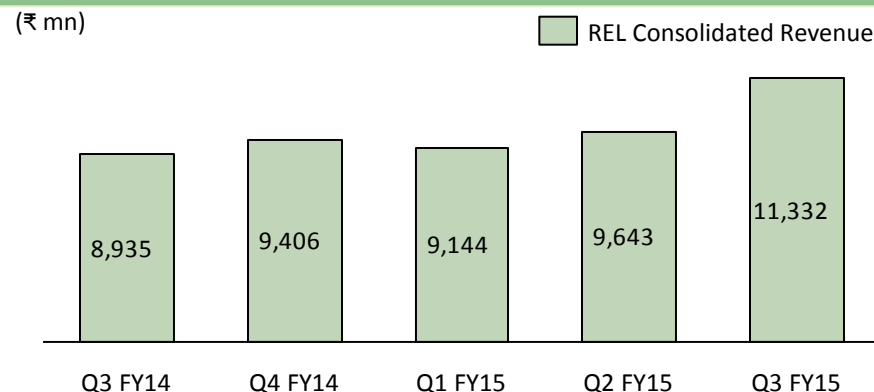
**Now known as Religare Invesco AMC



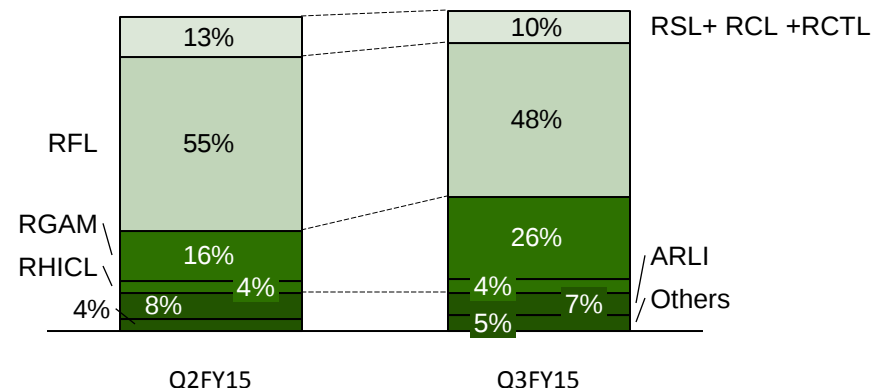
Consolidated Performance

Key financial indicators – Q3 FY15

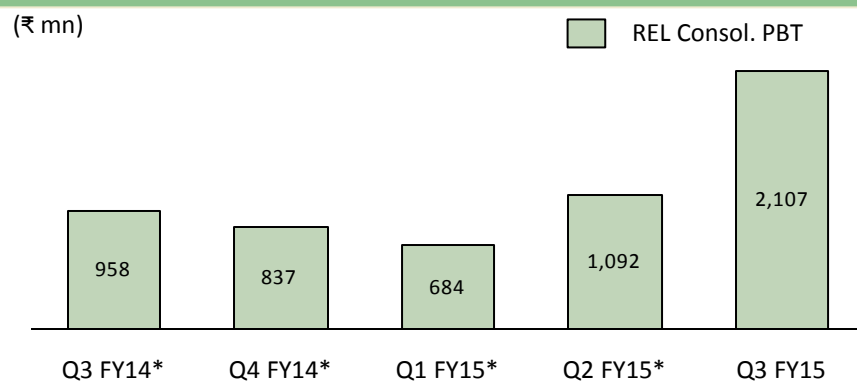
Revenue up 18% QOQ



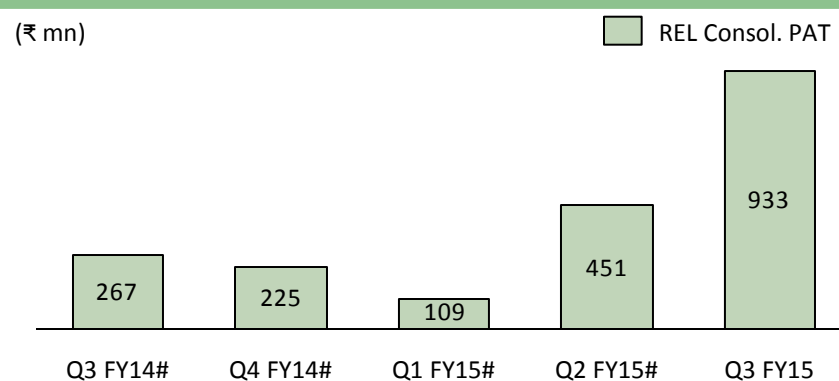
Lending remains largest contributor to revenue mix



Profit Before Tax



Profit After Tax



* 'Normalised PBT'; represents PBT before exceptional items (provision against investment in RCML in Q3FY14), and non-recurring items (change in goodwill amortisation policy in FY14 and finance costs in Q2FY15)

'Normalised PAT'; represents Normalised PBT less attributable taxes, prior year tax adjustments, and adjustments for Corporate Dividend Tax and dividend paid to preference shareholders of a subsidiary

Consolidated Income Statement – Q3 FY15

(₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Total Income	11,332	9,643	18%	8,935	27%
Personnel Expenses	2,298	1,828	26%	1,627	41%
Operating and Admin Expenses	2,961	2,760	7%	2,412	23%
Interest and Finance Charges	4,012	4,337	-8%	4,000	0%
Depreciation	89	83	7%	86	4%
Amortization of Goodwill	-	-	-	211	nm
Less: Net Exp. of JV Recoverable	(134)	(116)	nm	(148)	nm
Total Expenses	9,225	8,892	4%	8,188	13%
PBT before exceptional items (A)	2,107	751	180%	747	182%
Less: Provision for diminution in the value of Long Term Investment in subsidiary	-	-	-	310	nm
PBT after exceptional items	2,107	751	180%	437	382%
Provision for Tax	483	400	21%	400	21%
Corporate Dividend Tax	0	-	nm	-	nm
Minority Interest and Share in Associates	691	241	187%	274	152%
PAT after Minority Interest	933	110	747%	(237)	nm
<i>PBT excluding exceptional and one-off items* (B)</i>	<i>2,107</i>	<i>1,092</i>	<i>93%</i>	<i>958</i>	<i>120%</i>
<i>PAT excluding exceptional and one-off items[#]</i>	<i>933</i>	<i>451</i>	<i>107%</i>	<i>267</i>	<i>249%</i>

