

Debt | Equity | M&A | Advisory

ZEBUUNITE CAPITAL FINANCIAL CONSULTANCY

Middle East Focused Corporate Finance Advisory & Investment Banking Boutique



Corporate Deck
2020



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ZEBUUNITE CAPITAL FINANCIAL CONSULTANCY
Bank Street, Dubai, UAE

About Us

Overview

1. Our Brand
2. Vision Mission Values
3. Who We Are?
4. The Zebuunite Difference
5. Founder's Profile
6. Licenses

Our Brand



ZEBUUNITE is pronounced as “**Zeb....Unite**” or “**Zehb Yoo Nait**”

Forging the combination of two words:

- **ZEBU:** an exceptional breed of Bull found in Asia; known for its efficiency & productivity; symbolizes power, strength and more importantly prosperity.
- **UNITE:** denotes the union of **Buy-side** (Clientele that wants to invest and / or lend) and **Sell-side** (Clientele that seeks capital / Finance solutions)

Words put together “**ZEBUUNITE**” forms an “**Element**” which unifies both Buy-side & Sell-side with most suited, conducive, optimistic & bullish outlook!!

WINGED BULL in ancient times were a depiction of strength from high-skies and were deputed as **Guardians** at certain gates & doorways of the cities to safeguard the societies. Similarly, **ZEBUUNITE** aims at taking care of & safeguarding the interests of its clientele and wishes **Godspeed!**

Vision Mission Values

VISION

- To emerge as **EMEA** focused Premium Corporate Finance & Investment banking Advisor having **"Top of the Mind Recall"** with clients having **Transactions** especially with **one leg in Middle East**

MISSION

- **ZEBUUNITE** is committed to deliver creative, well-structured, most optimal & highly cost-effective Financing solutions along with result-oriented services to clients

VALUES – 5P APPROACH

We strive to clearly define objectives and outline expectations at the start which then leads to clear focus while on the Job



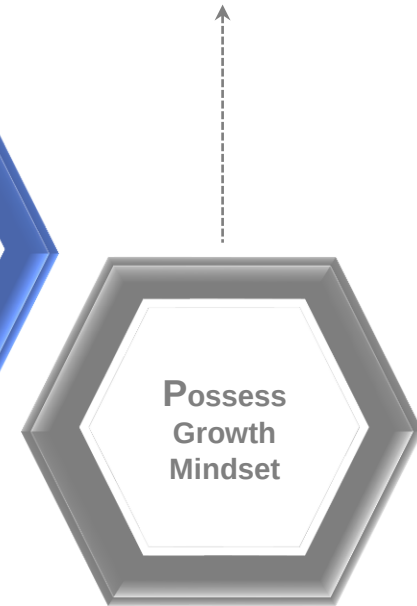
Being transparent, honest and fair is at the core of who we are as people. Doing what is right over what is easy or beneficial is preached & practiced at ZEBUUNITE. Speaking up with conviction is in our DNA



Pursue
Long-Term
Relationships



We strive to take everyone along with us as we grow be it our people, clients and partners



We work relentlessly to deliver top-notch outcomes to our clients. This means leading the ecosystem through thought leadership. We strive to raise the bar

We care about the interests of our people, clients and partners. We demonstrate respect and empathy always. Strong and lasting business relationships is a way of our life. Relationship truly matters!

Who We Are ?



