

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.

Neither this presentation nor any copy thereof may be taken or transmitted or distributed, directly or indirectly, into the United States. 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 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.

Presenters





Strategic update
Nic Rudnick, CEO of Liquid Telecom



Financial update

Kate Hennessy, CFO of Liquid Telecom





H1 FY21 performance highlights



Delivery on track as Liquid weathers the COVID storm

Revenue (USD)

346.5m

+2.0% H1 FY21 vs. H1 FY20* Adjusted EBITDA (USD)

101.5m

- 2.8% H1 FY21 vs. H1 FY20* **Network customers**

148,807

+73% in total H1 FY21 vs. H1 FY20

CAPEX (USD)

41.4m

- 27.9% H1 FY21 vs. H1 FY20 Total cash (USD)

105.7m

+24.3% in H1

Pre-IFRS 16 Net Debt / EBITDA

3.33x

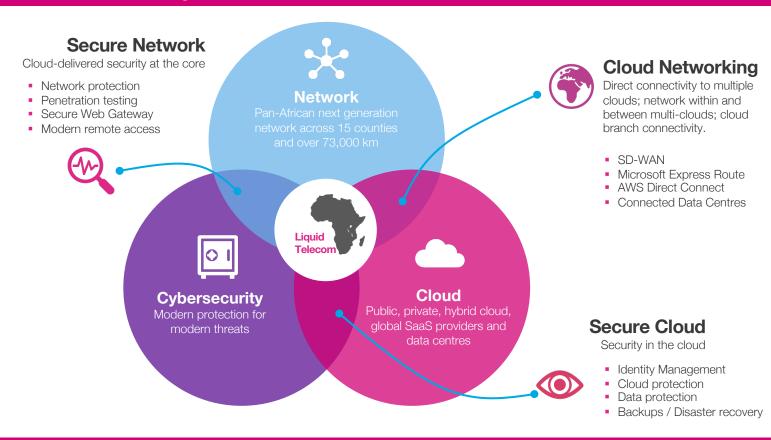
vs. 4.25x threshold

- The Q2 2019-20 figures revenue and Adjusted EBITDA figures as above are as reported.
- In the quarterly financial statements all prior year figures have been restated for IAS 29 hyperinflation.

Strategic update



Strategic repositioning from 'Connectivity Only Provider' to 'Integrated Services Provider' commenced in FY21



Underpins 'Go-To-Market' sales strategy for Enterprise

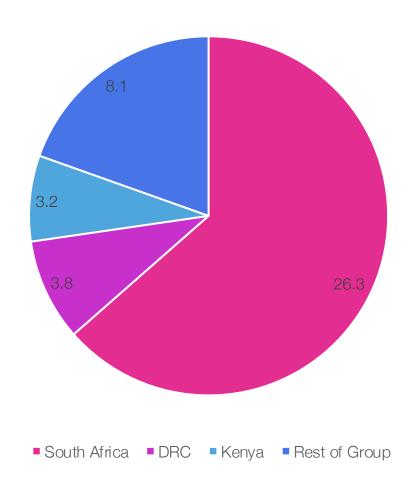
Continued investment into key markets



Capex spend in Q2 was USD 19.5m

 We continued to invest in key growth markets, progressing builds in South Africa (NLD 5 & 6), DRC (SNEL) and Kenya (metro build) in the period