* Represents (A) above adjusted for non- recurring items (change in goodwill amortisation policy in FY14 and finance costs in Q2FY15)

[#] Represents (B) above less attributable taxes, prior year tax adjustments

Consolidated Balance Sheet

(₹ mn)	As at December 31, 2014	As at September 30, 2014
Owners' Funds	38,576	37,154
Minority Interest	2,060	2,083
Non-Current Liabilities	103,140	97,939
Current Liabilities	101,136	88,702
Total Liabilities	244,913	225,879
Non-Current Assets		
Fixed Assets	20,913	20,299
Non-Current Investments	21,127	20,549
Deferred Tax Assets (net)	618	562
Long-Term Loans and Advances	90,687	80,953
Other Non-Current Assets	7,147	7,529
Current Assets	104,421	95,987
Current investments	15,701	11,694
Inventories	11,819	7,110
Trade Receivables	6,035	6,696
Cash and Bank Balances	13,997	13,023
Short-Term Loans and Advances	55,158	55,926
Other Current Assets	1,712	1,537
Total Assets	244,913	225,879



Performance of Portfolio Companies

Lending

Performance Review

Religare Finvest Limited

One of India's **largest Non-Banking Financial Companies**, focusing on the **SME segment**



Business Highlights



Net worth of
₹23.96 bn.

Lending book of
₹120.9 bn.

48% of REL's consolidated revenue
(as of/q.e. 31-Dec-2014)

Strategic Priorities



Improve **ROE**

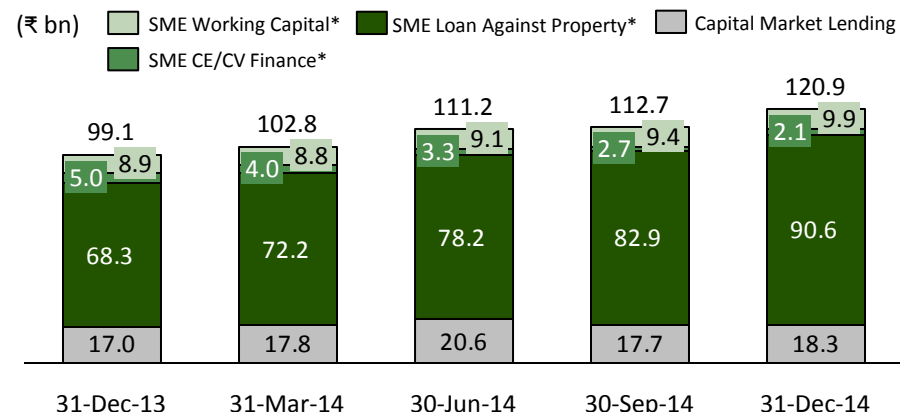
Continuous Growth in Book

Ensure **Low NPAs**

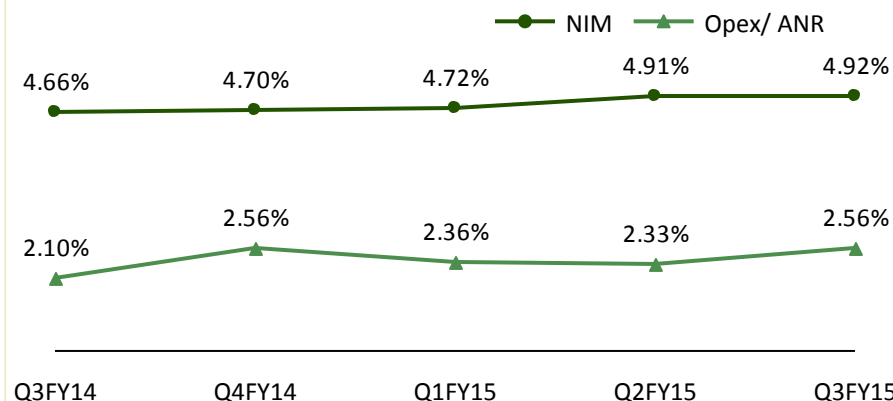
Lending

SME lending book continues to grow strongly

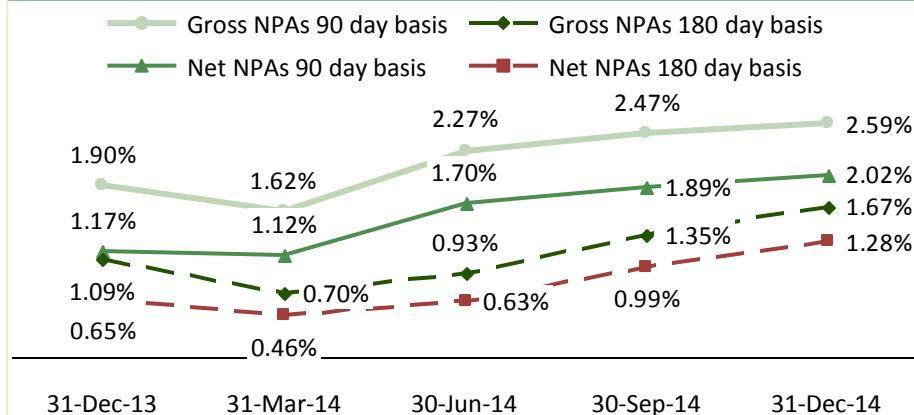
Strong growth in SME Lending assets – SME LAP book size up by ₹7.7 bn. QOQ