CURRENT FOCUS

ZEBUUNITE acts as “**Mandated Arranger**” and specializes in **Capital Raising** as follows:

- ❖ **Capital Structure** : Whole spectrum of Debt, Equity and Hybrids
- ❖ **Currencies** : AED, USD, EUR, GBP, GCC currencies
- ❖ **Sectors** : Being a generalist with sector-agnostic approach
- ❖ **Size of the Company** : Turnover from USD20Mn to USD2Bn+
- ❖ **Company Ownership** : Local owned, Expat owned, Financial institution or GRES
- ❖ **Status type** : Publicly Listed as well as Privately held
- ❖ **Transaction Types** : Bilateral, Syndicated, Capital markets
- ❖ **Life Cycle of Entity** : Growing, Matured, Distress & Select Start-up
- ❖ **Geographical Focus** : Transactions with **one leg in Middle East**
- ❖ **Ticket Sizes** : Generally, from USD10Mn to USD500Mn+

INSTITUTIONAL RELATIONSHIPS

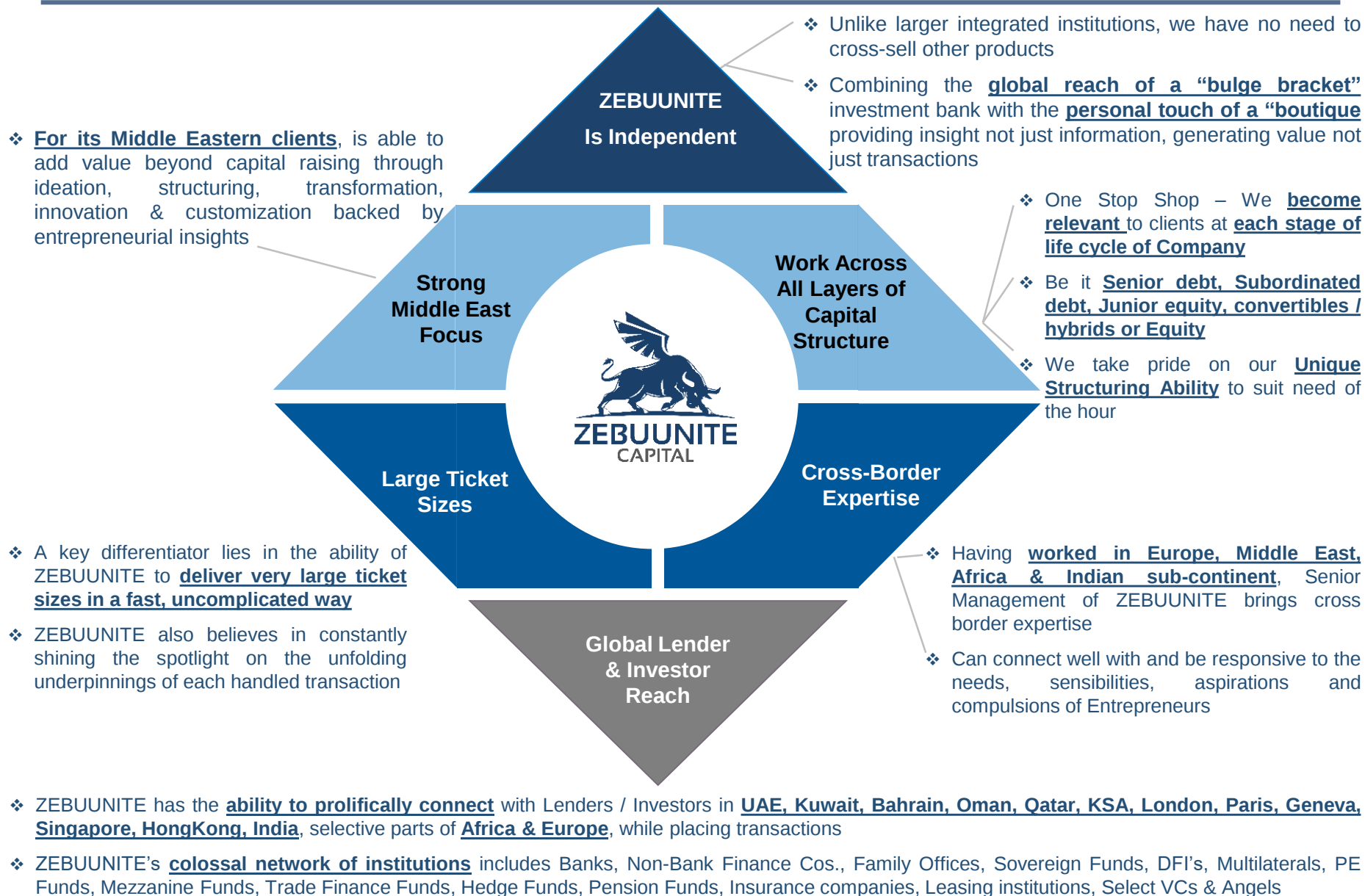
Our Lender / Investor universe is geographically based in:

