

The Phoenix Mills Ltd.

Expanding Our Asset Classes

Investor's Presentation – Q1FY14



DISCUSSION OUTLINE

1

About Us

- Business Model
- Our Portfolio

2

Key Highlights

- Financial Overview
- Retail Assets
- Development Assets
- Shangri – La

3

Tier 2 & 3 Developments

- BARE
- EWDPL



BUSINESS MODEL

- A business model with annuity income from retail, healthy cash flows from sale of commercial & residential assets and value generation through strategic investments
- Retail: Build and Lease Model
- Residential & Commercial : Build and Sell model
- Hospitality : Build and Operate Model
- Investment : Strategic Investments in Retail focused developers in Tier II & III cities

GEOGRAPHICAL - SPREAD

- Strong presence in metropolitan and Tier I cities like Mumbai, Pune, Bengaluru & Chennai
- Spreading to Tier II, Tier III cities by partnering with experienced and reputed developers



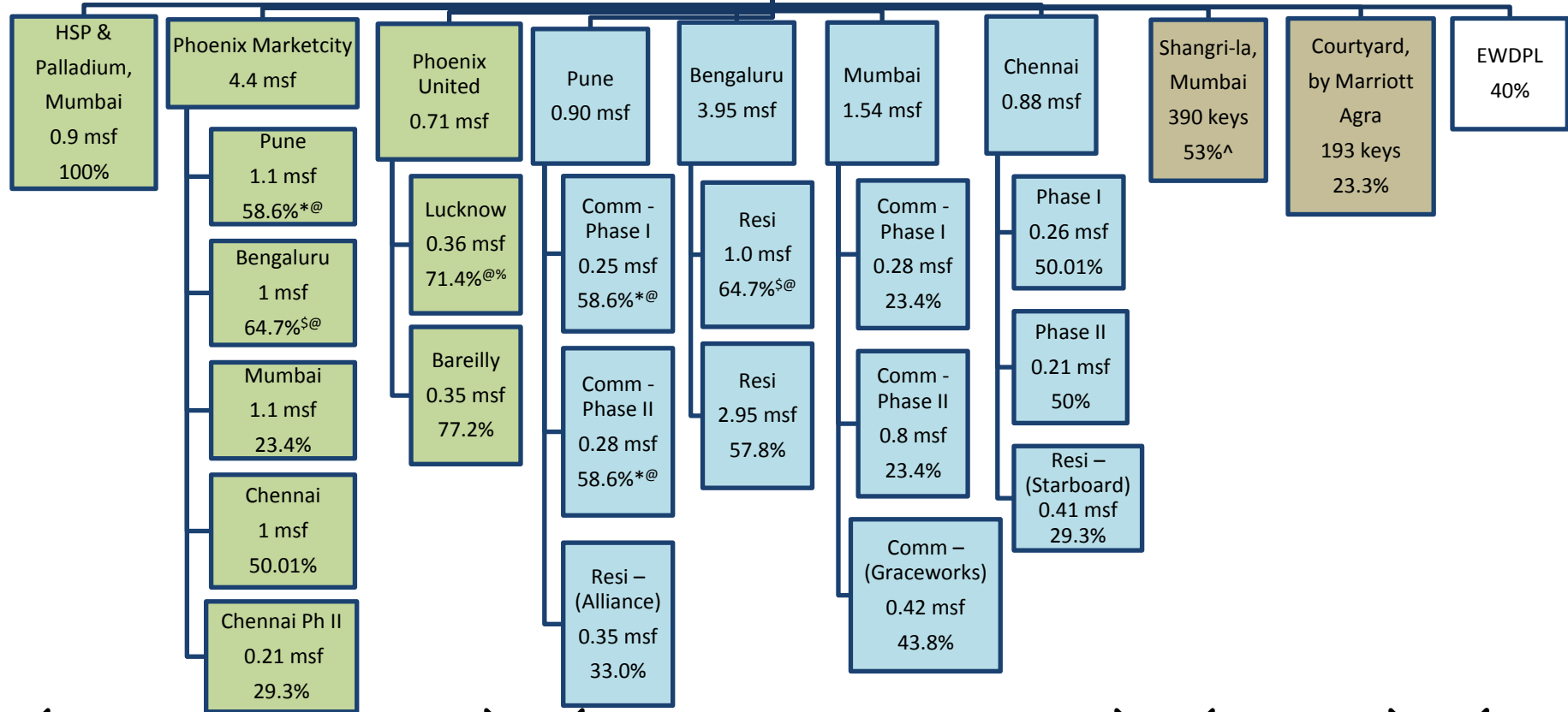
ABOUT US

OUR PORTFOLIO

Promoters
66%

The Phoenix Mills Limited

Public Shareholders
34%



Retail: Build & Lease

Residential & Commercial: Build & Sell

Hospitality: Build & Operate

Investees

*SPA signed with K2C Retail and K2 Property Ltd. (both funds managed by IL&FS) to purchase their 24% stake in Vamona.

@Board approval for the purchase of Edelweiss Property Fund's 4.0% stake in Vamona (Pune), 6.95% stake in Island Star (Bengaluru), 7.5% stake in UPAL (Lucknow)

[^]PML's current shareholding is 100% which would dilute to 53% upon conversion of CCDs

\$SPA signed with Horizon Fund to purchase its remaining 3.3% stake in Island Star

% Big Apple Real Estate purchased the 30% stake of Kshitij Venture Capital Fund in this quarter.



