



Taaleem[®]
EMPOWERING KNOWLEDGE

**Today's Students
Tomorrow's Future**

**Annual Report
2022**

Today's Students, Tomorrow's Future

Egypt's Leading Higher
Education Platform

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A Year at a Glance

Taaleem Management Services is one of the leading higher education providers in Egypt with a focus on education for employment.



Established in 2015, Taaleem is one of Egypt’s leading providers of higher education services and is the tertiary education sector’s only pure play firm. The Company operates a platform-based model governed by a team of the highest caliber to ensure that it operates efficiently, grows sustainably, and generates shared value between its shareholders, students, staff, and the wider community. Taaleem’s successful business model is replicable across its higher educational institutions, allowing them to provide each market segment with a tailored value offering and high-quality education that equips students with the skills needed to secure thriving professional careers.

Taaleem currently owns and manages Nahda University in Beni Suef (NUB), Upper Egypt’s

first and largest private university strategically located in Egypt’s most populous yet highly underpenetrated region. NUB has a well-earned reputation of excellence given its high-quality academic offerings and skills-based learning techniques.

Taaleem’s second institution, Badya University, is located in West Cairo and is currently under development. Badya University is being developed in partnership with Palm Hills Developments (PHD), one of Egypt’s leading real estate developers. Taaleem is constantly exploring new opportunities for sustainable growth, whether through mergers and acquisitions or greenfield projects, with an aim to extend its long record of success.

Vision

To be the leading higher education group in Egypt.

Mission

To provide high quality, value-driven, and skill-based higher education services to the community by leveraging our platform to best serve a diverse portfolio of higher education institutions and optimize benefits for all stakeholders.

FY2021-2022 Highlights

Licensed Capacity



Enrolled Students



Operating Faculties



Licensed Faculties



Revenue



Gross Profit



EBITDA



Net Profit



Taaleem's Timeline

Establishment of Taaleem

- The founding Investors of Taaleem Management Services entrusted Mohamed El Rashidi to lead the company as its Managing Director & CEO given his long and successful career and his vision to give back to the Egyptian community by offering high-quality and value for money educational services



2015

Acquiring Nahda University

- Acquired NUB, an operational private university in Upper Egypt offering six faculties: Dentistry, Pharmacy, Marketing & Business Administration, Media, Computer Science, and Engineering
- Launched NUB's dentistry hospital



2016

NUB Partnerships

- Introduced Aptech English and computer courses at NUB
- Partnered with the Medical University of Vienna International (MUVI) to develop NUB's Medical Faculty curriculum and related accreditation
- NUB entered into a right-of-use agreement with Beni Suef Hospital to provide practical training for its medical students



2018

NUB Expansion

- Launched NUB's Medical Faculty and overhauled the university campus
- Acquired land for NUB's campus expansion
- Partnered with MUVI to develop the Faculty of Dentistry's curriculum and received MUVI's accreditation
- Offered on-campus academies in partnership with multinational companies



2019

Badya University & NUB Growth

- Partnered with PHD to build a university in Badya
- Launched the Faculty of Physiotherapy at NUB
- Increased NUB's quotas for the Faculties of Medicine, Computer Science, & Engineering



2020

Taaleem IPO

- Listed Taaleem on the EGX
- Received initial approval from the SCPU on Badya University's file
- Received the SCPU's approval to establish the Faculties of Arts and Architecture at NUB
- NUB acquired the license to offer postgraduate degrees in Dental Science
- Signed a partnership agreement with NKU



2021

Badya University's MoU

- Signed an MoU with Maastricht University over an academic partnership with Badya University
- Received the Presidential Decree for the Faculties of Arts & Architecture
- Launched the Faculty of Arts to begin operating in the AY of 23/22



2022

A Note from the Managing Director



Mohamed El Rashidi

Managing Director & Chief Executive Officer of Taaleem Management Services

The academic year of 2021/22 was a year of great achievements and a true test of resilience that only strengthened and rejuvenated our confidence in our value proposition at Taaleem and fortified our ultimate mission to positively transform Egypt's higher education sector. The year saw a number of challenges, including inflation and supply chain disruptions resulting from global economic downturns and the remnant effects of the Covid-19 pandemic, in addition to sector-related challenges. Nevertheless, Taaleem was able to weather such heavy storms, demonstrating its resilience and ability to maneuver through unusually challenging conditions. It is for that reason that I would like to take this opportunity to extend my deepest gratitude to Taaleem's executive management and employees, whose efforts and dedication have supported the company in navigating through such circumstances.

More than ever, our activities during the year were a true testament to our commitment to maximizing shareholder returns and generating shared value between the Company and the community at large, as our achievements served the greater purposes of providing

unique academic offerings that produce generations of future-ready candidates and ensuring sustainable business growth.

I am, therefore, very proud of our operational and financial performance during the year, in which Taaleem's revenue growth efficiently filtered through to an adjusted EBITDA of EGP 355 million, increasing 4% year-on-year with a margin of 57% and a net profit of EGP 230 million, recording a 24% year-on-year increase and landing at a strong margin of 37%. Our financial performance came in strong, reflecting a more favorable revenue mix and effective cost optimization measures, which supported Taaleem in overcoming this year's challenges.

On the operational front, Taaleem achieved several important milestones during the year, especially in the areas of high-quality academic offerings and the targeted expansion of its footprint. At NUB, we further enhanced our excellent reputation as a leading provider of technical and high-demand academic specializations, including medical curriculums and facilities that attract students from all over the

country. Our low student-teacher ratio, which significantly trails public and private averages in Egypt, and our full academic partnerships with the Medical University of Vienna International (MUVI) and Northern Kentucky University (NKU), are among the factors that distinguish NUB among its peers in the market. Additionally, we successfully delivered on our promise of expanding our business sustainably to serve a wider student base. During the academic year of 2021/22, we received a presidential decree to launch the Faculties of Arts and Architecture, further expanding and diversifying our academic offerings. We were also heavily focused on preparing NUB's university hospital to launch in the academic year of 2022/23, which included equipping it with state-of-the-art medical equipment in collaboration with Siemens Healthineers, one of the top medical device companies in the world. In addition, we entered an educational partnership and signed an MoU with Siemens to allow our medical students to enroll in the Siemens Healthineers Academy and to extend the collaboration between our two companies to Badya University, our second asset that is currently under development.

Regarding Badya University, we were able to make important strides to ensure that it is positioned at the forefront of higher education institutions in Egypt and rightfully regarded as a top-tier university. During the year, we signed a Memorandum of Understanding (MoU) with Maastricht University, a global university ranked 9th among young universities in the world based on the Times Higher Education ranking, to establish a full academic partnership between Badya University and Maastricht University, encompassing all Badya University's programs. Furthermore, Badya University is on a healthy path of growth now that the Supreme Council of Private Universities (SCPU) has approved the university's file, with the licensing process pending only the Cabinet's approval and the issuance of the presidential decree. Given this progress, we have concluded the construction tendering process and completed our first construction milestone, which included levelling the land on which Badya University will be built.

Looking ahead, we have big plans in place for the expansions of NUB and Badya University, in addition to our ongoing efforts to increase our asset-base by closely monitoring the market for merger and acquisition opportunities. We have already launched the Faculty of Arts at NUB to begin operating in the academic year of 2022/23 and are looking forward to launching the Faculty of Architecture in the academic year of 2023/24, bringing NUB's total number of faculties to ten and its total licensed student capacity to 13,350. In the upcoming years, we will work on adding three new faculties, which will further diversify our academic offerings and complement our integrated medical cluster. As for Badya University, our team is working tirelessly to prepare for the launch of this distinguished institution, with strong ambitions to expand and develop its academic offerings.

Meanwhile, we made significant improvements in terms of deepening our commitment to environmental, social, and governance frameworks. We continued to give back to communities in Beni Suef and Upper Egypt by engaging in multiple community development projects, including about 26 medical convoys and 18 awareness campaigns over the last three years, and supporting our own community by enhancing our employee well-being programs. In addition, we maintained our strict adherence to strong governance practices, in line with global benchmarks, and developed our internal reporting frameworks that govern the transfer of data related to our environmental impact.

To conclude, I believe that the macroeconomic conditions in Egypt are in our favor, with all indicators pointing to clear gaps and opportunities for growth in the private higher education sector. High school students grew at a 3-year CAGR of 3.7%, producing about 457^[1] thousand graduates at the end of the academic year of 2021/22. Going forward, we will remain focused on our overarching goal of becoming Egypt's leading higher education services provider by expanding in Egypt's underserved market and providing value for money, high-quality tertiary education reinforced by strong academic offerings.

^[1] The graduates' number shown above for the AY 2021/22 is based on the first round of high school examinations, excluding the final numbers that include the second and third round of examinations.



Generating Shared Value

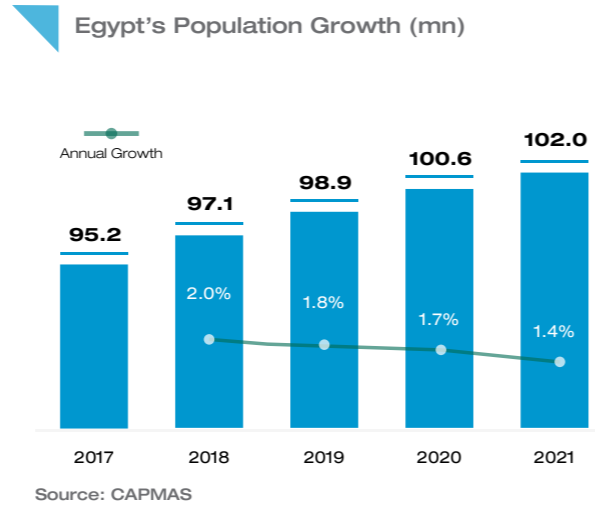
A Market Fit for Growth

Egypt's Population: A Strong Growth Opportunity

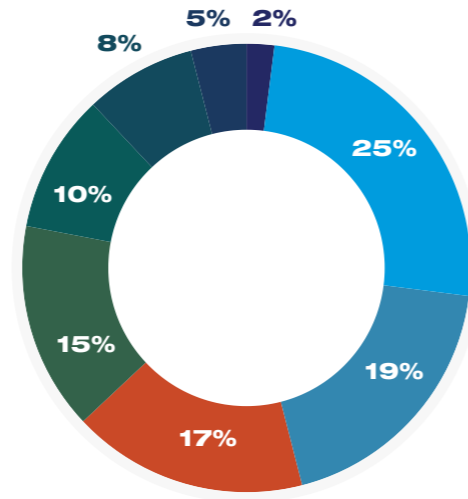
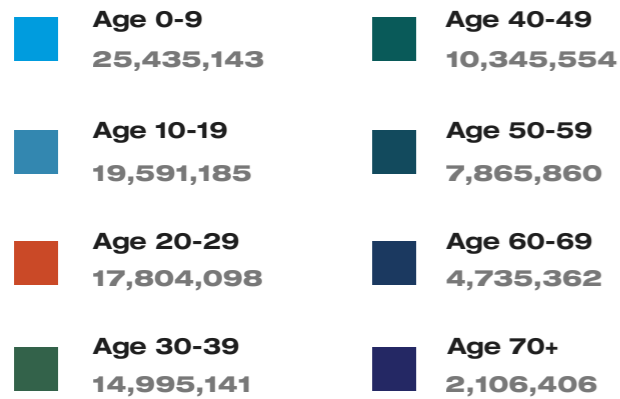
Egypt's population of 102 million as of year-end 2021 is the largest in the Middle East and North Africa (MENA) and continues to grow at a rapid rate of nearly 1.5 percent per annum.

30 percent of Egypt's population is of student-age, falling within the age bracket of 5-19 years old, fueling increased demand for educational services.

This growth in demand is evident across primary, secondary, and tertiary educational levels, as Egyptians are becoming increasingly aware of their need to attain high quality education to secure high-paying jobs.



Egypt's Demographic Profile



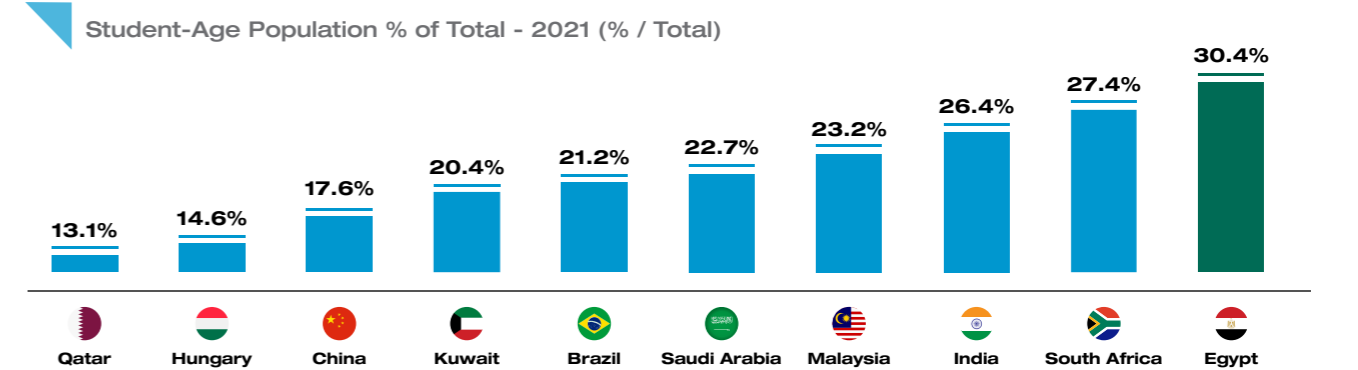
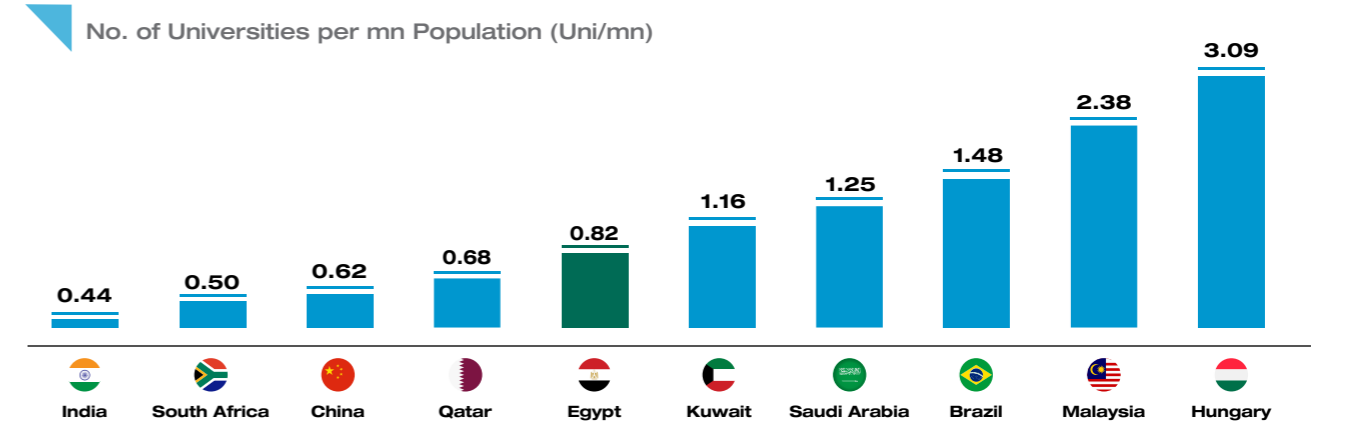
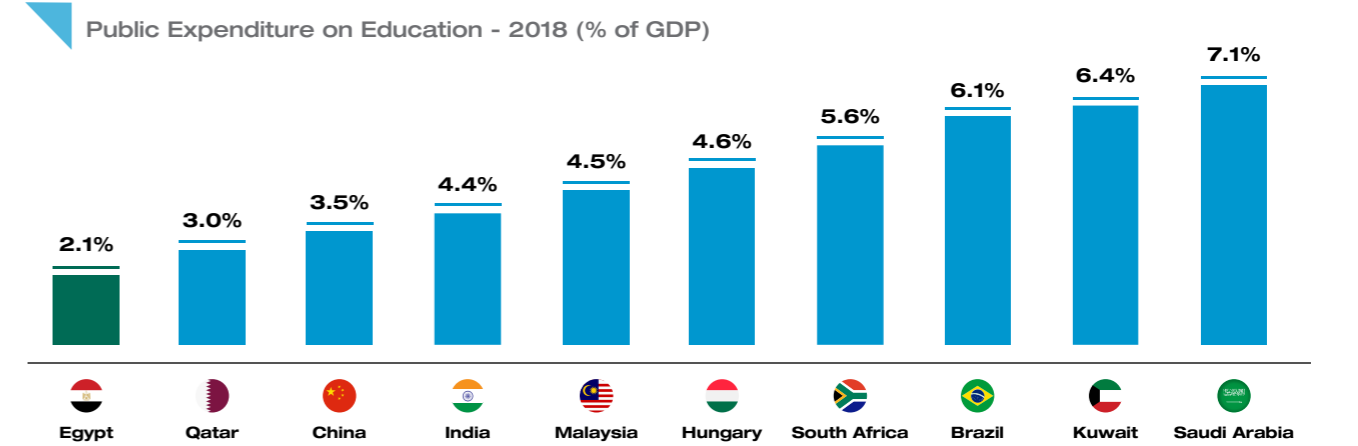
Source: CAPMAS