- ❖ **UAE, Kuwait, Bahrain, Oman, Qatar, KSA**
- ❖ **London, Geneva, Paris** and select parts of **Europe**
- ❖ **Singapore, HongKong, India**
- ❖ **Egypt, South Africa, Kenya, Nigeria** and select parts of **Africa**

Our Network spans the entire spectrum:

- ❖ Banks (Local, Regional, Foreign & Private), Non-Bank Financing Companies,
- ❖ Sovereign Wealth Funds, Development Financial Institutions, Multilaterals,
- ❖ Family Offices (Single & Multi), Private Equity Funds, Buyout funds, Crossover Buyers,
- ❖ Distress Investment funds, Trade Finance Funds,
- ❖ Mezzanine investors, Private Debt Funds,
- ❖ Hedge Funds, Pension Funds, Insurance companies, Leasing institutions,
- ❖ Select VCs & Angels and other Financial Institutions

The Zebuunite Difference



Team Credentials – Founder's Profile

Manish Khilnani

Founder & Managing Director

Manish is a seasoned Corporate & Investment banker with **16+ years** of experience. His stints include:

- **4+ years** in Mumbai covering India
- **5 years** in London covering Europe
- **2 years** in Kenya & Nigeria covering Africa
- **5 years** in Dubai covering GCC region recently

He started his career in 2002 with a Commercial Paper dealing desk at **Mata Securities** (well renowned Govt. Securities, Commercial Papers, Non-Convertible Debenture dealers in India); executed multiple ABS, MBS, RMBS, CMBS transactions being a part of vibrant Structured Finance & Securitization team at **Citibank**; executed high profile large ticket Private Equity / M&A transactions with emerging markets focused Investment bank **Euromax Capital, London**; executed large Underwritten Loan Syndications at **ING** and in his last stint he spearheaded the Africa Client Coverage as well as spearheaded the Structured Finance & DCM desk, Middle East for a Cross-border investment bank & was also instrumental in enhancing Lender / Investor Coverage in UAE, Kuwait, Bahrain, KSA, London, Qatar & Oman.

He has worked both on BUY-SIDE (with balance sheet to lend/invest) & SELL-SIDE (as mandated arranger / advisor) given his prior experience with Foreign banks such as **Citibank & ING**, various Cross-Border Investment Banks, a Debt Capital Markets broking house and a Hedge Fund with participation in capital raising transactions:

- Valued - in excess of **US\$ 12 billion**
- across Sectors - being a Generalist
- across Currencies - USD, EUR, GBP, AED, INR, other GCC & African currencies
- across Geographies - as diverse as **Europe, Middle East, Africa (EMEA)** and **India**
- across Ticket sizes - ranging from **US\$10mn** to **US\$500Mn**
- across Transaction - Loans, Bonds, trade finance, Guarantees, Equity, Hybrids, M&A, Special Situations etc.
- with carrying over **4 Continents Transaction experience** and
- on-ground assignments executed in almost **20 countries** so far

He did his **Bachelors in Management Studies** from **Mumbai University**, India and post-graduation with **MSc Finance (ACCA & CFA Accredited degree)** from **Lancaster University Management School**, England.

