



Overview – November 2021

Company Profile

A One Stop-shop Boutique Investment...

Zilla Capital

Investment Banking

The company's advisory services utilizes the extensive expertise of its executive team and deep knowledge of the MENA region to provide our clients with a World class transaction advisory, all-encompassing management consultancy, and operational expertise

Asset Management

Zilla Capital is in the process of finalizing the acquisition of an active operating company in Asset Management

It will provide investors with a broader investment universe across Egypt, MENA Region & Africa

Private Equity

Zilla Capital's private equity arm focuses on and targets high potential opportunities that demand operational and technical expertise with high barriers to entry. We seek companies with turnaround potential and pursue an active role in unlocking dormant shareholder value by restructuring management, streamlining operations and providing financial engineering

Research

Zilla Capital provides its research services across several sectors, assisting our clients by providing in-depth analysis built on accurate data and sound assumptions and methodologies

Finance

Zilla Capital provides leasing and factoring services through its financing arm, assisting companies by providing clients with a means of acquiring many types of assets, as well as providing them with short-term financing to alleviate working capital pressures





Services

Regulated by






Licenses

Offices

Financial Regulatory Authority in Egypt (FRA)

-  Investment Banking
 -  Asset Management
 -  Independent Financial Advisory (IFA)
 -  Non-banking Financial Services (leasing, factoring)
- securitization; license in process*

Abu Dhabi Global Market (ADGM)

-  Managing a Collective Investment Fund
-  Advising on Investments or Credit
-  Arranging Deals in Investments
-  Arranging Credit
-  Managing Assets

Dubai International Financial Center (DIFC)

-  Private Equity

 Cairo 

 Abu Dhabi 

 Dubai 

 Kenya 



Company Profile

Board of Directors



Mohamed Khodeir
Non-Executive Chairman

Mr. Mohamed Khodeir is the Founder and Managing Partner of Khodeir & Partners. Mr. Khodeir is a renowned legal figure in the MEA, holding an unparalleled track record of over 20 years advising investors across 4 jurisdictions, with a deal sheet exceeding US\$ 50bn. He previously served as CEO of the General Authority for Investment and Free Zones in Egypt ("GAFI")



Dr. Ziad Bahaa El-Din
Non-Executive Member

Dr Ziad Ahmed Bahaa-Eldin is an Egyptian Lawyer and expert on financial law, investment and company laws, governance, compliance and economic legislation. He is currently the managing partner of Bahaa-Eldin Law Office in Cooperation with BonelliErede, and the managing partner of Thebes Consultancy



Bassel El Hini
Non-Executive Member

Basel El Hini is currently Chairman and Managing Director of Misr Insurance Holding Company, which owns Egypt's largest non-banking finance Group. Basel has more than 35 years experience in finance and investment, with in-depth knowledge of investment, corporate and retail banking, structured finance and syndication, international project finance, financial advisory and macroeconomic policy and reform. Basel has held managerial positions for the last 20 years



Hoda Barakat
Non-Executive Member

Ms. Hoda Barakat is currently the Founder and Managing Partner of Hoda Barakat Legal Consultancy, a UAE-based legal consulting firm specialized in advising international and local clients and Governments in strategic, high level legal matters and issues. Amongst her previous roles, Ms. Barakat has served as Managing Partner and Head of the Intellectual Property (IP) & Information Technology (IT) Law Department at Al Tamimi & Company (ATCO)



Hesham Afifi
Executive Member



Wael Ziada
Executive Member



Marwan Younis
Executive Member



Khaled Gamal
Executive Member



Ramy Farouk
Executive Member



Company Profile

Executive Committee



Hesham Afifi
Managing Partner

- Hesham Afifi has more than 20 years of experience in strategy and management consulting, project management and development, and financial advisory in the MENA region
- Being an executive board member for leasing and factoring company. Founder of trade finance/ working capital financing company
- Hesham is a partner and board member in several companies in the fields of strategy consulting, real estate, and advisory
- His experience included working with different clients of various backgrounds and sectors covering sectors such as IT, Education, Oil and Gas, and Retail
- Hesham has also worked on numerous feasibility studies covering market analysis, technical analysis as well as financial assessment. Worked with and led a team of analysts to perform the necessary backend work research as well as supervising projects' final deliveries
- Supported in delivering projects at the front end to the client ensuring client satisfaction



