

Qalaa Holdings Reports FY 2019 Results

- Top-line growth primarily driven by strong performance at TAQA Arabia;
- ERC at 100% capacity utilization, sells 3 mn tons of products from Aug 2019 to mid-March 2020;
- Debt restructuring at the holding and subsidiary levels along with recent rate cuts set to reduce interest expenditure going forward;
- Continuous review and strengthening of health, safety and business continuity measures to help manage risks related to COVID-19 and navigate upcoming period of uncertainty

4Q 2019 Consolidated Income Statement Highlights

Revenues EGP 3,791.2 mn vs. EGP 3,763.3 mn in 4Q18	
EBITDA EGP 325.0 mn vs. EGP 279 mn in 4Q18	Net Profit After Minority EGP (361.1) mn vs. EGP 1,152.5 mn in 4Q18

FY 2019 Consolidated Income Statement Highlights

Revenues EGP 14,916.8 mn vs. EGP 13,382.2 mn in FY18	
EBITDA EGP 1,258.9 mn vs. EGP 1,272.7 mn in FY18	Net Profit After Minority EGP (1,135.5) mn vs. EGP 1,350.8 mn in FY18

Highlights from Consolidated Balance Sheet as at 31 December 2019

Consolidated Assets EGP 86,183.0 mn At current book value vs. EGP 88,801.0 mn in FY18	Consolidated Debt EGP 55,137.0 mn Of which EGP 41,889.9 mn related to ERC
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Qalaa Holdings, a leader in energy and infrastructure (CCAP.CA on the Egyptian Exchange, formerly Citadel Capital), released today its consolidated financial results for the year ended 31 December 2019, recording total revenue of EGP 14,916.8 million, up 11% y-o-y. Growth was primarily driven by expansion at TAQA Arabia and was further bolstered by improved performance at Dina Farms and Nile Logistics.

Qalaa's Egyptian Refining Company (ERC) - which reached full production capacity by August 2019 - delivered a strong performance during the fourth quarter of the year with c.USD 160 million in operational profits (sales less feedstock and variable costs), on account of widening heavy fuel oil (HFO) to diesel spreads during the period. However, ERC's operational profits were not booked on its income statement and instead accounted for as a reduction in the company's "project under construction" on its balance sheet. Starting 1Q2020, ERC has been classified as an asset with consolidation of profits on Qalaa's income statement as of January 2020. The refinery has reached 100% capacity utilization and is operating smoothly. It is worth noting that the recent volatility in the oil market and pressure on oil prices with the current narrowing HFO to diesel spreads are adversely impacting ERC's operational profitability.

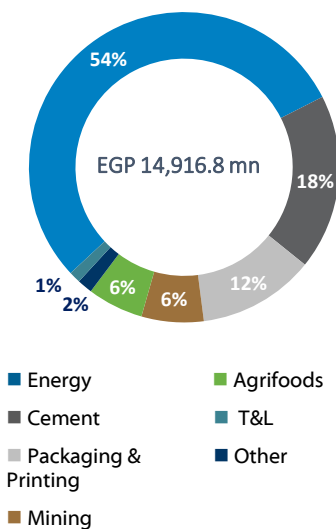
Qalaa's EBITDA in FY 2019 remained largely flat at EGP 1,258.9 million compared to 2018's EBITDA and lower than our previous estimate of EGP 1,400 million (as shown in our 3Q19 Business Review) primarily on the back of lower than expected EBITDA at the cement platform (ASEC Holding) and mining platform (ASCOM). This is mainly due to an underperforming cement market in Egypt and consequent pullback on ASEC Engineering's results and ASCOM's quarrying business that is highly dependent on the cement sector's performance. Similarly, the cement sector in Sudan witnessed a tough period in mid-2019 due to social unrest and plant stoppages which affected Takamol's production and results. On a quarterly basis, Qalaa's EBITDA was up 17% y-o-y to EGP 325.0 million, reflecting improved operational efficiencies at the company's subsidiaries.

Qalaa Holdings recorded a net loss after minority interest of EGP 1,135.5 million in FY 2019 compared to a net profit of EGP 1,350.8 million in the previous year. It should be noted that FY 2018 results included non-cash gains of EGP 3,963 million related to the deconsolidation of Africa Railway's operational liabilities. For the three-month period, Qalaa recorded a net loss after minority interest of EGP 361.1 million in 4Q 2019 vs. a profit of EGP 1,152.5 million in 4Q 2018 for the same aforementioned reason

Financial and operational highlights follow, as do management's comments and overview of the performance of different business units. Full financials are now available for download at ir.qalaaholdings.com.

Financial and Operational Highlights

**QALAA HOLDINGS
CONSOLIDATED REVENUES
FY19**



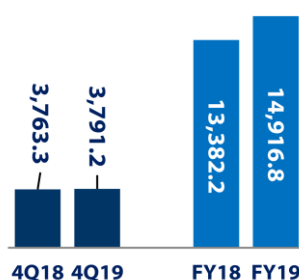
- **Qalaa recorded consolidated revenue of EGP 14,916.8 million in FY 2019, an 11% y-o-y increase driven by strong growth at TAQA Arabia and supported by improvements at Dina Farms and Nile Logistics.**

TAQA Arabia recorded a 31% y-o-y increase in revenue to EGP 7,724.1 million in FY 2019 on accounts of strong operational performance across its gas, power and marketing segments and with growing contribution from TAQA Solar. Meanwhile, Nile Logistics delivered a strong turnaround with revenue growth of 79% y-o-y to EGP 236 million in FY 2019 as the company brought online its new grain storage warehouse and enhanced its stevedoring capacities as well as continued ramp-up of operations at its inland container depot.

Dina Farms, Qalaa's dairy & agriculture farm and consumer foods platform, showed healthy increase in revenues and profitability driven by continued implementation of various efficiency measures at the farm and expansions at ICDP.

These developments helped offset a decline at the packaging and printing segment, where revenues contracted by 7% y-o-y to EGP 1,817.2 million in FY 2019.

**REVENUE PROGRESSION
(EGP mn)**



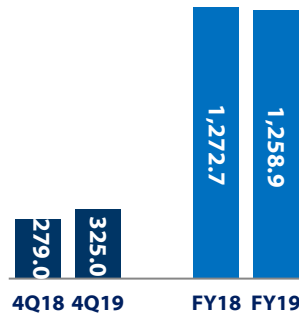
- **Qalaa's EBITDA remained steady at EGP 1,258.9 million in FY 2019 and increased by 17% y-o-y in 4Q 2019 to EGP 325 million.**

Flat full-year EBITDA was largely the result of a 60% y-o-y decline in ASEC Holding's EBITDA in FY 2019 to EGP 224.8 million on account of an underperforming cement market in Egypt. Lower cement demand and higher supply in the market led to a weak performance by ASEC Holding's cement construction and management subsidiaries, and also took a toll on ASCOM's quarrying operations of which the cement market is the primary customer. Meanwhile in Sudan, social and political unrest posed difficult conditions for cement operators in the country and led to production stoppages at Al-Takamol Cement. This affected the plants' operational

performance where volumes in FY 2019 came in at 980 thousand tons as opposed to the budgeted 1.2 million tons.

EBITDA PROGRESSION

(EGP mn)



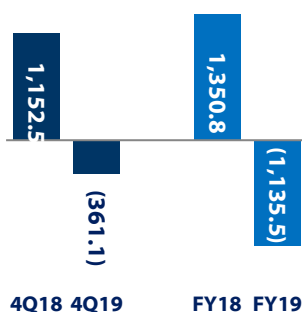
However, the weak performance by cement-related operations was offset by strong EBITDA performance at Silverstone (TAQA Arabia's holding company), which recorded an impressive 76% y-o-y increase to EGP 659.2 million in FY 2019. TAQA's strong performance at the EBITDA level was driven by profitable expansion across the company's business segments and a growing contribution from its recently inaugurated solar power plant in Benban, Aswan. EBITDA performance was also strong at CCTO (Nile Logistics' holding company) as the company turned a positive EBITDA of EGP 51.1 million in FY 2019 versus a negative EGP 30 million last year.

- **Bank interest expense recorded EGP 1,546.9 million in FY 2019 compared to EGP 1,350.8 million in FY 2018.**

Higher interest expense during the year was primarily driven by TAQA Solar, which began booking interest on its c.USD 55 million long-term facility from the International Finance Corporation (IFC). The facility has a 16-year tenor with an interest rate of 4.5% + 6m LIBOR. Amortization will run from July 2019 to 2035. TAQA Arabia's total consolidated interest expense increased to EGP 267.4 million versus EGP 91.1 million in FY 2018. Additionally, some EGP 35 million in USD-equivalent were booked as bank charges and letter of credit commissions on Orient (ERC's holding company) during the fourth quarter of 2019. Meanwhile, consolidated interest expense on loans from shareholders grew to EGP 285.1 million in FY 2019 from EGP 227.6 million recorded in FY 2018. The expense is related to a shareholder loan extended by Qatar Petroleum (QP) to Arab Refining Company (ARC) in May 2019. ARC owns c.67% of ERC.

NET PROFIT PROGRESSION

(EGP mn)



- **Total impairments and write downs reached EGP 226.7 million in FY 2019 (includes EGP 144.4 million under impairments and EGP 82.3 million under discontinued operations as explained in the below bullet point), down from EGP 496.2 million last year.**

Impairments during the year were largely driven by a subsidiary of Grandview, "Allmed", following an updated valuation which revised down the asset value by c. EGP 99 million.

- **Discontinued operations recorded a loss of EGP 156.2 million in FY 2019, of which EGP 92.4 million were booked during the final quarter of the year, mainly related to an asset impairment at Zahana Cement (ASEC Cement's plant in Algeria).**

Accounted for as a share of associates' results on Qalaa's consolidated statements, Zahana Cement recorded an impairment of EGP 82.3 million in 4Q 2019 related to its old production line. The impairment followed a revaluation based on market conditions in Algeria, with political uncertainty and slowing economic activity affecting cement demand.

- **Qalaa recorded an FX gain of EGP 624.5 million in FY 2019, driven by the Egyptian pound's continued strengthening against the US dollar during the period and its effect on Qalaa's USD-denominated liabilities.**

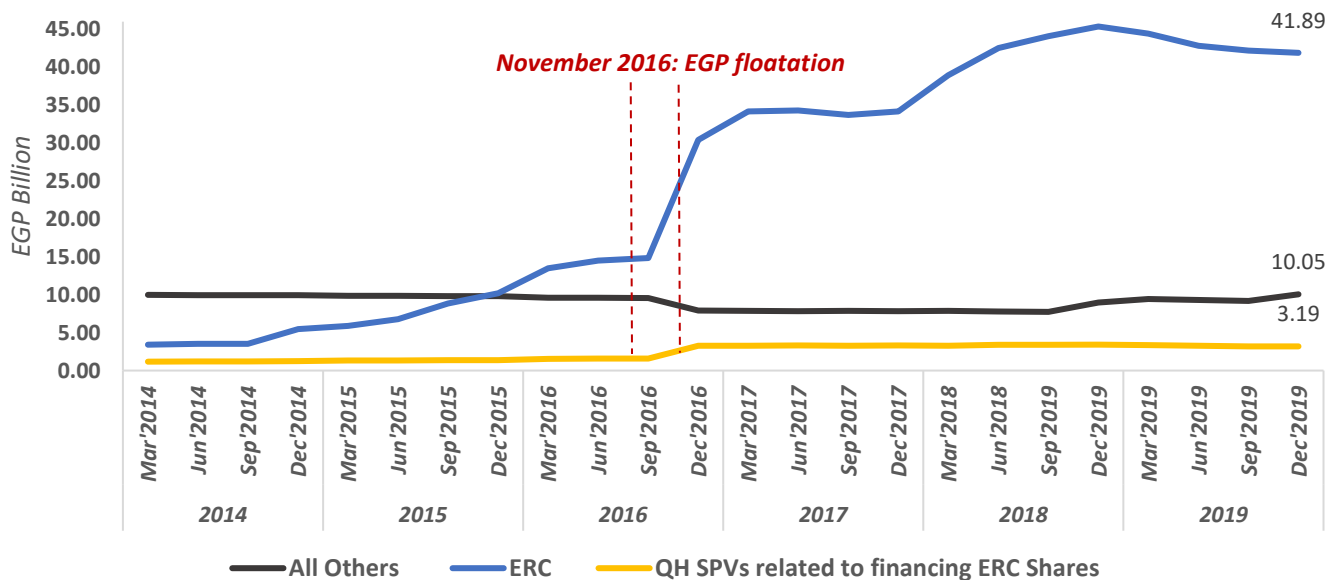
- **Qalaa Holdings recorded a consolidated net loss after minority interest of EGP 1,135.5 million in FY 2019 versus a net profit of EGP 1,350.8 million last year.**

It should be noted that FY 2018 profitability was driven by non-cash gains of EGP 3,963 million related to the deconsolidation of Africa railways' operational liabilities in both Kenya & Uganda.

