

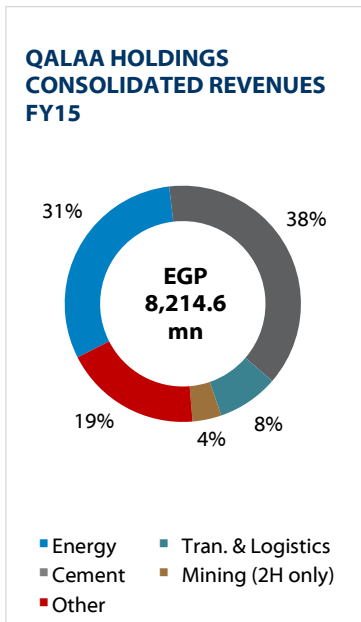
To facilitate the comparison of year-on-year financial results, income statement figures from Revenues through EBITDA in this document have been adjusted for Qalaa Holdings' divestment of ASEC Minya, ASEC Ready-Mix and confectioner Rashidi El-Mizan (all exited in November 2015) to include their results up until October 2015 for the cement exits and until November 2015 for Rashidi. Under Egyptian Accounting Standards, the results of all four companies are reflected under Discontinued Operations in Qalaa's statutory financial statements.

Qalaa Holdings Reports 4Q/FY 2015 Results

Qalaa reports a Net Loss of EGP 1,155.4 million in FY2015 on the back of non-cash charges for impairments, provisions and discontinued operations totaling EGP 1,078.4 million.

Highlights Consolidated Income Statement	
4Q 2015	
Revenues (adjusted) EGP 2,129.1 mn vs. EGP 1,798.6 mn in 4Q14	Contribution Margin 38%
EBITDA (adjusted) EGP 67.5 mn vs. EGP 205.9 mn in 4Q14	Net Profit After Minority EGP (833.0) mn vs. EGP (377.5) mn in 4Q14
FY 2015	
Revenues (adjusted) EGP 8,214.6 mn vs. EGP 6,452.7 mn in FY14	Contribution Margin 38%
EBITDA (adjusted) EGP 847.1 mn vs. EGP 651.9 mn in FY14	Net Profit After Minority EGP (1,155.4) mn vs. EGP (855.6) mn in FY14

Highlights from Consolidated Balance Sheet as at 31 December, 2015	
Total Assets EGP 37,176.7 mn vs. EGP 32,415.2 mn in FY14	Total Equity EGP 10,950.4 mn vs. EGP 12,226.2 mn in FY14



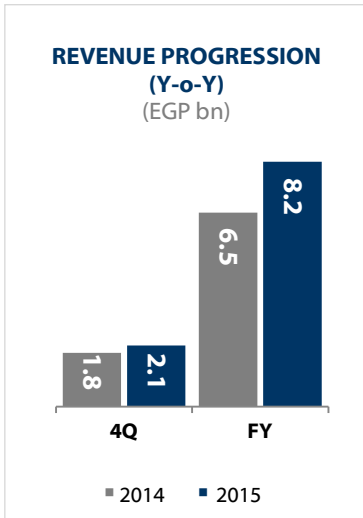
"We managed to deliver on [our] strategy with 2015 having been fundamentally about investment in our future growth through the execution of our divestment program and the investment of substantial management bandwidth in selected holdings"

Financial & Operational Highlights

- **Total Revenues** (adjusted) climbed 27% y-o-y in FY15 to EGP 8,214.6 million (up 18% y-o-y in 4Q15 to 2,129.1 million).
- **Contributors to Revenues** (adjusted) on a full-year basis were weighted toward the cement (38% of total revenues) and energy segments (31%), a ratio that management notes will shift decisively toward the energy sector going forward following the divestment in November 2015 of Qalaa's full stakes in both cement producer ASEC Minya and sister company ASEC Ready-Mix. (Please refer to page 05 for a detailed discussion of Revenues.)
- **EBITDA** (adjusted) for FY15 stood at EGP 847.1 million, up 30% from EGP 652 million the previous year. Adjusted EBITDA includes EBITDA from divested assets ASEC Minya, ASEC Ready-mix and Rashidi El-Mizan. (See page 05 for a detailed discussion of EBITDA movement in 4Q15.)
- **Non-cash charges** of EGP 1,078.4 million in FY15 include impairments / write-offs of EGP 687 million, provisions of EGP 171.4 million and discontinued operations of EGP 220 million.
- **Net Loss after Minority Interest** stood at EGP 1,155.4 million in FY15, up from EGP 855.6 million the previous year. This reflects the impact of non-cash charges amounting to EGP 1,078.4 million, as noted above. Setting aside these non-cash charges, Qalaa's bottom-line losses would have significantly narrowed to c. EGP 77 million in FY15.
- The company generated total proceeds from **the exit of eight assets during 2015** of c. EGP 2,400 million, up substantially from some EGP 900 million the previous year. Gains from the sale of investments accordingly closed at EGP 618.3 million in FY15. A list of divested assets is available on page 07 of this Business Review.
- **Total debt as at 31 December 2015** stood at EGP 5.24 billion excluding Egyptian Refining Company (ERC) and Rift Valley Railways, an improvement of EGP 1.39 billion from the 30 September 2015 figure on the back of repayments and debt deconsolidated from exits. Qalaa's total consolidated debt at the end of December 2015 stood at EGP 17.11 billion, essentially flat from the figure as at the end of September on the back of the draw-down of previously arranged debt for ERC. Please refer to page 08 of this Business Review for more details on debt reduction.

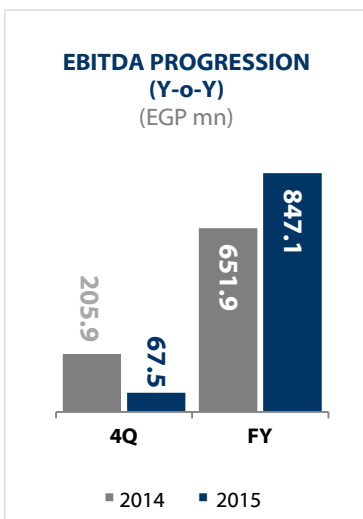
Management's comment on FY2015 results follows, as do overviews of the performance of different business units. Full financials are now available for download at ir.qalaaholdings.com.

Management Comment:



Qalaa Holdings, an African leader in energy and infrastructure (CCAP.CA on the Egyptian Exchange, formerly Citadel Capital), released today its consolidated financial results for the year ending 31 December 2015, reporting a net loss after minority interest of EGP 1,155.4 million on adjusted revenues of EGP 8,214.6 million. Adjusted EBITDA for the period stood at EGP 847.1 million.

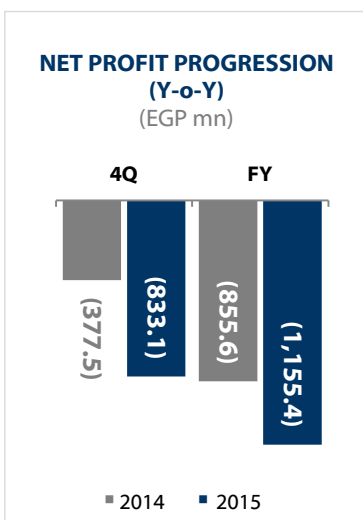
Results were weighed down by EGP 687 million in non-cash charges from impairments & write-downs booked in 4Q15 as part of the ongoing program to focus on the company’s selected subsidiaries in energy and infrastructure. These charges contributed significantly to a net loss of EGP 833 million in 4Q15 against revenues in the quarter of EGP 2,129.1 million. Additionally, provisions booked in FY15 stood at EGP 171.4 million, while losses from discontinued operations came in at EGP 220 million. Setting aside the impact of these non-cash charges, Qalaa’s net loss for the full year would have narrowed substantially to c. EGP 77 million.



Additionally, EBITDA in 4Q15 stood at EGP 67.5 million, a substantial decline from the same period last year owing to missing EBITDA contributions from the divested assets as well as additional charges related to non-recurring SG&A expenses stemming from advisory and legal fees for transactions concluded during the final quarter of the year. Below the EBITDA line, results were negatively affected by higher FX losses in 4Q15.

Discussing Qalaa’s 2015 results, Chairman and Founder Ahmed Heikal said:

“Our goal for 2015 was to complete Qalaa’s transformation into a holding company through a four-pillar strategy, including deleveraging at the holding and platform company levels, driven in large part through the divestment of select business units; investment in future growth through the acquisition of additional stakes in key subsidiaries and the shepherding of ERC toward the start of production in 2017; selective investments within existing platform companies; and laying the groundwork for share buybacks using excess liquidity provided our stock continues to trade at a significant discount to its fair market value.”



“We have delivered: 2015 was fundamentally about investment in our future growth through the execution of our divestment program and the allocation of substantial management bandwidth in selected holdings. The divestment program has resulted in significant deleveraging at the holding and platform company levels. Meanwhile, ERC — Egypt’s largest in-progress private-sector megaproject — is on track to reach mechanical completion by the end of the year, and TAQA Arabia is in advanced stages to reach financial close for its two 50 MW solar power generation projects while simultaneously pursuing new opportunities in gas distribution and gas electricity generation.”

“Today, ERC is more than 84% complete; we expect to sell the first on-spec product in 2017 as planned. As I write these words, we have more than 8,100 workers and 96 cranes on site. We have installed more than 600 pieces of equipment, erected over 14,300 tons of steel, poured in excess of 80,000 cubic

meters of concrete and completed over 7,100 piles. More than 19.5 million man-hours have been invested in ERC so far. In context, that is the equivalent of about 2,222 years of human labor.”

“As we focused on construction at ERC, we also concluded EGP 1.1 billion in synthetic swaps last fall that gave us an additional 3.7% stake in ERC, bringing our total holding in the company to 18.9%. We have also acquired additional stakes in several other platform companies. Also last year, we entered into an agreement with FHI — a co-investor in our legacy private equity opportunity-specific funds — that should see us acquire in 2016 a significant additional stake in TAQA Arabia and other selected companies. (The same transaction, discussed below, will also complete our exit from at least two legacy assets, thereby resulting in the deconsolidation of substantial debt from our balance sheet.)”

Speaking to the outlook for Qalaa’s financial performance in 2016 onwards, Co-Founder and Managing Director Hisham El-Khazindar said:

“The sale of ASEC Cement’s Egyptian assets and of Rashidi El Mizan — as well as other transactions now in the pipeline — will fundamentally re-shape Qalaa’s financial statements, giving more weight on both our income statement and balance sheet to ongoing operations at our energy, transportation & logistics and mining units, setting the stage for the transformative impact of ERC.”

“Throughout the year, our transaction teams delivered on a divestment strategy that generated net gains from the sale of investments of EGP 618.3 million and total proceeds to Qalaa of some EGP 2,400 million. In the process, we have so far deconsolidated and repaid debt in excess of EGP 2,400 million out of which EGP 1,400 million were reflected on our consolidated debt position. Already in 2016, the divestment program has generated proceeds from sales in excess of EGP 440 million.”

