

investor's FACT sheet



Nasdaq Ticker	52-week range As of 3/30/01*	Shares Outstanding As of 12/31/00*	FY '99 Revenue	FY '00 Revenue
MRVC	80.5-5.875	73.277 mm	288.52 mm	319.39 mm

*POST SPLIT

COMPANY OVERVIEW

MRV Communications, Inc. is a world-class leader in optical components and network infrastructure systems focused on metropolitan and access networks. The company has leveraged its early leadership in fiber optic technology into a portfolio of well-focused operating entities.

MRV's business model consists of forming independent business units such as Luminent, Inc., Optical Access, Inc., iTouch Communications, Cescomm and NBase-Xyplex. In addition, MRV helped create and manage several cutting edge start-up companies including Zaffire, Charlotte's Networks, Zuma Networks, RedC Optical Networks, Optical Crossing and All Optical.

www.mrv.com

Create Growth

MISSION

Decongesting the Metropolitan and Access networks by enabling high-speed broadband access to business and residential customers.

STRATEGY

Creating and managing growth opportunities in optical technology and network infrastructure.



Dr. Shlomo Margalit Chairman of the Board
Noam Lotan President and CEO
Edmund Glazer CFO & VP of Finance and Admin.

Board of Directors

- Dr. Shlomo Margalit Chairman of the Board
- Dr. Igal Shidlovsky
- Noam Lotan
- Professor Daniel Tsui Nobel Prize Laureate Physics (1998)
- Dr. Guenter Jaensch
- Professor Baruch Fischer

BUSINESS UNITS

- Luminent
- Optical Access
- Cescomm
- iTouch
- NBase-Xyplex
- European Subsidiaries

PARTNER START-UPS

- Charlotte's Networks
- Zaffire
- Zuma Networks
- Optical Crossing
- Red-C Optical Networks
- Appointech
- All Optical
- BHI
- Tellaire
- Cimi
- Phone Do
- Hyporium



TECHNOLOGY HOLDING COMPANY

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www.mrv.com

NASDAQ:MRVC

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OUR MISSION Decongesting the Metropolitan and Access networks by enabling high-speed broadband access to business and residential customers.

OUR STRATEGY Creating and managing growth opportunities in optical technology and network infrastructure.



INTEGRATED SINGLEMODE ACTIVE and PASSIVE FIBER OPTIC COMPONENTS

MRV Communications Company Since 1988
Ownership: 92%

IPO November 10, 2000

www.luminentinc.com

NASDAQ:LMNE

Luminent is a leading designer, manufacturer and marketer of single mode active and passive fiber optic components for high-capacity data transmission in the metropolitan and access markets. Network equipment manufacturers like Cisco, Extreme, Marconi, and Nortel rely on Luminent to provide technical depth, responsive customer service and cost-effective volume manufacturing to meet the increasing requirements for transmission capacity and speed between nationwide telecommunications networks and end-users.



OPTICAL WIRELESS ACCESS SOLUTIONS for the LAST MILE

MRV Communications Company Since 2000
Ownership: 100%

In registration for public offering

www.opticalaccess.com

Optical Access is a leading designer, manufacturer and marketer of next-generation optical wireless solutions that facilitate a fundamental shift in access network design. The Optical Access solution to the last-mile bottleneck can bypass the incumbent carrier's copper access network with a comprehensive, integrated access solution, using both optical wireless and optical fiber technology. The building blocks of the Optical Access solution include the TereScope™, for optical wireless links, and the OptiSwitch™, for switching, provisioning and mesh-enabling.



3G WIRELESS SOLUTIONS for the MOBILE NETWORK

MRV Communications Company Since 2000
Ownership: 100%

www.cescomm.com

Cescomm is a leading provider of third generation wireless solutions, commonly known as 3G. The migration to the Internet via wireless technology has created numerous 3G application opportunities in which Cescomm is positioned to be the leader in bridging the gap between the radio access network and the IP network. Cescomm specializes in real-time conversion of radio signals generated by Internet ready mobile devices into ATM traffic streams. With an open solution, Cescomm provides scalability and adaptability with ever-changing 3G protocols, including W-CDMA, UMTS and CDMA2000.



NEXT GENERATION SOLUTIONS for INTERNET INFRASTRUCTURE

MRV Communications Company Since 1998
Ownership: 100%

www.itouchcom.com

iTouch Communications is the leading provider of next generation Internet infrastructure solutions that enable service providers and carriers to deliver and monitor, on a real-time basis, high-speed Internet services. The company is focused on delivering transaction and event management solutions to service providers, and will use its leadership in real-time data acquisition systems to continue to penetrate broadband markets.

**Please note:*

- These are our current approximate ownership stakes.
- The percentages are on an as converted basis, counting all approved plans for equity participation by employees, even if not fully granted yet.
- Additional employee plans may be approved in order to enable these companies to compete for the best and brightest talents in a fiercely competitive environment. This may reduce these stakes in the future.
- These stakes may change as additional investors, who add value, are invited to join the partner companies.
- MRV may make additional investments in partner companies where it believes it is important to avoid dilution of its equity interests.