Trade License





اقتصادية دبي
DUBAI ECONOMY

رخصة مهنية
Professional License

License Details / تفاصيل الرخصة

License No.	812614	رقم الرخصة	
Trade Name	ZEBUUNITE CAPITAL FINANCIAL CONSULTANCY	الإسم التجاري	زيبونييت كابيتل للاستشارات المالية
Legal Type	Sole Establishment	الشكل القانوني	مؤسسة فردية
Expiry Date	08/08/2020	تاريخ الإنتهاء	Issue Date 09/08/2018 تاريخ الإصدار
D&B D-U-N-S * No	0	الرقم العالمي	Main License No. 812614 رقم الرخصة الأم
Register No.		رقم السجل التجاري	DCCI No. عضوية الغرفة

License Members / الأطراف

Share / الحصص	Role / الصفة	Nationality / الجنسية	Name / الإسم	No. / رقم الشخص
Est. Owner / مالك مؤسسة	مالك / مؤسدة	India / الهند	مانيش سانتوش خيلناني	722944
MANISH SANTOSH KHILNANI SANTOSH CHOITHRAM KHILNANI				
Agent / وكيل خدمات	وكيل خدمات / الممارات	United Arab Emirates / الإمارات	شمسة محمد سنقر البلوشي	383180
shamsa mohammad sanqoor alblooshi				

License Activities / نشاط الرخصة التجارية

Banking Consultant / استشارات المصرفية

Address / العنوان

Phone No	تليفون	P.O. Box	3051	صندوق بريد
Fax No	فاكس	Parcel ID	317-468	رقم القطعة
Mobile No	هاتف محمول	ملك إبراهيم أحمد عبد النبي آل عباس - بردي - 01-604/604-02 مكتب رقم المنحول		

Remarks / الملاحظات

Consultancy Qualification – American University of Dubai





اقتصادية دبي
DUBAI ECONOMY

CERTIFICATE

This is to certify that

Manish Khilnani

has successfully completed the

MANAGEMENT SKILLS PLACEMENT TEST

July 2, 2018

Offered by the Center for Executive Programs and Professional Services of the American University in Dubai (AUD) and has fulfilled the consultancy qualification requirements for licensure by Dubai Economy





