

Cairo, July 2018

Press Release: Al Rehab Securitization Company - Seventh Issue 2018-2023

MERIS (MIDDLE EAST RATING & INVESTORS SERVICE) ASSIGNS NATIONAL SCALE RATINGS (NSR) TO THE SEVENTH MULTIPLE-TRANCHE ASSET-BACKED SECURITIZATION BOND ISSUED BY AL REHAB SECURITIZATION COMPANY AND ORIGINATED BY GB LEASE S.A.E.

MERIS (Middle East Rating & Investors Service) has assigned the following ratings on the national scale to the multiple-tranche notes issued by Al Rehab Securitization Company S.A.E. and backed by a single pool of receivables in the total net present value net of expenses of approximately EGP 369 million.

Tranche A: “AA+” (sf) to the EGP 154 million Senior Floating-Rate Notes, due in 13 months, representing 43.4% of the aggregate issue size, with a floating coupon equal to the 182-days T-Bills rate (net of tax) + 0.55% p.a. payable monthly, currently 16.04%;

Tranche B: “AA” (sf) to the EGP 167 million Subordinated Floating-Rate Notes, due in 36 months, representing 47.0% of the aggregate issue size, with a floating coupon equal to the 182-days T-Bills rate (net of tax) + 1.10% p.a. payable monthly, currently 16.59%,

Tranche C: “A” (sf) to the EGP 34 million Junior Subordinated Floating-Rate Notes, due in 60 months, representing 9.6% of the aggregate issue size, with a floating coupon equal to the 182-days T-Bills rate (net of tax) + 1.70% p.a. payable monthly, currently 17.19%.

The notes will be redeemed sequentially in order of seniority. All three classes will follow a pass-through amortization.

All of the above ratings are considered investment grade on the National Rating Scale. A “AA” grade represents **Very Strong** Creditworthiness relative to other domestic issues. An “A” rated issuer or issue is considered of **Above Average** Creditworthiness relative to other domestic issuers or issues. The (+/-) signs denote relative status within each rating category and the (sf) insertion stands for structured finance.

The ratings are a relative ranking of risk and address the expected loss posed to investors by the notes maturity. In MERIS's opinion, the transaction structure allows for timely payment of interest and ultimate repayment of principal with respect to the notes maturity.

Al Rehab Securitization Company S.A.E. – a special purpose entity – was incorporated in Egypt in 2008 in accordance with the Capital Market Law 95/1992. The bond issue is backed by floating rate auto, equipment and real estate leasing receivables from large, medium and small-sized corporate entities domiciled in Egypt. The leasing receivables have been originated by GB Lease between 2013 and 2018. The collateral portfolio comprises a static pool of 203 fully amortizing financial leasing contracts.

The ratings assigned to the notes are based on: (1) a credit assessment of the initial portfolio of underlying leasing receivables, which reflects the Originator's reasonable underwriting, collection and monitoring guidelines and procedures; (2) the level of protection provided to investors by the over-collateralization (net of expenses) in the amount of 3.8% of the aggregate notes size at the closing of the transaction, in addition to an irrevocable and unconditional bank letter of guarantee in the amount of 18.5% (EGP 65.675 million), as well as the structural subordination of tranches B and C to the more senior tranches; (3) the liquidity support in the form of a cash reserve account in the size of 3% of the outstanding aggregate notes balance, which is to be funded over the first six months after closing and adjusted with the full repayment of each tranche; (4) the relatively high seasoning of 26 months of the securitized pool; (5) the relatively low weighted average current loan-to-value (LTV) ratio (52.6% of the original purchase price), which accelerates the build-up of owner's equity into the assets and hence minimizes the lessees' propensity to default, while at the same time increasing the recovery potential in case of default; (6) the experience

of the Servicer and the efficiency of its operations, in addition to the availability of a back-up servicing agreement with Arab African International Bank (rated B with a Positive Outlook on a Global Scale by Capital Intelligence).

The ratings assigned by **MERIS** also takes into consideration the following limitations of the transaction: (1) lack of sufficient data available regarding historical arrears, default and recovery over the economic cycle in the local market; (2) the generally greater uncertainty associated with unrated Originators, and the use of securitization proceeds to fund the Originator's growing phase; mitigated, however, by the Originator's experienced management team and adherence to its underwriting policies and procedures, which assure a reasonable quality receivables pool; (3) high linkage between the ratings of Class C notes to the ratings of the external credit support provider, i.e. issuer of the bank letter of guarantee in the amount of EGP 65.675 million; (4) a mismatch period between any interest rate adjustments on the contracts and that of the notes; (5) remarkably high individual obligor concentrations exhibited by the pool; (6) notably high share of relatively longer tenor contracts, which carry relatively higher credit risk due to the slower build-up of owner's equity, partially mitigated by the relatively high seasoning of the portfolio and reasonable loan to value ratio; (7) around 30% of the concentrated portion of the portfolio (all exposures above 1% of the portfolio) comprises SMEs, which have a riskier credit profile in comparison to corporates; (8) the company's collections are not conducted through a fully automated IT system. However, the management has recognized this deficiency in the company's operations and is already taking steps to upgrade the existing system; (9) the existence of legal uncertainties, given that the key legal concepts underpinning securitization transaction enforcement remain largely untested in judicial proceedings or in practice in Egypt, mitigated by the legal opinions provided by the transaction's legal advisor on issues such as true sale, separateness of accounts, commingling and consolidation risk.

MERIS will monitor the transaction on an on-going basis and will issue regular performance reports.

Copyright 2018 Middle East Rating and Investors Service ("**MERIS**"). All rights reserved.

CREDIT RATINGS AND PUBLICATIONS ISSUED BY MERIS ARE OR CONTAIN MERIS' CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES. MERIS DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL, FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS AND MERIS' OPINIONS INCLUDED IN MERIS' PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MERIS' PUBLICATIONS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND CREDIT RATINGS AND MERIS' PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. NEITHER CREDIT RATINGS NOR MERIS' PUBLICATIONS COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MERIS ISSUES ITS CREDIT RATINGS AND PUBLISHES MERIS' PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL, WITH DUE CARE, MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE, HOLDING, OR SALE.

MERIS' CREDIT RATINGS AND MERIS' PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND RETAIL INVESTORS SHOULD NOT CONSIDER MERIS' CREDIT RATINGS OR MERIS' PUBLICATIONS IN MAKING ANY INVESTMENT DECISION. IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER.

ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MERIS' PRIOR WRITTEN CONSENT .

All information contained herein is obtained by **MERIS** from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, such information is provided "as is" without warranty of any kind. **MERIS** adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources **MERIS** considers to be reliable including, when appropriate, independent third-party sources. However, **MERIS** is not an auditor and cannot in every instance independently verify or validate information received in the rating process or in preparing the **MERIS** publications .

To the extent permitted by law, **MERIS** and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use any such information, even if **MERIS** or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by **MERIS**.

To the extent permitted by law, **MERIS** and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of, or any contingency within or beyond the control of, **MERIS** or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information.

NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY SUCH RATING OR OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MERIS IN ANY FORM OR MANNER WHATSOEVER.