

February 4, 2016

The National Stock Exchange of India Ltd. Corporate Communications Department "Exchange Plaza", 5th Floor, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051 BSE Limited Corporate Services Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001

Scrip Symbol: RELIGARE EQ

Scrip Code: 532915

Subject: Q3FY16 Investor Presentation

Please find herewith enclosed the Investor Presentation of Religare Enterprises Limited for the quarter ended December 31, 2015 for your information and records. Investors call is being scheduled to be held on February 08, 2016.

Same is also being uploaded on the website of the Company.

This is for your information and records.

For Religare Enterprises Limited



Mohit Maheshwari Company Secretary

www.religare.com



Religare Enterprises Ltd.'s Q3 & 9M FY2016 results conference call on Monday, February 08, 2016 at 03:30 pm IST

The management team of Religare Enterprises Limited will participate in a conference call for analysts and investors to discuss the company's financial performance on Monday, February 08, 2016 at 03:30 pm IST. **Mr. Shachindra Nath, Group CEO, Mr. Anil Saxena, Group CFO** and other members of senior management will participate on the call.

The call will commence with a brief management discussion followed by an interactive Question & Answer session where participants' queries will be addressed by the management.

Details of the conference call are as under:

Conference Dia	l-In Numbers
Primary Number:	+91 22 6746 5848
Secondary Number:	+91 22 3960 0628
	The numbers listed above are universally accessible from all networks and all countries.
Local Access Number:	 6000 1221 Available in - Ahmedabad, Bangalore, Bhubaneswar, Chandigarh, Chennai, Coimbatore, Delhi, Goa, Guntur, Gurgaon, Hyderabad, Indore, Jamshedpur, Kanpur, Kochi/Cochin, Kolhapur, Kolkata, Nagpur, Noida, Patna, Pune, Raipur, Rajkot, Surat, Trivandrum, Vadodara, Vijayawada Accessible from all major carriers except BSNL/MTNL. 3940 3977 Available in - Ahmedabad, Bangalore, Chandigarh, Chennai, Gurgaon (NCR), Hyderabad, Kochi/Cochin, Kolkata, Lucknow, Pune Accessible from all carriers.
International Access Numbers:	USA: 1 866 746 2133 UK: 0 808 101 1573 Singapore: 800 101 2045 Hong Kong: 800 964 448

-Ends-

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About Religare Enterprises Limited (Religare) -http://www.religare.com

Religare Enterprises Limited (REL) is the holding company for one of India's leading diversified financial services groups. REL offers an integrated suite of financial services through its underlying subsidiaries and operating entities, including loans to SMEs, Capital Markets, Wealth Management, Health Insurance and Asset Management. REL is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) in India. As a group, Religare caters to almost every segment of the market from mass retail to affluent, HNIs, UHNIs, mid-size corporates, SMEs to large corporates and institutions. The group has a presence in over 1,500 locations in India and also has an international footprint beyond India through its Capital Markets & Global Asset Management businesses.

Investor Relations:

Kishore BelaiKarl Kolah / Siddharth RangnekarDirector - Corporate Strategy & InvestorCDR IndiaRelationsLand Line: +91 - 22 6645 1220 / 1209Land Line: +91-22 6766 3628E-mail: kishore.belai@religare.comInvestor e-mail: investorrelations@religare.comsiddharth@cdr-india.com

This conference call may include forward-looking statements These forward-looking statements are statements regarding Religare's intentions, estimates, forecasts, projections, beliefs or current expectations concerning, among other things, Religare's results of operations, financial condition, liquidity, prospects, growth, strategies and the industries in which Religare operates. 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. Religare cautions you that forward-looking statements are not guarantees of future performance and that its actual results of operations, financial condition, and liquidity and the development of the industry in which it operates may differ materially from those expressed, implied or suggested by the forward-looking statements contained in this document. In addition, even if Religare's results of operations, financial condition and liquidity and the developments may not be indicative of results or developments in this document, those results or developments may not be indicative of results or developments in future periods. Religare does not undertake to release publicly any revisions to any forward-looking statements to reflect events that occur or circumstances that arise after the date of this presentation.