Wael Ziada
Managing Partner

- Wael Ziada has 20 years of experience in the Middle East Equity Capital Markets. Ziada has worked on more than ten IPOs and has working knowledge on a variety of sectors including Telecoms, Real Estate, Hospitality, and various Industrials
- Ziada was EFG Hermes' Finance's CEO and Executive Chairman till December 2016. EFG Hermes Finance is the platform that consolidates all the Group's Non-Banking Financial Services (NBFS)
- Previously, he served as EFG Hermes' Head of Research, and was a member of the Group's Executive and Investment Committee
- Ziada currently sits on the board of five financial institutions, most eminent of which is Banque du Caire, the largest public bank in Egypt
- Ziada holds a BA in Economics from the American University in Cairo



Moustafa El Shenety
Managing Partner

- Moustafa El Shenety has 15 years of experience in investment banking, direct investments, & private equity in the Middle East; he has worked on managing investment portfolios in various sectors (services, financial institutions, retail, healthcare, real estate, and construction)
- Moustafa co-founded Multiples Group in 2010, the regional boutique investment bank, out of the DIFC, Dubai with office in Cairo
- He now serves at Zilla Capital as the co-head of the Investment Banking practice and a member of the executive committee
- Moustafa is an engineer who earned a bachelor's degree in Science, Faculty of Electrical Engineering, Alexandria University and has done his Postgraduate studies in London Business School (LBS), Cass Business School (CASS) and the American University in Cairo (AUC)



Company Profile

Executive Committee



Marwan Younis
Managing Partner

- Marwan Younis has more than 20 years of experience in Middle East capital markets and has succeeded in raising and managing more than USD4 billion in public and private equities in Egypt and the GCC
- Marwan is the co-founder of the EGX listed investment bank NAEEM Holding, where he served as Chief Investment Officer and executive board member from 2002 till 2011. Under his leadership, the company went public on the Egyptian Stock Exchange in 2016, with a paid-in capital of 300 million USD
- Marwan was also Overlooking the Asset Management Operation of NAEEM Holding in Egypt and the GCC and supervising more than 250 employees across Egypt, Saudi Arabia, and the UAE, Marwan, and his team were managing funds for more than 400 clients
- Marwan also occupied several board seats throughout his career such as Chairman of the Board of Al Tadamon Al Arabi Stock Brokers, Chairman of the Board of Red Sea for Touristic Development in partnership with Al Ahly Development Sabbour) and Ex Board Member in Coldwell Banker Egypt and UAE



Khaled Gamal
Managing Partner

- Khaled Gamal, co-founder, and Managing Partner of Zilla Capital. Khaled Gamal has around 20 years of Investment Banking experience with EFG Hermes
- Gamal was a member of EFG Hermes Holding Executive Committee, where he acted as the CEO of EFG Hermes in Saudi Arabia & the GCC region when he was responsible to develop EFG's operations across all business lines, and established EFG Hermes as a regional powerhouse
- Gamal also served as EFG Hermes Chief Business Development Officer, allowing him to use his technical and executive experience, as well as his extensive network, to identify potential strategic partnerships, expand core product lines, and penetrate new markets
- Prior to that, Gamal served as Managing Director in EFG Hermes investment banking division where he led several landmark equity and M&A transactions advising local, regional, and multinational investors on their investment strategy in Egypt and the MENA Region with a total value of transactions exceeding USD 20 bn
- Khaled holds a BA in Economics from the American University in Cairo



Ramy Farouk
Managing Partner

- Ramy has more than 20 years of work experience in Egypt, the Middle East, and the US
- He Worked on various exercises ranging from strategy design and implementation to organizational development and leadership development in Egypt and different countries in the GCC
- Ramy is currently the Managing Director of Quick-Wins (Management Consulting)
- During his career, he has led several diversified projects in which he participated in developing comprehensive transformation programs, corporate strategies, business models, organization development programs, future projections & business plans, and HR systems for several corporations and organizations in different businesses fields, government entities and NGO's in the Middle East. He also has wide experience in strategic management projects implementing pre-developed plans and strategies in addition and launching newly established businesses





Invest

Zilla connects investors with lucrative investment opportunities in the MENA region. Our top-down approach allows us to identify booming sectors and effectively navigate economic cycles to provide ample returns to our investors



