

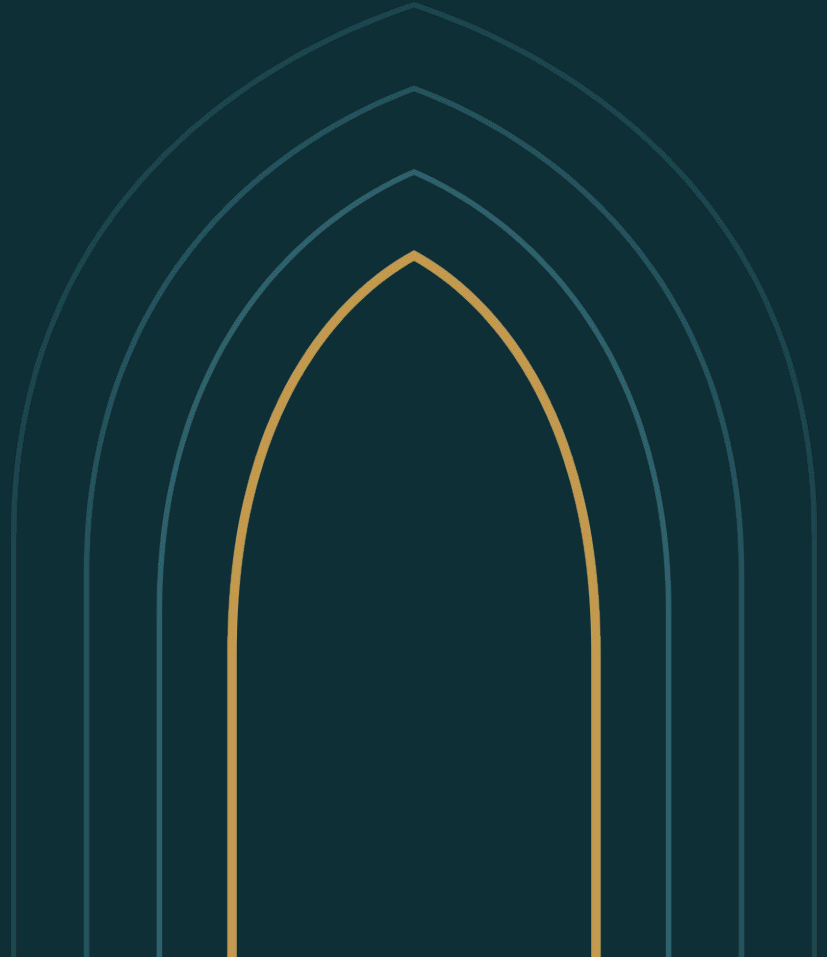


PRIVATE CAPITAL FOR SME GROWTH

**Partnering with owners and
management to build more
valuable businesses.**

Private Equity · Sell-Side M&A · Operating Asset Management

CONFIDENTIAL · COMPANY PROFILE



Your business. Our shared plan.

We partner with founders, management and majority shareholders to overcome barriers to growth.



STEP 1

Co-build

A strategy, business plan and financial model



STEP 2

Raise

Capital suited to the plan and the company's cash flow



STEP 3

Execute

With management, clear roles and board oversight



STEP 4

Create value

Higher profit, cash flow and investor returns



A common objective: a stronger company and a return for its owners and investors.

Three ways we partner with owners

Private equity is our core model. We also execute company sales and operating asset partnerships.



CORE MODEL

Private Equity

Raise capital into a company-specific vehicle, agree ownership and execute the growth plan with management.

Grow the company and realize returns.



Sell-Side M&A

Prepare the business for sale, approach qualified buyers and manage the process through closing.

Shareholder liquidity on agreed terms.



Operating Asset Management

Align the owner, operator and capital providers around a commercially viable business plan.

Improve asset cash flow and equity value.

A plan we own together

We agree the strategy, the numbers and how decisions will be made before seeking capital.

