



# Investor Presentation

December 31, 2007

A wonderful world



# Zain

## Disclaimer

Certain expectations and projections regarding future performance of the company referenced in this presentation may be “forward-looking” statements within the meaning of applicable securities laws and regulations.

These are statements which the management believes are true at the time of their preparation based on available data and information and are subject to certain future events and uncertainties, that could cause actual results to differ materially from those anticipated in these forward-looking statements.



# Zain...

## becoming a Global Telecoms Player

### Who we are now

- Zain is an emerging telecoms player operating in **22 countries\*** in the Middle East and Africa and serving over **42 million** active customers.
- The company is the leading mobile telecom operator in **13** of its markets, while 6 are in second position
- **Revenues: US\$ 5.9 billion, EBITDA: US\$ 2.6 billion, Net Income: US\$ 1.1 billion** in 2007

### Strategic Objectives by 2011

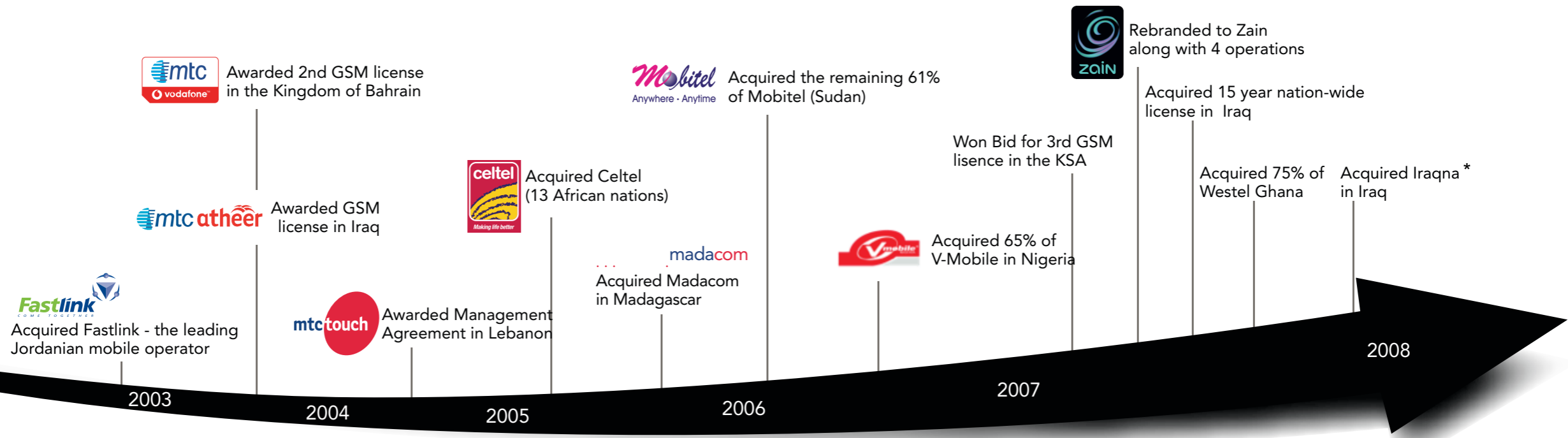
- Become one of the **top 10** mobile telecommunications companies in the world
- **US\$ 6 billion** in EBITDA
- Reach a customer base of **110 million** (organic growth)
- Become a truly multinational organization and management team

\*Operation in Ghana & the Kingdom of Saudi Arabia will start during the 2nd half of 2008.



# Zain's Historical Growth

## From a National Player to an Emerging Markets Leader



\* MTC Atheer & Iraqna jointly operate under the Zain brand"



# Zain's Historical Growth

## From a National Player to an Emerging Markets Leader

1983-2002

Population under license: 3.2 million  
Number of Operations: 1

2002-2005

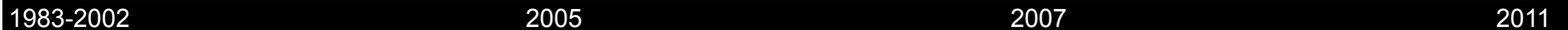
Population under license: 42.8 million  
Number of Operations: 5

