

أمانات  
AMANAT  
HEALTHCARE & EDUCATION

# A Catalyst for Growth

Corporate Presentation

**Disclaimer**

*Copyright © 2018 All rights reserved*

# Table of Contents



- 1.** The Opportunity
- 2.** The Value We Bring
- 3.** Portfolio Companies
- 4.** Financials
- 5.** The Leadership Team



# The Opportunity

# A Unique Healthcare and Education Company

## About Us

- Listed on the DFM since Nov 2014
- Paid-up capital of AED 2.5 bn and an authorized capital of AED 5 bn
- Invests in healthcare and education in the GCC and beyond to complimentary markets

## Our Mandate

- Healthcare investment range from general hospitals, specialized hospitals and clinics, pharmaceutical (manufacturing and distribution)
- Education investments range from nurseries, K-12, higher education, vocational training, specialized training and online education

## Stake and Involvement

- Majority stakes or significant minority
- Active involvement
- Board and Board Committees representations in the companies acquired

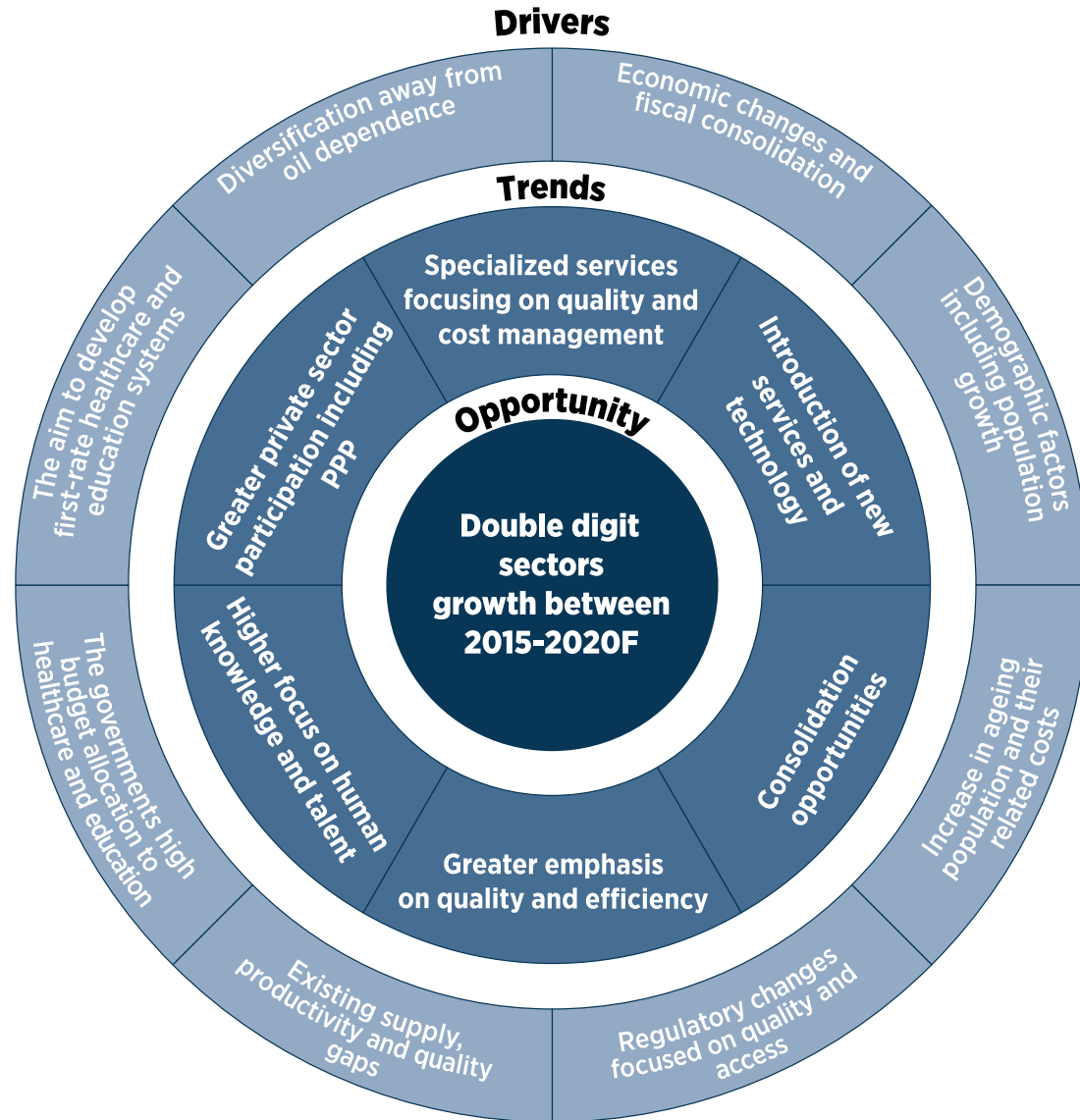
## Our Competitive Differentiator

- Sector expertise with a hands-on approach to value creation
- Focused investment strategy
- Provider of longer-term capital suited for healthcare and education given growth dynamics