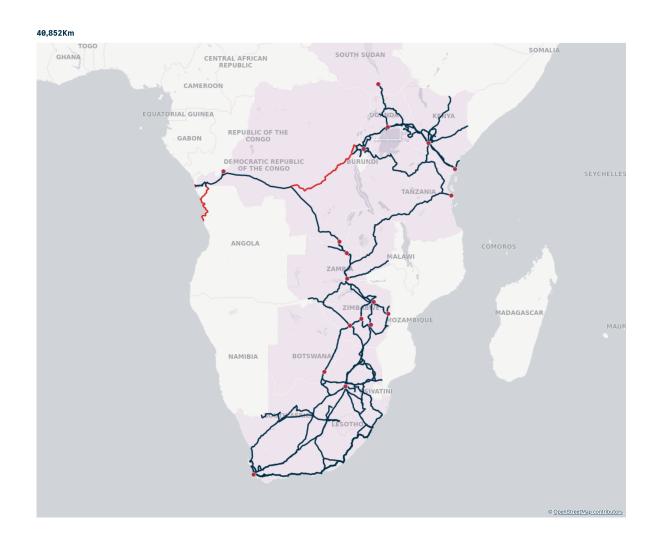
H1 capex spend USD 41.4 m



New investment into growth markets



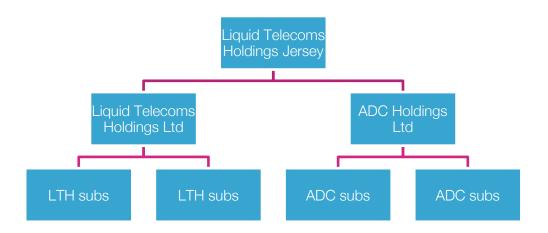
- We also expanded our footprint into South Sudan with our first live connection in the country from the capital Juba to Nimule on the southern border with Uganda
- Building out the East-West link through the DRC to provide additional US-Asia redundancy
- Both our DRC and South Sudan projects have been shortlisted in the 'Connecting the Unconnected' category at the Glotel Awards 2020



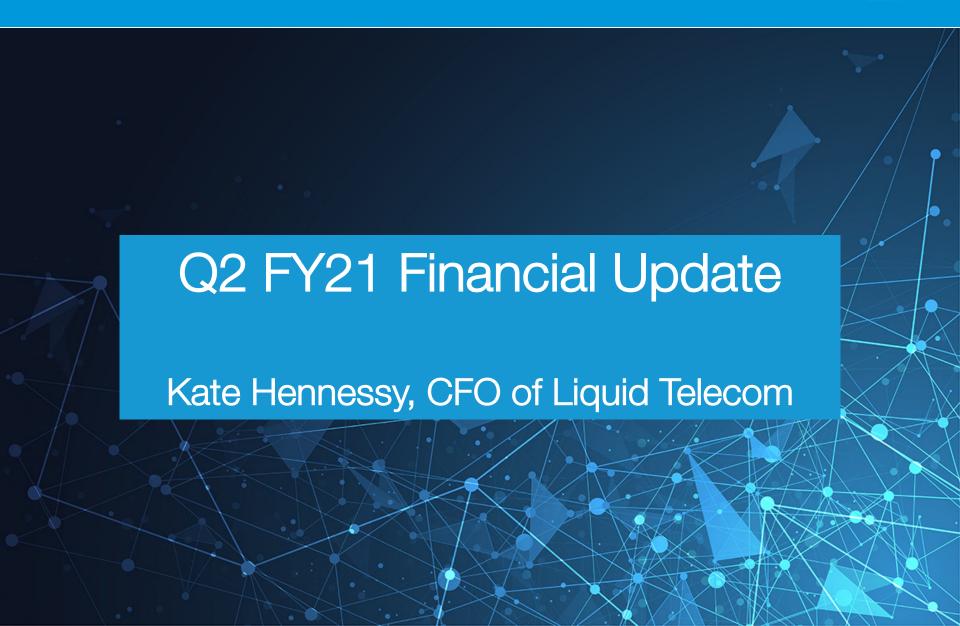
Driving value from our data centres



- Plan in place to split out ADC business to drive additional value and opportunity
- Ability to attract different type of investors
- New Jersey holdco for the whole group
- No change to group shareholders
- ADC already has separate and established management team
- Fibre and data centres businesses will continue to trade on arms' length basis







Q2 FY21 - key operational highlights



73,291 km of fibre





Impact of COVID-19 pandemic



Operational

Q2 FY21 impact

- Some restrictions lifted, allowing projects to resume
- Phased in return of Liquid Telecom's workforce to work from the office in Africa

Commercial & financial

- Strengthening ZAR rate compared to Q1, but still behind this time last year
- Continued slow down in collections although customers responding to enhanced collections procedures
- Churn a consequence of operating decisions in companies more profoundly impacted by the pandemic

