



N2V.com

Investor Presentation

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Section 1

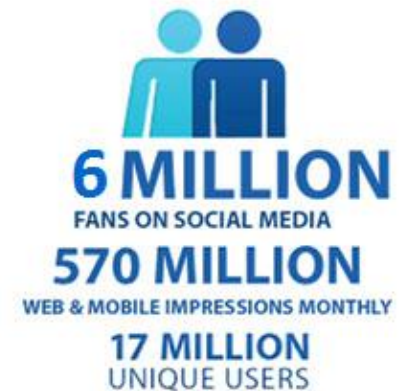
Executive Summary

Executive Summary - Introduction

N2V (National Net Ventures) is an Internet holding company focused on **Ecommerce**, **Digital Advertising**, **Online Payments** and **Social & Apps** in Arabia.

With **\$32 m revenue** in 2013, over **150 employees**, 7 regional offices, N2V has a proven **track record since 2003** in growing Internet businesses in Arabia and is ready to **scale** its operations to capture the huge opportunities in ecommerce in the GCC which is expected to grow by \$16 billion in 2016. Over \$150m was invested in non-Saudi ecommerce companies in past couple of years all trying to target Saudi as the main market of opportunity.

N2V's **unique advantages** include an established large **infrastructure** in **Online Payments (OneCard)**, **Advertisements (NetAdvantage)**, **millions of unique visitors** to our sites (**HawaaWorld**), a young experienced **management team**, presence in largest regional markets including a **stronghold in Saudi**, and unique **insight and experience** on GCC **female consumer needs**.



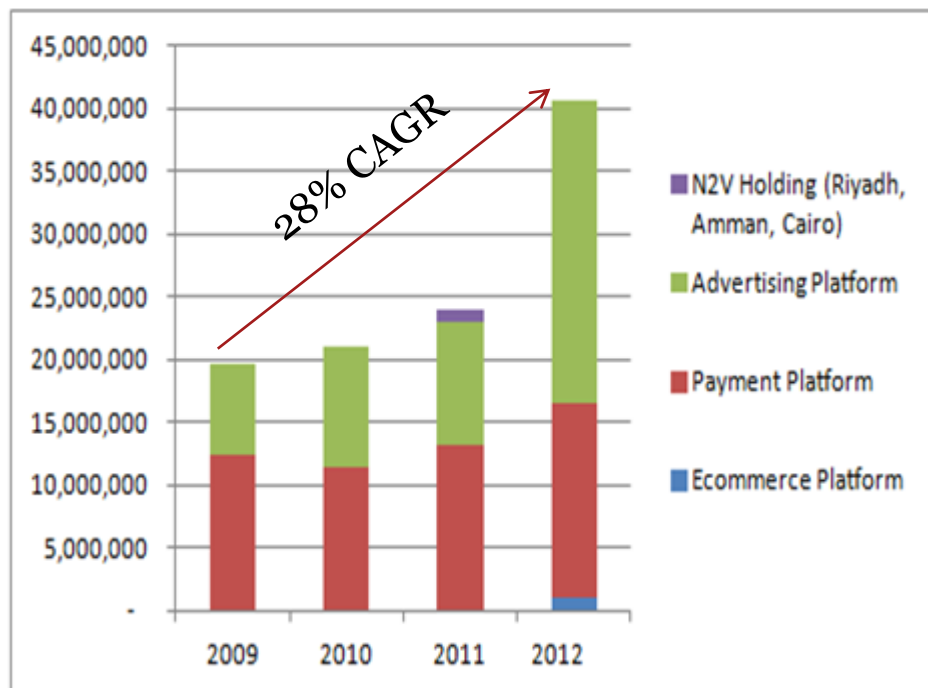
Executive Summary - Funds Req.

\$5M
Funds
required

- Investment needs projected for 2014-2015 are up to \$5 million
- 50% of funds is for financing working capital, other 50% for financing OPEX
- Projecting growing revenues to \$ 113 m in 2017
- Multiple exit opportunities – IPO in Saudi Arabia, exit to strategic investors at either a holding (e.g. telcos) or business unit level (e.g. Paypal, Yahoo etc)

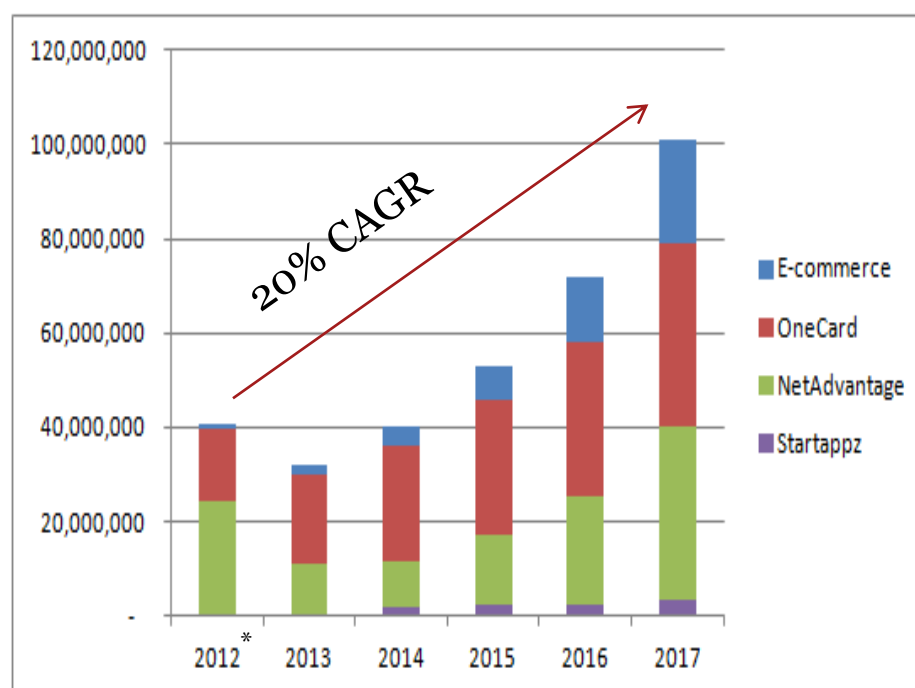
Actual Revenues

(Consolidated, December year end)



Projected Revenues

(Consolidated, December year end)



* Note: 2012 revenues include \$12m of revenues from a one time offline advertising deal related to a single sporting event

Section 2

Overview of business

Inspiration - AlBallaa Group track record

National Technology Group (NTG)

- Est. 1985 and grew to over 20 subsidiaries
- USD 700 Million annual revenues
- All major Saudi enterprises are clients



Mubasher Group

- Est. 1999 as a website
- 300k+ subscribers, 30+ Backoffice Tech implementations
- Coverage of 35+ direct emerging equity Markets
- 10s of regional and international Buy side clients



National Prawn Group

- Est. in 1984 as R&D
- Researched salt-water-only shrimp farming for 15 years
- The largest integrated shrimp farm in the world, 200 sq. km, over 65 km of Red Sea coast, 12k tons exported annually



4 Phase Strategy of N2V

Pre N2V

1999 - 2009
Infrastructure

Phase 1

2009 - 2010
Proof: bought HawaaWorld, tripled traffic in 20 months

Phase 2

2011 - 2012
Knowledge: 4 investment initiatives, 4 geographies

Phase 3

2013 - 2015
Scale: focus on biggest opportunities to scale

Phase 4

2016
Pre-Exit

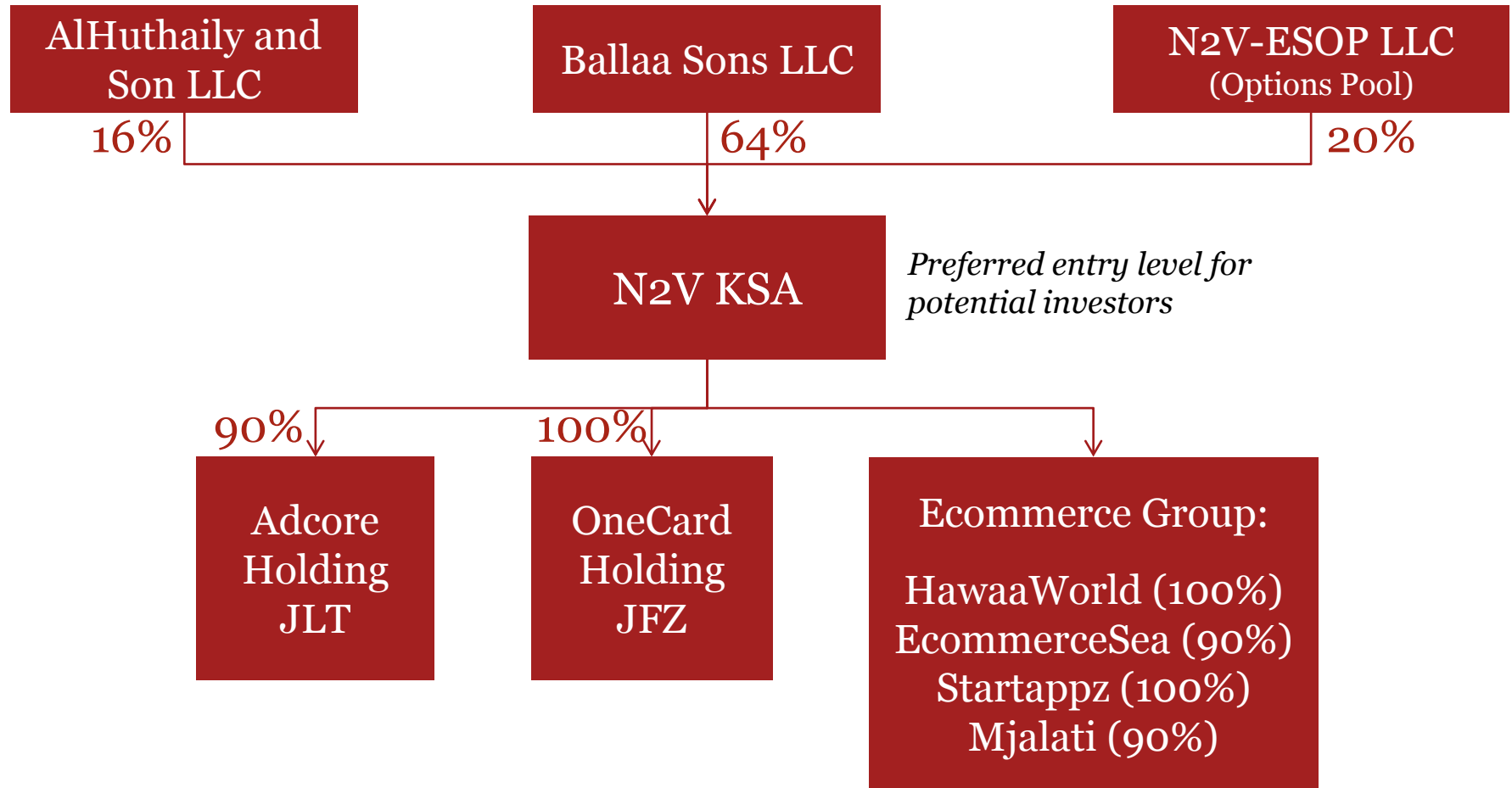
N2V Strategy and Business Model

N2V business model focuses on its top 4 lines of business that synergize with each other with huge potential for further growth:

- **Ecommerce**
- **Digital Advertising**
- **Online Payments**
- **Apps Development**

