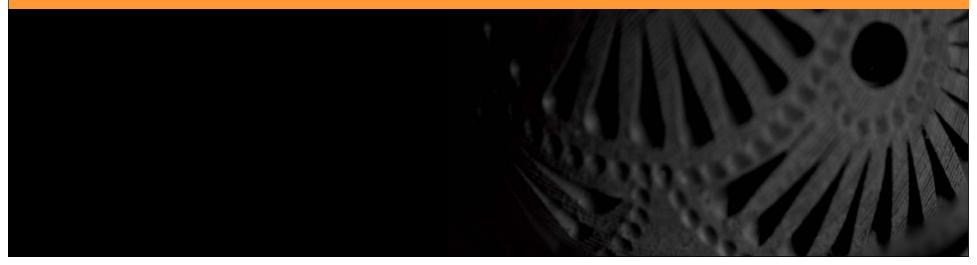


Opportunities in K-12 Education in MENA ITQAN Capital

October 2013



Itqan Capital



- Itqan Capital is a Saudi Arabia based investment company licensed by the Capital Market Authority. Itqan aspires to be the Kingdom's pre-eminent provider of investment offerings to HNWs, Family Offices, and Institutional Investors
- Itqan Capital is a member of Al Baraka Banking Group, an international Islamic bank headquartered in the Kingdom of Bahrain with presence in 14 countries, 400 branches
- Supported by robust and centralized Investment Research & Business Development capabilities,
 Itqan's core service is Asset Management.

As an Islamic Asset Manager, our investment philosophy is based on three principals:

- I. We believe that investments generating a recurring and sustainable income yield are the most important source of long-term wealth, backed by the potential for capital appreciation.
- 2. We believe that identification of and adherence to an asset allocation practice is the key to effective investment policy.
- 3. We seek opportunities aligned with Shariah principles, with the potential to deliver strong financial returns as well as societal benefits.

K-12 Education Market Outline



Market Size Key Drivers Obstacles / Challenges

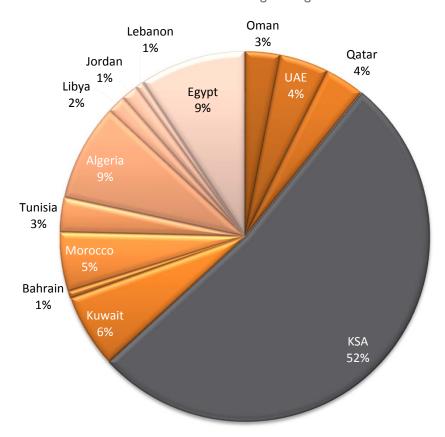
Market Opportunities

Key Investment Considerations

A USD 100 Billion Investment Opportunity







GDP of MENA Region - Latest Public Expenditure as a % of GDP

Spending on Education

USD 2.3 trillion

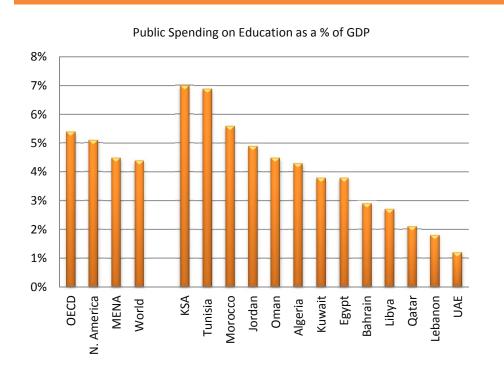
4.5%

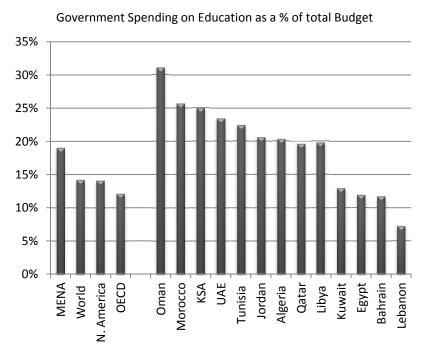
US\$ 105 billion

- Total public spending on education, as a percentage of GDP, across the MENA region is increasing to 4.5 (world average 4.4%) thanks to Saudi aggressive budget spending of US\$ 55 billion in 2013
- Number of students attending K-12 schools grew to 50 million pupil in 2013 fuelled by population growth and high enrollment rates during in primary years.
- Total number of schools expect to increase at a CAGR of 1.6% to match increasing number of students
- Annual average spending per pupil increased to US\$ 1857 with Qatar the highest and Egypt the lowest.
- Demand for international and private schools increased in recent years driven by affordability and aspiration of quality