Liquidity

- Continue to protect liquidity with USD 40m RCF drawn down and placed on deposit
- Working Capital outflow from prior year reversing with collections and increasing MRR

Outlook

- Efforts to catch up on delayed projects underway
- Risk of a second wave still remains with possibility of further localised lockdowns
- FX volatility is likely to be the most significant negative factor in FY21
- Retail and Wholesale are expected to be broadly unaffected
- Will be some catch up in Enterprise as lockdowns ease, but overall expect delays in re-building the future sales pipeline
- The Group will maintain disciplined approach to cost management and capital investment to protect FCF position
- Continuous focus on working capital management and cash preservation

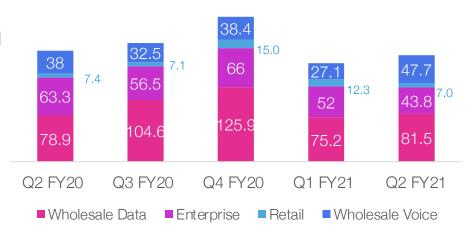
Revenue by segment



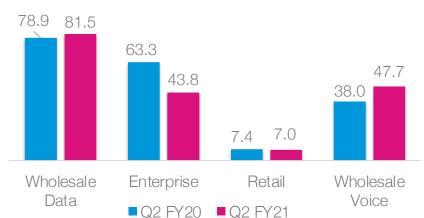
- Wholesale data revenue of USD 81.5m up 3.3%, driven by our first dark fibre sale in South Sudan and the sale of an IRU in DRC
- Enterprise revenue fell quarter-on-quarter due to a weaker exchange rate in South Africa and Zimbabwe, non-recurrence of NRR in SA from Q2 FY20 and a spike in churn, but offset by an almost 10% increase in Rest of Africa
- Although Retail revenue was down slightly on the prior Q2, due to the exchange rates in Zimbabwe, H1 growth of 25.6% reflects the true growing demand and the benefit of tariff increases in Zimbabwe
- A strong performance in the voice segment reflects the relaxing of lockdown restrictions, up 25.5% on the prior year although margins remain low in the active jurisdictions.

Prior year Q2 as restated for hyperinflation in Zimbabwe

Quarterly progression (USDm)







Revenue by market



60.6

36.3

ROW

25.3

- Step back in South Africa revenue due to continued weakness in the ZAR to USD exchange rate and a spike in churn
- Zimbabwe revenue now much smaller proportion of the group due to high ZWL\$ exchange rate.
 Underlying business is strong, benefitting from tariff increases and positive demand
- Rest of Africa starting to show benefits of past investment, monetising projects in South Sudan and the DRC
- The Rest of Word revenue reflects the uplift in voice traffic in the quarter

Q4 FY20 12.9 48.7 26.7 47.1

Q3 FY20 123.0 12.0 26.2 39.7

Q2 FY20 103.5 13.0 25.3 45.7

■ South Africa ■ Zimbabwe ■ ROA

31.1

Quarterly progression (USDm)

76.5

73.9

Q2 FY21

Q1 FY21

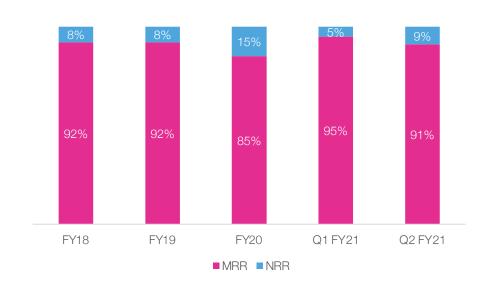
Prior year Q2 as restated for hyperinflation in Zimbabwe

Monthly recurring revenue (MRR)



- MRR is cornerstone to stable cash generation, although NRR still a valuable way to recoup build costs quickly
- Mix can vary according to customer requirements, but the average NRR for the last 3 years for the Group was c10%.
- About three quarters of Wholesale Data revenue in H1 FY21 was MRR, up on H1 last year, driven by the 4G and 5G roaming contracts
- South Africa NRR typically higher than the group as a whole