NIM stable and at healthy level



Non-Performing Assets



Borrowing programme supported by superior ratings

Instrument	Rating by ICRA	Amount (₹ mn)	Rating by India Ratings	Amount (₹ mn)
Commercial Paper	ICRA A1+	27,000	IND A1+	30,000
ST Debt	ICRA A1+	10,000	-	-
ST Bank Loans	ICRA A1+	6,000	IND A1+	30,000
LT Debt	ICRA AA- (stable)	34,000	IND AA - (stable)	15,000
LT Bank Loans	ICRA AA- (stable)	114,000	IND AA - (stable)	100,000
Pref. Shares	ICRA A+ (stable)	1,250	-	-
Tier-2 Sub. Debt	-	-	IND AA- (stable)	7,500
Market-Linked Deb.	ICRA pp-MLD AA-	1,000	-	-

Additionally obtained Long Term rating of 'CARE AA-' [₹14,000 mn]

* Net of portfolio assigned to other lenders

§ NPAs are recognised at 90 days as against the regulatory requirement of 180 days; NPA percentage disclosed reflects all delinquencies (incl. on assigned portfolio) expressed as a % of assets on book

Lending

Financial Performance

RFL Abridged Income Statement

(₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Total Income	5,451	5,268	3%	4,998	9%
Operating and Administrative Expenses	692	739	-6%	628	10%
Personnel Expenses	287	266	8%	237	21%
Interest and Finance Charges	3,364	3,206	5%	3,085	9%
Depreciation	19	20	-5%	17	12%
Total Expenses	4,362	4,232	3%	3,968	10%
PBT	1,089	1,036	5%	1,031	6%
PAT	682	679	0%	667	2%

Religare Securities
Limited

Religare Commodities
Limited

Religare Comtrade
Limited

A formidable **retail
broking platform** with
extensive **distribution
capabilities**



Business Highlights



Market share of
1.3% in equities
and **3.4%** in
commodities
10% of REL's
consolidated
revenue
(q.e. 31-Dec-2014)

Strategic Priorities

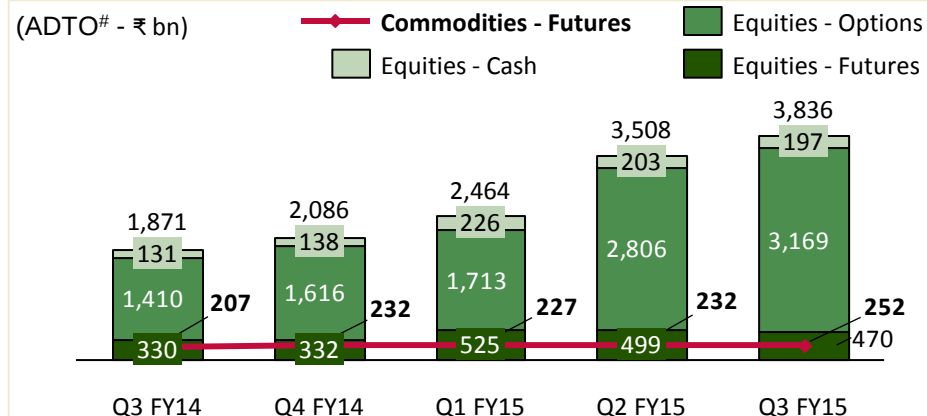


Increase
**Distribution
Network**
productivity
Generate Superior
ROE

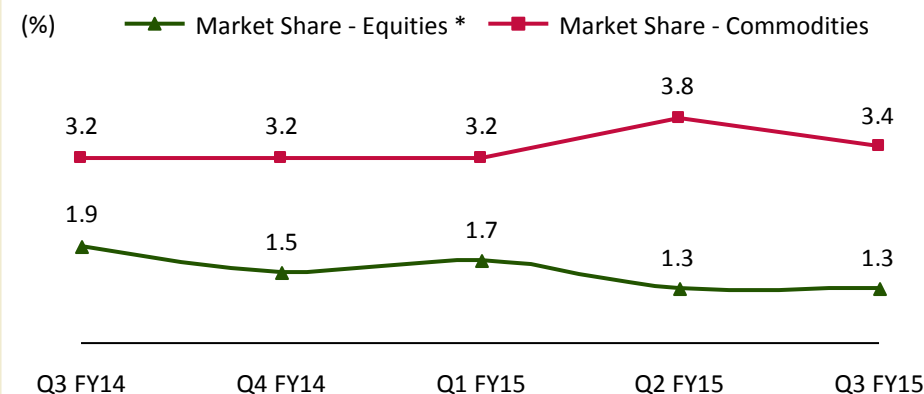
Retail Broking

Focus on client acquisition and online initiatives

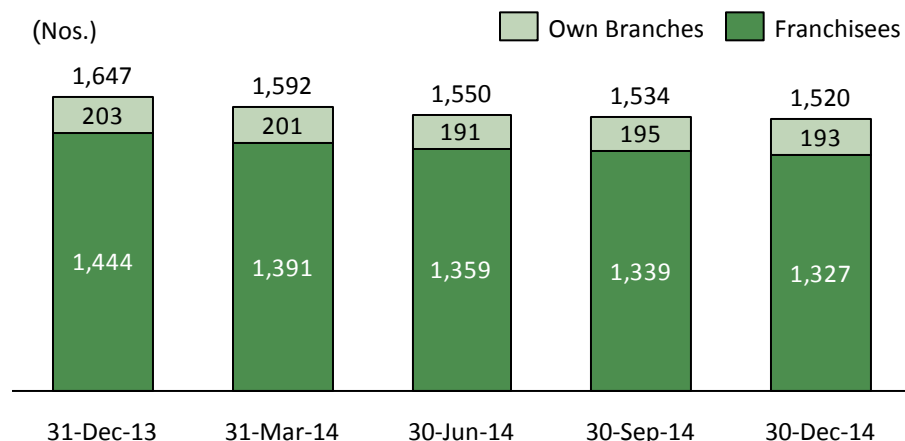
Further concentration of equity market volumes in F&O



Equity market share stable QOQ; Commodities market share range-bound



Focus on distribution network productivity



Business update

- Cash equities volumes declined for the second quarter running on the back of fewer trading days in Q3FY15; share of Options in overall turnover further increased
- Continuing to see traction in online as well as mobile channels
- Weakness in commodity and currency markets persists