## Leadership

- Active and complementary engagement between board and management
- Highly experienced and coherent leadership with proven track record and relevant sector expertise

# Healthcare and Education to Witness Double Digit Growth





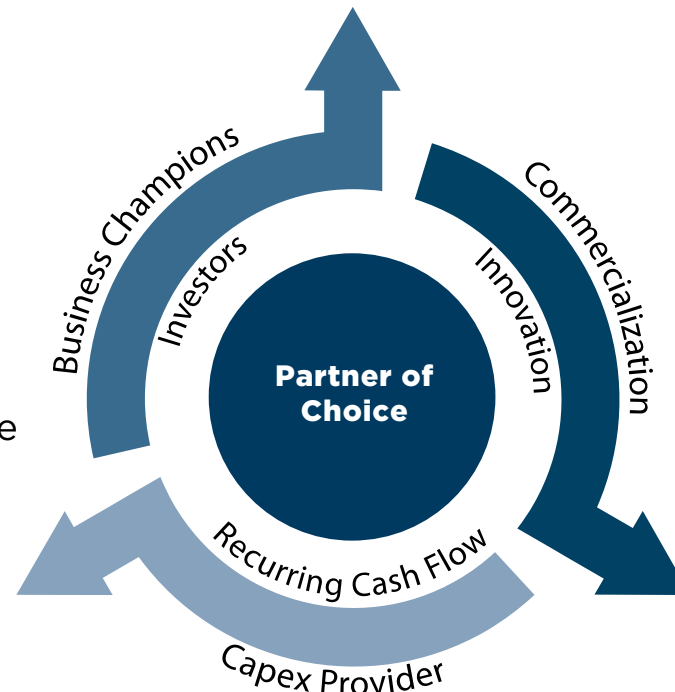
# The Value We Bring

## Growth & Buyout

- Differentiated business
- Positive growth prospects
- Experienced management and reputed shareholders
- Suitability to Amanat value add proposition

## Social Infrastructure

- Long term lease to provide recurring cash flow
- Triple Net Lease
- Attractive location
- Strong and credit worthy operator



## JV's

- Strong strategic partner
- Proven business models and IP
- Transferability of business model
- Addressing a feasible market gap

# Comprehensive Approach to Value Creation



**Execute** acquisitions, JVs, PPP's and strategic equity investments

**Support** funding requirements

**Structure** and execute optimal financing options

**Assess** organic growth strategy to ensure market position

**Formulate** inorganic growth strategy that leverage core competency

**Realize** operational improvement opportunities

**Implement** optimal organization structure

**Develop** financial & operational indicators for diligent decision-making

**Establish** processes, policies and infrastructure to facilitate scalability





# Portfolio Companies

# Creating a Unique and Differentiated Portfolio



Company Name	Sector	Stake	Acquisition Value (AED)	Acquisition Date	Sale Value (AED)	Sale Date	Return (IRR)
Al Noor Hospital Group	Healthcare	4.14%	250 mn	May 2015	305 mn	Jan 2016	42.4%
Sukoon International Holding CJSC <b>(“Sukoon”)</b>	Healthcare	33.25%	188 mn	Aug 2015			
Taaleem Holdings (formerly Madaares PrJSC) <b>(“Taaleem”)</b>	Education	21.67%	198 mn	Apr 2016 & Dec 2017			
International Medical Company <b>(“IMC”)</b>	Healthcare	13.18%	360 mn	Dec 2016			
Abu Dhabi University Holding Company <b>(“ADUHC”)</b>	Education	35.00%	329 mn	Mar 2018			

## Overview

- Based in KSA, a leading long term acute care service provider
- A differentiated model of high quality care at cost effective prices
- Operates a JCI-accredited facility located in Jeddah
- Long-term contracts with governmental and semi-governmental entities as well as corporates