The Question of Quality Education

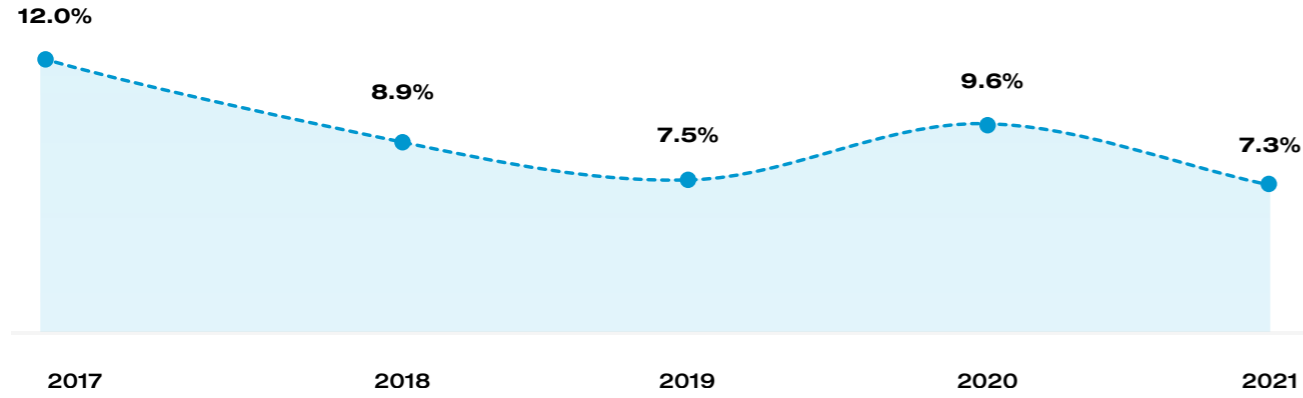
While Egypt's rapid population growth and favorable demographic profile make for a highly fertile environment for overall economic growth, a mismatch between the skills acquired in public education and the needs of the labor market is still apparent. This indicates a deficiency in quality education, mostly due to capacity constraints, lack of investment, outdated university curriculums that do not align with market needs, and rapid population growth. These inadequacies have led to overcrowded classrooms and a high student-to-teacher ratio at most schools and universities, negatively affecting teaching quality and producing underqualified candidates.

Public expenditure on education in 2018 reached 2.1 percent of GDP, significantly trailing public expenditure in comparable emerging markets and the MENA region. The number of universities per million population is also lower than comparable markets, coming in at 0.82 as of 2021's statistics. Egypt's large student-age population coupled with low university penetration and relatively low public spending on the sector demonstrates a strong opportunity for private sector growth.

Egypt's Ministry of Higher Education and Scientific Research's (MOHE) educational reform plan, which is part of Egypt's Sustainable Development Strategy - Egypt Vision 2030, largely relies on strengthening private education to develop the country's higher education system and prepare students with the skills demanded by the market.

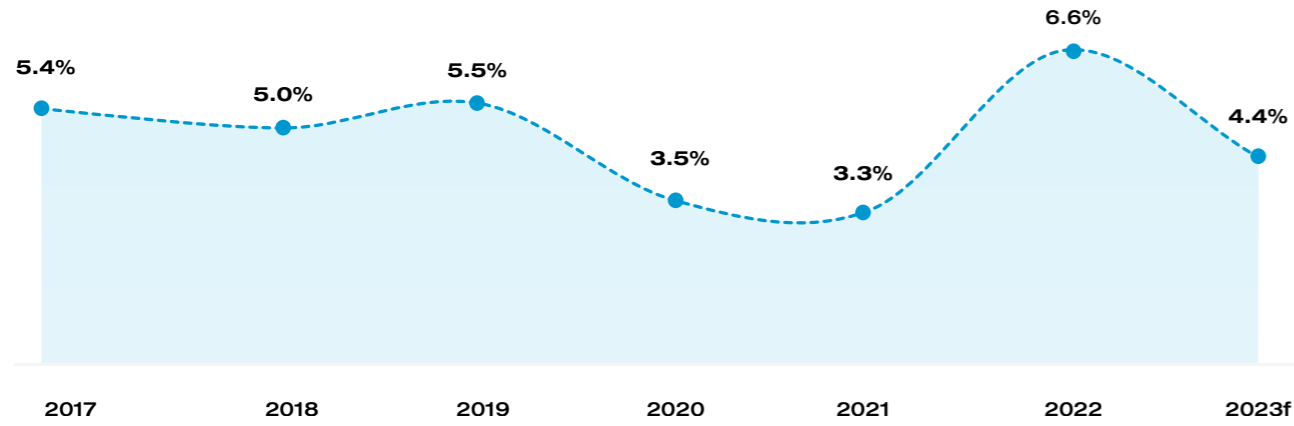


Egypt's Unemployment Rate (%)



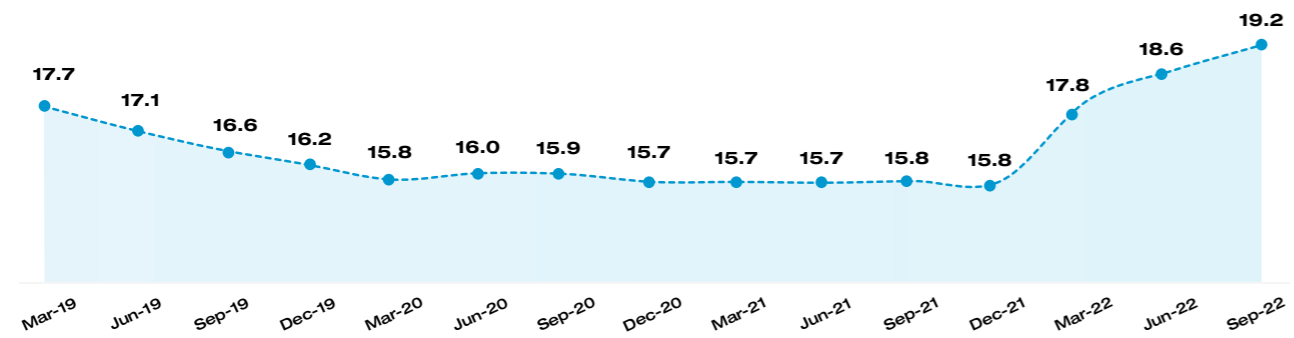
Source: Ministry of Finance (MoF)

Egypt's Real GDP Growth (%)



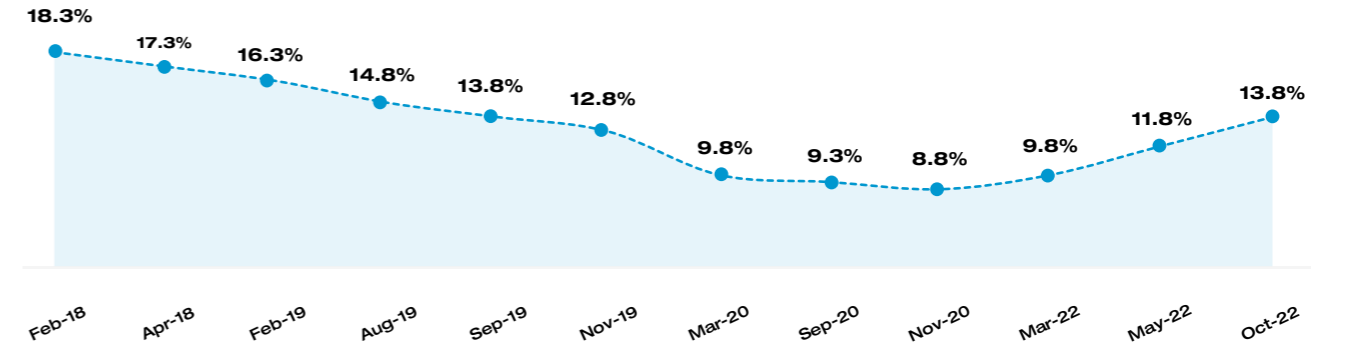
Source: International Monetary Fund (IMF)

Average USD/EGP



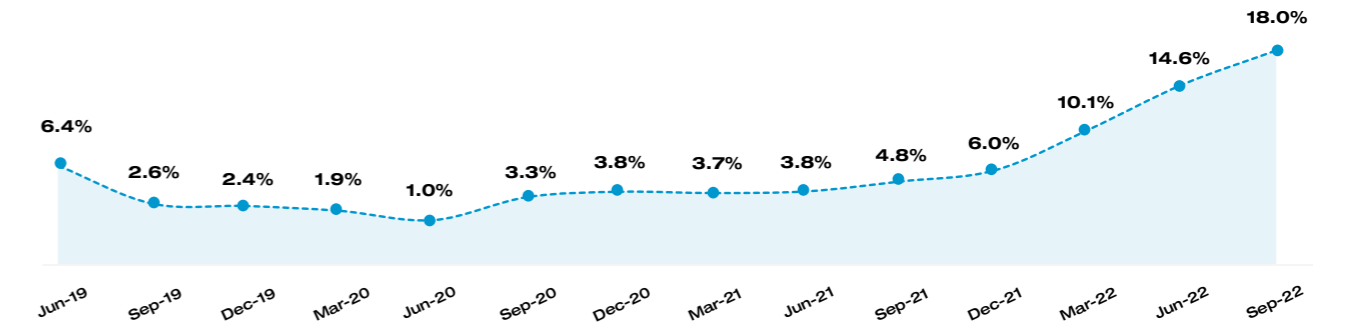
Source: Central Bank of Egypt (CBE)

CBE Discount Rate (%)



Source: Central Bank of Egypt (CBE)

Core Inflation (YoY)



Source: Central Bank of Egypt (CBE)

Total Population as of 2021



Student-Age Population as of 2021



Public Expenditure on Education as a % of GDP as of 2018

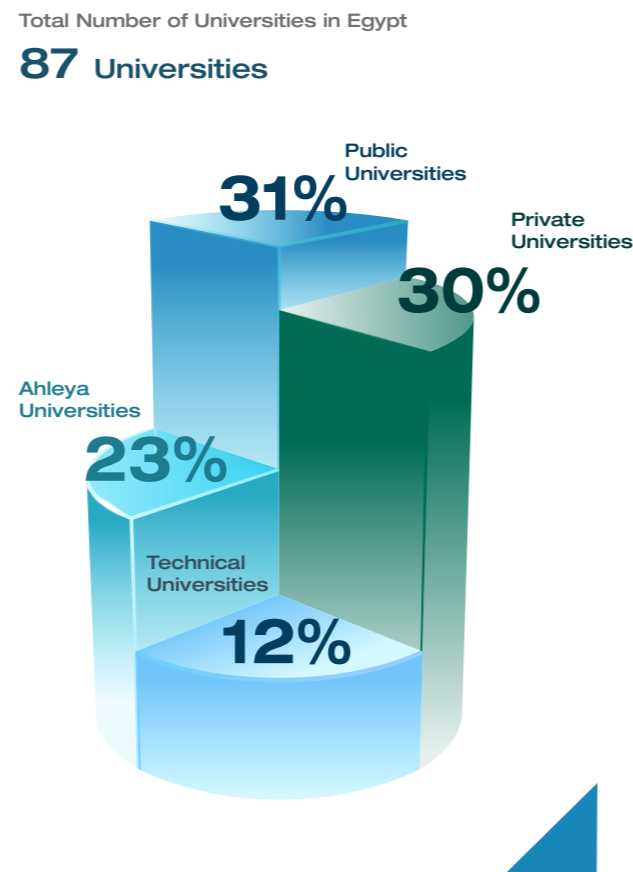


Number of Universities/mn Population as of 2021



Egypt's Higher Education Landscape in Focus

Egypt's higher education sector is extensive, serving an increasingly diverse student base coming from a variety of backgrounds. The sector includes a total of 352 higher educational institutions, made up of 27 fully subsidized public universities, 20 partially subsidized Ahleya universities, 10 partially subsidized Technical Universities, 26 private universities, 4 foreign branch campuses, and 265 other educational institutes and academies ^[2]. All such universities, except for branch campuses, provide national academic degrees that are accredited by the Egyptian government and, therefore, must abide by the regulations set forth by the relevant regulatory bodies, including the Ministry of Higher Education (MoHE), the Supreme Council of Universities, and the Supreme Council of Private Universities (SCPU). The aforementioned authorities provide overall guidance to universities, which includes subjecting the intake of students to faculty-specific quotas that are determined based on prevailing labor market trends and requirements, releasing yearly minimum acceptance grades for each specialization by averaging high school student grades, and determining the beginning and ending dates of each semester for every academic year.



Publicly Backed Universities

Publicly backed universities include public universities, Ahleya universities, also known as national universities, and some technical universities. Public universities are fully regulated and subsidized by the government, as it defines their overall financial and operational framework, including determining the faculties available at each university. Ahleya universities, on the other hand, are partially subsidized, non-profit institutions that are regulated by the same laws as private universities. Ahleya Universities provide various academic offerings against tuition fees that vary between lower, equal to, or higher than the private sector average. As for technical universities, they are partially subsidized, non-profit institutions that provide students with the opportunity to learn several crafts at a reasonable price, including operating and maintaining textile machines, and operating tractors and other agricultural equipment, among many others. Students wishing to enroll in any publicly backed university must apply through the government's centralized enrollment system, which distributes students to the faculties based on their test scores and the number of available seats.

^[2] MOHE

Private Universities

Private universities are academic institutions that are privately owned and managed. Funding of private universities comes directly from tuition and/or investments. In Egypt, students apply to private universities directly without accessing the government's centralized enrollment system, while their acceptance is based on minimum grades determined by the regulator for each different specialty to ensure that candidates meet the minimum quality requirements for each discipline. Private universities are typically distinguished by their high-quality educational services, as curriculums are consistently updated, and student-teacher ratios generally kept at bay. Some Egyptian private universities have established academic partnerships with foreign universities, offering students the unique opportunity of graduating with supplementary certificates to their academic degrees.

Branch Campuses

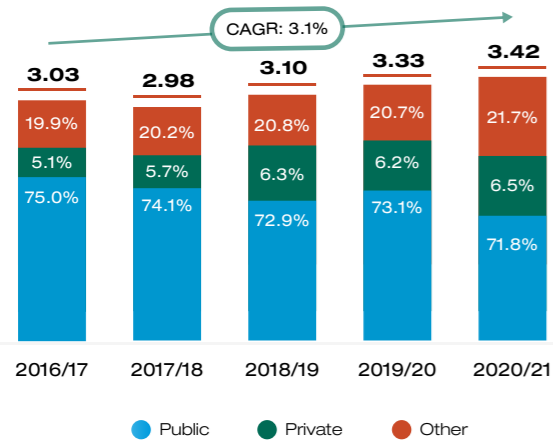
The Egyptian government has recently opened the door to foreign higher education institutions to enter the Egyptian higher education sector, as foreign universities are being encouraged to establish branches in Egypt. Although foreign ownership of Egyptian universities is prohibited under the Private and Nonprofit Universities Act, the International Branch Campuses Act ratified in 2018 allows foreign institutions to own up to 100 percent of their branches in Egypt. Branch campuses provide students with a degree identical to that provided at the home university upon graduation. However, they are not regulated by the MoHE or the SCPU, meaning that graduates of branch campuses do not receive nationally accredited degrees that allow them to secure employment in Egypt. Graduates who wish to work in Egypt must, therefore, equate their degrees from the MoHE and the Ministry of External Affairs.



