Confidential

depa

Investor Presentation
Fiscal Year 2013
April 2014

Depa Limited
Dubai, UAE

Disclaimer

This material contains certain statements that are "forward-looking" including management's expectations and analysis. These statements are based on management's current expectations and are naturally subject to uncertainty and changes in circumstances. Actual results may vary materially from the expectations contained herein and readers and listeners are cautioned not to place undue reliance on any forward-looking comments. Depa Ltd undertakes no obligation to update or alter its forward-looking statements, whether as a result of new information, future events, or otherwise.

Contents

Overview

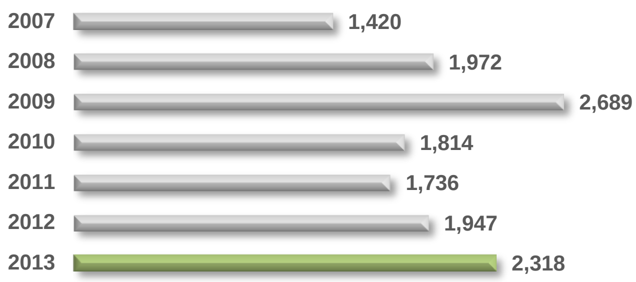
FY 2013 Overview

Third consecutive year of growing revenues with an improvement in the quality of backlog

Revenue

- We successfully diversified our revenue base in 2013 across MENA region, Germany and other countries
- We closed the year with Revenue of AED 2.32 billion compared to AED 1.95 billion in FY2012, which represents 19% growth from previous year.

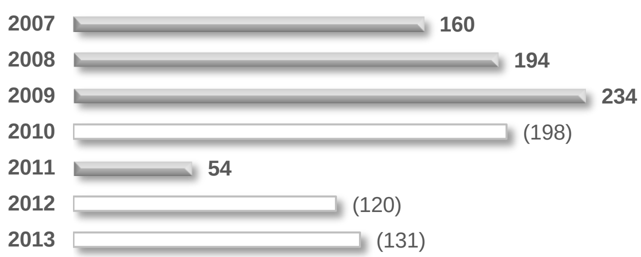
Revenue (AED Million)



Net Loss

- We ended the year with Net Loss after Non-Controlling Interest of AED 131 million compared to Net Loss after Non-Controlling Interest of AED 120 million last year
- The Company has set aside AED 118 million for provisions on old receivables, exposures on projects where guarantees have been encashed or where little progress has been made on outstanding dues, impairment of investments, intangible assets, corporate and salary tax provision

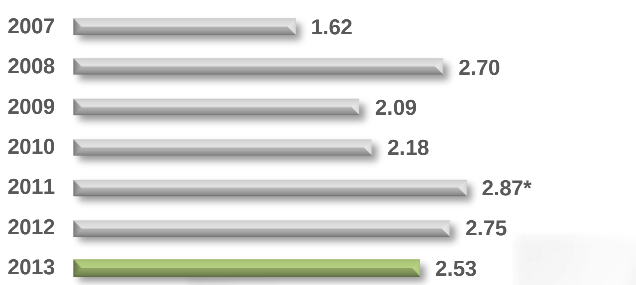
Net Profit/ (Loss) [after non-controlling interest](AED Million)



Backlog

- The backlog was AED 2.53 billion at the end of 2013, down 8% from AED 2.75 billion at the end of 2012
- The projects included in our current backlog carry lower project- and client-associated risks
- Backlog remains diversified across sectors and geographies

Backlog (AED Billion)



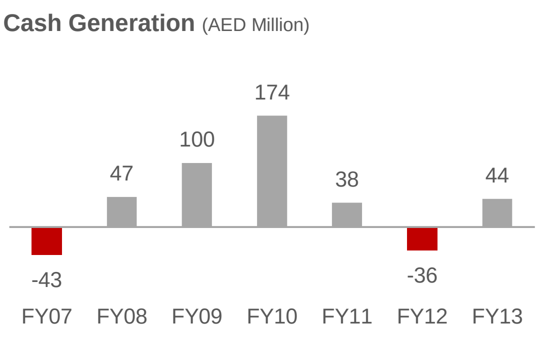
*Backlog for 2011 has been adjusted for ex-NDIA

FY 2013 Overview

Third consecutive year of growing revenues with an improvement in the quality of backlog

Balance Sheet/Cash Generation

- Total Assets at year end 2013 increased to AED 3,209 million compared to AED 3,144 million at the year end 2012. Total Liabilities were AED 1,752 million compared with AED 1,531 million as of 31 Dec 2012.
- Cash at bank as on 31 Dec 2013 was AED 399 million compared to AED 307 million at the end of FY2012.