	2016	2017	Growth
Total # of beds	230	230	
Revenue (SAR 'mn) <sup>(1)</sup>	195.5	151.1	-23%
Net Profit (SAR 'mn) <sup>(2)</sup>	31.9	-30.1	-129%
Net Profit Margin	16%	-20%	
Total Assets (SAR 'mn)	750.9	512.7	-32%
Total Equity (SAR 'mn)	489.5	459.4	-6%
ROE	7%	-7%	

(1) As a result of a reduction in the MoH patients and pricing

(2) As a result of on one-off income in 2016 and one-off charge in 2017



## Corporate Strategy

- Service line expansion through the completion of post acute care continuum which includes rehab, homecare, mental health and palliative & geriatric care
- Continuing to diversify the client base away from the concentration of the Ministry of Health (“MOH”) by signing with the largest five insurance companies, as well as new corporates
- Deliver on cost and productivity improvement initiatives
- Assertive focus on collections and receivables
- Restructuring the business and assessing facility and a shift to asset-light operations

## Corporate Governance

- Focus on maintaining CHABI and JCI accreditation
- Ensuring compliance with regulatory changes which includes upgrades to current facility to comply with civil defense, saudization and relevant accreditation
- Updating and upgrading the systems and procedures and in the process of creating an Internal Audit function- inline with best practice

## Corporate Finance

- Recovered substantial receivables at minimal rejection rates – dedicated teams to ensure timely follow-ups on outstanding amounts
- Assessing the current capital structure including potential dividend recap

## Overview

- Founded in the UAE in 2004, is one of the largest K-12 operators in the UAE
- Currently operates a highly rated portfolio of 7 schools and 3 nurseries in the UAE
- Offers premium education across multiple curricula including British, American and IB
- Expansion plans in attractive markets such as Abu Dhabi being assessed

	2016	2017	Growth
Total # of Schools	11	10	
Revenue (AED 'mn)	457.7	475.0	4%
Net Profit (AED 'mn)	93.8	85.5	-9%
Net Profit Margin	20%	18%	
Total Assets (AED 'mn)	1,342	1,291	-4%
Total Equity(AED 'mn)	849	859	1%
ROE	11%	10%	



## Corporate Strategy

- Establish and build the Taleem brand across the 10 schools and nurseries owned
- Focus on quality through special emphasis on continuous innovation in teaching methods, enhancing curriculums and focus to upgrade the ratings of existing schools
- In the process of formulating an expansion strategy which shall include organic and inorganic expansion opportunities. Immediate focus on Abu Dhabi
- Talks with a highly reputed international school operator for a roll out in the UAE
- Ramp up strategic sales and centralized marketing at the group level

## Corporate Governance

- Evaluating the current organization structure to ensure the delivery of the business strategy. Meanwhile, concluded the hiring of a new CFO, Chief Education Officer and Marketing Director to manage enrollments for the business, while other hiring being looked at are: Director of Arabic and Islamic studies.
- Developing Enterprise Resource Planning (ERP) systems to enhance reporting and data flow and thus better management of risks and improved scalability
- Preparing Taaleem to operate similar to a publicly listed company

## Corporate Finance

- Evaluating optimal capital structure to fund growth initiatives
- Explore the option of listing the company at the right time

## Overview

- Based in KSA, a best-in-class 300-bed multi-disciplinary hospital
- Full service tertiary hospital offering over 30 specialties in addition to laboratory and pharmacy services
- More than 150 US, Canadian and European board-certified physicians
- Expansion plans underway in the current facility and Western region, in addition to a medical college

	2016	2017	Growth
Total # of beds	300	300	
Revenue (SAR 'mn)	1,110	1,179	6%
Net Profit (SAR 'mn)	175.3	146.9	-16%
Net Profit Margin	16%	12%	
Total Assets (SAR 'mn)	1,045	1,155	11%
Total Equity (SAR 'mn)	801	831	4%
ROE	22%	18%	



المركز الطبي الدولي  
International Medical Center

## **Corporate Strategy**

- Evaluating expansion opportunities for the business in Jeddah to increase bed capacity
- Rolling out of primary care and polyclinics/day case surgery centers across Jeddah and the wider Western Region
- Implementation of productivity initiatives that are expected to result in higher gross margin and profitability
- Conducting evaluation of specialized services like obesity center, wellness centers and a maternity facility
- Exploring PPPs focused on primary care networks

## **Corporate Governance**

- Evaluating the current organizational structure and resultant human capital requirements
- Strengthening the internal audit function inline with the best practice
- Completed the implementation of ERP system with full IFRS compliance and undergoing the upgrade of the HIS systems

## **Corporate Finance**

- Evaluating optimal funding options for expansion plans
- Undergoing an internal IPO readiness exercise in preparation for a future listing