Private Education to Lead Sector Growth

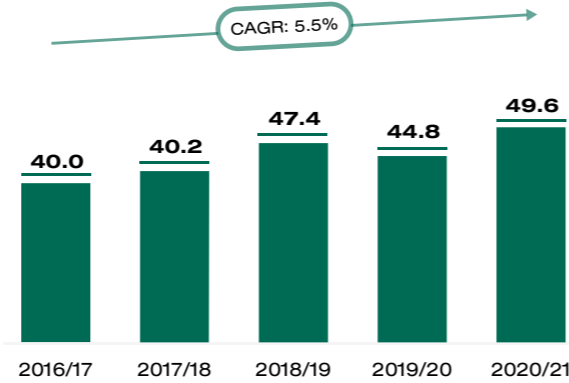
The higher education sector is growing at a healthy rate, recording a 4-year CAGR of 3.1 percent, boosted by an expanding population. Among the three types of higher education institutions made up of private institutions, public institutions, and other institutions, the private sector is exhibiting the highest growth potential with a 4-year CAGR of 5.5 percent. This compares to the public sector's 4-year CAGR of 3.9 percent and the growth of other higher education institutions at a 4-year CAGR of 4.9 percent. This shows that Egyptians are becoming increasingly interested in the private sector, as it is the beneficiary of strong investments and, therefore, provides the high-quality education that students need to secure thriving professional careers.

Higher Education Market Share (Total # of Students) (mn)



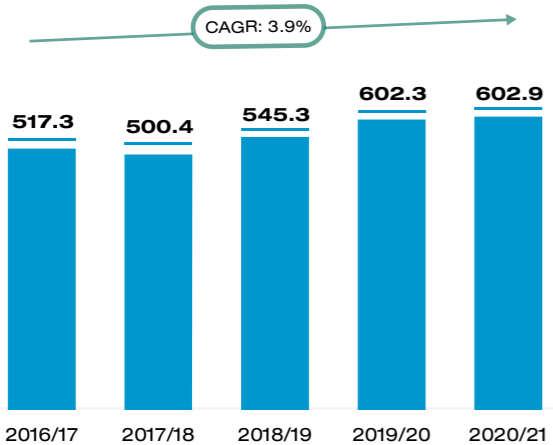
Source: CAPMAS

Private Higher Education Market Share (New Intake) (000's)



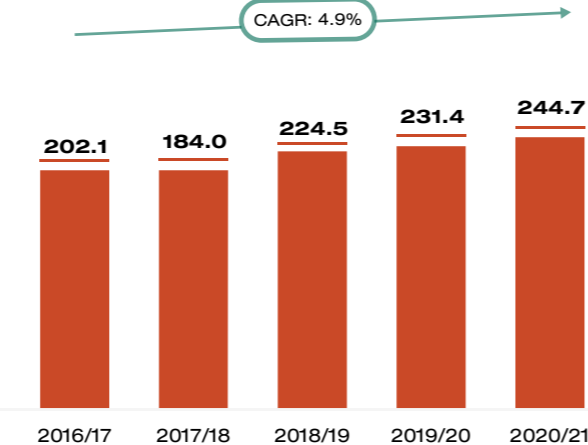
Source: CAPMAS

Public Higher Education Market Share (New Intake) (000's)



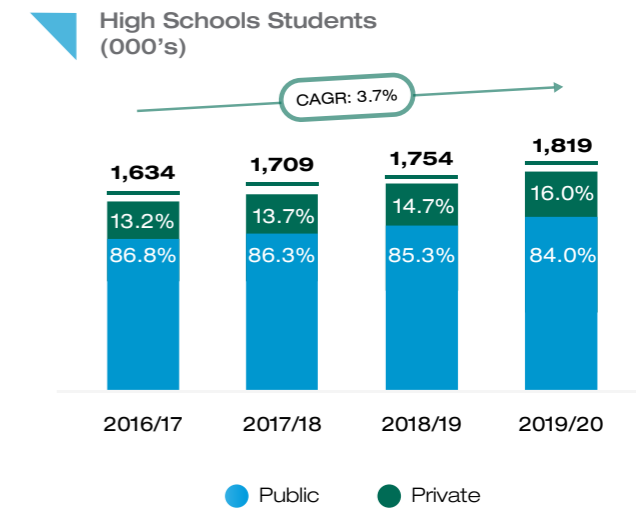
Source: CAPMAS

Other Higher Education Market Share (New Intake) (000's)



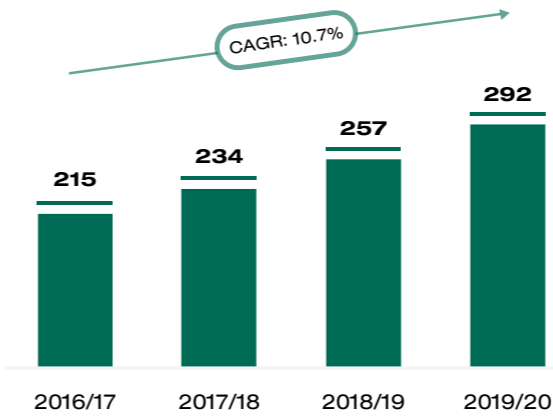
Source: CAPMAS

Primary and Secondary schools are conduits to the higher education sector, as their growth eventually feeds into tertiary education. The number of K-12 schools in Egypt is growing steadily, recording a 4-year CAGR of 2.1 percent. While over 80 percent of schools in Egypt are public, the public sector is expected to grow at a slower rate, recording a 3-year CAGR of 1.5 percent. In contrast, the number of private schools are expected to rapidly grow by its 3-year CAGR of 5.9 percent, a testament to the willingness of Egyptian families to invest in private education and the private sector's agility, which better positions it to respond to sector needs.



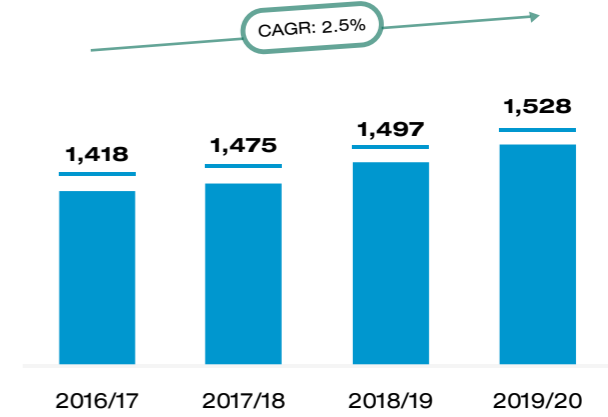
Source: Ministry of Education

Private High Schools Students (000's)



Source: Ministry of Education

Public High Schools Students (000's)



Source: Ministry of Education

This is most apparent when the number of high schools and their geographic distribution are examined. The number of K-12 high-school students grew at a 3-year CAGR of 3.7 percent. This includes the number of public-school students, which grew at a 3-year CAGR of 2.5 percent and private-school students at a strong 3-year CAGR of 10.7 percent. This reflects an expanding cultural shift towards investing in quality private education and represents a large pool of potential university students with the means to invest in private education.

2021/2022 Enrollment Dip Reversed by SCPU

During the academic year of 2021/2022, the national high school examination system was renovated, dramatically affecting the student base's grade structure, which declined by around 20 percentage points. The minimum acceptance grades for private universities were not adjusted proportionately after the decline, which decreased the number of students eligible for enrollment in higher education and led to a lower utilization rate of the available seats compared to previous years. Students were also required to apply to private universities through the government's centralized enrollment system during the same year, which limited the ability of universities to properly assess the market.

To remedy this issue, the SCPU restructured the minimum acceptance grading system for all university faculties based on high school students' final grades. This allowed it to carefully analyze test scores and determine fair minimum acceptance grades that enabled private universities to admit the number of students required to utilize their capacities.

The SCPU also terminated the centralized enrollment system and reverted to the pre-2021/2022 direct enrollment system, which allowed students to directly apply to universities through their respective websites. In that regard, private universities' admission offices were instructed to follow the same rules and procedures implemented before the last academic year, including registering students to the SCPU's system upon their acceptance.

Global Challenges Weigh on Egypt's Economy

Compounded with the remaining effects of the Covid-19 pandemic, which significantly reduced global economic growth and trade and caused unmatched supply chain deficiencies across multiple sectors, the Russian-Ukraine war during 2022 has only exacerbated the economic crisis.

According to the World Bank, global growth is expected to decline from 5.7 percent in 2021 to 2.9 percent in 2022, and the level of per capita income in developing economies is expected to be almost 5 percent below its pre-pandemic level. Emerging Markets, including Egypt, have been particularly affected, as they struggle with supply shortages, which consequently increases inflation rates, and the outflow of funds due to the globally tighter monetary policies that, in turn, hinder economic growth prospects. Current conditions are strongly affecting Egypt's growth outlook, with a recorded core inflation rate reaching 19.0 percent in October 2022, up from last year's 5.2 percent, causing increased pressure on the market. The IMF has also revised its projections for Egypt's real GDP growth in 2022 to reach 6.6 percent and 4.4 percent in 2023.

While the Egyptian education sector is now facing a number of challenges, Taaleem Management Services was able to implement a number of cost saving and operational optimization initiatives that allowed it to weather the storms of Covid-19, the enrollment dip in 2021/2022, and the ongoing global economic challenges, demonstrating its resilience and ability to maneuver through an unusually challenging year.

Platform-Based Business Model

Taaleem's robust platform-based business model ensures sustainable scalability.

Taaleem Management Services is the only pure play firm in the Egyptian tertiary education sector. The Company has been established to own, develop, operate, and provide management services to higher education institutions using a scalable and adaptable platform-based business model designed to be replicated across its assets. The overarching principle of Taaleem's operational model is creating and delivering shared value between the Company and the community it serves, with its paramount focus being on providing students with premium quality educational services through value for money offerings.

Taaleem's operations are anchored on a vision of becoming the leading higher education provider in Egypt by delivering high-quality, value-based instruction across multiple geographies. The Company's unique value offering currently extends over its two-asset portfolio, including Nahda University in Beni Suef (NUB) and Badya University, which is currently under development in Cairo's western suburbs, with an aim to revolutionize Egypt's higher education landscape and support its institutionalization.



Organizational Structure

Taaleem's Board of Directors and Executive Management team are made up of the industry's highest caliber that steer the company towards financial and operational excellence. Through its platform-based business model that centralizes a full range of professional supporting and enabling functions to cater for its assets, Taaleem ensures that it is able to achieve efficiency, quality, and control, as well as extract synergies between its assets. Taaleem's platform houses fully developed finance, legal, human resources, IT, academic development, project management, procurement, engineering & maintenance, quality control, marketing, health, safety, and environment (HSE), business development, and government relations departments, which make up its supporting and enabling functions. Such functions collectively enable the Company to operate its assets effectively, allowing them to focus entirely on providing the best academic quality and student experience.

Financial and Operational Excellence

Taaleem’s organizational structure represents the fundamental competency of its business model and is the main driver of its exceptional financial and operational performance. For instance, the Company’s Academic Development function, at the platform level, effectively ensures that quality control measures are implemented and monitored equally across Taaleem’s assets, while the centralized procurement function contributes to cost optimization through finalizing bulk transactions and eliminating duplicate purchases. The centralized IT function also controls and monitors systems across assets, ensuring that identical security measures and other functionalities are appropriately implemented. Furthermore, Taaleem’s HSE function ensures that all assets enjoy a healthy and safe environment, guaranteeing business continuity and sustainability. In that vein, Taaleem’s centralized functions collectively control and optimize its operations, extract revenue-level synergies, optimize its cost structure, and elevate its service quality.



Our Robust Business Model Ensures Sustainable Scalability



Academic Quality

At its core, Taaleem’s business is about providing value-based, high-quality tertiary education that equips students with the skills they need to build thriving professional careers.



Academic Excellence

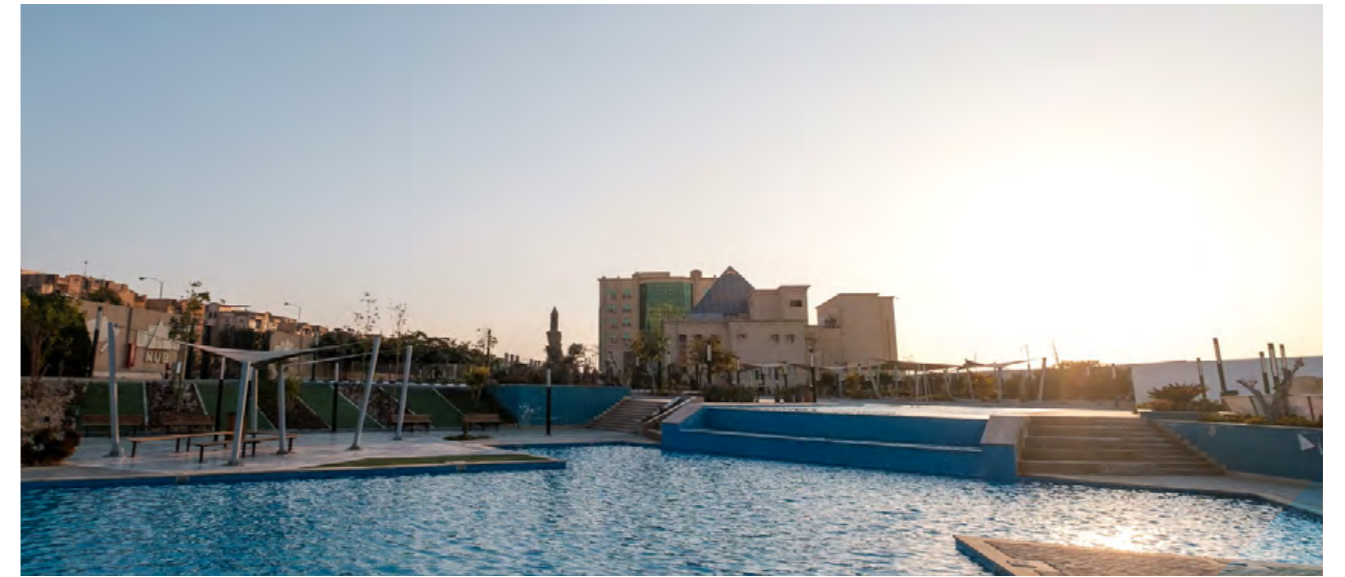
Taaleem’s offering is differentiated by a superior quality of service, a key component of the Company’s best-value model. The Company’s existing university, NUB, recorded a Student-Teacher Ratio (STR) of 12x in 2021/22, far below the national private university average of 17.9x and the public university average of 23.9x. In addition to promoting the extraction of efficiencies at the teaching-staff level, NUB’s low STR facilitates the delivery of high-quality, skills-based education across all its faculties. Taaleem expects to reach a long-term STR of 14-15 at NUB as the university ramps up capacity utilization at newly launched faculties.

NUB instructors follow best-in-class didactic practices across the various areas of study, with a significant portion of the university’s staff drawn from top-tier Egyptian universities. Additionally, Taaleem has invested heavily since 2016 in the careers of NUB graduates pursuing their postgraduate studies, offering them a higher share of teaching posts at the university. Over 80 percent of NUB graduates secure employment within six months of leaving the university, a testament to Taaleem’s success in building a widely recognized institution with a strong academic reputation across multiple economic sectors.

To further differentiate its offerings, Taaleem is keen on securing strong international academic partnerships with prominent universities across the globe to provide its students with the best possible educational quality. The Company currently has full academic partnerships with the Medical University of Vienna International (MUVI), Northern Kentucky University (NKU), and Maastricht University.

Tailored Value Offerings

Taaleem’s offerings are closely tailored to the requirements of the communities where it does business, whether in established urban cores, such as Greater Cairo, or underpenetrated, nonmetropolitan areas. Taaleem’s platform-based business model is optimized to diversify the range of income segments served by the Company’s institutions, providing each market segment with value-for-money offerings that fully meet its needs and requirements.



Illustrating this commitment to best value offerings, the company’s current asset, NUB, is strategically located in Beni Suef Governorate in Upper Egypt, a largely rural region and Egypt’s most populous. Despite holding a population of more than three million, Beni Suef is served by just one operating private university. Upper Egypt as a whole, despite accounting for around one-third of the country’s population, suffers from one of Egypt’s lowest higher education penetration rates. Taaleem maintains price points at NUB that are affordable compared to its peers in the first and second tiers of Egypt’s higher education market. However, NUB retains significant flexibility to institute annual increases to tuition fees to match the quality provided.