MRR/ NRR % Split

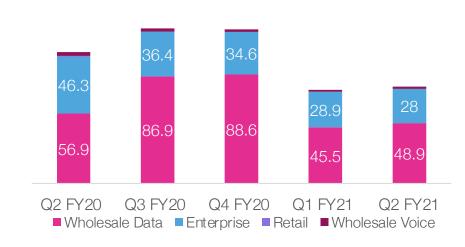


Deep dive into South Africa



- Q2 and H1 revenue severely impacted by exchange rates. Average rate moved from 14.44 in prior H1 to 17.36. Impact in the quarter was USD 15.6m and USD 31.2m for H1
- South Africa Wholesale Data revenue of USD 48.9m again accounts for nearly two thirds of country revenue, driven by the 4G and 5G roaming contracts
- Enterprise revenue in South Africa USD 18.3m lower than Q2 FY20 due to churn, the nonrenewal of certain contracts and adverse exchange rate impact
- South Africa Wholesale Voice revenue continues to represent a smaller proportion of the total as the country follows the global trend in declining voice usage

Revenue by business segment (USDm)

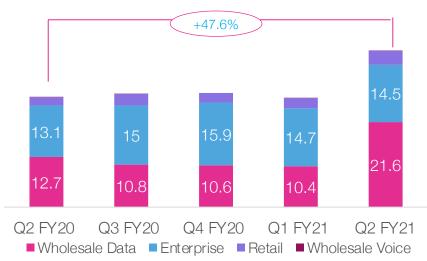


Deep dive into Rest of Africa

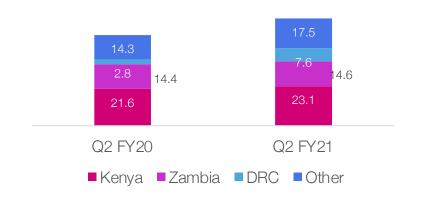


- Rest of Africa comprises Kenya, DRC, Zambia, Tanzania, Rwanda, Botswana, Uganda and South Sudan
- Strong performance from rest of Africa, up 47.6% from this time last year
- Increase in revenue across all product segments
- Wholesale data increase driven by sales of network capacity in the DRC
- Enterprise up almost 10% even in a challenging market, characterised by COVID induced economic challenges, significant competitive tension in Kenya and nascent technology markets across the region
- Retail expanding, particularly in Zambia, as we grow market share, helped by the launch of the Liquid Home brand earlier this year
- Kenya accounts for around a quarter of the region's revenue, with expansion expected from DRC





Revenue by country (USDm)



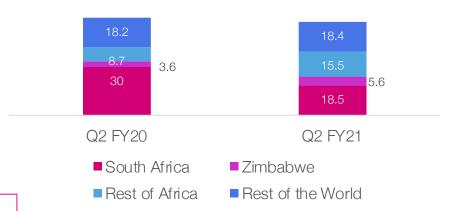
EBITDA progression



- Absolute gross profit down 5.3%. Gross margin down from 54.0% to 53.3% mainly due to roaming
- Careful cost control resulted in 10.8% reduction in opex
- Adjusted EBITDA broadly flat Q2 on Q2 as a result
- Strong EBITDA improvement in Rest of Africa and Rest of World segments offset lower EBITDA from South Africa and Zimbabwe