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STANDALONE FINANCIAL OVERVIEW



STANDALONE PROFIT & LOSS STATEMENT

Particulars (Rs Mn)	Q1FY14	Q1FY13	YoY (%)	Q4FY13	QoQ (%)	FY13	YoY (%)
Income from operations	698.2	626.0	12%	722.1	(3%)	2,706	20%
EBITDA	474.8	394.3	20%	479.0	(1%)	1,785	27%
EBITDA Margin	68%	63%	502 bps	66%	168 bps	66.0%	
Other Income	215.4	143.2	50%	140.5	53%	565	24%
Depreciation	65.2	67.2	(3%)	70.7	(8%)	275	(3%)
Interest	71.7	57.5	25%	65.8	9%	265	60%
Profit before tax	553.4	412.8	34%	483.0	15%	1,810	28%
Profit after tax	418.3	306.0	37%	361.2	16%	1,339	27%
EPS (Rs)	2.9	2.1	37%	2.5	16%	9.24	27%

Till FY 2012-13 Electricity recoveries from Shangri La were included in the recoveries as well as expenses. From 1st April 2013 the electricity expenses of Shangri La are directly paid and hence not included in recoveries and expenses.

Other income includes book profit of Rs. 73 million on buyback of shares by Palladium Constructions Private Limited

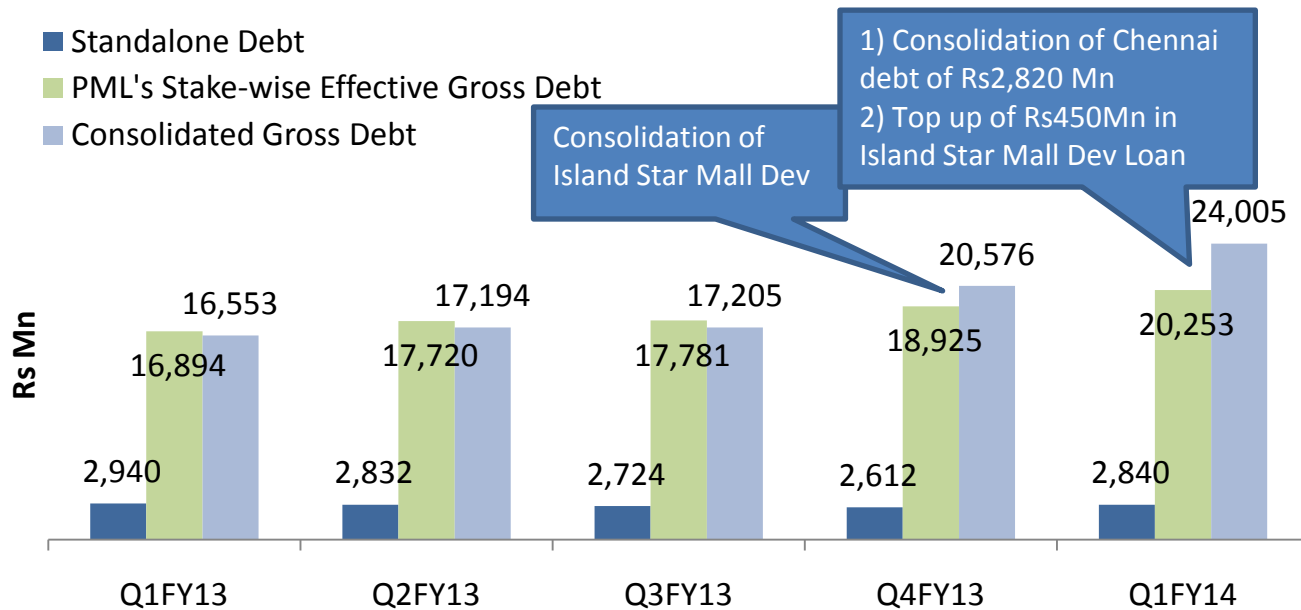


STANDALONE BALANCE SHEET

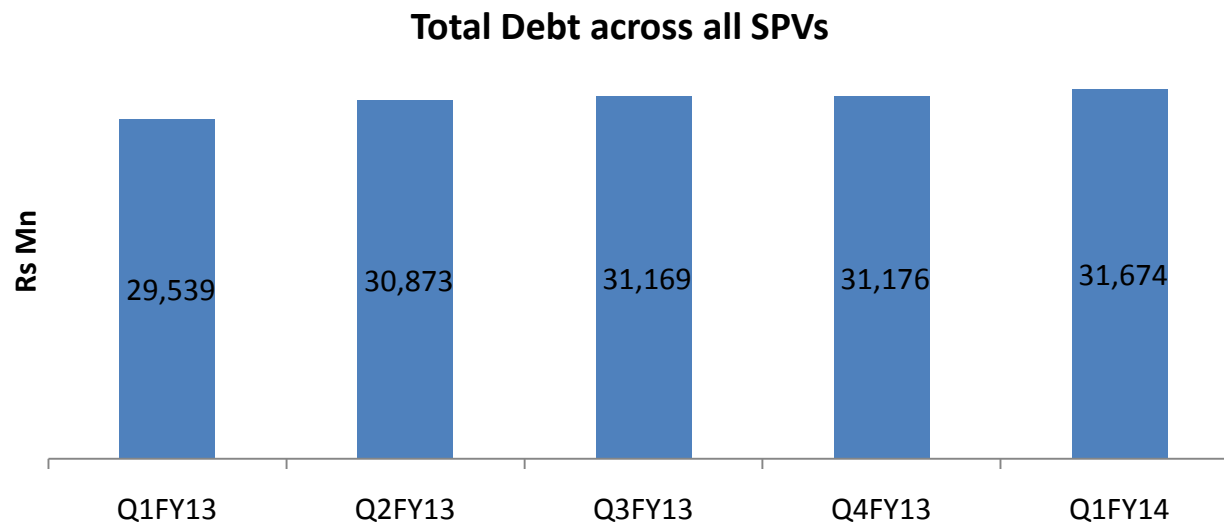
Liabilities (Rs Mn)	As on June 30, 2013	As on Mar 31, 2013	Assets (Rs Mn)	As on June 30, 2013	As on Mar 31, 2013
Share Capital	289.7	289.7	Non - Current Assets	19,096.8	18,823.9
Reserves & Surplus	17,814.2	17,396.2	Tangible Assets	4,357.8	4,424.6
Sub-Total	18,103.9	17,685.9	Capital Work-in-Progress	1,128.7	1,089.7
Non – Current Liabilities	3,073.7	2,841.5	Non-Current Investments	9,993.3	9,386.2
Long Term Borrowings	2,298.6	2,067.0	Deferred Tax Assets (Net)	30.1	30.2
Other L. T. Liabilities	770.9	770.9	L.T. Loans and Advances	3,578.8	3,888.1
Long-Term Provisions	4.3	3.6	Other Non-Current Assets	8.1	5.1
Current Liabilities	2,457.8	2,151.5	Current Assets	4,538.6	3,855.0
Short Term Borrowings	28.1	120.6	Current Investments	393.9	-
Trade Payables	385.2	440.6	Trade Receivables	342.8	294.2
Other Current Liabilities	1,546.2	1,124.8	Cash & Cash equivalents	229.9	223.2
Short Term Provisions	498.3	465.5	S.T. Loans and Advances	3,304.3	3,188.8
			Other Current Assets	267.7	148.8
Total	23,635.4	22,678.9		23,635.4	22,678.9