Education represents 20% of MENA Budgets







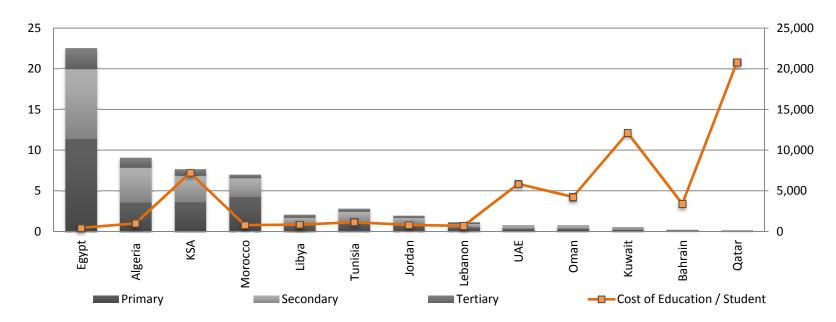
- > To create jobs and increase employability, Government spending on education, as a percentage of total government expenditure, across the MENA region increased from 12.7% in 20.0% (world average 14.0%)
- > Saudi is largest K-12 market with a budget of US\$ 55 billion in 2013 (compared with US\$ 37 billion in 2010)
- ➤ Saudi, Tunisia, Morocco spend more as a % of GDP than N. America and OECD countries



MENA is a Home of 100 Million Students by 2025



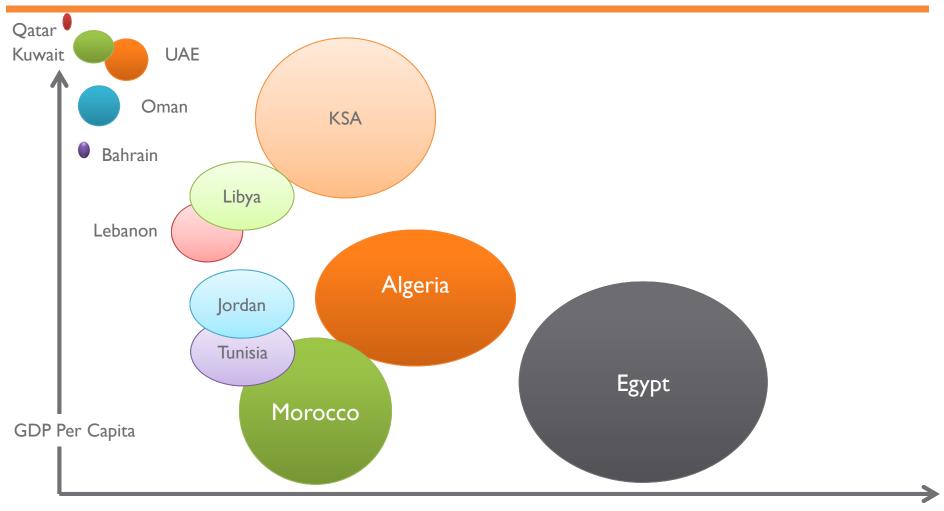
Number of Students in million in 2013 vs. Spending on Education per Student in USD



- Over the last decade (2000–10), the region's population growth averaged 2.4% p.a. reaching a population base of 370m, which was higher than the global average of 1.3%.
- Total number of students in primary, secondary, and tertiary education grew to reach 56.0 million in 2013 and will reach 100 million by 2025 (an additional 4.0 million every year)
- Average annual spending on Education per student stands at US\$1857 (Egypt the lowest at US\$433/Student Qatar is the Highest at 20,000 / Student)