“Against this backdrop, management views total provisions and write-downs booked during the final quarter of the year as a prudent clean-up. With minor delays in our divestment program having hindered our return to profitability in FY2015, we opted to book these impairments now and head into 2016 having nearly finalized the restructuring of our financial statements. We believe it was essential to take these charges prior to the start of production at ERC and as TAQA Arabia pursues significant new contracts that we expect will allow it to sustainably contribute to our top-line growth and bottom-line profitability going forward.”

2015 in Review:

Revenues

Qalaa reported total adjusted revenues of EGP 8,214.6 million in FY15 and EGP 2,219.1 million in 4Q15, up 27% and 18% y-o-y, respectively. Qalaa's statutory FY15 revenues booked on the company's consolidated income statement came in at EGP 6,638.9 million (excluding contributions from sold assets during 2015).

Revenue growth in FY15 was driven primarily by both cement manufacturing arm ASEC Cement and energy distribution business TAQA Arabia. TAQA Arabia posted a 28% rise in revenues in FY15 to EGP 2,302.9 million (4Q15: EGP 589.6 million), while ASEC Holding saw its top line grow 20% to EGP 3,135.9 million (4Q15: EGP 797.3 million) and despite cement subsidiaries ASEC Minya and ASEC Ready-mix contributing to top-line only up until the end of October 2015 prior to their divestment in November 2015.

Qalaa also began the full consolidation of ASCOM in 3Q15, with the latter contributing EGP 163.5 million to Qalaa's top-line in 4Q15 (or a total of EGP 325.5 million during the full year). Additionally, ASCOM's consolidation saw Qalaa's consolidated depreciation expense increase beginning 3Q15 with the mining play having contributing some EGP 40 million to that line item in Qalaa's consolidated results during 2H15.

The divestment of ASEC Minya, ASEC Ready Mix and Rashidi El Mizan in November 2015 as well as the sale of microfinance player Tanmeyah will see the firm's consolidated revenues ease substantially in FY16. Similarly, the exit of the company's full investment in Misr Cement Qena will substantially re-shape Qalaa's share of associates' results going forward.

Management expects revenues to recover and skew strikingly in favor of the energy sector starting the second half of 2017 as ERC, the company's US\$ 3.7 billion greenfield petroleum refining company, begins commercial operations.

EBITDA

Adjusted EBITDA for the year closed at EGP 847.1 million in FY15, against EGP 652 million the previous year. Unadjusted EBITDA, meanwhile, stood at EGP 447.2 million in the same period (excluding contributions from sold assets during 2015).

Growth in Adjusted EBITDA for 4Q15 was muted by the absence of contributions from the divested companies ASEC Minya and ASEC Ready-mix for the months of November and December 2015, and from Rashidi El-Mizan for the month of December 2015. Additionally, Qalaa incurred a significant increase in non-recurring SG&As in 4Q15 to EGP 81.7 million, up from EGP 10 million the previous quarter, related to advisory and legal fees for the multiple transactions concluded during the quarter.

Qalaa Holdings' consolidated share of its associates' results stood at EGP 107.0 million in FY15 against EGP 98.5 million the previous year, with EGP 103 million

of that figure being contributed by subsidiaries of ASEC Cement, namely Misr Cement Qena (Egypt, EGP 60 million) and Zahana (Algeria, EGP 43 million).

Divestments

The divestment program to reduce debt through repayment and de-consolidation — and to free management bandwidth to focus on the selected companies within the energy and infrastructure sectors— was a key strategic priority for Qalaa in FY15. Eight exits in FY15 generated total proceeds of c. EGP 2,400 million, more than 2.5x the value generated through three exits the previous year.

Notably, Qalaa booked in 4Q15 a total of EGP 528.1 million in net gains from the sale of its investments in ASEC Minya, ASEC Ready Mix and Rashidi El-Mizan.

Also in FY15, Qalaa laid the groundwork for exits that management anticipates will close in FY16, with a number of deals already concluded in the first months of 2016, including Tanmeyah and Misr Glass Manufacturing, having generated proceeds to Qalaa of over c. EGP 440 million.

Additionally, several other transactions are on the horizon, the largest of which include ASEC Holding's investments in Algeria (cement companies Djelfa and Zahana) as well as agrifoods player Dina Farms. Meanwhile, Qalaa is in advanced stages of concluding its transaction with FHI, which will entail the sale of MENA Home (Designopolis) and Grandview.

With regards to discontinued operations, the company concluded its exit from cheese manufacturer El-Misrieen in 2015 and has just signed SPAs for Enjoy (dairy and juice producer) and Al Aguizy (packaging & export of agricultural products), both solid steps that will significantly reduce the discontinued operations line in 2016.

In summary, Qalaa has generated some EGP 3,700 million in net proceeds from exits in 2014-2016 YTD. A summary of divestments is provided in table 01.

Table 01: Summary of Divestment Program (2014-2016 YTD)

Exits: 2014 - 2016 YTD		
2016	Company	Qalaa's Proceeds (EGP mn)
Q1	Misr Glass Manufacturing	
	Tanmeyah	c.440
Q2	Enjoy & El Aguizy*	
2015	Company	Qalaa's Proceeds (EGP mn)
Q1	Pharos Holding	
Q2	Misr Cement Qena (Partial)	
Q3	Misr Cement Qena (Partial)	
	Mashreq's Concession	
	ASEC Minya Cement	c.2,400
	ASEC Ready Mix	
Q4	Rashidi El Mizan	
	Rashidi Integrated Solutions (RIS)	
	El Misreein	
2014	Company	Qalaa's Proceeds (EGP mn)
Q1	Sudanese Egyptian Bank (SEB)	
Q3	Sphinx Glass	c.900
Q4	AAC & AMC (Foundries)	
Total Proceeds		c.3,740

* SPAs for both companies have just been signed.

Impairments / Write-offs

To finalize the company's transformation into a holding company with a sharp focus on energy and infrastructure investments, management opted in 4Q15 to take necessary charges in the form of impairments, write-offs and provisions. A summary of this activity is outlined below and in table 02:

1. Upstream oil & gas impairments totaling EGP 273 million are primarily related to Nile Valley Petroleum Company — an upstream oil & gas asset which holds concessions in both Sudan and South Sudan. The impairment owes to the recent decline in global oil prices and the

prolonged tensions in relations between Sudan and South Sudan. Qalaa had previously fully written down its two other upstream investments, namely NOPC and NPC.

2. Impairments booked at the subsidiary level, including ASCOM, ASEC Holding and United Foundries among others, amounted to c. EGP 51 million and reflect the normal level of impairments at these subsidiaries.
3. Impairment of goodwill and trade name amounting to EGP 263 million primarily relates to ASEC Holding (EGP 107 million) and United Foundries (EGP 128 million). Management opted to take charges on both companies given the recent downturn in the cement sector owing to increased capacity utilization (as energy supply has improved market-wide) that consequently put pressure on selling prices and margins. It is worth noting that United Foundries' main business is correlated to the cement sector.
4. EGP 100 million in impairments related to Qalaa's investments in Tanweer, a business unit operating in the media sector, were booked as part of the clean-up process.

Table 02: Impairments and Write-offs

Impairments	EGP million
Upstream Oil & Gas	273
Consolidated from Subsidiaries	51
Goodwill / Trade Name	263
Tanweer Investments	100
Impairments / Write-offs	687

Debt Reduction

Deleveraging through the deconsolidation of debt via exits and payments on existing facilities was a key priority of Qalaa Holdings in FY15 and will continue to be a hallmark of the firm's strategy going forward.

During the period from 1Q15 through 1Q16, Qalaa Holdings deconsolidated and repaid debt of c. EGP 2,420 million, part of which was consolidated on Qalaa's balance sheet and another under discontinued operations (classified as liabilities held for sale on Qalaa's balance sheet), both of which play into the reduction of financial and operational risk. A summary of debt reductions is provided below and on table 03.

1. Over EGP 1,300 million deconsolidated and repaid in the cement segment during 2H15

2. More than EGP 260 million deconsolidated and repaid under Gozour in 4Q15.
3. Over EGP 280 million in USD equivalent was repaid from the senior debt balance from 4Q15 to date.
4. A debt-equity swap for a total of EGP 260 million in debt on ESACO's books (discontinued operation), executed as part of the recently concluded EGP 1.1 billion capital increase.
5. Repayment of EGP 145 million in debt carried on Enjoy's books, which were classified as liabilities held for sale on Qalaa's balance sheet.

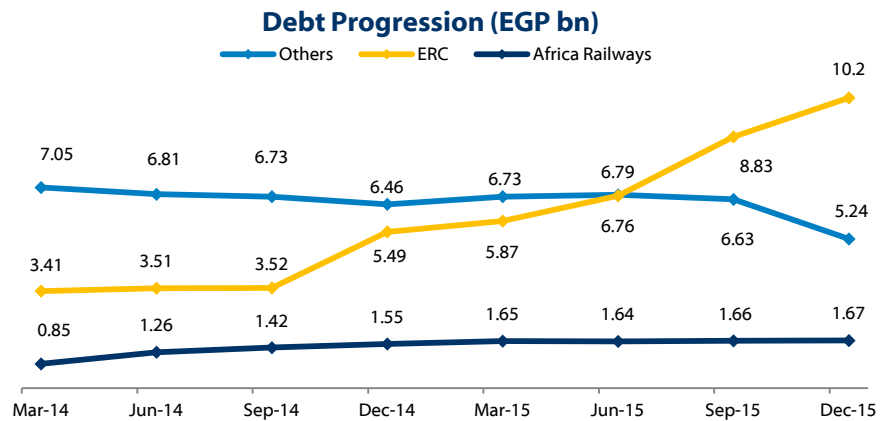
Table 03: Deleveraging from 1Q15 to 1Q16

Deleveraging	EGP million
Deconsolidated from Disposals	
Rashidi El Mizan	237
ASEC Minya Cement	1,035
ASEC Ready Mix	1
Total Deconsolidated Debt	1,273
Debt Repayments	
ESACO Debt-Equity Swap	260
Nile Co. for Food Industries (Enjoy)	145
ASEC Holding	63
ASEC Cement	365
Royal Food	31
<i>QH Senior Debt Repayment</i>	<i>283</i>
Total Debt Repayments	1,147
Grand Total	2,420

Total consolidated debt as at 31 December 2015 (excluding ERC and Rift Valley Railways) fell EGP 1.39 billion from the figure reported at the end of September 2015, owing in large part to the reduction of EGP 968.2 million in debt from ASEC Holding in 4Q15. Similarly, total interest paid during 4Q15 dropped to EGP 163 million compared to EGP 214 million in 3Q15, which is expected to continue in this downward trend going forward.
















Including RVR and ERC, total bank debt at year's end stood at EGP 17.11 billion, essentially flat from the figure as at the end of September on the back of the draw-down of previously arranged debt for ERC.

The FHI transaction remains in the pipeline for execution in 2016 if conditions precedent are met and the transaction is finalized. Its execution will result in further deconsolidation of significant debt related to Qalaa's non-core holdings.