## Overview

- On 6<sup>th</sup> March 2018, Amanat acquired 35% beneficial interest in ADUHC for a total consideration of AED 329 mn
- Established in 2003 in the UAE, a market leader in the private higher education in the emirate of Abu Dhabi and Al Ain
- Recently expanded to Dubai and Al Dhafra Region
- The group has over 7,500 students enrolled in its higher education institutions and offers 40+ undergraduate and graduate programs
- The group has provided training to over 170,000 individuals through its training solutions companies



شركة جامعة أبوظبي القابضة  
Abu Dhabi University Holding Company

## **Corporate Strategy**

- Evaluating further expansion in other markets
- Supporting the introduction of relevant new programs and training courses
- Evaluating operational efficiencies to improve margins and profitability
- Exploring agreements with various large institutions to offer tailor made training course
- Expanding partnership with reputed international universities and educational entities

## **Corporate Governance**

- Optimizing organizational structure and human capital focusing on quality of educators
- Developing plans to attract world class professors and retain such talent
- Focusing on maintaining and obtaining further academic excellence and recognition

## **Corporate Finance**

- Ensuring adaptability and centralization of processes across new campuses and markets
- Evaluating optimal capital structure and evaluating net debt position



# Financials



Profitable since inception in 2014



Net profit for 2017 stood at AED 42.3 mn, a growth of 10% over 2016.



Share of profit from associates excluding one-off charge increased by 65% to AED 33.3 mn in 2017



46% of capital as at 31 March 2018 is deployed



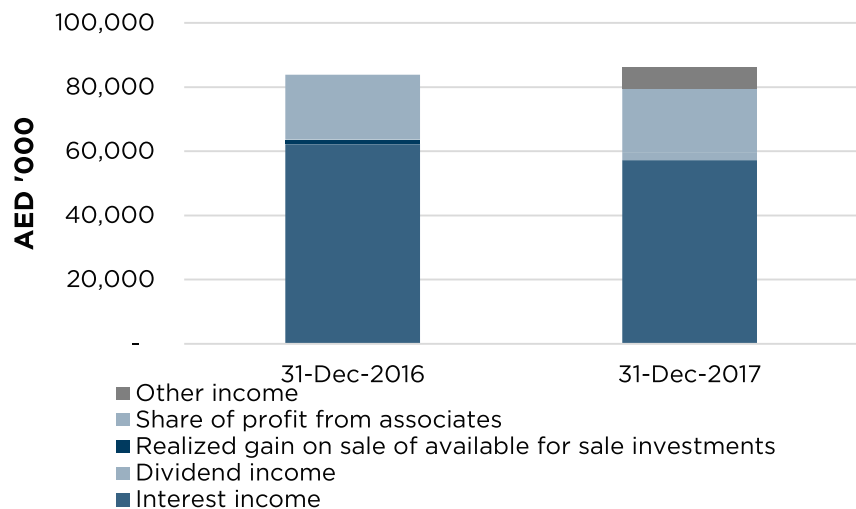
Positive cash flow from operations



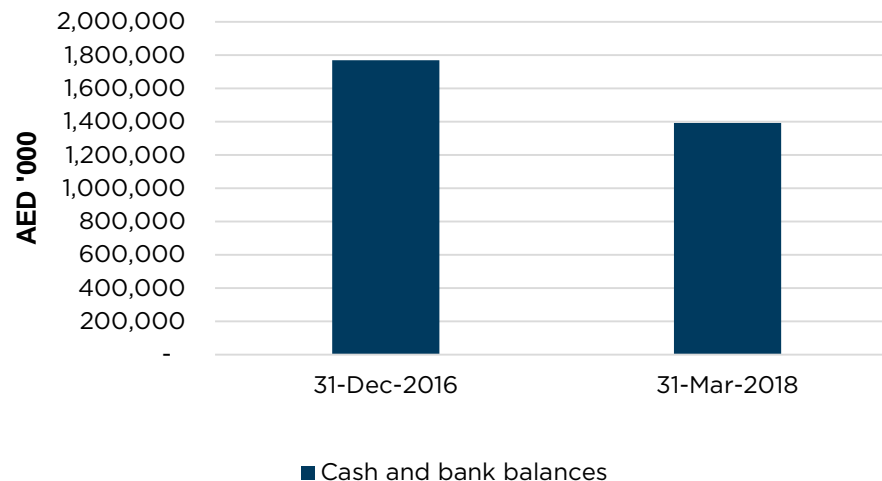
Significantly Outperformed DFM General Index YTD