2005-2007

Population under license: 546 million  
Number of Operations: 22



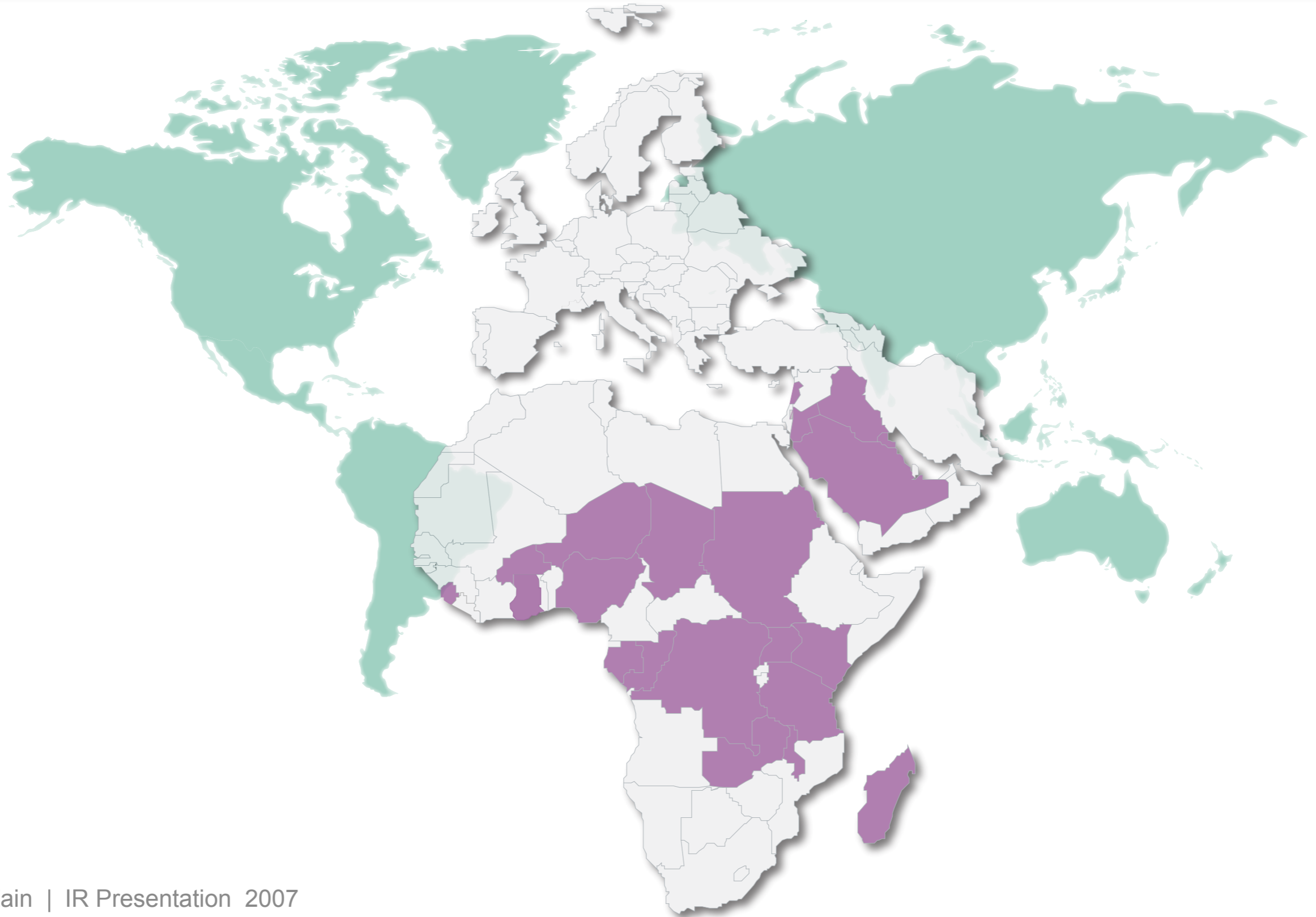
Customers  
Revenues





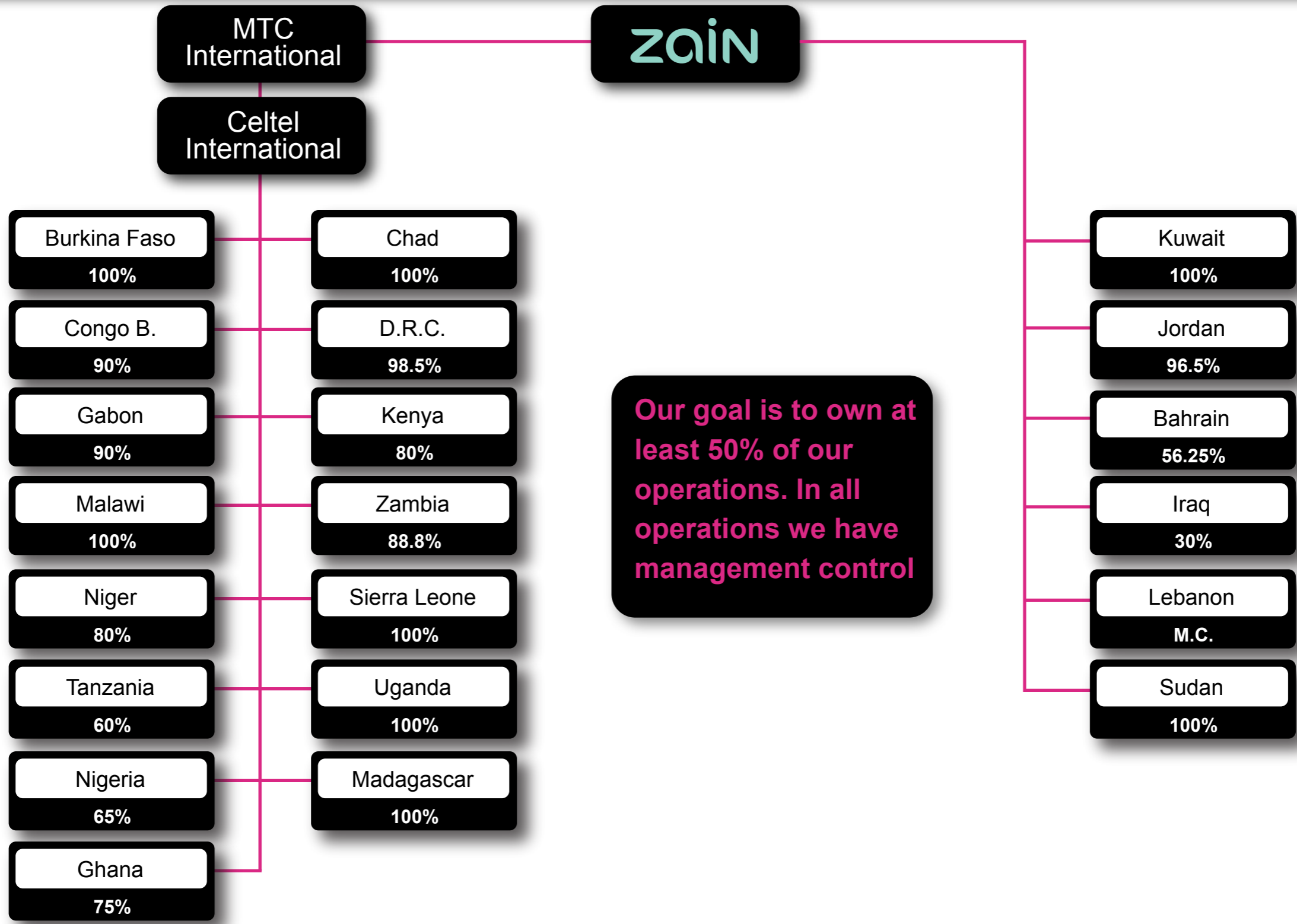
# Zain's Historical Growth

From a National Player to an Emerging Markets Leader





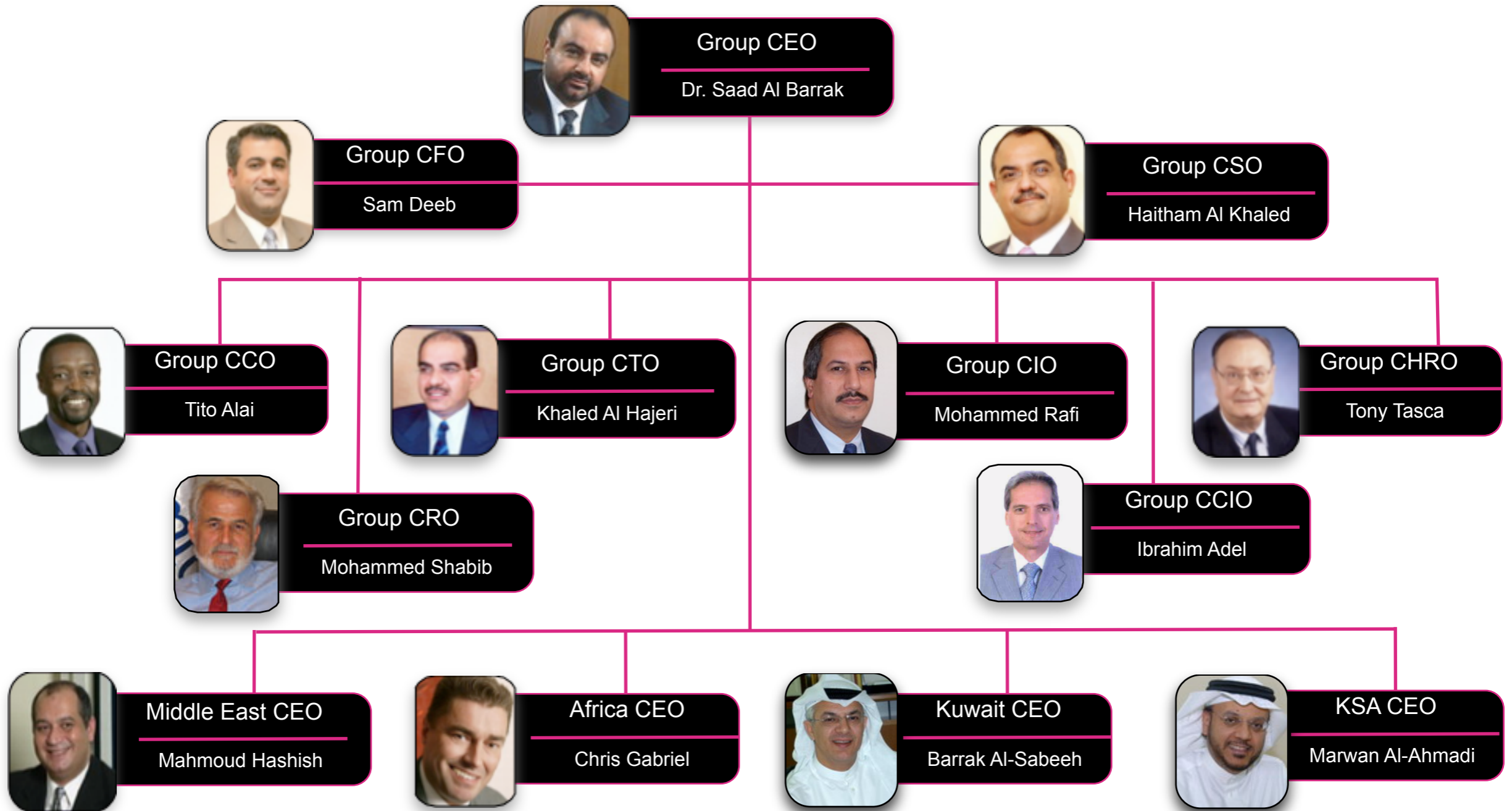
# Group Structure





# Executive Management

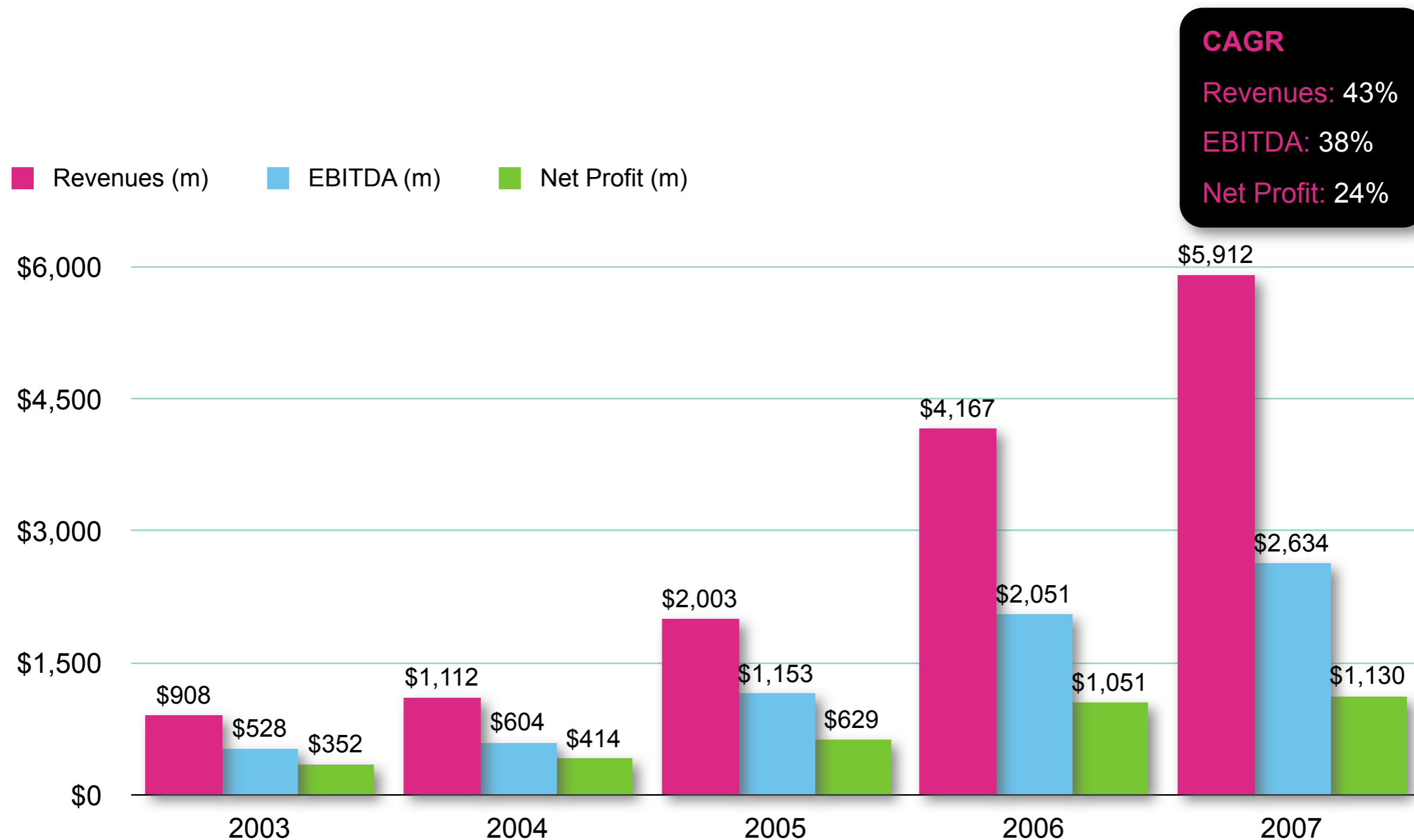
## Unified and Experienced Management Team





# Zain's Key Performance Indicators

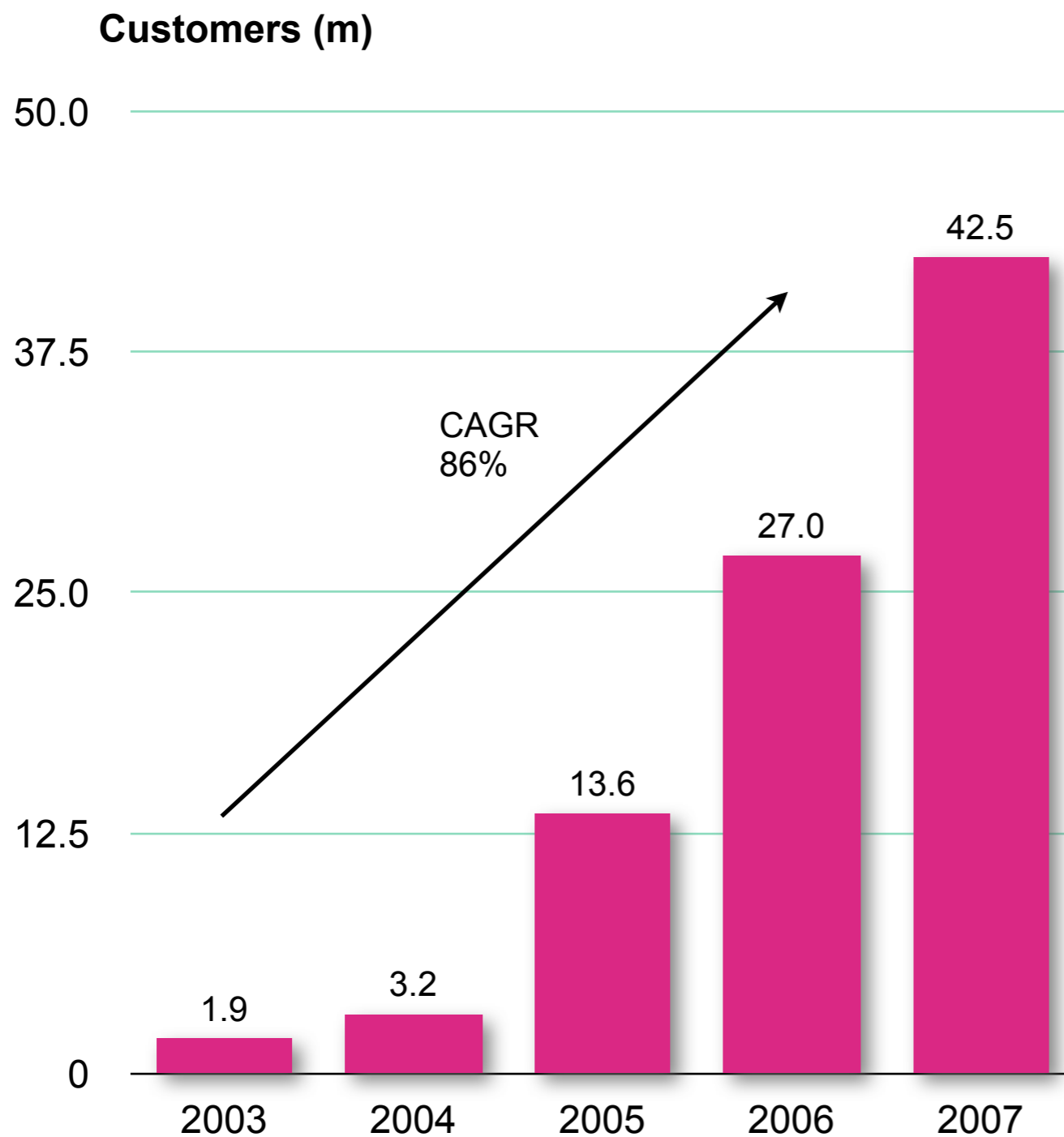
## Our Achievements





# Zain's Customers

## Driven by Organic Growth



### Customer Growth

Our customer numbers increased organically driven by the high growth markets on the African continent