- **Debt restructuring at the holding level and subsidiaries is progressing.** Qalaa has reached advanced stages of negotiations over the restructuring of debts at the holding level and at a number of its subsidiaries, which should result in debt reduction of c. EGP 600 million at ASEC Holding (restructuring came into force in Q1-2020), c. EGP 450 million at Nile Logistics (restructuring agreed to with the banks) and c. USD 6 million at GlassRock (restructuring finalized and should be signed in Q2-2020), a subsidiary of ASCOM. Upon implementation, Qalaa is expected to record significant reductions in interest expense, which will be further supported by recent interest rate cuts in Egypt.
- **Qalaa's consolidated debt excluding Egyptian Refining Company (ERC) and ERC-related debt stood at EGP 10.05 billion as of 31 December 2019 versus EGP 9.20 billion at 30 September 2019.**

The increase in debt excluding ERC and ERC-related debt is mainly related to TAQA Arabia's gas arm. USD-denominated debt at the holding level and at ERC, as well as ERC-related debt at Qalaa's SPVs fell in the quarter to 31 December 2019, due to the EGP's appreciation against the US dollar during the period.

Debt Progression (EGP bn)



COVID-19 Response Plan

Qalaa Holdings' management is closely monitoring the COVID-19 situation and is in constant communication with leadership teams across its subsidiaries to identify risks posed by the pandemic and develop appropriate measures to ensure the health and safety of its employees and business continuity. It is worth highlighting that during these difficult times Qalaa is prioritizing the well-being of its more than 17,000 employees across its subsidiaries and has decided to maintain its full work force and not resort to any layoffs.

Key measures to manage COVID-19 related risks include:

- Establishment of a specialized committee to monitor the situation across Qalaa's footprint to manage and oversee response strategies related to COVID-19;
- Stringent health and safety protocols at the holding and platform levels, including frequent disinfection of facilities, placement of hand sanitizers, provision of safety gear and guidelines for employees, particularly in customer-facing positions such as at TAQA Marketing's fueling stations, and strict hygiene processes at food processing facilities including Dina Farms and ICDP.
- Employee temperature screening and more lenient sick-leave policies including 14-day paid leave for any employee suspected of contracting Covid-19;
- Social distancing measures including limiting in-office work to necessities, holding virtual meetings and supporting working from home policies where possible with necessary tools and IT infrastructure;
- Contingency plans and business continuity protocols, including for supply chain and inventory management as well as maintaining efficient communication channels;
- Periodic review of the group's liquidity position and short-term financial obligations, ensuring efficient cash management and reduction of non-essential cash uses.

Management Comment

"Qalaa is taking all the necessary measures and deploying proactive strategies to help manage the risks associated with Covid-19 and help minimize its impact."

"Qalaa's performance in 2019 has seen it reach a record EGP 14.9 billion in revenues, propelled by our continued focus on growing our businesses and enhancing operations," **said Qalaa Holdings Chairman and Founder Ahmed Heikal**. "I am particularly pleased with TAQA Arabia which continues to position itself as a leading player in Egypt's energy sector. TAQA is successfully capitalizing on the favorable energy market liberalization and is also diversifying its energy portfolio with its recent Benban solar project that is generating strong operational profitability. Meanwhile, we are witnessing a strong turnaround at Nile Logistics where our push to build a comprehensive logistics and storage services provider is bearing fruit. We have inaugurated our new grain storage facility, expanded our stevedoring capacity and continue to ramp-up operations at our inland container depot. The results are clear with Nile Logistics delivering strong growth in revenue with positive operational profits."

"At our flagship greenfield Egyptian Refining Company, utilization is now at 100% and between August 2019 and mid-March 2020 the company has sold c.2.8 million tons of refined products to EGPC. In addition, ERC has also supplied approximately 265 thousand tons of pet coke and 40 thousand tons of sulphur to key cement and fertilizer players, respectively, during the same period."

"While we are pleased with our 2019 performance, Qalaa like all businesses across the world is impacted by the repercussions of the Covid-19 pandemic. In the early months of 2020, recessionary fears and ongoing volatility in oil markets have pushed oil prices to record lows and have narrowed spreads between HFO and diesel prices. This has led to a significant decline in ERC's Gross Refining Margin (GRM), which peaked at c.USD 3 million per day during the Nov-Dec 2019 period, and will adversely affect ERC's profitability in its first full-year of operations," Heikal said.

"We are also anticipating pressure on our cement activities on account of subdued demand and a slowdown in local construction activity. This will in turn also affect GlassRock (an ASCOM subsidiary) where construction serves as the primary demand driver for the company's insulation materials. At ACCM, border closures and the slowdown in global trade will curtail export volumes which constitute c.80% of the company's sales. However, other Qalaa subsidiaries will prove more resilient with limited pressure on operational performance, namely Dina Farms and National Printing that enjoy more defensive selling prices and will capitalize on lower material and feedstock costs," Heikal explained. At our solid waste management platform (Tawazon), we also foresee a level of uncertainty with regards to the renewal of ECARU's two municipal solid waste contracts with the government, however, this is unrelated to COVID-19 repercussions."

"Qalaa is taking all the necessary measures and deploying proactive strategies to help manage the risks associated with Covid-19 and help minimize its impact," **said Hisham El-Khazindar, Qalaa Holdings' Co-Founder and Managing Director**. "First and foremost is protecting the health and safety of our more than seventeen thousand employees, ensuring their well-being and empowering management teams across our portfolio to provide support and guidance needed during these critical times. I am pleased to report that as of date, Qalaa continues to employ its full workforce and has not resorted to any layoffs."

"Across our organization, we have strengthened our health and safety measures including stringent hygiene and disinfection protocols, particularly at customer-

facing and food processing operations, to limit the risk of infection. We are also limiting the number of in-office and on-site employees to adhere to social distancing guidelines and are also strengthening our IT infrastructure to support higher levels of work-from-home policies should more strict lockdown measures be enforced."












"Qalaa continues to make progress with its debt restructuring initiatives, which should result in debt reduction at a number of platforms, namely ASEC Holding (restructuring finalized with the banks), Nile Logistics and GlassRock. Additionally, the Egyptian government was quick to announce a stimulus plan and a number of relief measures for businesses in response to the Covid-19 pandemic, including energy price cuts, interest rate cuts and a six-month deferral on debt payments. These relief measures will further support Qalaa Holdings' liquidity position with estimated debt service and other costs savings of c.EGP 350 million across all platforms in 2020," El-Khazindar added.

"At the current juncture, it is difficult to ascertain the full financial impact of Covid-19 on our businesses, particularly in the absence of a timeframe for when the pandemic will run its course. In that regard, we will continue to monitor the situation as it evolves and will update the market on any key developments as they occur," said El-Khazindar.

"However, Qalaa has time and again weathered challenging environments and emerged a stronger and leaner organization. Our successes in navigating external crises in the past have always rested on our team of seasoned professionals, and on a business model anchored by strong, long-term fundamentals that go beyond the current crisis. We are therefore confident in our ability to navigate the current environment and ensure business continuity, while placing the health and safety of all our employees and our stakeholders at the forefront of our responsibilities," concluded El Khazindar.

Detailed overviews of the performance of operational companies in each of Qalaa's core industries follow; complete financials are available for download on ir.qalaaholdings.com

Methods of Consolidation

Fully Consolidated Companies	Energy	   TAQA Arabia Tawazon Egyptian Refining Company
	Cement	 ASEC Holding
	Packaging and Printing	 National Printing (Grandview)
	Mining	 ASCOM
	Agrifoods	 ICDP & Dina Farms
	Transportation & Logistics	 Nile Logistics
	Metallurgy	 United Foundries
Equity Method Consolidated Companies (Share of Associates)	Mining	 ASCOM Precious Metal (APM)
	Energy	Castrol Egypt (TAQA Marketing – British Petroleum JV)
	Publishing & Retail	 Tanweer

Qalaa Holdings Consolidated Income Statement (in EGP mn)

	1Q 2019	2Q 2019	3Q 2019	4Q 2019	FY 2019	Restated [^]			
						1Q 2018	2Q 2018	3Q 2018	4Q 2018
Revenue	3,581.0	3,620.4	3,924.1	3,791.2	14,916.8	3,086.9	3,277.5	3,254.5	3,763.3
COS	(2,933.4)	(3,051.1)	(3,328.5)	(3,113.0)	(12,426.0)	(2,485.4)	(2,666.3)	(2,729.2)	(3,089.8)
Gross Profit	647.5	569.3	595.7	678.2	2,490.7	601.5	611.2	525.3	673.5
Share in associates' results	0.3	(1.5)	(0.2)	(1.8)	(3.3)	(0.6)	(0.0)	(0.6)	(14.2)
Total Operating Profit	647.9	567.8	595.4	676.4	2,487.5	600.8	611.2	524.7	660.5
SG&A	(277.9)	(290.1)	(290.8)	(353.0)	(1,211.9)	(266.9)	(265.6)	(293.8)	(366.3)
Other inc/exp-Net	11.1	9.8	1.5	8.2	30.7	7.7	16.5	11.9	(4.4)
EBITDA before one-off charges	381.0	287.5	306.1	331.6	1,306.3	341.6	362.2	242.8	289.8
SG&A (Non recurring)	(4.6)	(8.4)	(27.8)	(6.6)	(47.4)	(5.3)	0.3	52.2	(10.8)
EBITDA	376.4	279.1	278.4	325.0	1,258.9	336.2	362.5	295.0	279.0
Dep./Amort.	(125.8)	(136.2)	(137.1)	(154.9)	(553.9)	(115.7)	(167.2)	(119.9)	(182.5)
EBIT	250.6	142.9	141.3	170.1	705.0	220.5	195.3	175.1	96.5
Bank interest exp.	(367.5)	(377.5)	(372.5)	(429.4)	(1,546.9)	(310.6)	(307.1)	(320.2)	(413.0)
Bank PIK	(32.8)	(24.3)	(23.6)	(33.6)	(114.3)	-	(51.8)	(26.1)	(33.3)
Bank Fees (ERC - PIK)	(37.6)	3.3	0.5	(0.7)	(34.5)	(28.3)	(28.4)	(28.6)	34.3
3rd party Shareholder	(64.8)	(71.8)	(76.6)	(71.9)	(285.1)	(50.8)	(55.5)	(65.6)	(55.7)
Interest income	72.5	64.7	60.7	57.0	254.9	45.9	69.7	71.7	53.4
Lease payments	(8.6)	(3.7)	(13.6)	11.9	(14.0)	(5.3)	(4.8)	(11.9)	(10.5)
EBT (before one-offs)	(188.2)	(266.4)	(283.9)	(296.5)	(1,035.0)	(128.5)	(182.6)	(205.5)	(328.4)
Gain (Loss) on sale of investments	-	27.8	-	-	27.8	-	919.6	252.6	2,554.7
Impairments/write downs	(4.8)	(3.0)	2.2	(138.9)	(144.4)	93.1	(9.3)	(67.6)	(512.4)
Acquisitions and restructuring	(6.8)	(3.9)	(2.7)	(2.1)	(15.5)	-	106.9	(25.6)	(11.1)
Management Fees	-	-	(135.1)	-	(135.1)	-	-	-	-
Layoffs/Severances	(2.7)	(1.4)	(4.9)	(31.3)	(40.4)	(10.6)	(6.3)	(12.8)	(8.9)
CSR	(2.5)	(0.1)	(0.2)	(34.0)	(36.8)	(1.7)	(1.1)	(0.8)	(26.6)
Provisions	(67.4)	(126.9)	(166.2)	(35.0)	(395.5)	(78.7)	(507.5)	207.3	(739.2)
Discontinued operations *	(17.2)	(42.8)	(3.8)	(92.4)	(156.2)	(34.6)	(24.9)	32.5	(13.2)
Forex	181.3	221.1	189.1	33.0	624.5	45.8	(58.5)	(13.3)	(137.2)
EBT	(108.4)	(195.7)	(405.5)	(597.2)	(1,306.7)	(115.1)	236.3	166.7	777.7
Taxes	(63.1)	(82.5)	(46.0)	(26.9)	(218.5)	(68.3)	(14.4)	(98.6)	44.9
NP/L Including Minority Share	(171.5)	(278.2)	(451.6)	(624.0)	(1,525.3)	(183.5)	221.8	68.1	822.6
Minority Interest	(16.8)	(53.7)	(56.2)	(262.9)	(389.7)	2.7	(4.6)	(90.0)	(421.8)
NP/L for the Period	(154.6)	(224.5)	(395.3)	(361.1)	(1,135.5)	(186.2)	226.5	158.1	1,152.5