The Company’s second asset, Badya University, is under development in the western suburbs of Greater Cairo, Egypt’s economic, demographic, and cultural center of gravity. Accounting for almost 25% of Egypt’s population, the Greater Cairo region is home to 21 million people with the highest concentration of purchasing power and captures a large share of national public and private investment, including in higher education. The university is designed to be a top-tier institution, with closely tailored academic programs, partnerships, and services that will fulfill the needs of the community it serves.

State-of-the-Art Facilities

Equipping its universities with state-of-the-art facilities is paramount to Taaleem’s mission to deliver exceptional educational quality and maximize learning outcomes for students.



Taaleem provides students enrolled in NUB with state-of-the-art equipment mounted in its university hospitals and on-campus medical and research laboratories, in addition to a fully equipped, 24-hour medical clinic on campus managed by a dedicated team of professionals who are available around the clock. The Company is also highly invested in elevating the research and development capabilities of its students, one such example includes NUB’s Research Center for Graduate Studies. Through continuous interactions between faculty members, scholars, students, and industry professionals, NUB’s Research Center provides students with the opportunity to enhance their research skills, reach academic excellence, contribute to real-world problem solving, and disseminate their knowledge by publishing their work in some of the world’s most highly acclaimed academic journals.

Badya University, Taaleem’s second asset that is currently under development, will serve as an open door to research, discovery, and academic excellence through its world class laboratories, medical-grade and other advanced equipment, research facilities, smart campus solutions, and student entertainment facilities.

Student Experience

Taaleem provides enhanced student development activities that complement and maximize value from the academic experience. To ensure that students enjoy as smooth and successful an experience as possible, Taaleem offers a broad array of student services run by experienced professionals. The Company has developed a standard suite of value-added services that can be easily and flexibly replicated across existing and prospective assets.

Student Life Aspects

Student Radio Broadcast

Student Union

Clubs

Specialized Academic Center

Student-service Centers

Theater

Library

Sporting Events

University TV Channel

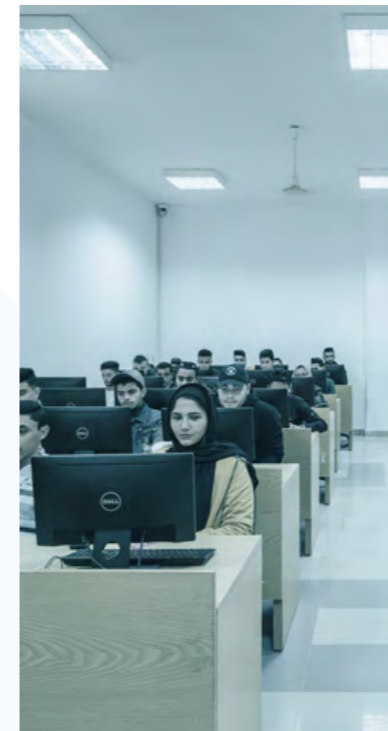
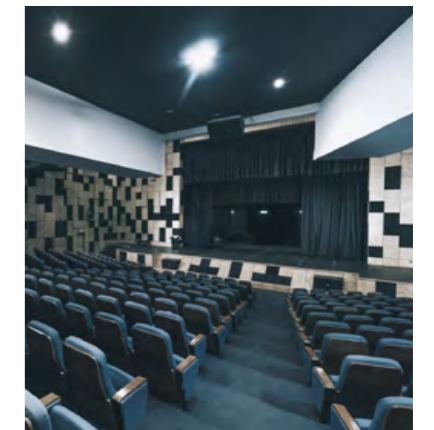
Sports Facilities

On-campus Dorms

Open Access IT labs

Informal study Areas

Wireless Campus



Specialized Student-Service Centers

All of Taaleem’s assets are equipped with a Student Affairs Department that produces enrollment certificates needed for official purposes, communicates with students to inform them of developments regarding academic, administrative, or financial affairs, updates the student database record, and assists in military–service postponement for enrolled male students. The Student Affairs Department also provides education, advocacy, and support for students through advising, leadership development, and experiential instruction. In addition, Taaleem’s institutions are each outfitted with an Academic Advising Center, allowing students to tailor their courses to their best advantages, with professional advisors mandated to assist students in developing academic plans matching their interests and capabilities as well as meeting the necessary requirements to meet their educational goals. Career services are also provided, giving students the opportunity to work on campus, physically or virtually, across several departments and functions.

“
The Student Affairs Departments also provides education, advocacy, and support for students through advising, leadership development, and experiential instruction
 ”

Extracurricular Multinational Academies

Taaleem regularly invites corporate employers to establish on–campus academies, with an eye to further enhancing the employability of students. This service offering is provided at NUB through Nahda Learning Resource Center (LRC), which is a chain that connects the University with society through practical learning. LRC aims to build capacity and increase Egyptian employment rates by delivering premium quality teaching, learning, and training methods to students, staff members, and external applicants, including children from the age of 10 years. LRC offers a wide range of training programs covering digital transformation and entrepreneurship in collaboration with Aptech, IBDL, Huawei, Cisco, and Oracle.

Career Training Programs



Banque Misr Workshop



Banque du Caire Workshop



Export Development Bank Workshop



EGX Workshop



Student Life and Well-Being

Taaleem is a strong believer in the importance of student life facilities in the overall mental and physical development of its students, as extracurricular activities offered by a university affect their health, behavior, engagement, and learning outcomes.



NUB, for instance, has a flourishing student life with a wide range of clubs, groups, and activities that are available to students, including student unions, sports, theater activities, university TV, and radio broadcasting. Students have access to a number of indoor and outdoor sporting facilities as well, with activities including football, basketball, volleyball, handball, and tennis.



NUB’s high–quality football fields have been recognized by one of Egypt’s strongest sporting clubs, Al Ahly Sporting Club, which partnered with NUB to establish Al Ahly Sporting Academy in NUB’s campus. The club aims to find talent in Upper Egypt by leveraging the university’s facilities.

Towards Becoming Egypt’s Leading Higher Education Services Provider

Taaleem aims to become Egypt’s leading higher education services provider by expanding in Egypt’s underserved market and providing high value offerings and high-quality tertiary education reinforced by strong international partnerships and updated didactic approaches.

Enhanced Academic Offering

One of Taaleem’s primary strategic focuses is the continuous enhancement of the academic offering at its institutions. This includes securing exclusive academic partnerships with highly acclaimed international universities. At NUB, medical students benefit from an exclusive partnership with the Medical University of Vienna International (MUVI) while its Faculty of Business Administration enjoys a partnership with the renowned Northern Kentucky University (NKU). As for Badya University, Taaleem signed a Memorandum of Understanding with Maastricht University, one of the top universities worldwide and the 9th among young universities in the world based on the Times Higher Education ranking, to establish an academic partnership between Badya University and Maastricht University.

Other means for enhancing Taaleem’s academic offering include driving digital growth and introducing updated didactic approaches. Taaleem has embraced technology to provide students with appealing new learning experiences, driving value creation. The Company is committed to introducing platforms that broaden its educators’ toolkits, engage students as efficiently as possible, increase productivity, and improve communication. By allowing instructors to follow student progress individually and in real-time, such platforms enable data-driven customization of the learning experience for each student. In addition, Taaleem’s investments in digitization enables staff to use online tools to allow remote access to students, use streaming services to provide instruction, and use gamification elements to provide resources more efficiently.

Using such tools, Taaleem aims to drive digital growth by integrating technology into each level of operation at its universities. At NUB, this process is well underway and is facilitating the transition towards a smart campus model, where students, instructors, platforms, and devices are joined by advanced network infrastructure, providing insight-driven decisions that optimize resource management and bolster security.

Leveraging its exclusive international partnership with MUVI, NUB has introduced an integrated system of digital assessment and examinations that monitors individual learning progress and generates value-adding analytics. Meanwhile, by modernizing NUB’s IT architecture management with the launch of cloud-based university platforms, offering students and staff unlimited access to online learning and collaboration solutions, Taaleem has constructed a highly replicable system of network connectivity at its flagship institution.



Targeted Expansion & Capacity Growth

Another avenue that Taaleem leverages to drive growth is the targeted, research-driven expansion of student capacity. Given that the intake of students at private universities is subject to quotas imposed by Egypt’s Ministry of Higher Education (MoHE), with distinct, faculty-specific limits set on the number of students admitted annually to a given faculty, Taaleem uses two methods to raise capacity: expansion of the Company’s geographic footprint in the form of new assets, and expansions at the Company’s existing assets. Both methods enable significant increases in annual student intake, facilitating volume-driven growth.

At NUB, this has taken the form of new faculty launches. In 2019, Taaleem inaugurated the faculty of medicine at NUB, followed by a faculty of physiotherapy in 2020. Taaleem also received assent from the Supreme Council of Private Universities (SCPU) and the Cabinet to establish a Faculty of Arts, which began operations in October 2022, and a Faculty of Architecture at NUB, which will launch in 2023, with three additional faculties under study that will be housed at a new NUB campus currently under construction. The new campus also includes a new state-of-the-art university teaching hospital, which launched in the academic year of 2022/23 equipped with the latest technologies in the field of clinical medicine. The facility will offer students enhanced opportunities for practical learning while providing extraordinary care to the local community.

Badya University, on the other hand, is a new asset currently under development in West Cairo that provides the Company with a measure of geographic diversification and exposure to Egypt’s core metropolitan area. Subject to the cabinet’s approval and the issuance of a presidential decree, Badya University is expected to house eight faculties at a projected capacity of 10,710 students and to start operations by the academic year of 2023/24.

Meanwhile, Taaleem is continually monitoring the market for merger and acquisition opportunities with the potential to deepen the Company’s economies of scale, support cost optimization, leverage competitive advantages, improve bargaining power with international partners, diversify risk, and efficiently facilitate Taaleem’s access to new geographies.



Management Partnerships

Taaleem aims to leverage its resources and knowhow to diversify and expand its revenue-generating units by pioneering a model of asset-light business lines, particularly through the development of innovative arrangements with third parties, including management agreements and consultancy agreements. Such initiatives will allow the Company to drive expansion in a sustainable manner by optimizing costs and reducing exposure to risks through diversification.

The Company is monitoring opportunities to create value for institutions, community colleges, and universities outside Taaleem's portfolio through the establishment of innovative, fee-based management partnerships, with scopes including running day-to-day operations, procurement, talent acquisition, and curriculum development. Taaleem is also studying profitable opportunities in the consultancy space and is open to consultancy agreements encompassing human resources management and training, quality assurance management, and general and educational consultancy services.





Improving Lives Through Education

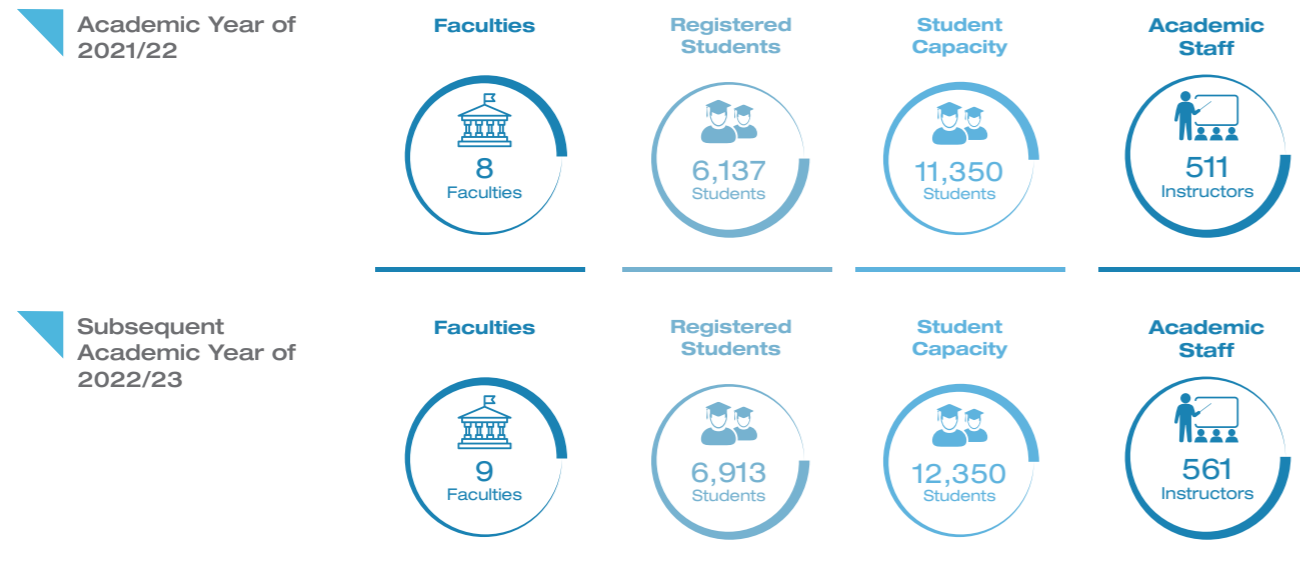
Nahda University in Beni Suef

Upper Egypt's largest Private University



Founded to satisfy the growing thirst for high quality education in the most populous yet highly underserved region of Upper Egypt, Nahda University in Beni Suef (NUB) aims to produce a future-ready generation equipped with the knowledge and skills needed to succeed in the global community. NUB sits on a plot of 190 thousand square meters in Beni Suef, and houses eight faculties as of 2021/22, namely the Faculties of Medicine, Dentistry, Pharmacy, Physiotherapy, Engineering, Computer Science, Business Administration, and Mass Communication, with a shared goal of fostering competitiveness, critical thinking, and innovation. During the academic year of 2021/22, the university served 6,137 students out of a total MoHE-mandated student capacity of 11,350. Towards the end of the year, Taaleem announced that it will launch a new Faculty of Arts in the academic year of 2022/23 and a new Faculty of Architecture in the academic year of 2023/24. This brings NUB's operating faculties to nine and its total student capacity to 12,350 in 2022/23, and it will bring its faculties to ten and student capacity to 13,350 in 2023/24.

Location: Beni Suef, Area: 190K Sqm



Nurturing Future Leaders

Grounded in its mission to produce creative and independent thinkers and enriched by its highly accomplished group of instructors, NUB enjoys a well-earned reputation of excellence in technical, high-demand academic specializations. NUB is distinguished by its strong medical curriculums and facilities that attract students from all over the country to its medical faculties, including the Faculties of Pharmacy, Dentistry, Medicine, and Physiotherapy. Launched by Taaleem in the academic year of 2019/20, NUB's Faculty of Medicine is Egypt's largest private Faculty of Medicine and the first of its kind in a private university in Upper Egypt.

Faculties and Specializations at NUB

Medicine 36 Specializations	Medical Biochemistry	Dentistry 6 Specializations	Basic Dentistry Sciences	
	Medical Histology and Cell Biology		Prosthetic Dentistry	
	Medical Parasitology		Oral and Maxillofacial Surgery	
	Medical Microbiology and Immunology		Conservative Dentistry	
	Public Health		Orthodontics and Pediatric Dentistry	
	Forensic Medicine and Clinical Toxicology		Oral Medicine and Periodontology	
Pharmacy 7 Specializations	General Surgery	Pharmacy 7 Specializations	Pharmaceutics	
	Obstetrics and Gynecology		Biochemistry	
	Cardiology		Pharmacognosy	
	Clinical and Chemical Pathology		Pharmacology and Toxicology	
	Chest		Pharmaceutical Chemistry	
	Neurology		Microbiology and Immunology	
	Orthopedics		Clinical Pharmacy	
	Physiotherapy 7 Specializations	Orthopedic Vascular Surgeries	Physiotherapy 7 Specializations	Basic Science
		Anesthesia		Physiotherapy for Internal Medicine
		Neurosurgery		Physiotherapy for Orthopedic Surgery
		Critical Care		Physiotherapy for Neurology and Neurosurgery
		Oncology		Physiotherapy for Pediatrics and its Surgery
Medical Physiology		Physiotherapy for Gynecology and Obstetrics		
Human Anatomy and Embryology		Physiotherapy for Surgery and Burn		
Engineering 6 Specializations		Clinical Pharmacology	Engineering 6 Specializations	Civil Engineering
		Pathology		Architectural Engineering
		Ear, Nose, and Throat		Electrical Engineering (Communications & Computer Engineering)
		Ophthalmology		Mechatronics Engineering
		Internal Medicine		Mechanical Engineering (Mechanical Production Division)
	Pediatrics	Electrical and Renewable Energy Engineering		
	Computer Science 4 Specializations	Rheumatology	Computer Science 4 Specializations	Computer Science
		Dermatology		Information Systems
		Tropical Medicine		Information Technology
		Psychiatry		Operational Research & Decision Support
	Business Administration 4 Specializations	Pediatric Surgery	Business Administration 4 Specializations	Business Administration
		Plastic Surgery		Accounting
Cardiothoracic Surgery		Marketing and E-Commerce		
Urology		Banking & Capital Markets Management		
Mass Communication 4 Specializations	Family Medicine	Mass Communication 4 Specializations	Public Relations and Advertising	
	Radiology		Radio and Television	
			Journalism	
			Electronic Publishing	

Exclusive Academic Partnerships

Taaleem has a proven track record in securing exclusive academic partnerships that elevate students' academic experience and further differentiate its service offering.