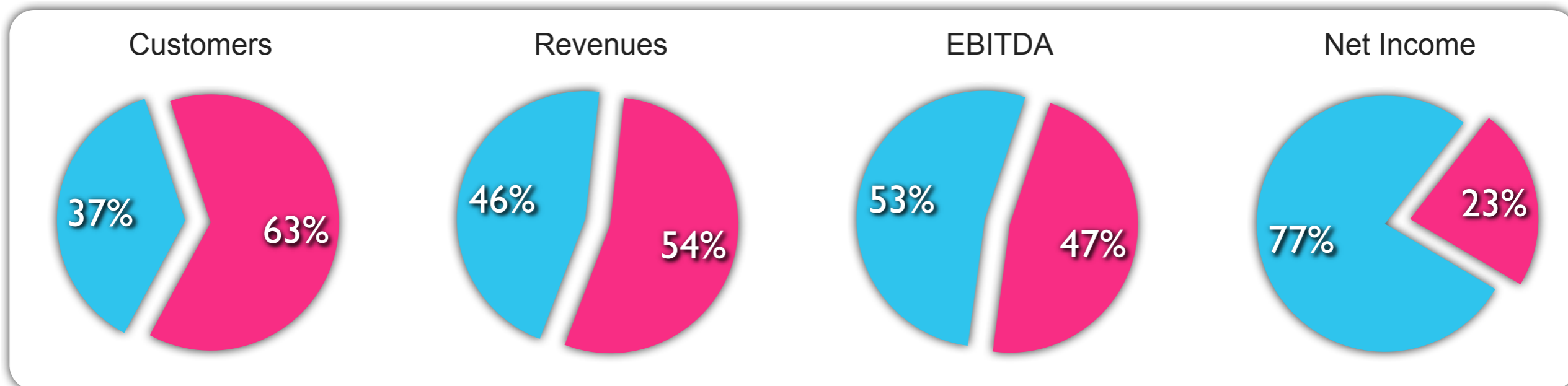


# Zain's Key Performance Indicators

## Synergies of Two Regions

### Regional Contribution

● Africa  
● Middle East

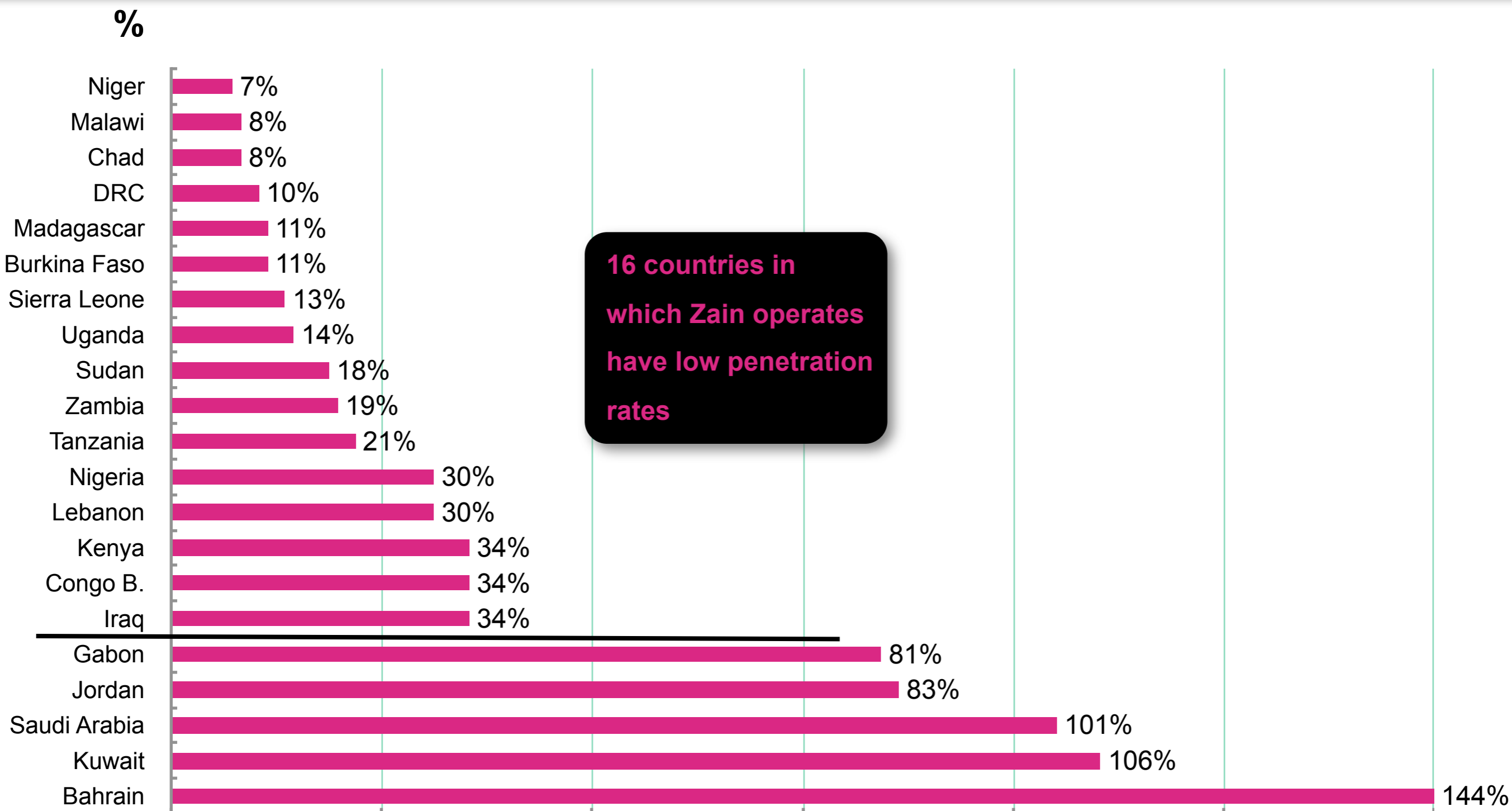


Full Year 2007	Customers (m)	Revenues (m)	EBITDA (m)	Net Income (m)
Middle East	15.682	\$2,748	\$1,390	\$874
Africa	26.819	\$3,164	\$1,244	\$256
Group Total	42.501	\$5,912	\$2,634	\$1,130
YoY Growth	+57% ▲	+32% ▲	+29% ▲	+11% ▲



# Penetration Rates

## Substantial Potential for Future Growth

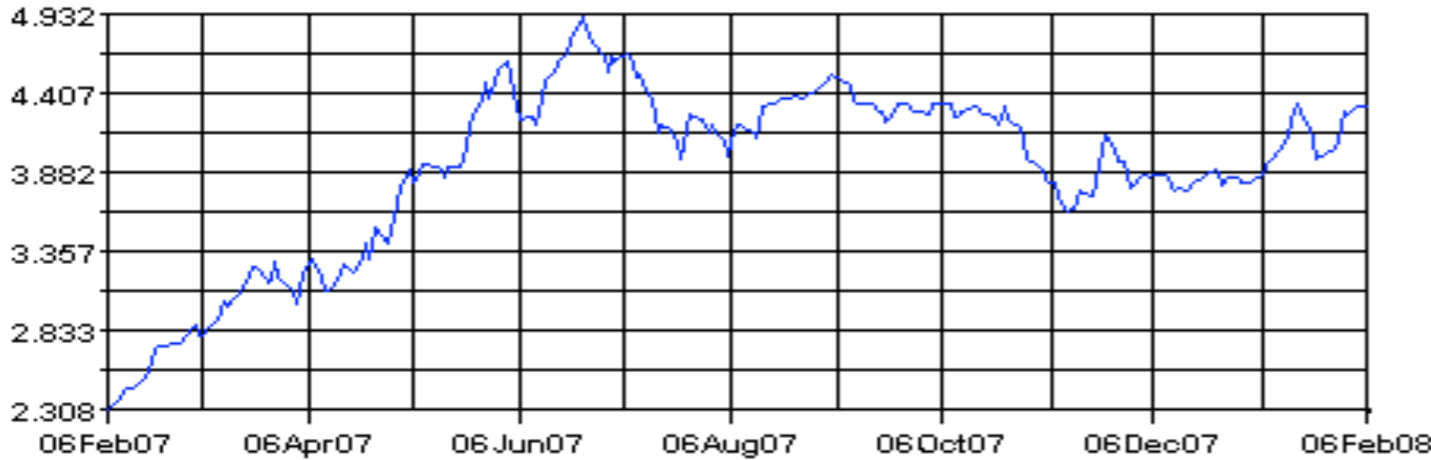


Source: Informa



# Zain's Stock Price

## Building Investor Confidence



Zain's market cap recorded a **96% year-on-year increase** as of February 4, 2008.

As of end of year 2007, Zain had a total of **1,895,655,826 shares outstanding**.

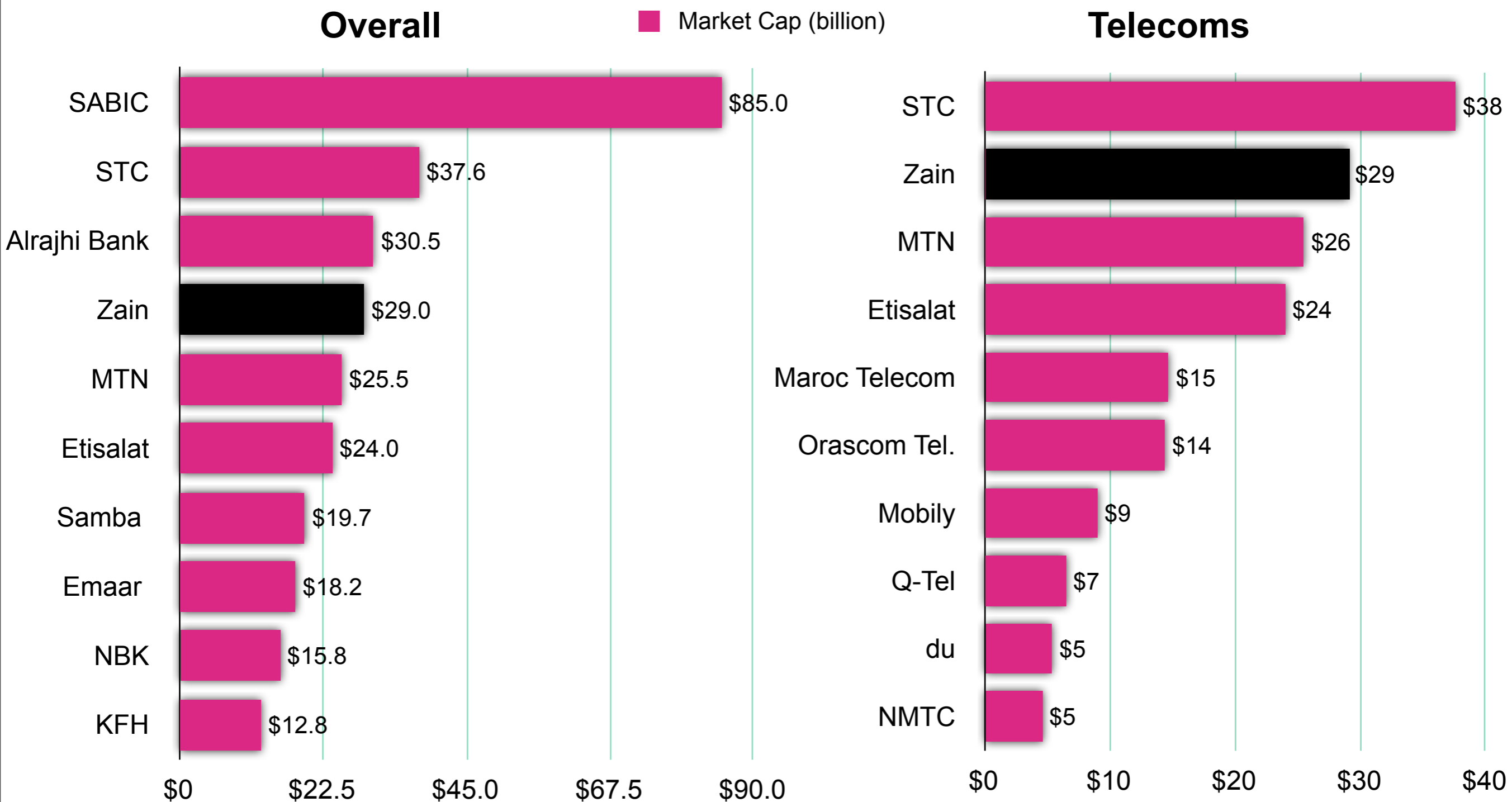
USD (million)	2004	2005	2006	2007
Average Daily Trading (value)	4.25	9.49	8.67	78.40
Average Daily Trading (share)	359,819	633,730	806,075	5,851,533
Return on Investment from Jan 2003 to Dec 2007 (Dividends & Price Appreciation)				292%
Annual CAGR (from 2002 to 2007)				11%

- Zain distributed 5%, 7%, 15%, 50% bonus shares on April 2004, 2005, 2006, 2007 respectively
- Zain Recorder high trading in April 18, 2007 (532 million shares) (6.07 billion USD)



# Top 10 Companies in Middle East & Africa

## Overall and Telecoms



As of 15 August, 2007

Source: Reuters



# Moving Forward

## Expansion

- Start of operations in KSA by Q4 2008
- Acquired a 15-year nation-wide license in Iraq; Acquired Iraqna. MTC-Atheer & Iraqna jointly operate under Zain brand
- Acquired 75% of Westel in Ghana with a 15-year license
- Bidding for a license in Lebanon
- Assessing viable opportunities in key adjacent markets

## IPO

- The Zain Group is working towards a primary listing on the London Stock Exchange (LSE) in 2008
- Zain's K.S.C stock will continue to be listed on the Kuwait Stock Exchange under the stock ticker ZAIN
- The Zain consortium in KSA will take the company public, thus reducing the company's stake to 25%

## ACE

- Zain will become one of the **Top-10 mobile operators in the world by 2011**





# One Network

## Innovative Services Guaranteeing Further Competitive Advantages

### What is One Network?

- The **world's first** border-less mobile network connecting 12 countries - started in Sept. 2006 and further expanded in June and November 2007
- Includes Burkina Faso, Chad, Congo, Democratic Republic of Congo, Gabon, Kenya, Malawi, Niger, Nigeria, Sudan, Tanzania, and Uganda - thus covering an area more than twice the size of the European Union with over 400 million people.
- Allows post-paid and pre-paid Celtel subscribers in all twelve countries to:
  - Make calls at local rates,
  - Receive incoming calls free of charge
  - Use voice mail and other local services anywhere
  - Top-up their pre-paid phones with airtime cards bought in their home country or any of the twelve countries they are located in.