* Discontinued operations include:

- (1) Assets reclassified in 2018, 2019: Zahana
- (2) Assets included in 2018 & 2019: Enjoy and Mom's Food (Gozour)
- (3) Assets included in 2018: Africa Railways (deconsolidated in 2Q18), ESACO (sold in 4Q18), and Designopolis (Mena Home, sold in 2Q18)

[^] Comparative figures restated to account for Takamol (Cement) hyperinflationary environment. Process of selling ARESCO has been stopped, and has thus been reclassified as a continuing operation. Also, as a result of control reassessment at Grandview, QH eliminated the EGP 238 mn gain booked in 2Q18 after consolidating the company at the beginning of 2018, whereby its financials are now consolidated retroactively pre-2018.

Qalaa Holdings Consolidated Income Statement by Sector for the three-month period ended 31 December 2019 (in EGP mn)

	QH	SPVs	Energy			Cement	T&L [^]	Mining	Agrifoods		Others	Elimination	4Q 2019
			Orient	Silverstone	Tawazon				Falcon	Wafra	Misc.*		
Revenue	-	-	-	-	2,037.1	59.9	746.3	238.2	188.3	-	52.1	(14.4)	3,791.2
Cost of Sales	-	-	-	-	(1,776.2)	(47.1)	(656.3)	(164.4)	(126.1)	-	(43.7)	7.9	(3,113.0)
Gross Profit	-	-	-	-	261.0	12.8	90.1	73.8	62.3	-	8.4	(6.4)	678.2
Advisory fee	23.3	-	-	-	-	-	-	-	-	-	-	(23.3)	-
Share in Associates' Results	-	-	-	-	-	-	-	-	-	-	-	(1.8)	(1.8)
Total Operating Profit	23.3	-	-	-	261.0	12.8	90.1	73.8	62.3	-	8.4	(31.6)	676.4
SG&A	(39.7)	(16.9)	(43.6)	(68.2)	(8.7)	(45.1)	(13.6)	(51.0)	(41.2)	(0.1)	(10.0)	34.1	(353.0)
Other Income/Expenses (Net)	-	(7.0)	(0.1)	1.9	1.7	3.6	0.3	5.5	0.5	0.1	2.4	7.2	8.2
EBITDA (before one-offs)	(16.4)	(23.9)	(43.6)	194.7	5.8	48.6	26.9	28.3	21.5	(0.1)	0.8	9.7	331.6
Dividends Income	6.2	-	-	-	-	-	-	-	-	-	-	(6.2)	-
SG&A (Non recurring)	2.1	-	-	(3.6)	-	(4.6)	-	-	(0.8)	-	-	-	(6.6)
EBITDA	(14.3)	(17.7)	(43.6)	191.1	5.8	44.0	26.9	28.3	20.7	(0.1)	0.8	3.5	325.0
Depreciation & Amortization	(0.6)	-	(5.4)	(31.6)	(3.9)	(32.2)	(13.0)	(20.4)	(19.3)	(0.2)	(1.3)	(12.5)	(154.9)
EBIT	(14.9)	(17.7)	(49.1)	159.4	1.8	11.8	13.8	8.0	1.4	(0.3)	(0.5)	(9.0)	170.1
Bank Interest Expense	(105.9)	(24.5)	(39.9)	(75.9)	(1.9)	(68.0)	(42.4)	(26.4)	(8.1)	-	(1.2)	-	(429.4)
Bank PIK	-	(33.6)	-	-	-	-	-	-	-	-	-	-	(33.6)
Bank Fees (ERC-PIK)	-	-	(0.7)	-	-	-	-	-	-	-	-	-	(0.7)
3rd Party Shareholder	-	(14.7)	(24.8)	-	-	(116.0)	(18.9)	(0.2)	-	-	(8.1)	-	(71.9)
Interest Income	65.9	25.2	-	75.6	-	0.6	-	-	-	-	-	(11.4)	57.0
Lease Payments	-	-	-	-	-	-	(1.9)	-	13.6	-	-	-	11.9
EBT (before one-offs)	(54.9)	(65.4)	(114.5)	159.1	-	(171.6)	(49.4)	(18.6)	6.9	(0.3)	(9.7)	(9.6)	(296.5)
Gain (Loss) on Sale of Investments	-	-	-	-	-	4.2	-	-	-	-	-	(4.2)	0.1
Impairments/Write-downs	(41.0)	(21.7)	-	(10.2)	(1.5)	(6.9)	(0.5)	(22.8)	6.5	-	(1.0)	59.0	(138.9)
Restructuring Consulting Fees	(2.1)	-	-	-	-	-	-	-	-	-	-	-	(2.1)
Management Fees	-	-	-	-	-	-	-	-	-	-	-	-	-
Layoffs/Severances	(21.4)	-	-	(2.7)	-	(7.2)	-	-	-	-	-	-	(31.3)
CSR	-	-	(22.0)	(11.0)	-	-	-	-	(1.0)	-	-	-	(34.0)
Provisions	(7.5)	(5.5)	-	41.7	(1.1)	(70.2)	(6.3)	20.3	(13.1)	-	-	-	(35.0)
Discontinued Operations **	-	-	-	-	-	(93.0)	-	-	0.6	-	-	-	(92.4)
FOREX	12.9	15.1	(3.5)	(3.3)	0.6	24.7	2.0	(23.1)	3.6	(0.4)	20.3	-	33.0
EBT	(114.0)	(77.5)	(139.9)	173.6	(2.0)	(320.0)	(54.2)	(44.2)	3.6	(0.7)	9.5	45.2	(597.2)
Taxes	(0.0)	-	-	(22.0)	0.1	8.6	1.0	(1.6)	(2.9)	(0.3)	0.5	1.0	(26.9)
Net P/L Before Minority Share	(114.0)	(77.5)	(139.9)	151.6	(1.9)	(311.4)	(53.2)	(45.8)	0.7	(1.0)	10.0	46.2	(624.0)
Minority Interest	-	-	(78.3)	30.4	0.2	(31.9)	(12.2)	(3.4)	-	0.3	-	(168.9)	(262.9)
Net Profit (Loss)	(114.0)	(77.5)	(61.7)	121.2	(2.2)	(279.5)	(41.0)	(42.4)	0.7	(1.4)	10.0	215.1	(361.1)

* Miscellaneous includes UCF and Sphinx Egypt
^ Transportation & Logistics

** Discontinued operations include:

- (1) Assets reclassified in 2018, 2019: Zahana
- (2) Assets included in 2018 & 2019: Enjoy and Mom's Food (Gozour)
- (3) Assets included in 2018: Africa Railways (deconsolidated in 2Q18), ESACO (sold in 4Q18), and Designopolis (Mena Home, sold in 2Q18)

Qalaa Holdings Consolidated Income Statement by Sector for the year ended 31 December 2019 (in EGP mn)

	QH	SPVs	Energy			Cement	T&L^		Mining	Agrifoods			Elimination	FY 2019
			Orient	Silverstone	Tawazon		NDT	CTO		Falcon	Wafra	Misc.*		
Revenue	-	-	-	-	7,724.1	410.3	2,731.6	236.0	967.1	871.1	0.1	180.1	(20.7)	14,916.8
Cost of Sales	-	-	-	-	(6,852.2)	(320.8)	(2,365.1)	(136.5)	(659.8)	(609.8)	(0.1)	(163.7)	12.2	(12,426.0)
Gross Profit	-	-	-	-	871.9	89.5	366.4	99.5	307.2	261.3	(0.0)	16.4	(8.5)	2,490.7
Advisory fee	97.9	-	-	-	-	-	-	-	-	-	-	-	(97.9)	-
Share in Associates' Results	-	-	-	-	-	-	-	-	-	-	-	-	(3.3)	(3.3)
Total Operating Profit	97.9	-	-	-	871.9	89.5	366.4	99.5	307.2	261.3	-	16.4	(109.7)	2,487.5
SG&A	(190.5)	(21.0)	(100.2)	(211.1)	(32.1)	(153.0)	(50.1)	(43.6)	(220.0)	(139.2)	(3.9)	(28.8)	110.2	(1,211.9)
Other Income/Expenses (Net)	(0.3)	(8.7)	(0.1)	1.9	2.9	20.0	1.7	10.2	10.2	1.1	-	2.1	7.2	30.7
EBITDA (before one-offs)	(92.8)	(29.7)	(100.3)	662.8	60.3	233.4	51.1	7.5	97.4	123.3	(3.9)	(10.4)	7.7	1,306.3
Dividends income	0.0	173.7	-	-	-	-	-	-	-	-	-	-	(173.7)	-
SG&A (Non recurring)	(1.9)	-	-	(3.6)	-	-	(8.6)	-	-	(7.5)	-	(1.3)	-	(47.4)
EBITDA	(94.8)	144.0	(100.3)	659.2	60.3	224.8	51.1	97.4	97.4	115.8	(3.9)	(11.7)	(166.0)	1,258.9
Depreciation & Amortization	(2.4)	(0.1)	(19.6)	(109.0)	(15.3)	(99.4)	(43.6)	(90.0)	(90.0)	(62.0)	(0.3)	(6.3)	(51.3)	(553.9)
EBIT	(97.2)	143.9	(119.9)	550.1	45.1	125.4	7.5	7.4	7.4	53.8	(4.1)	(18.0)	(217.3)	705.0
Bank Interest Expense	(429.9)	(148.6)	(49.5)	(267.4)	(7.9)	(218.3)	(153.8)	(67.3)	(67.3)	(39.4)	-	(5.8)	-	(1,546.9)
Bank PIK	-	(114.3)	-	-	-	-	-	-	-	-	-	-	-	(114.3)
Bank Fees (ERC-PIK)	-	-	(34.5)	-	-	-	-	-	-	-	-	-	-	(34.5)
3rd Party Shareholder	-	(69.2)	(46.6)	-	-	(473.6)	(77.4)	(3.7)	(3.7)	-	-	(33.6)	419.0	(285.1)
Interest Income	271.9	105.5	-	291.0	0.8	9.5	0.2	-	-	0.1	-	0.4	(426.6)	254.9
Lease Payments	-	-	-	-	-	-	-	(7.5)	-	-	-	-	-	(14.0)
EBT (before one-offs)	(255.2)	(82.8)	(250.5)	573.8	38.0	(557.0)	(231.0)	(63.5)	(63.5)	14.6	(4.1)	(56.9)	(224.9)	(1,035.0)
Gain (Loss) on Sale of Investments	-	(21.4)	-	-	-	6.8	-	0.0	0.0	48.9	-	-	(6.5)	27.8
Impairments/Write-downs	(188.2)	4.0	-	(10.2)	(3.0)	(11.6)	(0.5)	(21.8)	(21.8)	(0.1)	-	(1.2)	187.2	(144.4)
Acquisitions and Restructuring	(15.5)	-	-	-	-	-	-	-	-	-	-	-	-	(15.5)
Management Fees	-	(135.1)	-	-	-	-	-	-	-	-	-	-	-	(135.1)
Layoffs/Severances	(22.8)	-	-	(2.7)	-	(14.9)	-	-	-	-	-	-	-	(40.4)
CSR	(0.3)	-	(22.0)	(13.6)	-	-	-	-	-	(1.0)	-	-	-	(36.8)
Provisions	(30.0)	(202.5)	-	(15.6)	(10.4)	(150.7)	(6.3)	29.2	29.2	(13.0)	-	-	-	(395.5)
Discontinued Operations **	-	-	-	-	-	(107.1)	-	-	-	(49.2)	-	-	-	(156.2)
FOREX	177.8	19.7	(22.3)	(7.6)	6.3	339.8	(0.4)	5.0	5.0	31.7	(5.1)	95.3	-	624.5
EBT	(334.2)	(418.0)	(294.8)	524.2	30.9	(494.7)	(238.3)	(51.1)	(51.1)	31.9	(9.2)	37.1	(44.2)	(1,306.7)
Taxes	-	-	-	(145.0)	(10.3)	(12.8)	1.0	(1.4)	(1.4)	(22.6)	(0.3)	0.8	4.8	(218.5)
Net P/L Before Minority Share	(334.2)	(418.0)	(294.8)	379.2	20.6	(507.5)	(237.3)	(52.6)	(52.6)	9.2	(9.5)	37.9	(39.4)	(1,525.3)
Minority Interest	-	-	(144.0)	97.1	12.0	(18.2)	(53.9)	(5.2)	(5.2)	-	0.2	-	(276.5)	(389.7)
Net Profit (Loss)	(334.2)	(418.0)	(150.8)	282.1	8.5	(489.3)	(183.4)	(47.4)	(47.4)	9.2	(9.7)	37.9	237.1	(1,135.5)