# Financial Highlights

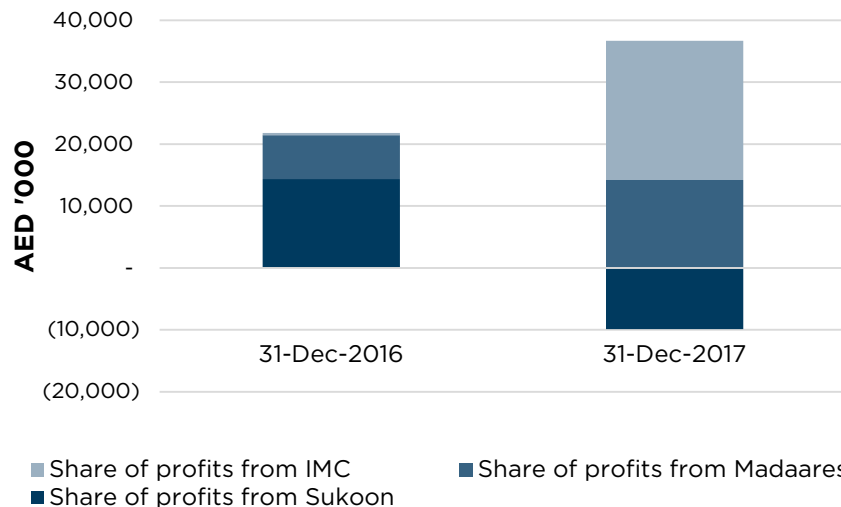
## Total Income



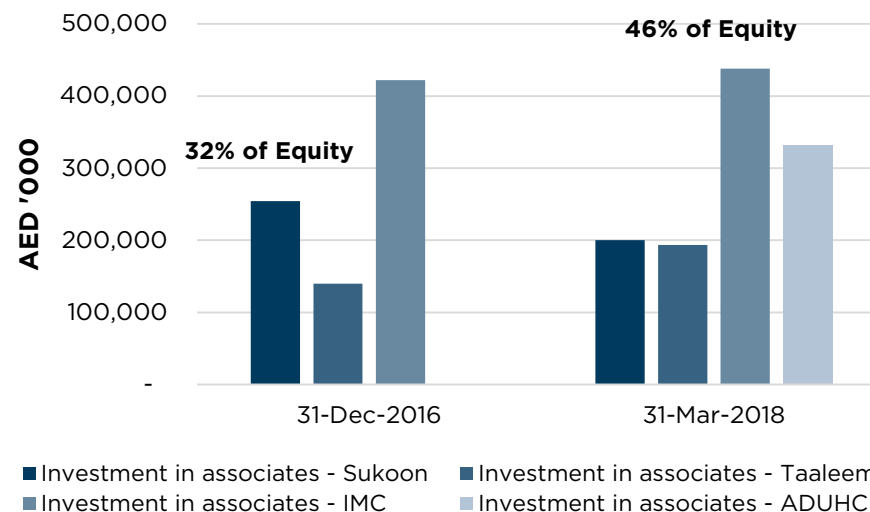
## Cash and bank balances



## Share of Profit from Associates



## Investment in Associates



# Amanat's Consolidated Income Statement



For the period ending	31-Dec-2016	31-Dec-2017
AED '000	12 months	12 months
Interest income	62,227	57,212
Share of profit of equity accounted investees	20,181	23,005
Dividend income	146	2,528
Realized gain on sale of AFS investments	1,661	0
Other income	0	6,796
<b>Total Income</b>	<b>84,215</b>	<b>89,541</b>
<b>Expenses</b>		
Employee Related Expenses	-25,760	-25,086
General and Admin related expenses	-20,004	-18,911
<b>Total Expenses</b>	<b>-45,764</b>	<b>-43,997</b>
<b>Profit/(Loss) for the year</b>	<b>38,451</b>	<b>45,544</b>
<b>Profit attributable to:</b>		
Owners of the Company	38,398	42,326
Non-controlling interests	53	3,218

## Key Highlights

- Total income in 2017 reached AED 89.5 mn compared to AED 84.2 mn in 2016 implying a 6% increase.
- Share of profit from associates stood at AED 23 mn, a 14% increase over the same period last year. Excluding one-off charge growth would have been 66%.
- Healthcare investments contributed AED 10.3 mn in share of profit in 2017 compared to AED 13.9 mn in 2016, while the education investments contributed to AED 12.7 mn in 2017 compared to AED 6.2 mn in 2016.
- Other income constitute an amount recovered from an associate.
- Total expenses reached AED 43.9 mn in 2017 a decrease of 4% compared to 2016 which include a one off item.
- Total expenses to revenue stood at 49% in 2017 compared to 54% in 2016.
- Net profit attributed to Amanat came at AED 42.3 mn, a 10% increase over 2016.