GROUP DEBT STATUS



While consolidated debt has increased mainly on account of new SPVs being consolidated...



...there is only a marginal increase in Total Gross Debt across all SPVs



RETAIL ASSET PORTFOLIO



Key Highlights:

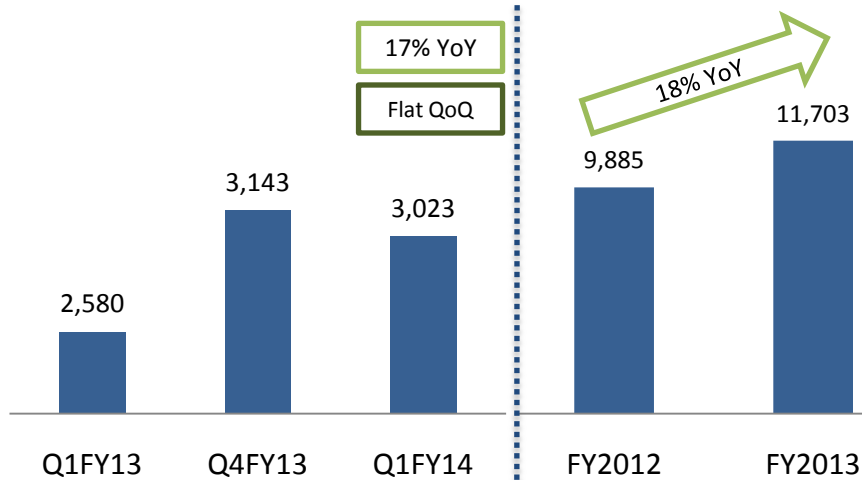
- Consumption at the mall increased to Rs 3,023 Mn in Q1FY14, a 17% y-o-y growth
- Average Trading Density increased to Rs 2,076 psf. pm. in Q1FY14, a 18% y-o-y growth
- HSP rental increased to Rs 206 psf. p.m. in Q1FY14, a 17% y-o-y growth
- Kenneth Cole, Patchi, Heel & Buckle, Gant and Citibank are some of the stores which opened in Q1FY14.
- Top stores continue to generate rentals between Rs 600 to 1,200psf pm on Revenue share.
- Approx 120,000 sqft of area coming up for renewal in the next 12 months
- Renewals continue to be in the range of Rs350 to Rs400 psf pm of MG.