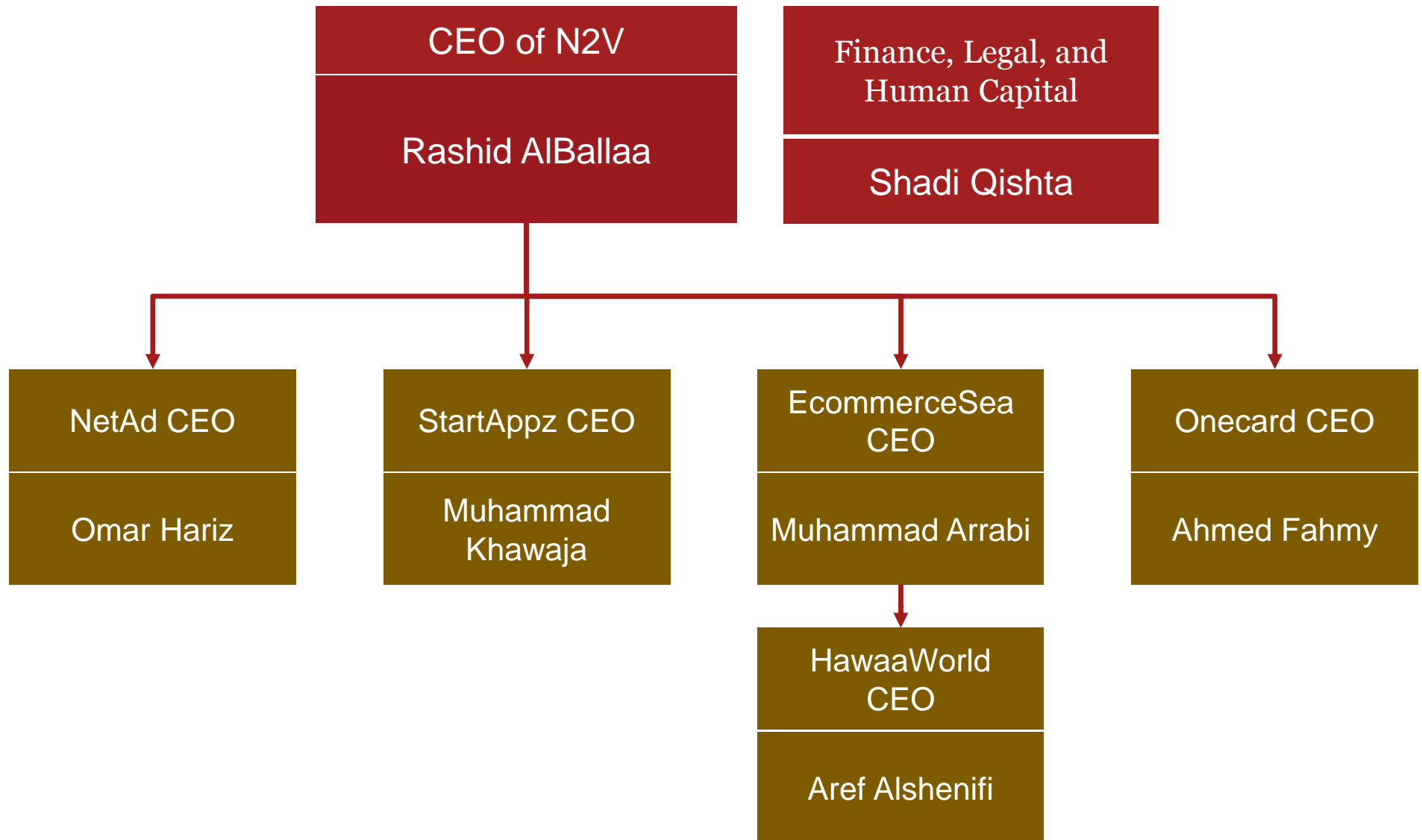


Ownership Structure*



* This is the target ownership structure, some changes are in progress to reach this stage.

Management Structure

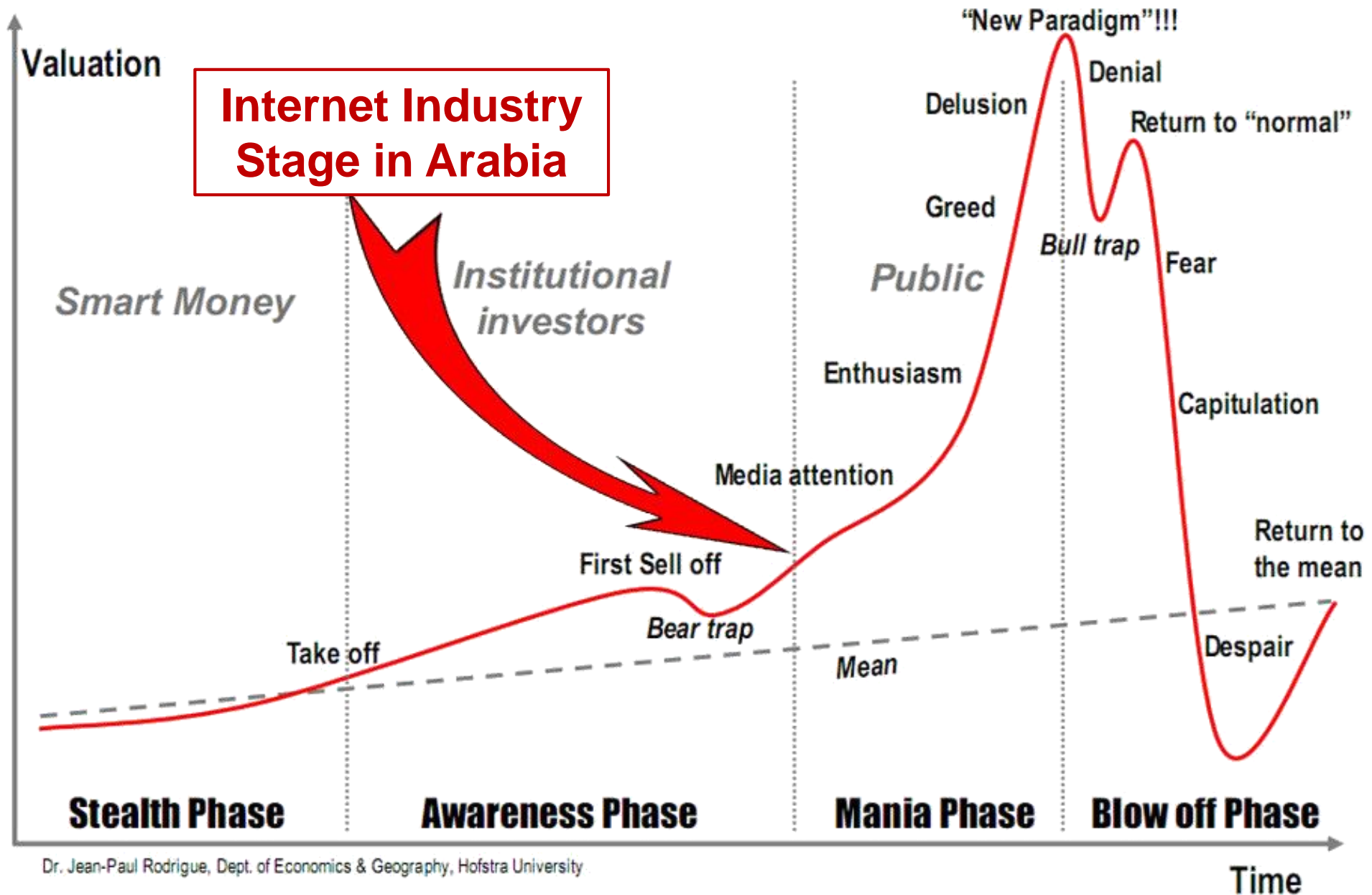


Section 3

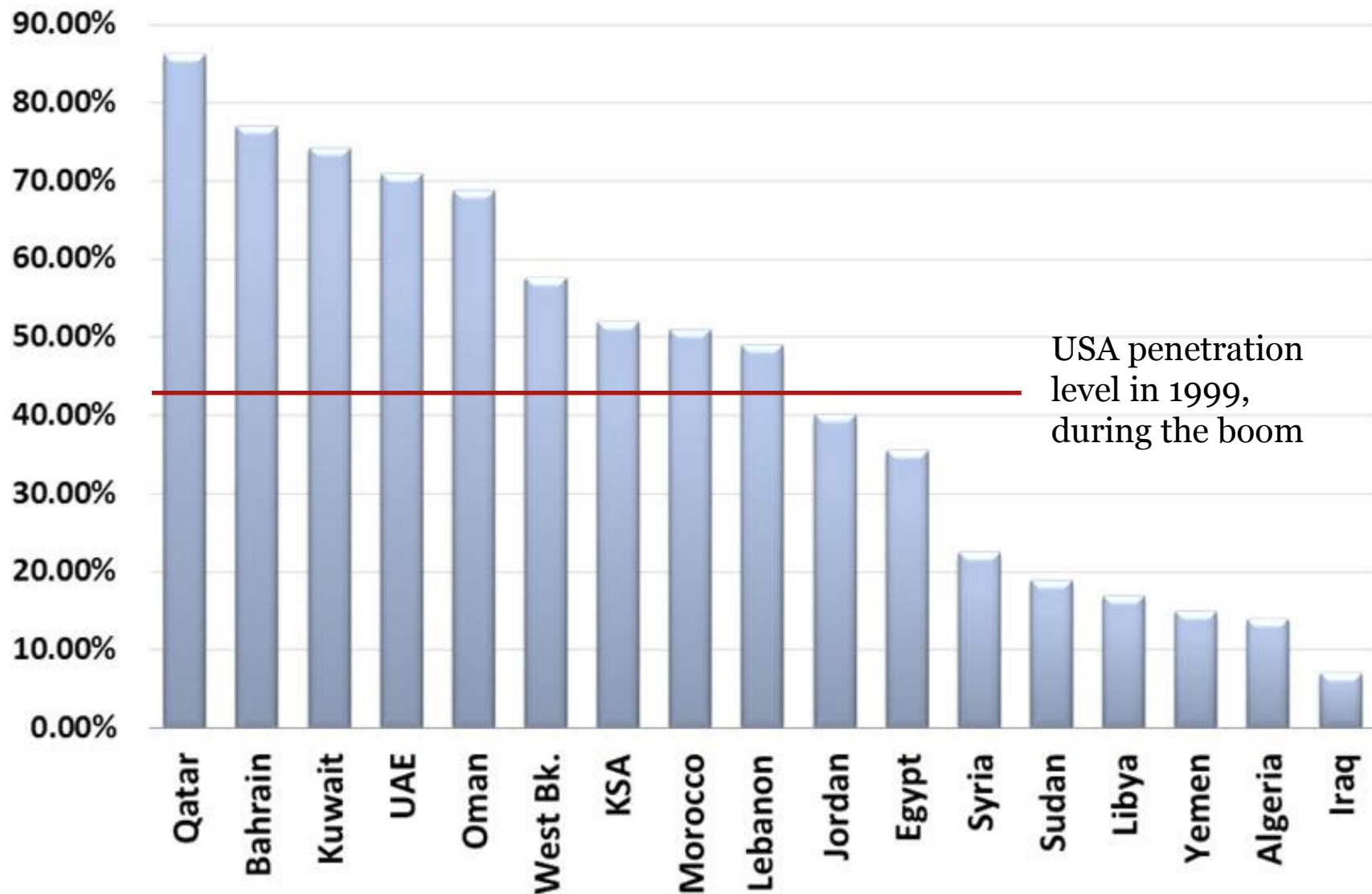
Market Conditions

Internet Boom is happening in MENA

(As evident in following slides)