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Religare Enterprises Limited

Q3FY16 Results



February 4, 2016



Religare Enterprises Overview



REL Overview

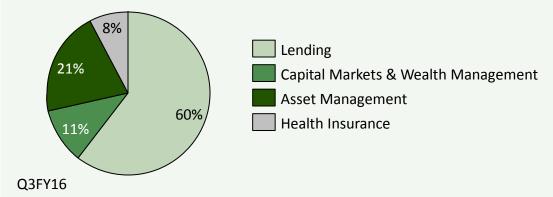
REL is an investment holding company that has built a diversified financial services platform



Business Overview

- Religare Enterprises Limited (REL) is an investment holding company that has built a diversified financial services platform through its portfolio companies
- Portfolio companies service over 1.13 mn. clients from over 1,500 locations with more than 7,300 employees in India and abroad
- Consolidated net worth of ₹41.98 bn. (USD 635 mn.) as of 31-Dec-2015. Consolidated revenue of ₹11.37 bn. (USD 173 mn.) in Q3FY16
- Listed on NSE and BSE: market capitalization of ₹56.14 bn. (~USD 849 mn.) as of 31-Dec-2015

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





Consolidated Performance



Key financial indicators – Q3 FY16



*PBT and PAT are before exceptional items (Profit on sale of long term investment in a Joint Venture and provision against investment in RCML) ^Q3FY16 revenues for two months of the quarter



Consolidated Income Statement – Q3 FY16

		C	OQ Change		YOY Change
(₹ mn)	Q3FY16	Q2FY16	(%)	Q3FY15	(%)
Total Income	11,369	11,542	-2%	11,332	0%
Operating and Admin Expenses	3,183	3,312	-4%	2,961	8%
Personnel Expenses	2,402	2,353	2%	2,298	5%
Interest and Finance Charges	4,823	4,535	6%	4,012	20%
Depreciation	95	89	6%	89	7%
Less: Net Exp. of JV Recoverable	(115)	(143)	nm	(134)	nm
Total Expenses	10,388	10,146	2%	9,225	13%
PBT before exceptional items	980	1,396	-30%	2,107	-53%
Add: Profit on sale of Long Term Investment in a Joint Venture	3,736	-	nm	-	nm
Less: Provision for diminution in the value of Long Term Investment in a subsidiary	(2,294)	-	nm	-	nm
PBT after exceptional items	2,422	1,396	74%	2,107	15%
Provision for Tax	322	467	-31%	483	-33%
Minority Interest and Share in Associates	247	296	-16%	691	-64%
PAT after Minority Interest	1,853	633	193%	933	99%



Consolidated Balance Sheet

(₹ mn)	As at December 31, 2015	As at September 30, 2015
Owners' Funds	41,984	41,335
Share Capital	2,033	2,033
Reserves and Surplus	39,951	39,302
Minority Interest	1,708	1,738
Non-Current Liabilities	120,923	107,033
Current Liabilities	105,049	118,773
Total Liabilities	269,664	268,879
Non-Current Assets	172,577	168,731
Fixed Assets	22,558	22,747
Non-Current Investments	17,824	15,006
Deferred Tax Assets (net)	1,038	953
Long-Term Loans and Advances	129,227	122,112
Other Non-Current Assets	1,931	7,913
Current Assets	97,086	100,147
Current investments	11,762	15,830
Inventories	711	2,855
Trade Receivables	6,113	6,039
Cash and Bank Balances	11,426	19,214
Short-Term Loans and Advances	60,334	49,378
Other Current Assets	6,741	6,832
Total Assets	269,664	268,879





Performance of Portfolio Companies





Net worth of ₹25.72 bn. Lending book of ₹155.35 bn. **56%** of REL's consolidated

revenue (as of/q.e. 31-Dec-2015)

