

SARWA CAPITAL S.A.E. PRESS RELEASE 11 October 2018

The securities proposed to be offered in the Company have not been registered under U.S. securities act and may not be offered or sold in the United States except to "qualified institutional buyers" (herein referred to as "Qualified Investors") as defined in, and in reliance on, rule 144A or any other exemption from the registration requirements of the securities act. The securities proposed to be offered in the Company have not been and will not be registered under the applicable securities laws of any state or jurisdiction of Australia, Canada, South Africa or Japan, and subject to certain exceptions, may not be offered or sold within Australia, Canada, Japan or South Africa or Japan.

This Announcement (the "Announcement") is an advertisement and not a prospectus. This Announcement does not constitute, or form part of, any offer or invitation to sell, allot or issue, or any solicitation of any offer to purchase or subscribe for, any securities, nor shall it (or any part of it) or the fact of issue by the Company form the basis of, or be relied upon in connection with, or act being directed to any other person. Any purchase or subscription for Shares pursuant to the Offer must be made only to Qualified Investors and is not being made available, being sent, or being directed to any other person. Any purchase or subscription for Shares pursuant to the Offer must be made only on the basis of the information contained in the Arabic Prospectus (the "PSN") approved by the Financial Regulatory Authority ("FRA"). As this Announcement is intended for advertising purposes, no reliance may be placed for any purpose whatsoever on the information or opinions contained in this Announcement or on its completeness, accuracy or fairness and no portion of this Announcement shall be reproduced, reprinted, duplicated, sold or redistributed. The Disclaimer below constitutes and integral part of this Announcement.

Sarwa Capital's Retail Offering oversubscribed 30.06 times, Trading commences on October 15th under ticker symbol SRWA.CA

October 11, 2018 | Cairo, Egypt

Sarwa Capital Holding for Financial Investments S.A.E. ("Sarwa Capital" or the "Company"), the leading provider of consumer and structured finance solutions in Egypt, announces today that it has successfully concluded the Retail Offering of 29,517,073 ordinary shares.

The Retail Offering tranche of Sarwa Capital's IPO was met with strong demand from over 2,300 investors with total buy orders exceeding EGP 6.5 billion reflecting an oversubscription ratio of 30.06 times.

Trading is expected to commence on Monday 15 October under the symbol SRWA.CA, subject to EGX's permission. The Retail Offering is fully covered by a stabilization fund, which will be settled one month from the first day of trading.

The Company's IPO was offered in two tranches consisting of: (i) a retail offering of 29,517,073 shares to individual investors representing 10% of the Offering (the "Retail Offering") and (ii) a private offering of 265,653,658 shares to qualified institutional investors representing 90% of the Offering (the "Institutional Offering"). Following the Offering, the Selling Shareholders will use a portion of the Offering proceeds to subscribe to a capital increase of EGP 700 million which is equivalent to 95,108,696 shares.

Full details of the Offering are disclosed in the public subscription notice, approved by the FRA, published on the Company's website.

Beltone Investment Banking is acting as Sole Global Coordinator and Bookrunner and Matouk Bassiouny is acting as counsel to the issuer.

-Fnds-

For further information related to the offer, please contact:

Sarwa Capital

Sarah Hosni



SARWA CAPITAL S.A.E.
PRESS RELEASE
11 October 2018

Head of Investor Relations +20 1000 473 078 ir@sarwa.capital

Global Coordinator and Bookrunner

Mohamed Elakhdar Managing Director Beltone Investment Banking +20 2 24616809 melakhdar@beltonefinancial.com

About Sarwa Capital

Sarwa Capital Holding is a pioneer in consumer and structured finance in Egypt. Operating since 2001, Sarwa adopts innovative approaches in extending its services, offering a quality services with simple procedures and reaching a wide client base through its various subsidiaries, affiliates and partners.

Sarwa offers market leading services including new and used car financing through Contact Auto Credit, home finishing finance through Contact Mortgages, consumer goods financing through GetGo Credit Services, SME asset finance through Plus Leasing in addition to an array of corporate financing services including securitization, structured debt and debt investment management.