* Miscellaneous includes UCF and Sphinx Egypt

^Transportation & Logistics

** Discontinued operations include:

(1) Assets reclassified in 2018, 2019: Zahana

(2) Assets included in 2018 & 2019: Enjoy and Mom's Food (Gozour)

(3) Assets included in 2018: Africa Railways (deconsolidated in 2Q18), ESACO (sold in 4Q18), and Designopolis (Mena Home, sold in 2Q18)

Qalaa Holdings Consolidated Balance Sheet as at 31 December 2019 (in EGP mn)

	QH	Energy				Cement		T&L^		Mining		Agrifoods		Others		Aggregation	Eliminations/ SPVs	FY 2019	FY 2018
		Orient	Silverstone	Tawazon	NDT	CCTO	ASCOM	Falcon	Wafra	Misc.*	Grandview								
Current Assets																			
Trade and Other Receivables	2,093.3	2,959.6	1,532.3	160.6	1,878.9	91.6	392.3	82.7	-	375.6	425.5	9,992.4	(2,893.0)			7,099.3	4,539.6		
Inventory	-	976.9	382.3	114.8	597.7	12.0	106.7	147.5	-	32.1	300.8	2,670.7	-			2,670.7	1,438.8		
Assets Held For Sale	-	-	-	-	340.8	-	-	84.2	-	120.6	-	545.5	(113.3)			432.2	1,175.5		
Cash and Cash Equivalents	2.8	774.8	2,606.0	18.7	96.3	17.3	8.2	4.5	-	16.9	90.1	3,635.4	32.4			3,667.8	6,349.8		
Others	-	-	-	-	-	-	-	18.2	-	-	-	18.2	3.0			21.2	31.6		
Total Current Assets	2,096.1	4,711.3	4,520.5	294.1	2,913.7	120.9	507.1	337.1	-	545.1	816.4	16,862.2	(2,971.0)			13,891.2	13,535.3		
Non-Current Assets																			
PP&E	34.4	63,094.7	1,881.9	117.8	1,208.1	654.2	813.6	729.2	-	29.3	893.8	69,456.8	590.6			70,047.5	71,672.5		
Investments	4,615.5	-	52.1	-	0.2	-	149.0	-	-	-	103.2	4,920.0	(4,626.5)			293.4	193.4		
Goodwill / Intangible assets	-	-	417.2	32.6	-	-	-	-	-	-	-	449.8	113.8			563.6	580.3		
Others	5,115.0	276.0	247.8	-	452.7	-	-	359.2	-	-	46.2	6,496.9	(5,109.5)			1,387.3	2,819.5		
Total Non-Current Assets	9,764.8	63,370.7	2,598.9	150.4	1,661.0	654.2	962.6	1,088.3	-	29.3	1,043.2	81,323.5	(9,031.7)			72,291.8	75,265.7		
Total Assets	11,860.9	68,082.0	7,119.4	444.5	4,574.6	775.1	1,469.7	1,425.4	-	574.4	1,859.6	98,185.7	(12,002.7)			86,183.0	88,801.0		
Shareholders' Equity																			
Total Equity Holders of the Company	5,187.3	11,173.2	980.0	117.1	(4,339.4)	(776.0)	65.4	36.4	(1,129.5)	(371.5)	81.9	11,025.0	(18,578.3)			(7,553.4)	(4,326.7)		
Minority Interest	-	10,369.9	520.4	103.6	1,191.9	(346.8)	(78.9)	-	(12.9)	11.5	224.1	11,982.8	7,753.9			19,736.7	20,413.3		
Total Equity	5,187.3	21,543.1	1,500.4	220.7	(3,147.5)	(1,122.7)	(13.5)	36.4	(1,142.4)	(360.0)	306.1	23,007.7	(10,824.4)			12,183.3	16,086.6		
Current Liabilities																			
Borrowings	3,856.9	4,111.7	1,590.5	41.4	1,095.3	741.5	757.7	64.9	-	43.4	638.0	12,941.4	2,626.7			15,568.1	13,574.9		
Trade and Other Payables	2,713.4	3,287.1	2,223.7	116.1	1,628.0	623.1	550.5	991.7	1,141.1	519.9	388.2	14,182.6	(1,140.7)			13,041.9	10,363		
Shareholder Loan	-	162.6	-	-	2,053.0	471.9	-	-	-	114.3	-	2,801.8	(471.9)			2,329.9	2,169.5		
Provisions	103.3	134.3	244.3	52.9	584.5	29.3	34.6	27.1	1.3	18.0	44.8	1,274.6	353.2			1,627.7	1,321.3		
Liabilities Held For Sale	-	-	-	-	-	-	-	130.9	-	0.7	-	131.6	0.8			132.5	543.8		
Total Current Liabilities	6,673.7	7,695.7	4,058.5	210.4	5,360.8	1,865.8	1,342.8	1,214.5	1,142.4	696.3	1,071.0	31,332.0	1,368.1			32,700.1	27,972.6		
Non-Current Liabilities																			
Borrowings	-	37,778.1	1,244.3	-	0.2	-	134.3	116.4	-	-	295.5	39,568.9	-			39,568.9	44,181.0		
Shareholder Loan	-	670.8	-	-	2,343.3	31.3	-	-	-	237.3	101.8	3,384.5	(2,595.2)			789.3	129.1		
Long-Term Liabilities	-	394.3	316.2	13.4	17.8	0.7	6.2	58.1	-	0.8	85.2	892.6	48.8			941.5	431.7		
Total Non-Current Liabilities	-	38,843.2	1,560.5	13.4	2,361.3	32.0	140.5	174.5	-	238.1	482.5	43,846.0	(2,546.4)			41,299.6	44,741.9		
Total Liabilities	6,673.7	46,538.9	5,619.0	223.8	7,722.1	1,897.9	1,483.3	1,389.1	1,142.4	934.4	1,553.5	75,178.0	(1,178.3)			73,999.7	72,714.4		
Total Equity and Liabilities	11,860.9	68,082.0	7,119.4	444.5	4,574.6	775.1	1,469.7	1,425.4	-	574.4	1,859.6	98,185.7	(12,002.7)			86,183.0	88,801.0		

*Miscellaneous includes UCF and Sphinx Egypt



Sector Review: Energy

Qalaa Holdings' operational energy companies include the Egyptian Refining Company (petroleum refining), TAQA Arabia (energy generation and distribution) and Tawazon (solid waste management).



QH OWNERSHIP —
c.13.14%

All project units now operating at 100% capacity utilization



Egyptian Refining Company (ERC) is a USD 4.4 billion second-stage greenfield petroleum refinery in the Greater Cairo Area (GCA); the consortium of GS Engineering & Construction Corp and Mitsui & Co Ltd, acting as the contractor for the project, took full receipt of the project site in early 2014. The project was completed in early 2019 and all project units have been in operation since August 2019.

Between August 2019 and mid-March 2020, ERC sold c.2.8 million tons of refined products to the Egyptian General Petroleum Corporation (EGPC) and supplied approximately 265 thousand tons of pet coke and 40 thousand tons of sulphur to key cement and fertilizer players, respectively, during the same period. ERC reached 100% capacity utilization in early 2020, with all operations progressing smoothly.

ERC's Gross Refining Margin (GRM) was growing steadily during the period and peaked at c.USD 3 million per day during the Nov-Dec 2019 period. However, recent oil market volatility and the pressure on prices has narrowed the spread between HFO and diesel, leading to a decline in GRM to below one million US dollars per day. Nonetheless, management believes that these effects are transient in nature.

The IMO directive banning the use of high sulphur fuel oil as shipping fuel starting 2020 aims to decrease global sulphur emissions. Given that ERC utilizes heavy fuel oil as a feedstock, this development is expected to support ERC's margins in the long term.



From 1 August 2019 to 14 March 2020, EGPC supplied ERC with some 3.3 million tons of feedstock. In turn, ERC refined these inputs and supplied EGPC with the following products during the period:

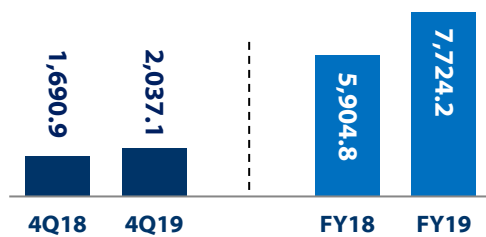
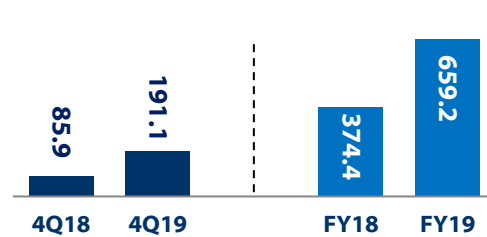
Product	LPG	Light Naphtha	Reformate	Fuel Oil	Jet Fuel	Diesel	Total
Quantity (tons)	53,083	287,514	289,332	468,621	265,783	1,410,838	2,775,171

The period also saw ERC sell c.40 thousand tons of sulphur and c.265 thousand tons of pet coke directly to the market. This brought the total amount of refined products and by-products produced by ERC between August and 14 March 2020 to 3.078 million tons.




QALAA HOLDINGS OWNERSHIP — 55.9%

All business segments witnessed solid revenue and EBITDA growth in FY19. TAQA's Benban solar plant delivered strong results in its first year of operations

Silverstone (TAQA Arabia Holding Co.)
Revenues
(EGP mn)

Silverstone (TAQA Arabia Holding Co.)
EBITDA
(EGP mn)


TAQA is considered Egypt's leading integrated energy distribution company, offering customers one-stop-shop energy solutions. TAQA operates three separate divisions covering all aspects of the energy distribution business. The company's gas business connects and distributes natural gas to households and industrial customers, and distributes compressed natural gas "CNG" via CNG retail stations and mobile CNG. TAQA's power business generates and distributes electrical power across the country. Finally, the company's oil marketing division acts as a fuel and lubricant retailer and distributor.