Growth Markets

- Saudi Arabia and UAE continue to be the potential growth markets for the year ahead. Saudi Arabia contributes 19.6% and UAE contributes 24% of the backlog.
- Emerging markets remain a focal point for our business development, namely the CIS region and Africa.

Completed Projects

- Conrad Hotel Dubai
- Fairmont Baku
- Capital Centro Centre - AUH
- World Trade Centre Mall
- Waldorf Astoria - RAK
- Terminal 2 Mumbai
- IPIC Headquarters
- Cairo Festival City

Backlog

Backlog

Quality of backlog improved by completing problematic projects in 2013

S.N	Project Details	Country	Total Backlog
1	Singapore Projects Above 10 Million (18 Projects)	Singapore	508,469,176
2	Private Yachts projects above 10 Million (6 Projects)	Germany	277,122,298
3	The new Presidential Palace in Abu Dhabi	UAE	256,386,154
4	Fairmont Hotel & Service Apartments	UAE	175,640,133
5	King Saud University	Saudi Arabia	173,562,145
6	KAPSARC- King Abdullah Petroleum Studies and Research Center	Saudi Arabia	165,537,879
7	Twin Tower Hotel	Qatar	91,115,214
8	Makkah Mosque - Shamiyah Expansion	Saudi Arabia	91,443,298
9	Golden Gulf Tower	Qatar	85,667,250
10	Intercontinental Hotel	Angola	62,732,652
11	Hyatt Dubai Health Care City	UAE	48,397,971
12	Al Forsan Sport Hotel	UAE	22,532,093
13	Platinum Suite	Malaysia	36,122,954
14	Hyatt Regency and Conrad Hotels	Saudi Arabia	28,838,071
15	Regent Emirate Pearl	UAE	26,060,376
16	Sheikh Khalifa Specialized Hospital	Morocco	21,945,687
17	Doha City Center - Phase III	Qatar	23,650,984
18	Falcon Tower	Qatar	23,190,432
19	ACC - Jabal Omar Development	Saudi Arabia	22,295,483
20	Yacht Interior	Netherlands	21,615,949
21	AIDA Cruise - Mitsubishi Liner Aida	Japan	21,355,603
22	Private Yacht	Italy	18,210,506
23	Somerset Puteri Harbour	Malaysia	16,336,432
24	Mumbai International Airport	India	13,150,077
25	Private Yacht	USA	11,825,447
26	Accommodation Towers	Angola	10,791,310
27	King Abdul Aziz University - Senate Hall	Saudi Arabia	10,673,695
28	Westin Hotel (Previously known as Regent Hotel)	Qatar	10,128,737

- During the year, the management team took the decision to complete the legacy projects that have proven problematic resulting in an upward revision of revenues in 2013. These include Cleveland Clinic, Doha City Centre and ITC Chennai. This has also allowed the Company to start its new 2014 financial year with a much stronger balance sheet