01

Shared strategy

With owners and management: identify the barriers, choose growth priorities and agree the business plan.



02

Financeable plan

Build the integrated model, downside case, capital budget and return case. Agree milestones and funding stages.



03

Accountable execution

Set board representation, decision rights, management responsibilities, reporting and escalation rules.

THE DELIVERABLE



An agreed investment case



A capital plan



A board-monitored execution plan

Agreed before capital is raised.

Execution with management

We turn the agreed plan into operating decisions, responsibilities and measurable progress.



- 1 Agree priorities**
Named owners, budgets and a 100-day plan
- 2 Deliver initiatives**
Growth, margin, working capital and leadership improvements
- 3 Review performance**
Monthly reporting against financial and operating KPIs
- 4 Correct the course**
Board decisions on actions, resources and capital releases

WHAT WE MEASURE

Revenue growth

Margin

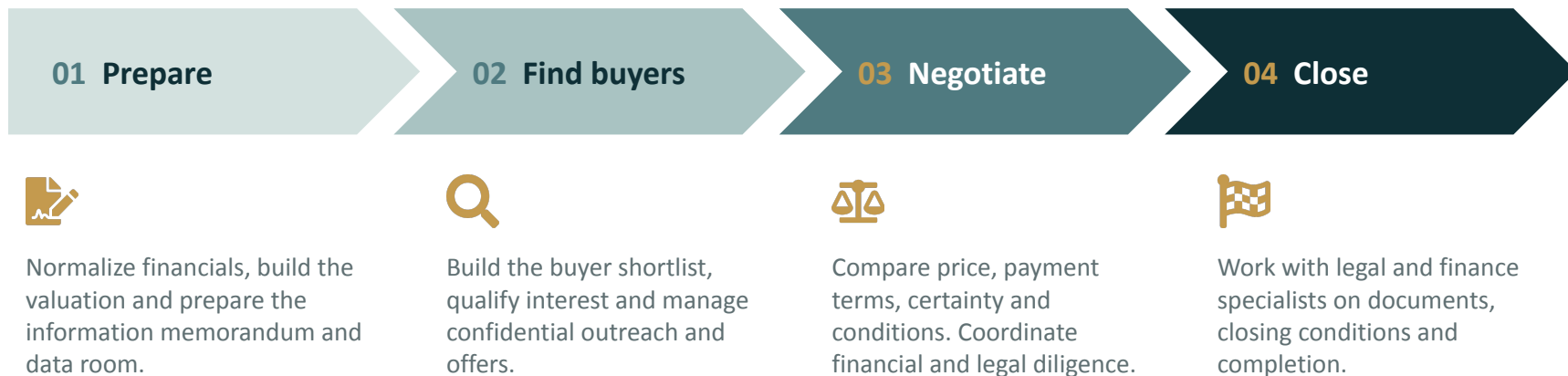
Cash conversion

Debt service

Equity value

From preparation through closing

A coordinated sale process for shareholders seeking a full or partial exit.



OUTCOME SOUGHT

Shareholder liquidity with a defensible price and executable terms.

One plan for owner, operator and capital

A partnership that aligns everyone around a commercially viable business plan.



Owner

Contributes the asset and agrees the commercial and ownership terms.



Operator

Runs daily operations against agreed service and financial targets.