Retail Broking

Financial Performance

*RSL, RCL & RCTL Combined Abridged Income Statement**

(₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Total Income	1,157	1,223	-5%	941	23%
Operating and Administrative Expenses	602	557	8%	384	57%
Personnel Expenses	306	292	5%	267	15%
Interest and Finance Charges	250	226	10%	161	56%
Depreciation	13	9	42%	15	-13%
Total Expenses	1,171	1,084	8%	827	42%
PBT	(14)	138	nm	113	nm
PAT	(17)	131	nm	109	nm

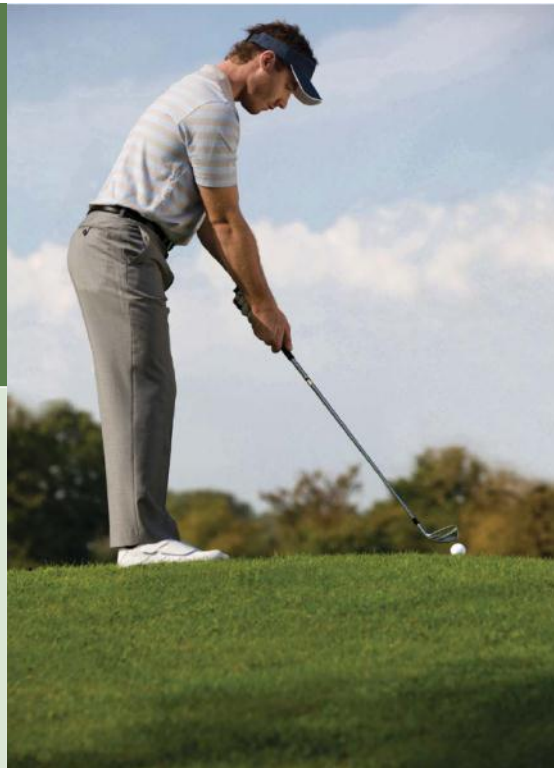
*The combined abridged income statement has been drawn by line by line addition and is not as per AS-21 issued by ICAI.
Tax Provision for Q3 FY14 includes net prior year tax adjustment of ₹4 mn.

Wealth Management

Performance Review

Religare Wealth Management Limited

An **open architecture
platform** targeting
growing affluence



Business Highlights



AUM of
₹34.6 bn.

Customer base of
over **4,500**

(as of 31-Dec-2014)

Strategic Priorities



Enhance
Presence and
Reach

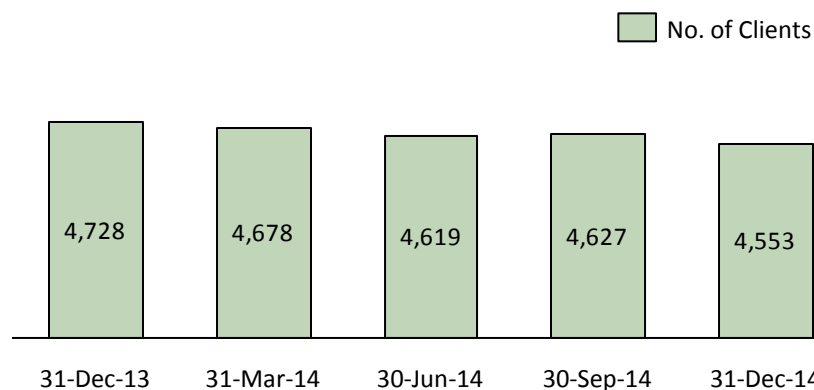
Strengthen
Capabilities

Increase **Wallet
Share**

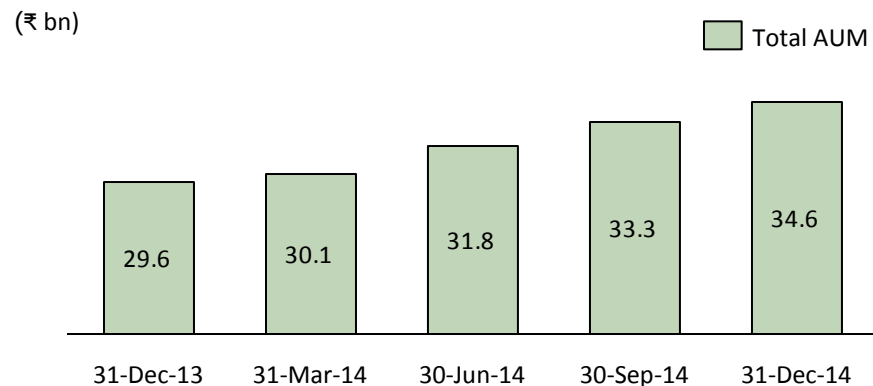
Wealth Management

Differentiating through a focused idea-driven approach

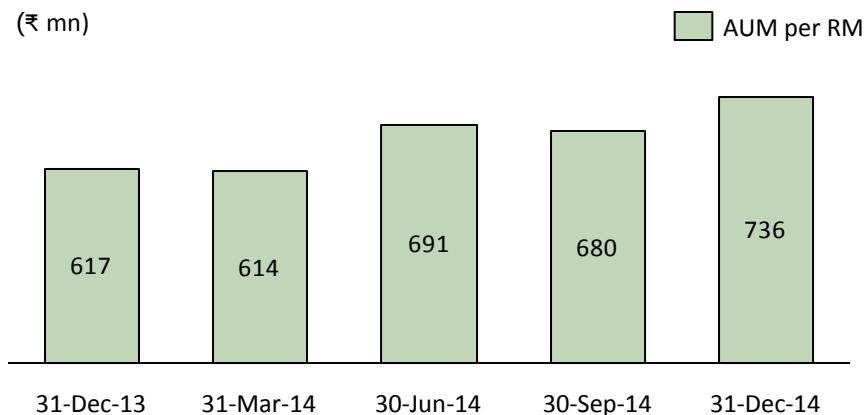
Client Base



AUM



Relationship Manager Productivity



Business update

- Implementing a more focused idea-driven approach in positioning products to clients, resulting in significant traction in core products like Equity Mutual Funds, PMS and Alternative Investments
- Efforts at increasing share of client wallet through Advisory approach and higher level of engagement paying off