# Zain's Mobile Operations



# Regional Characteristics

## Middle East

Mature Market

High ARPU

Moderate Growth

## Africa

Emerging Markets

Medium ARPU

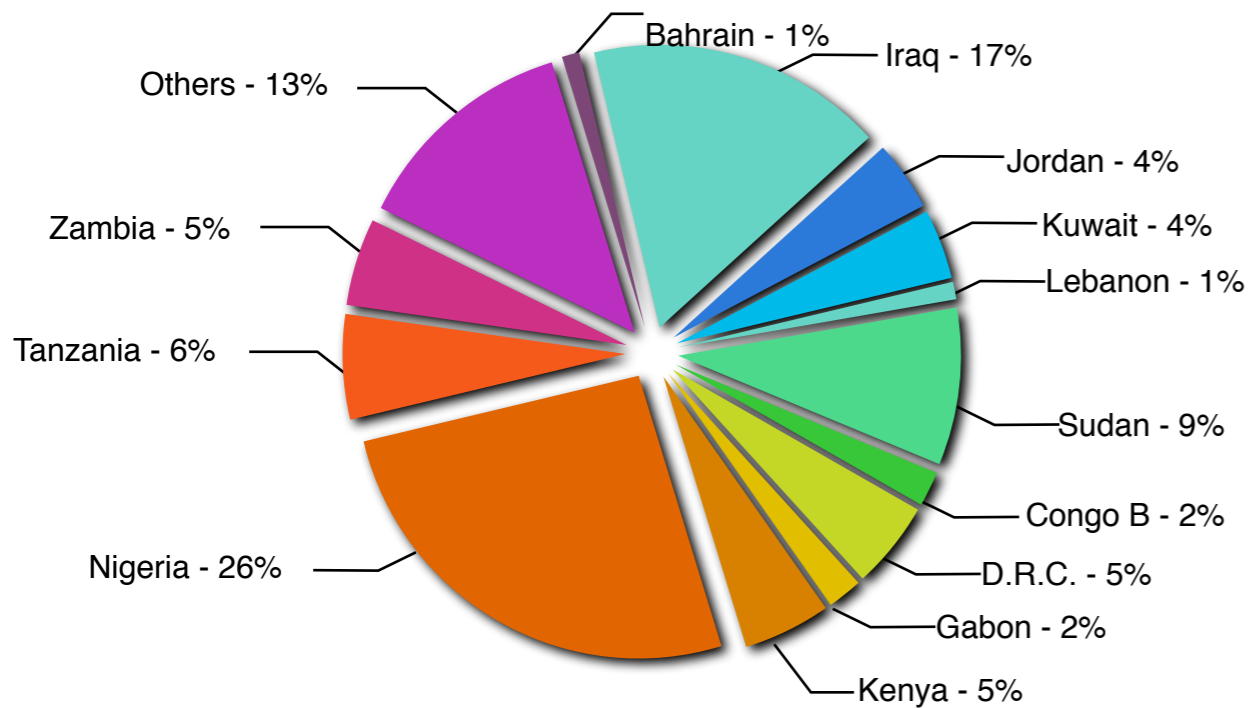
Very High Growth



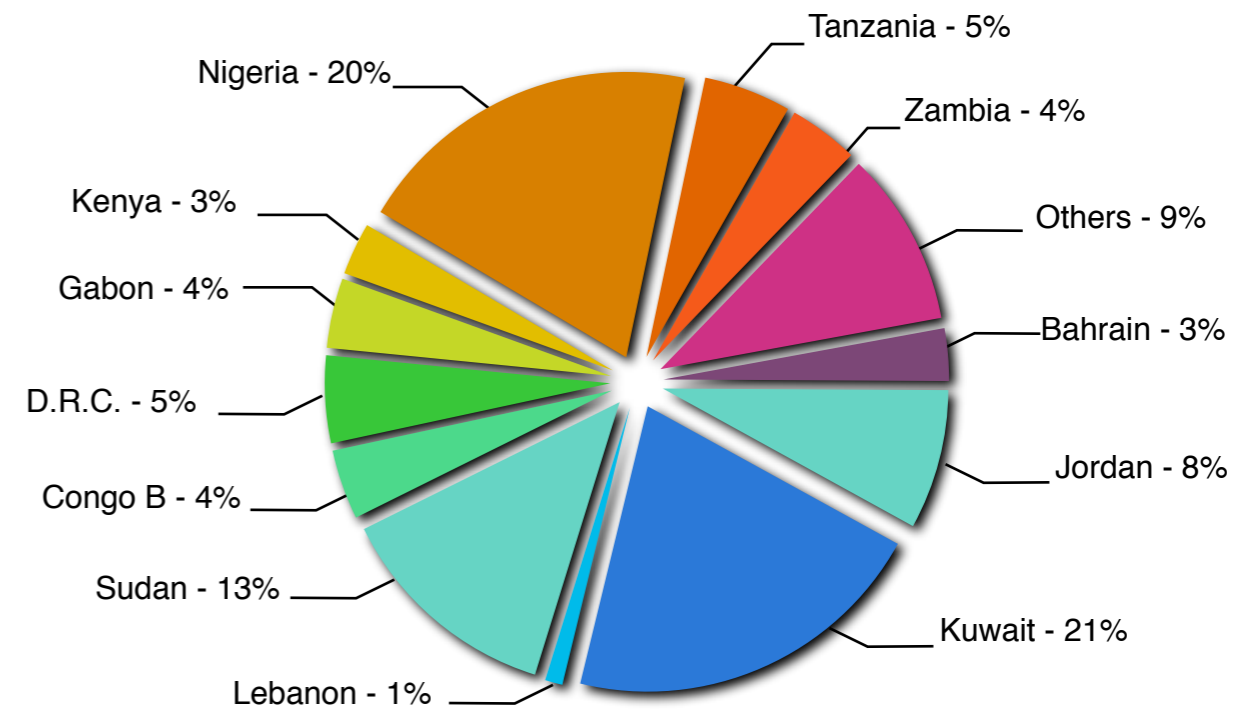


# Zain Group Country Breakdown

## Zain Group Customers

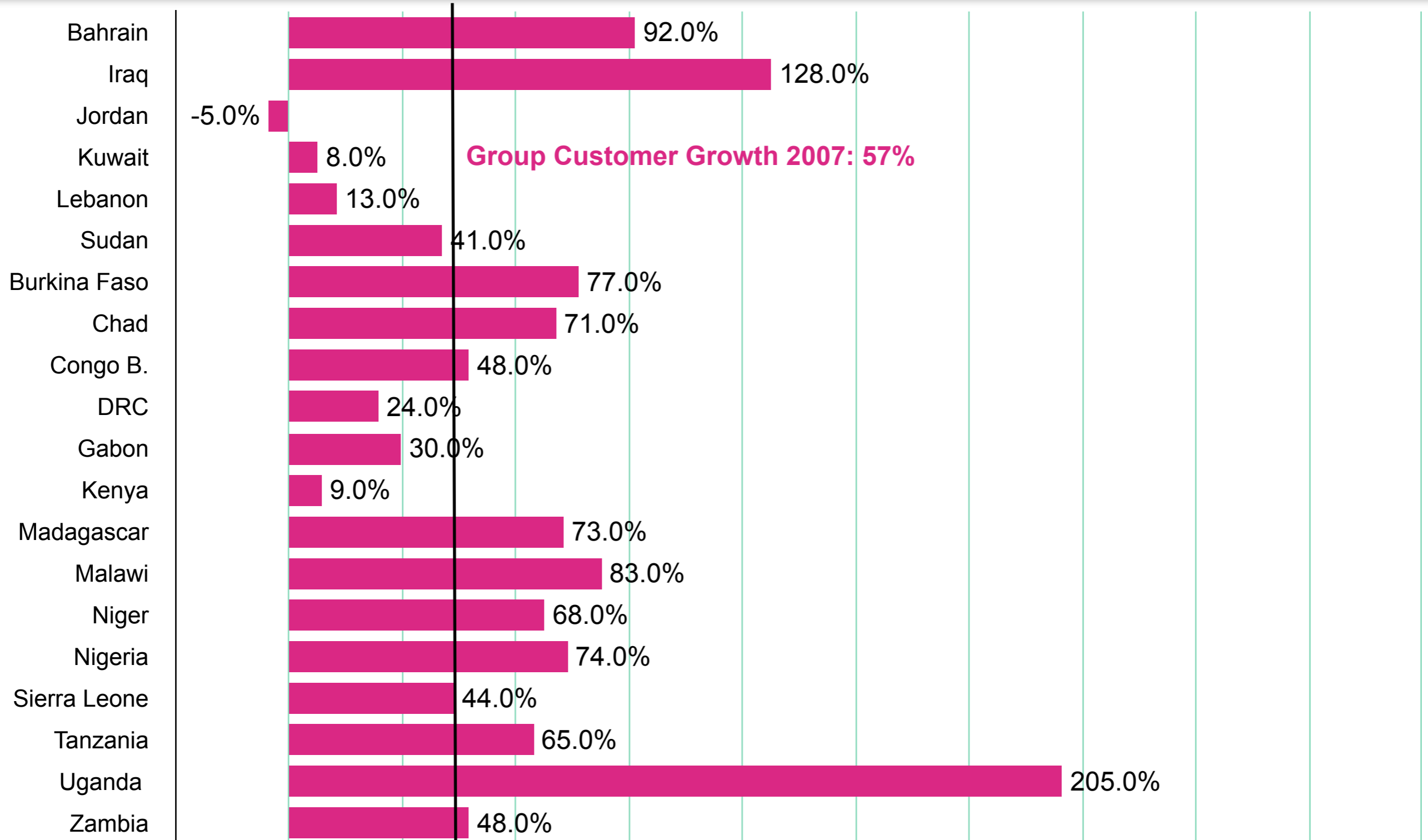


## Zain Group Revenues





# Zain Group Customer Growth

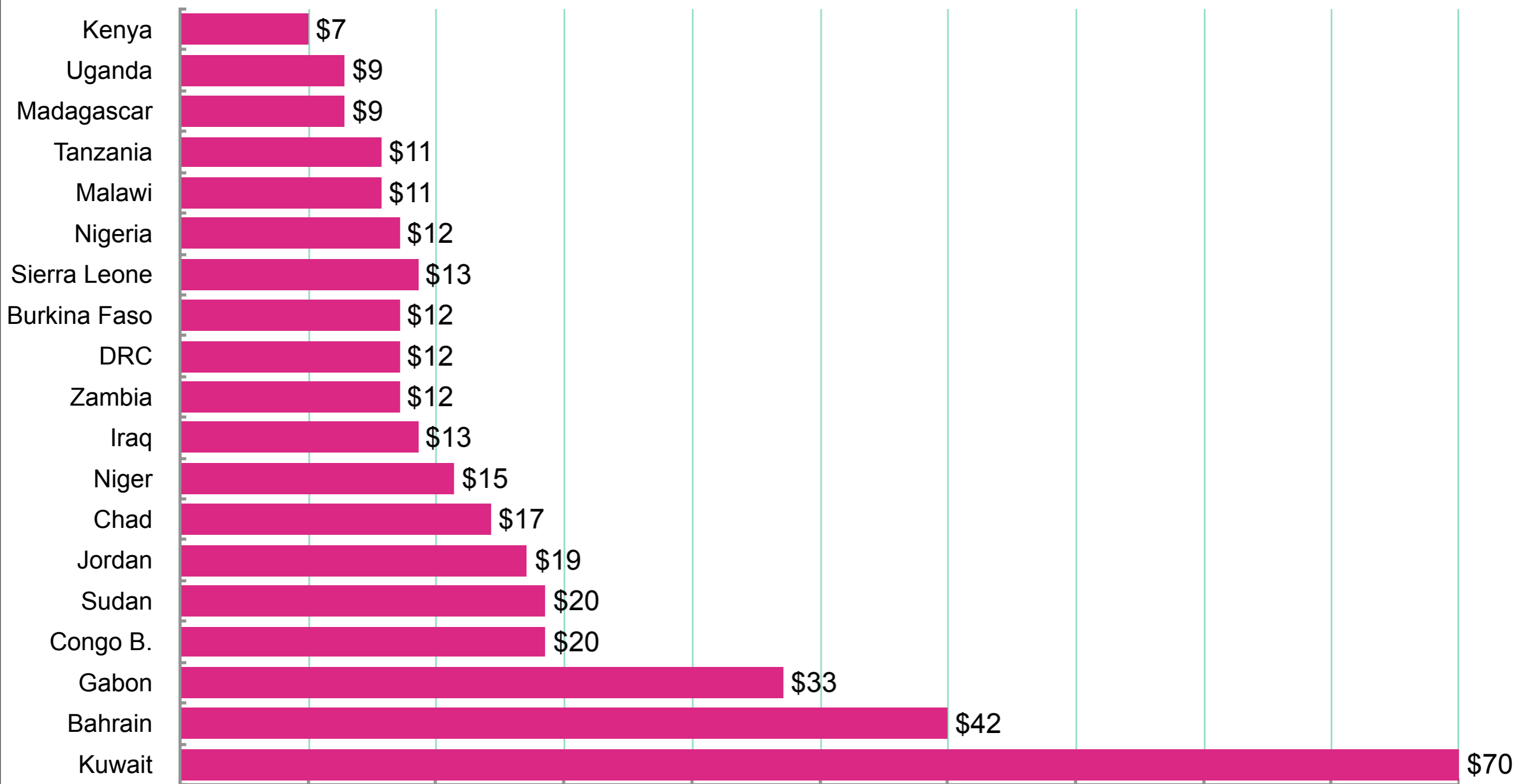




# Blended ARPUs

Q4-2007

US\$

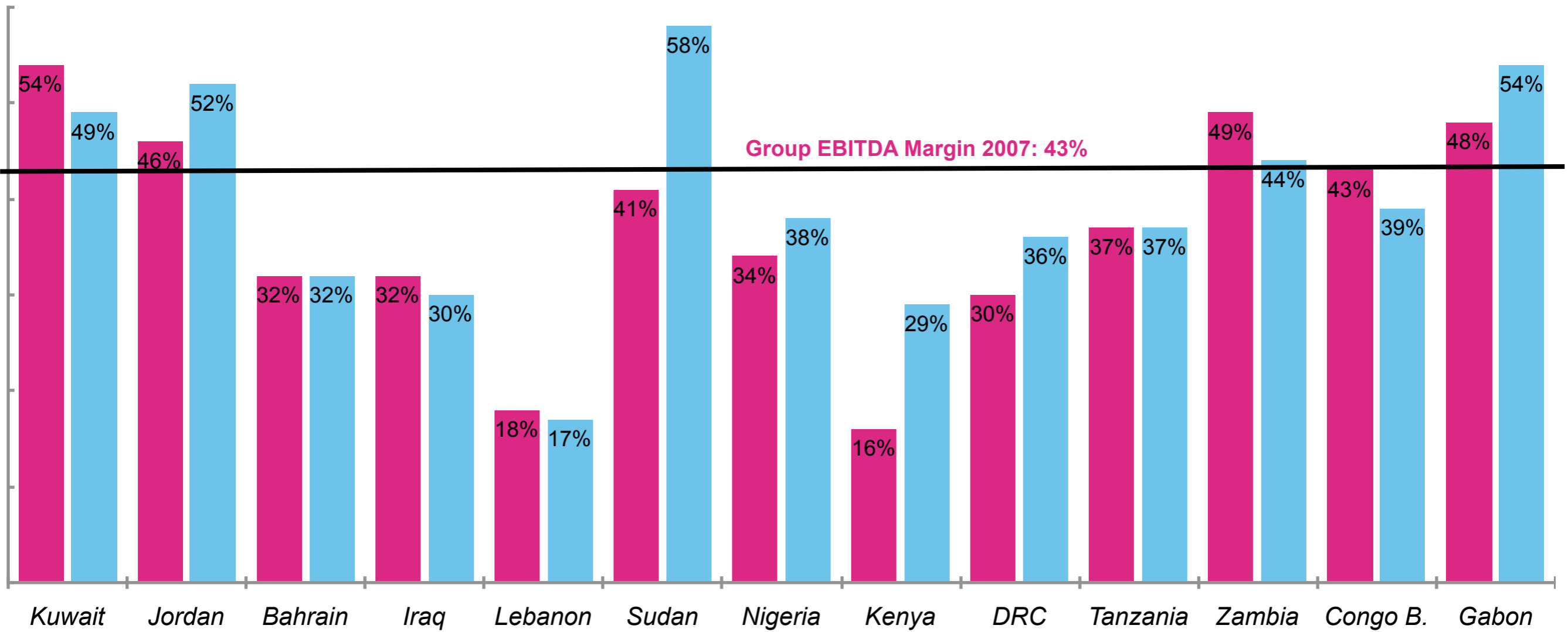


Note: Lebanon ARPU not included due to Management Contract



# EBITDA Margins

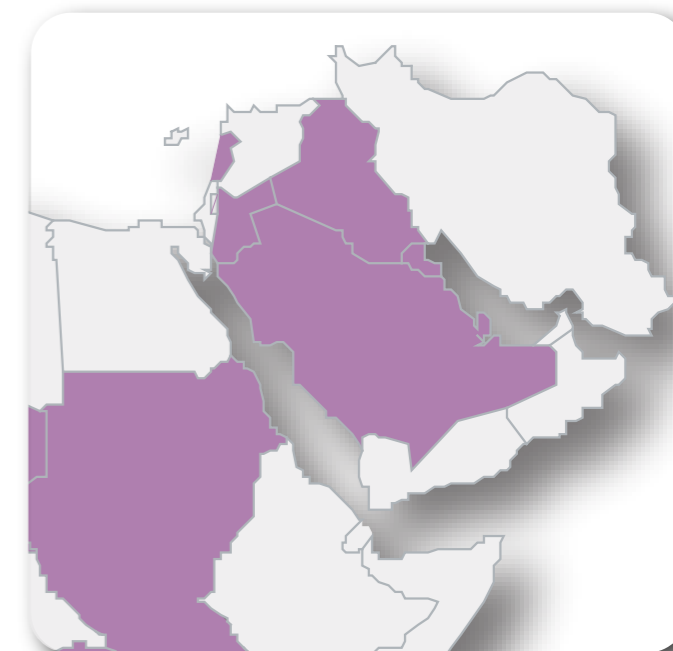
2007  
2006



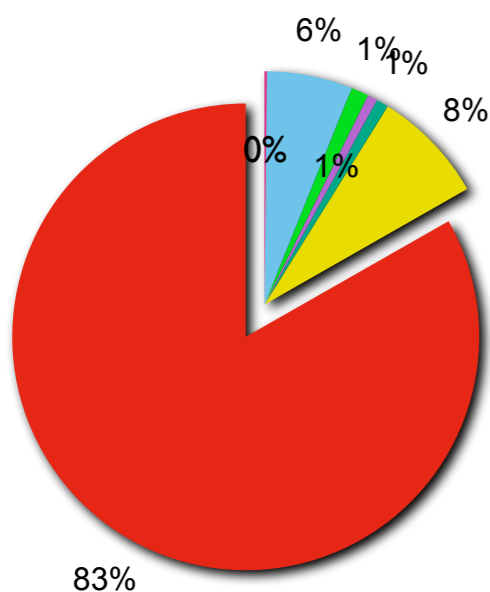


# Middle East Overview

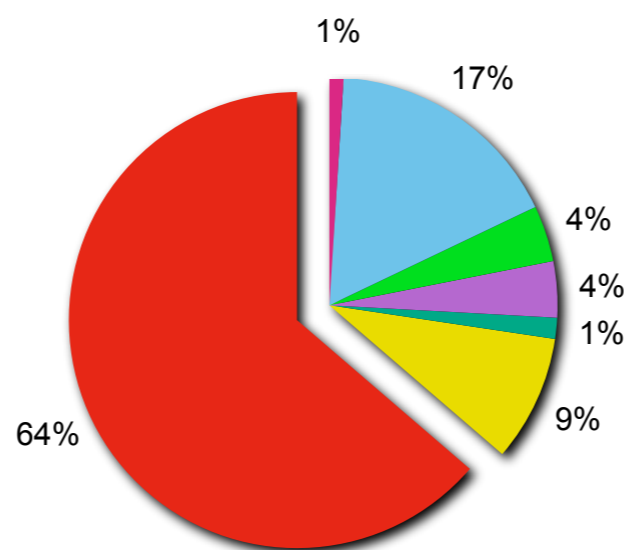
	Population (000s)	Customers (000s)
Kuwait	3,400	1,576
Jordan	5,900	1,858
Bahrain	800	448
Iraq	28,900	7,287
Lebanon	4,100	630
Sudan	38,500	3,883
<b>Total</b>	<b>81,600</b>	<b>15,682</b>



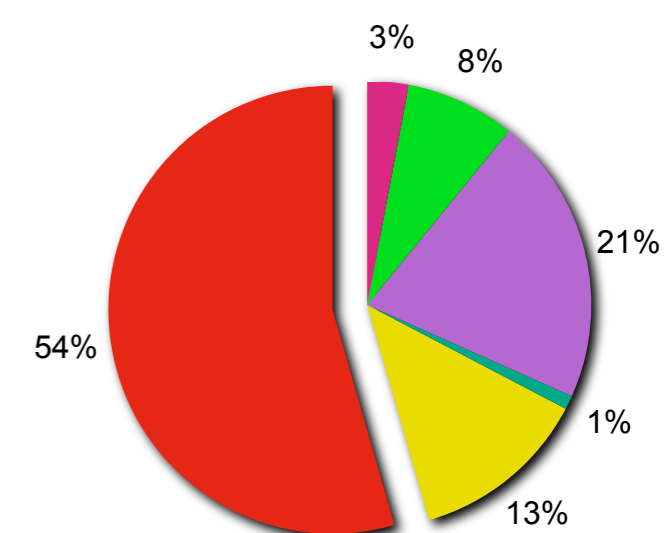
Population Breakdown



Customer Breakdown



Revenues Breakdown  
Full year 2007



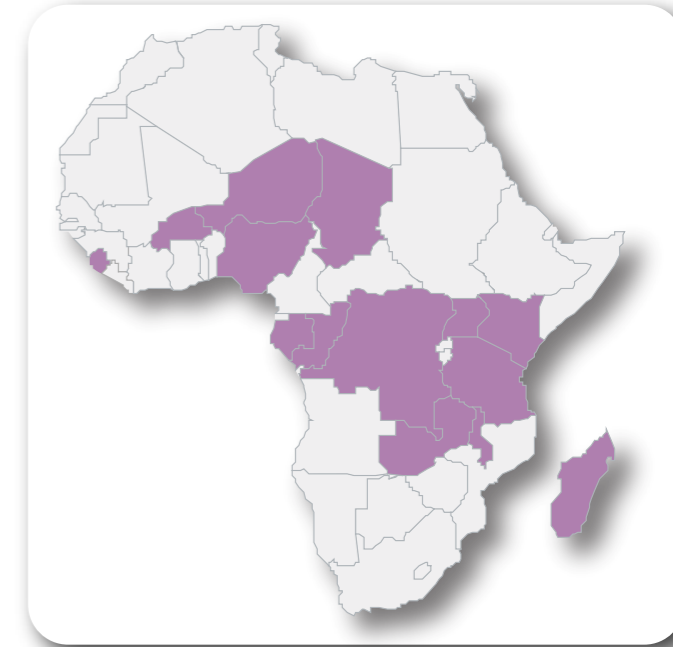
Iraq is not consolidated

● Bahrain   
 ● Iraq   
 ● Jordan   
 ● Kuwait   
 ● Lebanon   
 ● Sudan   