Detailed overviews of the performance of operational companies in each of Qalaa's core industries follow; complete financials are available for download on ir.qalaaholdings.com

Methods of Consolidation

Fully Consolidate Companies	Energy	  
	Transportation & Logistics	 
	Mining	
	Cement	
	Agrifoods	 
	MicroFinance	
Equity Method Consolidated Companies (Share of Associates)	Specialized Real Estate	
	Metallurgy	 
	Mid-cap Buyouts	
	Media & Retail	

Qalaa Holdings Consolidated Income Statement (In EGP mn)

	2015				FY15	2014				FY14
	1Q	2Q	3Q	4Q		1Q	2Q	3Q	4Q	
Revenue	1,947.5	2,086.8	2,051.2	2,129.1	8,214.6	1,366.9	1,560.6	1,726.6	1,798.6	6,452.7
Cost of Sales	(1,473.1)	(1,591.0)	(1,607.1)	(1,659.9)	(6,331.1)	(1,128.8)	(1,134.3)	(1,312.9)	(1,416.1)	(4,992.0)
Gross Profit	474.5	495.7	444.1	469.2	1,883.5	238.1	426.3	413.8	382.5	1,460.7
Advisory fee	3.2	3.2	3.6	3.6	13.6	4.4	3.6	6.0	(4.0)	9.9
Share in Associates' Results	34.8	44.8	18.5	8.9	106.9	20.1	38.2	11.5	28.7	98.5
Total Operating Profit	512.4	543.7	466.2	481.7	2,004.0	262.6	468.1	431.2	407.2	1,569.1
SG&A	(241.2)	(249.4)	(266.3)	(289.3)	(1,046.2)	(219.0)	(210.0)	(215.4)	(230.7)	(875.0)
Other Income/Expenses (Net)	2.7	(2.7)	24.7	(43.2)	(18.6)	15.0	(72.6)	50.1	21.1	13.6
EBITDA (before one-offs)	273.8	291.6	224.5	149.2	939.2	58.6	185.5	266.0	197.6	707.7
SG&A (Non recurring)	2.0	(2.3)	(10.0)	(81.7)	(92.0)	(29.6)	(4.3)	(30.1)	8.3	(55.7)
EBITDA	275.8	289.3	214.5	67.5	847.1	29.0	181.2	235.9	205.9	651.9
Depreciation & Amortization	(105.5)	(90.6)	(120.8)	(120.0)	(436.9)	(103.5)	(119.3)	(91.7)	(74.4)	(388.9)
EBIT	170.3	198.7	93.7	(52.5)	410.2	(74.5)	61.9	144.1	131.5	263.0
Bank Interest Expense	(165.8)	(185.9)	(214.4)	(163.5)	(729.6)	(171.1)	(178.3)	(164.3)	(215.1)	(728.9)
Bank PIK	(25.0)	(26.2)	(23.5)	(28.6)	(103.4)	(24.0)	(24.0)	(24.0)	(24.0)	(96.0)
3rd Party Shareholder Bank Fees	(10.6)	(9.6)	(10.4)	(10.5)	(41.1)	-	-	-	(80.0)	(80.0)
3rd Party Shareholder Interest	(1.9)	(1.8)	(1.0)	(0.6)	(5.2)	(13.6)	(19.6)	(18.1)	(27.0)	(78.4)
Interest Income	21.4	16.4	31.2	18.9	87.9	21.2	19.7	17.9	17.5	76.3
Lease Payments	(3.4)	(3.8)	(3.7)	(2.8)	(13.6)	-	-	-	(22.0)	(22.0)
EBT (before one-offs)	(15.1)	(12.1)	(128.0)	(239.6)	(394.8)	(262.0)	(140.5)	(44.3)	(219.1)	(665.9)
Gain (Loss) on Sale of Investments	(10.5)	67.5	33.1	528.1	618.3	-	-	85.0	(15.0)	70.0
Impairments/Write-downs	(4.1)	(2.0)	(2.3)	(678.5)	(687.0)	-	-	-	-	-
Restructuring/Layoffs	(9.4)	(0.5)	(2.1)	(9.5)	(21.5)	-	(9.6)	-	(17.7)	(27.3)
CSR	(6.4)	(6.2)	(4.2)	0.5	(16.3)	-	-	(23.5)	-	(23.5)
Provisions	(13.8)	(22.9)	(37.7)	(97.0)	(171.4)	-	-	(10.7)	(75.2)	(85.9)
Discontinued Operations *	(58.6)	(43.9)	(18.0)	(99.5)	(220.0)	(97.2)	(37.3)	(9.3)	(60.2)	(204.0)
FOREX	(53.1)	(10.1)	(29.5)	(83.2)	(175.9)	13.4	(35.8)	(68.8)	(107.8)	(199.0)
EBT	(170.9)	(30.2)	(188.8)	(678.7)	(1,068.5)	(345.8)	(223.2)	(71.7)	(587.7)	(1,228.4)
Taxes	(41.2)	(59.1)	(17.4)	(39.3)	(99.3)	(9.2)	(19.3)	(25.7)	(63.5)	(117.6)
Net P/L Before Minority Share	(212.0)	(89.3)	(206.2)	(718.0)	(1,225.5)	(355.0)	(242.4)	(97.4)	(651.1)	(1,345.9)
Minority Interest	(99.9)	(4.6)	(80.6)	115.0	(70.1)	(123.1)	(54.1)	(39.6)	(273.6)	(490.4)
Net Profit (Loss)	(112.2)	(84.7)	(125.5)	(833.0)	(1,155.4)	(231.9)	(188.3)	(57.8)	(377.5)	(855.6)

* Discontinued operations include ESACO, Djelfa (ASEC Cement), El-Aguizy, Elmirsreen, Enjoy, Mom's Foods (all Gozour), and Designopolis (MENA Home).

Qalaa Holdings Consolidated Income Statement by Sector for the year ending 31 December 2015 (in EGP mn)

	OH	SPVs	Core					Non Core			Elimination	FY 2015	FY 2014		
			TAQA Arabia	Energy	ERC	Mashreq Holding ¹	Cement & Logistics	Agrifoods	Microfinance	Others					
Revenue	-	-	2,302.9	215.7	-	3,135.9	689.2	325.5	1,251.1	0.9	132.5	161.0	-	8,214.6	6,452.7
Cost of Sales	-	-	(1,952.7)	(171.5)	-	(2,365.9)	(610.9)	(232.7)	(869.4)	(5.5)	-	(122.4)	-	(6,331.1)	(4,992.0)
Gross Profit	-	-	350.1	44.2	-	770.0	78.3	92.7	381.7	(4.7)	132.5	38.6	-	1,883.5	1,460.7
Advisory fee	-	15.0	-	-	-	-	-	-	-	-	-	-	(90.2)	13.6	9.9
Share in Associates' Results	-	-	-	-	-	93.5	3.6	-	-	-	-	-	9.9	106.9	98.5
Total Operating Profit	88.8	15.0	350.1	44.2	-	863.5	81.9	92.7	381.7	(4.7)	132.5	38.6	(80.3)	2,004.0	1,569.1
SG&A	(177.6)	(58.9)	(93.0)	(11.4)	(24.1)	(267.0)	(92.2)	(43.0)	(243.2)	0.6	(79.2)	(19.1)	-	(1,046.2)	(875.0)
Other Income/Expenses (Net)	0.1	(7.0)	(7.6)	0.4	0.5	3.5	-	2.1	(10.4)	(0.7)	2.8	0.2	-	(18.6)	13.6
EBITDA (before one-offs)	(88.7)	(50.9)	249.5	33.2	(23.6)	600.0	(10.4)	51.8	128.2	(4.7)	56.0	19.6	(1.2)	939.2	707.7
SG&A (Non recurring)	(74.5)	(3.0)	-	-	-	-	-	-	(14.5)	-	-	-	(31.1)	-	(92.0)
EBITDA	(163.3)	(22.8)	249.5	33.2	(23.6)	600.0	(10.4)	51.8	113.7	(4.7)	56.0	19.6	(32.3)	847.1	651.9
Depreciation & Amortization	(2.1)	-	(43.4)	(10.5)	(0.5)	(139.2)	(105.3)	(40.8)	(58.1)	(11.4)	(4.2)	(12.6)	(8.8)	(436.9)	(388.9)
EBIT	(165.3)	(22.8)	206.1	22.7	(24.1)	460.8	(115.7)	11.0	55.5	(16.1)	51.8	7.1	(41.1)	410.2	263.0
Bank Interest Expense	(129.8)	(59.3)	(31.8)	(2.2)	-	(207.1)	(213.2)	(17.8)	(59.7)	(0.6)	(0.2)	(7.9)	-	(729.6)	(728.9)
Bank PIK	-	(24.0)	-	-	-	(79.4)	-	-	-	-	-	-	-	(103.4)	(96.0)
3rd Party Shareholder Bank Fees	-	-	-	-	(41.1)	-	-	-	-	-	-	-	-	(41.1)	(80.0)
3rd Party Shareholder Interest	-	(168.9)	-	-	(4.1)	(9.9)	(14.0)	(2.1)	(18.4)	-	-	(18.7)	-	(5.2)	(78.4)
Interest Income	-	126.0	93.8	-	1.3	14.3	0.1	-	4.5	-	4.6	0.1	-	87.9	76.3
Lease Payments	-	-	-	-	-	-	(8.4)	-	(5.1)	-	-	-	-	(13.6)	(22.0)
EBT (before one-offs)	(205.0)	(149.1)	268.2	20.6	(68.1)	178.7	(351.2)	(8.8)	(23.2)	(16.7)	56.3	(19.5)	(57.3)	(394.8)	(665.9)
Gain (Loss) on Sale of Investments	(5.3)	(68.1)	-	-	-	508.1	-	-	246.4	-	-	-	(39.8)	618.3	70.0
Impairments/Write-downs	(65.2)	(553.9)	-	(1.0)	-	(12.8)	-	(11.4)	(0.5)	-	-	(9.5)	-	(687.0)	(24.0)
Restructuring/Layoffs	-	-	(2.6)	-	-	-	(9.9)	-	(0.6)	-	-	-	-	(21.5)	(27.3)
CSR	(5.5)	-	(4.3)	-	-	(5.5)	-	-	(6.6)	-	(1.0)	(0.6)	-	(171.4)	(85.9)
Provisions	(40.5)	(117.2)	(44.4)	(2.3)	-	(19.1)	(3.6)	(2.0)	(6.6)	-	0.7	(0.6)	-	(17.4)	(23.5)
Discontinued Operations **	-	-	-	-	-	(17.9)	-	-	(98.3)	-	-	(54.5)	-	(49.2)	(204.0)
FOREX	22.4	3.6	(2.4)	2.5	(1.5)	1.4	(40.1)	(23.0)	17.1	1.1	-	(27.0)	28.8	(220.0)	(204.0)
EBT	(299.1)	(884.6)	214.4	19.8	(69.6)	472.9	(404.8)	(45.3)	134.2	(15.6)	55.9	(111.1)	(85.9)	(1,068.5)	(1,252.4)
Taxes	(0.2)	8.0	(67.7)	(1.7)	-	(130.8)	-	1.5	(27.6)	-	(14.2)	2.4	73.3	(157.0)	(117.6)
Net P/L Before Minority Share	(299.3)	(876.6)	146.7	18.2	(69.6)	342.0	(404.8)	(43.8)	106.6	(15.6)	41.7	(108.6)	(12.7)	(1,225.5)	(1,369.9)
Minority Interest	-	-	36.9	8.0	(12.6)	215.9	(43.1)	(3.2)	-	(0.6)	-	(0.3)	(260.6)	(70.1)	(490.4)
Net Profit (Loss)	(299.3)	(876.6)	109.8	10.1	(57.1)	126.1	(361.7)	(40.6)	106.6	(15.1)	41.7	(108.3)	247.9	(1,155.4)	(879.6)

1) In November 2015, ASEC Cement sold its share in ASEC Merya and ASEC Ready Mix.