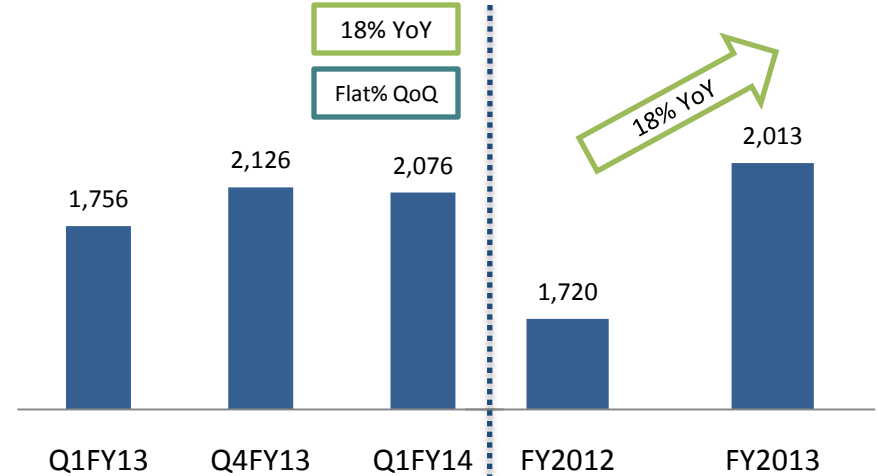
KEY HIGHLIGHTS

HIGH STREET PHOENIX

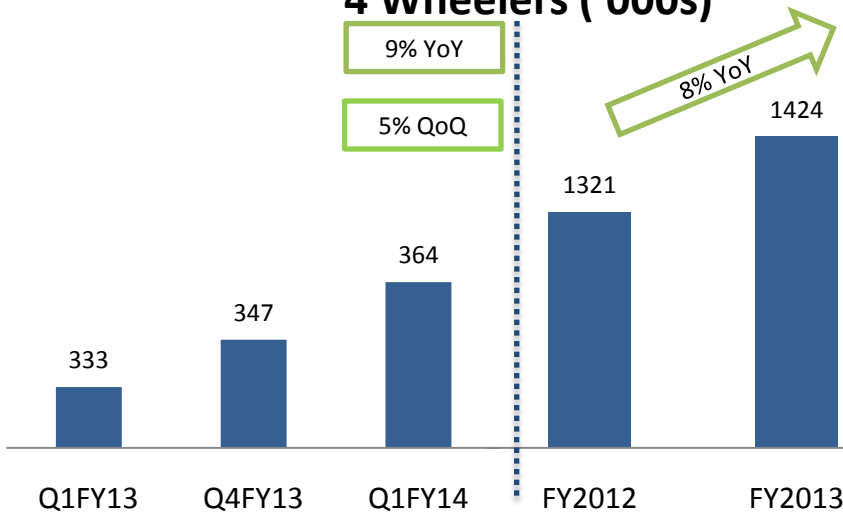
Consumption (Rs Mn)



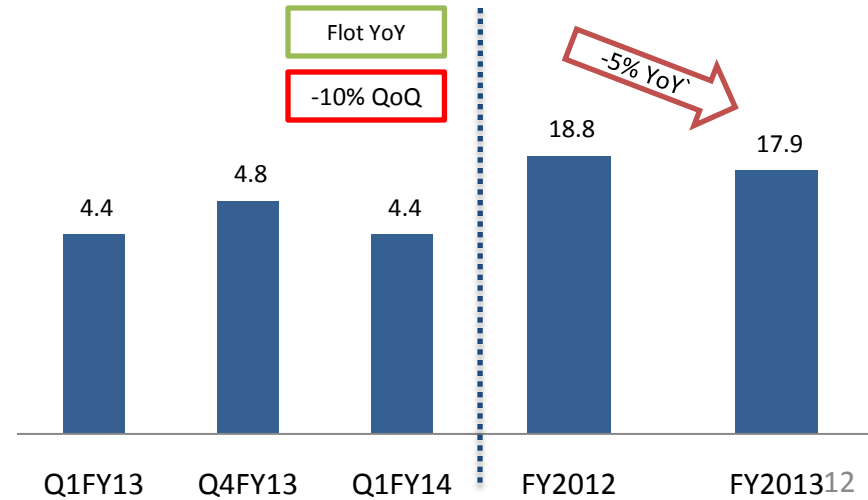
Trading Density (Rs Psf Pm)



4 Wheelers ('000s)



Footfalls (Mn)



Rental rate @ HSP for Q1FY14 = Rs 206 psf pm

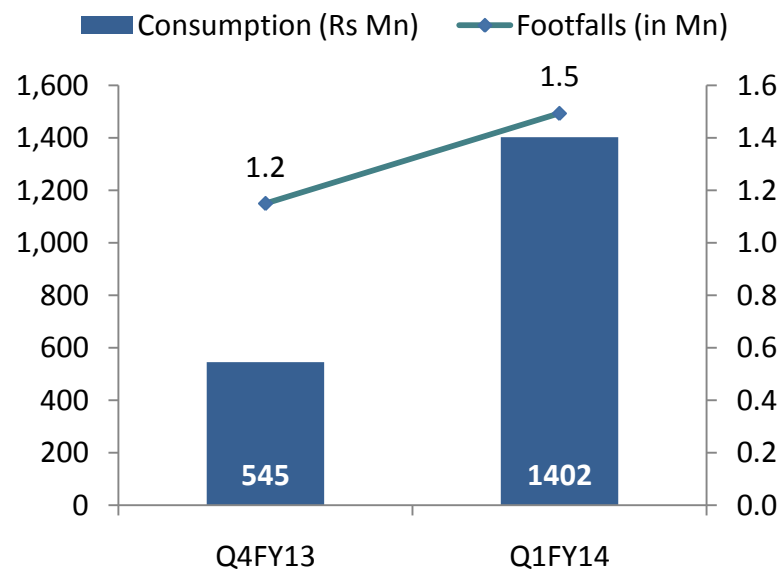
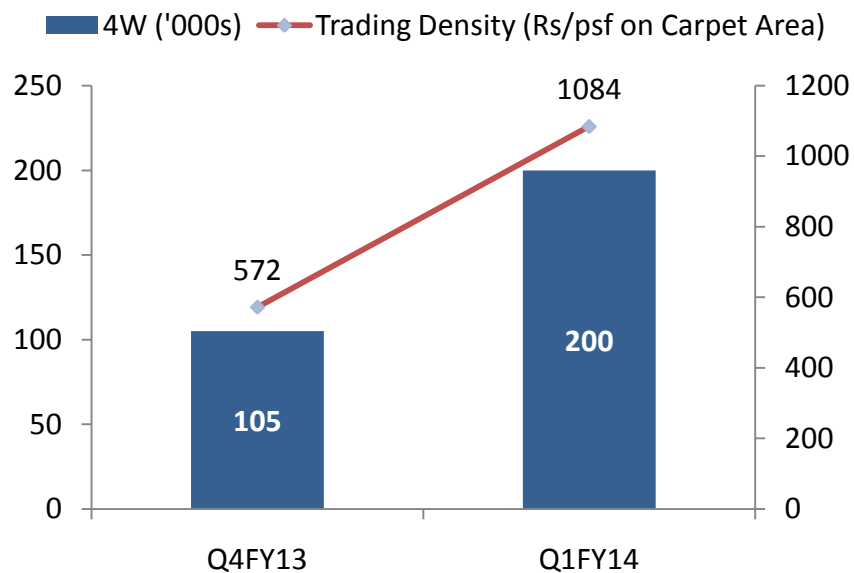
KEY HIGHLIGHTS