NUB's Faculty of Medicine benefits from an exclusive partnership with the Medical University of Vienna (MUVI), which has seen the faculty's curriculum adapted to MUVI's most recent program, with MUVI also contracted to supervise the staff selection process and design training programs. The partnership with MUVI also includes certificate attestation, quality assurance, access to MUVI material, and broader operational supervision.



In August 2021, Taaleem finalized another academic partnership with Northern Kentucky University (NKU). The partnership will see NKU offer 2+2 and 3+1 programs at NUB, whereby eligible students will be able to transfer to NKU for their third or fourth years of study and receive qualification from both NKU and NUB. The first phase of the agreement covers the Faculty of Business Administration, with plans to expand the programs to encompass the Faculties of Engineering and Computer Science. In addition to its full academic partnerships with MUVI and NKU, NUB enjoys agreements that cover faculty & student exchange, Master's and graduate programs, research & training, and curriculum development with 18 universities spanning Europe, USA, Asia, and Africa.



Faculty & Student Exchange	Research & Training	Curriculum & Program Development	Master's & Graduate Programs
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 Biberach University of Applied Science (BUAS)	 Biberach University of Applied Science (BUAS)	 Universidad Politécnica De Cartagena (UPC)	 Fresenius University of Applied Sciences
 The University of Bremen Germany	 The University of Bremen Germany	 Universidad Politécnica De Cartagena (UPC)	 Universidad Politécnica De Cartagena (UPC)
 Montpellier Business School France	 Universidad Politécnica De Cartagena (UPC)	 Universidad Politécnica De Cartagena (UPC)	 Stony Brook School of Dental Medicine
 The European Regional Educational Academy (EREA) of Armenia	 University of Barcelona Spain (UOB)	 University of Barcelona Spain (UOB)	 Stony Brook School of Dental Medicine
 Mogilev State University of food technologies	 Montpellier Business School France	 Montpellier Business School France	 University of Houston Clear Lake (UHCL)
 Mogilev State University of food technologies	 Mogilev State University of food technologies	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Astrakhan State University of Architecture and Civil Engineering (ASUACE)	 Astrakhan State University of Architecture and Civil Engineering (ASUACE)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Stony Brook School of Dental Medicine	 The University of Texas (UT)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 The University of Texas (UT)	 University of Houston Clear Lake (UHCL)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 University of Houston Clear Lake (UHCL)	 Kalinga Institute of Industrial Technology (KIT)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Kalinga Institute of Industrial Technology (KIT)	 Kalinga Institute of Industrial Technology (KIT)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Maharishi Markandeshwar University (MMU)	 Maharishi Markandeshwar University (MMU)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Maharishi Markandeshwar University (MMU)	 Maharishi Markandeshwar University (MMU)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 University of ELRAZI Medical & Technological Sciences (ElRazi)	 University of ELRAZI Medical & Technological Sciences (ElRazi)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 University of ELRAZI Medical & Technological Sciences (ElRazi)	 University of ELRAZI Medical & Technological Sciences (ElRazi)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Graphic Era Hill University (GEHU)	 Graphic Era Hill University (GEHU)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)
 Graphic Era Hill University (GEHU)	 Graphic Era Hill University (GEHU)	 University of Malaysia Perlis (UniMAP)	 University of Malaysia Perlis (UniMAP)

Specialized Educational Services

NUB operates a number of specialized centers that further differentiate the university's value proposition and provide students and staff with value-added services that complement their academic endeavors.

Quality Assurance Center

NUB's Quality Assurance Center (QAC) is a specialized entity responsible for designing, implementing, monitoring, and developing the university's quality assurance process. QAC strives to improve the quality of scientific research and educational processes at the university by ensuring that the academic staff at NUB meet the targeted quality concepts the university aims to reach in serving students, generating scientific research, and serving the community.

NUB Continuous Education Center

The NUB Continuous Education Center (NCEC) allows the largest possible number of students and staff to benefit from the expertise, experiences, and resources available at the university by providing educational programs that impart valuable skills and provide a supportive and encouraging environment for continuous learning. NCEC optimizes teaching, learning, and training processes to develop the capabilities of all parties involved in the knowledge creation process, while also offering advanced leadership programs. NCEC has also introduced a number of preparatory programs for internationally recognized professional certification exams in the fields of human resources and financial management, including the Certified Management Accountant Program (CMAP), Certified Internal Auditor Program (CIAP), and the Chartered Professional Accountant (CPA) Program, among others.

Arabic Studies Center

NUB's Arabic Studies Center was established to provide Arabic language instruction to non-native Arabic speakers from foreign universities, including native speakers of Chinese, Indonesian, and Korean, among other languages. Since its inception, the Center has received several students from distinguished Chinese institutions such as Tianjin University,

Beijing University of International Studies, and Heilongjiang University, providing them with premium quality services in Arabic language instruction.



NUB Learning Resource Center

The NUB Learning Resource Center (LRC) is a specialized educational center open for all members of the NUB community and the general public. The university has established LRC as a center of excellence for sustainable development in Upper Egypt in collaboration with major international companies to deliver training, human development, and information technology programs to increase employment rates. The University also entrusted LRC with improving teaching, learning, and training methods at NUB to develop the capabilities of all parties involved in the educational process, including faculty and staff members. The Center also offers advanced training programs for academic and administrative staff members to improve their leadership performance and decision-making abilities as well as their intellectual and research skills. Additionally, LRC provides a wide range of training programs in the areas of digital transformation and entrepreneurship, and integrates with the Aptech, IBDL, Huawei, Cisco, and Oracle academies.



NUB's E-Learning Platform

NUB devised its online e-learning platform utilizing the MOODLE Learning Management System (LMS), a platform for online teaching, learning, community building, and knowledge sharing. The LMS system is one of NUB's vital educational pillars, as it monitors students' progress, facilitates intelligent adaptive learning, enables students to interact with their tutors and peers daily, broadcasts synchronous and asynchronous video lectures, increases productivity and efficiency of educational learning, and supports students in solving the most critical challenges of today's ever-changing environment.

Multinational Academies

NUB regularly invites corporate employers to establish on-campus academies, with an eye to further enhancing the employability of students through its Learning Resource Center. As of 2021/2022, NUB enjoyed educational partnerships with major global corporations including Huawei, Oracle, Cisco, and Aptech:



The Huawei Academy offers several courses in different fields, including:

- 5G
- Storage
- Internet of Things
- Big Data
- Cloud Computing
- Intelligent Computing
- Cloud Service
- Artificial Intelligence
- Data Communications
- WLAN
- Security

Huawei Academy courses prepare NUB students to keep up with the government of Egypt's plans for digital transformation.



The Oracle Academy provides students and staff with advanced computer science education, covering the following fields:

- JavaScript Programming
- Cloud Computing
- Database
- Project Management

The Oracle Academy aims to increase knowledge & innovation, develop skills, offer diversity in technology fields, and enhance career-readiness of university students.



The CISCO Networking Academy provides comprehensive courses to teach the technology skills.

- Networking Essentials
- Cyber Operations
- IT Essentials
- Python Programming
- JavaScript Programming
- Switching, Routing, and Wireless Essentials
- DevNet
- Routing
- Cybersecurity
- Internet of Things
- Linux Programming
- C programming
- Networking
- Cloud Security
- Enterprise Networking, Security, and Automation
- Network Security

The CISCO Academy aims to focus on fields that are in high demand at businesses today, shaping a generation of future-ready students

Aptech at NUB — Empowering Students with Essential Employability Skills

NUB is committed to securing the futures of its students by empowering them with the necessary knowledge and employability skills they need to secure thriving careers. To that end, NUB has a standing collaboration with Aptech Academy of Learning and Training Ltd. in India to offer internationally accredited English and IT courses to all NUB students as university requirements for all faculties. Courses are compulsory for students who start their first academic year at NUB and are taught over three years of study within three academic years and across six academic semesters.

NUB Hall of Fame



Dr. Ali Noureldeen – Hospital Director
Graduate of NUB's Faculty of Pharmacy

Ali Noureldeen was appointed as hospital director before the age of 27 and was recorded as the youngest to hold such a position in the world in the Guinness World Records. He graduated from NUB's Faculty of Pharmacy and was later recognized as the "Best Governmental Pharmacist" in Egypt.



Eng. Ahmed Abdelazeem – Engineer
Graduate of NUB's Faculty of Engineering

Just five years after graduating from the Faculty of Engineering at NUB, Ahmed Gamal Abdelazeem built eight schools, five warehouses, and participated in building multiple structures in the New Administrative Capital. He is one of the youngest members of the Engineering Syndicate of Beni Suef's Board of Directors and is recognized as a rising star in the field.

Beyond Academia

NUB's Office of Welfare & Student Activities

The Office of Welfare & Student Activities at NUB facilitates co-curricular student life and is dedicated to creating extraordinary student experiences. The office's main goal is to ensure that all NUB students are able to grasp every available opportunity to shape their personalities, build communities, and nurture lasting friendships that will support them throughout their academic journeys. To that end, the office supports and supervises activities managed and organized by students, including sports events, cultural, social, and artistic activities, trips, scouting activities, student societies, and public service activities.

NUB's student body is represented by the student union, which is an entity for the students by the students that aims to serve, represent, and entertain the student body. Meanwhile, student families, clubs, and societies also play a pivotal role at NUB, as they aim to consolidate and strengthen ties among students, build relationships, and instill the spirit of belonging to the student family and university. NUB's student clubs, families, and societies are divided into six categories:

Student Union Committees

Sports Committee

Political and Cultural Committee

Scouting and Public Service Committee

Student Affairs Committee

Artistic Activity Committee

Social Activity and Trips Committee

Scientific and Technological Affairs Committee

Public Relations and Publicity Committee

Student Clubs

Scientific

- (Egyptian Association of Dental Students) EADS club
- Dental Scientific Club
- (Egyptian Pharmaceutical Students' Federation) EPSF association
- (The International Collegiate Programming Contest) ICPC contest
- (Computer Science) CS club
- Business Club
- (Medical Research Students Activity) MRSA club

Artistic

- Guitar club
- Singing club
- Photography club
- Music club
- Painting club
- Media club
- Aristic club
- Talent club
- Theatre club

Sports

- Handball club
- Volleyball club
- Football club
- Basketball club

Trips

- Trips club

Social

- Men Agl Misr club
- Enactus NUB club
- Fekra L Bokra Club
- Eagles club
- Social club
- Step NUB club
- X-change club
- En3kas club
- TEDx club

Cultural

- Cultural club

NUB October 2021/22 Sports Day



A Full Set of Campus Facilities

NUB's tree-lined campus offers state-of-the-art resources to students and faculty members alike, guaranteeing comfort and accessibility to a multitude of services.

Housing & Dining

NUB has a premium residence hall equipped with modern and safe accommodation services. The residence hall consists of a lounge reception hall, reading and study room, and a prayer room. It also contains a restaurant and a cafeteria to serve students at all times and includes double and triple furnished air-conditioned rooms. Room cleaning service is available on a daily basis, and residence hall supervisors are always available to ensure the comfort and safety of students and maintain order and discipline according to the university's rules and regulations. NUB is also equipped with a variety of restaurants and cafeterias that serve resident students at a nominal price and provide all other students with quality meals.



Transportation and Other Benefits

NUB operates a fleet of modern buses to provide safe transportation to and from the university, connecting to Cairo and other major cities as well as nearby villages. Students living outside of Beni Suef are afforded direct transportation from different points of arrival, including train stations and bus and taxi stops, with direct transportation available from Cairo and nearby parts of Beni Suef. In addition, all NUB student and faculty members benefit from free and high-speed internet connectivity. Students are also free to utilize the university's advanced computer labs and other facilities any day during the week. In addition, the university operates a fully equipped, 24-hour medical clinic managed by a dedicated team of professionals ready to serve everyone on campus and to respond quickly to any situation. All students are medically insured by NUB.

Athletic Facilities

Sports facilities at NUB are extensive, catering to a wide range of activities and programs. Almost 80% of enrolled students at NUB are involved in sports, utilizing the university's premium quality football, basketball, volleyball, and other fields in addition to a gymnasium outfitted with advanced equipment, providing competitive outlets for all interested students.

Al Ahly Sports Academy



NUB's distinct sports facilities and high-quality football fields caught the eye of one of Egypt's largest and most renowned sporting clubs during the year, Al Ahly Sporting Club, who signed an agreement with the university to launch Upper Egypt's first Al Ahly Sports Academy on NUB's campus. The academy is open to the general public, giving the people of Beni Suef the opportunity to harness their skills in a professional environment in the presence of some of the club's most iconic footballers.

Corporate Partnerships

Taaleem enriches the student experience at its universities by establishing partnerships with reputable corporate actors. Such partnerships allow Taaleem to offer students a more well-rounded experience that offers exposure to the workings of a broad array of industries and economic sectors, including practical, hands-on knowledge gained from Egypt's most prestigious organizations.

At NUB, the university enjoys educational partnerships with some of Egypt's leading financial institutions. Cooperation protocols with Banque du Caire, Banque Misr, and the Export Development Bank of Egypt included the preparation and distribution of educational material designed expressly for NUB students. The banks also organized seminars and a series of lectures at the university. NUB enjoys a similar partnership with the Egyptian Exchange.

In this regard, NUB also provides students with the opportunity to join summer training courses at the offices of major corporates in the area of information technology, including Microsoft, IBM, Vodafone, Orange, Oracle, and Etisalat.



Eng. Lidia Salib
Teaching Assistant and Spokesperson of NUB's Faculty of Engineering
Graduate of NUB's Faculty of Engineering

"NUB is a university that is capable of producing students of the highest caliber who are able to keep pace with and even excel in local and international labor markets. I have realized that instruction at NUB is ultra-focused on delivering both theoretical and practical knowledge in all fields of study based on advanced global curriculums, producing a generation of well-rounded individuals ready to embark on their professional journeys upon graduation."



Eng. Karim Samuel
Telecommunications Engineer at Ericsson
Graduate of NUB's Faculty of Engineering

"NUB has given me the opportunity to pursue my dreams and passions and explore my potential in different fields. The fact that NUB was the first private university in Upper Egypt allowed me to meet different people from all walks of life and benefit from their diverse experiences. I am very grateful to NUB for providing me with all the resources I needed to thrive in my career and really understand my own personality and passions in life."

Replicating Success

Thanks to its superior supporting and enabling functions at the platform level, Taaleem has experienced growing success at NUB that has translated to increased interest from students from all over Egypt, and strong mutually beneficial international academic partnerships. While every asset owned by Taaleem is treated individually in the way that best serves its targeted students and the overall community, the business model used to sequentially elevate NUB's value proposition is sustainable and replicable across assets, guaranteeing the upcoming and ongoing success of Taaleem's educational institutions.

Badya University

Currently under development, Badya University is Taaleem’s second asset located in the western suburbs of Cairo.



Location 	Investment Cost 	Scheduled Launch
Area 	Faculties 	Student Capacity



A Top-Tier Educational Institution

Strategically located at the heart of Cairo’s western suburbs, Badya University (BU) is a top-tier university currently under development that is 60% owned by Taaleem Management Services and 40% owned by Palm Hills Developments (PHD), one of Egypt’s leading real estate developers. It is being established on an area of 167k square meters in PHD’s Badya, a luxurious and sustainable city-sized new urban development located in the western suburbs of Cairo and is scheduled to admit its first students in the academic year of 2023/24. Badya University is expected to house eight academic faculties with a total capacity of 10,710 students.