2) Figures represent six months only, as Qalaa Holdings started consolidating ASCOM as of June 2015.

3) In December 2015, Falcon sold its share in Rashidi Al Mizan & Rashidi for Integrated Foods.

** Discontinued operations include ESACO, Djifla (ASEC Holding), El-Aguizy, Elmirsteen, Enjoy, Mom's Foods (Gozour), Designopolis (MENA Home) and Crondall (Misc.).

^ Miscellaneous includes United Foundries, Designopolis (MENA Home), Crondall.

Qalaa Holdings Consolidated Balance Sheet as at 31 December 2015 (in EGP mn)

	QH	Core							Non Core			Eliminations/ SPVs	FY 2015	FY 2014		
		Energy	Cement	T & L	Mining	Agrifoods			Agrifoods	Wafra	Tammyah				Misc *	
	ERC	TAQA Arabia	Tawazon	Mashreq	ASEC Holding	Nile Logistics	Africa Railways	ASCOCM	Gozour	Wafra	Tammyah	Misc *				
Current Assets																
Trade and Other Receivables	1,173.7	169.1	934.6	108.2	150.3	1,260.8	49.6	238.2	212.0	95.5	12.3	40.2	245.4	(1,558.3)	3,131.6	3,163.5
Inventory	-	-	120.8	47.5	-	565.8	13.0	109.6	45.3	79.1	6.2	-	29.4	0.0	1,016.8	1,047.2
Assets Held For Sale	-	-	-	-	-	975.2	-	-	-	254.8	-	-	556.6	687.0	2,473.5	1,382.9
Cash and Cash Equivalents	223.29	1,775.1	686.6	8.2	18.9	381.2	5.7	60.4	9.6	8.6	5.0	81.8	0.9	87.8	3,353.0	2,182.1
Others	-	-	31.8	-	0.8	17.8	-	-	-	24.0	1.1	-	-	1.1	76.6	207.8
Total Current Assets	1,397.0	1,944.3	1,773.8	163.9	170.0	3,200.8	68.3	408.2	266.9	462.0	24.6	122.0	832.2	(782.4)	10,051.5	7,983.5
Non-Current Assets																
PP&E	26.5	17,221.9	510.5	92.9	0.2	1,132.7	591.3	251.0	624.0	790.7	237.2	13.0	58.1	503.3	22,053.2	17,866.9
Investments	8,992.2	-	2.3	-	-	414.9	9.7	-	0.1	-	-	-	0.0	(8,383.9)	1,033.3	2,517.5
Goodwill / Intangible assets	-	-	405.0	32.6	-	2.9	-	792.4	246.5	-	-	-	-	1,035.5	2,514.9	2,986.9
Others	718.6	846.3	34.8	-	30.9	-	-	239.0	-	247.8	-	-	114.7	(710.4)	1,521.7	1,060.5
Total Non-Current Assets	9,737.2	18,068.2	952.6	125.5	0.2	1,581.5	601.0	1,282.4	870.5	1,038.6	237.2	13.0	172.7	(7,555.5)	27,125.1	24,431.8
Total Assets	11,134.2	20,012.4	2,726.4	289.3	170.2	4,782.2	669.2	1,690.6	1,137.4	1,500.6	261.9	135.0	1,004.9	(8,337.8)	37,176.7	32,415.2
Shareholders' Equity																
Total Equity Holders of the Company	8,383.3	3,999.5	1,011.4	102.9	112.7	(751.1)	(129.8)	(556.9)	328.0	478.4	(331.9)	64.7	(0.2)	(9,913.1)	2,797.9	3,421.4
Minority Interest	-	3,865.7	281.3	56.3	16.4	1,347.9	12.1	-	(34.7)	0.0	(9.4)	-	-	2,616.8	8,152.5	8,804.8
Total Equity	8,383.3	7,865.2	1,292.8	159.2	129.2	596.9	(117.7)	(556.9)	293.3	478.4	(341.4)	64.7	(0.2)	(7,296.3)	10,950.4	12,226.2
Current Liabilities																
Borrowings	1,410.4	-	103.6	16.3	-	260.2	457.7	284.5	436.5	42.9	19.5	-	58.7	351.5	3,441.8	2,753.3
Trade and Other Payables	567.6	1,678.1	863.3	67.5	28.3	1,847.5	244.9	376.8	273.6	350.7	570.7	70.0	169.0	(711.8)	6,396.1	3,987.7
Provisions	231.2	-	64.3	33.4	12.8	176.3	7.9	-	18.4	9.1	2.0	-	6.0	59.0	620.5	489.6
Liabilities Held For Sale	-	-	-	-	-	525.6	-	-	-	460.4	-	-	541.2	(513.7)	1,013.4	937.9
Total Current Liabilities	2,209.2	1,678.1	1,031.2	117.1	41.0	2,809.6	710.5	661.3	728.5	863.1	592.3	70.0	774.8	(815.0)	11,471.8	8,168.5
Non-Current Liabilities																
Borrowings	541.7	10,200.7	220.0	-	-	629.8	-	1,387.5	40.0	128.7	10.9	-	-	512.4	13,671.8	10,828.9
Shareholder Loan	-	-	-	-	-	710.7	76.4	-	65.6	-	-	-	224.8	(1,053.1)	24.5	792.8
Long-Term Liabilities	-	268.5	182.5	13.0	-	35.3	-	198.8	10.0	30.4	-	0.3	5.5	314.1	1,058.2	399.0
Total Non-Current Liabilities	541.7	10,469.1	402.5	13.0	-	1,375.8	76.4	1,586.3	115.6	159.1	10.9	0.3	230.3	(226.6)	14,754.5	12,020.6
Total Liabilities	2,750.9	12,147.2	1,433.7	130.1	41.0	4,185.4	787.0	2,247.6	844.1	1,022.2	603.2	70.3	1,005.2	(1,041.6)	26,226.3	20,189.0
Total Equity and Liabilities	11,134.2	20,012.4	2,726.4	289.3	170.2	4,782.2	669.2	1,690.7	1,137.4	1,500.6	261.9	135.0	1,004.9	(8,337.9)	37,176.7	32,415.2

* Miscellaneous includes United Foundries, Mena Home, Crondall & Sphinx Egypt.



Sector Review: Energy

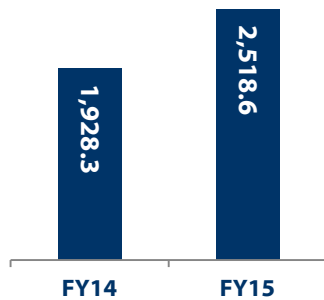
Qalaa Holdings' operational Energy companies include TAQA Arabia (energy generation and distribution) and Tawazon (solid waste management / waste-to-energy). Pre-operational greenfields include Egyptian Refining Company (petroleum refining).

Operational and Financial Performance

Energy division Revenues climbed 31% y-o-y in FY15 to EGP 2,518.6 million as compared to EGP 1,928.3 million in FY14. EBITDA meanwhile recorded significant growth of 50% y-o-y to EGP 282.8 million in FY15. Improved results in the year are attributable to better performance across both operational platform companies TAQA Arabia and Tawazon.

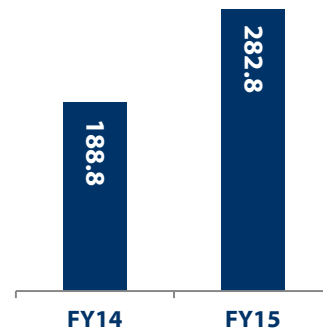
Energy Revenues¹

EGP 2,518.6 mn
(FY15)



Energy EBITDA¹

EGP 282.8 mn
(FY15)



(EGP mn unless otherwise stated)	4Q14	4Q15	% diff	FY14	FY15	%diff
TAQA Arabia Revenues	536.2	589.6	10%	1,798.0	2,302.9	28%
TAQA Arabia EBITDA	44.2	60.1	36%	172.8	249.5	44%
Tawazon Revenues	47.1	72.0	53%	130.3	215.7	66%
Tawazon EBITDA	3.5	16.2	365%	15.9	33.2	109%

¹ Energy revenues and EBITDA are aggregate figures, representing the simple summation of TAQA Arabia and Tawazon's figures, as these are the only two operational companies within the Energy sector.



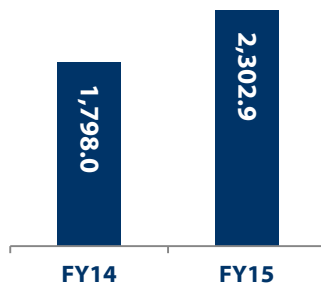
QH OWNERSHIP — 62.5%

TAQA Arabia Revenues jump 28% y-o-y in FY15

Egypt's leading independent energy company turned a solid performance in FY15 with revenues coming at EGP 2,302.9 million, up 28% y-o-y. Revenue growth continues to be driven by strong operational performance across TAQA's power, gas and marketing arms having recorded top-line y-o-y growth of 32%, 16% and 32%, respectively in FY15. Meanwhile, TAQA reported EBITDA of EGP 249.5 million in FY15, up 44% compared to FY14 figure of EGP 172.8 million.

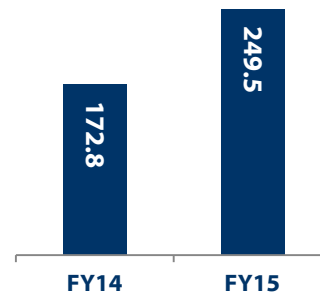
Consolidated TAQA Arabia Revenues

EGP 2,302.9 mn
(FY15)



Consolidated TAQA Arabia EBITDA

EGP 249.5 mn
(FY15)



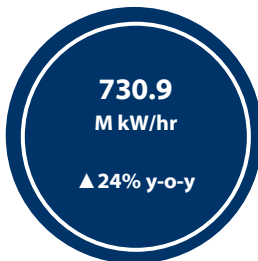
Leading the pack was TAQA's Marketing arm having reported EGP 1,276.3 million in revenues for FY15, up 32% y-o-y and contributing some 55% to TAQA Arabia's total top-line. Division growth comes on the back of increased number of filling stations, standing at 42 stations as of year-end 2015, and a consequent 13% y-o-y increase in total refined fuel distributed reaching 655 million liters in FY15. Additionally, intensified marketing efforts saw lube sales post a significant 58% y-o-y rise to 3,463 tons in FY15.