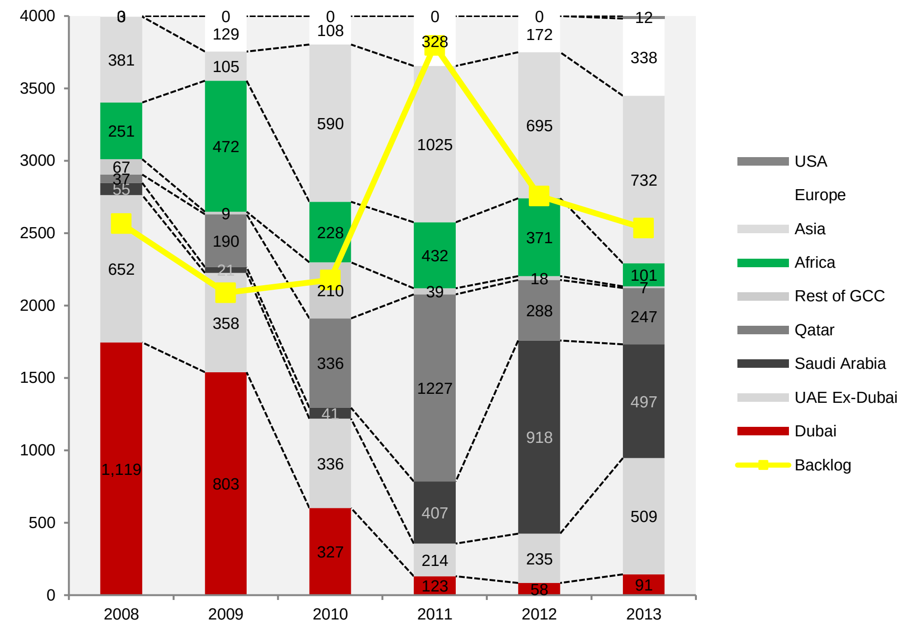
- The reduction in ‘legacy’ risk has enabled the Company to end the financial year 2013 with a very solid set of projects in its backlog. As a consequence at 31 December 2013, the backlog was AED 2.53 billion, down 8% from AED 2.75 billion at the end of 2012. The Company will remain cautious when signing projects by increasing risk assessment
- Overall, we are confident that the projects included in our current backlog carry low project- and client-associated risks, particularly as we have spent considerable time and effort ensuring this to happen. Our geographic and segmental diversification continues to be key to the successful growth of the Company

Backlog: Geographical Distribution

The concentrated backlog in Saudi of 33.32% in 2012 was diversified away to UAE, Asia Europe in 2013

Geographical Distribution

Country	Backlog Year End 2012		Backlog Year End 2013	
	Value	%	Value	%
UAE –Dubai	57,853,785	2.10%	91,225,353	3.60%
UAE Ex- Dubai	235,084,592	8.53%	508,675,159	20.07%
Saudi Arabia	917,933,982	33.32%	497,152,074	19.62%
Qatar	287,756,875	10.45%	247,442,115	9.76%
Rest of GCC	18,310,836	0.66%	6,702,437	0.26%
Africa	371,057,896	13.47%	101,229,657	3.99%
Asia	694,669,838	25.22%	731,773,251	28.87%
Europe	172,176,673	6.25%	338,316,940	13.35%
USA			11,825,447	0.47%
Total(Dhs)	**2,754,844,476**	**100%**	**2,534,342,433**	**100%**

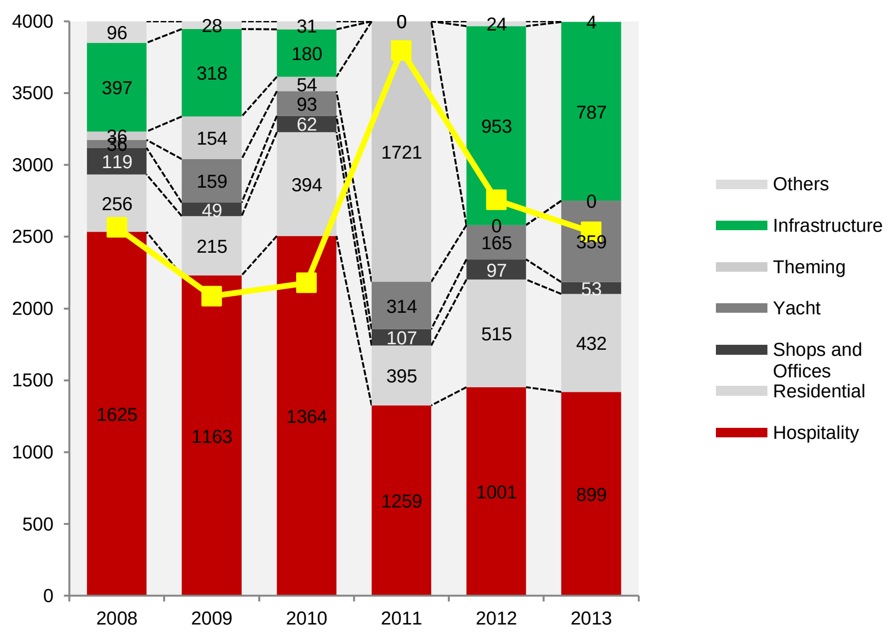


Backlog: Sector Distribution

The sector-wise backlog blend hovered around Hospitality and Government led projects with almost equal weightage.