Dr. Jihad S. Nader
Vice President, AUD

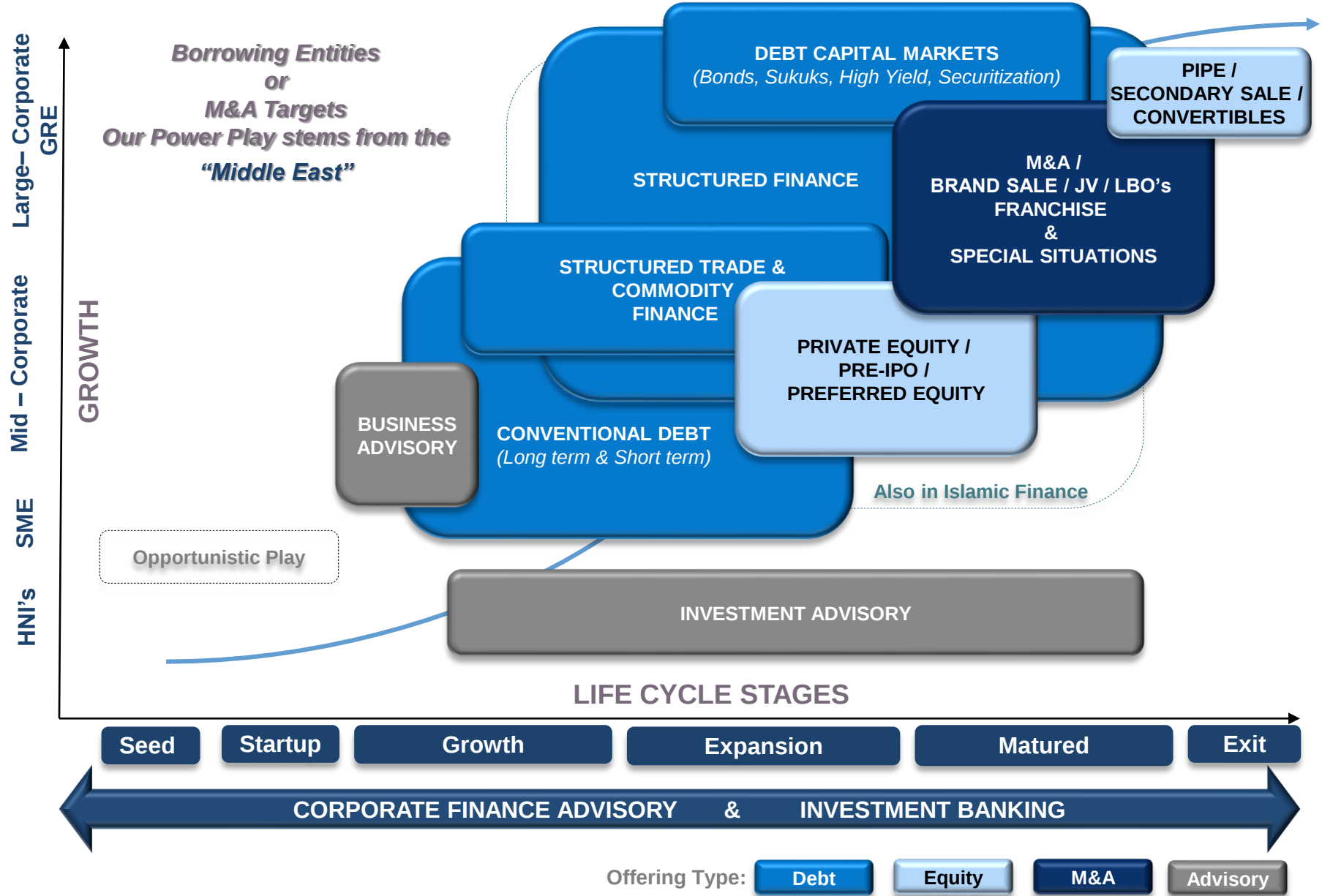
- ❖ Fulfilment of Consultancy Qualification Requirement before Licensure
- ❖ Pre-requisite by Dubai Economy Department, Govt. of Dubai

Our Services

Business Activities

1. Zebuunite Business Model
2. Debt - Overview
3. Debt – Product Suite
4. Equity - Overview
5. M&A - Overview
6. Advisory - Overview

Zebuunite Business Model



Debt – Overview

Conventional Debt

- ❖ We are in **continuous touch with senior credit officers** at major banks and non-banking finance institutions
- ❖ We **understand the changing lending preferences & risk tolerances** of each institution and the strategic makeup of their portfolios from time to time
- ❖ We pride ourselves on our knowledge of our **lender's capital appetite, risk profile, structural requirements, credit process, turnaround capabilities & likelihood of delivery**
- ❖ This knowledge is integral to matching clients with appropriate lenders
- ❖ Our strong deal flow further enhances the firm's credibility among lenders, often opening doors for new clients

Structured Finance

- ❖ Structured Finance **straddles all layers of capital structure**
- ❖ **Nimble, Flexible & innovative** capital solutions, acting as a **bridge between Debt & Equity**
- ❖ Credit solutions **structured around equity thesis** offered to high-quality entrepreneurs
- ❖ We are adept at combining debt and equity financing components in a structured manner with a bespoke style, to solve particular issuer or investor problems that cannot be solved by conventional methods
- ❖ Products largely tailored around **untapped cashflows & security** exhibit characteristics of both debt & equity
- ❖ We take pride in **our ability to spot companies at an inflection point** & provide optimal financing solutions
- ❖ We maintain **ongoing relationships with such specialized lenders** — from specialized lending institutions to hedge funds and private funds — and regularly **keep track of their evolving credit criteria**