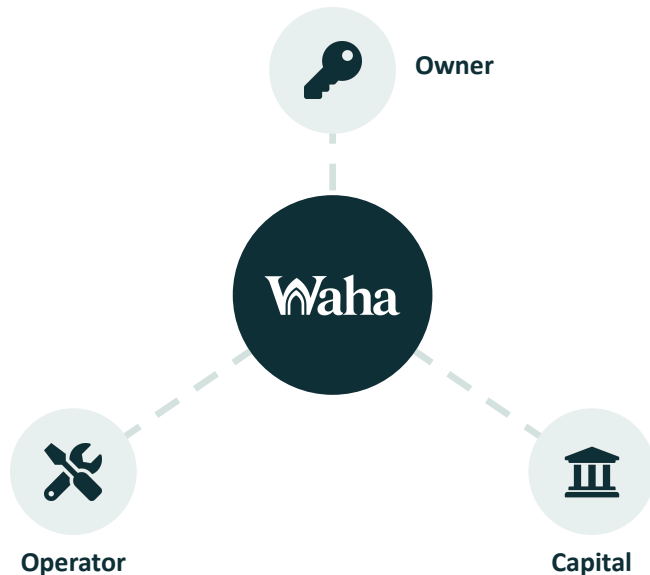


Capital providers

Fund the approved investment plan with suitable debt and equity.

Waha's role: co-build the plan, select partners and oversee performance.

Outcome sought: higher utilization, sustainable distributable cash and equity value.



Does this sound familiar?

We select actions that can improve cash flow and support the investment return case.

THE CHALLENGE	WHAT WE DO TOGETHER	INTENDED BENEFIT
Growth has stalled	→ Reset pricing, channels and expansion priorities	→ ✓ Profitable revenue growth
Profit is not turning into cash	→ Improve stock, receivables and cash discipline	→ ✓ Cash available for growth
Capital is difficult to secure	→ Clean financials, size debt and build the funding case	→ ✓ Better access to suitable capital
Execution depends on the founder	→ Strengthen leaders, decision rights and reporting	→ ✓ A business that can scale
The business is hard to sell	→ Resolve diligence gaps and prepare the buyer case	→ ✓ Greater exit readiness

Returns depend on execution, valuation, financing and market conditions.

The right company. The right partnership.

Fit depends on the business and on the people who will execute the plan.



The business

- ✓ Real customers and verifiable revenue
- ✓ A clear market position or valuable operating asset
- ✓ Specific growth barriers we can help remove
- ✓ A credible route to profit and sustainable cash flow