# Amanat's Consolidated Balance Sheet

For the period ending	31-Dec-2016	31-Dec-2017
<b>AED '000</b>		
Property and Equipment	1,830	2,456
Investment in associates	781,744	821,287
Loan to a related party	34,395	-
Available for sale investments	-	32,755
<b>Total Non Current Assets</b>	<b>817,969</b>	<b>856,498</b>
Deposits and Prepayments	2,110	3,390
Other Assets	29,970	43,245
Due from related party	13,755	17,527
Cash and Bank Balances	1,771,028	1,721,648
<b>Total Current Assets</b>	<b>1,816,863</b>	<b>1,785,810</b>
<b>Total Assets</b>	<b>2,634,832</b>	<b>2,642,307</b>
Share Capital	2,500,000	2,500,000
Reserve	5,718	5,718
Unrealized gain/loss from AFS investment	-	-3,994
Legal reserves	8,898	13,131
Retained earnings	42,585	43,176
<b>Total Equity attributable to owners of</b>	<b>2,557,199</b>	<b>2,558,031</b>
Non-controlling interest	115	1,778
<b>Total Equity</b>	<b>2,557,314</b>	<b>2,559,809</b>
Other payables	61,944	61,944
End of service benefit	892	1,396
<b>Total Non Current Liabilities</b>	<b>62,836</b>	<b>63,340</b>
Trade and other payable	14,682	19,158
<b>Total Liabilities</b>	<b>77,518</b>	<b>82,498</b>
<b>Total Owner's Equity &amp; Liabilities</b>	<b>2,634,832</b>	<b>2,642,307</b>

## Key Highlights

- Investment in associates came at AED 821.3 mn as at 31 Dec 17 compared to AED 781.7 mn as at 31 Dec 16. The increase is attributed to the capitalized share of profit and Taaleem additional acquisitions of 5.3% stake, however, a one off reduction in investments of AED 9.5 mn was done which represents a recovered amount from one of the associates.
- Total investment in associates to total equity stands at 32.1% as at 31 Dec 17.
- Total cash and bank balances dropped to 1.7 bn, primarily as a result of an AFS investment made during 2017, acquiring additional 40 mn shares in Taaleem, and the dividends paid.
- Amanat generated positive cash flow post covering all expenses primarily on the back of interest income and dividends received from associates.
- Total assets reached 2.64 bn as at 31 Dec 17.



# The Leadership Team



# Board of Directors



**H.E. Hamad  
Abdulla Al  
Shamsi**

Chairman

H.E. Hamad Abdulla Al Shamsi has a wealth of experience that spans over two decades, overseeing several businesses across multiple disciplines, including financial services and investments. He is currently the CEO of Private Investment Company specialized in investments and large scale real estate development projects. H.E. served in the Abu Dhabi Investment Authority prior to moving to the Private Department of His Highness the Late Sheikh Zayed Bin Sultan Al Nahyan. H.E. Al Shamsi is also the Chairman and a Board Member of several leading Government Institutions engaged in Commercial, Financial, Aviation, Media and service based activities. He currently serves as the chairman of Abu Dhabi securities exchange and is on the boards of Dubai Islamic Bank, Kuwait Food, Marka, and several others. H.E. holds a Bachelor degree in Business Administration from UAE University



**Dr.  
Shamsheer  
Vayalil**

Vice Chairman,  
Managing  
Director and  
CEO of Amanat

A doctor, entrepreneur and philanthropist, he is the Founder and Managing Director of VPS Healthcare, one of the leading healthcare groups in the region. Under his supervision VPS Healthcare expanded to 4 countries, 22 hospitals and over 125 medical centers, He also established one of the largest pharmaceutical plants in the UAE. He is a member of the UAE Medical Council and the Advisory Committee of University of Sharjah's College of Medicine. In 2015 Dr. was awarded the United Nations Global Humanitarian Award for his active involvement in aid relief and healthcare assistance to Syrian refugees. He was nominated as one of the Top Indian Leaders in the Arab World by Forbes Middle East 2014. Dr. holds a Masters in Medicine from the University of Sri Ramachandar in India, a Bachelor of Medicine from the University of Kasturba and holds an honorary doctorate from the Aligarh Muslim University.