Advise

We deliver value by combining knowledge of local and international markets, qualitative research and grass-root intelligence, along with decades-rich expertise in financial advisory. Our scale, reach and intellectual capital enables us to develop relationships, and deliver effective solutions to our clients



Grow

We provide our clients with all the necessary tools and resources to transform their businesses into structured entities with robust corporate governance and internal processes aimed at maximizing efficiency and productivity, and driving value growth





STRATEGY

Leverage our deal sourcing capabilities, proprietary analysis tools, network of experts & mentors, and partnerships

- ☐ Select companies that fit our strict investment thesis, and can highly leverage our resources and network
- ☐ Establish action plan underlining level of engagement in target, and investment strategy from entry to exit
- ☐ Connect investors with exclusive investment opportunities



FOCUS

Focus on companies with high potential for growth. Our investment thesis tests 4 main pillars:

- ☐ Right timing
- ☐ Low relative valuations
- ☐ Unrealized growth potential
- ☐ Wide addressable market



DEPLOYMENT

Deployment into a limited number of companies to ensure full dedication to our portfolio

- ☐ Pursue strategic roles in target companies, necessitating technical and operational know-how
- ☐ Our active engagement in portfolio companies ensures diligent management of investments
- ☐ Co-investment opportunities in growth/expansion phases






Company Profile

Our Footprint

Investment Banking

Zilla Capital utilizes its wide array of expertise to bridge investments from across the world to their regions of focus

-  Egypt ●
-  GCC ●
-  Kenya ●

Private Equity

Zilla Capital's private equity arms is focused on the Egyptian, GCC and Kenyan markets

-  Egypt ●
-  GCC ●
-  Kenya ●

Asset Management

Zilla Capital offers its asset management services in Egypt and the GCC region

-  Egypt ●
-  GCC ●

Finance

Zilla Capital NBFi arm offers its services domestically in Egypt

-  Egypt ●





**Investment
Banking**



Zilla Investment Banking

Comprehensive Financial Advisory Solutions

Corporate Restructuring

- Divestments
- Corporate Governance
- Business Valuations

- The overwhelming majority of Egyptian businesses are SMEs
- Many of these companies struggle due to systemic problems specific to their industry, and from structural issues associated with the make-up of family businesses in the country
- Zilla offers a wide range of advisory services to tackle clients' most complex strategic decisions and transactions
- Our accomplished professionals provide innovative and customized solutions tailored to meet each client's unique and special circumstances

M&A

- Buy Side
- Sell Side

- We work closely with our clients in assessing and evaluating some of its most strategic and sophisticated decisions. Whether, a buy-side or sell-side advisor, we provide independent and more importantly unconflicted advice which makes us the advisor of choice for our local, regional, and international clients
- Our M&A team provides mergers, acquisitions, divestitures, activism, and spin-offs
- Our executive team experience and capabilities helped our clients during any advisory mandate, minimize disruptions to their business, and put them in a position to achieve their well-defined strategies

Equity

- IPO
- Private Placements

- Equity Capital Market team partners up with our clients to deliver tailored advice and solutions for all types of capital situations and challenges
- Our team's expertise covers all sector verticals which also includes liquidity assistance, reintroducing new capital sources, and debt restructuring, among others. We structure and execute customized solutions that entail public and private debt and equity transactions, either capital raising or secondary market
- We make sure that we provide guidance from start to finish, we provide guidance on preparation followed by advice on key decisions
- Private Placements: We provide support services, assisting the management of Private Placements
- IPO: Provide IPO support services, assisting in underwriting and managing of IPOs

Debt

- Arrangement
- Re-Structuring

- We structure and execute customized financing solutions and advise our clients on all aspects of debt transactions. Financing solutions for our clients address a wide range of utilizations, including buyouts, growth of the business, platform formation, refinancing, and project financing
- We evaluate our clients' balance sheets and the uses of financing proceeds to reach an optimal capital structure. Our connectivity and collaboration with the biggest financial institutions in Egypt and the regions enables us the flexibility to provide a full suite of debt advisory services of conventional and unconventional products