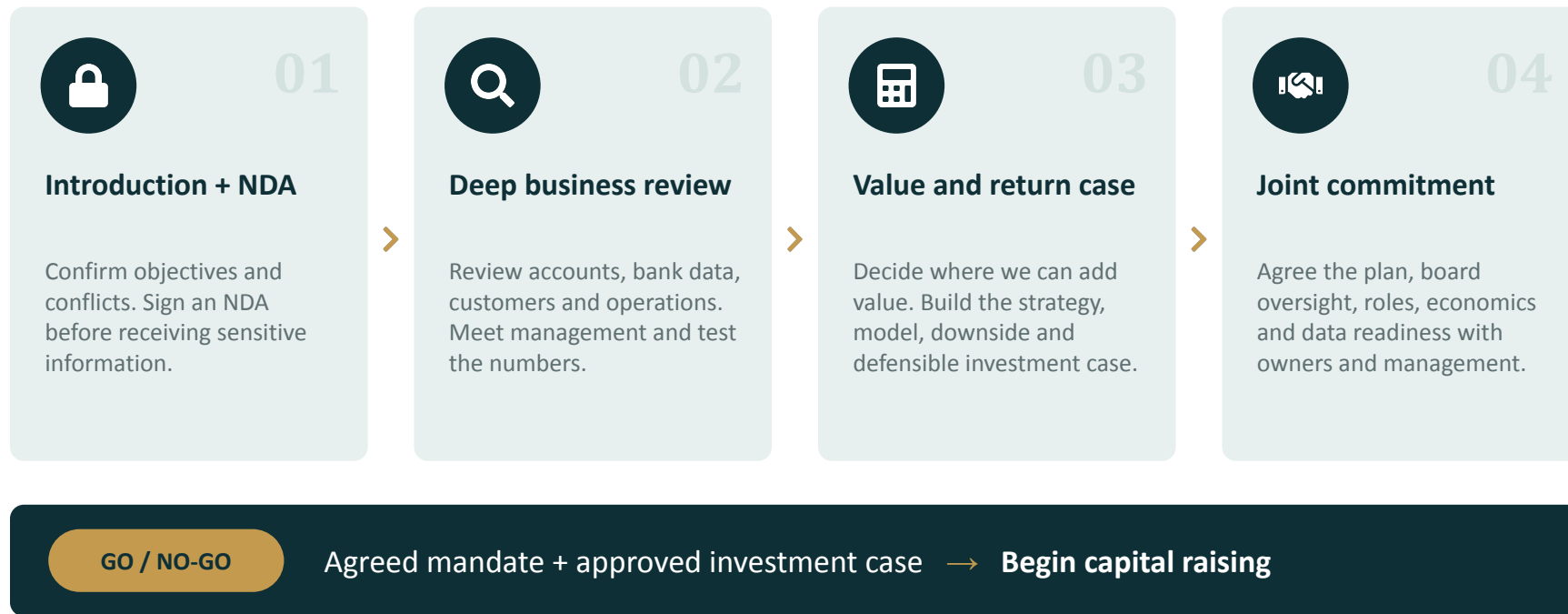
The people

- ✓ Founders and majority shareholders share the ambition
- ✓ Management is capable, engaged and open to challenge
- ✓ Willingness to share data and agree decision rights
- ✓ Alignment on the plan, ownership and investor returns

 **Egypt-focused SMEs.** Selected regional opportunities where we can add value and commit capacity.

How we select a partnership

We begin raising only after the evidence, value creation case and management alignment support it.



The right capital for your plan

We match the capital source to cash flow, scale and the agreed growth plan in Egypt.



Illustrative funding universe. This does not imply Waha relationships, commitments or financing eligibility.

How we get paid

All fees, equity and carried interest are agreed in writing before the relevant work begins.



Private Equity

OUR COMPENSATION

Vehicle management fee + carried interest; agreed equity participation where applicable.

WHO PAYS / WHEN

Investment vehicle, on a disclosed fee basis and dates. Carry only under the agreed profit waterfall.



Sell-Side M&A

OUR COMPENSATION

Disclosed preparation retainer, if agreed, plus a closing success fee.

WHO PAYS / WHEN

Selling shareholders: retainer on agreed milestones; success fee on closing.



Asset Management

OUR COMPENSATION

Agreed management fee + equity or share of distributable cash.

WHO PAYS / WHEN

Project or operating vehicle, on contractual dates and approved distributions.



No undisclosed engagement or due diligence charges.

Company-paid fees and any offsets are disclosed. External legal, accounting and diligence costs require prior approval.

Three investment professionals

Complementary strengths in operations, investment and business building.



PARTNER 01

Operator experience

- Company strategy and growth
- Management and execution
- Integration and exit preparation

Built, financed, scaled and exited a regional operating company.



PARTNER 02

Investor experience

- Investment assessment
- Capital formation
- Portfolio and founder support

Experience across angel and venture investing and company support.



PARTNER 03

Business building

- Venture and business development
- Commercial opportunities
- Partnership development

Co-founder of the venture studio underlying Waha.

Individual experience includes roles before Waha. Identities are shared privately when appropriate.

What owners can expect from us

The principles behind every partnership, drawn from how we work.



Confidential from day one

An NDA is signed before we receive any sensitive information.



Plan before capital

Strategy, numbers and decision rights are agreed before we raise.



Fees in writing

All fees, equity and carry are agreed and disclosed up front.



Direct partner involvement

We accept a limited number of partnerships so each gets founder-level attention.



A partnership starts with trust.

Introduce the business and its owners, explain the challenge or ambition, and tell us who referred you.

PRIVATE INTRODUCTIONS



info@alwaha.me



+971 50 957 7362

Please include your referrer's name. Every conversation begins confidentially.

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