TAQA's Power division meanwhile posted a solid 32% y-o-y increase in revenues to EGP 513.3 million in FY15, with EBITDA turning a 40% y-o-y increase standing at EGP 116.2 million. Total electricity generated and distributed stood at a combined 731 M kW/hr in FY15, up by 24% y-o-y driven by increased consumption throughout the year at several of TAQA's projects including El Futtaim's Cairo Festival City, El Nakheel project, ASEC and Masabek. TAQA continues to make headway with its plans to commission 2*50 MW solar power plants, expected to come online by year-end 2017, and drive significant growth in the company's power generation capacity and division revenues.

Lastly, the company's gas distribution and construction division reported a 16% y-o-y increase in FY15 revenues to EGP 511.7 million, with growth having trickled down to the EBITDA level, which posted a 21% y-o-y increase to EGP 107.3 million in FY15. The improved performance comes despite a y-o-y decline in distributed gas volumes to 3.1 BCM in FY15, down by 20% compared to the 3.9 BCM distributed in the previous year. However, an uptick in gas prices as well as in fees collected by TAQA from its customers compensated for the decline in volumes and saw revenues from gas distribution increase by 21% y-o-y. It is worth noting that gas volumes are expected to persist at the current levels until the Zohr gas field project comes on stream by year-end 2018. The total number of converted household clients increased by 15% in FY15 to stand at a cumulative 723 thousand clients.

TAQA Arabia Subsidiaries (EGP mn)	4Q14	4Q15	% diff	FY14	FY15	% diff
TAQA Arabia Power Revenues	115.4	134.8	17%	389.3	513.3	32%
TAQA Arabia Power EBITDA	27.1	27.4	1%	83.1	116.2	40%
TAQA Arabia Gas Revenues	98.9	129.1	30%	439.4	511.7	16%
TAQA Arabia Gas EBITDA	16.7	28.1	68%	89.0	107.3	21%
TAQA Marketing Revenues	321.9	355.2	10%	967.4	1,276.3	32%
TAQA Marketing EBITDA	9.1	11.7	28%	27.5	41.3	50%

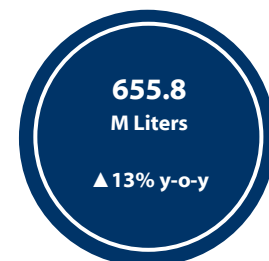
Total Power Generated & Distributed* (FY15)



Total Gas Distributed (FY15)



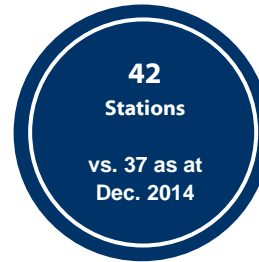
Total Liquid Fuels Distributed (FY15)



Gas Construction (FY15)



Fueling Stations (Dec 2015)



* Of the total, 64.6% is distributed while the remainder is generated.

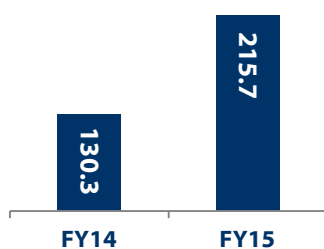
Tawazon Reports 109% y-o-y growth in EBITDA to EGP 33.2 million in FY15

Tawazon, Qalaa Holdings' solid waste management subsidiary, reported a solid performance in FY15 with revenues posting a 66% y-o-y increase to EGP 215.7 million and EBITDA rising more than two-fold to EGP 33.2 million. EBITDA also posted a 365% surge in 4Q15 to EGP 16.2 million compared to the EGP 3.5 million recorded in the same period last year. Improved performance was driven primarily by Tawazon's subsidiary **ECARU** with **ENTAG** also making a solid contribution.

ECARU, posted revenues of EGP 169.5 million in FY15, up 40% y-o-y, despite an industry-wide production stoppage in cement plants to install coal-feeding systems earlier in the year. With capacities returning to normal utilizations during the second half of 2015, gradual improvement in top-line is clearly evident in q-o-q performance with company turning a 35% increase in 4Q15 revenues to EGP 61.0 million compared to EGP 45.1 million in 3Q15, and a 118% y-o-y increase compared to 4Q14. While fourth quarter improvements are partly due to revived RDF consumption by some 300% y-o-y, higher selling prices driven by the rise in the USD:EGP exchange rate also buoyed performance. Additionally, the company booked a one-off service fee gain of EGP 10.8 million in 4Q15 on the back of the government applying higher tipping fees retroactively on outstanding dues. Said gain trickled down to the EBITDA level posting EGP 15.1 million for the quarter, up more than eight-fold y-o-y in 4Q15. Total biomass supplied increased by 69% in 4Q15 to 38,895 tons while muted 1H15 performance on the back of the industry-wide production stoppage in cement plants saw full year volumes remain somewhat flat at 132 thousand tons.

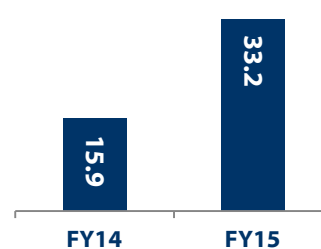
Consolidated Tawazon
Revenues

EGP 215.7 mn
(FY15)



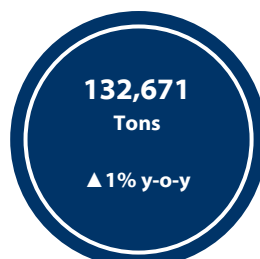
Consolidated Tawazon
EBITDA

EGP 33.2 mn
(FY15)



Meanwhile, **ENTAG** also saw revenues increase by 30% in FY15 to EGP 53.2 million compared to EGP 40.7 million in the previous year. However, as previously reported in our 3Q15 Business Review, ENTAG had opted to incur cost overrun charges related to a sanitary landfill project in the Omani city of Salalah. The effect of which saw the company carry EGP 4.9 million in losses for FY15 and consequently left EBITDA at a negative EGP 3.4 million for the year.

Total Biomass Supplied (ECARU) (FY15)





QH OWNERSHIP —
18.9%

Overall Construction progress for ERC reached 84% as of March 2016

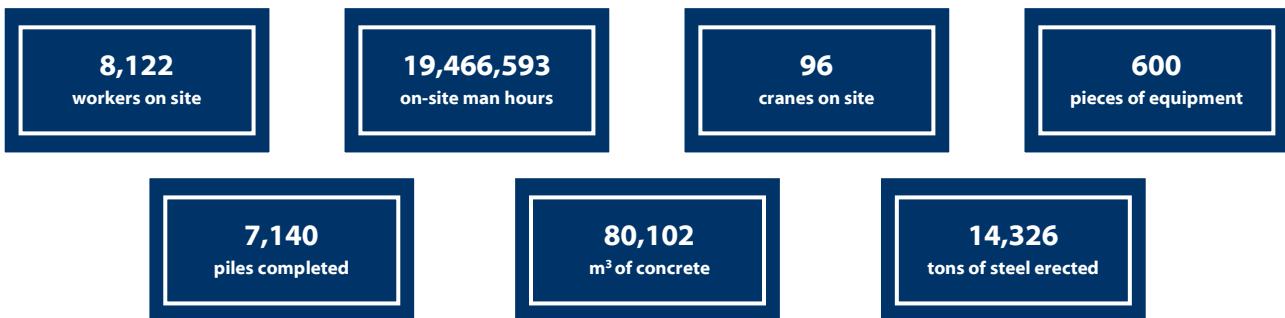


Egyptian Refining Company (ERC) is building a US\$ 3.7 billion greenfield petroleum refinery in the Greater Cairo Area (GCA) to begin operations during 2017 with 2018 to be the refinery's first full year of operations. GS Engineering & Construction Corp, the general contractors for the project, took full receipt of the project site in early 2014; construction progress was 84% as of March 2016. Qalaa Holdings expects ERC to generate EBITDA of c. US\$ 650 million in its first full operational year. Qalaa increased its effective ownership in ERC from 15.2% to 18.9% following the recently concluded capital increase in Sept/Oct 2015.





As discussed in our previous Business Review, ERC continues to deploy heavy equipment at the construction site where activity is at peak levels. During the last few months, there has been an exponential rise in the cubic meter amount of poured concrete as well as in the tons of steel erected. From October 2015 through March 2016, ERC withdrew some USD 330 million, bringing the total debt withdrawn to c.USD 1,680 million from its extended facility totaling USD 2,500 million. Key milestones in the build-out of ERC include:





Sector Review: Transportation & Logistics

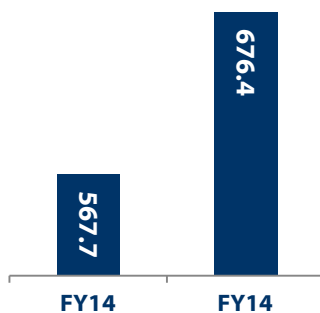
Qalaa Holdings' operational Transportation & Logistics companies include Nile Logistics (seaport services in Egypt as well as river transportation in Egypt, Sudan and South Sudan) and Rift Valley Railways (the national railway of Kenya and Uganda).

Operational and Financial Performance

The Transportation & Logistics division posted aggregate revenues of EGP 676.4 million in FY15, a 19% y-o-y increase over the EGP 567.7 million recorded in FY14. The sector's aggregate EBITDA for the full year posted a negative EGP 9.4 million, a significant improvement over FY14 figure of negative EGP 95.0 million.

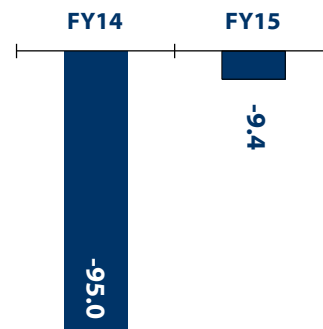
Trans. & Logistics Revenues²

EGP 676.4 mn
(FY15)



Trans. & Logistics EBITDA²

EGP -9.4 mn
(FY15)

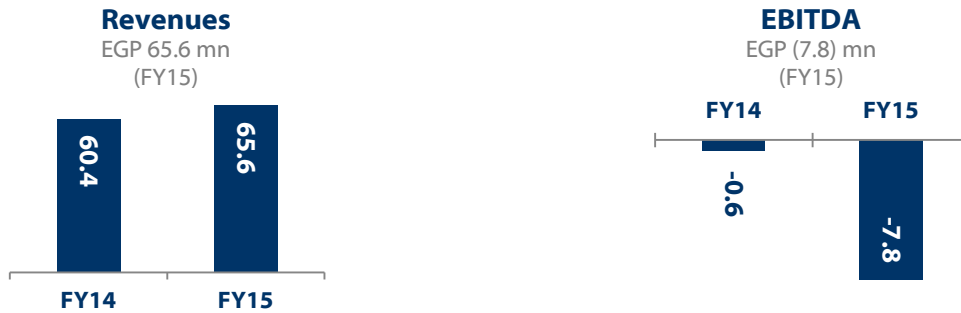


(EGP mn unless otherwise stated)	4Q14	4Q15	% diff	FY14	FY15	%diff
Nile Logistics Revenues	14.6	15.6	7%	60.4	65.6	9%
Nile Logistics EBITDA	(0.8)	(8.3)	996%	(0.6)	(7.8)	High

² Revenue and EBITDA figures represent the aggregate / simple summation of Nile Logistics and Africa Railways results.