Investment Banking Track Record

Zilla Executed Mandates

Debt Arranger
to

from
 
USD 22 MN
May 2021

Sell Side Advisor
to

in majority sale
to

USD 5 MN
February 2021

Debt Arranger
for

of Mezzanine Financing from

USD 23 MN
December 2020

Sell Side Advisor
to

in a minority sale
to

Not Disclosed
April 2020

Buy Side Advisor
to

Advised for
minority share holders acquisition
Not Disclosed
November 2020



Investment Banking Track Record

Zilla On-Going Mandates



Investment Banking Track Record

Executive Team's Track Record

Industrial & Manufacturing



Investment Banking Track Record

Executive Team's Track Record

Telecom



Health Care



Oil & Gas



Investment Banking Track Record

Executive Team's Track Record

Real Estate & Development



Education



Financial





**Asset
Management**



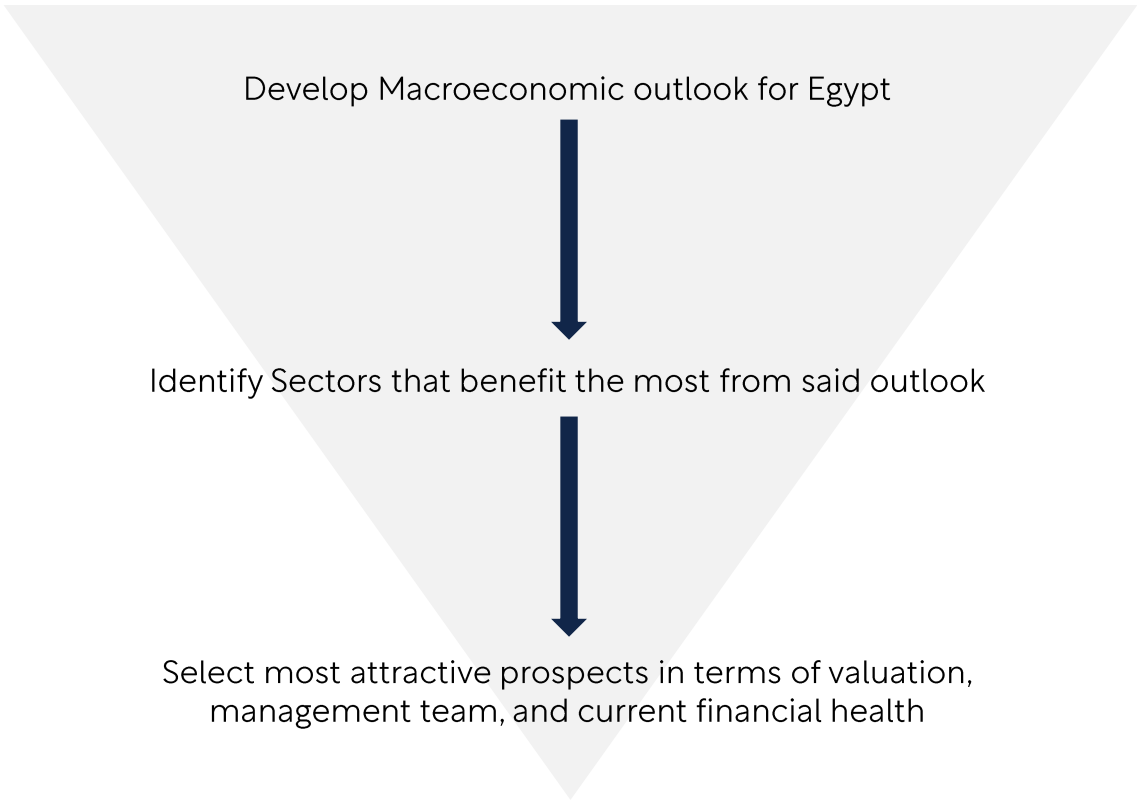
Conventional Asset Management

	Discretionary	Non-Discretionary
Structure	<ul style="list-style-type: none"> Investment decisions are taken by the (Zilla) portfolio manager 	<ul style="list-style-type: none"> Investment decisions are taken by client
Investment Process	<ul style="list-style-type: none"> IPS (Investment Policy Statement) is submitted, determining client's risk, return, time horizon, taxes, liquidity, legal and unique circumstances We allocate the client's portfolio assets according to client's IPS and our capital market estimates, through the use of different asset allocation models 	<ul style="list-style-type: none"> Investment decisions are taken by the client and executed by Zilla Asset Management's experienced traders Client benefits from Research and Investment team's opportunity deck, regularly providing client with trading ideas (booming sectors, attractive equities, etc.)
Zilla Added-Value	<ul style="list-style-type: none"> Our optimal portfolio model combined with Client's IPS, diversifies risk and maximizes returns Portfolio reporting analysis on a weekly basis Performance attribution analysis 	<ul style="list-style-type: none"> Our skilled traders offer the following benefits: <ul style="list-style-type: none"> Swift Execution Minimized Slippage Constant Communication Low transaction costs