PHOENIX MARKETCITY CHENNAI



Key Operating Parameters

Leasable area (Mn Sq Ft.)	0.98
Leasing Status	94%
Occupancy Status	72%
License Fees (psf/pm) (Q1FY14)	Rs. 100
Key Financial Details	(Rs. Mn)
Equity	1,498
Secured Loan (as on Jun '13)	2,827
Project Cost	6,650



KEY HIGHLIGHTS

PHOENIX MARKETCITY CHENNAI

Unaudited Mall Operations snapshot (Rs Mn)*	Q1FY14	FY13
Rental Income ^	197	125
Recoveries (CAM and other)	119	92
Total Income	316	217
EBIDTA	210	123
EBIDTA Margin (as % of Rental Income)	107%	98%
EBIDTA Margin (as % of Total Income)	66%	57%
Rental rate (Rs psf. Pm.) for quarter^	100	93
<i>Cash recovered during quarter</i>	312	
<i>Outstanding Debtors till date</i>	173	

**Does not include any income/expenses from Residential sale component*

^Rentals include Events and Signage income

KEY EVENT

PHOENIX MARKETCITY CHENNAI

Magnum Ice-cream launch



When high-street retailers take to malls

R. Ravikumar
Chennai, April 9

A recent Sunday morning saw traffic pile up on Velachery Main Road, caused by a long queue of cars parked along the road.

Their object: Phoenix Market City, a new mall in the vicinity. The mall was not even fully operational. Chennai's shoppers, looking for new experiences, have taken to malls and are soaking in the mall culture.

Be it for an evening stroll, a movie, shopping or eating out, people find malls such as Phoenix and Express Avenue the most comfortable places to be in. Cashing in on this trend, many stores are moving into malls.

For example, multi-brand, high-street retailers such as Rmkv, GRT, Malabar Gold and Diamonds, Nathella, Popat Jamals, Vivek's and Next are cheek by jowl with high-end exclusive brands' outlets.

MORE VISITORS

Besides getting better visibility, these stores get many more visitors than their counterparts on the high street. Housing them is beneficial to mall owners too, as the right tenant mix is critical to attract people, says Vijay Chandra, Managing Director, Sharyans Resources Ltd, which developed Phoenix mall jointly with the Phoenix Mills group.

"It's a chicken-and-egg kind of relationship. Because of a good retail brand mix, malls attract good footfall; this in



Phoenix Market City in Chennai. — Bijoy Ghosh

turn pulls in more retailers," he asserted.

However, there is a question that remains to be answered yet. Do the growing crowds at malls translate into sales? Or will that just be initial euphoria about shopping in the malls that will wane eventually?

Many retailers feel, with the right mix of retail brands, shops in malls will do way better than their high-street counterparts.

Lifestyle, one of the country's largest multi-brand store chains, which opened its first

store at Alwarpet in Chennai, now has most of its outlets located in malls across the country. It recently opened its 35th outlet in Phoenix mall.

Announcing the launch, the company's Managing Director, Kabir Lumba said malls are a much better choice than the high street. According to him, stores in malls do a lot better these days. Maybe the ratio of footfall to conversion could be low in comparison, but in absolute terms, a small percentage of a big crowd could be

pers, but also for retailers. As mall operators take care of the building maintenance and security, retailers are relieved of these worries.

According to V. M. L. Karthikeyan, Director (Marketing), Butterfly Gandhimathi Appliances, malls offer tremendous visibility to product and retail store brands, which also helps increase the number of visitors to their high-street stores. For example, thanks to the presence of Butterfly's appliances in malls, sales in its standalone stores too have gone up many times, he said.

GREATER CHOICE

Bindu Panicker, a hotelier, says she would always prefer malls to high-street stores as there is a greater choice in the former. "If you do not get what you want in one shop, you may find it next door, or at least in another shop in the next floor," Rahul Chandran, an insurance agent, says besides wider choice, malls offer all under one roof. "Even if you have a whole day at your disposal, you spend it in one mall. Movie hall, shopping, food court and children's play area – all in the air-conditioned comfort," he says.

Another shopper says, to top it all, enough parking space is a major advantage in malls. "One can comfortably shop without worrying about his car or bike being towed away by the police," he says.

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much bigger than a big percentage of a small number, he explained.

ANCHOR STORES

The K. Raheja group's department store brand Shopper's Stop too has decided to locate its stores in malls – particularly as anchor stores. Govind Shrikhande, Managing Director and Customer Care Associate, Shoppers Stop Ltd, while launching its store at Ramee mall in Chennai said malls offer the convenience of location and comfort – not just for shop-

KEY HIGHLIGHTS

PHOENIX MARKETCITY PUNE



Key Operating Parameters

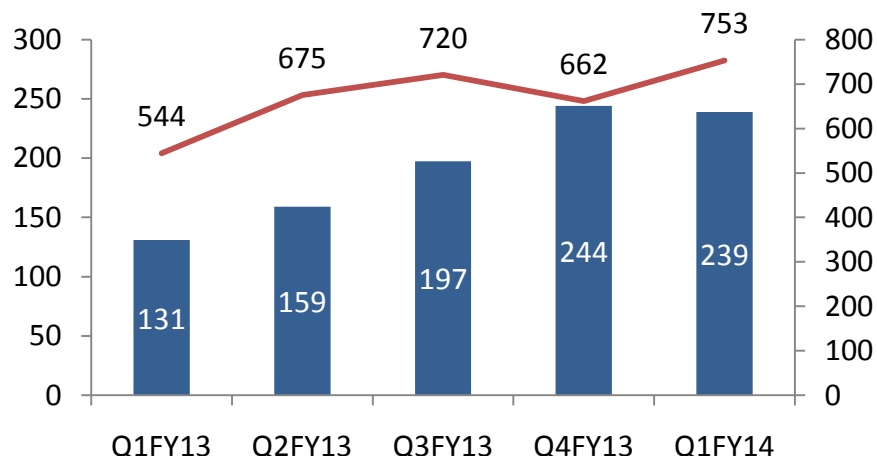
Leasable Area (Mn Sq. Ft.)	1.13
Current Leasing Status	88%
Current Occupancy Status	79%
Number of Stores Trading	256
Avg. License Fees Achieved in Q1FY14 (psf/pm)	Rs.69