Medicine	Physiotherapy	Dentistry	Engineering
Computer Science	Business & Economics	Arts	TBA

Fortified Academic Offering



On the 31st of July 2022, Taaleem signed a Memorandum of Understanding (MoU) to secure an academic partnership

between Badya University and Maastricht University, one of the top universities worldwide and the 9th among young universities in the world based on the Times Higher Education ranking. Under the MoU, all Badya University students will receive a supplementary certificate from Maastricht University in addition to the degree offered by Badya University upon their graduation, as all the programs offered to them will be based on Maastricht University’s programs. The agreement also includes the possibility of implementing a student exchange program, differentiating its degree vis-à-vis comparable institutions with strong existing offerings.

Path to Launch

The launch of operations at Badya University is subject to the receipt of all required licenses from the relevant state and regulatory authorities. As of year-end 2021/22, Badya University’s file has been approved by the Supreme Council of Private Universities and submitted to the cabinet, after which, the company will pursue a presidential decree to begin operations. In addition, Taaleem concluded the construction tendering process and levelled the land on which the university will be built, in line with the plan to launch Badya university in the academic year of 2023/24.

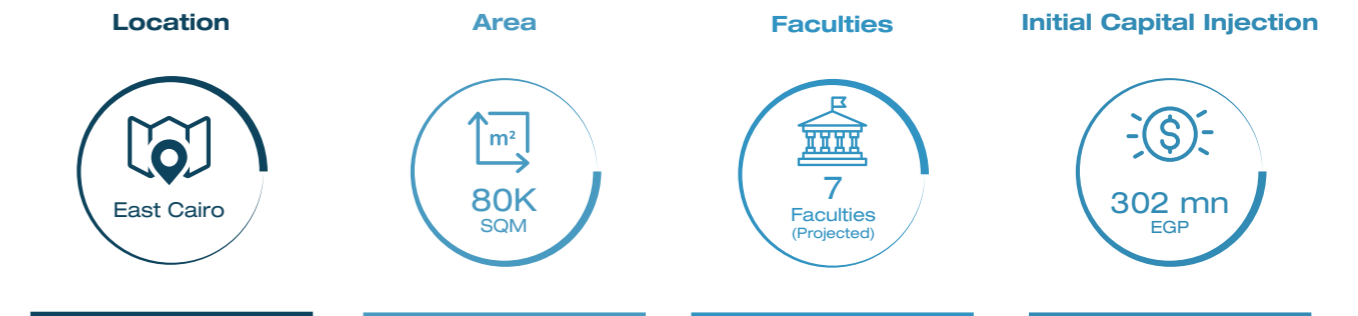
Smart and Green Facilities

Taaleem’s partnership with PHD to establish Badya University serves various sustainable development goals, with an aim to establish a sustainable university in a smart and sustainable city. Badya’s masterplan, which includes Badya University as one of its core pillars, is strategically designed based on four fundamental sustainability pillars: convenience, connectivity, safety, and environmental sustainability. The city is designed in a way that accommodates bicycles as an everyday mode of transportation rather than cars and busses, creating a clean environment free of traffic and car exhaust. The city’s exceptional connectivity stands on two grounds, sustainable mobility through effective road connections between Badya and Central Cairo, 6th of October City, and Sheikh Zayed City, making Badya University accessible to students from all over Cairo, and state-of-the-art network connectivity that facilitates various smart and sustainable solutions. Such solutions are vital in a top-tier university like Badya University, as the city’s robust IT infrastructure facilitates digital learning methodologies, high-speed internet connectivity in all classrooms and facilities, and multiple security solutions. In addition, Badya is planned to be a green city, offering highly functional and usable green open spaces.



New Acquisition in East Cairo

The University in New Cairo is Taaleem’s most recent acquisition disclosed subsequent to its financial year of 2021/22. This section will provide an overview of this transaction in the context of Taaleem’s growth strategy.



A Third Asset Under Development

The newly acquired university is located in a densely populated area in East Cairo, serving a large fraction of students with means to invest in high quality education. Since inception, Taaleem has gone through several rigorous selection processes to land on a suitable asset to acquire before choosing this new university as an ideal investment opportunity given that it meets the criteria set forth by the Company.

The acquisition of the university is a step forward towards our strategy of becoming Egypt’s leading higher education services provider by expanding in key locations and providing value for money, high-quality tertiary education. The acquisition in New Cairo expands Taaleem’s portfolio to three universities, of which, two universities are in Greater Cairo.

Transaction Overview

The acquisition of the university will be completed through Taaleem’s subscription to a capital increase of the target company that currently owns the university to fund the construction of the campus on an area of 80 thousand square meters in a strategic location in East Cairo, with a capacity to host up to seven faculties. The capital injection will be used to expedite the construction and subsequent launch of the university. Taaleem’s investment will bring its ownership to 32% against a capital increase of EGP 302mn in the target company, with a path to 51% shareholding one year after the university enrolls students. Moreover, the Shareholders’ Agreement (SHA) between Taaleem and the existing shareholders of the target company stipulates Taaleem’s right to full operational and financial control over the university from the onset of the agreement.

Semi-Green Acquisition

The university in New Cairo is a semi-green asset, meaning that it has already completed part of the licensing process. The university file has received approvals from the Ministry of Housing, Utilities & Urban Communities (MHUC) and the Supreme Council of Private Universities (SCPU), with the licensing process pending only the cabinet’s approval and the presidential decree.






Operating Sustainably

Operating Sustainably

Taaleem is strongly committed to integrating the United Nation's Sustainable Development Goals (SDG's) into its overarching strategic objectives.

Sustainability is a core principle of Taaleem's approach to business operations. The Company operates in a sector with a crucial role in ensuring sustainable economic and social development, as institutions of higher education develop important skills, foster innovation, and help address major social challenges.

Aligning with the SDG's

The Goals	Taaleem's Contributions
 <p>2 ZERO HUNGER</p>	<p>Taaleem organizes food donation campaigns and dispatches nutritional convoys through its current operating asset, Nahda University in Beni Suef (NUB).</p>
 <p>3 GOOD HEALTH AND WELL-BEING</p>	<p>Taaleem organizes multiple blood donation campaigns and dispatches medical convoys through NUB. It also treats dental patients at a nominal price through NUB's university hospital.</p>
 <p>4 QUALITY EDUCATION</p>	<p>Taaleem ensures that all its universities utilize the best-in-class didactic approaches, employ highly accomplished instructors, and offer high-quality, skills-based educational practices. Taaleem supports its strong academic offerings by securing academic partnerships with world-class international universities, including its full academic partnerships with the Medical University in Vienna International (MUVI), Northern Kentucky University (NKU), and Maastricht University.</p>

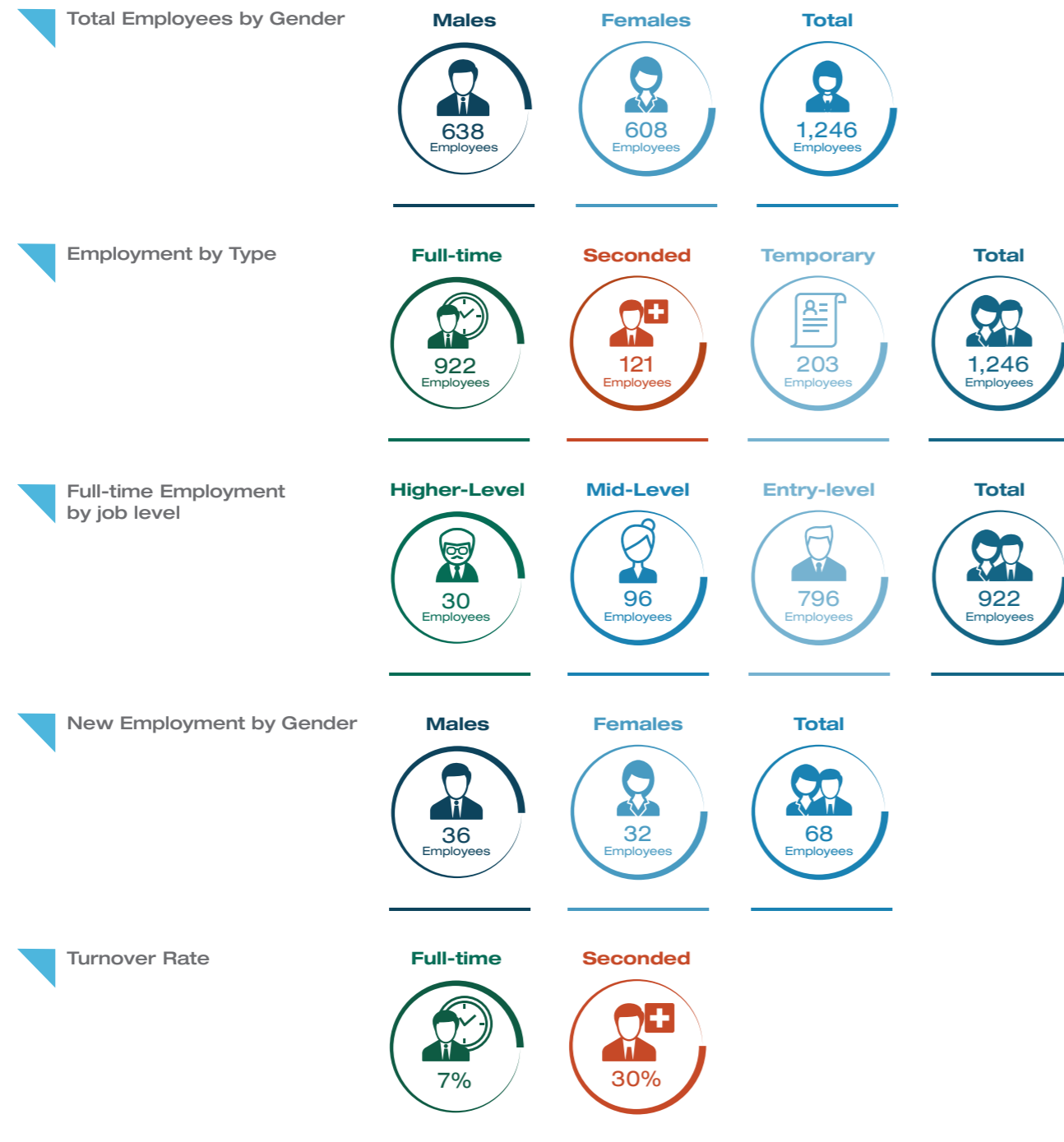
The Goals	Taaleem's Contributions
 <p>5 GENDER EQUALITY</p>	<p>Taaleem strictly enforces policies for unprejudiced hiring, anti-discrimination, and equal pay.</p>
 <p>8 DECENT WORK AND ECONOMIC GROWTH</p>	<p>Taaleem provides a safe and comfortable working environment equipped with all the machinery and facilities needed to ensure employee productivity and safety. The Company has also consistently displayed its resilience and strong operational and financial performance throughout the years.</p>
 <p>11 SUSTAINABLE CITIES AND COMMUNITIES</p>	<p>All members of the community are treated equally at Taaleem, with policies in place that guarantee gender equality and equal hiring opportunities for people with disabilities. In addition, exclusive academic services are available for students with disabilities at NUB. Additionally, Taaleem has partnered with Palm Hills Developments (PHD) to build a university in PHD's Badya, which is a sustainable and smart city.</p>
 <p>17 PARTNERSHIPS FOR THE GOALS</p>	<p>Taaleem has demonstrated its exceptional executional ability in terms of securing mutually beneficial partnerships that ensure operational sustainability. Such partnerships include the agreements in place with world-class universities, the Company's partnership with Palm Hills Developments (PHD) to build a university in a sustainable, smart city, and Taaleem's agreement with Siemens to equip its university hospitals with cutting-edge solutions in the field of medical technology.</p>

ESG Commitment

Taaleem strives to extend an ethos of conscientiousness and sustainability to every aspect of its operations by constantly refining its operational frameworks across its assets and functions to maintain the provision of high-quality services while meeting its obligations as a societal actor. The Company is committed to allocating its resources towards ensuring that its impact on surrounding communities and the environment is positive by closely adhering to environmental, social, and governance (ESG) practices and integrating them into its operations.

Our People

At Taaleem, we believe that our employees are our most valuable assets. We take pride in our ability to provide employees with a diverse and inclusive work environment that ultimately enhances their problem-solving skills, operational efficiency, and productivity.



Diversity & Inclusivity

Taaleem strives to foster a culture of open and honest dialogue and encourages an unrestrained exchange of ideas, with an aim to empower all stakeholders. By fostering a capacity to appreciate and value individual differences, Taaleem and its institutions benefit from varied perspectives on how to confront business challenges and achieve success. Individuals' unique attributes and experiences, including place of origin, gender, age, and disability, are celebrated and leveraged as a source of organizational strength.

Women in the workforce



Taaleem consistently works to remove barriers to female empowerment at the workplace and promote gender equality across its human resource practices. Gender parity is addressed by ensuring that career development and growth opportunities are equal among males and females. In 2020, we committed to expanding our female representation, with an eye to increasing female representation at NUB to 50% across all hierarchal levels. As of FY 2021/22, 49% of Taaleem's workforce was made up of females and 48% of its new hires were females.

Disability-Friendly Environment

We believe that disability is a natural part of diversity. As such, we have taken steps to ensure that people with disabilities are represented at our institutions. As of FY 2021/22, approximately 4% of employees at Taaleem are people with disabilities who are afforded the option to complete all their responsibilities online utilizing dedicated software that accommodate each of their disabilities. As such, all employees at Taaleem, and by extension at NUB, are able to realize their full potential in the workplace and make real contributions to the Company's operations.

“ 4% of employees at Taaleem are people with disabilities ”

Professional Development

The global job market is a rapidly growing and dynamic space strongly affected by constant technological advancements. In order to succeed, professionals must align with such changes in terms of knowledge and skills. In that regard, Taaleem prioritizes employee training programs as an ideal tool to grow the knowledge base of its employees and help them advance their careers, with benefits filtering through to the Company and employees alike. For instance, Taaleem’s Human Resources department puts in place training plans for all academic staff members at NUB to fast-track their career progression. Academic and administrative staff must undergo a series of training sessions, as part of their customized training programs, to assume a higher position. As of FY 2021/22, 53 employees at NUB underwent specialized employee training programs and successfully progressed their careers.

Employee Well-Being

It is our belief at Taaleem that employees perform strongly when they feel included and emotionally connected to their workplace in a way that nurtures their sense of loyalty and commitment to its goals. To that end, Taaleem ensures that employees remain invested and excited about their roles at the Company by conducting various employee well-being and engagement activities to boost morale.

Flexible Working Arrangements

As the past few years saw the repercussions of the Covid-19 pandemic, employers all over the world were forced to establish remote working policies and adapt to virtual workspaces. Unexpectedly, remote working was a great success in terms of productivity and employee spirits, encouraging our management at Taaleem to allow employees to work remotely whenever necessary, even after the worst of the pandemic has subsided. As such, all employees are provided with all the necessary tools and equipment they need to effectively work remotely.



Balancing Leisure with Work

To set a direct channel of communication between employees and the management, reinforce the fact that all employees are highly valued at Taaleem, and ensure that all employees are aligned in terms of vision, strategy and goals, the management periodically organizes social events at the workplace, such as lunch gatherings. This allows all attendees to get more acquainted with one another, increasing efficiency and extracting synergies between different teams. Celebrating birthdays, triumphs, and family-related milestones is also a highly valued activity at Taaleem, as the festivities bring employees closer and effectively build team spirit.

Employee Appreciation Gifts

Taaleem is keen on expressing its deep gratitude towards its employees by bringing the spirits of the holidays to the office. Official national and/or religious holidays are celebrated across the Company through gift cards, employee giveaways, and family-sized dessert packages as a way to observe holidays and show general appreciation towards all staff members.

Health and Wellness

To best serve its employees, Taaleem provides unified medical coverage that includes a plethora of medical centers and hospitals scattered across the country to all employees. As of FY 2021/22, the collective number of medical centers covered by the Company amounted to about 4,000, made up of hospitals, specialized clinics, diagnostic radiology and laboratory centers, and pharmacies.