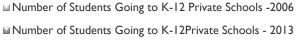
Affordability / Number of Students

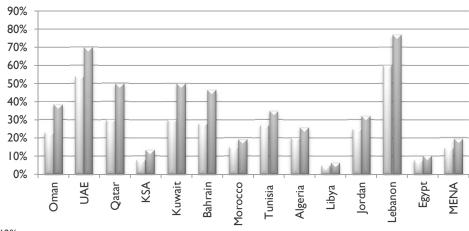


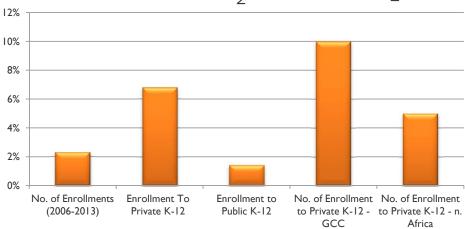


20% of Pupils go to Private Schools





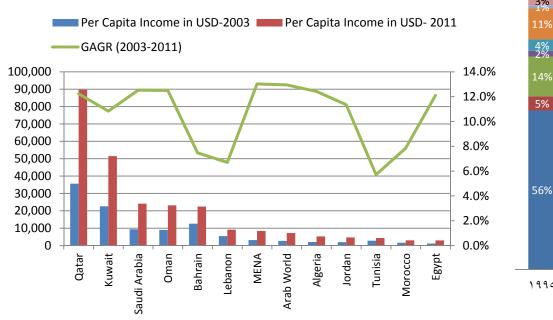


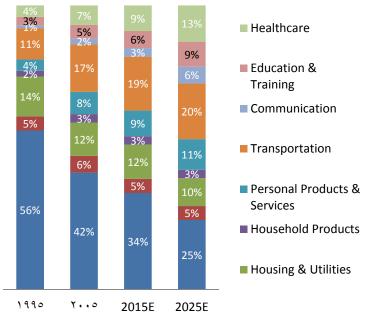


- An increasing number of Arab Students shifting from public to private K-12
- Since 2006, number of Enrollments to Private
 Schools grew at 6% compared to 1.5% to Public
 Schools
- Despite the higher fee structure, private schools offering international curriculum are extremely popular among expatriate population in the GCC and upper middle class in rest of MENA region
- GCC is witnessing migration of students from North of Africa countries mainly for better quality of education
- Private Education is highly fragmented with a great potential for PE Funds and Institutional Investors to build wide regional coverage

Middle Class / Spending Patters





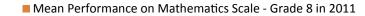


Challenges & Opportunities

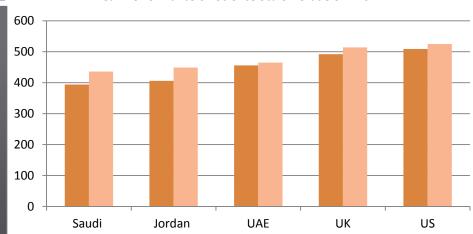


Challenges

- Lack of qualified Teachers MENA needs and additional 450,000 teachers by 2015
- Outdated curriculum with focus on Teacher –centric curriculums
- Poor schooling facilities
- Low quality of education especially in North of Africa in terms of level of access to internet, investing in modern technology, updated curriculums, specialized research...etc



Mean Performance on Science Scale - Grade 8 in 2011





Opportunities / Drivers

- Large and growing population base coupled with high enrollment rates
- 20% of K-12 students go to private schools
- Growing middle class and affordability
- Increase of awareness of importance of high quality education

Key Considerations



Type of Investors

• Real Estate Investors: Have access to Real Estate / Land

• Cash Investors: Finance Construction and Working Capital

Expected Return

 C 15% p.a. slightly lower than average required rate of return in a typical private equity transaction

Investment Horizon

Usually longer than typical PE Funds (10-15 years)

Investment Criteria

- Existing vs. Green Field
- Elite, Branded or Unbranded Operator
- Location: GCC vs. North Africa
- Market Segment: Premium vs. Middle Class
- Curriculum: Local vs. International

Risk Management

 Investment Risks: Regulatory, Pricing, Currency, Operations, Country & Political Risks

Exit Strategy

- IPOs is not widely tested yet within the region
- Trade Sale of Assets is the most common practice

Valuation



Cash Inflows:

- I. Market Share: Government is the sole competitor for private sector, therefore the opportunity is unlimited for private sector to take over and gain bigger market share at the expense of the inefficient / poor governments
- 2. Sustainability of Business Model: Schooling is a sustainable and defensive business model and unlikely to witness a major drop regardless the overall economic performance
- 3. **Predictability of Cash Flow:** On average students stay 3-4 years as long as they get an acceptable quality of education and good value for money.
- 4. **Pricing Strategy:** In general Demand is not driven by pricing but by quality and reputation where Operator should have a good track record

Cash Outflows:

- I. Low working Capital requirements: Unlike most of other business models, schools get their cash flow in advance. Therefore they don't need a big working capital to finance annual expenses
- 2. Land is the major Capex item: Land & Construction biggest cost items hit the project at the beginning
- 3. Salaries / Revenues Ratio: Always leave a positive surplus to the school operator as salaries are always linked to inflation while revenues are not but to parents income
- 4. Investing in Technology: Questionable and based on which market and which segement

Takeaways



- I. Education market in the MENA region is large and resilient market with very significant growth potential on the back of favorable demographics
- 2. Key challenges are lack of qualified teachers, outdated curriculum, and high Capex requirements
- 3. Opportunities: An increasing number of students are shifting towards international and private schools amid growth in wealth, awareness and greater preference towards the better education system
- 4. Investing in Education is profitable subject to addressing key considerations including:
 - I. Access to land (Real Estate) with realistic return objective
 - 2. Pick an operator with a good and reliable track record
 - 3. Target the appropriate market segment / country
 - 4. Provide value for money good quality of education through a reasonable pricing strategy.

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