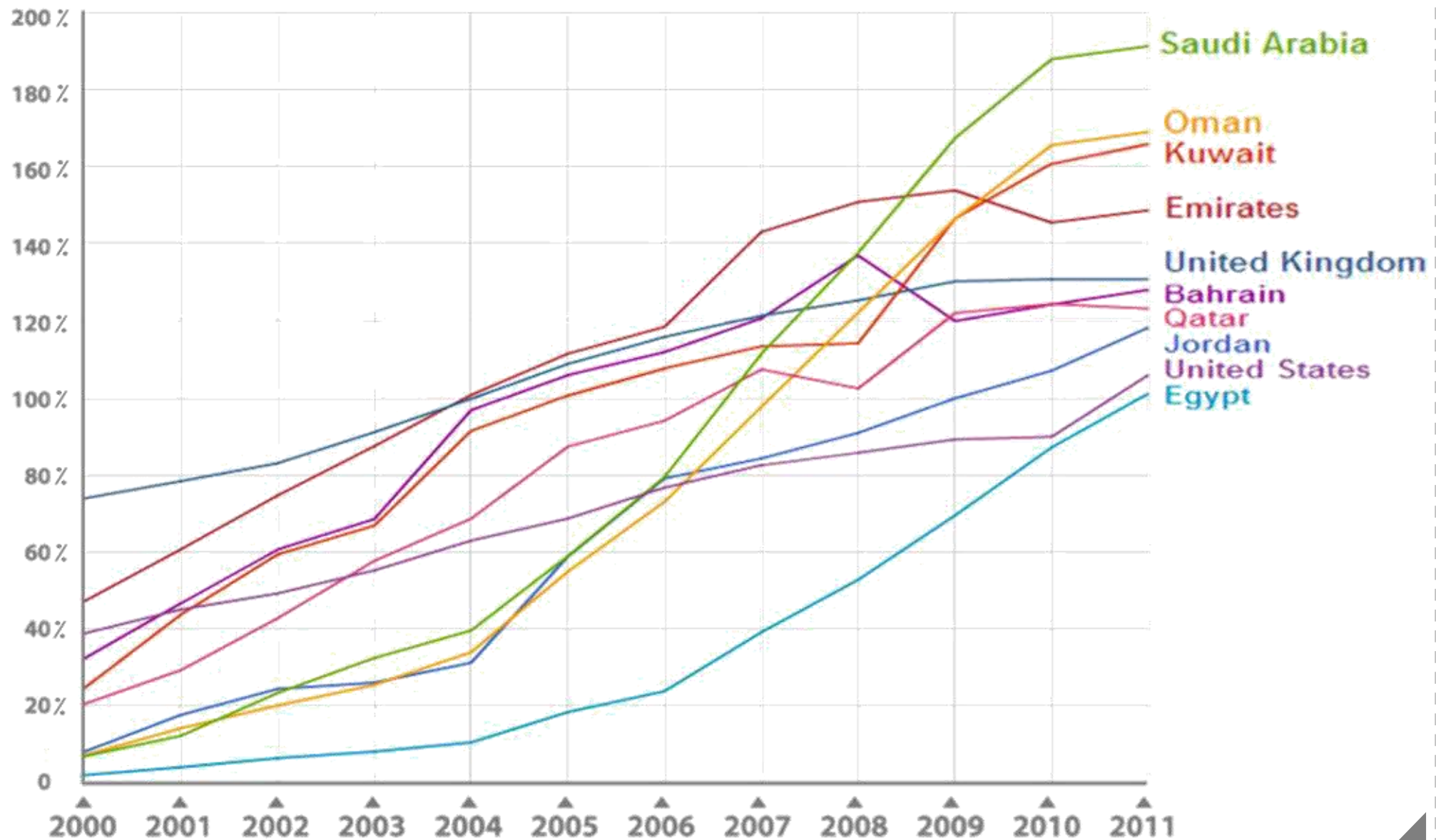


Internet Penetration in MENA accelerating



In 1999 USA reached 43% Internet penetration, which was the tipping point contributing to the Internet Boom. Arab region is just crossing this point.

Mobile Penetration in MENA accelerating



Startup-support organizations in MENA



جائزة الملك عبدالله الثاني
للعمل الحر والريادة



مركز الملكة رانيا للريادة
Queen Rania Center
for Entrepreneurship

Start.Alliance



FUND FOR DEVELOPMENT

Meydan
value@speed

endeavor
JORDAN

المحتوى العربي
مبادرة الملك عبدالله للمحتوى العربي
King Abdullah Initiative for Arabic Content



ريادة
RIYADAH



مركز الأمير سلمان للشباب
PRINCE SALMAN YOUTH CENTER



Jordan Gaming
Task Force



BADER
Young Entrepreneurs
PROGRAM

wamda

FLAT 6 LABS
GIZA

مركز ريادة الأعمال
ENTREPRENEURSHIP CENTER

PlugandPlayEgypt.com

OASIS500

KAUST

mile
madinah institute
of leadership & entrepreneurship

الشبكة السعودية لحاضنات الأعمال
Saudi Business Incubator Network

yallastartup!