Code of Conduct

Taaleem recognizes the importance of a work environment that promotes the best professional practices. The purpose of Taaleem’s Code of Conduct is to define and describe the behavioral standards expected of employees when dealing with colleagues, suppliers, and other stakeholders. The Company’s Code of Conduct is built on the values of responsibility and service through leadership in the community, professional merit and equity between staff members and students, integrity, professionalism, and cooperation. To that end, the Company’s Code of Conduct governs personal & professional behavior, conflicts of interest, secondary employment & outside earnings, acceptance of gifts & benefits, political donations, data security, health & safety, and whistleblowing, among many other aspects. It is expected of all Taaleem’s employees to act in a professional and appropriate manner and to uphold the Company’s standards of behavior inside and outside of the workplace and at any location when representing the Company.

Giving Back

As part of its mission to generate shared value, Taaleem is committed to giving back to the community by alleviating societal pressures related to access to medical facilities, nutritional support, educational attainment, and community development, among others.

Giving back to the community is a key component of Taaleem’s business plan, as it caters to its primary goal of generating shared value by extending its financial and sociological benefits to society. At its core, Taaleem is a company that sets out to improve lives through quality education, which, at Taaleem’s institutions, takes the form of delivering high quality and value for money education, and ensuring that students are aware of their ethical, philanthropic, and economic responsibilities towards the wider community. At Nahda University in Beni Suef (NUB), Taaleem’s current asset, students are strongly encouraged to put their high-quality education into practice by volunteering to participate in various, medical, educational, and nutritional convoys and other community development campaigns.

Towards Accessible Health Care

Taaleem is a firm believer in equity in healthcare, a notion with innumerable implementation barriers that include a lack of resources and awareness. In an effort to support as many members of the community as possible, students and faculty members at NUB leverage their exceptional and internationally certified medical training to support residents of underprivileged villages and communities by participating in medical convoys dispatched by the university. Since the academic year of 2017/18, NUB dispatched 26 medical convoys that included walk-in clinics, covering a broad range of treatment areas in addition to medical and dental check-ups, with pop-up pharmacies frequently established to distribute needed medication. To ensure that convoys reach as many village residents as possible, participants aim to exceed the daily patient target at each round, ensuring the equality of access to medical care while maintaining the quality of service offered. In that period, NUB also dispatched 18 convoys dedicated to raising awareness of health and hygiene issues. Besides villages and rural areas, such awareness campaigns have also targeted schools and community centers such as sporting clubs. In addition, NUB’s dental hospital provides low-income patients with full check-ups for a nominal fee of EGP 5 only, and the university has directly covered and/or treated hundreds-of-thousands of dental cases, underscoring its commitment to equal access to care.



Furthering its efforts to drive positive health outcomes, NUB has dispatched two blood donation campaigns, helping ensure that an adequate amount of blood is available at local health care facilities to meet the urgent need for patients facing trauma and other lifesaving procedures. It also encouraged students and faculty members to volunteer at local hospitals on multiple occasions, helping plug manpower and skill gaps in delivering care to patients. In addition, the university has fully refurbished six medical centers across Upper Egypt, with the aim of improving the quality of medical services offered to disadvantaged villages in the region.

Healthcare Initiatives in 2021/22

Awareness Campaigns



Medical Convoy



Donation Campaigns



Food Security & Financial Aid

The number of Egyptian families with incomes that do not cover the cost of essential living expenses is staggering, putting increased pressure on local charities and food banks. To do its part for the local community and help relieve the pressure off local charity institutions, NUB occasionally dispatches nutritional convoys to disadvantaged areas. Since the academic year of 2017/18, the university dispatched four nutritional convoys and organized three food donation campaigns as part of its goal of spreading a culture of community service among its students and faculty members.

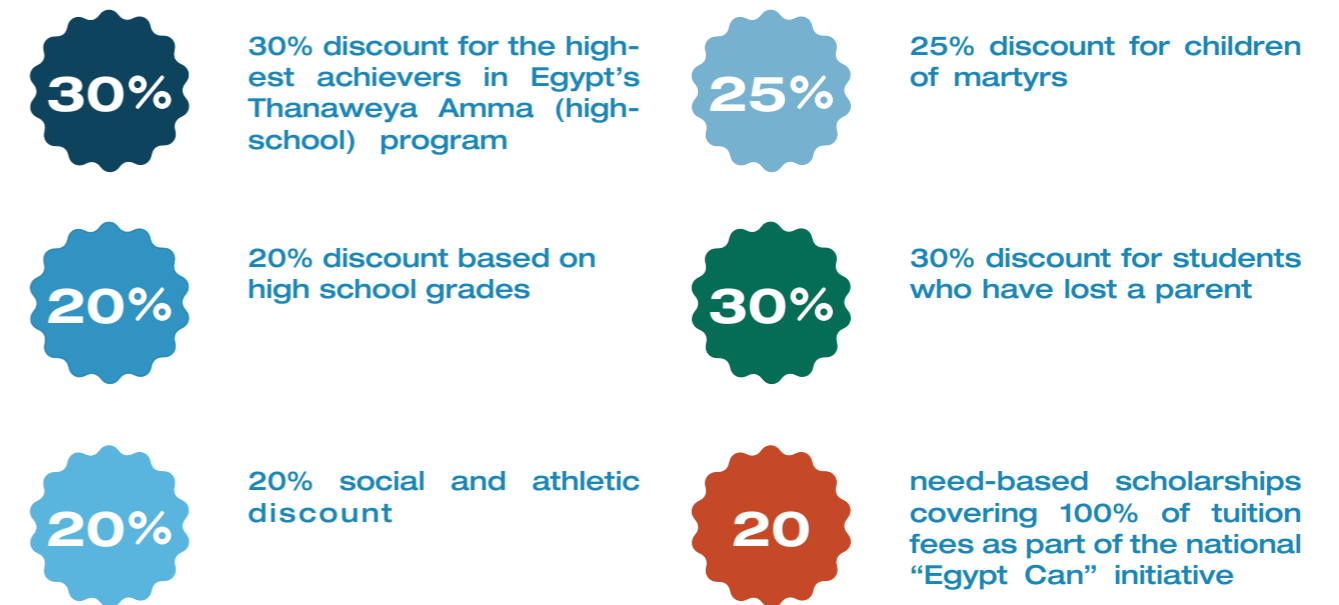
In terms of monetary support, NUB developed a system to support families in need by giving them interest free loans to help them start their own businesses, as part of the government's Hayah Karima initiative. Once a loan is repaid, it is given to another family in need. Students and/or faculty members at NUB support the families' operations by helping them market their products.



Illiteracy Eradication

At Taaleem, we believe that one of the most influential ways to give back to the community is to share knowledge. Whenever possible, NUB aims to disseminate its extensive knowledge and experience among the public, whether through paid services offered by the Nahda Learning Resource Center (LRC) or through illiteracy eradication campaigns, educational convoys, and/or scholarship programs targeted at disadvantaged areas with minimal access to education. The primary goal of such educational programs is to foster sustainable educational training for all residents of Beni Suef and the surrounding region, particularly for those who are socially disadvantaged and are often forced to leave school at an early age. As such, the program aims to significantly reduce illiteracy rates in the target area, empowering learners with functional literacy and life skills. The program fosters community capacity-building and engagement, while promoting cultural preservation and development and creating job opportunities for learners to address unemployment and poverty. Between 2017 and 2022, NUB organized one educational convoy and one illiteracy eradication campaign. In addition, NUB organized an honorary ceremony for Beni Suef's highest achievers in Egypt's Thanaweya Amma (high school) program for the academic year of 2021/22 to boost morale and encourage students to continue their journeys towards quality higher education.

Spotlight: AY 2022/23 Academic Merit and Need-Based Scholarships

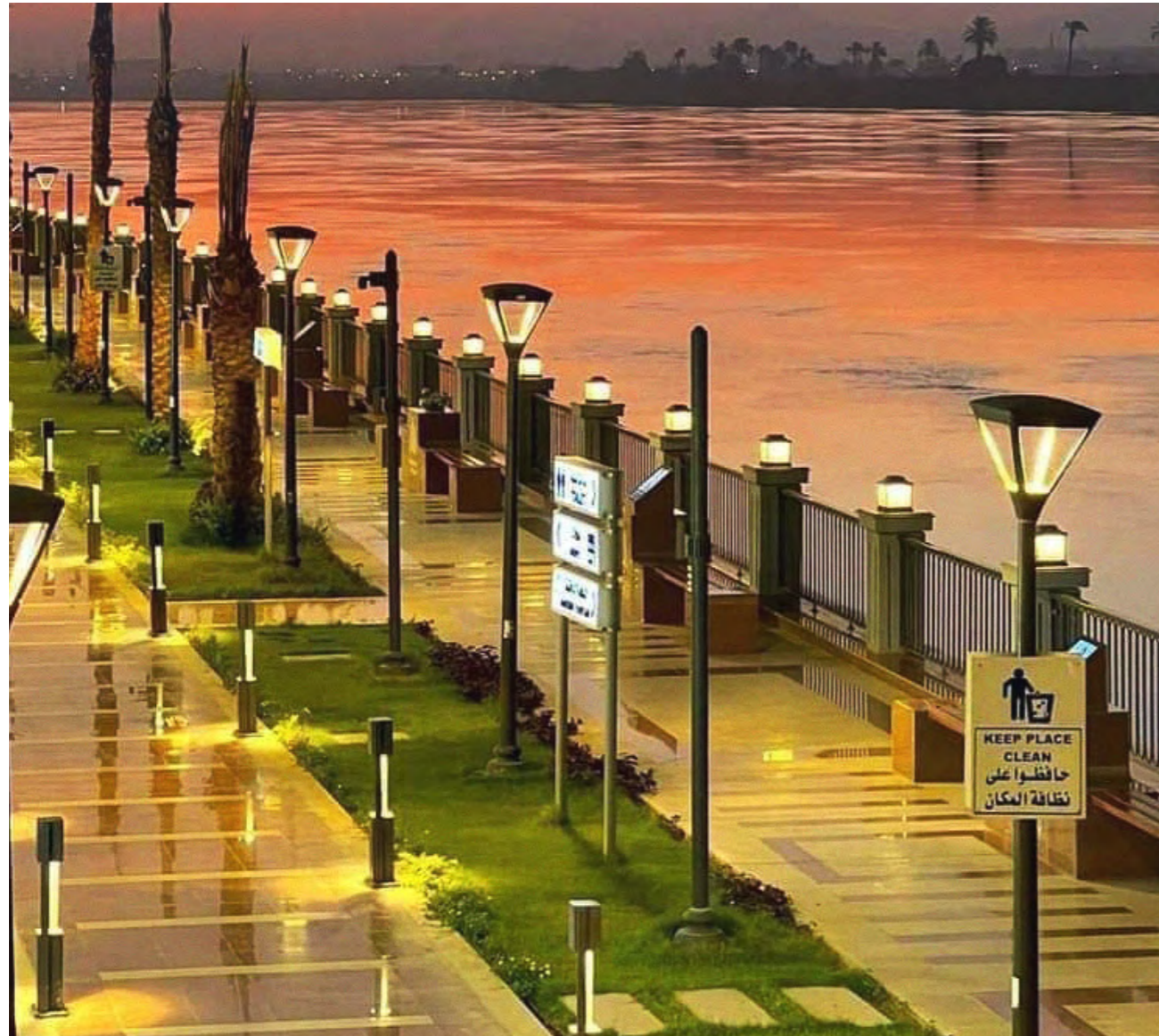


Community Development

In addition to their efforts to ease societal pressures through philanthropic initiatives, students and/or faculty members at NUB actively participate in national community development projects in service of the wider community and the Egyptian government.

Students and/or faculty members of NUB's Faculty of Engineering participated in the following community development projects in the academic year of 2020/2021:

- Volunteered as judges in a contest to design 1.5km of Beni Suef's western corniche road. The design concepts included building statues and murals to honor influential historical figures.
- Designed and implemented murals mounted on three bridges in Beni Suef.
- Designed and developed 3,200km of Beni Suef's eastern corniche road.
- Designed Beni Suef's "Medom" touristic city that extends over 2,124 acres of land overlooking the Medom Pyramid. The city includes a business complex, lakes, parks, residential areas, and touristic facilities.
- Designed and developed Al Shohadaa Square and Park in Beni Suef and a public park that extends over 23,000 square meters in Bayad Al Arab.
- Developed an environmentally friendly design concept and architectural blueprints for an island in the Nile River extending over 58 acres in Beni Suef. Buildings will take up only 15% of the island, preserving its natural essence.
- Designed and developed an inland port over an area of 68 acres including railroads, government facilities, corporate spaces, parking areas, a solar energy field, and a recycling factory.
- Designed and developed the Adly Mansour Square in Beni Suef and an environmentally friendly square that extends over an area of 2,640 square meters in the 5th Settlement, New Cairo.



Community development projects carried out by students and/or faculty members of the Faculty of Engineering during the academic year of 2021/2022 included the following:

- Participated in a major project to redesign 400 meters of Beni Suef’s eastern corniche road. The redeveloped area includes a tourist walkway, a marina, a water sports area, a fishing area, administrative buildings and cafeterias, a river access port, and a waiting area for cars and busses.
- Prepared a general blueprint for the national project to establish a medical city in Beni Suef’s industrial city. The project will include growing medicinal and aromatic plants over an area of 147 acres.
- Participated in the Egyptian national project to build “Egypt’s House” in Paris, which is a residential building that aims to host Egyptian students studying in Paris. 70% of Egypt’s House will host Egyptians, and 30% will host international students holding other nationalities.

Selected Community Service Activities Since 2017-2018:

Activity	Location	Date	Organizers
Blood Donation Campaign	—	7 October 2017	Scientific and Technological Affairs Association
Medical Convoy	Domsheya Village, Beni Suef	18 October 2017	Faculty of Dentistry
Educational Convoy	Al-Andalus School, Beni Suef	9 November 2017	Dr. Suad Abdel Khalek
Medical Convoy	Tezment Village	6 April 2018	Scientific and Technological Affairs Association
Medical Convoy	Beni Hadir Village	14 April 2018	Faculty of Dentistry
Medical Convoy	Kom Edriga Village, Beni Suef	4 October 2018	Faculties of Dentistry and Medicine
Medical Convoy	Kom Edriga Village, Beni Suef	15 February 2019	Faculties of Dentistry and Medicine
Hospital Volunteering Campaign	Children’s Cancer Hospital 57357	24 February 2019	Faculties of Dentistry and Medicine
Medical Convoy Awareness Campaign	Abu Sir Al Melq Village, Beni Suef	27 February 2019	Faculties of Dentistry and Medicine
Medical Convoy	Al Jazira Islamic Complex	1 March 2019	Faculties of Dentistry and Medicine
Medical Convoy	Beni Suef Orphans’ Home	7 March 2019	Faculties of Dentistry and Medicine
Medical Convoy	Al-Qasaba School	28 March 2019	Faculties of Dentistry and Medicine
Medical Convoy	Qay Village	9 May 2019	Faculties of Dentistry and Medicine
Ramadan Food Donation Campaign	—	5 May 2019	Faculty of Dentistry
Nutritional Convoy	Qay Village	9 May 2019	Faculty of Dentistry

Activity	Location	Date	Organizers
Medical Convoy Nutritional Convoy Awareness Campaign	Dawalta Village	27 May 2019	Scientific and Technological Affairs Association
Nutritional Convoy	Naga Abu Sharaki Village	2 June 2019	Scientific and Technological Affairs Association
Medical Convoy	Al Zarabi Village	20 June 2019	Faculties of Dentistry and Medicine
Medical Convoy	East Tezment Village	11 July 2019	Faculties of Dentistry and Medicine
Medical Convoy	Maymoun Village	30 July 2019	Faculties of Dentistry and Medicine
Medical Convoy	Nawamis Village	4 September 2019	Faculties of Dentistry and Medicine
Medical Convoy	Nasser City	15 October 2019	Faculties of Dentistry and Medicine
Medical Convoy	Abu Sir Al Melq Village, Beni Suef	26 October 2019	Scientific and Technological Affairs Association
Medical Convoy	Kom Al Sa'aida, Beni Suef	26 October 2019	Scientific and Technological Affairs Association
Medical Convoy Awareness Campaign	Dawalta Village, Beni Suef	15 November 2019	Faculties of Dentistry and Medicine
Medical Convoy Awareness Campaign	Wena Village, Beni Suef	29 November 2019	Faculties of Dentistry and Medicine
Awareness Campaign	Shorouk Language School, Beni Suef	4 December 2019	Faculties of Dentistry and Medicine
Medical Convoy	'Atf Hadir Village	10 December 2019	Faculties of Dentistry and Medicine
Medical Convoy	Manashy Abu Sir Village	13 December 2019	Faculties of Dentistry and Medicine
Illiteracy Eradication Campaign	—	2019	—

Activity	Location	Date	Organizers
Hospital Volunteering Campaign	Abu El Reesh Hospital	2019	Faculties of Dentistry and Medicine
Blood Donation Campaign	—	2019	Faculties of Dentistry and Medicine
Awareness Campaign	Beni Suef Schools	2019	Faculties of Dentistry and Medicine
Awareness Campaign	Beni Suef Sporting Club	2019	Faculties of Dentistry and Medicine
Medical Convoy	Qamish Village	23 February 2020	Faculties of Dentistry and Medicine
Medical Convoy	Beni Qasem Village	1 March 2020	Faculties of Dentistry and Medicine
Awareness Campaign	NUB Campus	27-28 March 2022	Faculty of Dentistry
Awareness Campaign	Beni Suef Schools	30 March 2022	Faculty of Dentistry
Medical Convoy	Al Riyad Beni Suef Village	1 April 2022	Faculty of Dentistry
Awareness Campaign	Beni Suef Schools	1 June 2022	Faculty of Dentistry
Awareness Campaign	Beni Suef Schools	2022	Faculty of Pharmacy
Awareness Campaign	Beni Suef Schools	2022	Faculty of Pharmacy
Awareness Campaign	Beni Suef Schools	29 November 2022	Faculty of Pharmacy
Awareness Campaign	NUB Campus	30 November 2022	Faculty of Pharmacy
Awareness Campaign	NUB Campus	6 December 2022	Faculty of Pharmacy

Activity	Location	Date	Organizers
Awareness Campaign	NUB Campus	7 December 2022	Faculty of Pharmacy
Awareness Campaign	NUB Campus	19-20 December 2022	Faculty of Pharmacy
Donation Convoy	NUB Campus	23 December 2022	Faculty of Pharmacy
Awareness Campaign	NUB Campus	2022	Faculty of Pharmacy
Donation Convoy	Beni Suef Villages	2022	Faculty of Pharmacy

Sustainable Growth

At Taaleem, we aim to continue developing our sustainable development frameworks to help protect our planet and our people by maintaining efficient and environmentally responsible operations.