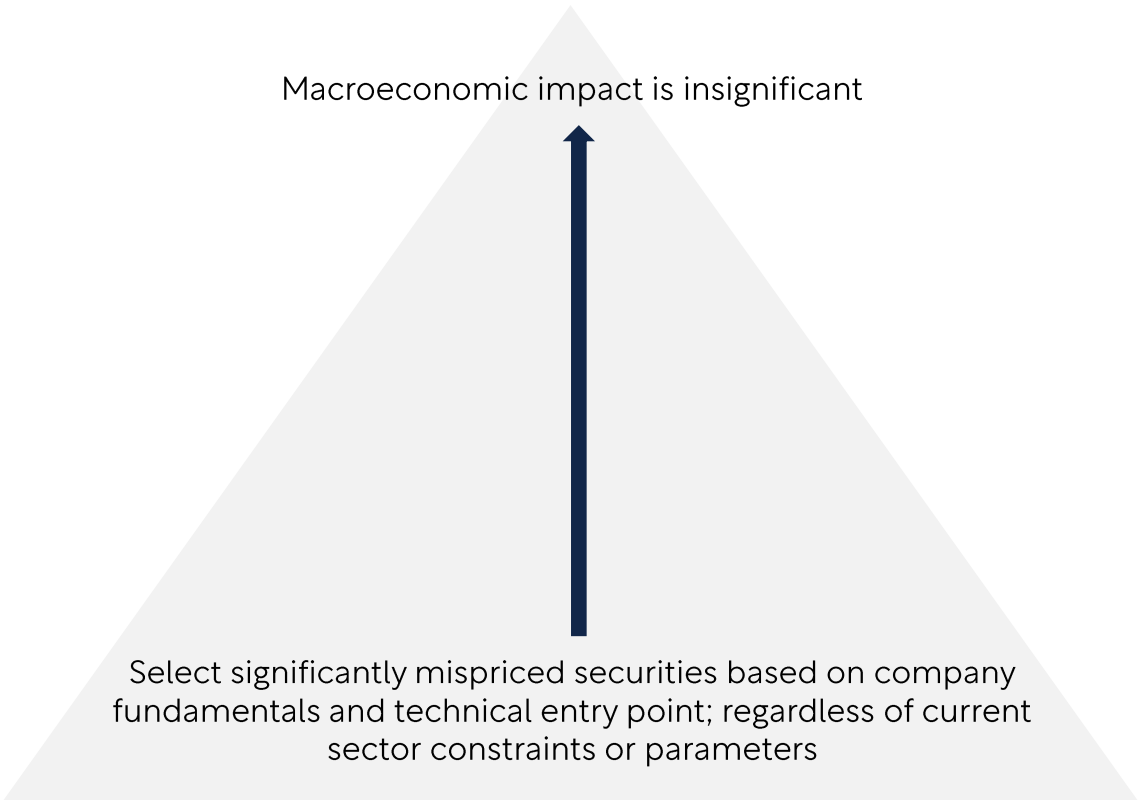


Zilla Capital utilizes a top-down approach when considering active asset allocation; however, a bottom-up approach may be used when an opportunity presents itself