Strategic **Priorities**

Improve **ROE**

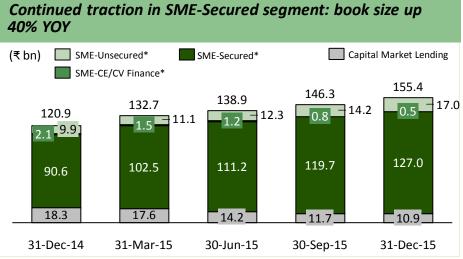
Continuous **Growth** in Book

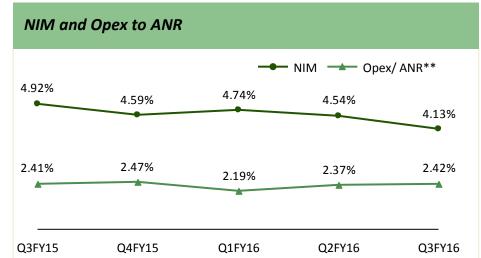
Ensure **Low NPAs**



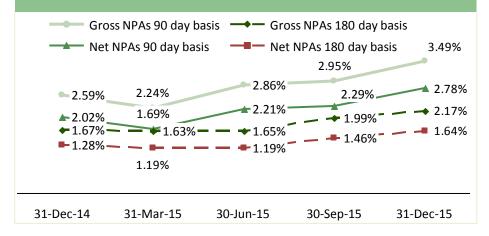
Lending

SME-Secured drives growth in book size





Non-Performing Assets §



Borrowing programme supported by superior ratings

Instrument	Rating by ICRA		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)	30,000
LT Bank Loans	ICRA AA- (stable)	114,000	IND AA - (stable)	100,000
Tier-2 Sub. Debt			IND AA- (stable)	7,500
Market-Linked Deb.	ICRA pp-MLD AA-	1,000		
Additionally obtained	Long Term rating of	f 'CARE AA	-' [₹14,000 mn]	

* Net of portfolio assigned to other lenders.

**Excludes one-off items; number restated where necessary to align methodology

§ NPAs are recognised at 90 days since Oct 2011 whereas regulations require transitioning from 180-day NPA recognition to 90-day recognition by 31-Mar-2018



RFL Abridged Income Statement

		Q	OQ Change	YC	OY Change
(₹ mn)	Q3FY16	Q2FY16	(%)	Q3FY15	(%)
Total Income	6,311	6,204	2%	5,451	16%
Operating and Administrative Expenses	1,105	935	18%	692	60%
Personnel Expenses	426	401	6%	287	48%
Interest and Finance Charges	3,987	3,889	3%	3,364	19%
Depreciation	18	17	6%	19	-5%
Total Expenses	5,536	5,242	6%	4,362	27%
РВТ	775	961	-19%	1,089	-29%
PAT	560	637	-12%	682	-18%



Religare Securities Limited Religare Commodities Limited

Religare Comtrade Limited

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



Business Highlights



Market share of **1.5%** in equities and **3.1%** in commodities **10%** of REL's consolidated revenue (q.e. 31-Dec-2015)

Strategic Priorities



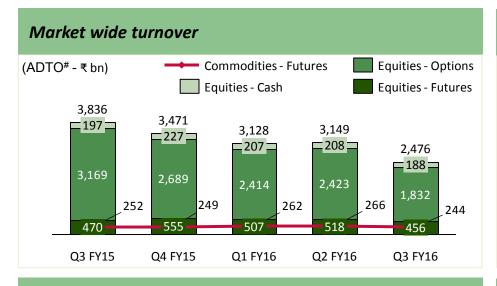
Increase Distribution Network productivity Generate Superior

ROE

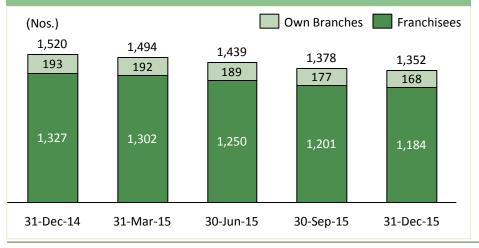
RELIGÂRE

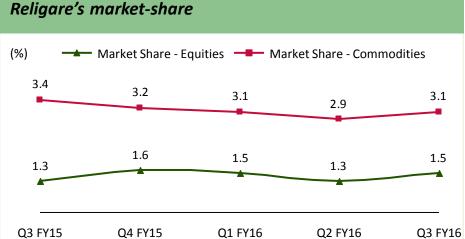
Retail Broking

Challenging macro causes slide in market-wide volumes; impact cushioned by improvement in Religare market share