Key Financial Details (Rs. Mn)

Equity	1,568
Secured Loan (as on Jun. '13)	4,458
Project Cost (Phase I)	8,053

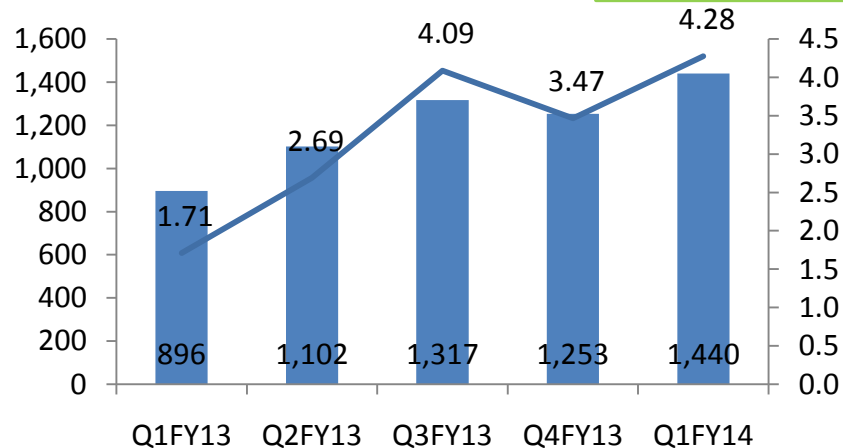
■ 4W ('000s) — Trading Density (Rs/psf on Carpet Area)

TD ↑38% YoY



■ Consumption (Rs Mn) — Footfalls (in Mn)

Sales ↑61% YoY



FINANCIALS

PHOENIX MARKETCITY PUNE

Unaudited Mall Operations snapshot (Rs Mn)*	Q1FY14	Q1FY13	YoY (%)	Q4FY13	QoQ (%)
Rental Income ^	183	142	28.7%	184	-0.4%
Recoveries (CAM and other)	152	112	35.4%	131	15.4%
Total Income	334	254	31.6%	315	6.1%
EBIDTA	191	126	51.7%	184	4.0%
EBIDTA Margin (as % of Rental Income)	105%	89%		100%	
EBIDTA Margin (as % of Total Income)	57%	50%		58%	
Rental rate (Rs psf. Pm.) for quarter^	69	60		67	
<i>Cash recovered during quarter</i>	335	252			
<i>Outstanding Debtors till date</i>	150	133			

**Does not include any income/expenses from commercial sale component*

^Rental Income includes Events and Signage income.

EVENTS

PHOENIX MARKETCITY PUNE

Pune Street Fest.....

A roaring success



KEY HIGHLIGHTS PHOENIX MARKETCITY BENGALURU



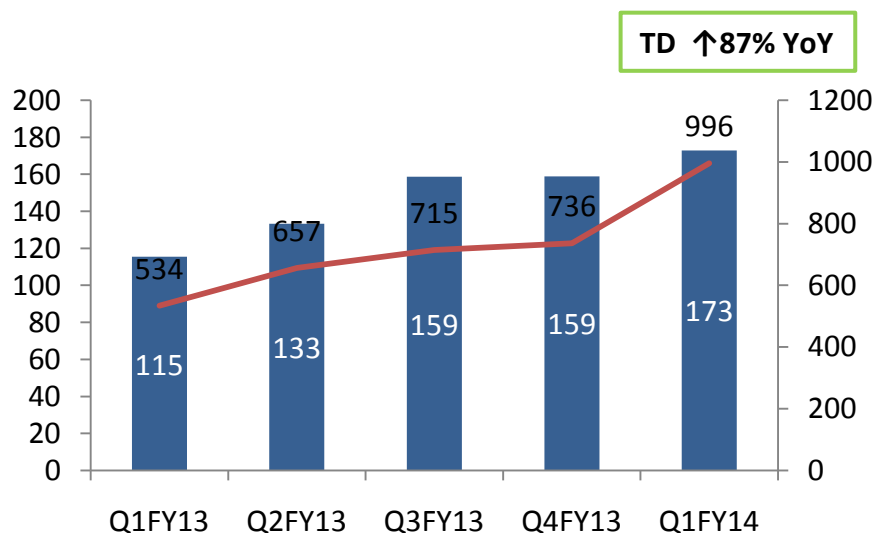
Key Operating Parameters

Leasable Area (Mn Sq. Ft.)	0.98
Current Leasing Status	93%
Current Occupancy Status	88%
Number of Stores Trading	244
Avg. License Fees Achieved in Q1FY14 (psf/pm)	Rs.68

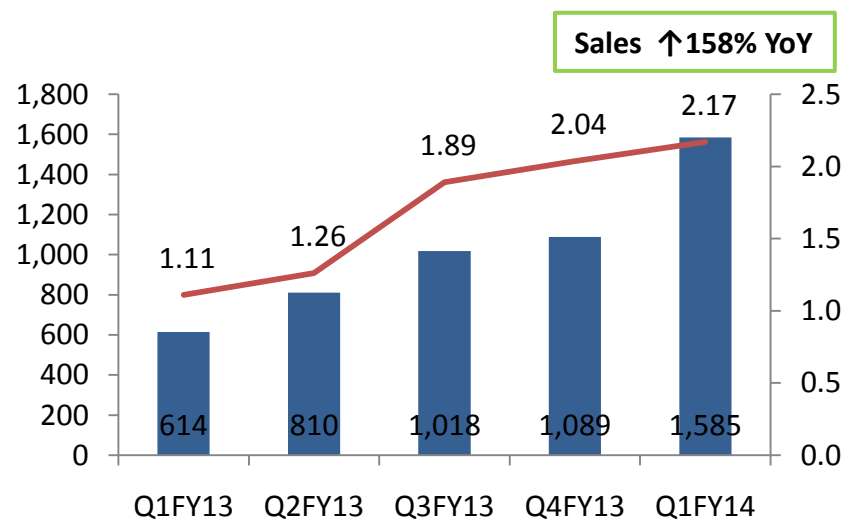
Key Financial Details (Rs. Mn)