Disclaimer

The Company and Beltone Investment Banking, S.A.E. ("Beltone") make any representation or warranty, express or implied, as to the accuracy or completeness of the information contained in this Announcement, including the suitability of the Shares for any particular investor, and nothing contained in this Announcement is, or should be relied upon as, a promise or representation by the Company or Beltone or their respective affiliates or advisors. This Announcement does not constitute, or form part of, any offer or invitation to sell, allot or issue, or any solicitation of any offer to purchase or subscribe for, any securities, nor shall it (or any part of it) or the fact of issue by the Company form the basis of, or be relied upon in connection with, or act as any inducement to enter into, any contract or commitment for securities. Any purchase or subscription for Shares pursuant to the Offering must be made only on the basis of the information contained in the offering prospectus or the public subscription notice (the "PSN") when it becomes available. As this Announcement is intended for advertising purposes, no reliance may be placed for any purpose whatsoever on the information or opinions contained in this Announcement or on its completeness, accuracy or fairness. No undertaking, representation, warranty or other assurance, express or implied, is made or given by or on behalf of the Company nor directors, officers, employees, agents or advisers or any other person as to the accuracy or completeness or fairness of the information or opinions contained in this Announcement and no responsibility or liability is accepted by them for any such information or opinions.

Persons reviewing this Announcement should note that it has not been independently verified and that Beltone is acting for the Company in relation to the Offering and for no one else and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients or for providing advice in relation to the Offering or the contents of this Announcement or any transaction, arrangement or matter referred to herein.

The distribution of this announcement and other information in connection with the Offering, may be restricted by law in certain jurisdictions, and persons into whose possession this announcement or any document or other information referred to herein comes should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

In particular, this Announcement is not for distribution or being made available in or into the United States, Canada, Australia, Qatar, the Republic of Ireland, Kuwait, the Republic of South Africa or Japan or to any US persons ("US Persons") as defined in Regulation S ("Regulation S") under the US Securities Act of 1933, as amended (the "US Securities Act"). The Shares have not been registered under the US Securities Act, or under the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States, or or for the account or benefit of, US Persons except in a manner fully compliant with the US Securities Act. The Shares have not been and will not be registered under the securities laws of Canada, Australia, Qatar, the Republic of Ireland, Kuwait, the Republic of South Africa or Japan. Accordingly, the Shares may not, subject to certain exceptions, be offered or sold, directly or indirectly in or into Canada, Australia, Qatar, the Republic of Ireland, Kuwait, the Republic of South Africa or Japan or to any national, citizen or resident of Canada, Australia, Qatar, the Republic of Ireland, Kuwait, the Republic of South Africa or Japan.

No person has been authorized to give any information or make any representations other than those contained in the PSN and, if given or made, such information or representations must not be relied upon as having been so authorized by the Company. The Company will



SARWA CAPITAL S.A.E. PRESS RELEASE 11 October 2018

comply with its legal obligation (if any) to publish a supplementary Announcement containing further updated information if so required by law or by any regulatory authority but assumes no further obligation to publish additional information.

Forward-looking Statements

Certain statements in this Announcement are not historical facts and are forward-looking statements. These forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond the Company's control and all of which are based on the Company's current beliefs and expectations in relation to future events. The forward-looking statements are typically identified by the use of forward-looking terminology, such as "believes", "expects", "may", "will", "could", "would", "intends", "targets", "aims", "projects", "estimates", "plans", "assumes", "potentially" or "anticipates" or the negative thereof or other variations thereon or comparable terminology, or by discussions of strategy that involve risks and uncertainties. In addition, from time to time, representatives of the Company have made or may make forward-looking statements orally or in writing. Furthermore, such forward-looking statements may be included in, but are not limited to, press releases or oral statements made by, or with the approval of, an authorized executive officer of the Company. Forward-looking statements include statements concerning the Company's plans, objectives, goals, strategies, future events, future revenues or performance, capital expenditures, financing needs, plans or intentions relating to acquisitions, competitive strengths and weaknesses, business strategy and the trends anticipated in the industries and the political and legal environment in which the Company operates and other information that is not historical information. These forward-looking statements and other statements contained in this Announcement regarding matters that are not historical facts involve predictions. No assurance can be given that such future results will be achieved; actual events or results may differ materially as a result of risks and uncertainties facing the Company. Such risks and uncertainties could cause actual results to vary materially from the future results indicated, expressed or implied in such forward-looking statements. Prospective investors should be aware that a number of important factors could cause actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements. When relying on forward-looking statements, prospective investors should carefully consider uncertainties and events. Such forward-looking statements speak only as of the date on which they are made. Accordingly, the Company does not undertake any obligation to update or revise any of them, whether as a result of new information, future events or otherwise other than as required by applicable laws or regulation. The Company does not make any representation, warranty or prediction that the results anticipated by such forward-looking statements will be achieved, and such forward-looking statements represent, in each case, only one of many possible scenarios and should not be viewed as the most likely or standard scenario. Neither the Company nor Beltone may give any assurance or accept any liability for the accuracy of the opinions set forth herein or as to the actual occurrence of any predicted developments. Accordingly, prospective investors should not rely on the forward-looking statements in this Announcement and must read the PSN in its entirety.