Focus on distribution network productivity





Business update

- Challenges from the macro environment, primarily global, cause market-wide turnover to slide
- Religare cushioned the impact by improving market share
- Quality of relationship continues to be the focus in new client acquisition, third party sales and Business Partner acquisition

RELIGÂRE Values that bind

Average Daily Turnover. Source: NSE, BSE

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

			QOQ Change		YOY Change
(₹ mn)	Q3FY16	Q2FY16	(%)	Q3FY15	(%)
Total Income	1,138	1,294	-12%	1,157	-2%
Operating and Administrative Expenses	442	507	-13%	602	-27%
Personnel Expenses	316	326	-3%	306	3%
Interest and Finance Charges	241	261	-8%	250	-4%
Depreciation	16	15	7%	13	23%
Total Expenses	1,015	1,109	-8%	1,171	-13%
РВТ	123	185	-34%	(14)	nm
ΡΑΤ	98	116	-16%	(17)	nm

*The combined abridged income statement has been drawn by line by line addition and is not as per AS-21 issued by ICAI.

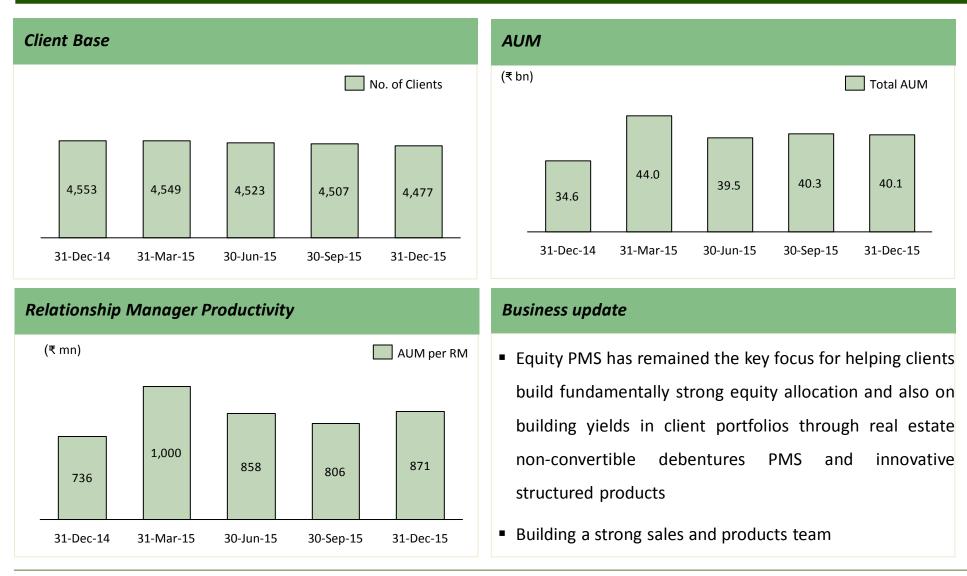






Wealth Management

Differentiating through a focused idea-driven approach





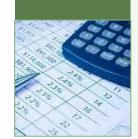
RWM Abridged Income Statement

(∓ mn)	Q3FY16	Q Q2FY16	OQ Change (%)	Y Q3FY15	OY Change (%)
<u>(₹ mn)</u> Total Income	52	77	-32%	<u> </u>	<u>(%)</u> -24%
Operating and Administrative Expenses	22	19	16%	26	-15%
Personnel Expenses	62	64	-3%	56	11%
Interest and Finance Charges	3	1	200%	-	nm
Depreciation	1	1	0%	1	0%
Total Expenses	88	85	4%	83	6%
РВТ	(36)	(8)	nm	(15)	nm
РАТ	(36)	(8)	nm	(15)	nm





Business Highlights



India IE cash market share of **1.4%** Empanelled with **443 clients** globally

(as of/q.e. 31-Dec-2015)