**Faisal Bin Juma  
Belhoul**

Director

Faisal is the founder of Ithmar Capital a leading private equity firm which managed and invested over US\$ 1 billion. He was Chairman of the UAE Private Hospitals Council, the UAE Private School Council and the Pharmaceutical and Healthcare Equipment Business Group of the Dubai Chamber of Commerce and Industry (DCCI) and has served as a Board Member of a FTSE 250 company. He is a Board member of the DCCI by a Ruler decree, and serves as the Chairman, board member on several regional and international companies and a member of the YPO. Faisal was recognized as one of the top 100 Executives in the Gulf region. Educated in the USA, he studied Manufacturing Engineering in Boston University



**Sheikh  
Abdulla Bin  
Khalifa Al  
Khalifa**

Director

Sheikh Abdulla is the Chief Executive Officer for SIO Assets Management Company. Prior to joining SIO, he was the Head of Wealth Management at Standard Chartered Bank for Bahrain. He is the chairman of Bina Al Bahrain and Ageila Capital Management, as well as SICO Investment Bank. He is the chairman of the Executive Committee and Board member of NRC, Amlak's social insurance organization development company and Bahrain Marina Development Company also a board member of BBK. He was awarded a Bachelor of Science degree in Business Administration from the George Washington University, USA. He has also attended various professional courses.



**Sheikh  
Mansoor Bin  
Mohamed  
Bin Butti Al  
Hamid**

Director

Sheikh Mansoor is the Head of Strategic Relations and Business Development at Mubadala Petroleum, a wholly-owned subsidiary of Mubadala Development. He is a member of the board of the United Al Saqer Group, a highly diversified family business based in the UAE. The United Al Saqer Group's businesses include multiple dealerships including BMW, Rolls Royce, Iveco, Tadano, Kawasaki, Mitsubishi, New Holland, and property management, construction.



**H.E. Hamad  
Rashed Nehail  
Al Nuaimi**

Director

With a career spanning over 22 years, H.E Hamad is truly dedicated to the growth of the region. He holds several executive positions, serves as a board member on numerous leading investment, real estate and public sector institutions. He is currently the Managing Director of His Highness Sheikh Dhiab Bin Zayed Al Nahyan's Office and His Highness Sheikh Dhiab Bin Zayed Al Nahyan's Office. He is also the Executive Director of Ministry of Presidential Affairs, and serves as the Managing Director at Reem Investments. In addition, H.E. is also the Chairman and Board Member of several leading government and private institutions such as the Electronic Stock & Brokerage Co., Zayed Bin Sultan Al Nahyan Charitable and Humanitarian Foundation, Daman Securities & Investments and Al Wahda Sports Cultural Club. H.E. holds a Bachelor degree in Accounting from the United Arab Emirates University.



**H.E. Mohamed  
Bin Thaalob  
Al Derei**

Director

H.E Mohamed holds various board memberships, ranging from leading holding companies to sports federations. He is the Chairman of Al Qudra Holding Company, the Abu Dhabi Co-operative Society and Vice Chairman of Manazel Real Estate Company (PSC) and was a board member of Ras Al Khaimah Properties and Abu Dhabi National Hotels Company. H.E. also is the President of the UAE Judo & Wrestling Federation, and the Honorary President of the Arab Judo Federation. He is also a member of the Board of Al Ain Sports and Cultural Club and an Honorary Board of the Club. Holds a MBA from the UAE University. He is also a graduate of the prestigious Zayed Military College..

# Management Team



**Dawod Al Ghoul**

Chief Financial Officer

Dawod is responsible for leading the financial planning & implementation, investments, financial risk and leads in the formulation and execution of the corporate strategy. Prior to joining Amanat he was the Group CFO at Arab Bank Group and was also an international tax consultant with KPMG Dallas. He is currently a board member of several banks across the MENA. Dawod holds an MBA from the University of Colorado and is a CPA from the state of Colorado.



**Dr. Mohamad Hamade**

Chief Investment Officer

A clinician heavily focused on the business aspect of the healthcare industry, he has a decade worth of experience in healthcare, research, consulting and investments in the USA, India and all across the Middle East. In 2017, he served the role of Chief Investment Officer at VPS Healthcare, a group of +20 hospitals and -100 medical centers across UAE, Oman and India. Before joining VPS, Dr. Hamade was a Principal at TVM Capital and Chief Strategy Officer of one of its portfolio companies. Prior to that, he was a lead Associate at Booz and Company. Dr. Hamade holds an M.D. and a BSc in Biology from the American University of Beirut, and an MBA from Cornell University in the USA. He also holds a Research Fellowship Certificate in ENT Surgery from Harvard Medical School.