seeqnce

seed
startup

Cloud7Labs

UTV
DHAHRAN
TECHNO
VALLEY



شركة وادي الرياض
riyadh valley co

twofour54
Abu Dhabi

itida
Developing
IT in Egypt

(tahrir)²

GEP
Global
Entrepreneurship
Program

i-TECH
Entrepreneurs
On Alhurra TV

THE NEXT WEB
TNW
MIDDLE EAST

واعد
Wa'ed

EgyptInnovate

المحررة
NAHDET EL MAHROUSA

ENTREPRENEURS
LEBANON

GIST
Global Innovation through
Science and Technology

TechWadi
Building Bridges to Accelerate Entrepreneurship

قطوف
Qotuf

GVCA
الجمعية الخليجية لرأس المال الجريء
Gulf Venture Capital Association

أكون
akoun
... تبدأ بخطوة

تمكين
Tamkeen

mowgli
mentoring a changing world



Egpreneur

SHARAD
business



Majid Bin Mohammed
Innovation Center

DISCOVER DIGITAL ARABIA



القيادات العربية الشابة
YOUNG ARAB LEADERS

YAL

مؤسسة محمد بن راشد للتنمية
المشاريع الصغيرة والمتوسطة
DUBAI SME



potential

innovation
institute

tandem

Growing tech communities & events in MENA

كلا باينارت

MIT ENTERPRISE FORUM
ARAB BUSINESS
PLAN COMPETITION
Empowering Entrepreneurs

ملتقى
دلوني
Delloni

مبادر
Mubader.com.sa

AMMAN
TECH
TUESDAYS

Dubai
**Tech
Nights**

Cairo
StartupWeekend
powered by the Kauffman Foundation

arabnet **democamp** Dubai

Qatar
Geeks

هواة التقنية
TECH-BUFF



Arab Social
Media Forum

DUBAI WORLD
GAMM
EXPO 2011

StartupWeekend
Riyadh ستارت أب ويك أند
الرياض
powered by the Kauffman Foundation



قصيم قيكس
Qassim Geeks



**CELEBRATION OF
ENTREPRENEURSHIP**

Alexandria
Startup Weekend
Powered by the Kauffman Foundation



جدة قيكس
JEDDAH GEEKS MEETUP

powered by the Kauffman Foundation
yallastartup! weekend
beirut



TEDxRiyadh
x = independently organized TED event

شرقية قيكس
Shargiyah Geeks



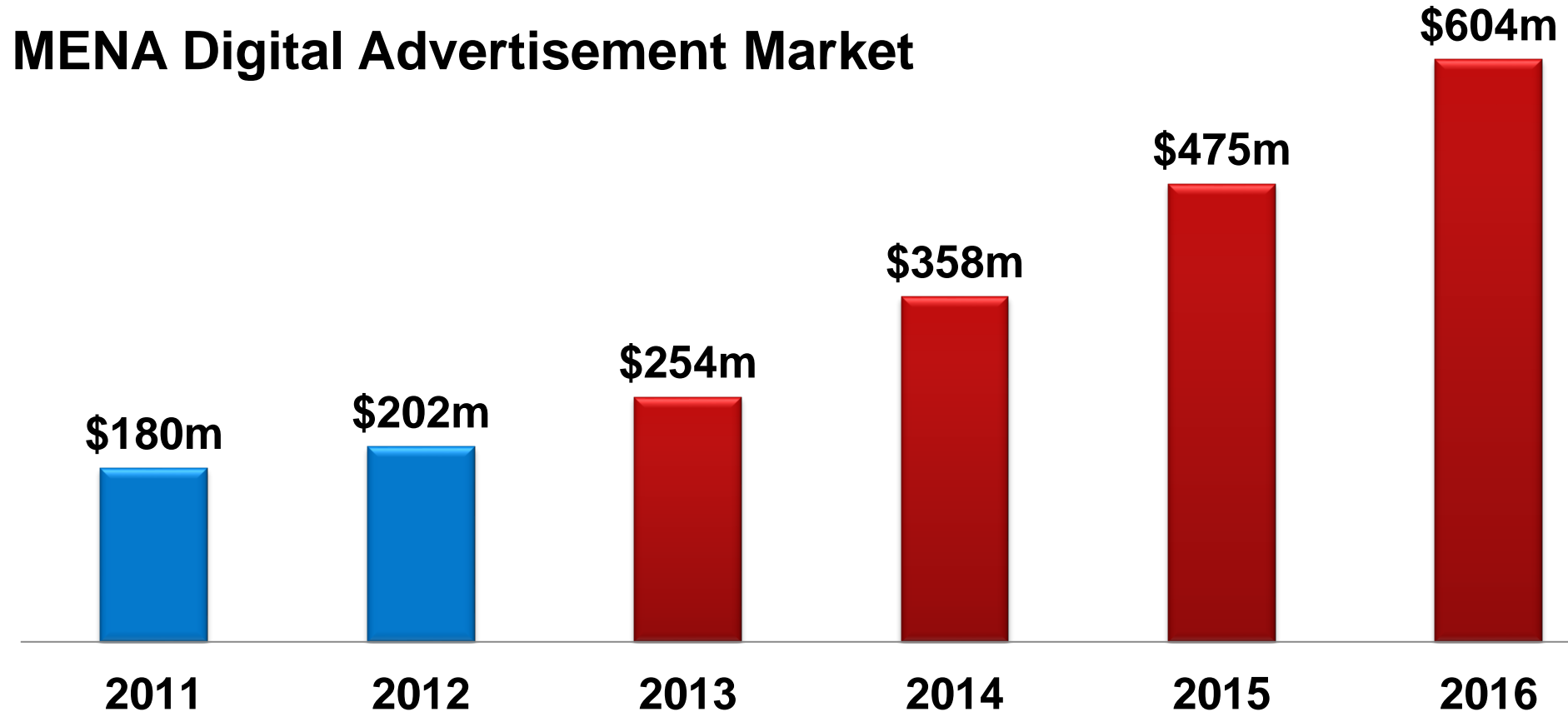
رياض قيكس
Riyadh Geeks

arabnet

TEDxDhahran
x = independently organized TED event



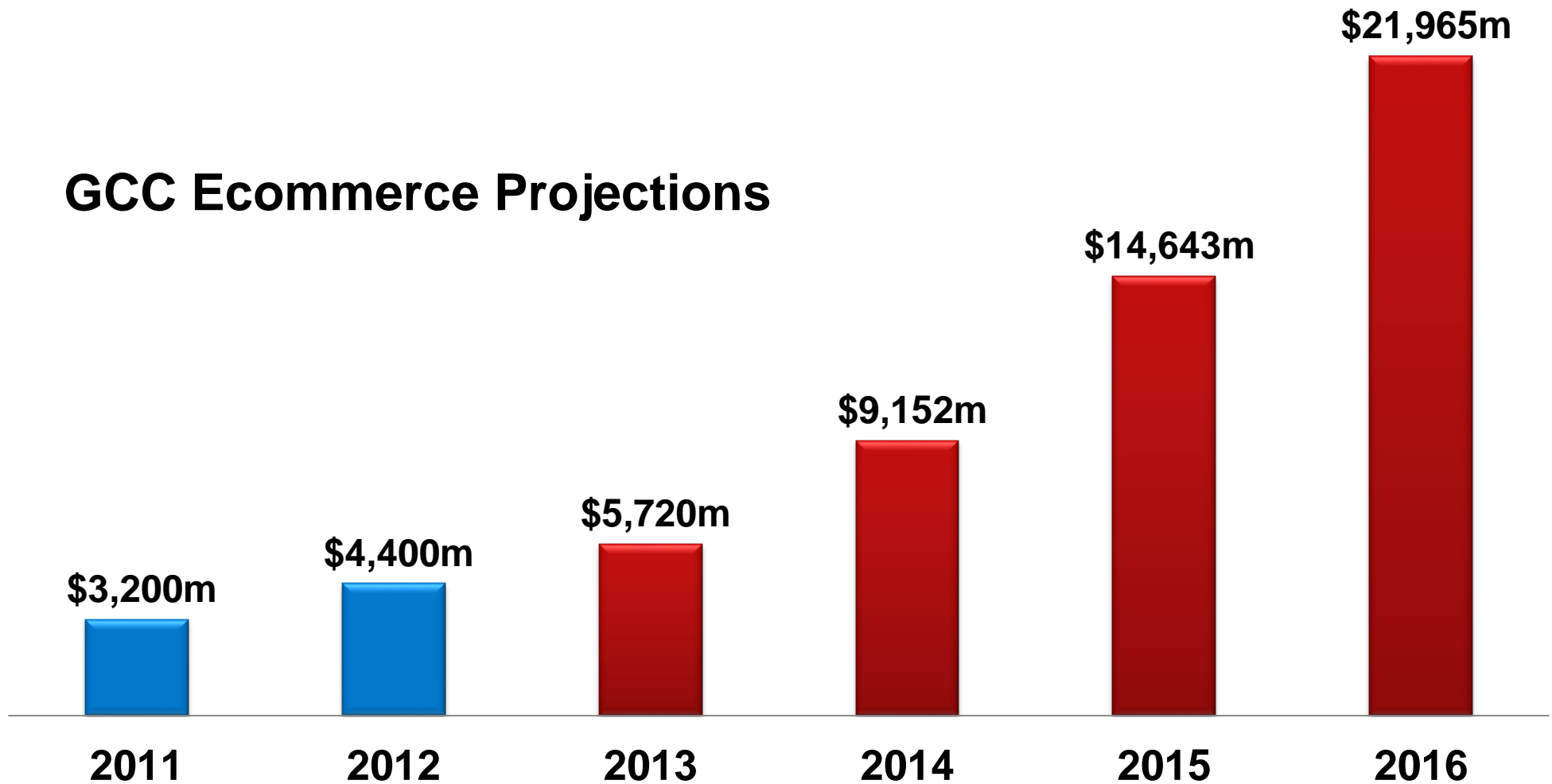
MENA Digital Advertisement Accelerating



- Globally, Digital Advertising represents 22% of total advertising budget, while people spend over 26% of their time online. Both numbers are increasing.
- MENA Digital Advertising makes only 5% of the \$4b+ total advertising budget of the region, and is poised to grow.

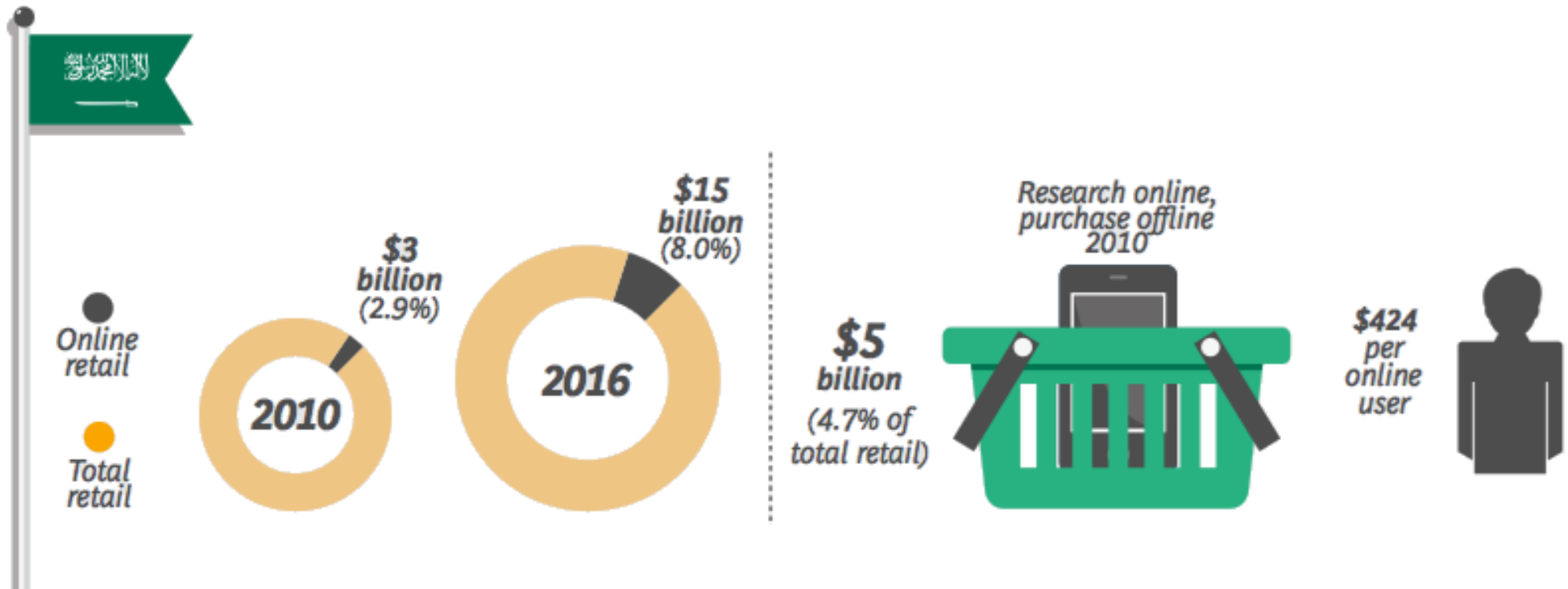
MENA Ecommerce taking off

GCC Ecommerce Projections



- Ecommerce is expanding quickly in the region.
- This vertical is also marked with global investments in the region.

Ecommerce in Saudi - BCG G20 report 2012



- Ecommerce in Saudi Arabia alone is projected to reach \$15b by 2016.
- ROPO – Research Online Purchase Offline, is a global trend that is also spreading fast in the region, giving advantage to companies with online and offline presence.

Recent Internet Investments in Arabia



\$160 M

Acquisition

By

YAHOO!

SOUQ

\$115+ M

Investment
from



NASPERS



\$10+ M

Acquisition

By

peak
GAMES

MARKAVIP

\$15+ M

Investment
from



hummingbird
ventures

NAMSHI

\$25+ M

Investment
from

J.P.Morgan

ROCKETINTERNET

+ 100s of
Smaller
Investments

...

Market Summary

- *Internet penetration* is above 50% in most GCC countries.
- *Mobile penetration* is over 150% in some GCC countries.
- *Ecommerce* is poised to grow to a **\$21** billion industry in 2016, with \$15b contributions from Saudi Arabia alone.
- **\$150+ Million** were *invested* in 3 ecommerce companies recently.
- *Digital advertising* is expected to *triple* in 4 years.
- High growth wave is expected to hit soon.

N2V's Current Position



Grab the opportunity & SCALE

Section 4

Use of funds

Investment requirement and usage of funds

Funds Distribution:

• Ecommerce Group	\$2M
• Advertisement Platform	\$1.6M
• Payment Platforms	\$1.0M
• StartAppz	\$0.4M

\$5M
Funds
required

Accelerating Growth:

- Headhunting and hiring best talent in industry
- Capitalize on strength and experience in KSA before competition steps in
- Provide supply to the huge demand before international players step in
- Investment needs 2014-2015 could be increased to up to \$20 million to provide faster growth for the company.
- Half of the funds will be used as working capital, and the other half will finance OPEX

N2V Strategy and Business Model

N2V business model focuses on its top 4 lines of business that synergize with each other with huge potential for further growth:

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Ecommerce Group

EcommerceSea

Est. 2012, Riyadh | 24 employees | \$1.7M Revenue 2013

- Launched operations Q2 2012 with Vanillaeshop
- Sales up to \$200k monthly with minimal marketing and inventory with focus on Riyadh
- Targeting Saudi women with fashion & accessories
- Great knowledge of Saudi tastes, handpicked items by Saudis for Saudis (trends & preferences)
- Identified Saudi customer preferences in delivery, support and payment methods
- Experts in marketing & reaching customers through forums and social networks
- High-quality local Customer Support
- Ready to scale operations
- Regional competitors (Souq, Namshi)



Ecommerce Group

Differentiating factors

- Focus N2V strategy to building the prime ecommerce platform in Arabia targeting women as main customers (starting with Saudi and GCC)
- Capitalize on our reach in HawaaWorld, the largest Women portal in Arabia with over 7 million unique users monthly and 100+ million page views, and Mjalati, our online content company to convert visitors to ecommerce customers
- Capitalize on our StartAppz team, N2V's engineering powerhouse, to scale and optimize ecommerce offerings and operations
- Capitalize on OneCard (our payment market leader) payment gateway experience to solve the issues of payment
- Capitalize on NetAdvantage (our online ads market leader) network to advertise at reduced cost

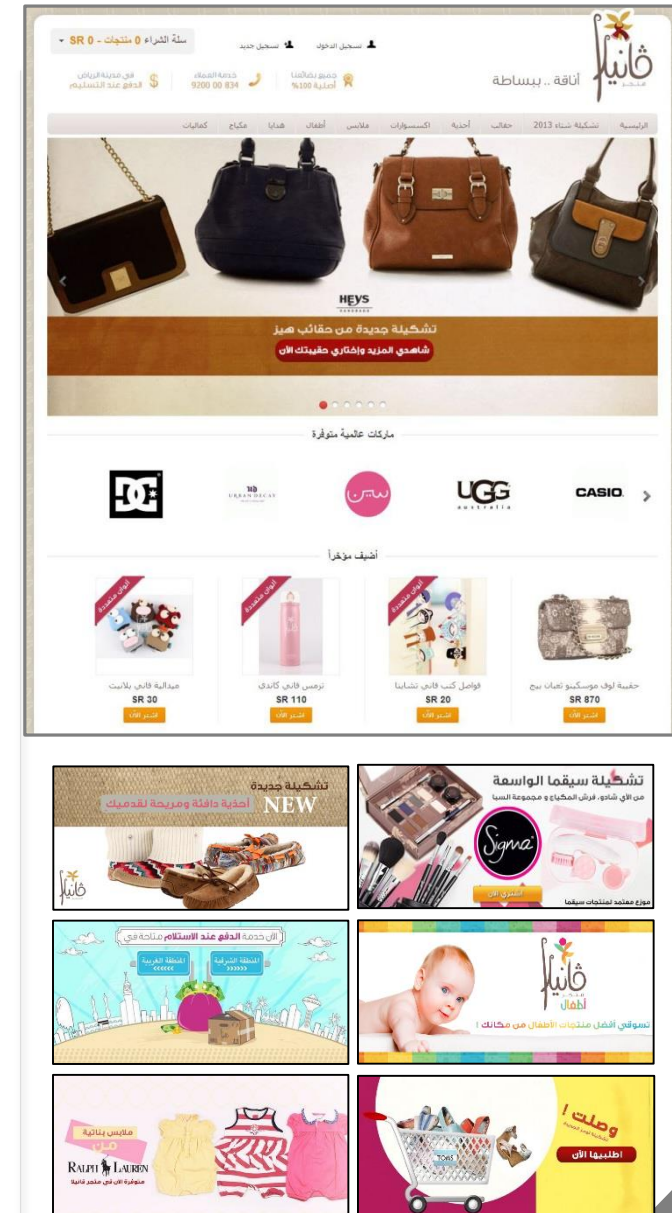


N2V.com



Ecommerce Strategy - Customer offering

- Grow Vanillaeshop brand as a boutique targeting women ages 15-30
- Introduce additional eShops and sub brands for “Mother & Baby”, “Perfume and Makeup”, and others as needed
- Launch branded shops in Arabic for international brands while selling their products in our boutique eShops, e.g. Asos.sa and Hays.sa
- Formalize agreements with local family businesses holding leading international fashion franchises in order to market their products online with us
- Establish new white label brands to serve our customer needs and provide us with higher margins
- Capitalize on our experience to source products globally, especially from the USA and China



Ecommerce Group

Ecommerce Strategy - Unique Reach

HW Acquired 2008, Riyadh | 12 employees | \$1.1m rev 2013

- **HawaaWorld** is the largest female network in Arabia. One of the Top 10 sites visited in Saudi; 100M page views / month, 7M unique visitors / month, 1M+ registered members
- Conservative and loyal community, strong brand
- Working on converting HW forum into Web 2.0 by introducing following, timelines, group chatting, and blogging capabilities to the forum
- **Mjalati** is one of the largest female content publishers in Arabia. Over 10 active sites, 6M+ followers on social media. 20m page views / month, 2M unique visitors per month, mostly from Search
- Experts in Search Engine Optimization and User Experience; track record of directing significant traffic to websites
- Successfully held HawaaWorld exhibition in Riyadh in November 2012, and published the 6th edition 6th edition of HawaaWorld cooking magazine