Strategic Priorities

Increase Market Share

Attain Profitability



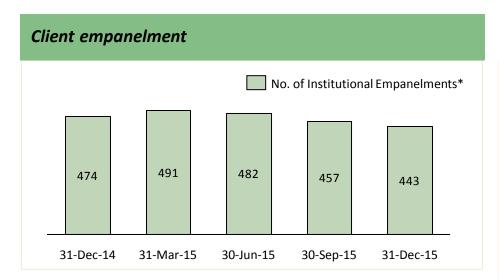
Asia-focussed Institutional Equities and Investment Banking platform

Religare Capital

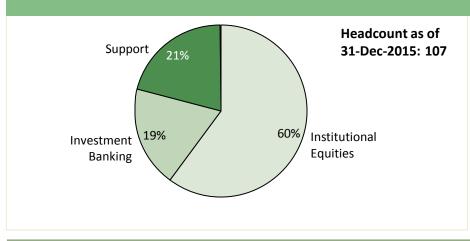
Markets Limited

Capital Markets

Creating a sustainable platform



Headcount



Business update

- India platform continues to deliver following focus on investing in our areas of strength and resource building: successful in converting the robust investment banking pipeline and enhancing capabilities in Futures & Options to drive growth
- International business continues to expand reach through partnerships with regional securities and advisory firms

IBD update

- Closed calendar year 2015 as the No. 2 QIP manager in India for transactions of more than USD 10 mn. (excluding transactions for BFSI companies)
- Syndicated multiple debt issues aggregating ₹2.15 bn. during Q3FY16
- Diversified into larger, mezzanine fund raise mandates across various industry sectors
- Leveraging the leadership position in QIP

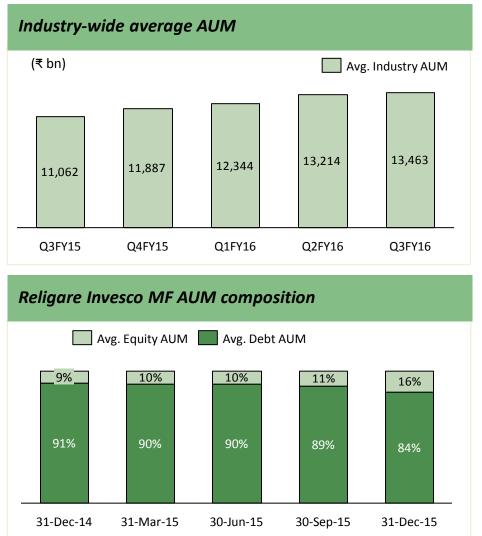




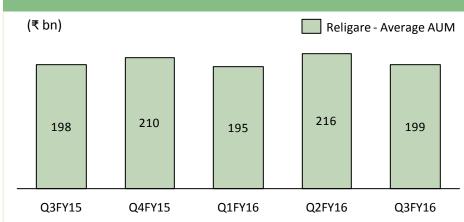


Asset Management

Preparing for the next phase of growth



Religare Invesco average mutual fund AUM



Business update

- Religare has signed a definitive agreement to sell its 51% stake to its current joint venture partner, Invesco
- Seeing sustained retail interest in equity schemes; continuing to invest efforts in building up equity AUM given high stickiness



Source: AMFI, Company Analysis

RIAMC Abridged Income Statement

			QOQ Change		YOY Change
_(₹ mn)	Q3FY16	Q2FY16	(%)	Q3FY15	(%)
Total Income	254	253	0%	175	45%
Operating and Administrative Expenses	118	131	-10%	90	31%
Personnel Expenses	146	122	20%	113	29%
Interest and Finance Charges	-	-	-	-	-
Depreciation	2	2	0%	2	0%
Total Expenses	266	255	4%	205	30%
РВТ	(12)	(2)	nm	(30)	nm
PAT	(12)	(2)	nm	(30)	nm
PAT After Minority Interest	(6)	(1)	nm	(15)	nm

Financials reflect 100% of the company





Building a **multiboutique Alternative Asset Manager**



Business AUM of Highlights

\$20.49 bn. (as of 31-Dec-2015)