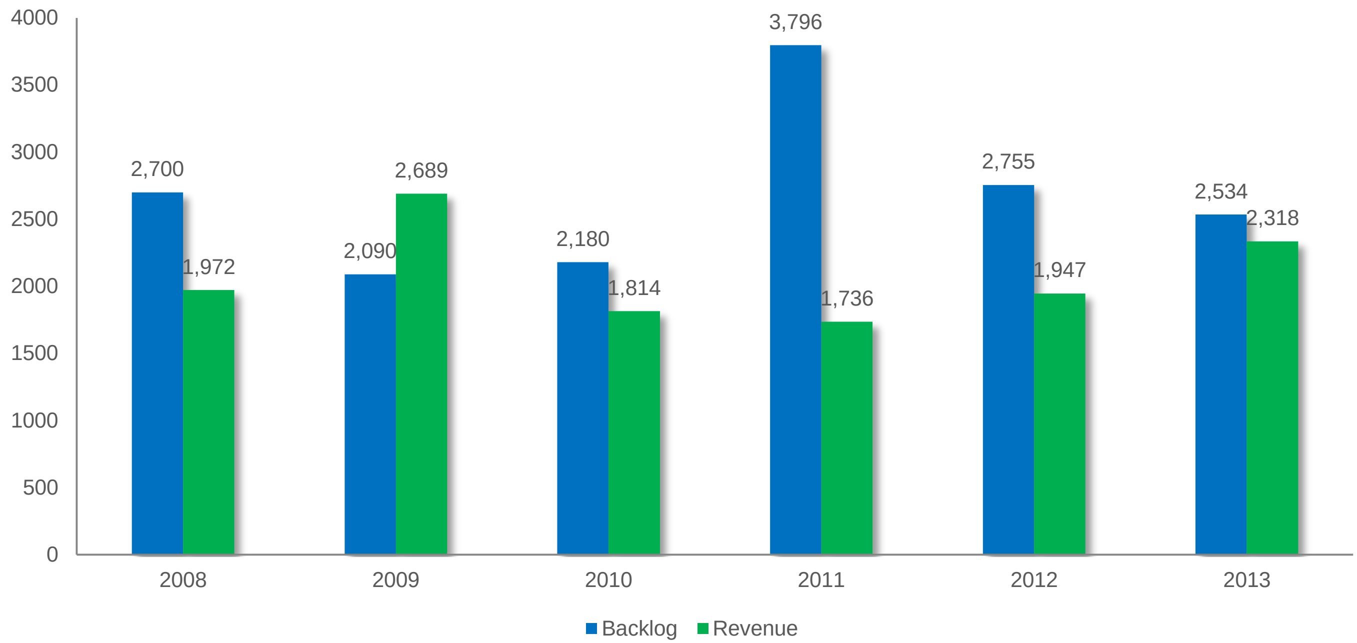
Sector Distribution

Market	Backlog Year End 2012		Backlog Year End 2013	
	Value	%	Value	%
Hospitality	1,001,326,988	36.3%	898,529,722	35.45%
Residential	514,680,063	18.7%	432,172,318	17.05%
Shops and Offices	96,747,466	3.5%	53,472,010	2.11%
Yacht	165,256,938	6.0%	358,826,299	14.16%
Infrastructure led by government	952,476,632	34.6%	787,429,344	31.07%
Others	24,356,389	0.9%	3,912,741	0.15%
Total(Dhs)	**2,754,844,476**	**100%**	**2,534,342,433**	**100%**



Backlog & Revenue

Backlog level provides ample opportunity for growth in 2014



Corporate Restructuring and Governance

Consolidation and Restructuring

Corporate restructuring began early last year is now nearing completion

Corporate Restructuring Exercise
Ongoing process of merging/divesting business units
The initiative to Close/reorganize under-performing projects is ongoing
Streamlining the Company further by reducing costs, minimizing identified risk exposure and improving quality of finished work
Initiative to Centralize estimation, engineering and design development functions for all subsidiaries is complete and has been completely integrated
The initiative to invest in and improving engineering department’s technology; thus, increasing portion of completed work in factories and reducing on-site requirements; is ongoing