Structured Trade Finance

- ❖ We structure solutions for **entire** or **at each stage of Trade cycle**
- ❖ From procurement to inventory to transit to warehousing to sales to Receivables
- ❖ We have a **single window solution** for all Trade & Commodity finance needs
- ❖ Whether it's a pre-shipment solution, solution around inventory, post-shipment solution, third port solutions
- ❖ We are adept at bespoke solutions best suited for our clientele
- ❖ We have **access to 60+ Trade & Commodity Finance funds** across the globe

Islamic Finance

- ❖ Being at the **epicenter of the Arab world**, ZEBUUNITE is mindful of client's preference towards **Shariah complaint instruments** while capital raising
- ❖ ZEBUUNITE thus, covers host of Islamic finance Lenders such as Islamic banks, Non-banking Islamic Finance Companies, Islamic Funds and Arab multilaterals / DFIs

Debt Capital Markets

- ❖ At the **crossroads of the lending & capital markets**, ZEBUUNITE in association with DCM focused bankers & market makers is also equipped to **advise on Bonds, High Yield bonds & Sukuks**

Debt – Product Suite

Conventional Debt

- ❖ Working Capital Limits
- ❖ Trade Receipts
- ❖ Bill discounting
- ❖ L/C discounting
- ❖ PDC discounting
- ❖ Revolving Credit
- ❖ Overdrafts
- ❖ Term Loans
- ❖ Project Finance
- ❖ Capex funding
- ❖ Mortgage loans
- ❖ Asset Backed Lending
- ❖ ECA Financing
- ❖ Refinance/ Restructure

Bank Guarantees & LCs

Letter of Credit

- ❖ Inland LCs
- ❖ Export LCs

Financial Guarantees

- ❖ Bank Guarantees
- ❖ SBLCs

Contractor Financing

- ❖ Tender bonds
- ❖ Performance Guar.
- ❖ Adv.Payment Guar.
- ❖ Retention Guar.
- ❖ Surety

Structured Finance

- ❖ Private Debt
- ❖ Mezzanine Finance
- ❖ Unitranche Structures
- ❖ Bridge Financing
- ❖ Acquisition Financing
- ❖ Leverage Buyouts
- ❖ Debt Restructuring
- ❖ Debt Consolidation
- ❖ Dividend Recap
- ❖ Vessel Financing
- ❖ Ship Financing
- ❖ High Yield Debt
- ❖ Clean Unsecured loan
- ❖ Special Situations debt
- ❖ Securitization (Loan)
- ❖ Sale & Lease Back
- ❖ Leasing Solutions
- ❖ HoldCo Debt
- ❖ Subsidiary Financing
- ❖ Promoter Financing
- ❖ Leverage Finance
- ❖ Debt backed by: myriad forms of credit-enhancement

Structured Trade Finance

Pre-shipment Finance

- ❖ Prepayment Finance
- ❖ Import Financing
- ❖ Reverse Factoring
- ❖ Tolling/Processing
- ❖ AVALISATION

Post-shipment Finance:

- ❖ Voyage / B/L
- ❖ FCR
- ❖ CAD
- ❖ Inventory
- ❖ Warehouse receipt
- ❖ CMA / SMA

Receivable Discounting

- ❖ Export LC
- ❖ Bills of Exchange
- ❖ Promissory Notes
- ❖ Invoice Financing
- ❖ Factoring

Comprehensive

- ❖ Commodity Repo's
- ❖ End to End Financing
- ❖ Trade Credit Insurance
- ❖ Pre-Export Finance
- ❖ Supply Chain Finance
- ❖ Off-Balance – Sheet
- ❖ Prepayments against off-take contracts

FI Risk

- ❖ Back to Back LCs
- ❖ Front to Back LCs
- ❖ LC/ BG/ SBLC Distri.