Strategic **Priorities**

AUM Growth in existing affiliates



Launch of **organic** affiliates



RGAM Inc. Abridged Consolidated Income Statement

		C	OQ Change		OY Change
(₹ mn)	Q3FY16	Q2FY16	(%)	Q3FY15	(%)
Total Income	1,799	1,924	-6%	2,957	-39%
Operating and Administrative Expenses	360	289	24%	221	63%
Personnel Expenses	802	850	-6%	1,110	-28%
Interest and Finance Charges	323	201	61%	202	60%
Depreciation	14	11	24%	11	30%
Total Expenses	1,499	1,351	11%	1,544	-3%
РВТ	300	573	-48%	1,413	-79%
PAT	297	571	-48%	1,405	-79%
PAT After Minority Interest and Share of Associate	36	253	-86%	680	-95%

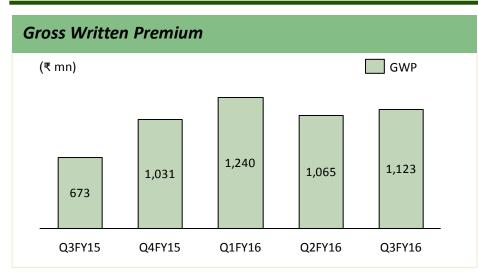




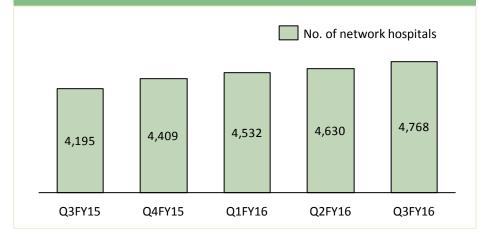


Health Insurance

Robust distribution aiding in rapidly achieving scale



Consistently expanding the Hospital Network



Business Update

- Gross Written Premium (GWP) of ₹1.1 billion in
 Q3FY16; increase of 67% over the previous year
- Total Paid-up Share Capital at ₹4.25 billion
- Pan-India coverage through 56 offices
- Multi-channel distribution strategy through Agency,
 Brokers, Corporate Agents, Online and Bancassurance
- Bouquet of 10 products covering health, personal

accident, critical illness and travel



RHICL Abridged Income Statement

		QOQ Change			YOY Change	
(₹ mn)	Q3FY16	Q2FY16	(%)	Q3FY15	(%)	
Gross Written Premium	1,123	1,065	5%	673	67%	
Net Written Premium	785	772	2%	603	30%	
Net Earned Premium	763	692	10%	433	76%	
Net Claims Incurred	419	416	1%	236	77%	
Net Commission	(77)	(48)	nm	82	-194%	
Operating & Administrative Expenses	359	343	5%	232	55%	
Personnel Expenses	301	279	8%	192	57%	
Total Expenses	1,002	990	1%	742	35%	
Underwriting Profit/(Loss)	(239)	(298)	nm	(308)	nm	
Investment & Other Income	90	82	9%	54	65%	
РВТ	(150)	(216)	nm	(254)	nm	
PAT	(150)	(216)	nm	(254)	nm	
PAT After Minority Interest	(135)	(194)	nm	(254)	nm	



Financials reflect 100% of the company





Portfolio Companies' Balance Sheets (1/3)

RFL Abridged Balance Sheet

RSL, RCL, RCTL & RCDMCC Combined Abridged Balance Sheet

(₹ mn)	As at December 31, 2015	(₹ mn)	As at December 31, 2015
Owners' Funds	25,716	Owners' Funds	5,352
Share Capital	2,200	Share Capital	345
Reserves and Surplus	23,516	Reserves and Surplus	5,007
Non - Current Liabilities	94,913	Non - Current Liabilities	289
Current Liabilities	80,349	Current Liabilities	12,833
Total Liabilities	200,977	Total Liabilities	18,474
Non-Current Assets	126,912	Non-Current Assets	4,284
Fixed Assets	361	Fixed Assets	141
Non - Current Investments	2,930	Non - Current Investments	2,089
Deferred Tax Assets (net)	853	Deferred Tax Assets (net)	194
Long - Term Loans and Advances	122,188	Long - Term Loans and Advances	496
Other Non - Current Assets	580	Other Non - Current Assets	1,364
Current Assets	74,065	Current Assets	14,189
Current Investments	9,429	Current investments	1,477
Inventories	-	Inventories	711
Trade Receivables	2	Trade Receivables	5,547
Cash and Bank Balances	5,024	Cash and Bank Balances	4,952
Short - Term Loans and Advances	53,478	Short - Term Loans and Advances	1,146
Other Current Assets	6,133	Other Current Assets	357
Total Assets	200,977	Total Assets	18,474