Corporate Restructuring Results
Operationally, contractually and structurally stronger
Increased flexibility when pursuing global projects
Increased accuracy when bidding for development and production of projects
The Company now has four committees as part of its enhancement process, compared to three previously- this allows for increased monitoring of corporate actions to ensure it is aligned with the strategic direction of the company
The benefits of Centralized key functions is being realized through increased savings in time and cost as well as minimized errors
Hired a Chief Investment Officer to assess, monitor and evaluate the existing portfolio of subsidiaries and associates and manage the future acquisition process

Corporate Governance

Seven highly experienced board members were appointed in 2013

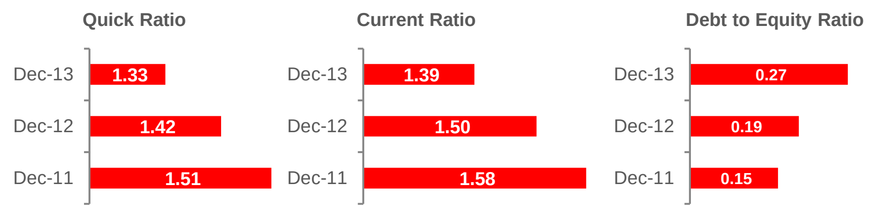
- The appointment of a Compliance and Governance Manager responsible for overseeing the company’s compliance with the DFSA rules and best practices standards of Corporate Governance
- 7 new board members were appointed during the year 2013, replacing previous members, with diverse experience at both the local and international levels in construction, legal and finance, two of whom are independent members
- The company has four board committees in place, instead of three committees previously, to ensure enhanced support of the company’s overall mission and objectives, these committees are the Audit and Compliance Committee; Nomination and Remuneration Committee; Investment Committee and Legal Committee
- Updated and approved the Corporate Governance Manual in 2013 to reflect the recent changes in management and board committees

Financials

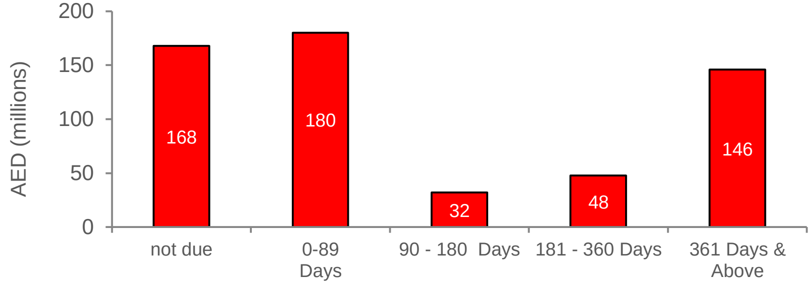
Financials: Overview

AED Million	FY 2013	FY 2012	FY 2011
Revenue	**2,318**	**1,947**	**1,736**
Contract Profit	**187**	**158**	**288**
Contract Profit Margin	***8%***	***8%***	***17%***
General & Admin Expenses	(195)	(191)	(163)
% of Revenue	***8%***	***10%***	***9%***
Provision for Doubtful Debts	(94)	(126)	(4)
Amortization of Intangibles	(35)	(30)	(45)
Profit / (Loss) from Associates	9	12	-2
Impairment loss on investment in Associate	(14)	(12)	0
Impairment of Available for Sale Investment	(7)		
Impairment of Land	(14)		
Gain on Bargain purchase	17		
Other Income / (Expense) - Net	32	24	14
Finance Income / (Cost) - Net	(8)	(9)	(13)
Income Tax	(22)	(10)	(16)
Net Profit / (Loss) before NCI	(144)	(184)	59
Net Profit / (Loss) Margin before NCI	***-6%***	***(9%)***	***3%***
Net Profit / (Loss) after NCI	(131)	(120)	54
Net Profit / (Loss) Margin after NCI	***-6%***	***(6%)***	***3%***