Top-Down



Bottom-Up





Products

- MOM Portfolios
- QLT Portfolios
- Activist Funds
- Activist SPVs

Analysis & Ranking

- Fundamental
- Technical
- Quantitative

Exposure

- Cash
- Equities
- Fixed Income
- FX

Weights

- Fixed Income
- Sectors
- Stocks
- Commodities

What IF Strategy

- IF Break
- IF Reach
- Stop Loss
- Take Profit
- Exit

INVESTMENT COMMITTEE

AM TEAM

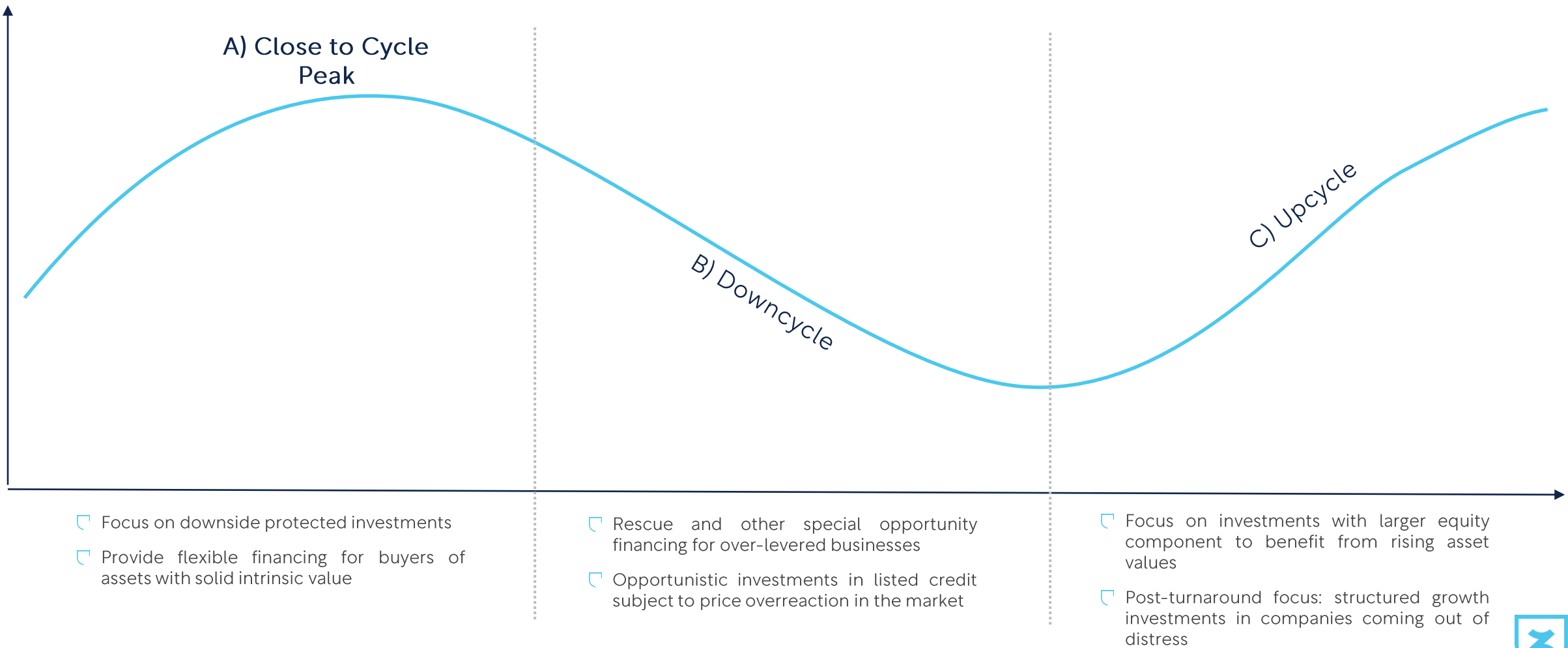
INVESTMENT COMMITTEE

INVESTMENT COMMITTEE

AM TEAM



Strategy reduces market timing risk, and allow for greater diversification, and lower correlation





Private Equity



PIPEs (Private Investment in Public Equities)

Structure

- ☐ Shares in target company are purchased in a stake-building process managed by Zilla once investor transfers funds, and consolidated under a Class A/Class B SPV

Investment Process

- ☐ Screen for undervalued and underperforming companies
- ☐ Identify targets and devise constructive activism action plan and turnaround strategy
- ☐ Once approval is granted by the Investment Committee, the PIPES opportunity is pitched to investors
- ☐ Invest in target companies and implement turnaround strategy to bring value to shareholders

Zilla Added-Value

- ☐ We leverage our team's rigorous screening process to find appropriate targets for our PIPES investments
- ☐ Our access to industry experts and advisors spanning several sectors provides us with the financial and technical know-how needed to devise effective turnaround strategies for our targets



Zilla Private Equity

PIPEs: Comprehensive Vetting For Target Companies...