Wealth Management

Financial Performance

*RWM Abridged Income Statement**

(₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Total Income	68	67	1%	43	58%
Operating and Administrative Expenses	26	21	24%	24	8%
Personnel Expenses	56	53	6%	46	22%
Interest and Finance Charges	-	-	-	-	-
Depreciation	1	0	nm	3	-67%
Total Expenses	83	74	12%	73	14%
PBT	(15)	(7)	nm	(30)	nm
PAT	(15)	(7)	nm	(30)	nm

* Financials reflect 100% of the company
RWM became a wholly owned subsidiary of RSL on 27-Nov-2013

Capital Markets

Performance Review

Religare Capital Markets Limited

Asia-focussed
Institutional Equities
and **Investment**
Banking platform



Business Highlights



India IE cash market
share of **1.4%**

Empanelled with
474 clients
globally

(as of/q.e. 31-Dec-2014)

Strategic Priorities



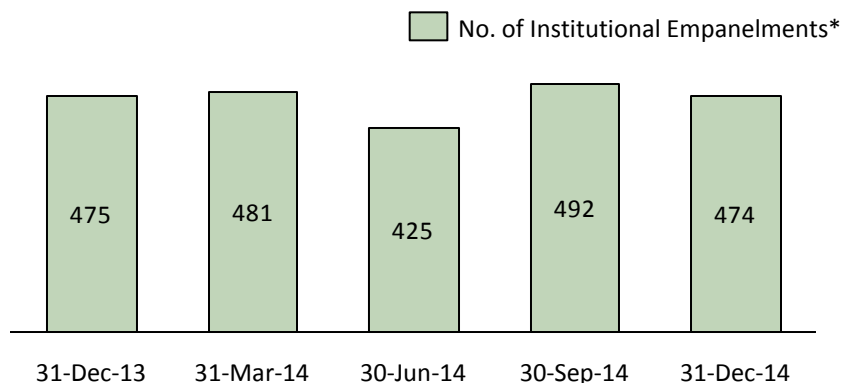
Increase **Market
Share**

Attain
Profitability

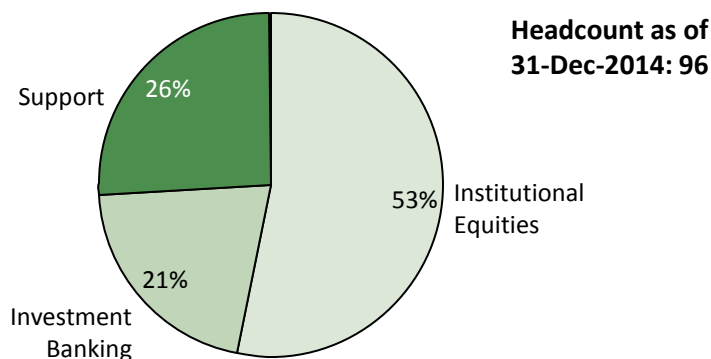
Capital Markets

Creating a sustainable platform

Client empanelment



Headcount



Business update

- Intense focus on investments in growth areas and resource building across the India and international platforms
- International business continues to expand reach through partnerships with regional securities and advisory firms: Memorandum of Understanding executed with FSG Capital in Philippines; discussion underway with firms in Indonesia and Thailand
- In India, focus on converting the robust investment banking pipeline and enhancing capabilities in Futures & Options to drive growth in the coming quarters

IBD update – deals completed

- Book-running lead manager on ₹3.5 billion (USD 56 mn.) IPO of Monte Carlo Fashions Limited
- Sole Arranger of Tranche 1 of ₹1.25 billion (USD 20 mn.) Non-Convertible Debenture issue for North Star Apartments Pvt. Ltd.
- Financial Advisor on the 60% stake sale of StreetSine Technology Group to Singapore Press Holdings

* In compliance with the requirements of the Securities and Futures Commission (Hong Kong) and the Monetary Authority of Singapore, clients that were inactive for a period of 18 months have been excluded from the list of clients starting 31-Dec-2013

Asset Management

Performance Review

Religare Invesco Asset
Management Co. Pvt.
Ltd.