TAQA Arabia booked strong results in 2019 with revenues reaching EGP 7,724.2 million and EBITDA coming in at EGP 659.2 million. TAQA Arabia's EBITDA grew at a CAGR of 34% from 2017 to 2019 with management expecting a similar trajectory over the next couple of years supported by the Egyptian government's vision for energy transition in the country. The government's vision offers clear growth opportunities across the company's existing business lines as well as potential opportunities for expansion into new lines of business leveraging the company's extensive experience.

Segment Breakdown

(EGP mn)	4Q18	4Q19	% chg	FY18	FY19	% chg
TAQA Arabia Gas Revenues	297.5	370.5	25%	998.2	1,396.7	40%
TAQA Arabia Gas EBITDA	45.2	88.7	96%	217.6	291.0	34%
TAQA Arabia Power Revenues	274.6	297.5	8%	1,083.6	1,344.7	24%
TAQA Arabia Power EBITDA	25.7	33.5	30%	89.7	116.2	30%
TAQA Arabia Solar Revenues	-	36.2	N/A	-	150.1	N/A
TAQA Arabia Solar EBITDA	(1.9)	29.7	N/A	(8.6)	133.2	N/A
TAQA Marketing Revenues	1,078.5	1,332.9	24%	3,782.6	4,832.7	28%
TAQA Marketing EBITDA	34.2	48.3	41%	131.8	166.4	26%

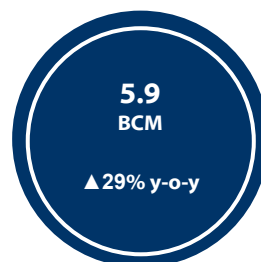
TAQA Gas

TAQA Gas ended FY19 with a solid top line and EBITDA performance on the back of multiple operational achievements. The company's total gas distribution witnessed a 29% y-o-y increase in FY19, reaching 5.9 BCM in comparison to 4.5 BCM in FY18. TAQA Gas also exceeded management expectations and carried out around 155,000 household conversions, accomplishing a 37% y-o-y increase and exceeding its 2019 target of 150,000 connections. Additionally, TAQA Gas was able to sign 20 new industrial clients over the course of 2019, reaching a total industrial client base of 216 clients, a testament to the confidence clients have in TAQA Gas's service offering.

TAQA Gas's solid performance was supported by a favorable operating environment. The deregulation trend across the energy industry in Egypt has driven an increase in gasoline and LPG prices, which was balanced by the discovery of Zohr gas field as well as other large natural gas discoveries. This shift in market dynamics is driving growth in household connections and gas distributions as well as CNG in fueling stations. TAQA is strategically positioned to capture and maximize the value unlocked in the sector.

TAQA Gas will leverage its position as a leading downstream player in the sector and its vast distribution network of 1.2 million residential customers, 3,400+ commercial clients and 216 industrial clients over 8 governorates to continue expanding its business operations. TAQA Gas is looking to more than double the number of operational CNG stations bringing the total to 21 by year-end 2020.

Total Gas Distributed (FY19)



TAQA Gas Distribution Networks



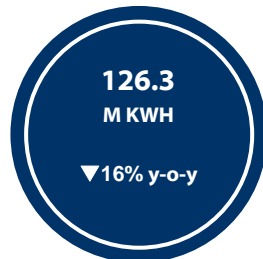
TAQA Gas Pipe-Laying Works

TAQA Power

TAQA Power's strong performance in 2019 was driven by a 13% y-o-y increase in the power distribution arm, recording 530 M kW/hr. This solid performance offset a dip in the electricity generated in FY19, related to the conclusion of a cement contract during the second quarter of 2018.

TAQA Power boasts a distribution capacity of 1,000MW, a generation capacity of 35MW and is strategically positioned to capitalize on the Egyptian government's initiatives for the sector. The division's vast experience in energy waste

reduction, by increasing the plants' efficiency or upgrading from simple cycle to a combined cycle, will come in handy as the government looks to improve the efficiency of older state-owned power plants.

Total Power Generated (FY19)

Total Power Distributed (FY19)

TAQA Solar

The newly established renewable energy arm, TAQA Solar's 65MW solar power plant in Benban, Aswan, began commercial production in February 2019. The plant has performed exceptionally well, contributing EGP 133 million in EBITDA and over EGP 150 million in revenues while recording robust margins as formulated by the feed-in-tariff program with the Egyptian government.

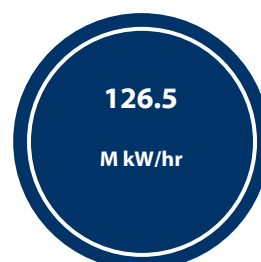
Looking forward, TAQA Solar has its eyes set on capturing the value that the government's agenda can unlock for the sector, primarily focusing on the government's goal of having around 40% of the country's power generated using renewable energy sources by 2035.



World Bank President visit at Benban Solar Plant, May 2019



TAQA's Solar PV Plant - Benban, Aswan

Solar Energy Generated (FY19)

TAQA Marketing

TAQA's marketing arm continued its growth trajectory in FY19, witnessing a 28% y-o-y expansion in revenues, with EBITDA up 26% y-o-y for the period. In 2019, the company inaugurated 8 new stations, bringing the total number of stations to 55 across 14 governorates. The company has ambitious plans to expand further in the Delta and Upper Egypt, with its target to roll out 8 new stations during 2020 proceeding on schedule. In FY19, TAQA Marketing

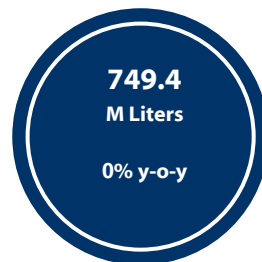
maintained gasoline and diesel volume levels in line with the previous year, selling 749.4 million liters. Revenue growth for the year was price driven on account of the subsidy phase out.

TAQA Marketing's management is optimizing operations in anticipation of the market's full liberalization and has commenced construction of a new fuel terminal in Alexandria, parallel to the current 16 mn liter fuel storage terminal in Suez that the company owns and operates. Once the subsidy phase-out on oil products is complete and prices are set according to international prices, a deregulation plan is envisioned allowing retail distribution players to import and sell oil products locally. Companies with terminals are thus strategically positioned to benefit greatly from the liberalization.

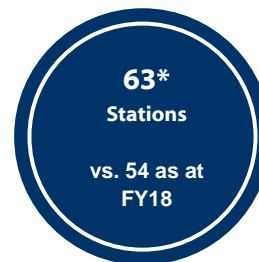


TAQA Fueling Station

Total Liquid Fuels Distributed (FY19)

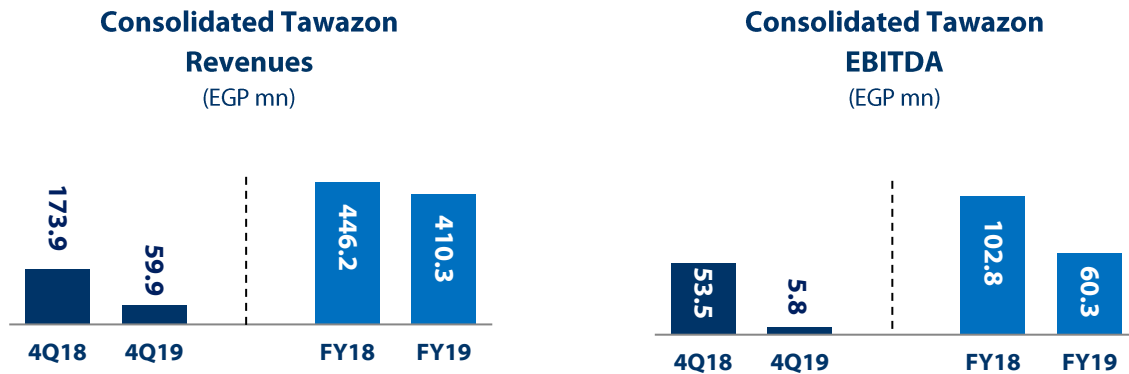


Filling Stations (FY19)



* Of which eight are CNG stations.

Tawazon records 8% decline in FY 2019 revenue on account of slower market activity



ECARU – RDF Production Facility

Segment Breakdown

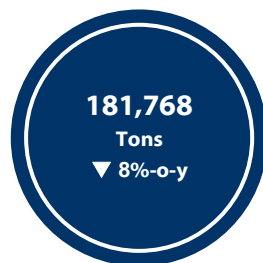
(EGP mn unless otherwise stated)	4Q18	4Q19	% chg	FY18	FY19	% chg
ECARU Revenues	82.1	56.2	-32%	292.9	317.3	8%
ECARU EBITDA	17.2	3.0	-82%	44.6	32.1	-28%
ENTAG Egypt Revenues	13.4	4.6	-66%	17.8	13.8	-22%
ENTAG Egypt EBITDA	23.3	(2.1)	N/A	16.1	(9.1)	N/A
ENTAG Oman Revenues	82.4	0.6	-99%	143.5	83.8	-42%
ENTAG Oman EBITDA	18.0	5.0	-72%	47.4	37.9	-20%

ECARU

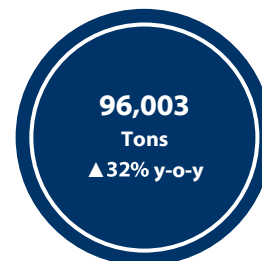
ECARU continued to be affected by the slowdown in the Egyptian cement market which is affecting overall demand. Market conditions were also exacerbated by the appreciation of the EGP and the consequent price-competitiveness of imported fuels and the retraction in global coal prices.

ECARU however managed to increase its sales of RDF by 32% y-o-y in FY 2019, in turn supporting its full-year revenue which grew 8% compared to FY 2018. It is worth noting that management foresees a degree of uncertainty as regards to the renewal of ECARU's two Municipal Solid Waste "MSW" contracts with the government, which expired in end of February 2020. Nevertheless, the company maintains operations at its agricultural waste division which produces biomass.

Total Biomass Supplied - ECARU (FY19)



Total RDF Supplied – ECARU (3Q19)



ECARU RDF Production

ENTAG

The company has not replenished its backlog since the completion and recognition of the final portion of ENTAG Oman's project in the UAE during the first quarter of 2019. Management had started negotiations to expand the company's pipeline with a number of prospective clients in the UAE and the wider GCC. However, this is currently on hiatus as a result of the COVID-19 situation around the World.



Sector Review: Cement

Qalaa Holdings' operational cement platform company is ASEC Holding, which comprises cement manufacturing (ASEC Cement which has two production facilities: Al-Takamol Cement in Sudan and Zahana Cement Co. in Algeria which is under divestment); construction (ARESCO and ASEC Automation); and technical management (ASEC Engineering and ASENPRO).

Operational and Financial Performance

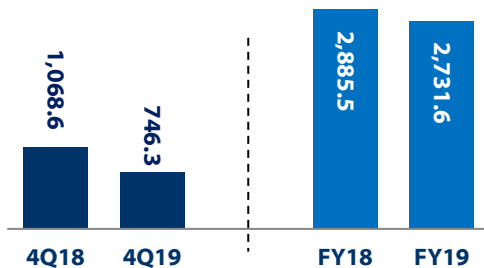


QALAA HOLDINGS OWNERSHIP — 69.3%

ASEC Holding results affected by slow cement market activity

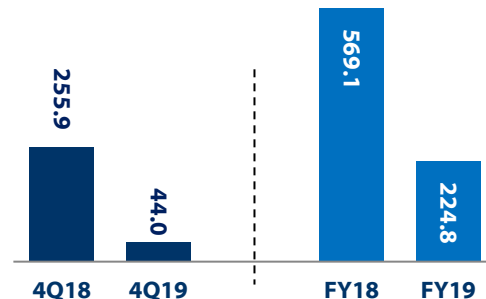
ASEC Holding Consolidated Revenues

(EGP mn)



ASEC Holding Consolidated EBITDA

(EGP mn)



ASEC Holding's results for FY 2019 were affected by an underperforming cement market in Egypt, with lower cement demand leading to a weak performance by cement construction and management subsidiaries. Meanwhile in Sudan, social and political unrest posed difficult conditions for cement operators in the country and led to production stoppages at Al-Takamol Cement which affected the plant's operational performance. These challenging conditions led to a decline in the cement segment's EBITDA which in turn affected Qalaa's consolidated EBITDA for the year.