Nile Logistics reports 9% y-o-y revenue growth to EGP 65.6 million in FY15

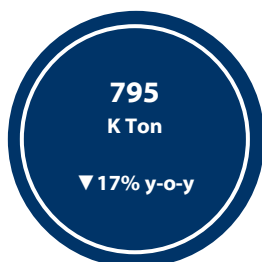


Nile Logistics revenues recorded EGP 65.6 million in FY15, up 9% y-o-y compared to the EGP 60.4 million posted in FY14. Although the company’s performance was buoyed by improved pricing power compared to last year, the nation-wide shortage of foreign currency led to a drop in import volumes, particularly in the cement sector. Nile Logistic’s cement clients — which had contracted the company’s stevedoring services — canceled their clinker / coal shipments during the first quarter of the year, partly contributing to the 17% y-o-y decline in Anchorage Services (stevedoring) with a total of 795 thousand tons handled during the year compared to 958 thousand tons in FY14. At the EBITDA level, the company posted a negative EGP 7.8 million in FY15 due in large part to declined revenues in 4Q15 compared to the previous quarter, and on the back of higher fixed costs related to increased salaries and rents.

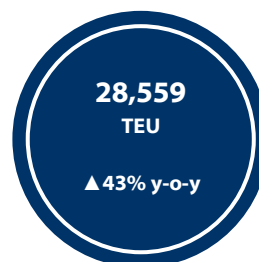
Meanwhile, Nile Logistics’ Feeder Services saw volume of Twenty-foot Equivalent Units (TEUs) handled record an increase to 28,559 TEUs in FY15, up from nearly 20,000 TEUs in FY14. It is worth noting that the authority implements tight regulations concerning the permitted window during which barges can be loaded and offloaded. Consequently, the increase in the number of TEUs handled led to a higher number of round trips at a fixed cost per trip, and in-turn increased the company’s fixed costs exerting downward pressure on margins and EBITDA.

It is worth noting that Nile Logistics has cleared its 100,000 sqm land plot in Nubareya, used to store bulk goods, which have been relocated to another land plot owned by the company in the same area. The company is planning to erect grain silos and container storage facilities on the former plot as a means of diversifying its handling revenues. Additionally, the company adopted a strategy to diversify its client portfolio and introduce new shipping lines to its matrix, which minimizes risk and ensures the sustainability of operational volumes regardless of turbulence faced in any one industry.

Stevedoring Tons Handled (FY15)



Container Transshipment (FY15)





QH OWNERSHIP — 29.7%

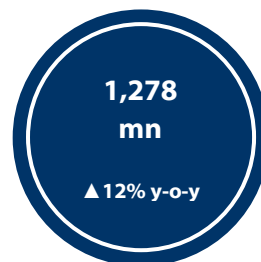
Rift Valley Railways takes possession of last batch of GE locomotives

Rift Valley Railways received 20 new GE locomotives in FY15 – the first batch to arrive in East Africa since 1987 and a key upgrade to the continent’s transportation capacity. RVR’s hauling capacity, which witnessed a 10% y-o-y increase in 2015 to 1.35 million tons, is expected to double going forward as the new locomotives are fully utilized. Additionally, the company added 240 wagons to its fleet, half of which were received during 4Q15 with the remainder delivered in the first quarter of 2016.

Meanwhile, RVR’s three-point turnaround strategy continues to bear fruit with higher levels of goods being transported at higher speeds, as the rolling stock continues to improve. During the year, RVR was able to reduce cycle times through direct investments in infrastructure and improvements to efficient asset utilization, as well as increase its hauling capacity through purchasing new and rehabilitating old rolling stock.

Net ton kilometers (NTK), a function of the total volume moved (in tons) multiplied by the total distance that was moved (in kilometers), rose 12% year-on-year to reach 1,278 million NTK in 2015. Furthermore, total transit time (TTT), which is the time needed to move a shipment from origin to destination (for offloading) plus the time needed to move the wagons back to the origin (for loading), decreased by 4% y-o-y to 2.3 days along Mombasa-Nairobi-Mombasa route. On the Mombasa-Kampala-Mombasa route, however, average total transit time increased by 6% during FY15 to 9.4 days.

Net Ton-Kilometer Rail (FY15)





Sector Review: Mining

Qalaa Holdings’ operational platform in the Mining sector is ASCOM, which includes operating companies ASCOM (as standalone and leading provider of quarrying services), ASCOM for Chemicals and Carbonates Manufacturing (ACCM), ASCOM Precious Metals (APM), GlassRock, and ASCOM Sudan. Starting 2Q15, ASCOM’s balance sheet was fully consolidated with Qalaa Holdings, while the consolidation of its income statement took effect starting 3Q15.

Operational and Financial Performance

ASCOM’s consolidated revenues in FY15 came in at EGP 702.3 million, an 11% increase over FY14, filtering into an EBITDA of EGP 56.6 million compared to EGP 46.2 million in FY14 – a 23% year-on-year improvement. The healthy surge in EBITDA is primarily due to the successful management of product-mix pricing as well as effective cost management.

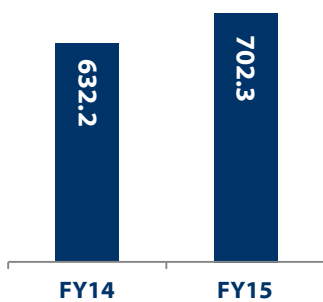


QH OWNERSHIP — 54.7%

ASCOM revenues record growth of 11% y-o-y in FY15

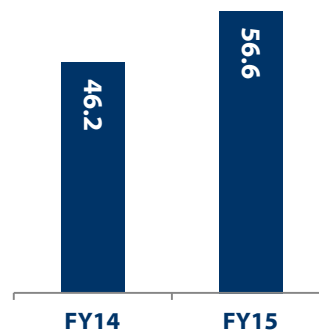
ASCOM Consolidated Revenues

EGP 702.3 mn
(FY15)



ASCOM Consolidated EBITDA

EGP 56.6 mn
(FY15)



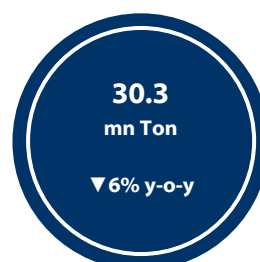
ASCOM Subsidiaries (EGP mn unless otherwise stated)	4Q14	4Q15	% diff	FY14	FY15	%diff
ACCM Revenues (in USD mn)	4.7	4.7	1%	19.6	18.5	(5%)
ACCM EBITDA (in USD mn)	0.7	(0.2)	n/a	3.7	2.2	(41%)
GlassRock Revenues (in USD mn)	1.0	1.8	72%	4.0	4.9	21%
GlassRock EBITDA (in USD mn)	(0.4)	(0.5)	12%	(1.2)	(1.6)	26%
Egypt Quarrying Revenues	85.1	99.7	17%	343.3	398.6	16%
Egypt Quarrying EBITDA	4.7	4.1	(13%)	26.8	25.9	(3%)
Other Quarry Management Revenues - ex Egypt*	54.1	50.1	(7%)	120.2	147.6	23%
Other Quarry Management EBITDA - ex Egypt*	7.6	68.6	802%	4.3	38.1	786%

ACCM's revenues in FY15 declined by 5% year-on-year to USD 18.5 million compared to USD 19.6 million in FY14. The decline comes on the back of a slowdown in performance due to challenges in the African market, largely due to currency issues – from a weakened South African Rand to a USD shortage in Ghana and Nigeria – taking a toll on ACCM's export volumes. For the full year, ACCM reported 247.5 thousand tons sold, almost exactly equal to the previous year. While the company's operations in India are starting to gain momentum following a slow start, increased competition and aggressive pricing adversely affected margins.

ASCOM's **Egypt Quarrying** revenues came in at EGP 398.6 million in FY15, a 16% increase year-on-year; however, EBITDA came in 3% lower y-o-y in FY2015 at EGP 25.9 million compared to EGP 26.8 million in FY14. The increase in revenues was driven by increases in sale prices as well as the commencement of a new project in Ethiopia, despite a 6% decrease in volumes sold – 30.3 million tons in FY15 compared to 32.3 million tons the previous year. Meanwhile, **Other Quarry Management** saw a stoppage in operation between August and mid-October in the main crusher in Sudan, partly contributing to a sharp decline in revenues and profits through the third quarter. The crusher underwent maintenance and was operational around the clock since to compensate for losses. This led to a q-o-q doubling in Other Quarry Management revenues in the fourth quarter of 2015, reaching EGP 147.6 million in total for the year. Meanwhile, EBITDA recorded EGP 38.1 million in FY15, a significant increase from the EGP 4.3 million recorded last year, owing to a modified accounting treatment of FX gains generated in Sudan, which the company's auditors view as an operational income and hence have been included above the EBITDA line.

In mining, ASCOM has several concessions in Sudan and Ethiopia that it uses for exploration of gold, silver and copper. At its western Ethiopian concession, ASCOM's exploration drilling yielded very promising results and the company released its Maiden Mineral Resource Estimate putting gold resources in place at a total of 1.5 million ounces at 1.5 grams per ton. ASCOM is embarking on further exploration drilling work on site as well as on a full bankable feasibility study, which should precede a full mining license and ultimately a gold production facility.

ACCM Volumes Sold (FY15)

Egypt Quarrying Business Volumes Sold (FY15)


Cement Sector Review



Sector Review: Cement

Qalaa Holdings' operational Cement platform company is ASEC Holding, which includes cement manufacturing (ASEC Cement with production facilities: Al-Takamol Cement in Sudan; ASEC Minya and ASEC Ready Mix in Egypt (divested); Zahana Cement Co. and Djelfa (under construction) in Algeria; construction (ARESCO, ASEC Automation) and technical management (ASEC Engineering and ASENPRO).

Operational and Financial Performance

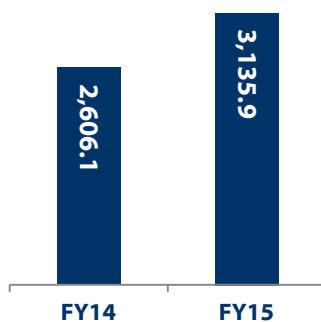
The Cement sector includes three divisions: Cement, Construction and Management. ASEC Holding's consolidated revenues increased by 20% y-o-y in FY15 to EGP 3,135.9 million. It is worth noting that during the 9M15 period, Qalaa reduced its exposure to the cement industry, with ASEC Cement concluding the sale of its stake in business unit Misr Cement Qena in a deal valued at c. EGP 700 million, as well as exiting ASEC Minya and ASEC Ready-Mix in a c. EGP 1 billion deal. Revenue and EBITDA figures for ASEC Holding and ASEC Cement were adjusted to include contributions from Misr Cement Qena (share of associates) up until the end of June 2015 and from ASEC Minya and ASEC Ready Mix up until the end of October 2015. Said contributions are reflected in the statutory financials under Discontinued Operations.