شبكة مواقع عالم حواء
www.hawaaworld.com



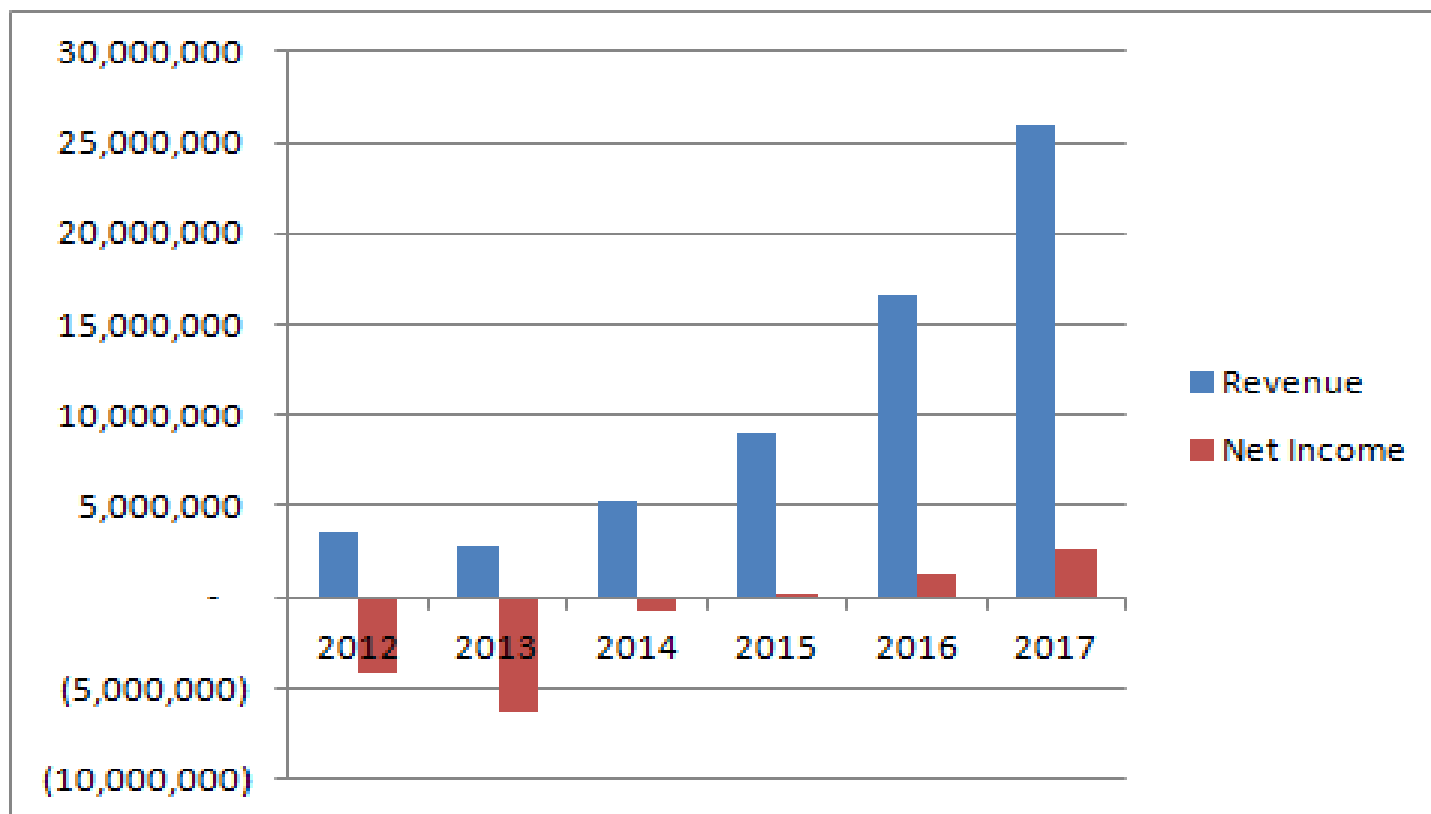
- **Inventory:** Fund use 50% for working capital (mostly inventory); other 50% to cover OPEX in 2014–2015 till breakeven
- **Intensive Marketing:** Marketing team prepared plans to market in our network and externally, online and offline, and growing social network marketing and SEO
- **Logistics:**
 - Scale delivery with local partners, to provide top quality cash on delivery to all regions in Saudi
 - Move to a new larger warehouse in Riyadh
- **Business Development:** Bring top international brands to the region. Create and design our own brand (white labeling). Launch additional eShops.



N2V.com



Ecommerce Group projections



Estimates & Assumptions	2012	2013e	2014	2015	2016	2017
N2V Ecommerce rev (millions)	\$1.1	\$1.7	\$3.9	\$7.3	\$13.8	\$22.1

Advertising Platform today

Net Advantage

Est. 2003, Dubai | 40 employees | \$10.4m revenue 2013

- **Net Advantage** is the first specialized Internet Media House in the Arab world, operating directly in 5 countries in the region and 4 through representatives.
- Serves ads on **2+ billion page views** per month
- **Exclusive** representation of **major sites** such as:
 - **HawaaWorld.com** (biggest women portal in Arabia)
 - **Tadawul.com.sa**, and many others
 - + 10s of other local and international sites
- Revenue share with publishers, NetAd gets 40%
- NetAd has 11% - 23% market share in MENA*
- Regional competitors (ConnectAd, iKoo)



2 billion

Net Ad, our advertising platform reaches 34 million unique users and 2 billion pageviews

Advertising Platform

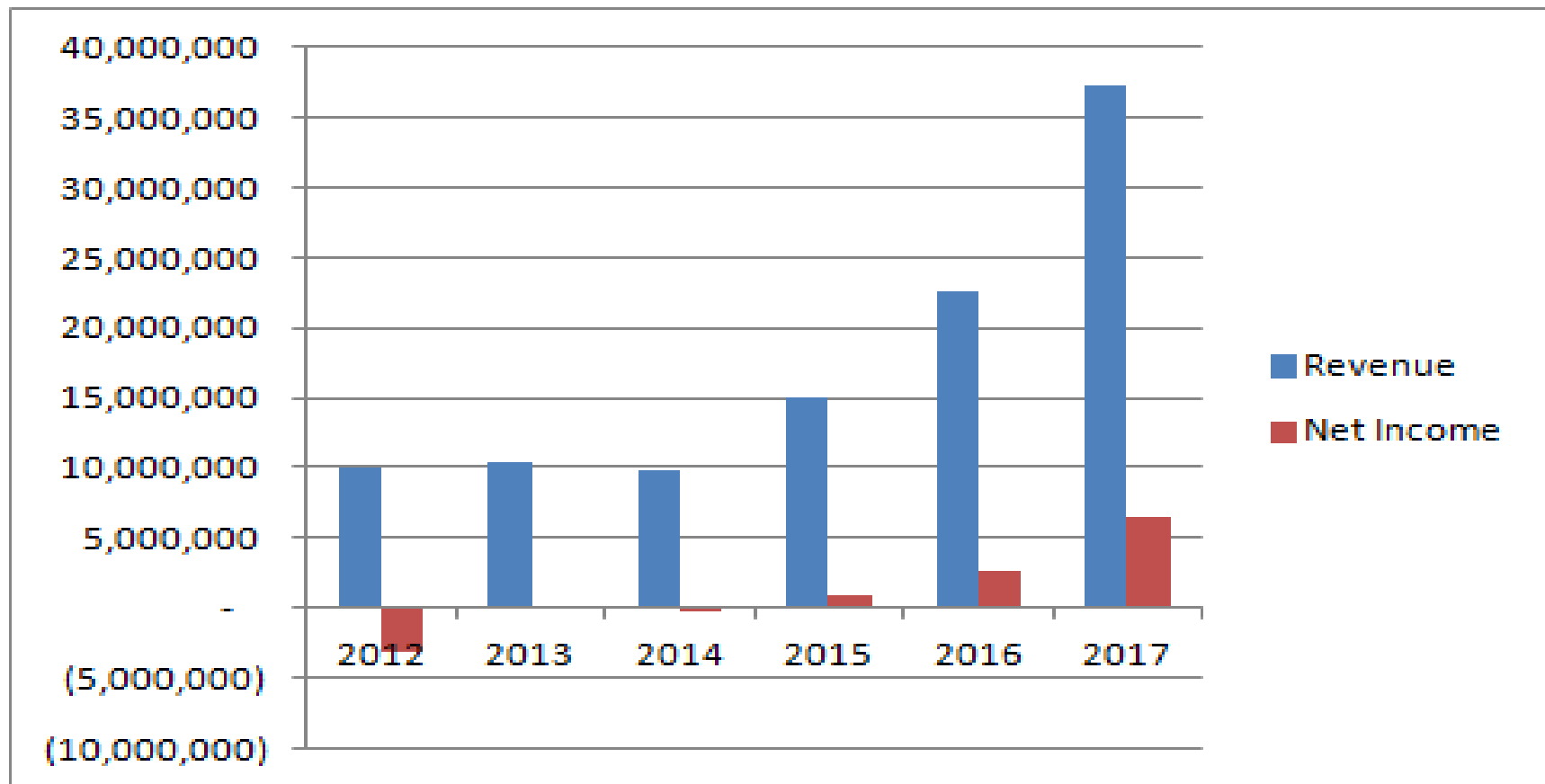
Funds
Required

\$1.6 M

- Funds will be used for working capital, bridging A/R.
- To scale, we are:
 - Growing Sales team regionally, especially Saudi
 - Grow publisher network in new focus verticals
 - Creating product management team to increase quality and focus
 - Sales team to Direct clients in addition to Agencies
 - Invest in more technology for user retargeting and Ad serving.



Advertisement Platform - Projections



Estimates & Assumptions	2012	2013e	2014	2015	2016	2017
Online revenue (millions)	\$10.0	\$10.4	\$9.8	\$15.1	\$22.5	\$37.2

Payment Platform today

OneCard

Est. 2004, Riyadh, Cairo | 82 employees | \$19.3m rev. 2013

- OneCard is the first and largest online payment and micropayment service in the region, operating directly in 4 countries and in 15+ countries through representatives.
- 600k+ accounts, 4k products, and 10k daily transactions.
- Majority of uses is for micropayment for online games, 22% market share in MENA game payments.
- A “work around” on traditional eWallets; working as an ecommerce site for prepaid cards
- Customers shop with prepaid cards, credit cards, bank transfers, payment through partners and money transfers.
- Low margins to compete with credit cards
- Winner of Digital excellence Award by Saudi minister of ICT twice in 2006 and 2010
- Regional competitors (CashU)



Payment Platform today

GamesXP

Est. 2012, Amman | 4 employees | \$.03 revenue 2013

- OneCard owns 80% of GamesXP for an investment of \$650k
- **Games XP** is a Game Publishing company focused on MENA region.
- Bringing top International games to the Middle East market on a variety of platforms from Facebook to Web to Mobile
- Capitalize on OneCard experience in monetizing games, marketing and customer support (like we did with Travian)
- Experienced CEO who is ex head of games in Yahoo Arabia
- Localize culturally fit games to Arabic language and manage marketing campaigns, the playing platform, customer support and the community
- Games are monetized by micropayments and in game advertisements through OneCard and NetAdvantage