 ● Africa

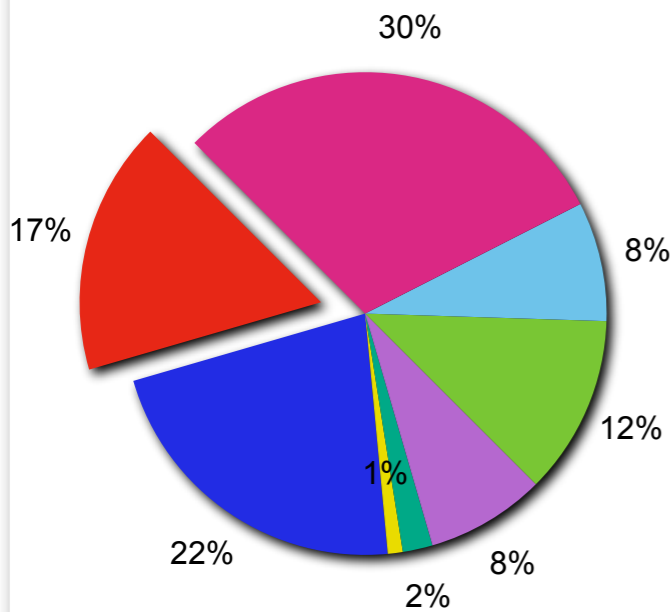


# Africa Overview

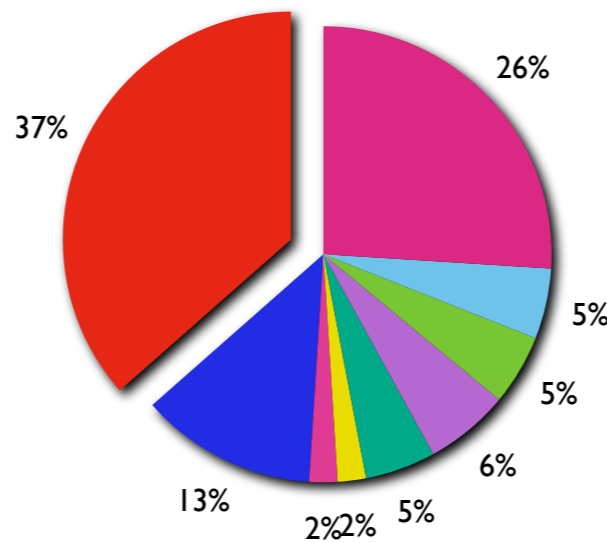
	Population (000s)	Customers (000s)
Nigeria	146,200	11,098
Kenya	37,500	2,104
DRC	59,300	2,273
Tanzania	39,700	2,507
Zambia	11,900	1,966
Congo Brazzaville	3,800	1,014
Gabon	1,300	666
Others	105,930	5,191
<b>Total</b>	<b>405,630</b>	<b>26,819</b>



Population Breakdown

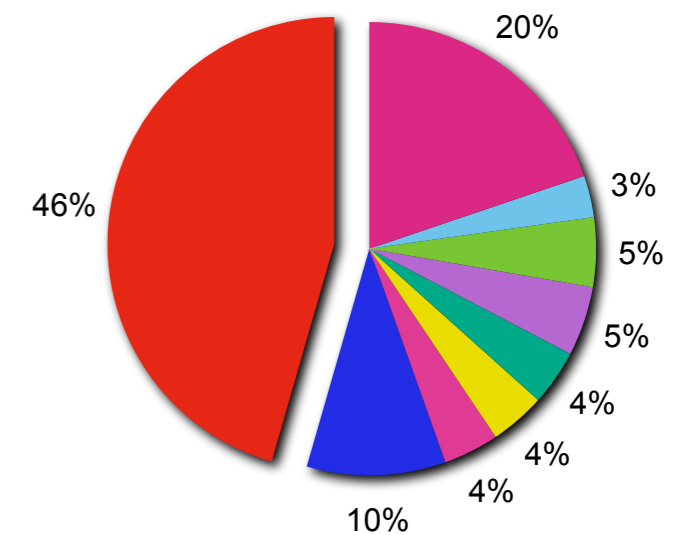


Customer Breakdown



Revenues Breakdown

Full year 2007



- Nigeria
- Kenya
- DRC
- Tanzania
- Zambia
- Congo B.
- Gabon
- Others
- Middle East



# Kuwait

## Zain

Contribution to Group total - Population: **1%** Customers: **4%** Revenues: **21%** - Customer YoY Growth: **8%**

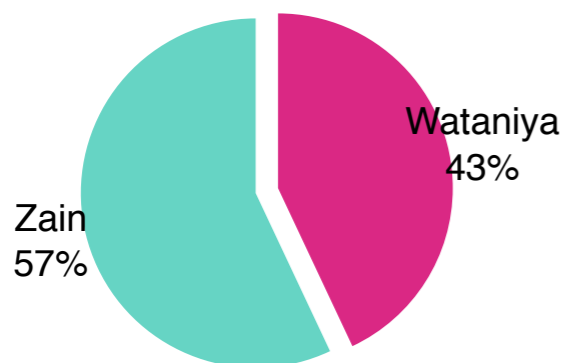
- Zain in Kuwait is the single largest contributor to the Zain Group's Net Income on the back of one of the region's highest ARPUs and sustained economic growth.
- In September 2007, the Kuwaiti operation was successfully re-branded to Zain. Customer response has been favorable.
- The Zain Group is listed on the Kuwait Stock Exchange with a 24.6% holding by the Kuwait Investment Authority.
- Kuwait awarded a third mobile license to STC. They are expected to start operations by Q4-2008.