QH OWNERSHIP — 69.2%

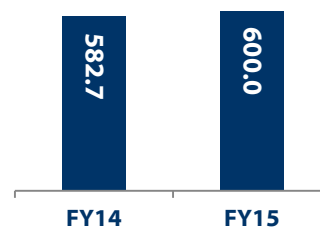
ASEC Holding Consolidated Revenues

EGP 3,135.9 mn
(FY15)



ASEC Holding Consolidated EBITDA

EGP 600.0 mn
(FY15)



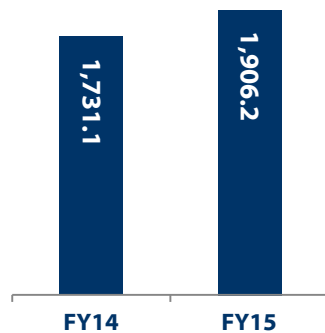


ASEC HOLDING OWNERSHIP — 59.9%

ASEC Cement reports 10% y-o-y growth in FY15 revenues despite lower contributions from divested assets

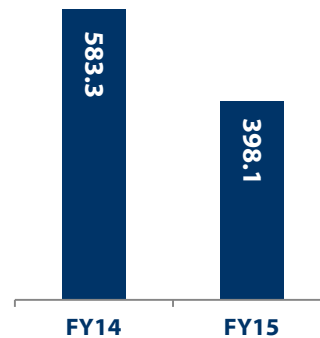
ASEC Cement Revenues

EGP 1,906.2 mn
(FY15)



ASEC Cement EBITDA

EGP 398.1 mn
(FY15)



Despite **ASEC Cement’s** adjusted figures reflecting contribution from its Egyptian assets up until the end of June 2015 (Misr Cement Qena in share of associates) and October 2015 (ASEC Minya & ASEC Ready Mix), sales revenues climbed 10% y-o-y to reach EGP 1,906.2 million in FY15. The growth in top-line was primarily driven by operations at Sudan’s Al-Takamol Cement having posted an impressive 82% y-o-y increase in revenues to EGP 821.9 million compared to the previous year’s figure of EGP 450.5.

Al-Takamol Cement’s almost two-fold growth in revenues was translated into a more than four-fold increase in EBITDA standing at EGP 195.5 million in FY15, thanks to tight operational management and state-of-the-art FLS technology. Al-Takamol produced a total of 760 thousand tons in FY15, up 73% y-o-y and despite a slowdown during 3Q15 on the back of limited fuel shortages. Increased production at Al-Takamol as well as technical difficulties faced at competing plants allowed the company to increase its market share to 33% at the end of 2015 compared to 24% during the year. Technical difficulties across Sudanese plants have continued into 2016 leading to choked supply and a consequent surge in prices. Al-Takamol Cement is thus ideally positioned to capture an even larger market share and to maintain its stellar performance.

Meanwhile, outlook for divested business units operating in the local market is somewhat hampered by depressed prices owing to higher capacity utilizations and increased market supply. Local cement producers are now able to ramp-up production as conventional fuel supply — HFO and diesel — became more consistent, as well as some producers completing their conversion to coal. ASEC Cement’s divestments of its 27.5% stake in Misr Cement Qena in 2Q15 (EGP 700 million), and its 46.5% stake in ASEC Minya and 55% stake in ASEC Ready Mix in 3Q15 (c. EGP 1 billion), were concluded at optimal valuations and at a time preceding a market-wide reduction in operational margins. Proceeds from the divestment of Misr Cement Qena were used to pay-off all of ASEC Cement’s debts and intercompany loans with the balance distributed to the shareholders. Similarly, proceeds from ASEC Minya and Ready-Mix were used to partially deleverage at the holding and platform company levels.

At the EBITDA level, the cement segment reported EGP 398.1 million in FY15, down 32% y-o-y. The sharp decline comes partly on the back of the aforementioned local market dynamics, and is reflective of absent contributions from divested assets during the year.

ASEC Cement Subsidiaries (EGP mn)	4Q14	4Q15	% diff	FY14	FY15	%diff
Asec Minya Revenues	346.8	79.9	(77%)	1,176.6	922.9	(22%)
Asec Minya EBITDA	94.0	11.4	(88%)	365.2	199.2	(45%)
Al-Takamol Cement Co. Revenues	110.3	216.1	96%	450.5	821.9	82%
Al-Takamol Cement Co EBITDA	13.4	49.7	271%	64.3	195.5	204%
ASEC Ready Mix Revenues	49.9	16.3	(67%)	146.5	161.4	10%
ASEC Ready Mix EBITDA	7.5	2.5	(67%)	19.4	21.7	12%
Zahana (Algeria) Revenues*	99.8	127.9	28%	329.1	395.9	20%
Zahana (Algeria) EBITDA*	40.8	58.6	(44%)	124.0	180.1	45%

*Zahana is consolidated using the equity method (share of associates)

**Total Sales Volume
(ASEC Minya) (Jan - Oct 2015)**



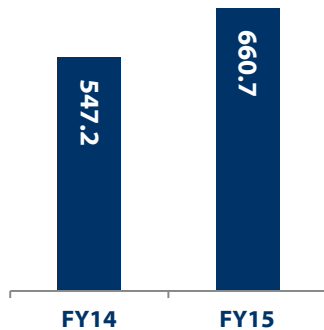
**Total Sales Volume
(Al-Takamol) (FY15)**



ASEC Engineering Revenues climb 21% y-o-y; EBITDA turns a positive 51.7 million in FY15

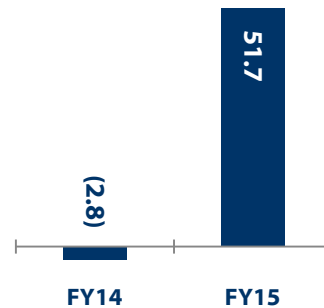
ASEC Engineering Revenues

EGP 660.7 mn
(FY15)



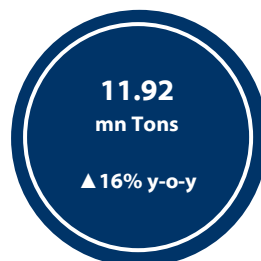
ASEC Engineering EBITDA

EGP 51.7 mn
(FY15)



ASEC Engineering manages plants in Egypt with a combined capacity of 13.5 MTPA, with FY15 production standing at 11.9 million tons, up 16% y-o-y on the back of improvements at all managed projects as fuel supply became more consistent. Operational improvements were reflected on ASEC Engineering’s revenues which came in at EGP 660.7 million in FY15, up 20% compared to EGP 547.2 million recorded in FY14. Meanwhile, the company turned a positive EBITDA of 51.7 million in FY15, reversing last year’s negative figure of EGP 2.8 million. The improvement in financial metrics is owed to enhanced operational efficiency and reduced fixed costs, higher fee per ton and significant contributions from overseas projects.

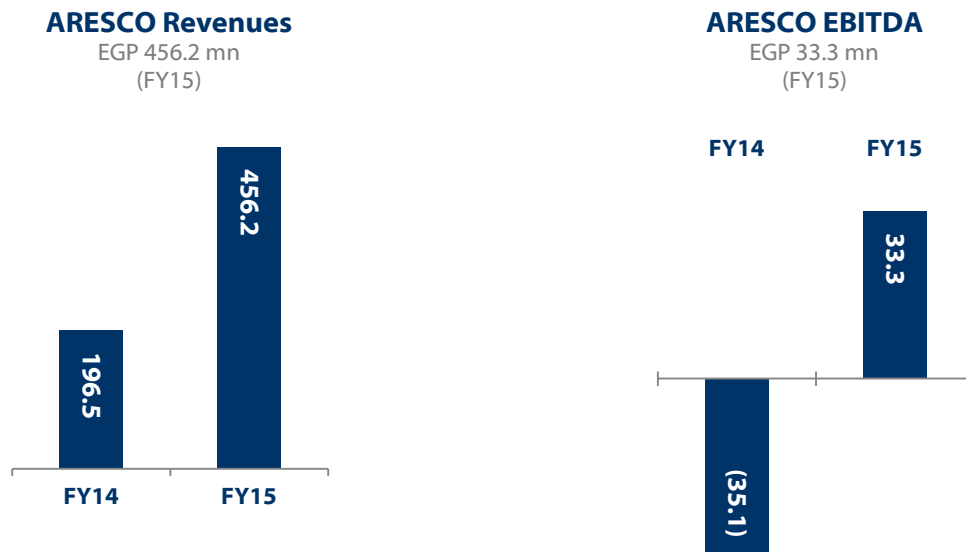
**Managed Clinker Production
(FY15)**





ASEC HOLDING OWNERSHIP — 99.9%

ARESCO reports over a two-fold increase in Revenues to EGP 456.2 million in FY15



ARESCO's revenues in FY15 came in at EGP 456.2 million, up 132% compared to the previous year's figure of EGP 196.5. Top-line improvement was reflected at the EBITDA level, which stood at EGP 33.3 million in FY15, a reversal of FY14's negative figure of EGP 35.1 million. ARESCO's solid financial performance is supported by the company's healthy backlog of contracts totaling EGP 473.1 million, up 15% over FY14 close of EGP 409.9 million.

Total Construction Backlog (ARESCO) (FY15)



Sectors Under Divestment: Agrifoods

Agrifoods companies include Gozour (multicategory agriculture and consumer foods) and Wafra (agriculture in Sudan and South Sudan). Wafra faces difficulties in operations ranging from political and civil conflicts in South Sudan to technical problems in Sudan and hence its figures have been excluded from this review.

In the wake of management’s decision to divest its agrifoods assets, Qalaa has concluded several exits from platform companies operating under Gozour during the fourth quarter of 2015. In December 2015, Gozour’s business unit in Sudan, Rashidi for Integrated Solutions, concluded the sale of its two Halawa and Biscuits plants in Sudan to a Sudanese investor at an enterprise value of US\$ 4.25 million. Additionally, Gozour concluded its divestment of its full 100% holding in Misr October for Food Industries (El-Misrieen), an Egyptian manufacturer of cheese products, at an enterprise value of EGP 50 million. Gozour has also reached financial close in December on the sale of 100% in confectioner Rashidi El-Mizan (REM) to Saudi Arabia’s Olayan Financing Company and its subsidiaries, for a total consideration (equity value) of EGP 518 million.

Gozour has just inked a sale and purchase agreement (SPA) to divest its 100% holding in milk and juice producer, Enjoy and El-Aguizy International, an Egyptian grower and exporter of produce. Gozour had previously impaired the value of its investments in Enjoy and El-Aguizy, which are distressed assets, and have not been operational since 2013 and 2015, respectively. Gozour had also previously impaired the value of its investment in El-Misrieen, which ceased operations in 2012. All three companies are accounted for as Discontinued Operations under Qalaa’s consolidated financial statements.

It is worth noting that Qalaa appointed leading investment bank EFG Hermes as sell-side advisor for the sale of Dina Farms. When concluded, the Dina Farms sale will leave Gozour’s retail supermarkets business, that Qalaa intends to retain, as the last remaining operation in the agrifoods sector.