Income statement – Q2 FY21



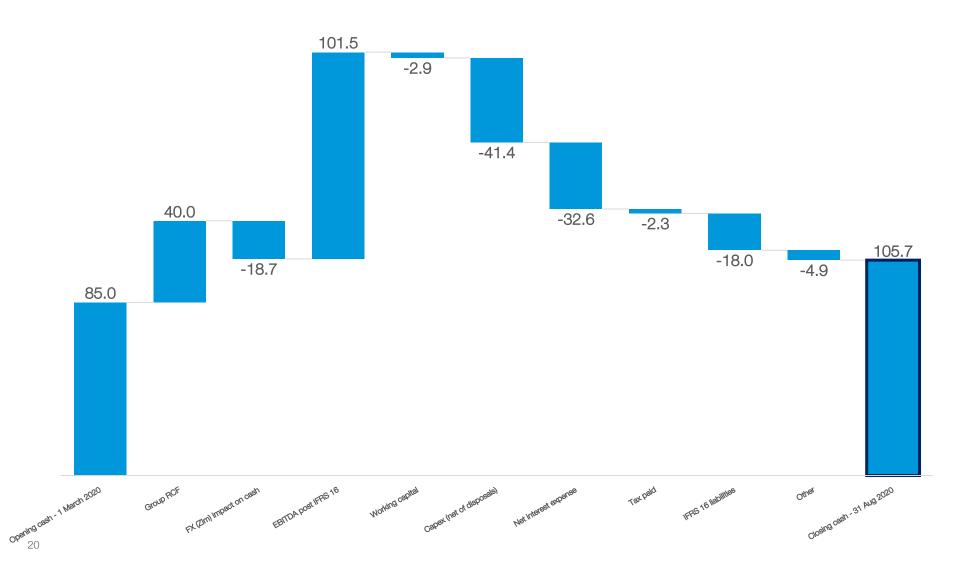
USDm					
Revenue					
Adjusted EBITDA					
Adjusted EBITDA margin (%)					
Depreciation, impairment and amortisation					
Operating profit					
Finance costs					
Net foreign exchange loss					
Hyperinflation monetary gain (IAS 29)					
Profit/(loss) for the year					

Q2 FY20	Q2 FY21	Q2 on Q2
187.5	179.9	-4.0%
54.9	54.4	-0.9%
29.3%	30.2%	0.9pp
-28.7	-23.6	17.8%
26.2	30.8	17.6%
-18.8	-19.2	-2.1%
-136.3	-192.5	-41.2%
107.9	77.9	-27.8%
-18.3	-101.4	-455.5%

Cash flow waterfall - H1 FY21



USDm

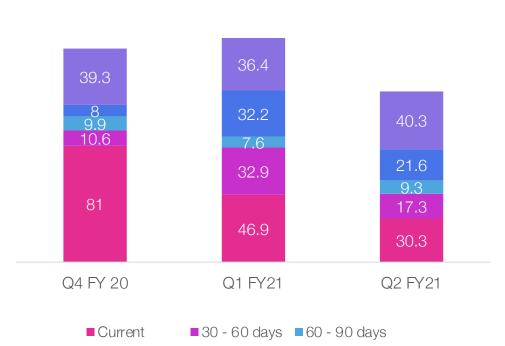


Understanding our debtor ageing



- Overall quantum of debtors coming down.
 This is reflected in the positive working capital trajectory
- Certain contracts concluded in FY20 carry longer than usual payment terms, so are not overdue. These largely fall in the 90-120 days and 120+ days buckets and total USD 25.2m
- Some slow down in collections due to COVID-19, particularly in Zambia and Tanzania
- Encouraging signs that certain governmental customers are now settling long standing debts
- Bad debt provision of USD 35.9m in place to cover all 90+ day amounts (excluding those with contractually longer payment terms as described above)

Debtors Ageing (net of provision) (USDm)