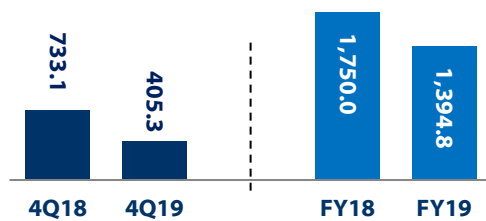
It is also worth noting that ARESCO has been reconsolidated during July 2019 after having been classified as a discontinued operation for several quarters during which it was under divestment. The previously initiated sale process has been halted.

Management had previously initiated intensive efforts to restructure ASEC Holdings' debts, resulting in the conclusion of restructuring agreements with all relevant banks. The finalized restructuring is expected to significantly decrease ASEC Holding's interest expenditures over the coming period, facilitating a return to profitability over subsequent quarters.

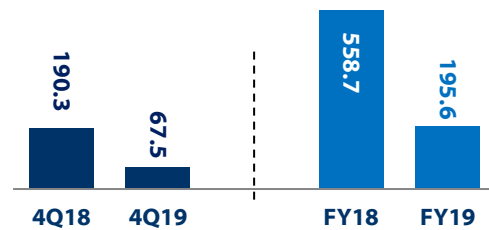

QALAA HOLDINGS EFFECTIVE OWNERSHIP — 51.8%[^]

ASEC Cement disposed of all its cement production companies in Egypt back in 2015 and currently maintains ownership of Zahana Cement in Algeria (owned 35% by ASEC Cement) and Al Takamol in Sudan (owned 51% by ASEC Cement), with the former currently undergoing a sale process that has slowed down in light of recent political developments in Algeria .

ASEC Cement Revenues
(EGP mn)



ASEC Cement EBITDA
(EGP mn)



ASEC Cement Subsidiaries (EGP mn)	4Q18	4Q19	% chg	FY18	FY19	% chg
Al Takamol Cement Revenues	726.4	405.3	-44%	1,743.4	1,394.8	-20%
Al Takamol Cement EBITDA	200.5	70.8	-65%	603.3	231.0	-62%
Zahana (Algeria) Revenues*	189.0	99.1	-48%	645.3	531.4	-18%
Zahana (Algeria) EBITDA*	39.5	3.6	-91%	158.5	44.9	-72%

* Zahana is consolidated using the equity method (share of associates)

[^] QH has a direct ownership in ASEC Cement of 10% and ASEC Holding owns 59.9% of ASEC Cement. Therefore, QH owns an effective stake of 51.8% in ASEC Cement.

Al Takamol's performance in early 2019 was hindered by political unrest and social instability that caused the disruption of Al Takamol's facilities, however by mid-2019, these conditions ameliorated and supported the recovery of Al Takamol's operational performance. Al Takamol witnessed volume sales of 980 thousand tons in FY 2019 and held the second highest market share in the cement sector at 26.7% throughout 2019, ending the year with a 29.5% market share; number one ranking versus its peers..

Al Takamol's revenues increased by an impressive 116% in SDG terms in FY 2019 on the back of market price recovery for cement, recording SDG 6,279 million compared to SDG 2,906 million in FY 2018. However, the devaluation of the Sudanese pound and a newly adopted accounting standard of using spot FX, as opposed to an average for the year, decreased the company's top line in EGP terms. Additionally, Al Takamol's profitability declined slightly on the back of rising energy costs, causing EBITDA to dip 1% in FY 2019.

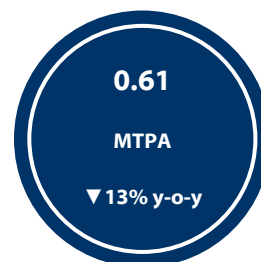


Al-Takamol Cement Factory

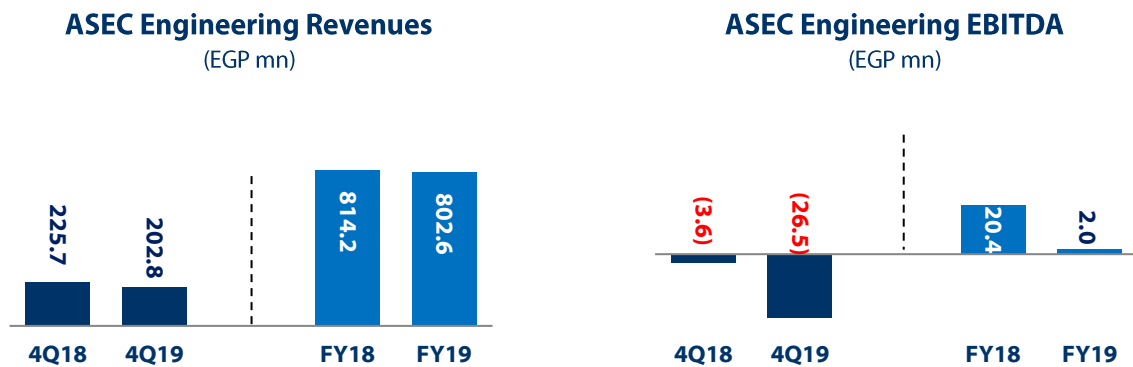
Al-Takamol Total Sales Volume (FY19)



Zahana Total Sales Volume (FY19)

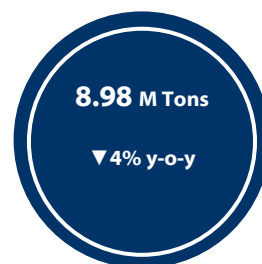


ASEC Engineering revenues settle in at EGP 802.6 million in FY19



ASEC Engineering managed 8.98 MT of clinker production in FY 2019, a 4% y-o-y drop that drove a 10% decline in the company's top line. Lower managed capacities were a result of multiple shutdowns of the company's clients due to overall weakness in the cement market. Management has embarked on multiple negotiations for various regional and international contracts in an attempt to diversify its operations and has already signed three new contracts abroad that will usher stronger results in 2020. It should be noted, however, that other negotiations are currently halted due to the current Covid-19 outbreak. Once the situation settles, management will resume business development efforts with the aim of building a capacity portfolio of 6 MT per annum in Egypt and another 6 MT internationally.

Managed Clinker Production (FY19)





Sector Review: Packaging & Printing

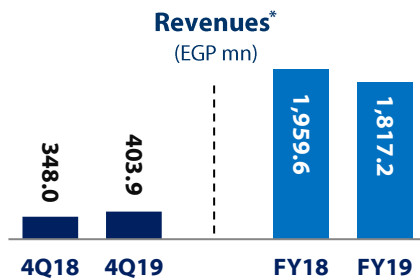
Through its subsidiary National Printing Company, Qalaa Holdings has invested in the printing and packaging sector with investments of over USD 60 million to date. National Printing Company stands today as one of the largest producers of its kind in Egypt


QALAA HOLDINGS OWNERSHIP – 26%

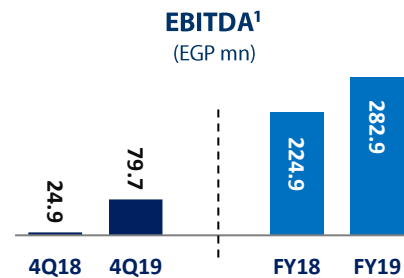
National Printing was established in 2006 under Qalaa's small and mid-cap investments company, "Grandview". Qalaa Holdings has an effective stake of 48% in Grandview, which owns c.53% of National Printing. National Printing's two subsidiaries, Shorouk and Baddar are owned 90% and 100%, respectively. The company also maintains an effective ownership of 46.4% in Uniboard, a 90% owned subsidiary of Shorouk, and operates an 85%-owned subsidiary called Windsor.

National Printing stands today as one of the largest producers of packaging and printing products in Egypt. Through its subsidiaries, namely Shorouk for Modern Printing and Packaging ("Shorouk") and El Baddar for Packages ("Baddar"), National Printing has been able to diversify and expand its product range, including corrugated cartons and various types of boxes. Meanwhile Uniboard produces duplex boards using wastepaper, and Windsor manufactures sheeter, single facers, flexos and chemical additives. Windsor generates around 65% of its revenues from sales to Shorouk, playing an important role in the company's wider value-adding chain.

Grandview (National Printing Holding Co.)

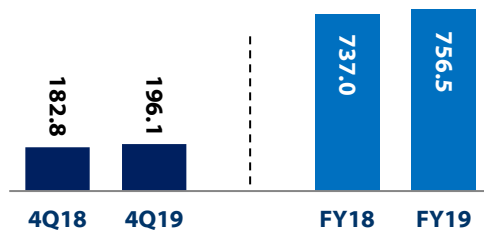
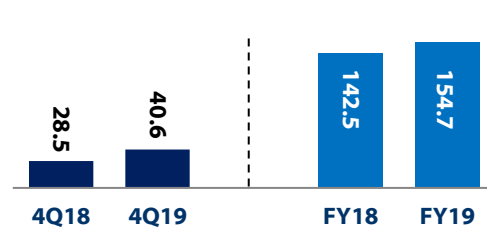


Grandview (National Printing Holding Co.)



(EGP mn unless otherwise stated)	4Q18	4Q19	% chg	FY18	FY19	% chg
Modern Shorouk Printing & Packaging Revenues	182.8	196.1	7%	737.0	756.5	3%
Modern Shorouk Printing & Packaging EBITDA	28.5	40.6	42%	142.5	154.7	9%
El Baddar Revenues	100.9	80.5	-20%	420.5	346.4	-18%
El Baddar EBITDA	6.7	10.7	60%	34.5	36.7	6%
Uniboard Revenues	213.1	201.4	-5%	969.8	896.4	-8%
Uniboard EBITDA	5.0	26.0	420%	57.5	92.9	62%

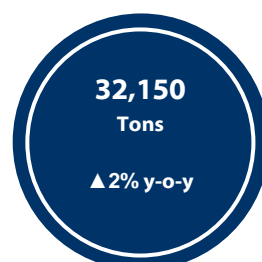
¹ The consolidated figures of Grandview used in the chart are statutory figures consolidated by QH.

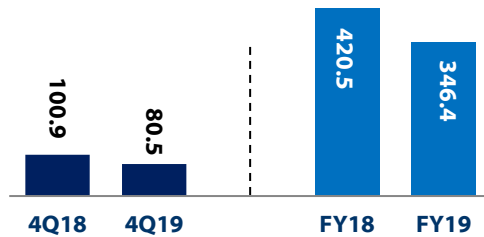
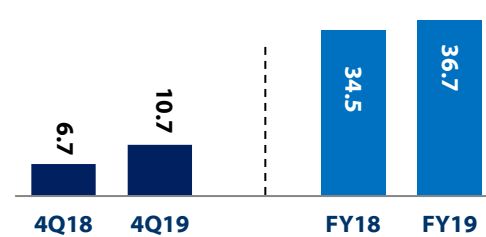

NATIONAL PRINTING OWNERSHIP — 90% (QH effective ownership 24%)
Shorouk Revenues
(EGP mn)

Shorouk EBITDA
(EGP mn)


Shorouk Printing – Duplex and Laminated Carton Production

Shorouk operates three main production lines used for laminating, cutting, folding, gluing and printing. Its current production capacity is around 50 thousand tons per annum allocated between folded boxes (50%), laminated packages (40%), and books (10%). Revenue is mainly generated from large multinationals in the consumer goods, pharmaceuticals and paper sectors, with over 20% of revenues generated from exports. Going forward, management is aiming to utilize available capacities at the plant to increase book production.

Shorouk witnessed a modest y-o-y revenue increase of 3%, reaching EGP 756.5 million in FY 2019. The increase came on the back of a 2% increase in volumes sold at 32,150 tons. Additionally, EBITDA recorded EGP 154.7 million in FY 2019, increasing by 9% y-o-y.