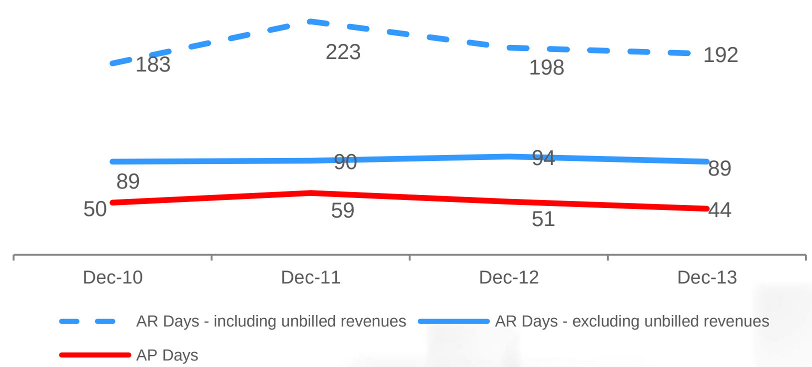
Ratio Analysis



Trade Receivables Aging



Days Receivable and Payable



Financials: Selected Balance Sheet Figures

AED Million	Dec-13	Dec-12	Dec-11
Cash in Hand	399	307	332
Trade Receivables	574	511	433
Unbilled Revenue	662	562	642
Total Current Assets	2,155	2,056	1,825
Total Assets	***3,209***	***3,144***	***3,030***
Total Bank Debt (Short & Long Term)	392	299	262
Total Current Liabilities	1,551	1,375	1,155
Total Liabilities	***1,752***	***1,531***	***1,286***
Total Equity	***1,457***	***1,613***	***1,744***

KPIs

Working Capital	604	681	670
CAPEX	26	29	71

Financials: Selected Cash Flow Figures

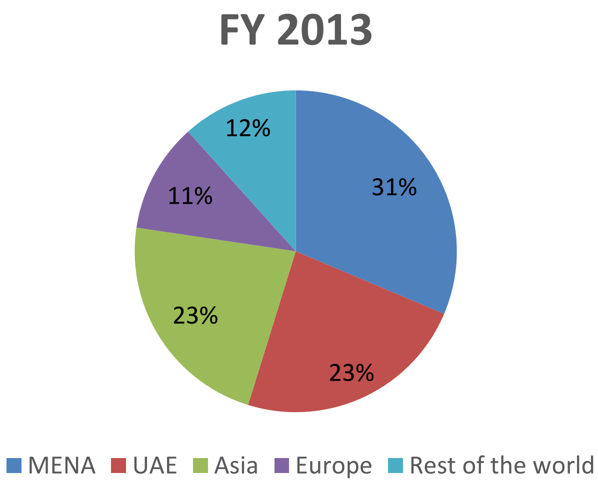
AED Million	FY 2013	FY 2012	FY 2011
Net Cash (used in) / generated from Operating Activities	44	(36)	38
Net Cash (used in) / generated from Investing Activities	(13)	(27)	(53)
Net Cash (used in) / generated from Financing Activities	87	33	(70)
Net (decrease) / increase in cash and cash equivalents	**118**	**(30)**	**(85)**
Total Cash Balance*	399	307	332
Total Bank Debt	(392)	(299)	(262)
Total Net Cash	**7**	**8**	**70**
* Cash balance includes FDs with a tenor of 3 months or more amounting to:	12	32	34

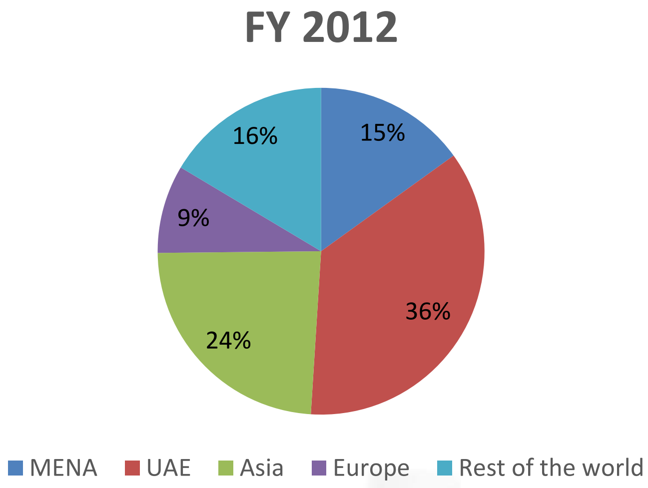
Financials: Geographic Segmentation

Revenue

AED Million

Regional Office	FY 2013	FY 2012	Variance	
			Amount	Percentage
MENA	727	293	434	148%
UAE	543	700	(157)	(22%)
Asia	523	464	59	13%
Europe	255	170	85	50%
Rest of the world	270	320	(50)	(16%)
Total	**2,318**	**1,947**	**421**	**26%**