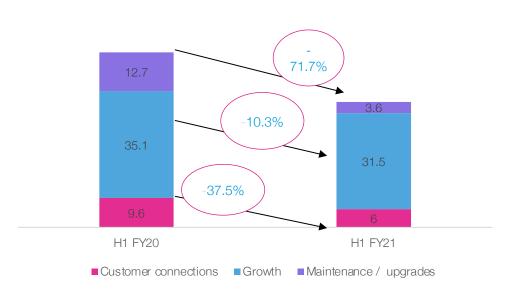
■ 90 - 120 days ■ 120 plus days

Group capex overview



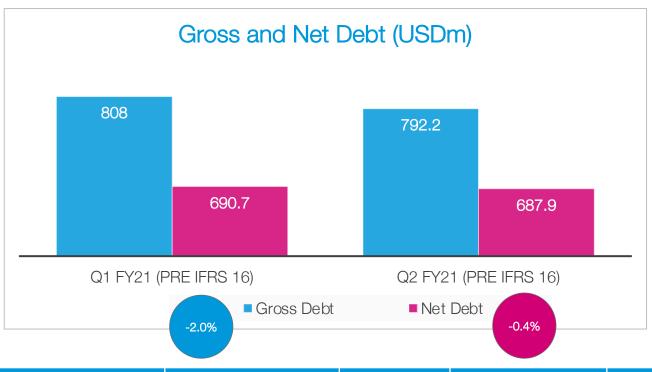
- Capex in Q2 FY21 was USD 19.5m (net of disposal proceeds), - 26.4% on Q2 FY20 as we continued to preserve cash. Total spend H1 to date was USD 41.4m
- Capex spend prioritised on major revenue generating projects to get back on schedule
- Maintenance and customer connection spend in line with business requirements
- Capex expenditure through the year is not linear, and determined by a combination of operating environment, the timing of individual projects as well as when payments to creditors are due

6 months capex progression (USDm)



Debt and covenants





	Type of covenant	Threshold	Q2 FY21	Q1 FY21
Net debt/ EBITDA	Maintenance	4.25	3.33	3.34
Gross debt/ EBITDA	Incurrence	3.75	3.80	3.79

Outlook reaffirmed



FY21 outlook guidance remains unchanged

Revenue

- The Group's business and operations are inherently resilient against the COVID-19 pandemic due to ever increasing demand for connectivity and digital services in the lockdown environment.
- Wholesale and Retail revenues are expected to be broadly unaffected by the pandemic.
 Enterprise segment is likely to be impacted by delays in closing deals, lower new sales, discounting and slower debt collections.

EBITDA

- Forecasting a negative FX drag on the Group's Adjusted EBITDA in FY21, predominantly due to further expected weakening of ZAR and ZWL\$ against the USD
- Expect some volatility in EBITDA through FY21 with potential softening in some quarters as COVID-19 impact continues to unfold
- Typical quarterly profile distorted by the pandemic, but expect some recovery in H2

Capex

- As we maintain strong investment discipline to protect the Group's free cashflow position, we anticipate capex for FY21 to be in the range of USD 90m – 110m
- Capex commitments in line with Q1 at USD 54m
- Will prioritise discretionary capex dynamically as the impact of COVID-19 pandemic continues to unfold

Environmental and Social Management System – Group progress 6 months from launch



- ESMS Manual Compilation
- Group HSE Policy Implementation
- Implementation of Digital Incident Management Procedure
- Implementation of Contractor Specifications for Health, Safety, Social and Environment
- Health, Safety and Environmental KPI reporting across South Africa, Southern Africa and East Africa regions
- Level 1 Greenhouse Gas Emissions calculation across South Africa, Southern Africa and East Africa regions



Environmental and Social Management System – regional progress 6 months from launch



South Africa

- Re-certification: ISO 45001 and ISO 14001
- Updated HSE Documents (HSE Policy, Emergency and Response Plan, Contractor Specification)
- Establishment of Regional HSE Steering Committee
- Training, vetting, auditing of all active contractors
- Compliance with ILO
 Conventions: internal and external (HR Documentation, Contractor Specifications, Service Provider Contracts)

Zimbabwe

- Updated HSE Documents (HSE Policy, Emergency and Response Plan, Contractor Specification
- Compilation of HSE Legal and Baseline Registers
- Implementation of Incident Management Procedures
- Establishment of Regional HSE Steering Committee
- Training, vetting, auditing of all active contractors
- Compilation of HSE legal and baseline registers
- Compliance with ILO Conventions: internal

Kenya

- Establish HSE competency and HSE Committee
- Compilation of HSE legal and baseline registers
- Compilation of HSE Documents (HSE Policy, Emergency and Response Plan, Contractor Specification, PPE Policy)
- Implementation of Incident Management Procedures
- Implementation of HIRA Procedures
- Implementation of PPE Management Procedures
- Internal Grievance Notification Procedure implementation
- Compliance with ILO Conventions: internal

DRC & Botswana

- Establish HSE Committee
- Compilation of HSE Documents (HSE Policy, Emergency and Response Plan, Contractor Specification)
- Implementation of Incident Management Procedures
- HSE vetting of all contractors
- Commence with contractor HSE audits
- Compilation of HSE legal and baseline registers (DRC in progress)
- Compliance with ILO Conventions: internal