Shorouk Total Volumes Sold
(FY19)


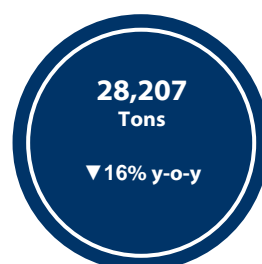

NATIONAL PRINTING OWNERSHIP — 100% (QH effective ownership 26%)
El Baddar Revenues
(EGP mn)

El Baddar EBITDA
(EGP mn)


El Baddar – Corrugated Sheet Production



El Baddar manufactures corrugated sheets and boxes, which are popular for added value traits like their strength, durability, lightness, recyclability, and cost-effectiveness, making corrugated boxes highly suitable for the shipping of a variety of items. Corrugated sheets and boxes are also widely used in the food industry. El Baddar's revenues come mainly from food and beverage packaging companies, which represent almost 50% of its top line. With a current production capacity of 45 thousand TPA, the company holds a market share of nearly 10%.

Fierce market competition on account of its fragmented nature with many sub-par players saw El Baddar record a 16% y-o-y decline in corrugated sheets and boxes volumes, leading to an 18% y-o-y decrease in revenue for FY 2019. The company's operations were also disrupted during a lengthy relocation process of El Baddar's plant. Nevertheless, EBITDA was up 6% on the back of lower raw material costs.

**Corrugated Sheets/Boxes
Volumes Sold (FY19)**



NATIONAL PRINTING EFFECTIVE OWNERSHIP — 46.4%

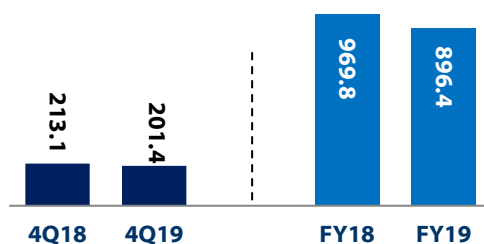
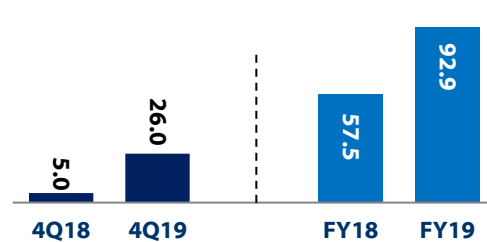
(QH effective ownership 12%)

Uniboard is a Greenfield project that aims to capitalize on domestic wastepaper as one of the main raw materials in the production of duplex boards. The company has a nominal manufacturing capacity of 135,000 tons per annum (TPA) and operates in a market with estimated annual demand of c.200,000 TPA. Currently there is one local competitor with a total capacity of 25,000 TPA, with the balance being satisfied through imports from Europe and Saudi Arabia.

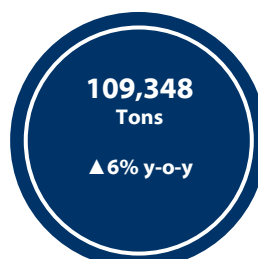
Uniboard adds to the value chain of National Printing group as its products serve as the main raw material for Shorouk, allowing the latter to replace imported duplex with local production and mitigate foreign currency risk. Uniboard sales are currently focused on the local market, with small volumes exported to China and Turkey



Uniboard – Duplex Board Production

Uniboard Revenues
(EGP mn)

Uniboard EBITDA
(EGP mn)


Uniboard continued to enhance its capacity utilization over the course of 2019 with volumes increasing by an average of 900 tons per month during the year versus monthly production levels in FY 2018. Overall, total volumes produced increased by 6% y-o-y in FY 2019. However, pricing pressure saw the company's revenue decline by 8% y-o-y. Nonetheless, Uniboard's improved operational efficiency and economies of scale in addition to a decline in raw materials cost allowed it to deliver an impressive 62% y-o-y increase in FY 2019 EBITDA. It is worth noting that raw materials constitute 60% of Uniboard's total variable cost.

**Duplex Board
Volumes Sold (FY19)**




Sector Review: Mining

Qalaa Holdings' operational platform in the mining sector is ASCOM, which includes operating companies ASCOM, ASCOM for Chemicals & Carbonates Manufacturing (ACCM), GlassRock, and ASCOM Precious Metals (which is consolidated under the equity method as a share of associates' results).

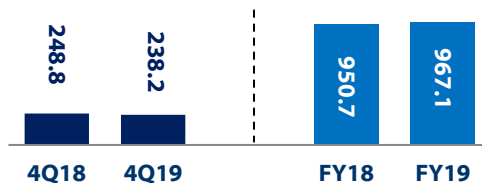


QALAA HOLDINGS OWNERSHIP — 61.32%

ASCOM achieved y-o-y top line growth across all subsidiaries in FY19

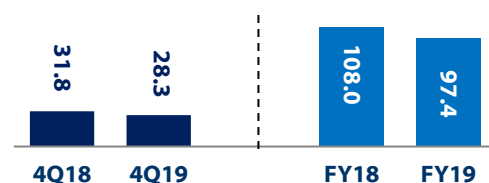
ASCOM Consolidated Revenues

(EGP mn)



ASCOM Consolidated EBITDA

(EGP mn)



From quarrying for the cement industry to manufacturing world-class technical calcium carbonate and environmentally friendly building materials, Qalaa Holdings' approach to investing in the mining sector focuses on covering the entire value chain, helping developing nations extract value from their natural resources.

ASCOM's activities and operations include:

- Quarry management, precious metals mining, and quarrying for the cement industry.
- Production of world-class ground technical calcium carbonate (ASCOM Calcium Carbonate "ACCM").
- Production of insulation materials: Rockwool and Glasswool (GlassRock).
- A gold concession in Ethiopia at the prefeasibility study phase with significant proven shallow reserves (APM).

ASCOM witnessed a y-o-y boost in top-line performance but a dip in EBITDA in FY19. The increase in revenue comes on the back of increases in revenue across all of ASCOM's subsidiaries. The decline in ASCOM's EBITDA was driven by a steep drop in quarrying EBITDA and an increase in variable costs that drove ACCM's EBITDA on a downward trajectory.

ASCOM Subsidiaries (EGP mn unless otherwise stated)	4Q18	4Q19	% chg	FY18	FY19	% chg
ACCM Revenues (in USD mn)	5.6	6.0	7%	21.2	24.7	16%
ACCM EBITDA (in USD mn)	1.0	0.7	-33%	5.1	3.9	-23%
GlassRock Revenues (in USD mn)	2.0	2.4	18%	9.1	9.6	5%
GlassRock EBITDA (in USD mn)	0.44	0.46	4%	0.7	1.1	47%
Egypt Quarrying Revenues	93.9	89.4	-5%	363.8	379.8	4%
Egypt Quarrying EBITDA	(2.9)	(10.8)	277%	28.7	(5.1)	N/A
Other Quarry Management Revenues – ex Egypt	(0.1)	14.3	N/A	9.9	14.5	46%
Other Quarry Management EBITDA – ex Egypt	(1.1)	2.1	N/A	(14.5)	0.2	N/A

ACCM

ACCM has witnessed significant operational milestones over the past three years, including but not limited to increasing operational capacity and utilization from less than 80% in 2017 to 100% in 2019 as well as managing to increase exports' contribution from 60% in 2017 to over 80% in 2019. However, ACCM's cost base was under pressure on the back of the energy subsidy removal program that was implemented by the government and the growing inflationary pressures on electricity and shipping costs.

In 2019, volumes sold witnessed a y-o-y increase of 8%, reaching 326k tons from 303k tons in 2018 that led to a subsequent y-o-y increase in sales revenue for the year. However, EBITDA declined on a y-o-y basis, driven by growing variable costs as previously mentioned. Profitability was further pressured by the strengthening of the EGP against the USD as ACCM exports some 80% of its total sales.

Management is further expanding capacity with the recent introduction of its third production line and has developed a key sales optimization tool that analyzes and identifies optimal export target markets for ACCM that would better position it to grow and sustain its top line performance. Furthermore, management is increasingly diversifying the sales stream and targeting local markets to hedge against the strengthening EGP as well as benefiting from the local market's greater working capital dynamics, improved cashflow, and healthy margins.



ASCOM – Technical Calcium Carbonate



GlassRock – Insulation Materials

GlassRock

In recent years, GlassRock's management has worked tirelessly to optimize product pricing and operational efficiency. Management's initiatives bore fruit and significantly improved revenues and profitability, GlassRock saw its revenues rise from USD 6.8mn in 2017 to USD 9.1mn in 2018 and USD 9.6mn in 2019. Additionally, GlassRock's EBITDA witnessed a turnaround, moving from negative USD 0.6 mn in 2017 to USD 0.7mn in 2018 and to USD 1.1mn in 2019.

Management's success is particularly evident in the company's performance in 2019, where despite a decline in volumes, GlassRock's revenues and EBITDA witnessed a y-o-y boost on the back of improved product sales and solid cost optimization initiatives.

With the ongoing COVID-19 pandemic, management expects GlassRock's business to be affected due to the company's large export base and the prevailing travel restrictions and closed borders. Additionally, the construction sector will require some time before activity ramps up to pre-pandemic levels. Nonetheless, the company is finalizing a restructuring agreement for its debt with longer tenors and savings on interest which will help in weathering the crisis and improve the company's financial position.

However, it is worth highlighting that beyond the current crisis, the company's market enjoys strong long-term growth fundamentals that GlassRock is ideally positioned to capture. Management is focusing on cost optimization initiatives

and boosting production capacity to meet the growing demand for rockwool and glasswool insulation materials. GlassRock's nameplate capacity currently stands at 50k tons per annum and the company is on track to ramp up production utilization of its two production lines. Furthermore, management is targeting expansions in local segments and penetrating new markets in the region to identify and capture lucrative opportunities.

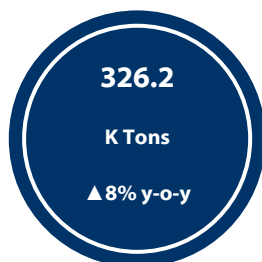
Egypt Quarrying (ASCOM mining)

ASCOM's mining operations are heavily dependent on the cement industry, with around 90% of revenues generated from quarrying for cement clients. ASCOM is facing an increasingly challenging operating environment due to sustained pressure on Egypt's cement industry, characterized by oversupply and fierce market competition. Management has been focusing on adjusting contracts and adopting the minimum take criteria as well as renewing other contracts to be on a take-or-pay basis in attempt to cover the costs incurred when markets are not performing well. These contract adjustments have helped the company deliver steady revenue growth in 2019.

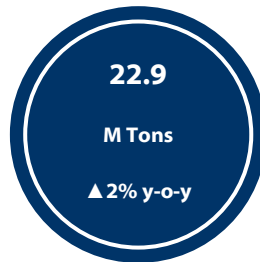


ASCOM – Egypt Quarrying Operation

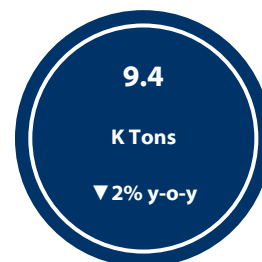
ACCM Volumes Sold (FY19)



Egypt Quarrying Volumes Sold (FY19)



GlassRock Volumes Sold (FY19)





Sector Review: Agrifoods

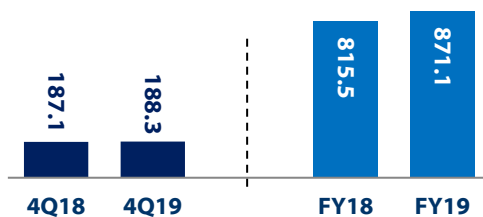
Agrifoods companies consolidated under parent company Gozour (multicategory agriculture and consumer foods) include Dina Farms and ICDP (Dina Farms' fresh dairy producer).