MRV Communications Company Since 1994
Ownership: 100%*

www.nbase-xyplex.com

MANAGED FIBER OPTIC CONNECTIVITY SOLUTIONS for NETWORK INFRASTRUCTURE

NBase-Xyplex is a leading designer and manufacturer of managed fiber optic infrastructure solutions. The Fiber Driver product line from NBase-Xyplex provides unique, yet affordable optical networking solutions for carriers, service providers, cable operators, and enterprise networks. It is designed to address the growing need for connecting networks of different media types and data rates into today's expanding fiber optic infrastructure. Future products will offer greater bandwidth, support more protocols and longer link distances, and meet FTTX demands, including fiber-to-the-curb, fiber-to-the-building, and fiber-to-the-home.



MRV Communications Company Since 1998
Ownership: ~53%*

www.cwnt.com

TERABIT ROUTING for the CORE NETWORK

Charlotte's Networks is a leading developer of carrier-class routing solutions for the emerging IP infrastructure. Charlotte's Networks' innovative solutions provide the high performance, scalability, Quality of Service and reliability required by carriers, large Internet Service Providers (ISPs) and Competitive Local Exchange Carriers (CLECs). Charlotte's Networks has headquarters in Andover, Mass., with R&D facilities in Israel.



MRV Communications Company Since 1988
Ownership: 22%* -
*MRV is currently the largest shareholder in Zaffire.

www.zaffire.com

OPTICAL TRANSPORT SOLUTIONS for REGIONAL and METROPOLITAN NETWORKS

San Jose-based Zaffire, Inc. is a provider of next-generation optical networking solutions for regional and metropolitan telecommunications networks. The company's unique, purpose-built technology is a critical enabler for carriers seeking to address increased demand for high-bandwidth services by maximizing their existing infrastructure.

Other investors include:

Kleiner Perkins Caufield & Byers, Juniper Networks, Williams Communications, Broadband Office, Integral Capital Partners, OppenheimerFunds, J&W Seligman & Company, Carlyle Internet Partners Europe LP, Azure Partners, JT Venture Partners, Kinetic Ventures, Octane Capital Management, Pilgrim Baxter Hybrid Partners, Bank of America Securities, and Morgan Stanley Dean Witter.



MRV Communications Company Since 1998
Ownership: 90%*

www.zumanetworks.com

NEXT GENERATION ENTERPRISE SOLUTIONS for METROPOLITAN NETWORKS

Zuma Networks is a dynamic, pre-IPO growth company driving the future emergence of IP services within high-speed network fabrics. Zuma envisions service provider and enterprise networks that join radical increases in bandwidth to differentiated IP services in a family of open multiprocessing platforms. The company is the first and only supplier of layer 2/3 switching to couple gigabit performance with differentiated IP services in a scaleable, open, and highly available platform. Zuma Networks is a partner startup in the MRV Communications (NASDAQ: MRVC) group of optical and network infrastructure companies.



MRV Communications Company Since 1999
Ownership: ~60%*

www.opticalcrossing.com

OPTICAL CROSSING

Optical Crossing is a leader in free-space laser communications and semiconductor optoelectronic components. In-house capabilities to develop and manufacture optoelectronic components customized for optical wireless provide Optical Crossing a significant advantage over other optical wireless companies. Optical Crossing has three internal product groups - Optoelectronic Products, Optical Wireless Products, and Networking Products and Services - that address all aspects of optical wireless from components to architectural implementation for all-optical networks.

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MRV Communications Company Since 2000
Ownership: ~35%*

REDC OPTICAL NETWORKS, INC.

RedC is an emerging leader in the design, development, production and integration of DWDM optical modules and building the entire optical layer in advanced optical networks. The Company has successfully developed and deployed innovative DWDM systems for some prominent telecommunication vendors.

RedC has developed a complete line of optical modules used for operating, monitoring and protecting optical networks including: optical amplifiers, add/drop modules, protection and restoration modules and DWDM monitoring.



MRV Communications Company Since 2000
Ownership: ~50%*

ALL OPTICAL

All Optical is another early stage start-up partner company funded and founded by MRV Communications, Inc. All Optical is working on next-generation all optical components; no further information is available at this time.



MRV Communications Company Since 1998
Ownership: ~42%* - MRV is currently the largest shareholder in Hyporium.




B2B IT TRADING HUB/RESELLER

Hyporium, created by Hyperchannel in 1997, is an independent net market maker for the IT industry, enabling vendors, distributors and resellers to trade online. Hyporium offers the channel an alternative route to market through an online Trading Hub and Reseller Web Store fronts.

Other Investors include:
Goldman Sachs and GE Capital's Equity Group

www.hyporium.com

New Additions:

	MRV Ownership	Website
	58%	bhwy.com
	100%	appointech.com
	10%	tellaire.com
Phone Do	35%	phonedo.com
Cimi Networks	90%	ciminetworks.com

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