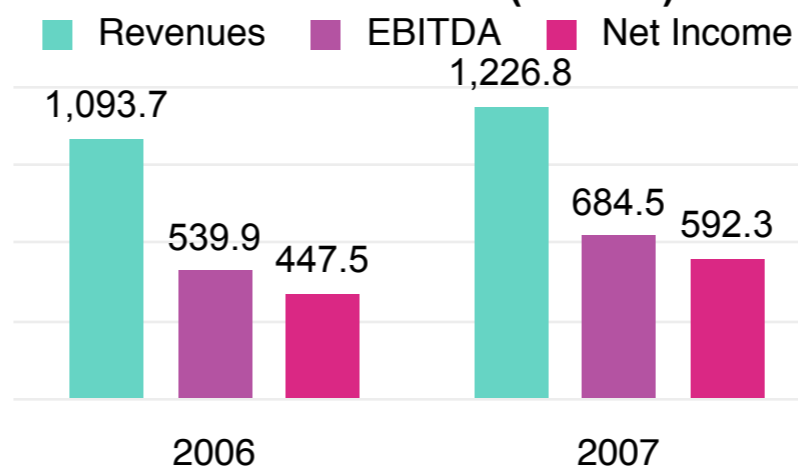
### Key Statistics Full Year 2007

Population (000s)	3,400
GDP/Capita (PPP)	\$32,200
Year of launch	1983
Ownership	100%
Mobile Penetration	106%
Number of Operators	2
Market Positioning	1
Market Share	57%
ARPU	\$70

### Market Share



### Financial Performance (USD m)





# Sudan

## Zain

Contribution to Group total - Population: **8%** Customers: **9%** Revenues: **13%** - Customer YoY Growth: **41%**

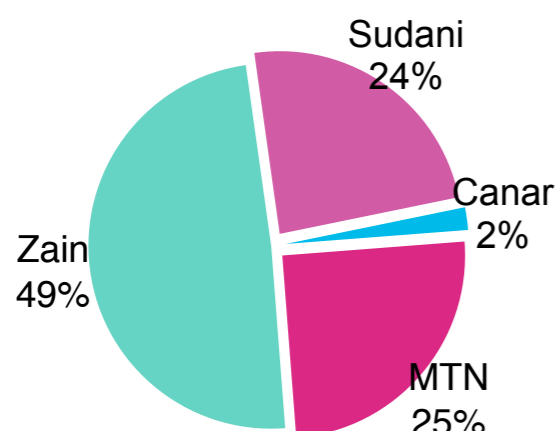
- In February 2006, Zain increased its ownership of its Sudanese subsidiary to 100% following the acquisition of the remaining 69% outstanding shares.
- In September 2007, Mobitel, the country's largest mobile operator, was rebranded to Zain in Sudan. Re-branding to Zain was very successful, with customers taking an instant liking to the new name, look and feel of the brand.
- The company has successfully increased population coverage from 32% to 65% at the end of 2007 and has reached approximately 80%.
- In a very competitive environment in Khartoum in particular, the focus is on customer loyalty and retention programs and rural coverage.



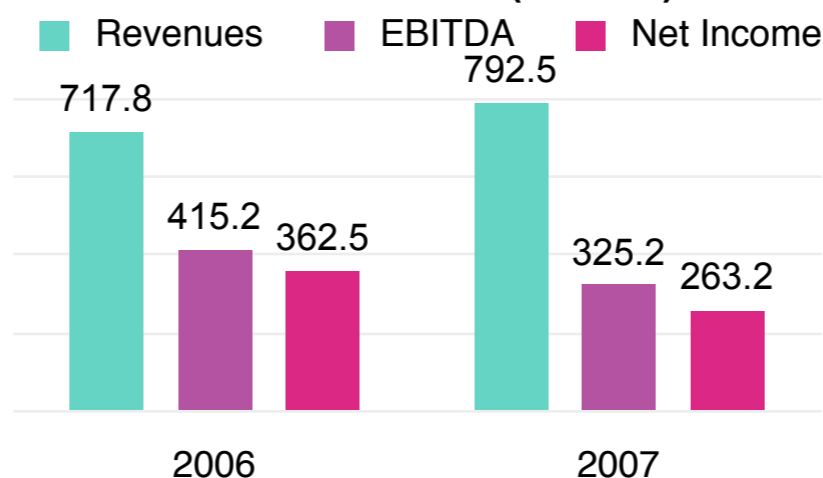
### Key Statistics Full Year 2007

Population (000s)	38,500
GDP/Capita (PPP)	\$2,930
Year of full acquisition	2006
Ownership	100%
Mobile Penetration	18%
Number of Operators	4
Market Positioning	1
Market Share	49%
ARPU	\$20

### Market Share



### Financial Performance (USD m)





# Jordan Zain

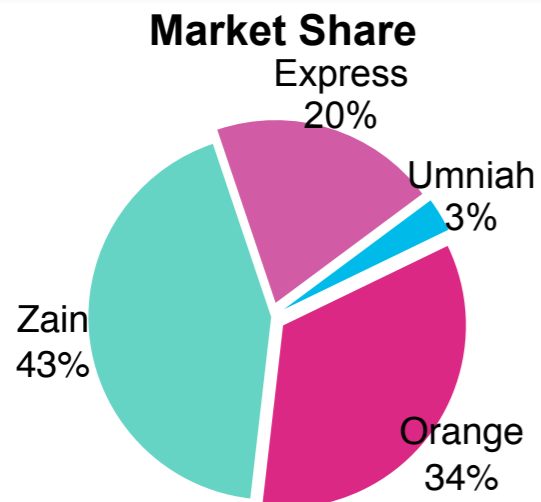
Contribution to Group total - Population: **1%** Customers: **4%** Revenues: **8%** - Customer YoY Growth: **(5)%**

- Jordan was re-branded to Zain in September, 2007. Customer response was very favorable.
- Jordan is considered one of the most liberalized telecom markets in the Middle Eastern region. Despite being one of the most competitive markets, Zain maintains its no.1 position.
- Zain Jordan has lost some market share owing to increased competition and market reaching maturity. Therefore, Zain has shifted its strategic focus from customer acquisition to customer retention.
- WIMAX services will be offered in 2008 in partnership with an existing licensee.

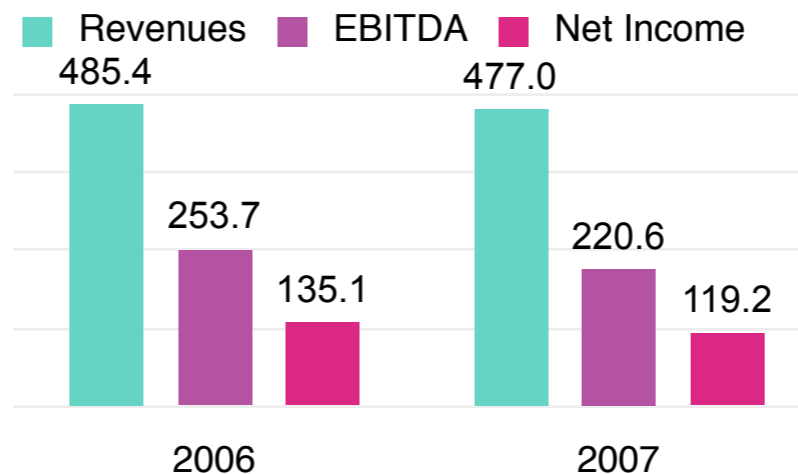


## Key Statistics Full Year 2007

Population (000s)	5,900
GDP/Capita (PPP)	\$5,900
Year of acquisition	2003
Ownership	96.52%
Mobile Penetration	83%
Number of Operators	4
Market Positioning	1
Market Share	43%
ARPU	\$19



## Financial Performance (USD m)





# Nigeria

## Celtel

Contribution to Group Total - Population: **30%** Customers: **26%** Revenues: **20%** - Customer YoY Growth: **74%**

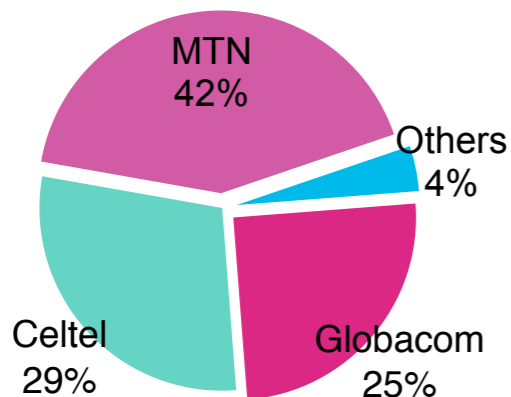
- Acquired 65% of 3rd mobile operator for \$1 billion in May 2006.
- With over 140 million people, Nigeria is by far the region's most populous nation and will soon overtake South Africa as the continent's largest telecoms market.
- At a macro-economic level, Nigeria did well with an economic growth of 6.5% as well as political stability with a peaceful transition of power to a newly elected administration.
- Despite intense competition, Celtel Nigeria managed to increase customer numbers to more than 11 million to become Nigeria's no. 2 operator.
- Celtel Nigeria was awarded a 3G license in June 2007, allowing the operator to offer better technology to Nigerians. 3G services will start in Q2-2008.



### Key Statistics Full Year 2007

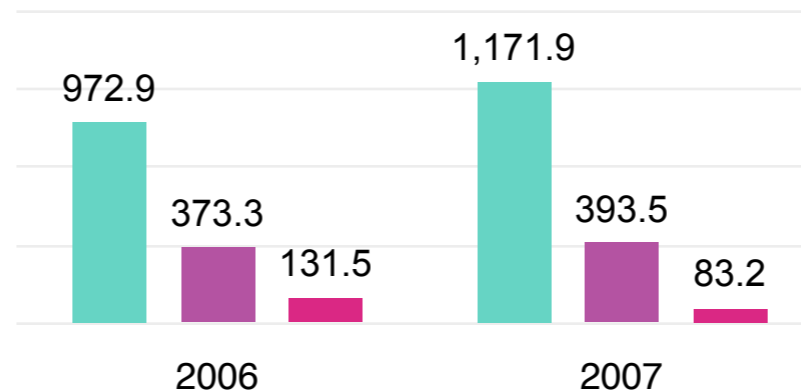
Population (000s)	146,200
GDP/Capita (PPP)	\$1,310
Year of acquisition	2006
Ownership	65%
Mobile Penetration	30%
Number of Operators	4
Market Positioning	2
Market Share	29%
ARPU	\$12

### Market Share



### Financial Performance (USD m)

Revenues EBITDA Net Income





# Congo Brazzaville

## Celtel

Contribution to Group Total - Population: **1%** Customers: **2%** Revenues: **4%** - Customer YoY Growth: **49%**

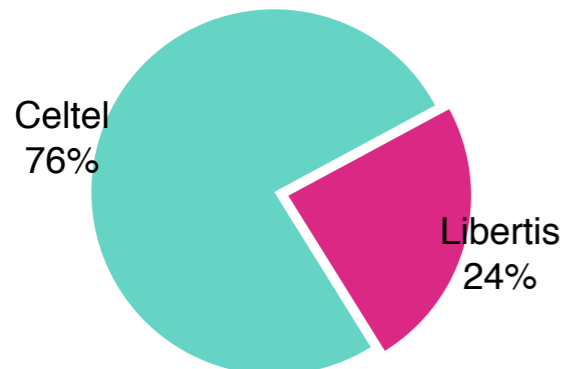
- Celtel Congo Brazzaville customer base increased by 48% to over 1 million in 2007.
- Celtel's market share increased from 71% to 76% due to successful promotions and loyalty programs.
- Population coverage increased from 75% to 82%.



### Key Statistics Full Year 2007

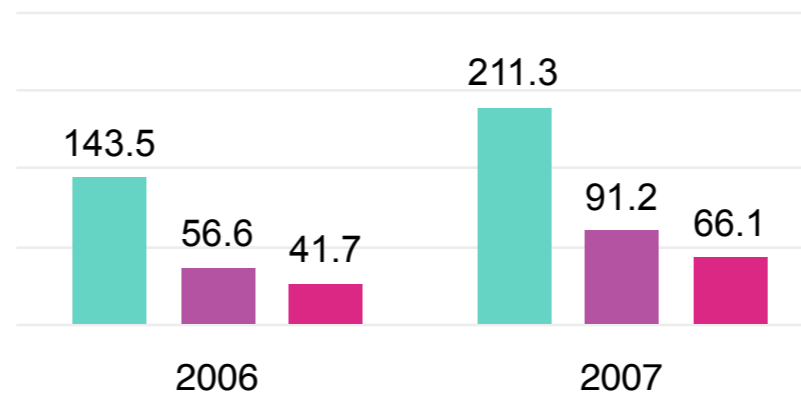
Population (000s)	3,800
GDP/Capita (PPP)	\$1,290
Year of launch	1999
Ownership	90%
Mobile Penetration	34%
Number of Operators	2
Market Positioning	1
Market Share	76%
ARPU	\$21

### Market Share



### Financial Performance (USD m)

■ Revenues ■ EBITDA ■ Net Income





# Zambia

## Celtel

Contribution to Group Total - Population: **2%** Customers: **5%** Revenues: **4%** - Customer YoY Growth: **48%**

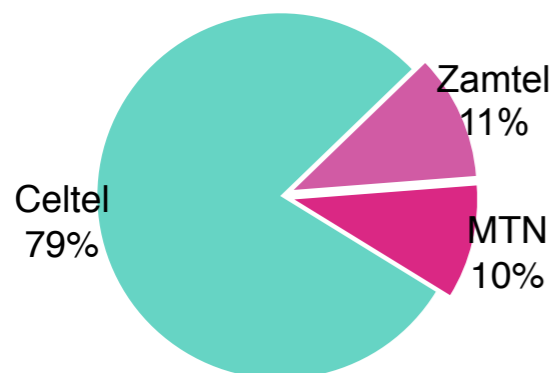
- Despite increased competition, Celtel Zambia maintained its market share at 79%.
- Customer numbers grew by 48% in 2007 to end the year at 1.96 million.
- Net Income increased by 85% compared to 2006 making Celtel Zambia the Group's second best performer.