Equity	1,950
Secured Loan (as on June. '13)	3,855
Project Cost (Phase I)	6,111

■ 4W ('000s) — Trading Density (Rs/psf on Carpet Area)



■ Consumption (Rs Mn) — Footfalls (in Mn)



FINANCIALS

PHOENIX MARKETCITY BENGALURU

Unaudited Mall Operations snapshot (Rs Mn)	Q1FY14	Q1FY13	YoY (%)	Q4FY13	QoQ (%)
Rental Income ^	180	129	39.6%	173	3.8%
Recoveries (CAM and other)	117	84	39.3%	111	5.1%
Total Income	297	213	39.5%	284	4.3%
EBIDTA	202	126	60.0%	204	-1.3%
EBIDTA Margin (as % of Rental Income)	112%	98%		118%	
EBIDTA Margin (as % of Total Income)	68%	59%		72%	
Rental rate (Rs psf. Pm.) for quarter^	68	63		67	
<i>Cash recovered during quarter</i>	295	206			
<i>Outstanding Debtors till date</i>	211	141			

^Rentals include Events and Signage income

KEY EVENT

PHOENIX MARKETCITY BENGALURU

PVR Cinemas
opened in the last
week of June



KEY HIGHLIGHTS

PHOENIX MARKETCITY KURLA



Key Operating Parameters

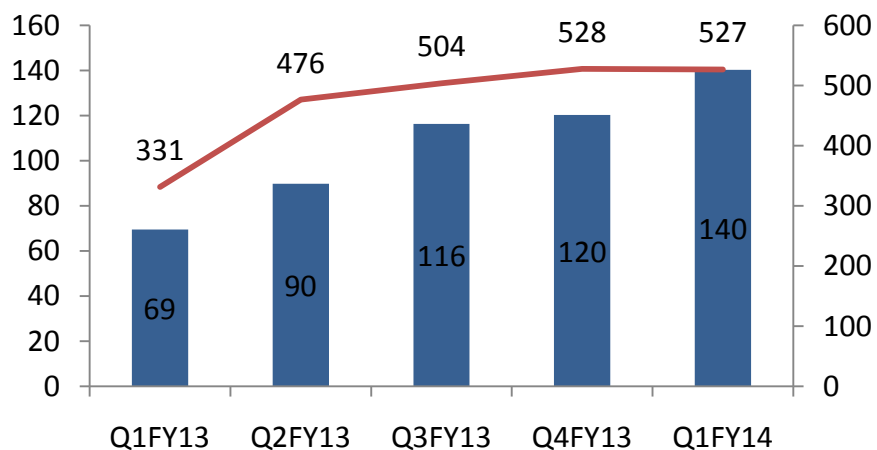
Leasable Area (Mn Sq. Ft.)	1.14
Current Leasing Status	91%
Current Occupancy Status	81%
Number of Stores Trading	239
Avg. License Fees Achieved in Q1FY14 (psf/pm)	Rs. 84

Key Financial Details (Rs. Mn)

Equity	3,091
Secured Loan (Jun '13)	6,522
Project Cost (Phase I)	11,160

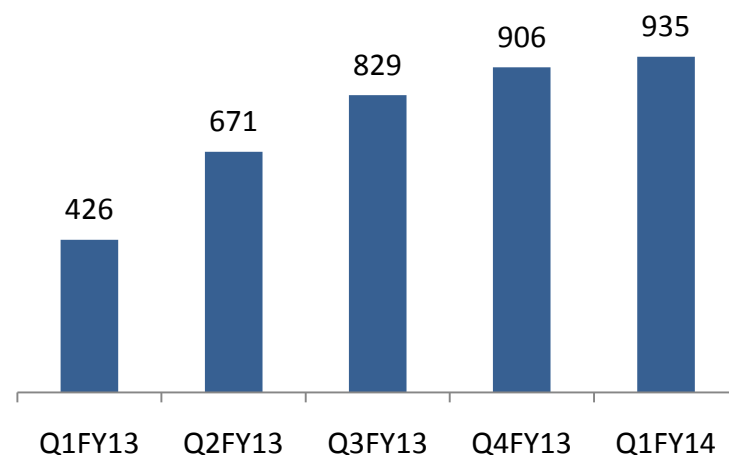
■ 4W ('000s) — Trading Density (Rs/psf on Carpet Area)

TD ↑59% YoY



■ Consumption (Rs Mn)

↑119% YoY



FINANCIALS

PHOENIX MARKETCITY KURLA

Unaudited Mall Operations snapshot (Rs Mn)*	Q1FY14	Q1FY13	YoY (%)	Q4FY13	QoQ (%)
Rental Income ^	226	131	72.5%	230	-1.9%
Recoveries (CAM and other)	115	67	72.0%	121	-5.2%
Total Income	341	198	72.3%	352	-3.0%
EBIDTA	244	106	130.9%	250	-2.2%
EBIDTA Margin (as % of Rental Income)	108%	81%		108%	
EBIDTA Margin (as % of Total Income)	72%	53%		71%	
Rental rate (Rs psf. Pm.) for quarter^	84	70		88	
Cash recovered during quarter	280	175			
Outstanding Debtors till date	426	196			