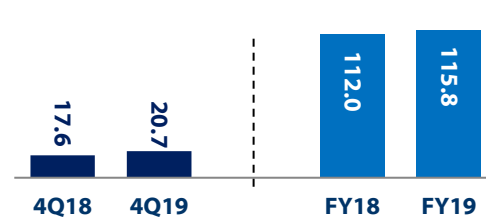
QALAA HOLDINGS OWNERSHIP — 54.9%

Gozour witnessed steady revenue growth in FY19 with its top line reaching EGP 871 million for the year

Consolidated Gozour Revenues
(EGP mn)



Consolidated Gozour EBITDA
(EGP mn)



Gozour (Dina Farms Holding Co) witnessed a steady y-o-y increase in top line and EBITDA level performance, despite a slight drop in numbers at the farm's herd.

Gozour Subsidiaries (EGP mn)	4Q18	4Q19	% chg	FY18	FY19	% chg
Dina Farms Revenues	135.1	158.5	17%	644.2	679.5	5%
Dina Farms EBITDA	28.1	27.4	-3%	137.9	152.9	11%
ICDP Revenues (Fresh Dairy producer)	53.6	62.2	16%	210.2	238.5	13%
ICDP EBITDA	4.7	3.3	-29%	17.3	13.3	-23%

Dina Farms management implemented several initiatives and facility enhancements to improve efficiency and yields. Key efforts included investments in curtains and cooling systems at Dina Farms' milking stations as well as a slight increase in culling to concentrate on healthier and higher milk-producing cows. The results are clear as Dina Farms' raw milk sold (tons) per milking cow has experienced consistent growth over successive quarters as well as overall improvement of the company's financial and operational performance.

Meanwhile at the agriculture segment, overall contribution to Dina Farms' revenues has decreased since 2017 and currently stands at 15%. This is in line with the strategy set by management to increase the level of self-sufficiency in the farms' required forage, where agriculture's produce is increasingly being channeled internally for dairy production.



Dina Farms

ICDP produces and markets Dina Farms' dairy products, including five product categories: fresh milk (single serve / multi-serve and flavored / unflavored), yogurt, cheese, skimmed milk powder (SMP), and butter. ICDP current fresh milk capacity stands at 35 million bottles per annum, SMP at c.1,300 tons, butter at 600 tons, and c.250 tons per annum for cheese. In January 2020, ICDP successfully doubled its yogurt capacity to 50 million cups per annum with the introduction of an additional production line which should be fully utilized in the coming two to three years. ICDP's current milk production capacity utilization stands at 60% and the company is allocating the idle time to the production of juice with minimal investments to the existing production line.



ICDP – Milk Production Line

On the performance front, it is worthy to note that ICDP experienced higher raw material costs over the course of 2019 that have yet to be fully reflected on the company's end-pricing, and thus caused a decline in EBITDA. Such cost-passing will occur when management deems market conditions sufficiently favorable.



Sector Review: Transportation & Logistics

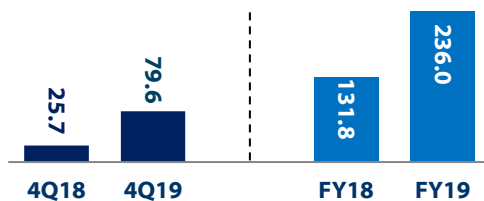
Qalaa Holdings' operational Transportation & Logistics companies include Nile Logistics (seaport services in Egypt as well as river transportation in Egypt and South Sudan)



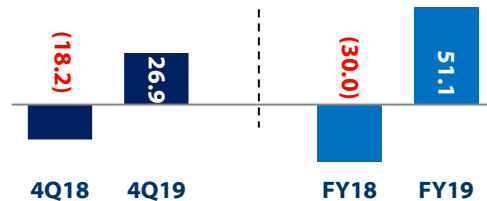
QALAA HOLDINGS OWNERSHIP — 67.6%

Nile Logistics accomplished strong results in FY19 – EBITDA turned positive on the back of solid operational performance

CCTO (Nile Logistics Holding Co.)
Revenues
(EGP mn)



CCTO (Nile Logistics Holding Co.)
EBITDA
(EGP mn)



CCTO is the holding company that owns Nile Logistics and consolidates its operations in Egypt and Sudan. CCTO's EBITDA takes into account advisory fees to Qalaa, which should be taken into account for the reconciliation with the summation of Nile Logistics' and Nile Barges' figures.

CCTO Subsidiaries (EGP mn)	4Q18	4Q19	% chg	FY18	FY19	% chg
Nile Logistics Revenues (EGP mn)	28.9	81.9	184%	114.0	218.7	92%
Nile Logistics EBITDA (EGP mn)	(6.4)	37.7	N/A	(13.6)	67.0	N/A
Nile Barges (South Sudan) Revenues (USD mn)	0.0	0.0	-100%	1.2	1.2	0%
Nile Barges (South Sudan) EBITDA (USD mn)	(0.1)	(0.1)	2%	0.7	0.6	-6%

Nile Logistics (Egypt)

Nile Logistics maintains operations in Egypt across four main pillars:

- Coal handling and storage in Alexandria and the Tanash port in Cairo.
- Container handling and storage in Alexandria (Inland Container Depot), with operations including various activities as handling of empty, full, and reefer containers for perishable goods.
- Grain handling and storage in Alexandria with a capacity of 100 thousand tons with a target turnover of 6-7 times per annum.
- River transport, which offers a more efficient method for shipping goods via the Nile River and provides lucrative pipeline opportunities.

Nile Logistics witnessed stellar results in FY 2019 driven by the company's solid operational performance. Revenues increased by 97% and EBITDA experienced a turnaround to record a positive EGP 67 million compared to negative EGP 13.6 million in FY 2018. The strong financial performance was driven by operational developments at the grain, coal/pet coke and inland container divisions on the back of new capacities coming online over the course of 2019.

Nile Logistics' launched its new grain storage warehouse in September 2019 and has received and handled five vessels with a total of 157 thousand tons of grain in the final quarter of the year.



Grain Storage Warehouse, Nubareya Port



Nile Logistics' Inland Container Depot recorded a solid 32% increase in revenues in FY19 despite a 13% y-o-y dip in twenty-foot equivalent units (TEUs) handled. Top line performance was driven by management's efforts to improve the mix of container types handled at the facility, with greater weight attached to activities commanding a higher price per TEU and/or additional service fee like electricity charges for the reefers. This is reflected on the 157% y-o-y rise in the total number of power days for reefer containers from 51k days in 2018 to 131k days in 2019. Management expects that volumes at the facility will continue to grow at a steady rate over the coming period and is working to engender further operational efficiencies by connecting the facility to the national electricity grid as opposed to the current reliance on diesel generators. This will help reduce costs and falls in line with management's policy of minimizing the use of third-party outsourcing contracts while maintaining full in-house ownership of assets.

Additionally, Nile Logistics' stevedoring operations in Alexandria managed to close the year with a total of 1,253 thousand tons of coal/pet coke handled, of which 175 thousand tons were handled in the Tanash port (Cairo) that started operations in July 2019.



Grain Storage Warehouse, Nubareya Port



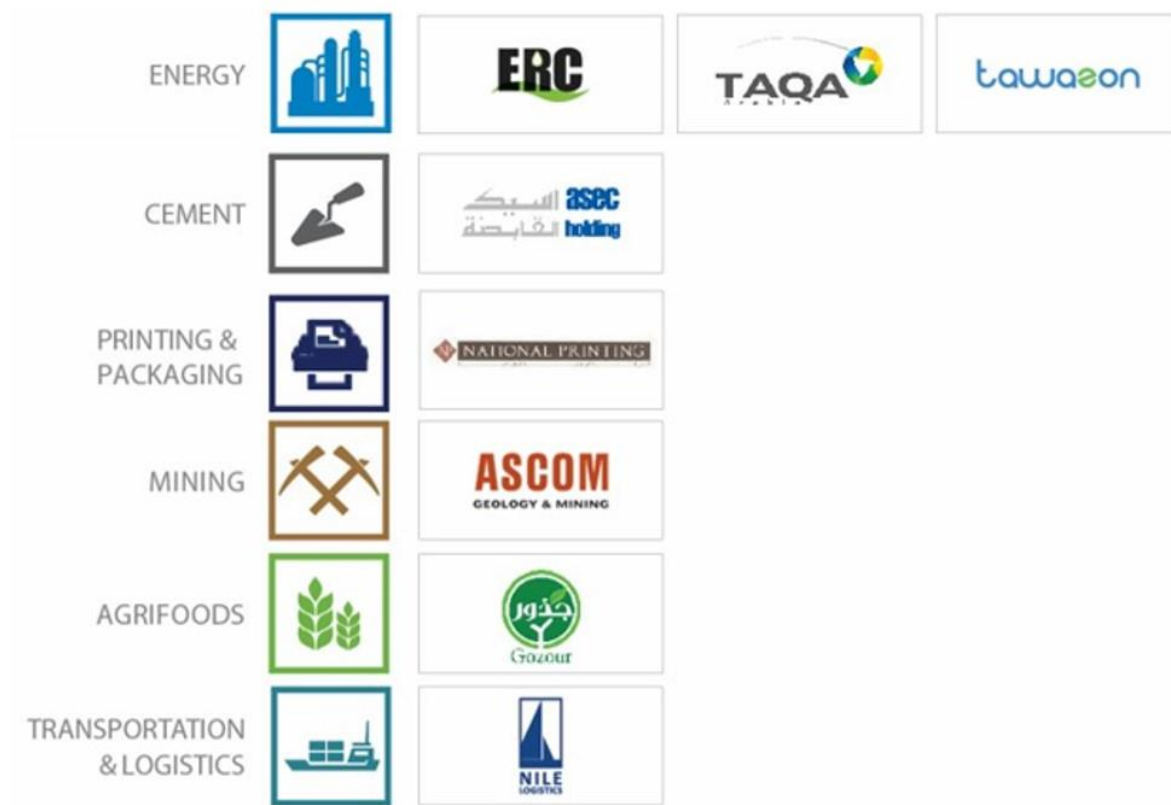
Nile Logistics Storage Facilities near Alexandria Port

Stevedoring Tons Handled – Alexandria (FY19)

Nile Barges (Sudan)

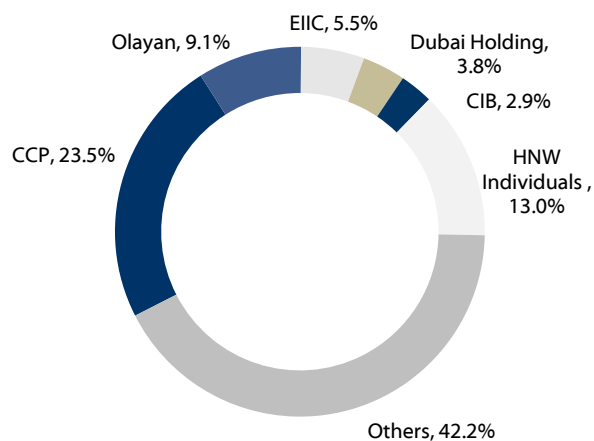
Nile Barges operations in Sudan focuses on the transportation of food products under the auspices of the World Food Program (WFP). The company currently operates using one pusher, with a second currently undergoing refurbishment and expected to commence operations in mid-2020. Annually, Nile Barges aims to successfully complete four trips using the existing pusher.

Nile Barges successfully recorded USD 1.2 million in revenues and USD 0.63 million in EBITDA on the back of the completion of three trips during 2019. The company transported 4.5 thousand tons of food items and 1.6 thousand tons of non-food items.



SHAREHOLDER STRUCTURE

(as at 31 March 2020)



SHARE INFORMATION

CCAP.CA on the EGX

Number of Shares	1,820,000,000
Of which Preferred	401,738,649
Of which Common	1,418,261,351
Paid-in Capital	EGP 9.1 bn

INVESTOR RELATIONS CONTACTS

Mr. Amr El-Kadi
Head of Investor Relations & CRO
akadi@qalaaholdings.com
Tel: +20 2 2791-4440
Fax: +20 2 2791-4448

Mr. Tamer Darwish
Investor Relations Manager
tdarwish@qalaaholdings.com
Tel: +20 2 2791 4440
Fax: +20 2 2791-4448