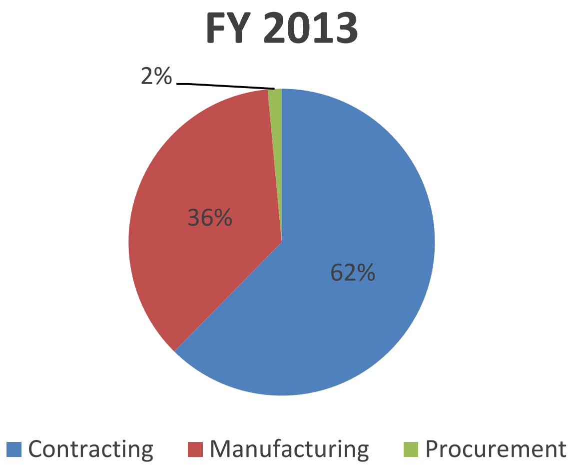


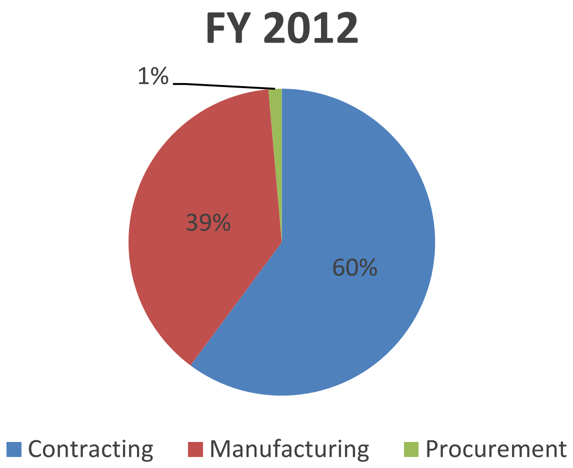
Financials: Activity Segmentation

Revenue

AED Million

Activity Segment	FY 2013	FY 2012	Variance Amount	Variance Percentage
Contracting	1,446	1,171	275 ↑	23%
Manufacturing	838	749	89 ↑	12%
Procurement	34	27	7 ↑	26%
Total	**2,318**	**1,947**	**371** ↑	**19%**