**Irteza (Arty) Ahmed**

Director of Investments

Irteza Ahmed is responsible for identifying and evaluating investment opportunities and providing strategic advice to portfolio companies. Prior to joining Amanat, he worked at Goldman Sachs in London and New York where he advised on mergers and acquisitions in the healthcare sector. He holds a MBA from Tuck School of Business at Dartmouth and BSc. from Imperial College London, UK.



**Sina Kazim**

Chief Operating Officer

Sina is responsible for spearheading investments in the Social Infrastructure space. Prior to joining Amanat, he worked with Meraas Holding as Chief Development Officer, he also worked closely with the management to attract FDI into Dubai. Prior to that he worked with Dubai World Trade Center as Senior Director, with Dubai Civil Aviation as Project Director and with Emaar Properties as Senior Manager Projects.



**Kareem Murad**

Investor Relations Director

Kareem plays a strategic role, he develops and executes communication strategies as well as establishing and building relationships with stakeholders. He previously served as a Director in Investments at Ithmar Capital, he was also SVP heading the Research Department at SHUAA Capital. He started his professional career in 2000 as the Assistant Head of Treasury and Investment Department in ABC (Jordan). Kareem holds a BBA from the American University of Beirut and an MSc in International Finance and Capital Markets from the University of Brighton.

## Important Information

Upon receipt of this Investors' Presentation, the accompanying Press Release to Invest, or any oral presentation relating thereto (collectively, the "Information"), and confirmation of subscription to the Offer Shares, you irrevocably agree to be bound by the following terms and conditions:

The Information is confidential and may not be reproduced, redistributed, published or passed on to any other person, directly or indirectly, in whole or in part, for any purpose. If you were not meant to receive the Information, or received it illegally by any third party's breach of the aforementioned confidentiality undertaking, you must immediately return it to its owner - that is Amanat Holdings PJSC( the "Company").

The Information is not directed to, or intended for distribution to or use by, any person or entity that is a citizen or resident of, or located in, any locality, state, country or other jurisdiction where such distribution or use would be contrary to law or regulation or which would require any registration or licensing within such jurisdiction.

The Information has not been reviewed, verified, approved and/or licensed by the Central Bank of the United Arab Emirates ("UAE"), Securities and Commodities Authority of the UAE and/or any other relevant licensing or regulatory authority in the UAE including any licensing authority incorporated under the laws and regulations of any of the free zones established and operating in the territory of the UAE, notably the Dubai Financial Services Authority ("DFSA").

The Information does not constitute a recommendation regarding the offering of the Offer Shares. Prospective investors are required to make their own independent investigations and appraisals of the business and financial condition of the Company and the nature of the Offer Shares before taking any investment decision with respect thereto. If you do not understand the contents of the Information you should consult an authorized financial adviser.

Subject to applicable law in the UAE, the Company shall not accept any responsibility whatsoever in relation to the Information and makes no representation or warranty, express or implied, for the contents of the Information, including its accuracy, completeness or verification or for any other statement made or purported to be made in connection with the Company, and nothing in the Information, or this Disclaimer, shall be relied upon as a promise or representation in this respect, whether as to the past, the present, or the future. The Information contains forward-looking statements, including the Company's target return on investment. These statements and any other statements that are not historical fact that are included in the Information are forward-looking statements. Forward-looking statements give the Company's current expectations and projections relating to its financial condition, results of operations, plans, objectives, future performance and business. These statements may include, without limitation, any statements preceded by, followed by or including words such as "target," "believe," "expect," "aim," "intend," "may," "anticipate," "estimate," "plan," "project," "will," "can have," "likely," "should," "would," "could" and other words and terms of similar meaning or the negative thereof. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond the Company's control that could cause the Company's actual results, performance or achievements to be materially different from the expected results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which it will operate in the future.

The Information has not been independently verified and will not be updated. The Information, including but not limited to forward-looking statements, applies only as of the date of this Investors' Presentation and is not intended to give any assurances as to future results. The Company expressly disclaims any obligation or undertaking to disseminate any updates or revisions to the Information, including any financial data or forward-looking statements, and will not publicly release any revisions it may make to the Information that may result from any change in the Company's expectations, any change in events, conditions or circumstances on which these forward-looking statements are based, or other events or circumstances arising after the date of this document. Market data used in the Information not attributed to a specific source are estimates of the Company and have not been independently verified.



**Here to grow your future**