Entering the **next phase**
of growth



Business Highlights



Q3FY15 Average
**AUM of ₹198
bn.**

Strategic Priorities

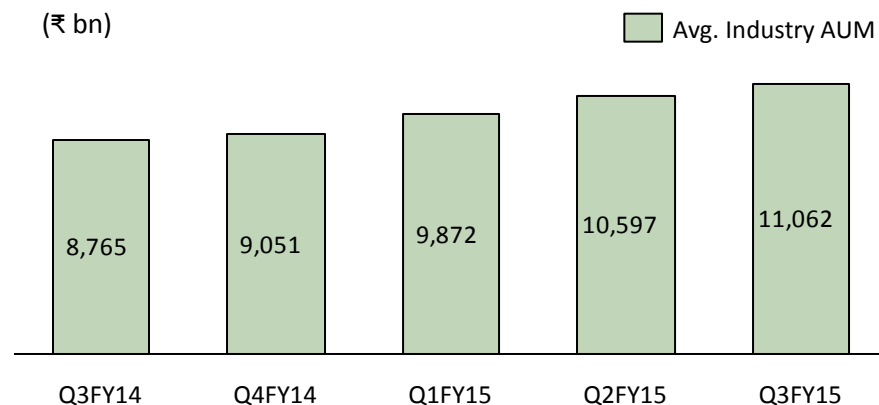


**Profitable AUM
Growth**

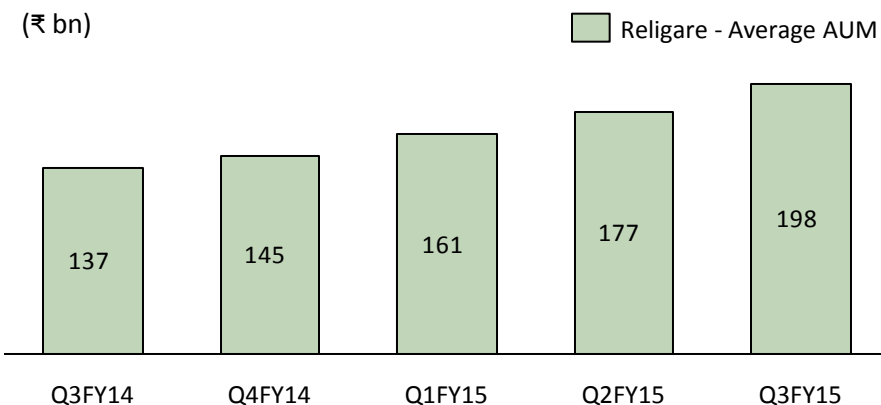
Asset Management

Entering the next phase of growth with Invesco's induction as JV partner

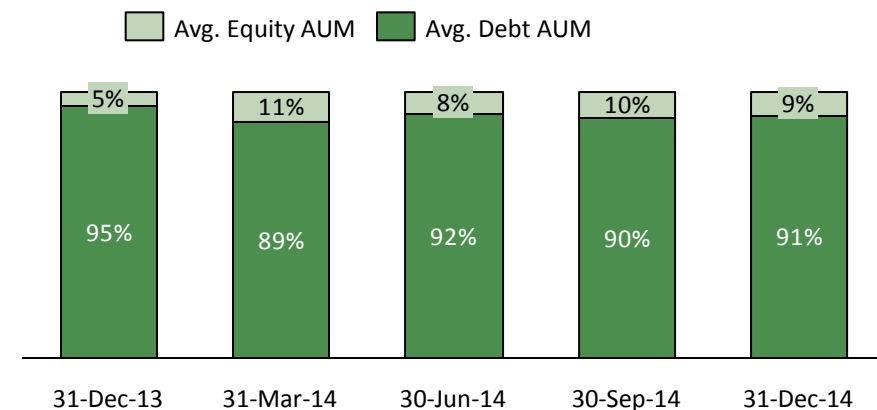
Industry-wide average AUM



Religare Invesco mutual fund AUM grew 12% QOQ



Religare Invesco MF AUM composition



Business update

- Shift to long duration debt products continued during Q3FY15 and was further bolstered by the cut in the policy rate in January 2015
- Experiencing traction in equity funds supported by buoyancy in the equity market

Asset Management

Financial Performance

RIAMC Abridged Income Statement

(₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Total Income	175	183	-4%	189	-7%
Operating and Administrative Expenses	88	60	46%	92	-4%
Personnel Expenses	115	114	1%	93	24%
Interest and Finance Charges	-	-	-	-	-
Depreciation	2	2	0%	2	0%
Total Expenses	206	177	17%	187	10%
PBT	(31)	7	nm	2	nm
PAT	(31)	7	nm	2	nm
PAT After Minority Interest	(16)	4	nm	1	nm

Financials reflect 100% of the company

Global Asset Management

Performance Review

Religare Global Asset Management

Building a **multi-boutique Alternative Asset Manager**



Business Highlights



AUM of

\$19.6 bn.

(as of 31-Dec-2014)

Strategic Priorities



AUM Growth in existing affiliates

Launch of **organic affiliates**

Global Asset Management

Financial Performance

RGAM Inc. Abridged Consolidated Income Statement

	QOQ Change			YOY Change	
(₹ mn)	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Total Income	2,957	1,512	96%	1,555	90%
Operating and Administrative Expenses	221	175	26%	191	16%
Personnel Expenses	1,110	693	60%	653	70%
Interest and Finance Charges	202	168	20%	188	7%
Depreciation	11	9	22%	11	0%
Amortization of Goodwill	-	-	-	205	nm
Total Expenses	1,544	1,045	48%	1,248	24%
PBT	1,413	467	203%	307	360%
PAT	1,405	461	205%	306	359%
PAT After Minority Interest and Share of Associate	680	203	235%	16	nm

Health Insurance

Performance Review

Religare Health Insurance Co. Limited

Positioned to capture
significant **Group
synergies**



Business Highlights



GWP of
₹673 mn. in
Q3FY15

4,195 hospitals
in provider network

(as of 31-Dec-2014)