Portfolio Companies' Balance Sheets (2/3)

RWM Abridged Balance Sheet

(₹ mn)	As at December 31, 2015
Owners' Funds	5
Share Capital	1,300
Reserves and Surplus	(1,295)
Non - Current Liabilities	9
Current Liabilities	104
Total Liabilities	118
Non - Current Assets	47
Fixed Assets	5
Long - Term Loans and Advances	42
Current Assets	71
Current Investments	28
Trade Receivables	32
Cash and Bank Balances	6
	_
Short - Term Loans and Advances	5
Total Assets	118

RIAMC Abridged Balance Sheet*

(₹ mn)	As at December 31, 2015
Owners' Funds	695
Share Capital	785
Reserves and Surplus	(90
Non - Current Liabilities	83
Current Liabilities	17.
Total Liabilities	950
Non - Current Assets	7.
Fixed Assets	1
Non - Current Investments	
Long - Term Loans and Advances	5
Other Non - Current Assets	
Current Assets	87
Current investments	62
Trade Receivables	12
Cash and Bank Balances	
Short - Term Loans and Advances	12
Other Current Assets	
Total Assets	95



* Financials reflect 100% of the company

Portfolio Companies' Balance Sheets (3/3)

RGAM Inc. Abridged Consolidated Balance Sheet

(₹ mn)	As at December 31, 2015
Owners' Funds	13,886
Share Capital	0
Reserves and Surplus	13,886
Minority Interest	517
Non - Current Liabilities	9,527
Current Liabilities	2,416
Total Liabilities	26,346
Non - Current Assets	23,633
Fixed Assets	20,910
Non - Current Investments	2,303
Long - Term Loans and Advances	420
Other Non - Current Assets	-
Current Assets	2,713
Cash and Bank Balances	1,157
Short - Term Loans and Advances	1,556
Other Current Assets	-
Total Assets	26,346

RHICL Abridged Balance Sheet*

(₹ mn)	As at December 31, 2015
Owners' Funds	1,427
Share Capital	4,250
Reserves and Surplus	(2,823)
Non - Current Liabilities	19
Current Liabilities	3,751
Total Liabilities	5,197
Non - Current Assets	4,108
Fixed Assets	350
Non - Current Investments	3,026
Long - Term Loans and Advances	27
Other Non - Current Assets	705
Current Assets	1,089
Current investments	354
Trade Receivables	279
Cash and Bank Balances	175
Short - Term Loans and Advances	117
Other Current Assets	164
Total Assets	5,197

RELIGÂRE Values that bind

* Financials reflect 100% of the company



Religare Enterprises Limited

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Email: investorrelations@religare.com

This presentation may include forward-looking statements These forward-looking statements are statements regarding Religare's intentions, estimates, forecasts, projections, beliefs or current expectations concerning, among other things, Religare's results of operations, financial condition, liquidity, prospects, growth, strategies and the industries in which Religare operates. 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. Religare cautions you that forward-looking statements are not guarantees of future performance and that its actual results of operations, financial condition, and liquidity and the development of the industry in which it operates may differ materially from those expressed, implied or suggested by the forward-looking statements contained in this document. In addition, even if Religare's results of operations, financial condition and liquidity and the development of the industry in which it operates are consistent with the forward-looking statements contained in this document, those results or developments may not be indicative of results or developments in future periods. Religare does not undertake to release publicly any revisions to any forward-looking statements to reflect events that occur or circumstances that arise after the date of this presentation.