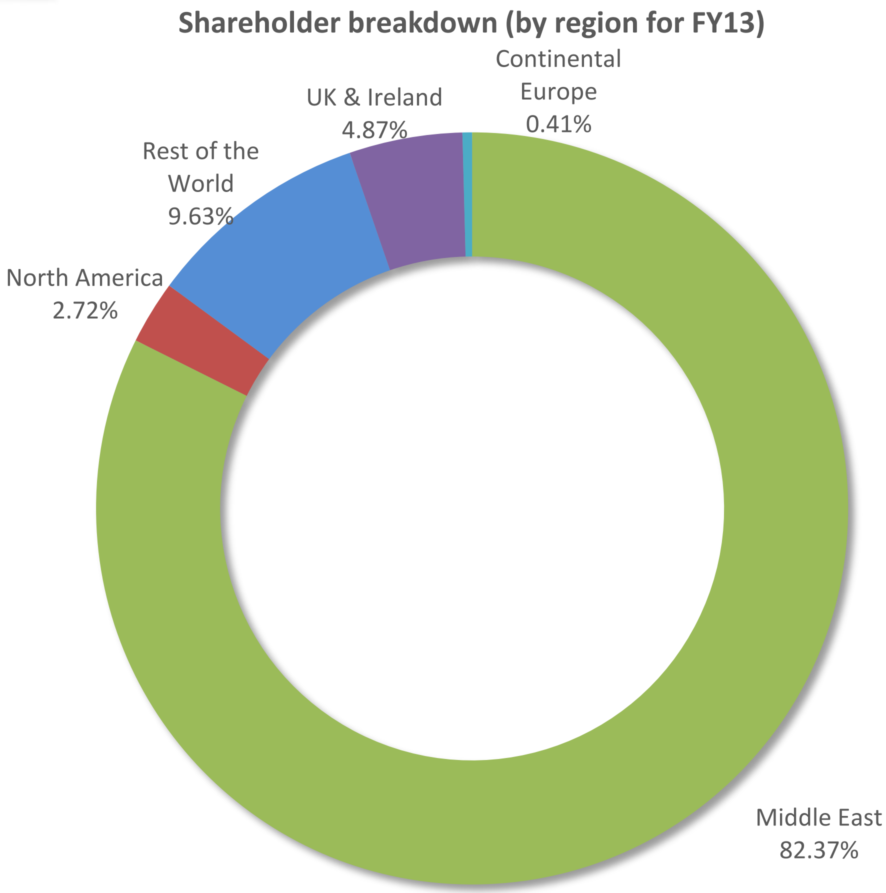




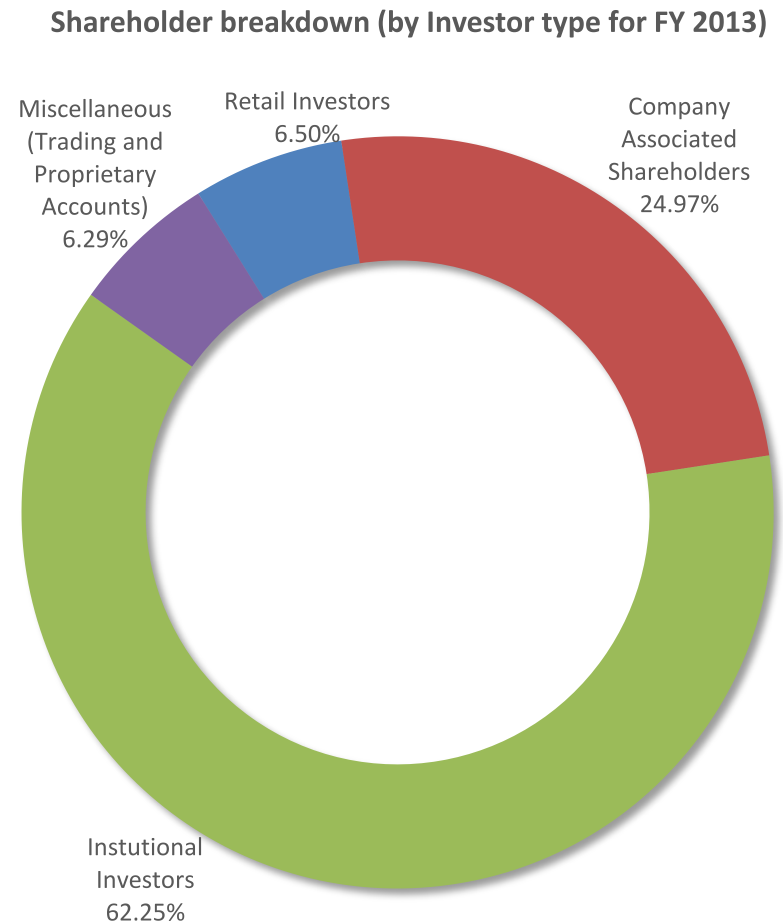
Shareholder Structure

Shareholder Structure: Region & Investor Type Breakdown

Institutional investors form the majority of shareholders



Footnote: Shareholder breakdown by region was allocated based on the identified regions of 99.05% of the total number of outstanding shares.



Footnote: Shareholder breakdown by investor type was allocated based on the total number of outstanding shares.

Outlook

Outlook

- Our business development will keep focusing on the GCC core markets, namely UAE and Saudi Arabia
- Going forward, the Company has identified several opportunities in the CIS and will continue to approach each prospect with the correct due diligence needed
- We continue to believe that Africa will be a key source of growth in the long-term. Historically we have undertaken the construction and fit-out, as well as taking equity stakes in projects such as hotels and hospitals in Morocco. We will continue to actively pursue the right projects in the emerging African markets.
- In the growing market of China, Design Studio will continue to step-up its marketing efforts and to tap into diverse opportunities over the longer-term. The Group will also continue to leverage on the manufacturing capability of its local production facility to achieve better results in terms of costs efficiency
- We expect our sector diversification to remain consistent as witnessed by an increased amount of backlog for the luxury Yacht segment
- Having closed out most of the legacy projects which negatively impacted our performance, we are expecting increase in margins and net profit in the coming years driven by benefits from the restructuring exercise carried out over the last two years and the positive market momentum currently witnessed in most of our geographies