Strategic Priorities

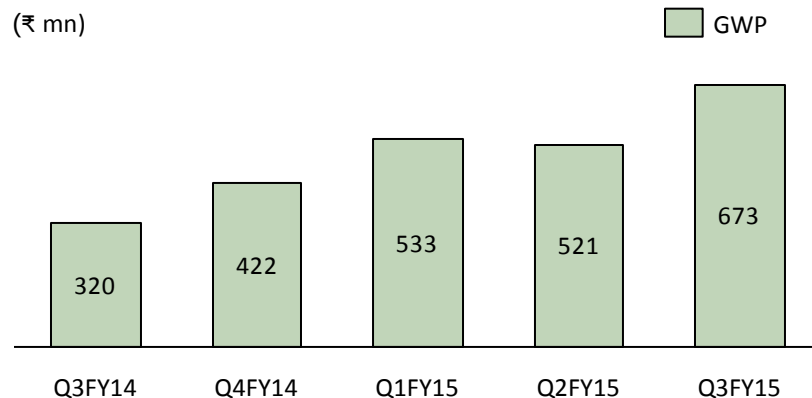


Grow GWP with
efficient use of
Capital

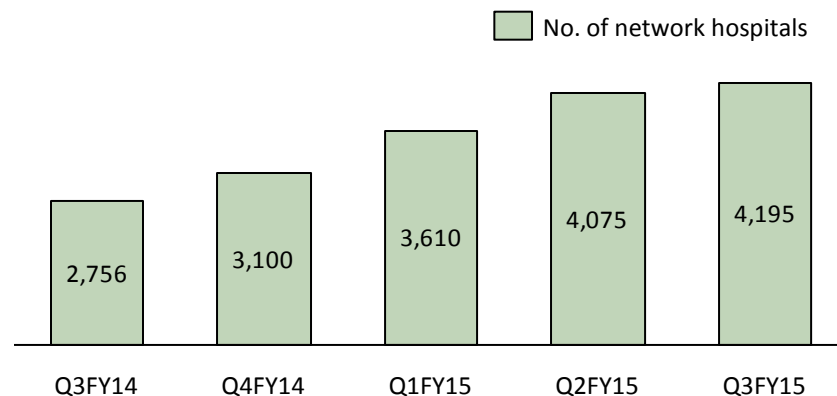
Health Insurance

Robust distribution aiding in rapidly achieving scale

Gross Written Premium



Consistently expanding the Hospital Network



Business Update

- Gross Written Premium (GWP) of ₹1,727 mn in the first nine months of FY15
- Total Paid-up Share Capital at ₹3.25 bn.; solvency position at 204%
- Pan-India coverage through 46 offices and 1,350+ employees
- Multi-channel distribution strategy through Agency, Brokers, Corporate Agents, Online and Bancassurance

Health Insurance

Financial Performance

RHICL Abridged Income Statement

(₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Gross Written Premium	673	521	29%	320	110%
Net Written Premium	603	381	58%	269	124%
Net Earned Premium	433	307	41%	198	119%
Net Claims Incurred	236	184	29%	192	23%
Net Commission	82	41	101%	27	197%
Operating & Administrative Expenses	232	206	13%	113	105%
Personnel Expenses	192	176	9%	142	35%
Total Expenses	742	606	22%	475	56%
Underwriting Profit/(Loss)	(308)	(298)	nm	(277)	nm
Investment & Other Income	54	49	11%	39	40%
PBT	(254)	(250)	nm	(238)	nm
PAT	(254)	(250)	nm	(238)	nm
PAT After Minority Interest	(229)	(225)	nm	(214)	nm

Financials reflect 100% of the company

AEGON Religare Life Insurance Co. Limited

Pioneer in **Online Distribution**



Business Highlights



Approx. **358,000**
lives covered

₹5.8 bn. capital
invested by REL
(as of 31-Dec-2014)

Strategic Priorities



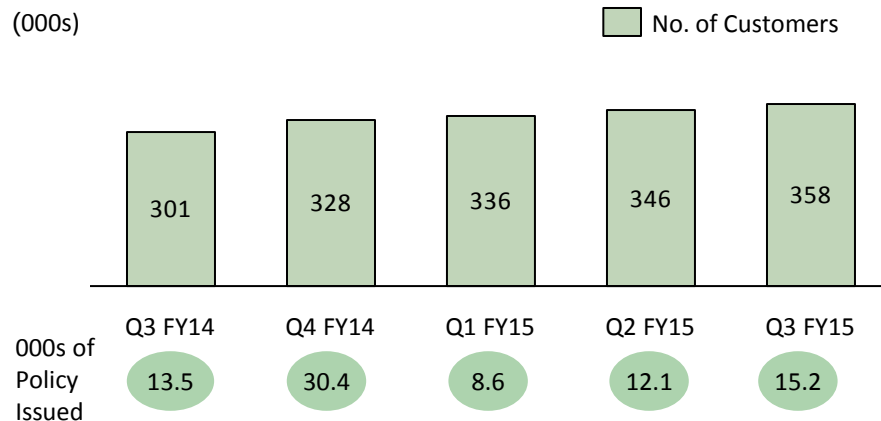
Efficient use of
Capital

Achieve
Breakeven

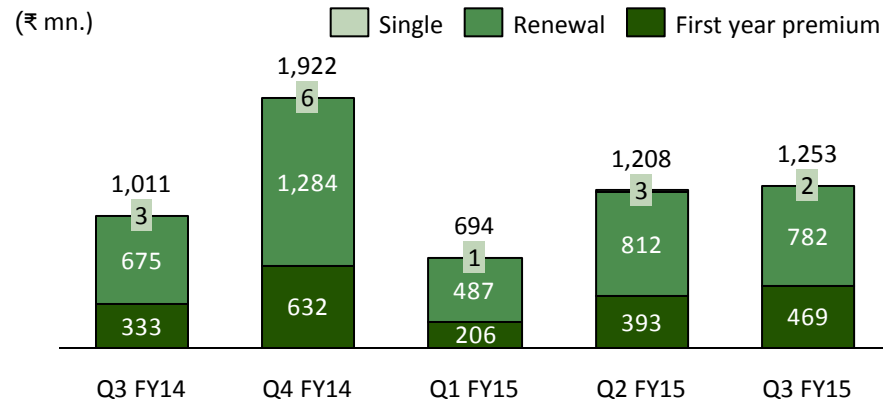
Life Insurance

Acknowledged leader in use of technology

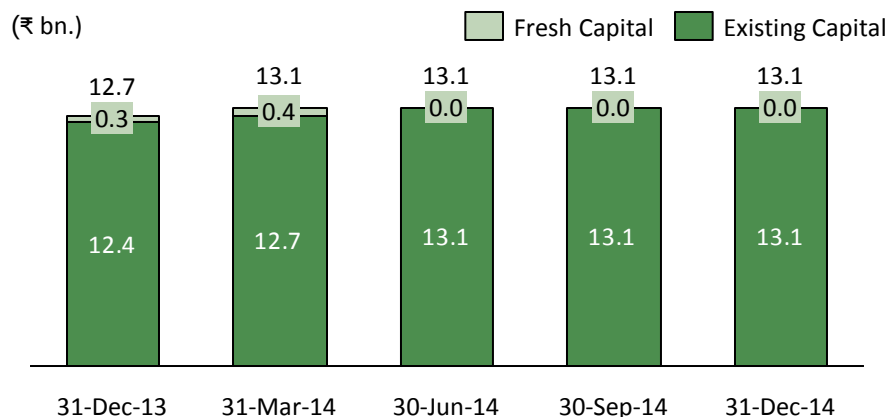
Steadily growing customer base



Premium Income split



Share Capital



Business update

- Launched two new products in December 2014: 'i-Maximize Insurance Plan' (online unit linked product) and 'Premier Endowment Insurance Plan' (offline traditional participating product) to further consolidate position as innovator
- Both products received well by the market and delivering per expectations