Debt Capital Markets

- ❖ **Bonds** (both rated & un-rated), (open to US Investors not)
- ❖ **Securitization**
- ❖ **High Yield Bonds**
- ❖ **Sukuks**

Islamic Finance

- ❖ Murabaha
- ❖ Commodity Murabaha
- ❖ Ijarah
- ❖ Istisna
- ❖ Tawarruq
- ❖ Bai Salam
- ❖ Wakalah
- ❖ Sukuks
- ❖ Islamic Factoring

**Middle East Centric
Structured Finance Power House
With Recognised Origination, Structuring
and Execution Expertise**

Equity – Overview

Equity Advisory

- ❖ ZEBUUNITE opportunistically specializes in mobilizing private external risk capital by creating the right product to target the right investors with the right story
- ❖ Once the profile of the client & needs are calibrated, the structure frozen and placement documentation created, we speedily progress each mandate, tapping into our reservoir of market intelligence & vast, diversified investor pool
- ❖ We aim to add real, measurable value to each private equity engagement, beyond mere fund raising

Equity Placement Process

- ❖ Calibrating the need and the profile of the company
- ❖ Preparation of Pitch Book
- ❖ Assisting in preparing the Financial Projections / Linked Financial Model
- ❖ Perform Valuation Analysis
- ❖ Initiating discussions with Investors
- ❖ Structuring the transaction suiting the appetite of the investors
- ❖ Negotiating the Term sheet
- ❖ Coordination in Commercial, Legal, Tax, Financial Due Diligence activities
- ❖ Assisting in Preparation of Shareholders Agreement

Product Suite

Cash Equity

- ❖ Private Equity
- ❖ Preferred Equity
- ❖ Pre-IPO private placements
- ❖ PIPE
- ❖ Secondary sale
- ❖ Asset Sale

Equity-Linked

- ❖ Margin Loan against Listed shares (single stock or Portfolio)
- ❖ Collar financing (Derivative based)
- ❖ Convertibles & exchangeable (fully, optionally, partially)

M&A – Overview

M&A Advisory

- ❖ Merger, acquisition, divestiture and partnering opportunities are significant milestones in the **life cycle of any company**; for its **owners** or **prospective owners**
- ❖ By combining our international relationship network with our ongoing client insights, we create opportunities for M&A, JVs and other such Strategic Alliances or Financial Restructurings with involving **one leg in Middle East (mostly Targets or Sellers)**
- ❖ ZEBUUNITE team in its previous capacities since 16+ years have advised numerous clients from Middle East, Asia, Europe & Africa
- ❖ Team has expertise on all phases of mid-sized cross-border M&A transactions including initiation of contacts, evaluation, negotiations, management of due diligence and final structuring
- ❖ ZEBUUNITE is independent and is **able to advise clients free from other commercial pressures and conflicts potentially** faced by Large investment banks

M&A Process

Sell-Side Engagement

- ❖ Accessing Financial and Strategic Buyers
- ❖ Assisting in preparation of confidential Information Memorandum
- ❖ Perform Valuation Analysis
- ❖ Initiating discussions with Potential Buyers / Investors
- ❖ Structuring and negotiating transactions
- ❖ Coordination in Commercial, Legal, Tax, Financial DD activities
- ❖ Purchase & Sale Contracts / Shareholders Agreement

Buy-Side Engagement

- ❖ Identification & Screening of Acquisition Targets
- ❖ Establishing valuation criteria and ranges
- ❖ Initiating discussions with Sellers / Participate in Bidding rounds
- ❖ Negotiating transactions with Sell-side Advisors / Sellers directly
- ❖ Coordination in Commercial, Legal, Tax, Financial DD activities
- ❖ Purchase & Sale Contracts / Shareholders Agreement
- ❖ **Add-on Engagement**: Arranging Acquisition Finance

Transaction Types

- ❖ Acquisitions, Diversifications, Divestures
- ❖ Merger, De-merger, Spin-offs, Reverse-merger
- ❖ Shareholder's Buyout / Buy-Back of Shares
- ❖ Management Buy-Outs