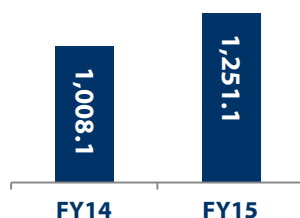


QH OWNERSHIP — 43.1%

Gozour reports 24% y-o-y growth in FY15 Revenues

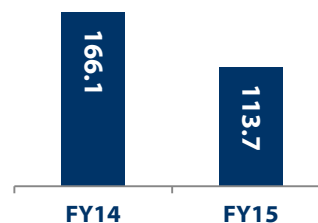
Consolidated Gozour Revenues

EGP 1,251.1 mn
(FY15)



Consolidated Gozour EBITDA

EGP 113.7 mn
(FY15)



Gozour reported revenues of EGP 1,251.1 million in FY15, up 24% y-o-y compared to FY14 figure of EGP 1,008.1 million. Revenue growth came despite FY15 figures reflecting contributions from REM up until November 2015. Additionally, Gozour’s consolidated figures do not include contributions from Dina Farms’ retail supermarkets operation, ACST, which was spun-off in a separate company in preparation for the eventual divestment from Dina Farms. The aforementioned dynamics at the company’s top-line were reflected on Gozour’s EBITDA, which came in 32% lower y-o-y in FY15 standing at EGP 113.7 million.

Gozour Subsidiaries (EGP mn)	4Q14	4Q15	% diff	FY14	FY15	%diff
Rashidi El-Mizan Revenues	137.4	47.8	(65%)	480.2	477.7	(0.5%)
Rashidi El-Mizan EBITDA	21.3	9.0	(58%)	67.1	62.8	(6%)
Dina Farms Revenues	73.6	79.7	8%	365.6	383.6	5%
Dina Farms EBITDA	27.0	26.2	(3%)	109.4	112.7	3%
ICDP Revenues (Fresh Dairy producer)	28.7	34.8	21%	110.7	135.8	23%
ICDP EBITDA	4.5	5.0	11%	21.9	22.0	-
ACST Revenues (Retail Supermarkets)	40.8	62.5	53%	127.4	263.7	107%
ACST EBITDA	(0.1)	(22.9)	High	1.6	(17.8)	n/a

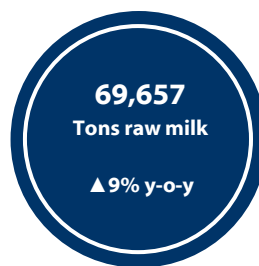
- Reflecting only 11 months of operation, **Rashidi El-Mizan (REM)** saw revenues decrease 0.5% y-o-y to EGP 477.7 million in FY15. EBITDA meanwhile stood at EGP 62.8 million, down 6% y-o-y compared to FY14 figure of EGP 61.7 million.
- **Dina Farms** reported a 5% y-o-y increase in revenues in FY15 to EGP 383.6 million, with EBITDA also inching up 3% y-o-y to EGP 112.7.
- **ICDP**, which markets Dina Farms' fresh dairy produce, posted a 23% y-o-y growth in revenues to EGP 135.8 million in FY15. However, top-line growth was not reflected on EBITDA which came at EGP 22.0 million, showing flat growth for the year on the back of higher operational expenses. It is worth noting that ICDP is diversifying into large markets such as cheese, already having introduced a number of fresh cheese products.
- **ACST** (Dina Farms Retail) saw revenues increase 107% y-o-y in FY15 to EGP 263.7 million, buoyed by a 53% y-o-y growth in the number of retail stores currently standing at 23 supermarkets. Meanwhile, an inventory-management system malfunction, which led to a differential in inventory count, saw ACST book a non-recurring expense in 4Q15, leading to a full-year EBITDA of negative EGP 17.8 million. The company plans on rebounding from FY15 losses by limiting network expansion CAPEX and simultaneously gearing up for the upcoming seasonal demand during the holy month of Ramadan.

ICDP Sales (FY15)

Dina fresh dairy producer



Dina Farms Sales (FY15)

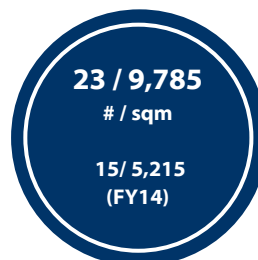


Dina Farms Total Herd* (FY15)



* Of which 7,108 are milking cows

Retail Stores / Retail Space (FY15)



Divested Sectors: Microfinance

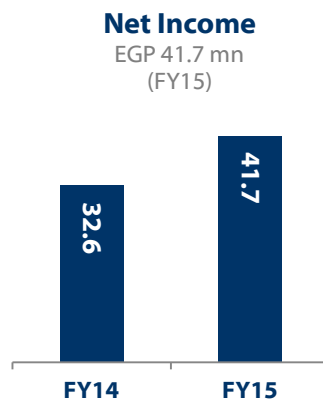
Tanmeyah Micro Enterprise Services was founded in March 2009 to extend microfinance loans in the range of EGP 1,000 to EGP 30,000 to small-scale businesses in Egypt and offer financial solutions to segments of the population who previously had no access to such services. In March 2016, Qalaa Holdings’ business unit, Finance Unlimited, finalized the sale of its entire holding in subsidiary Tanmeyah Microenterprise Services to EFG Hermes in a transaction that values 100% of Tanmeyah at EGP 450 mn. Qalaa Holdings held an effective ownership of 70% in Tanmeyah.



QH OWNERSHIP — 70%

Tanmeyah reports 44% y-o-y increase in Revenues in FY15

Tanmeyah reported a solid 44% y-o-y increase in revenues to EGP 132.5 million in FY15. Top-line improvement comes on the back of growth in the lender’s loan portfolio and ticket size.



Revenue growth filtered down the company’s income statement with net operating income posting a 62% y-o-y rise to EGP 53.2 million in FY15. Meanwhile, Tanmeyah’s net income came in 28% higher y-o-y in FY15 standing at EGP 41.7 million compared to FY14 figure of EGP 32.6 million.

Total loans extended by Tanmeyah increased 39% y-o-y in FY15 to reach EGP 868.2 million compared to FY14’s EGP 623.3 million. The increase in loan book was supported by the company’s expanded branch network, which currently stands at 114 branches nation-wide, as well as the increased number of active borrowers to c.110 thousand individuals from c.87 thousand in FY14. Total outstanding loans stood at EGP 493.9 million in FY15, up 30% y-o-y, and with a Non-Performing Loan ratio of 4.5%, down from 6.9% at year-end 2014.

Amount of Loans Outstanding (FY15)

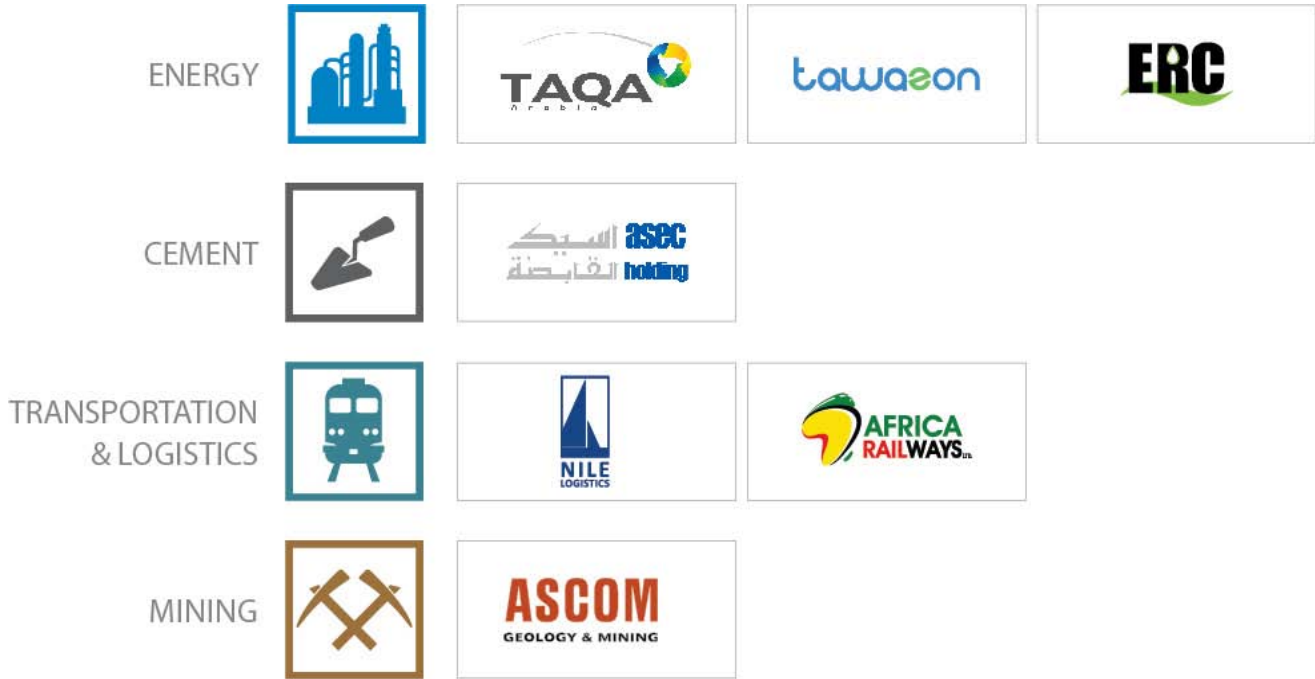


Total Loans Issued in the Period (FY15)



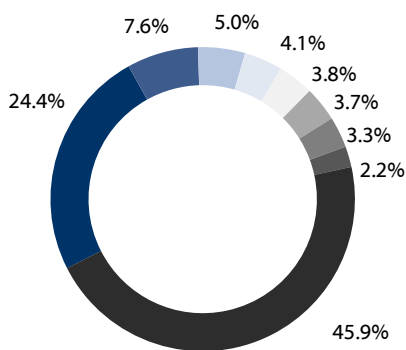
Number of Active Borrowers (FY15)





SHAREHOLDER STRUCTURE

(as of 31 March, 2016)



- CCP
- EIC
- Caravel
- Coronation
- DH Investors LTD
- CIB
- Fidelity
- Olayan
- Others

Forward Looking Statements

Statements contained in this Business Review that are not historical facts are based on current expectations, estimates, projections, opinions and beliefs of Qalaa Holdings. Such statements involve known and unknown risks, uncertainties and other factors, and undue reliance should not be placed thereon. Certain information contained herein constitutes "targets" or "forward-looking statements," which can be identified by the use of forward-looking terminology such as "may," "will," "seek," "should," "expect," "anticipate," "project," "estimate," "intend," "continue" or "believe" or the negatives thereof or other variations thereon or comparable terminology. Actual events or results or the actual performance of Qalaa Holdings may differ materially from those reflected or contemplated in such targets or forward-looking statements. The performance of Qalaa Holdings is subject to risks and uncertainties.

CCAP.CA on the Egyptian Stock Exchange

Investor Relations Contacts

Mr. Amr El-Kadi
Head of Investor Relations
akadi@qalaaholdings.com
Tel: +20 2 2791-4440
Fax: +20 2 2791-4448

Mr. Tamer Darwish
Investor Relations Officer
tdarwish@qalaaholdings.com
Tel: +20 2 2791 4440
Fax: +20 2 2791-4448