Payment Platform

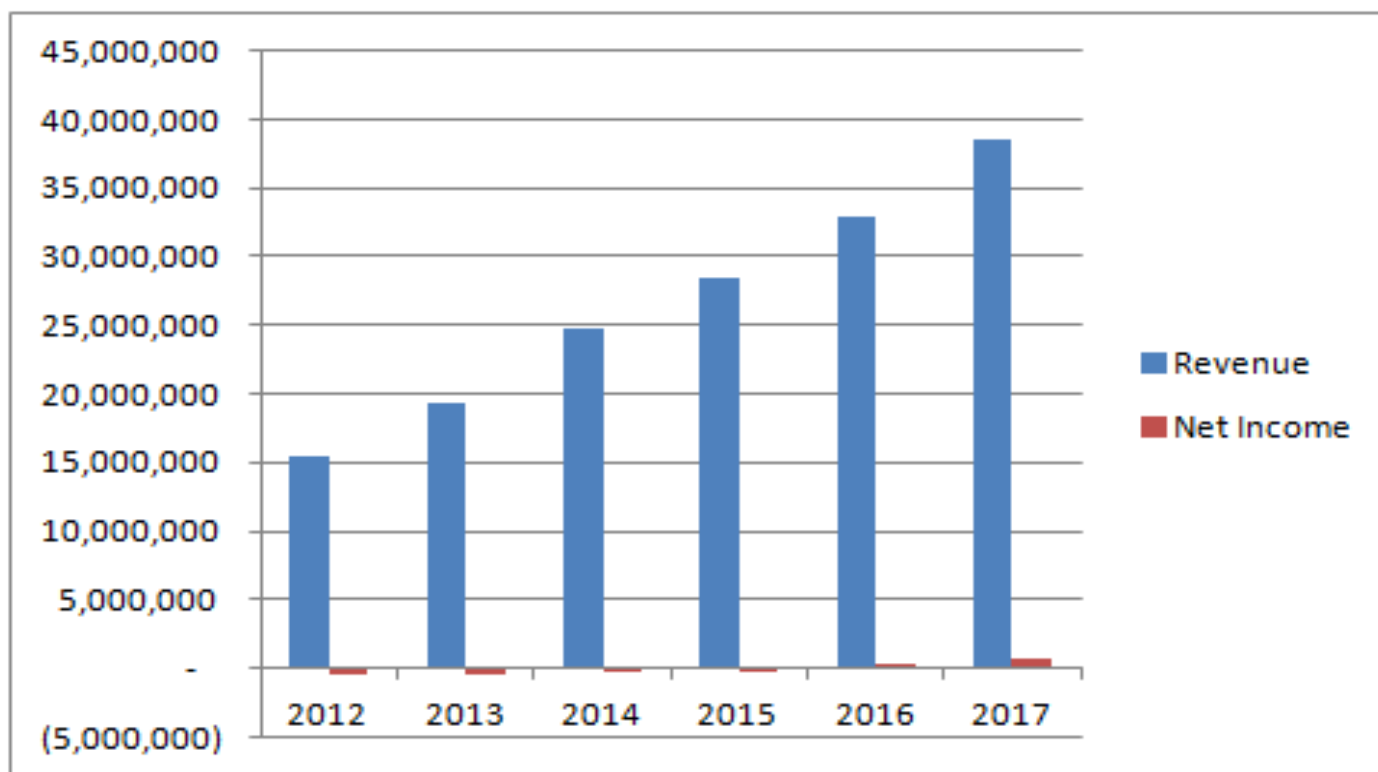
Funds
Required

\$1.0M

- Funds will be used to cover OPEX (50%) and to bridge A/R - A/P working capital gap (50%).
- To scale, we are:
 - Growing BD team with more senior staff (new merchants, new lines of business)
 - Expanding geographically
 - Marketing online and growing social marketing
 - Capitalizing on ecommerce growth by growing our payment gateway, CASH'nPAY
 - Working on getting eWallet license directly or by partnering with banks
 - Capitalizing on branded Debit Card opportunity in Saudi (Virtual Banking)
 - Additional revenue streams (not projected in financials) under development are CASH'nPAY, eWallet, and Virtual Banking



Payment Platform projections



Estimates & Assumptions	2012	2013e	2014	2015	2016	2017
Onecard revenue (millions)	\$15.4	\$19.3	\$24.7	\$28.4	\$32.9	\$38.6

Startappz

Est. 2013, Dubai, Amman | 55 employees | \$0.5m revenue 2013

- Startappz is known as a regional leader in its three areas of expertise, launching great apps, publishing e-magazines, and running effective digital advertising campaigns. Clients include Mobily, Ministry of Health, STC, Virgin, ...etc
- Developing Mobile, Social, and Web Apps : Startappz team designs and develops Mobile, Social, and Web Applications for different technologies and different platforms, ranging from iOS and Android applications for mobile, to Facebook apps and websites.
- Publishing Interactive iPad Magazines : Startappz dedicated team of e-publishing creates iPad magazines with interactive designs and great content.
- Launching Result Oriented Digital Ad Campaigns : our creative team and marketing team produce well measured digital advertising campaigns for a number of notable clients in different industries ranging from telecommunication companies to smart governments.



Startappz

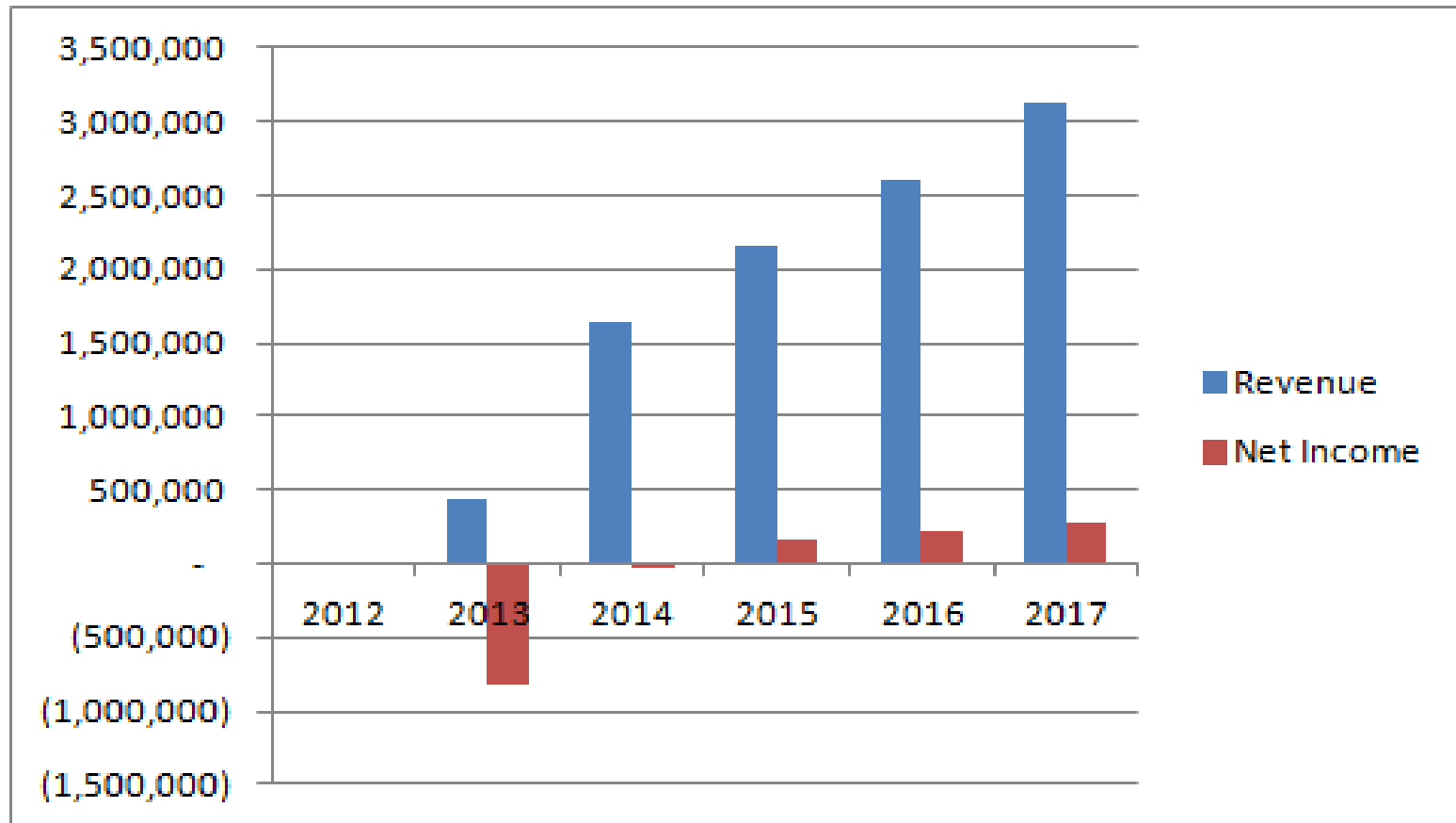
Funds
Required

\$0.4M

- Funds will be used to cover OPEX (50%) and to bridge A/R - A/P working capital gap (50%).
- Capture government projects in UAE and KSA. Startappz is recognized as leading vendor and partner to build seasoned platforms that will help in making government smarter. UAE will allocate 3-4 billion USD to convert to smart government in 2014-2015 - Gaining even a small percentage of this market will be an achievable target given the competitive talent and reputation Startappz built over the very first year of existence.
- Startappz pipeline in 2014 include 3 contracts covering scope of digital communication and marketing consultancy and execution with a total value of \$3 M. More business opportunities with Saudi MoH are expected towards the end of 2014.
- Startappz managed to develop mature products for telcos during 2013, and currently preparing 5 key products to be sold to 30+ telecom operators in MEA. The products are: multiscreen VoD, self-service app, Traveller app, loyalty program app, segment-specific customer care app.
- Given these opportunities, StartAppz will use the funds increase the Sales team and bridge collection delays.



Startappz projections

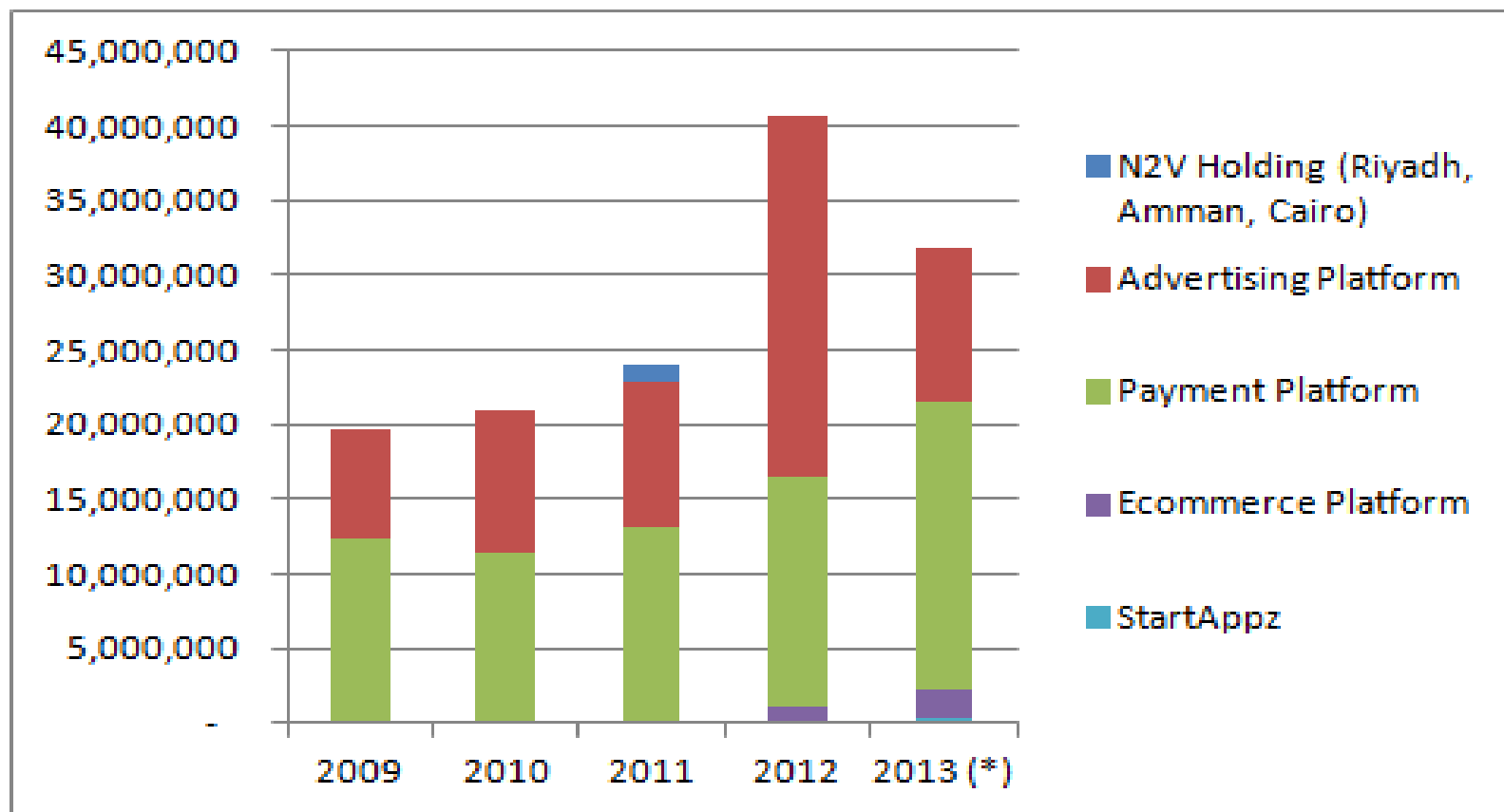


Estimates & Assumptions	2013e	2014	2015	2016	2017
Startappz revenue (millions)	\$0.5	\$1.6	\$2.2	\$2.6	\$3.1

