

Cairo, May 2021

Press Release: **Capital for Securitization Company - Third Issue 2019-2023**

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

MERIS (Middle East Rating & Investors Service) has reviewed and affirmed the following ratings on the national scale to the multiple-tranche notes issued by Capital for Securitization Company S.A.E. (3rd Issue) and backed by a portfolio originated by GB Lease (3rd Issue):

Tranche A: “AA+” (sf) to the EGP 35 million Senior Floating-Rate Notes, due in 19 months, representing 7.92% of the outstanding aggregate issue size, with a floating coupon equal to the 91-days T-Bills rate (net of tax) + 0.40% p.a. payable monthly

Tranche B: “AA” (sf) to the EGP 387 million Subordinated Floating-Rate Notes, due in 42 months, representing 87.56% of the outstanding aggregate issue size, with a floating coupon equal to the 91-days T-Bills rate (net of tax) + 0.90% p.a. payable monthly.

Tranche C: “A” (sf) to the EGP 20 million Junior Subordinated Floating-Rate Notes, due in 54 months, representing 4.52% of the outstanding aggregate issue size, with a floating coupon equal to the 91-days T-Bills rate (net of tax) + 1.30% p.a. payable monthly

The notes are redeemed sequentially in order of seniority. All three classes follow a pass-through amortization. The maturity dates have been extended as per the bondholders meeting held on May 4th, 2020, where tranche A, B and C tenors have been extended by six months from their initial legal maturity dates.

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.

Capital for Securitization Company S.A.E. – a special purpose entity – was incorporated in Egypt in 2019 in accordance with the Capital Market Law 95/1992. The bond issue is backed by floating rate real estate, auto, and equipment leasing receivables from large, medium and small-sized corporate entities domiciled in Egypt. The leasing receivables have been originated by GB Lease between 2014 and 2019. At issuance, the collateral portfolio comprised a static pool of 33 fully amortizing financial leasing contracts.

In view of the amortization of the bond and the reasonable performance of the receivables, there has been a buildup of credit enhancement that is currently above the requirements for the ratings of the notes. To maintain the existing ratings of the transaction, the external credit enhancement in the form of a bank letter of guarantee can be adjusted downwards to EGP 83,980,000 effective immediately.

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 22.6% % of the outstanding aggregate notes size, in addition to an irrevocable and unconditional bank letter of guarantee in the amount of 19.0% (EGP 103.86 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; (4) the reasonable seasoning of 24 months of the securitized pool; (5) 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 (AAIB) (rated 'B+' with a Stable Outlook 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 operations; 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; (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) 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 is monitoring the transaction on an on-going basis and issues regular performance reports.

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