Screen #1

#1 { 100% of Companies

- Identify macro-drivers and trends to select target sectors
- Seeking underperformed publicly-traded companies, by screening for weak multiples consistent earnings decline, and amongst other signals compared to peers

Screen #2

#2 { 20% of Companies

- Secondary financial screens/financial health
- High level assessment conducted on each company
- Further screening for other signals such as weak management and Activism suitability

Screen #3

#3 { 10% of Companies

- Primary business assessment followed by deep industry and financial modeling, catalyst identification and validation
- External industry experts consulted
- Team finalizes info documents and streamlines list of recommendations to be presented to the investment committee

Investment Committee

#4 { 3% of Companies

- Pitch Opportunities to the committee
- Activism plans and turnaround strategies are developed for companies approved by the investment committee
- Investment Committee targets entry timing and establishes relations with target executives to ensure an optimal transaction



Zilla Private Equity

PIPEs: Once Investment Committee Approval Is Granted...



Pressure Cycle



Zilla Private Equity

PIPEs: Levels Of Engagement...

	Level 1	Level 2	Level 3
Target	Short-term targets that do not require substantial time and involvement	Short-term targets that may require limited time and involvement	Long-term projects that require planning and implementing turnaround strategies
Approach	Identify deeply undervalued companies with resilient management teams in the process of executing a turnaround	Identify deeply undervalued companies with resilient management teams interested to engage constructively to increase value	Identify deeply undervalued companies, whereby substantial changes are needed to increase value
Constructive Activism	<ul style="list-style-type: none"> Introduction to institutional and individual investors that own the company's stock Leverage the knowledge of public markets for advice and value-added introductions 	<ul style="list-style-type: none"> Actively suggest changes to IR strategy Actively suggest changes to improve financial performance 	<ul style="list-style-type: none"> Actively suggest changes to the Management and Board of Directors Actively propose fundamental changes to the business If required, run competing proxy campaigns Take seat(s) of the Board of Directors Leverage ownership/control to drive change





Finance



Leasing

Zilla Capital Finance will offer several leasing types and leasing products to meet various market needs. Benefits include:

Benefits include:

- Financial Lease (Direct Lease, Sale & Lease Back)
- Operating Lease
- Structured Finance and Venture Leasing

Asset Base:

- Commercial & Administrative Real Estate
- Equipment (Medical, Heavy, Office, etc....)
- Production Lines & Machinery
- Passenger & Commercial Vehicles
- IT Systems

Factoring

Zilla Capital will offer factoring as a tool for providing companies with short-term working capital and accelerating their accounts receivable cycle

The Company offers different types of factoring:

- Domestic Factoring with Recourse and non-recourse
- Export Factoring
- Reverse Factoring

Factoring can be applied on any of the following types of receivables:

- Postdated Checks
- Postdated Receivables for Contracts or Invoices
- Purchasing invoices



1

Leasing

- Direct Lease
- Sale and Lease Back

2

Factoring

- Recourse Factoring
- Non-Recourse Factoring
- Reverse Factoring



Types of Leased Assets

- Real Estate
- Commercial Vehicles
- Passenger Vehicles
- Machines & Equipment
- Trucks

Sectors Served

- Construction
- Manufacturing
- Agriculture
- Commercial
- Services





- Zilla Capital research department is driven by a strong belief in the importance of providing researched-backed projections built on accurate information
- Our research provides in-depth analysis, based on our data gathering capabilities and interactions with the various sector specialists within the group
- We believe this is a corner stone in guiding our clients on their investment decisions. Our team delivers comprehensive coverage of key macro trends and industry insights in addition to timely and concise breaking news commentary and weekly news updates
- We highly value creativity and knowledge to enhance our clients' decisions through providing world-class research

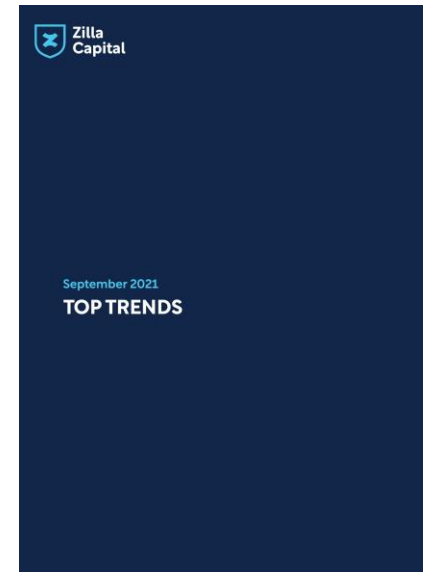


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- Zilla Capital issues periodical reports covering MENA and the World.





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- The past performance is not necessary a reliable indicator of future results.

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