Section 5

Financials

Consolidated Revenue - 2009-2013

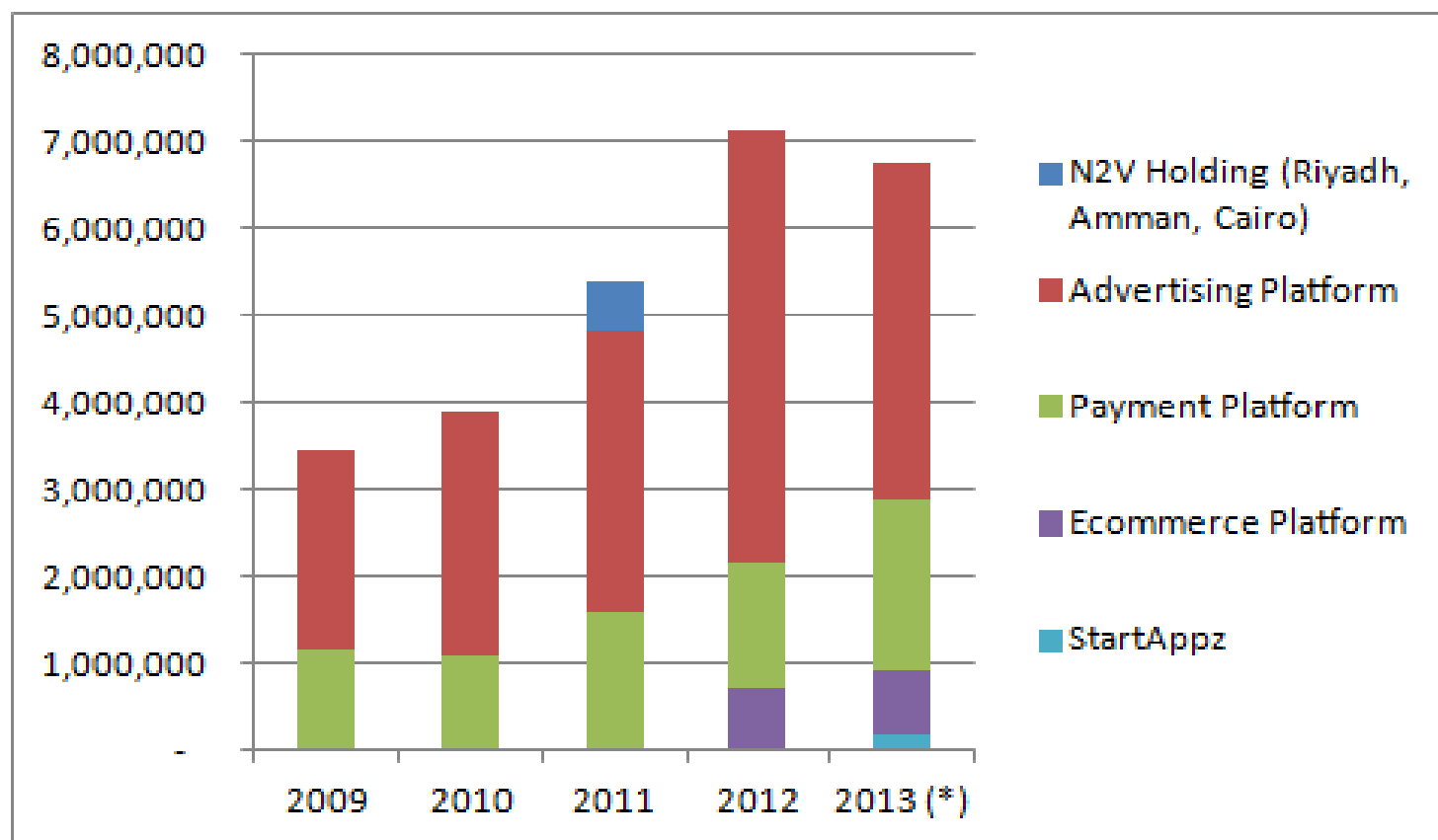


Year	2009	2010	2011	2012	2013
Total Revenue (millions)	\$19.6	\$21.0	\$23.5	\$40.7	\$32.0

* 2013 unaudited financials

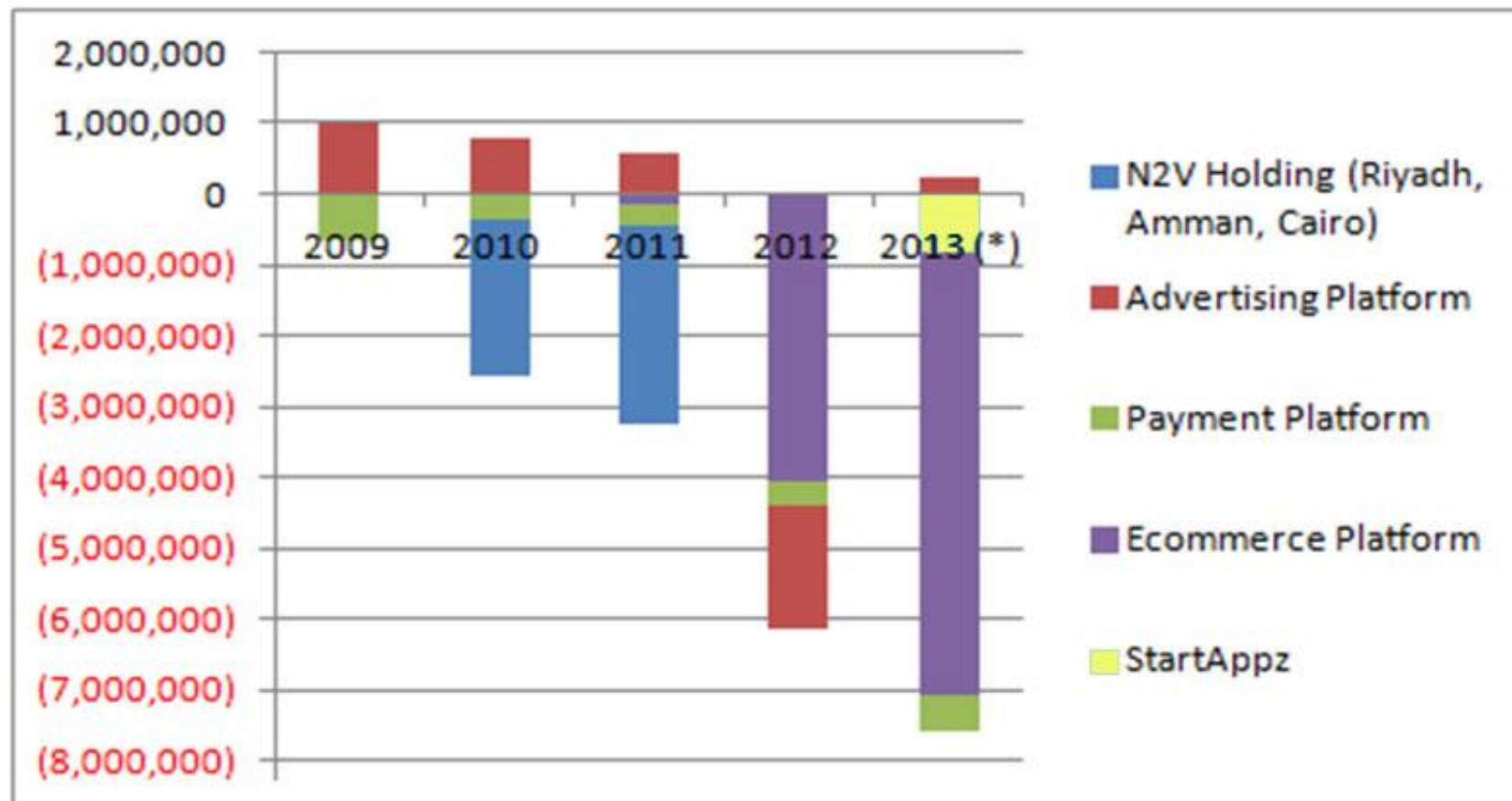
** Drop in 2013 is attributed to the delay in capital injection by external investors. In Addition, 2012 revenues include \$12m revenue from a one time offline advertising deal related to a single sporting event

Consolidated Gross Profit - 2009-2013



Year	2009	2010	2011	2012	2013
Total Gross Profit (millions)	\$3.4	\$3.8	\$5.8	\$7.1	\$6.8

Consolidated Net Income - 2009-2013

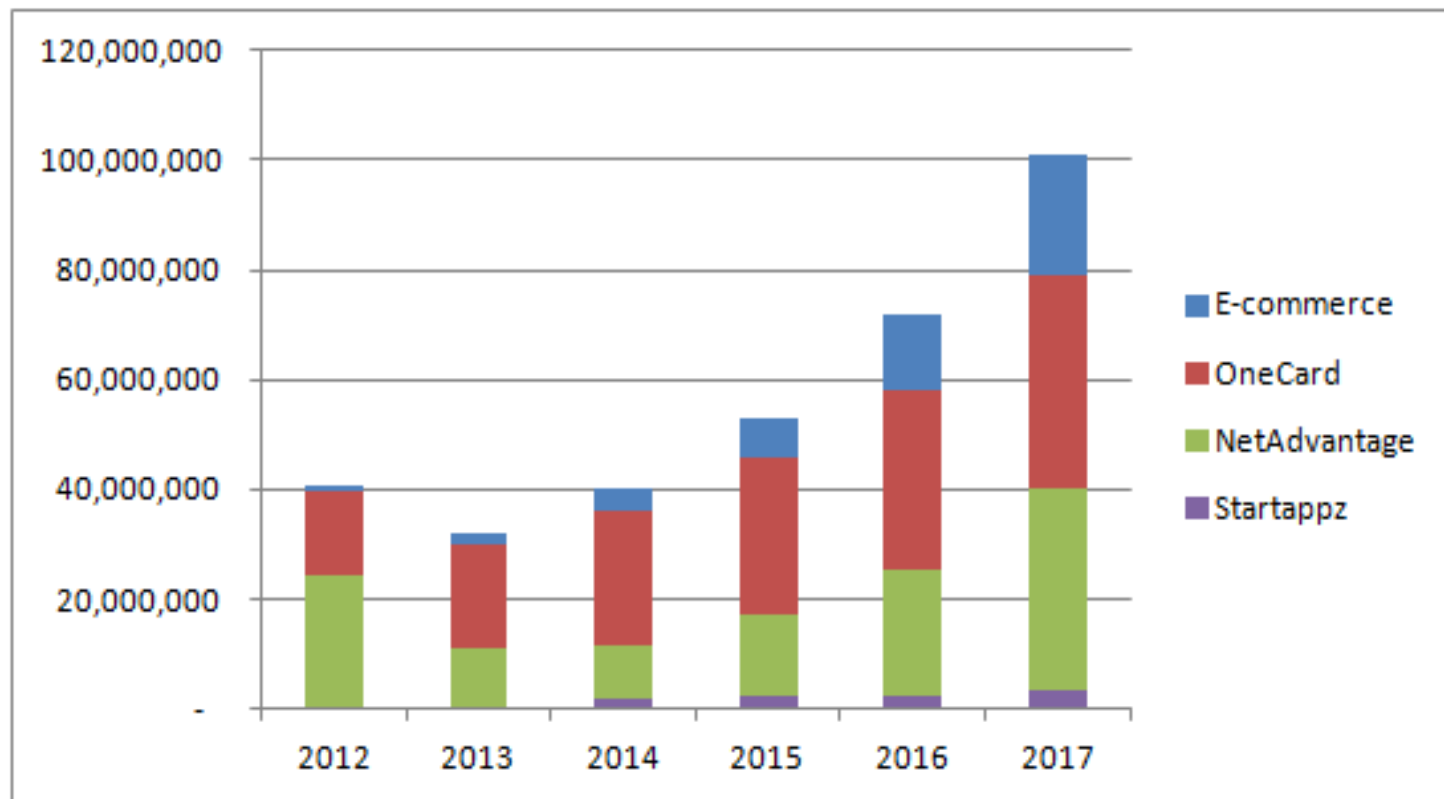


Year	2009	2010	2011	2012	2013
Total Net Income (millions)	\$0.3	\$(1.8)	\$(2.2)	\$(6.1)	\$(7.4)