### Key Statistics Full Year 2007

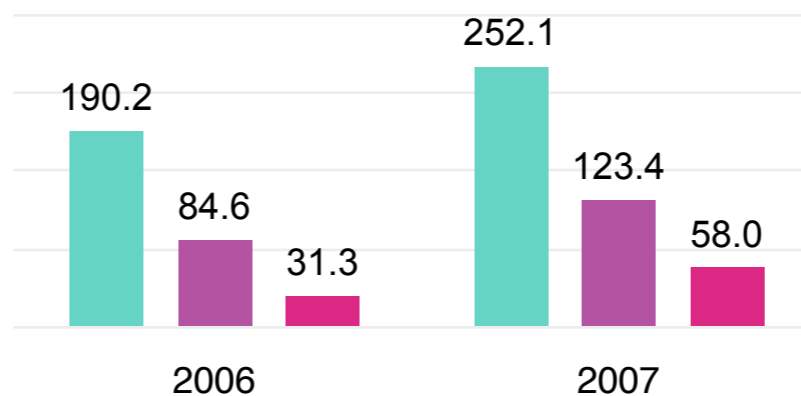
Population (000s)	11,900
GDP/Capita (PPP)	\$1,320
Year of launch	1998
Ownership	88.8%
Mobile Penetration	19%
Number of Operators	3
Market Positioning	1
Market Share	79%
ARPU	12

### Market Share



### Financial Performance (USD m)

■ Revenues ■ EBITDA ■ Net Income





# Gabon Celtel

Contribution to Group Total - Population: **0%** Customers: **2%** Revenues: **4%** - Customer YoY Growth: **30%**

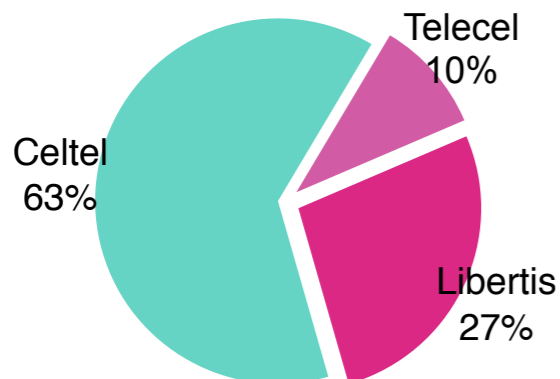
- Gabon is unique in Africa as it has a high GDP per capita, high ARPUs and a high penetration rate
- Raised US\$ 55 million syndicated loan from local market.
- Increased competition following the privatization of Gabon Telecom led to a slight decrease in market share to 63%.
- GPRS/EDGE and One Network rolled out in 2007.
- Population coverage now at 80%.



## Key Statistics Full Year 2007

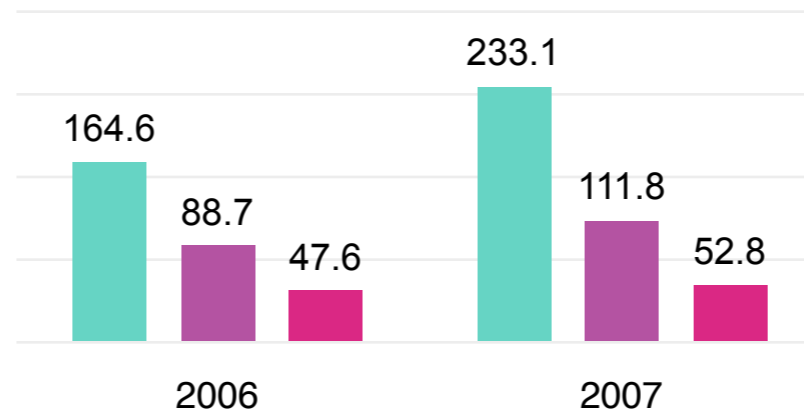
Population (000s)	1,300
GDP/Capita (PPP)	\$8,910
Year of launch	2000
Ownership	90%
Mobile Penetration	81%
Number of Operators	3
Market Positioning	1
Market Share	63%
ARPU	33

### Market Share



### Financial Performance (USD m)

Revenues EBITDA Net Income





# Tanzania

## Celtel

Contribution to Group Total - Population: **8%** Customers: **6%** Revenues: **5%** - Customer YoY Growth: **65%**

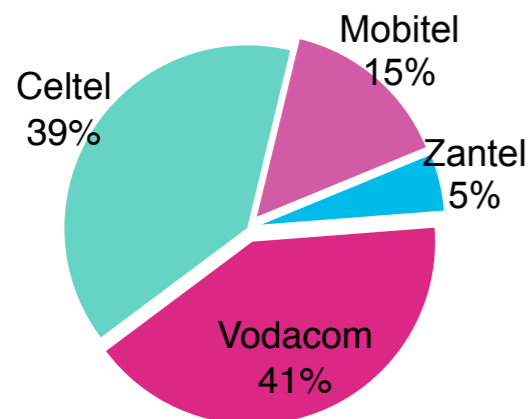
- Major investment in network expansion and a new and attractive tariff plans resulted in a 65% increase in customer numbers to 2.5 million, up from 1.5 million at the end of 2006.
- Despite a competitive environment with 4 competitors, Celtel Tanzania increased its market share from 33% to 39%.
- Through its CSR activities, Celtel Tanzania has earned reputation of one of the most socially responsible companies.



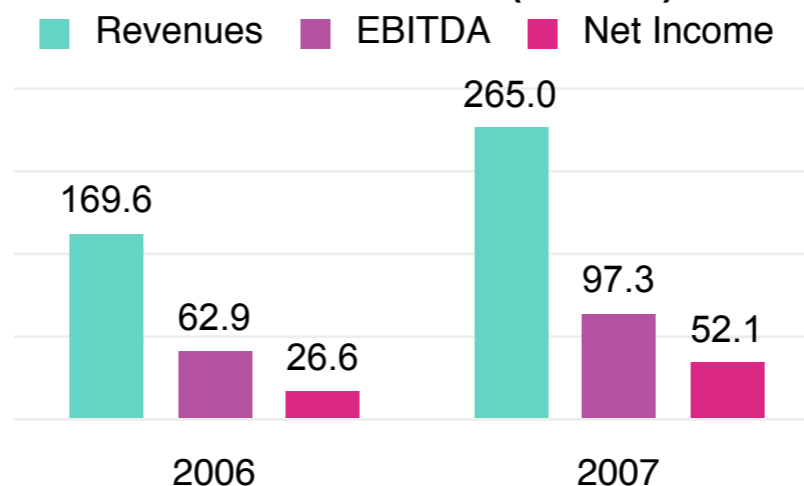
### Key Statistics Full Year 2007

Population (000s)	39,700
GDP/Capita (PPP)	\$1,390
Year of launch	2001
Ownership	60%
Mobile Penetration	21%
Number of Operators	4
Market Positioning	2
Market Share	39%
ARPU	\$11

### Market Share



### Financial Performance (USD m)





# Iraq Zain

Contribution to Group total - Population: **6%** Customers: **17%** Revenues: **nc** - Customer YoY Growth: **124%**

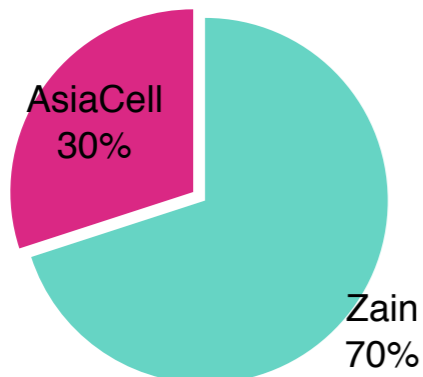
- Acquired a 15-year nationwide mobile license for US\$1.25 billion in August 2007.
- Acquired Iraqi mobile operator Iraqna with more than 3 million customers from Orascom for US \$1.2 billion in December, 2007.
- The integrated operations were re-branded to Zain in January 2008.



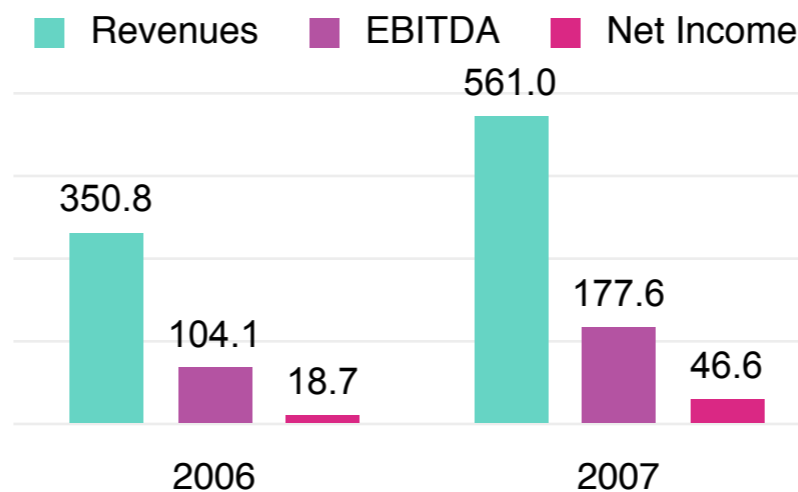
## Key Statistics Full Year 2007

Population (000s)	28,900
GDP/Capita (PPP)	\$3,050
Year of launch	2003
Ownership	30%
Mobile Penetration	34%
Number of Operators	2
Market Positioning	1
Market Share	70%
ARPU	\$13

### Market Share



### Financial Performance (USD m)





# Bahrain

## Zain

Contribution to Group total - Population: **0%** Customers: **1%** Revenues: **3%** - Customer YoY Growth: **92%**

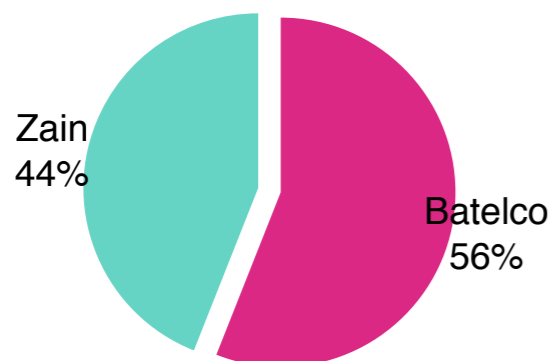
- Zain Bahrain is the Group's most technologically advanced mobile operator. As an example, the operator was the first to launch 3G and 3.5G services in the region, in Dec. 2003 and May 2006 respectively.
- Zain launched the first ever country-wide WIMAX network in September, 2007.
- Bahrain has the highest mobile penetration in the Middle East & Africa region.
- Re-branding to Zain was successful based on favorable stakeholder perception.



### Key Statistics Full Year 2007

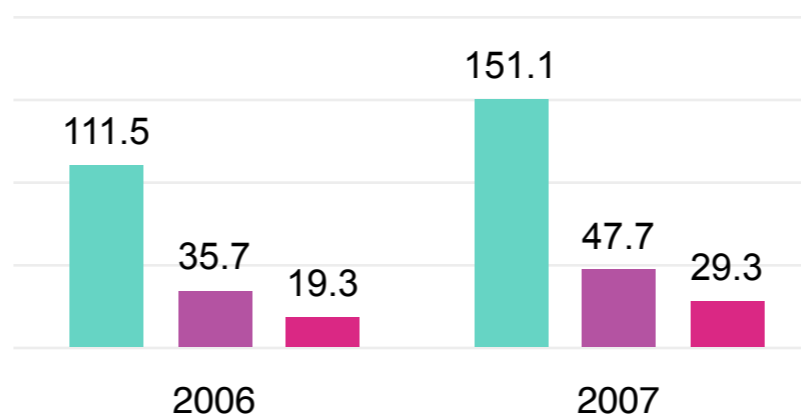
Population (000s)	800
GDP/Capita (PPP)	\$28,730
Year of launch	2003
Ownership	56.25%
Mobile Penetration	144%
Number of Operators	2
Market Positioning	2
Market Share	44%
ARPU	\$42

### Market Share



### Financial Performance (USD m)

■ Revenues ■ EBITDA ■ Net Income





# Democratic Republic of Congo

## Celtel

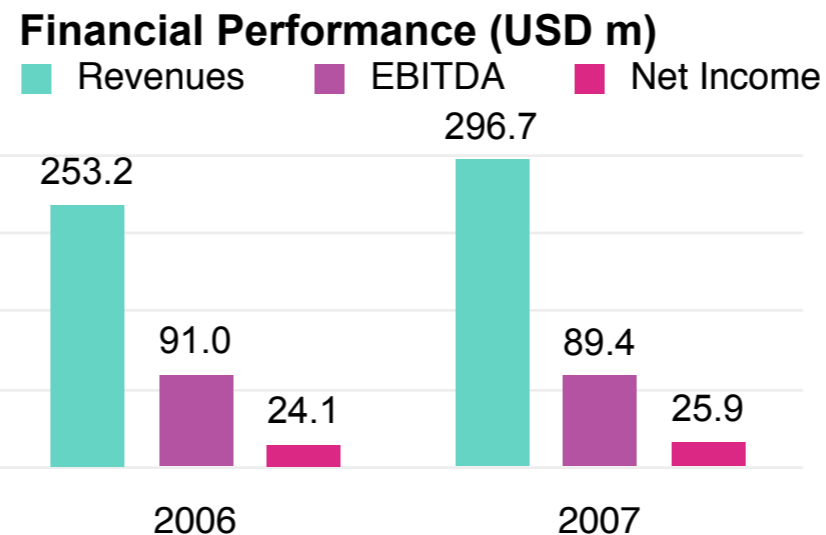
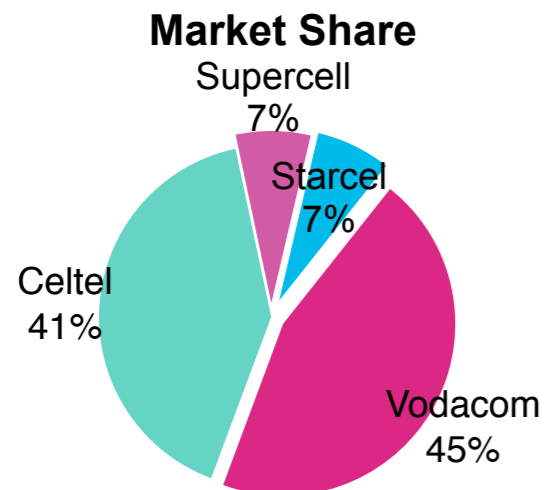
Contribution to Group Total - Population: **12%** Customers: **5%** Revenues: **5%** - Customer YoY Growth: **24%**

- Customer numbers increased by 24% in 2007 to over 2.2 million despite increased competition from existing operators and a new entrant Tigo.
- Market share at 41% was down compared to 49% a year earlier.
- An aggressive network roll-out plan brought the number of towns and cities under coverage to 271 ahead of our main competitor Vodacom.
- New services including One Network, GPRS/EDGE, per second billing were introduced in 2007.