- ❖ Leveraged Buyouts (LBO's)
- ❖ Strategic Alliances & Tie-Ups (JVs & Marketing Alliances Etc.)
- ❖ Stake Sale / Business Sale / Exits / Special Situations
- ❖ Brand Sale / Franchise rights

Advisory – Overview

Investment Advisory

- ❖ We understand the complex financial needs of UHNIs (ultra-high net worth individuals), families and corporates
- ❖ Be it investments into Equity, Index Derivatives, ETFs, Commodities, Forex or Structured notes
- ❖ **High risk-High Return** To **Capital protected Guaranteed return**
- ❖ We very exclusively offer certain Investment Avenues/Funds that we cover & distribute that could meet Investor's return expectations

Avenues

- ☐ Fund Placement – Advising Fund
- ☐ Fund Distribution – Advising Investors
- ☐ Transactions with Co-Investment opportunity



Business Advisory

- ❖ We are equipped to work selectively & discretely on very specific assignments suiting the requisite of the clientele

Assignment Types

- ☐ Valuation
 - ❖ Valuation of Companies, Businesses & Brands
 - ❖ Valuations for Mergers, Acquisitions and Divestures
 - ❖ Valuation for Regulatory Purposes
- ☐ Financial Modelling
- ☐ Business Plans
- ☐ Ratings Advisory
 - ❖ S&P
 - ❖ Moody's
 - ❖ Fitch



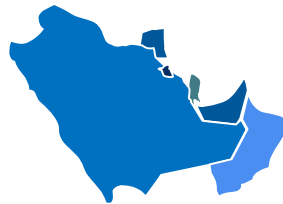
Institutional Coverage

Geographical Representation

1. Institutional Coverage

Institutional Coverage

GEOGRAPHIES



MIDDLE EAST



AFRICA



EUROPE



Asia

COUNTRY COVERAGE

UAE , Kuwait, Oman,
Bahrain, Qatar,
Saudi Arabia
Arab Multilaterals

Nigeria – West Africa
Kenya – East Africa
South Africa – Southern Africa
Egypt – North Africa
Select parts of Africa

United Kingdom,
Switzerland, France,
Germany, Italy, Austria,
Scandinavian Countries
CEE Region

Singapore,
Hong Kong, India,
China

INSTITUTION TYPE

- ❖ Banks (Local, Regional, Foreign & Private), Non-Bank Financing Companies,
- ❖ Sovereign Wealth Funds, Development Financial Institutions, Multilaterals,
- ❖ Family Offices (Single & Multi), Private Equity Funds, Buyout funds, Crossover Buyers,
- ❖ Distress Investment funds, Trade Finance Funds,
- ❖ Mezzanine investors, Private Debt Funds,
- ❖ Hedge Funds, Pension Funds, Insurance companies, Leasing institutions,
- ❖ Select VCs & Angels and other Financial Institutions

TRANSACTION TYPE

DEBT: Term Loan, Structured Finance, Project Finance, Structured Trade & Commodity Finance, Working Capital including non-fund based limits (such as Bank Guarantees, L/Cs, SBLCs, APG, PBG, Surety), Refinancing, Mezzanine Finance, Debt Consolidation, Special Situations Financing, Acquisition Financing, Leverage Buy Outs, Convertibles/Hybrids, Debt Capital Market products; Debt Restructuring, Off-Balance sheet Debt, Islamic Finance, Multilateral / DFI Financing, Hedge Fund Structures

EQUITY: Private Equity, Preferred Equity, Convertibles (fully, optionally, partially), Equity Warrants, PIPE, Private Placement, Pre-IPO financing, Angel or Seed Funding, Venture Capital, Islamic Finance, Equity Capital Market products

M&A: Stake Sale, Asset Sale, Management Buy-Outs, Merger, De-merger, Spin-offs, Reverse-merger, Divestments, PIPE, JV, Brand Sale, Commercial alliances, Franchise & Licensing arrangements

DUBAI (HQ)

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THANK YOU!

For any enquiries please contact:



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