* 2013 unaudited financials

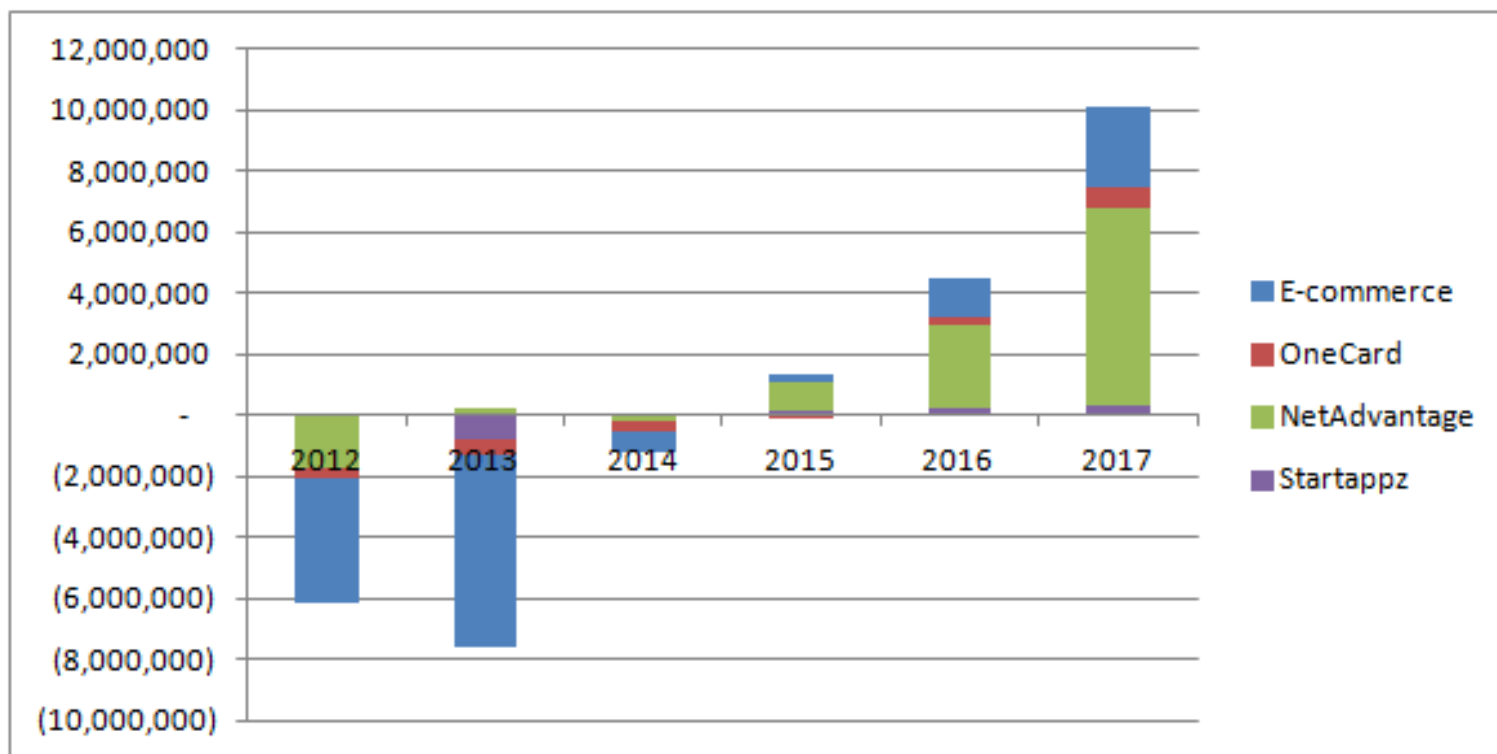
** Losses in 2013 is attributed to the delay in capital injection by external investors after signing a term sheet and growing ecommerce opex in anticipation of injection.

Projected Consolidated Revenue



Year	2012	2013e	2014e	2015e	2016e	2017e
Total Revenue (millions)	\$40.7	\$32.0	\$40.1	\$52.9	\$71.8	\$101.1

Projected Consolidated Net Income



Year	2012	2013e	2014e	2015e	2016e	2017e
Total Net Income (millions)	\$(6.1)	\$(7.4)	\$(1.2)	\$1.3	\$4.5	\$10.1

Appendix I

Historical look at N2V

Inspiration - AlBallaa Group track record

National Technology Group (NTG)

- Est. 1985 and grew to over 20 subsidiaries
- USD 700 Million annual revenues
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Mubasher Group

- Est. 1999 as a website
- 300k+ subscribers, 30+ Backoffice Tech implementations
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National Prawn Group

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4 Phase Strategy of N2V

Pre N2V

1999 - 2009
Infrastructure

Phase 1

2009 - 2010
Proof: bought HawaaWorld, tripled traffic in 20 months

Phase 2

2011 - 2012
Knowledge: 4 investment initiatives, 4 geographies

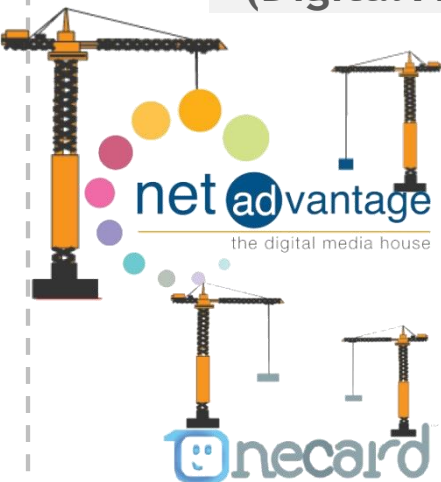
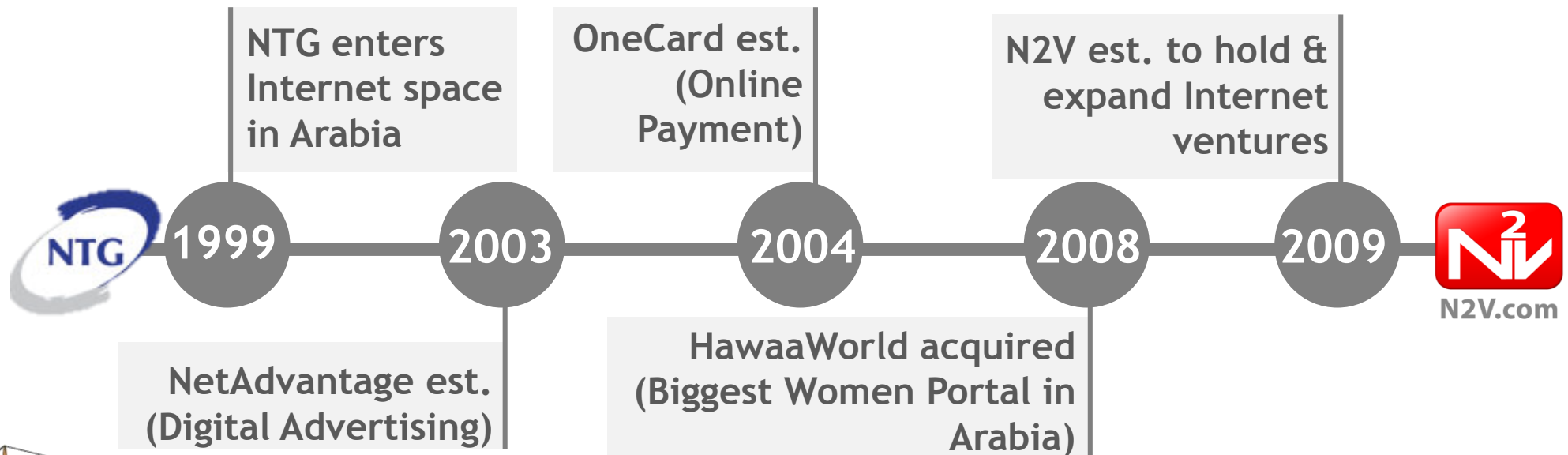
Phase 3

2013 - 2015
Scale: focus on biggest opportunities to scale

Phase 4

2016
Pre-Exit

Pre-N2V - Infrastructure, 1999-2009



In this phase, our sister company NTG, through N2V's current CEO, built several infrastructure companies for the industry. NetAdvantage and OneCard were the successful ones that were consolidated under N2V.

Those companies provided us with a huge experience on market dynamics, relevant players and user behavior. At the same time, they positioned us in a unique place with regard to entrepreneurs and industry stakeholders, and allowed us to master the monetization of online

businesses through ads and micro payments. At the end of this phase, we decided that in addition to infrastructure companies, we needed to step in and invest in consumer web and mobile apps directly. We therefore started with the acquisition of HawaaWorld.com and created N2V as the next big thing in Digital Arabia.

Phase 1 - Proof, 2009-2010

This phase was the first step towards creating the large Internet company we had in mind. The first step was proving that we could grow and sustain a large web property. This web company was HawaaWorld.com that we had acquired at the end of 2008.

HawaaWorld.com had about 40 million page views and 1.5 million unique users when we acquired it, but it was a one man show and we faced challenges in sustaining and optimizing the hosting, user experience (UX), and the way the community was managed by volunteers. Despite all this, we were able to build a great team to manage HawaaWorld and triple its traffic and triple revenues during this period.

We also started attracting talent to N2V and participated in events and digital community activities which branded N2V as a cool and involved company in geek and entrepreneur communities.



Phase 2 - Knowledge, 2011-2012

- **4 Geographies**

- Saudi Arabia, Jordan, Egypt and the UAE. Each was unique with regard to talent availability, number of Internet users, purchasing power, and user maturity.
- Combined, these factors were to provide us with the experience needed to penetrate the rest of the Arab world.

- **4 Investment programs**

- Minority investments, Accelerator, Joint Ventures, and Entrepreneur-in-Residence
- We made selective investments in these countries in our targeted verticals, picking the best from over 300 start-ups and entrepreneurs.

- **Knowledge gathering**

- Lots of experiments. Lots of programs to exchange findings
- SWAT team was created specifically to aggregate, dissipate, and record the lessons-learned and best practices.
- N2V Startpedia has 10s of best practices documented.



Now... Phase 3 - Focus & Scale, 2013-2015

N2V business model focuses on its top 4 lines of business that synergize with each other with huge potential for further growth:

- **Ecommerce**
- **Digital Advertising**
- **Online Payments**
- **Apps Development**



Phase 3 - Focus & Scale, 2013-2015

- Focus on our successfully tested ecommerce business and understanding of Saudi customers utilizing our strengths and growing our payment, advertisement, technology, infrastructure in Saudi Arabia and our reach in HawaaWorld.
- Scale and grow operations, capitalize on selective acqui-hires, partnerships, N2V Brand and our experience and proven ability to execute
- Ideally timed with the growth of huge market opportunity in ecommerce and interest in investment in Arabia's Internet industry.



Phase 4 - Pre-exit, 2016 ...



- Expand into other growing Internet verticals.
 - Prepare for a potential IPO exit in the region (ideally Saudi).
- IPO is not the only exit strategy, and strategic sale at either the holding or business unit level will be considered.