**Does not include any income/expenses from commercial sale component*

^Rentals include Events and Signage income

KEY EVENT

PHOENIX MARKETCITY KURLA

Grand opening of
Malabar Gold &
Diamonds this month





KEY HIGHLIGHTS

DEVELOPMENT PORTFOLIO

Location	Project	Type	SPV	Area Msf	Area Sold (Mn sq.ft.)	Sales (Rs. Mn)	Collection (Rs. Mn)
Pune	East Court	Commercial	Vamona Developers	0.25	0.24	1,495	1,480
	Phase II	Commercial	Vamona Developers	0.28	-	-	-
	Phase II	Residential	Alliance Hospitality	0.35	-	-	-
Mumbai	Centrium (15LBS)	Commercial	Offbeat Developers	0.28	0.26	2,310	2,145
	Orion Park	Commercial	Offbeat Developers	0.84	0.40	3,510	1,190
	Phoenix Bazaar	Commercial	Graceworks Realty	0.42	0.04	410	150
Chennai	The Crest - A&B	Residential	Classic Housing	0.21	0.11	880	600
	The Crest - C	Residential	Classic Mall	0.25	0.19	1,405	1,055
	Phase II	Residential	Starboard Hotels	0.42	-	-	-
Bengaluru	One Bangalore W	Residential	Palladium Constructions Platinum Hospitality	2.95	0.78	6,340	1,590
	Phase I	Residential	Island Star Mall	0.67	-	-	-
	Phase II	Residential	Island Star Mall	0.35	-	-	-

ONE BANGALORE WEST – CONSTRUCTION PROGRESS





KEY HIGHLIGHTS

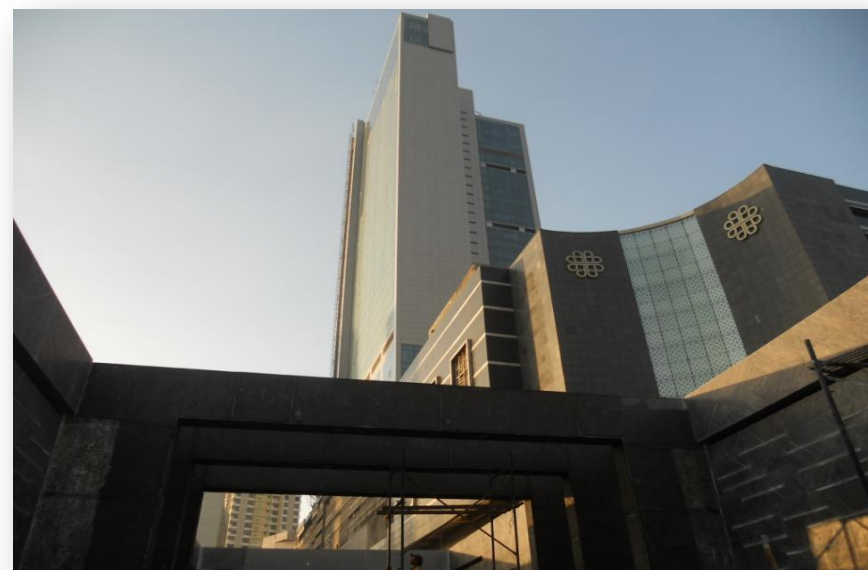
SHANGRI – LA



Key Facts

Rooms	390
Service Apartments	19
Restaurants	11
Banquet areas (Sq Ft)	45,000
Equity (Rs Mn)	2,946
Debt (Rs Mn)	6,526
Project Cost (Rs Mn)	10,500

- Shangri – La commenced operations on December 19th, 2012
- The hotel features 390 spacious and elegantly appointed rooms, including 32 suites, with stunning views of the city, race course and the Arabian Sea
- 221 rooms were operational as of 30th June, 2013. The room count is expected to increase to 300 in August and thereafter the rooms will increase in a phased manner to 390 depending on demand.
- Currently only 3 restaurants are operational. Another 3 restaurants will open in August. The remaining restaurants will be opened by September.





Un-audited Financials Snapshot (Rs Mn)	Q1FY14	FY13
Revenue from Room Rent	59	58
Revenue from F&B and Banqueting	91	94
Other Income	8	10
Total Income	158	162
EBITDA	(7)	(106)
Key Operating Parameters		
Rooms Operational as on June. '13	221	190
Avg. occupancy for Q1FY14	40%	54%
Avg. Room Rates for Q1FY14	8,473	9,574



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TIER 2 AND TIER 3 DEVELOPMENTS

Big Apple Real Estate Pvt Ltd

- Investment of Rs. 1.1 bn for a 77.2% stake
- BARE operates its malls under the brand name of 'Phoenix United'
- 2 malls of 0.35 msf leasable area each are operational at Lucknow and Bareilly since May 2010 and March 2012 respectively



Entertainment World Developers Pvt Ltd

- Investment of Rs. 1,590 mn for 40.3% stake
- Develops retail, hospitality and residential projects across emerging cities in central India
- Operates under the brand name 'TREASURE'
- Four malls operational with 1.3 million sq ft of leasable area and additional 3 million sq ft leasable area expected to be operational in the next 12-18 months





KEY INSTITUTIONAL INVESTORS



For more information on the Company, its projects and services please log on to

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The financial projections, expected launch dates of projects, estimated areas etc. contained herein are estimates, based on current market conditions, regulations, norms and business plans of the Company. References to developable or chargeable areas are based on existing real estate regulations, approvals existing, approvals expected, allowances and current development plans. Changes in real estate regulations and market conditions in future may result in variances from the financial projections and/or the estimated project areas, which are beyond the control of the Company.

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THANK YOU