### Key Statistics Full Year 2007

Population (000s)	59,300
GDP/Capita (PPP)	\$143
Year of launch	2000
Ownership	98.5%
Mobile Penetration	10%
Number of Operators	5
Market Positioning	2
Market Share	41%
ARPU	\$12





# Lebanon

## MTC Touch

Contribution to Group total - Population: **1%** Customers: **1.5%** Revenues: **1%** - Customer YoY Growth: **13%**

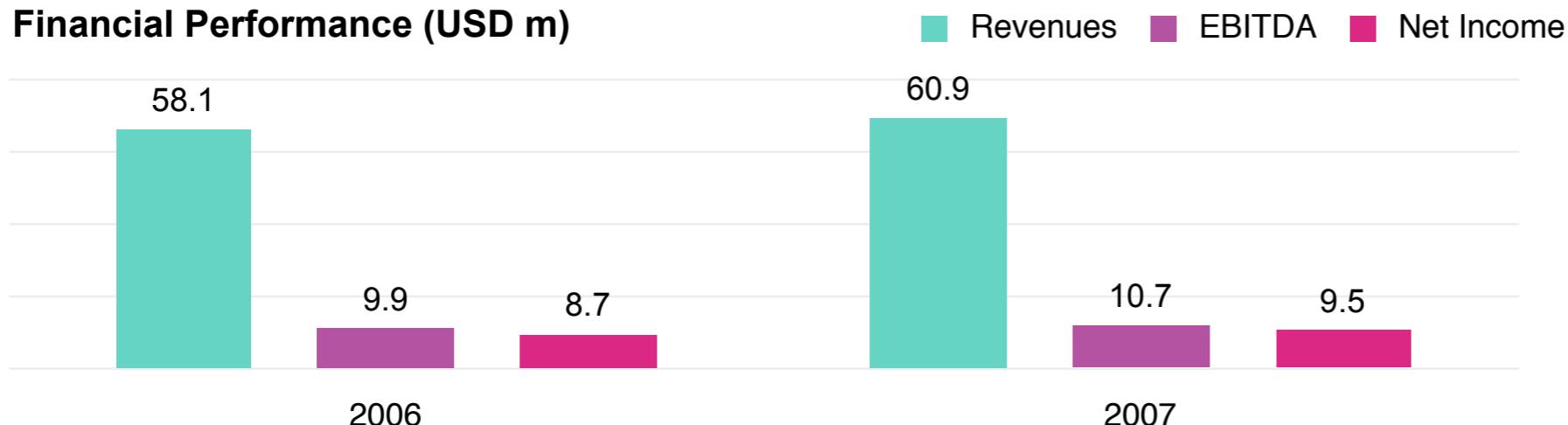
- Zain currently operates in Lebanon under a Management Contract that expires in 2008.
- The government has announced the privatization of Lebanon's 2 government-owned mobile networks.
- Zain will submit a bid and the Group is currently preparing an offer to acquire MTC-Touch.
- MTC-Touch is the no.1 operator in Lebanon, taking the lead over the only operator in the country.



### Key Statistics Full Year 2007

Population (000s)	4,100
GDP/Capita (PPP)	\$7,850
Year of MC award	2004
Ownership	MC
Mobile Penetration	30%
Number of Operators	2
Market Positioning	-
Market Share	50%
ARPU	n/a

### Financial Performance (USD m)





# Kenya Celtel

Contribution to Group Total - Population: **8%** Customers: **5%** Revenues: **3%** - Customer YoY Growth: **9%**

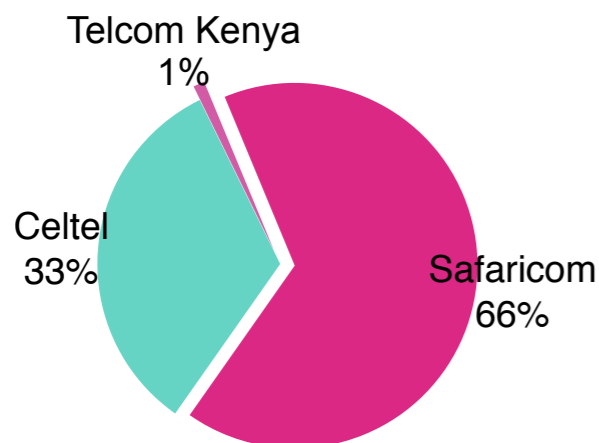
- Celtel Kenya operates in a highly competitive market. Safaricom has a commanding 66% market share fostering the clubbing effect. France Telecom took a 50% share in Telkom Kenya and intends to launch GSM services.
- Celtel Kenya operates in a low ARPU environment of \$7.
- Population coverage increased to 86% by the end of 2007.
- Celtel Kenya's results were impacted by marketing and pricing initiatives designed to improve future performance.



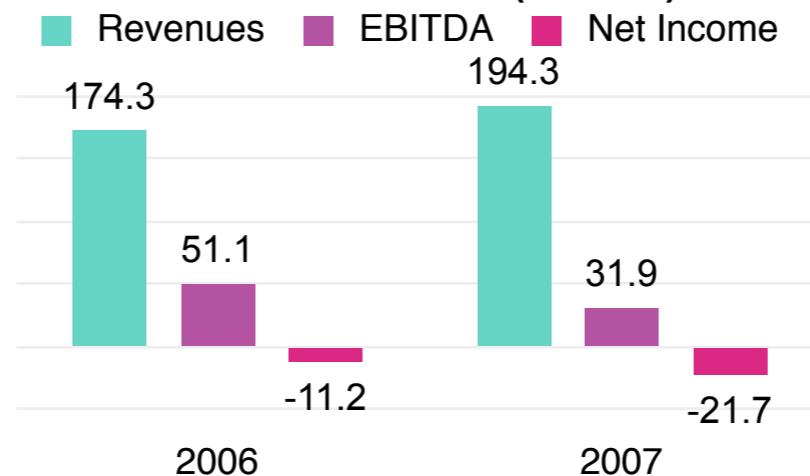
## Key Statistics Full Year 2007

Population (000s)	37,500
GDP/Capita (PPP)	\$1,550
Year of acquisition	2004
Ownership	80%
Mobile Penetration	34%
Number of Operators	3
Market Positioning	2
Market Share	33%
ARPU	\$7

### Market Share



### Financial Performance (USD m)





# 7 Others

## Celtel

Contribution to Group Total - Population: **22%** Customers: **12%** Revenues: **9%** - Customer YoY Growth: **95%**

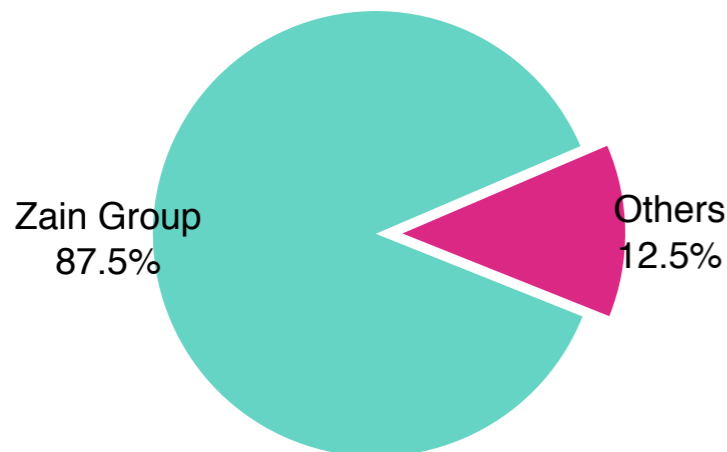
- Celtel's remaining operations are grouped as Others and include: Burkina Faso; Chad; Madagascar; Malawi; Niger; Sierra Leone and Uganda.
- These operations performed very well in terms of customer growth, registering an 95% increase. All 7 operations represented some 12% of Zain Group's customer base.
- Uganda was the group's star performer with a 205% increase in customer growth (1.435 million customers) and with 130% increase in revenues for Q4-2007.
- Number of Customers: **Burkina Faso:** 918,000 - **Chad:** 595,000 - **Madagascar:** 574,000 - **Malawi:** 654,000 - **Niger:** 666,000 - **Sierra Leone:** 349,000



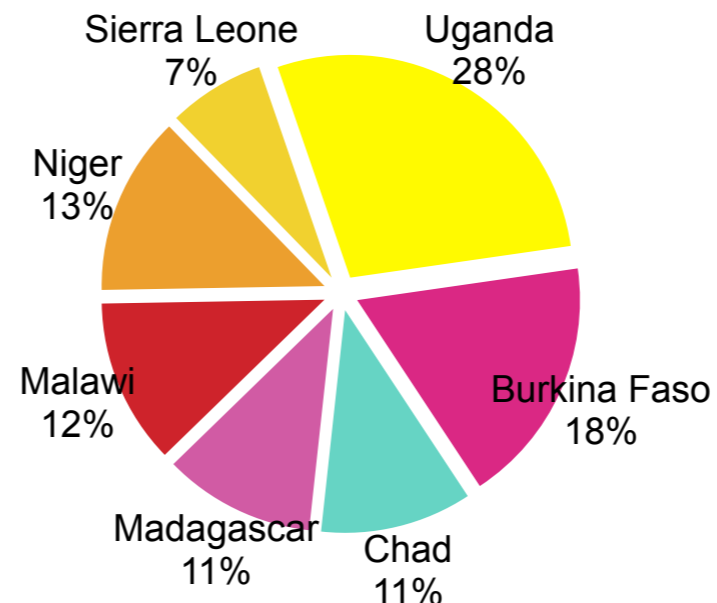
### Key Statistics Full Year 2007

Population (000s)	105,930
Lowest GDP/ Capita	\$84 (Malawi)
Highest GDP/ Capita	\$2,100 (Chad)
Customers (000s)	5,191
Prepaid %	99.4%
Highest Market Share	74% (Niger)
Lowest Market Share	32% (Uganda)
Average ARPU	\$12

Zain Group Total Customers



Zain Group "Others" Customers





# Saudi Arabia

## Zain's Latest Middle Eastern License Acquisition

### Zain's Saudi Arabia license details and objectives

- Zain led consortium won the US\$6.1 billion bid for third mobile license in Saudi Arabia in May, 2007 and was awarded a license in July.
- Zain holds a 50% interest in the consortium which will be reduced to 25% following a mandatory Initial Public Offering (IPO) of Zain at the Saudi Stock Exchange.
- Saudi Arabia shares borders with 5 of our Middle Eastern operations (Kuwait, Bahrain, Jordan, Iraq and Sudan). Zain in Saudi Arabia will launch its services including the One Network linking it to Zain's other Middle Eastern and African operations.
- Zain will launch early Q3-2008 and targets a 30% market share within 5 years.

### Why Saudi Arabia?

- Saudi Arabia owns 25% of the world's oil reserves and is the economic powerhouse in the region
- Low penetration rate of 70% compared to 118% average for neighboring Gulf states
- High ARPU of \$35
- Economic growth also driven by diversification and a young and growing population
- 6 economic cities are being constructed - over US\$1 trillion of projects in the pipeline attracting high ARPU expatriates to the region



### Key Statistics Full Year 2007

<b>Population (000s)</b>	<b>27,600</b>
<b>GDP/Capita (PPP)</b>	<b>\$15,060</b>
<b>Year of launch</b>	<b>Q4-2008</b>
<b>Ownership</b>	<b>25%</b>
<b>Mobile Penetration</b>	<b>101%</b>
<b>Number of Operators</b>	<b>3</b>
<b>Market Positioning</b>	<b>n/a</b>
<b>Market Share</b>	<b>n/a</b>
<b>ARPU</b>	<b>n/a</b>



# Ghana

## Zain's Acquisition of Westel in Ghana

### Zain Establishes Presence in Africa's Fourth Largest Economy

- October 2007, Zain acquires 75% of Westel for USD 120 million.
- Westel is Ghana's second national operator with fixed and mobile license.
- This acquisition strengthens the Group's footprint in Western Africa.
- Zain will launch in Q4-2008 in Ghana including One Network.



# Summary of Key Messages

- ▶ Successful execution of 3x3x3 strategy
- ▶ Regional powerhouse in ME and Africa
- ▶ Two very attractive regions:
  - ▶ Mature high ARPU base in ME
  - ▶ Emerging high growth markets in Africa
- ▶ Capture synergies and accelerated growth through integration and ACE





# Executive Management Team

Under Dr. Al Barrak's tutelage, MTC grew from a company with 600,000 customers in 2002 to a conglomerate of **22 operations** with over **42 million active customers** across the Middle East and Africa. In this period, MTC's market capitalization on the Kuwait Stock Exchange has increased from less than US\$3 billion to exceed **US\$28 billion** (Nov. 1, 2007).

Dr. Al Barrak holds a:

- BSc in Electrical Engineering
- MSc in Systems Engineering from Ohio University
- PhD in Information Systems & Technology Management from the University of London.
- He is also an alumnus of Harvard University.

Prior to his appointment with MTC, Dr. Al Barrak was Managing Director of International Turnkey Systems (ITS), one of the leading IT companies in the Middle East and North Africa (MENA) region. Under Dr. Al Barrak, ITS's revenues grew from US\$5 million in 1985 to exceed US\$100 million in 2000.

Dr. Al Barrak was Vice-Chairman of the Social Development Office (SDO) of the Amiri Diwan in Kuwait; Chairman of Egyptian software developer IT Soft; Chairman of Arab Telecom; and a non-executive Director of Arab Management Association in Cairo.

In 2007, he received a "Lifetime Achievement Award" by a leading telecoms magazine for his pioneering efforts in the industry and in 2005 he also received the Middle East's 'CEO of the Year' award in the Information Communication Technology sector. In 2003 Dr. Al Barrak received the 'E-businessman of the Year' award for the region.



**Dr. Saad Al Barrak**  
CEO  
Zain Group



# Thank you

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