Life Insurance

Financial Performance

ARLI Abridged Income Statement*

₹ mn)	QOQ Change			YOY Change	
	Q3FY15	Q2FY15	(%)	Q3FY14	(%)
Premiums Earned (Net)	1,186	1,144	4%	956	24%
Investment Income and Other Income	585	547	7%	686	-15%
Total Income	1,771	1,691	5%	1,642	8%
Commission	84	70	20%	39	115%
Operating Expenses (incl. provisions other than tax)	755	707	7%	653	16%
Benefits Paid (Net)	499	539	-7%	412	21%
Change in valuation of liability in respect of life policies (net)	722	622	16%	865	-17%
Depreciation	15	17	-12%	11	36%
Total Expenses	2,075	1,956	6%	1,980	5%
PBT	(304)	(265)	nm	(338)	nm
PAT	(304)	(265)	nm	(338)	nm

* Financials represent the aggregate of Revenue (Technical) Account and Profit & Loss (Shareholders) Account, and reflect 100% of the company



Appendix: Portfolio Companies' Balance Sheets

Portfolio Companies' Balance Sheets (1/4)

RFL Abridged Balance Sheet

(₹ mn)	As at Decemberr 31, 2014
Owners' Funds	23,962
Share Capital	2,200
Reserves and Surplus	21,762
Non - Current Liabilities	74,534
Current Liabilities	66,375
Total Liabilities	164,870
Non-Current Assets	91,565
Fixed Assets	366
Non - Current Investments	3,704
Deferred Tax Assets (net)	631
Long - Term Loans and Advances	86,158
Other Non - Current Assets	707
Current Assets	73,305
Current Investments	7,301
Inventories	10,178
Trade Receivables	61
Cash and Bank Balances	7,324
Short - Term Loans and Advances	47,605
Other Current Assets	836
Total Assets	164,870

RSL, RCL & RCTL Combined Abridged Balance Sheet

(₹ mn)	As at December 31, 2014
Owners' Funds	5,055
Share Capital	345
Reserves and Surplus	4,710
Non - Current Liabilities	287
Current Liabilities	13,944
Total Liabilities	19,287
Non-Current Assets	3,923
Fixed Assets	134
Non - Current Investments	2,405
Deferred Tax Assets (net)	10
Long - Term Loans and Advances	603
Other Non - Current Assets	772
Current Assets	15,363
Current investments	1,047
Inventories	1,740
Trade Receivables	5,557
Cash and Bank Balances	5,584
Short - Term Loans and Advances	971
Other Current Assets	463
Total Assets	19,287

Portfolio Companies' Balance Sheets (2/4)

RWM Abridged Balance Sheet

(₹ mn)	As at December 31, 2014
Owners' Funds	62
Share Capital	1,280
Reserves and Surplus	(1,218)
Non - Current Liabilities	7
Current Liabilities	61
Total Liabilities	131
Non - Current Assets	61
Fixed Assets	7
Long - Term Loans and Advances	55
Current Assets	69
Current Investments	10
Trade Receivables	48
Cash and Bank Balances	8
Short - Term Loans and Advances	3
Total Assets	131

*RIAMC Abridged Balance Sheet**

(₹ mn)	As at December 31, 2014
Owners' Funds	568
Share Capital	765
Reserves and Surplus	(197)
Non - Current Liabilities	15
Current Liabilities	163
Total Liabilities	746
Non - Current Assets	83
Fixed Assets	18
Non - Current Investments	1
Long - Term Loans and Advances	58
Other Non - Current Assets	6
Current Assets	663
Current investments	466
Trade Receivables	81
Cash and Bank Balances	4
Short - Term Loans and Advances	112
Other Current Assets	-
Total Assets	746

* Financials reflect 100% of the company

RWM became a wholly owned subsidiary of RSL on 27-Nov-2013

Portfolio Companies' Balance Sheets (3/4)

RGAM Inc. Abridged Consolidated Balance Sheet

(₹ mn)	As at December 31, 2014
Owners' Funds	12,590
Share Capital	0
Reserves and Surplus	12,590
Minority Interest	983
Non - Current Liabilities	3,760
Current Liabilities	6,374
Total Liabilities	23,707

Non - Current Assets	20,364
Fixed Assets	19,134
Non - Current Investments	1,010
Long - Term Loans and Advances	220
Other Non - Current Assets	-

Current Assets	3,343
Cash and Bank Balances	549
Short - Term Loans and Advances	2,794
Other Current Assets	-
Total Assets	23,707

*RHICL Abridged Balance Sheet**

(₹ mn)	As at December 31, 2014
Owners' Funds	1,260
Share Capital	3,250
Reserves and Surplus	(1,990)
Share Application Money	-
Non - Current Liabilities	4
Current Liabilities	2,037
Total Liabilities	3,301

Non - Current Assets	2,589
Fixed Assets	323
Non - Current Investments	1,753
Long - Term Loans and Advances	19
Other Non - Current Assets	494

Current Assets	713
Current investments	357
Trade Receivables	156
Cash and Bank Balances	66
Short - Term Loans and Advances	51
Other Current Assets	83
Total Assets	3,301

* Financials reflect 100% of the company

Portfolio Companies' Balance Sheets (4/4)

ARLI Abridged Balance Sheet*

(₹ mn)	As at December 31, 2014
Owners' Funds	1,478
Share Capital	13,090
Reserves and Surplus	(11,612)
Policyholders' Funds (including funds for discontinued policies and future appropriation)	14,615
Current Liabilities	888
Total Liabilities	16,981
Investments	15,624
Shareholders' Investments	779
Policyholders' Investments	3,713
Assets held to cover Linked Liabilities	11,133
Non - Current Assets	453
Fixed Assets	140
Long - Term Loans and Advances	312
Current Assets	905
Cash and Bank Balances	198
Short - Term Loans and Advances	168
Other Current Assets	538
Total Assets	16,981

* Financials reflect 100% of the company



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