Approach to Cyber Security

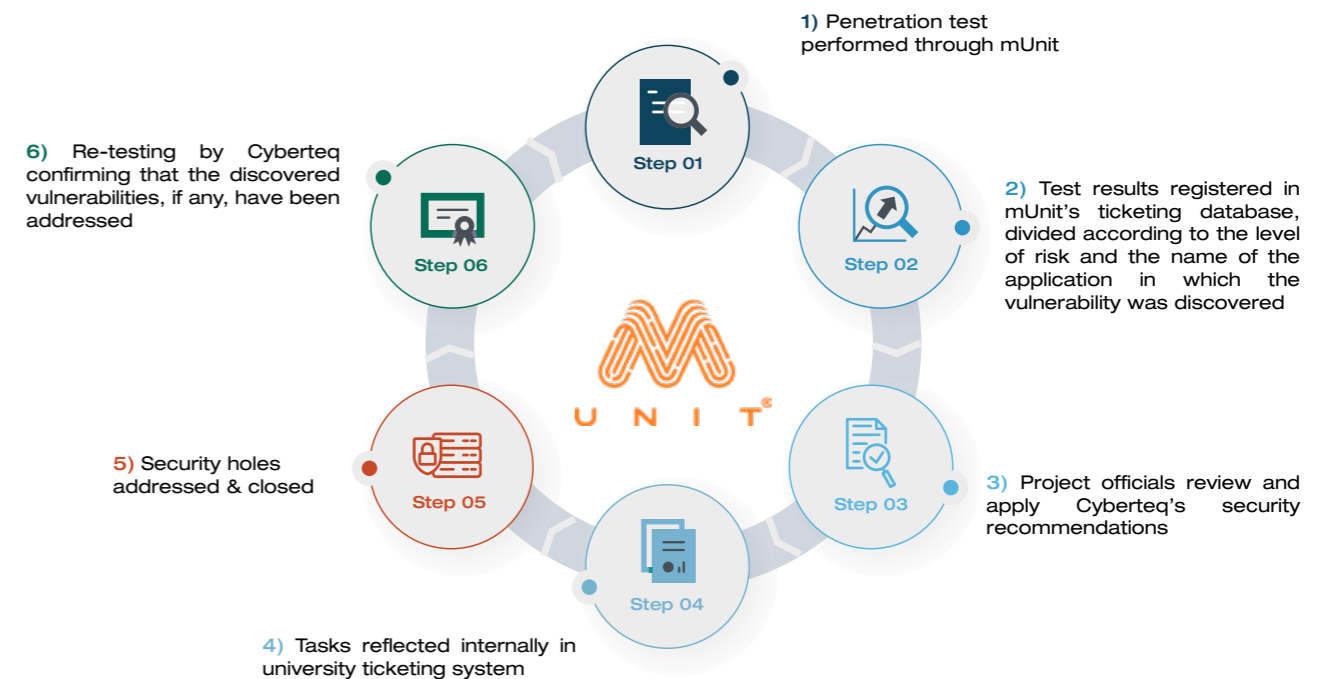
One of our top priorities at Taaleem is maintaining the confidentiality, integrity, and availability of student and corporate data. We are very aware of the growing cybersecurity risks associated with constant global technological advancements and digital transformation, especially in the education sector where cyber attacks seem to be gaining ground given the huge amount of personal information stored on servers and networks. In that regard, Taaleem actively seeks to increase protection against unauthorized use of its systems by strictly enforcing firewall, antivirus, periodic password change, software installation, and internet policies. Meanwhile, the Company is in the process of implementing account privileges expiration, acceptable email, archiving, retention, communications, personal network usage, and software acceptance policies.

Taaleem also employs the resilient mUnit security solution at the university and corporate levels managed by Cyberteq, a celebrated Information and Communication Technology Consulting Company, to minimize its risk of cyber-attacks.

Identifying and Addressing Cyber Security Risks

Penetration tests using the mUnit security solution are carried out on a regular basis, with a system in place to address any vulnerabilities that appear. Members of Taaleem's IT department hold regular meetings every month to discuss any challenges they have faced and how to address them.

mUnit Life Cycle



Heightening Cybersecurity Awareness

As having an informed workforce is critical to circumventing potential cybersecurity attacks, all members of our staff participate in security awareness training programs. Cyber security and data privacy personnel on the university level organize workshops and training programs every three months covering a variety of topics, including protection of sensitive information, phishing, and mobile device security.

Environmental Responsibility

In light of the global movement to abstain from damaging natural environments and reduce the risk of climate change, Taaleem has developed its internal reporting frameworks during the year to govern the transfer of data related to its environmental impact. The Company has also identified its long-term corporate environmental responsibility goals, displaying its increased commitment to ESG.



1) Minimizing energy and water consumption whenever possible & controlling greenhouse gas emissions

Progress: The academic year of 2021/22 saw significant improvements in terms of water and electricity consumption relative to our growth in operations. We have also begun measuring our greenhouse gas emissions on a yearly basis, with the latest recorded figure covering the calendar year of 2021.



2) Implementing recycling and waste management policies

Progress: During the year, we implemented a paper recycling policy that governs the amount of paper used and recycled. This was accompanied by awareness campaigns conducted by Taaleem's Health, Safety, & Environment (HSE) department on the importance of minimizing paper usage whenever possible. In terms of waste management, Taaleem has implemented a system that measures the generation of medical waste, with various controls in place to minimize waste production and ensure that it is disposed of safely.



3) Raising awareness of sustainability issues, highlighting the risks of climate change

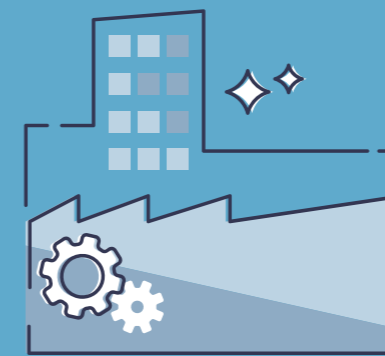
Progress: Taaleem's HSE department releases monthly e-pamphlets distributed to students and staff members via email to educate them on their responsibility towards the environment.

Taaleem's Greenhouse Emissions

Greenhouse gas emissions at Taaleem are measured at the end of each calendar year, with the last reported figure reaching 645 tons of scope 1 emissions and 2,572 tons of scope 2 emissions in 2021.

Scope 1 Emissions

645 tons



Scope 2 Emissions

2,572 tons



Energy & Water Consumption

Taaleem has implemented a system to track its electricity and water consumption throughout its academic years to make informed decisions on how to reduce its carbon footprint and rationalize its controllable cost elements.

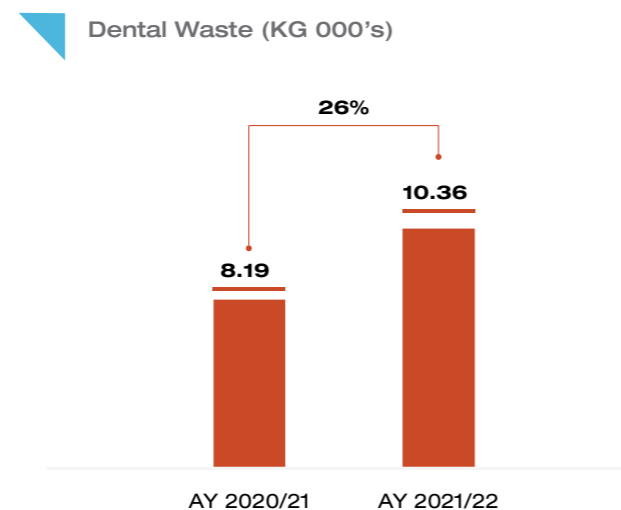
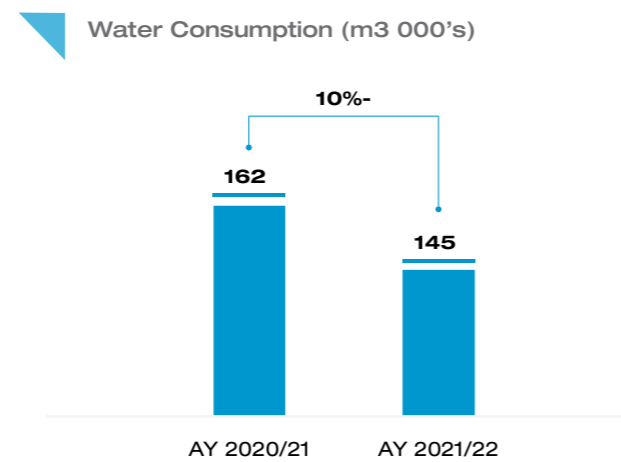
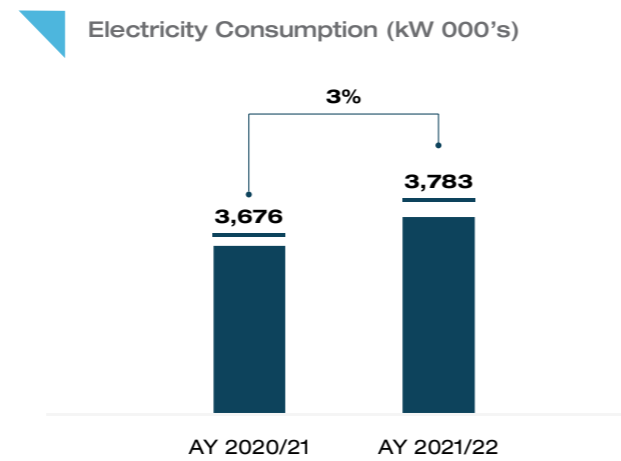
The academic year of 2021/22 saw major facility improvements and expansions, including upgraded machinery, increased lab facilities, and advanced solutions to enhance Nahda University in Beni Suef's (NUB) overall academic offering. Nevertheless, electricity consumption at Taaleem has only grown by a slight 3% year-on-year, reflecting its extraordinary ability to rationalize electricity consumption while effectively executing its expansion and development plans.

In terms of water consumption at Taaleem, the year saw a 2% year-on-year decline in NUB's student body, with the total enrolled number of students landing at 6,137 students. In contrast, water consumption declined by an impressive 10% year-on-year, a testament to the successful implementation of a water conservation policy and the effective awareness campaigns and training offered to all students and staff members.

Recycling & Waste Management

Taaleem aims to make important contributions to climate and resource conservation by managing its waste generation. During the academic year of 2021/22, we transcended the idea of raising awareness about the importance of becoming a paperless community by taking on-ground actions that have a real impact on the environment. At NUB, members of Taaleem's HSE department collected all the single-use white paper utilized throughout the year and shredded them. After which, the amount of shredded paper was measured and compressed in preparation for the recycling process. Going forward, we aim to make greater use of recycled paper as an alternative resource throughout the university.

In addition, NUB is a university distinguished by its highly competitive medical programs, making its current dental university hospital a haven for underprivileged patients seeking professional help. Dental procedures as such produce a significant amount of waste, a considerable portion of which being dangerous medical waste that must be disposed of promptly and safely. To that end, NUB's faculty of dentistry measures its dangerous medical waste on a monthly basis, with an aim to be as efficient as possible, and ensures that appropriate means of disposal are being used. During the academic year of 2021/22, NUB's dental hospital produced a total of 11 tons of dangerous medical waste, up from previous year's 9 tons, as the number of cases treated continue to increase as the hospital gains popularity.



Sustainability Awareness

Taaleem's HSE department distributes monthly e-pamphlets among all students and staff members, with an aim to raise their awareness and expand their understanding of sustainability-related issues, in addition to organizing events and awareness campaigns. It is the HSE's mission to ensure that each member of Taaleem's community is aware of his or her environmental and social impact, and how even one person's actions may make a real difference in the bigger picture of environmental and climate protection. The publications and events produced and organized by the HSE department during the academic year of 2021/22 included the following:

- 1) The Global Water Crisis
- 2) World Water Day
- 3) World Hearing Day
- 4) The Threats of Air Pollution
- 5) World Environment Day
- 6) Think Before You Print

Addressing Climate Change



In light of Egypt's strategy to reverse its impacts on climate change by the year 2050 and achieve its sustainable development goals of 2030, NUB organized a three-day conference titled "The Future of Egypt: Opportunity, Challenges, and Climate Change in Egypt 2022" in collaboration with Cairo University. The aim of the conference was to not only raise awareness of climate change, but also to engage over 100 students from both universities in a way that allows them to discuss their research ideas and findings on the matter through coordinated sessions, lectures, workshops, and competitions. Attending the conference were Mohamed Ghoneim, the governor of Beni Suef, Mohamed Elkhosht, the President of Cairo University, Hossam El Malahy, the President of NUB, and Mohamed El Rashidi, the Chairman of NUB's Board of Trustees and Taaleem's Managing Director and CEO.

Robust Governance Framework

As it continues to expand its frameworks and policies for sustainable business practices, Taaleem has developed a robust governance framework based on global best practices to direct and supervise the Company's operations.

Taaleem operates its business under the guidance and supervision of its Board of Directors (BoD) and specialized Board committees, which support the Company in upholding a policy-based governance system and adhering to relevant provisions of Egyptian laws and regulations. The BoD and its committees also ensure that Taaleem's governance framework evolves continuously, in line with global best practices in compliance, planning, and risk management. Taaleem has three Board committees in place as of FY 2021/22: the Audit, Remuneration, and Employee Stock Option Program (ESOP) Committees. Taaleem's BoD is made up of Egypt's leading professionals in areas ranging from education and healthcare to finance, construction, and telecommunications. These leaders leverage broad experience drawn from a variety of sectors to help Taaleem achieve its mission of serving communities with high-quality, fit-for-purpose, skills-based higher education that optimizes benefits for students and employers.

Board of Directors



Hesham Gohar
Non-Executive Chairman

Hesham Gohar was appointed as Chairman of Taaleem's BoD in 2019. He also serves as Group Chief Executive Officer at CI Capital and has held several positions at the organization since he joined in 2012. Gohar is a graduate of the American University in Cairo with a Bachelor's degree in Economics and has completed an executive education program in investment and capital management at Harvard University. Gohar enjoys over 22 years of experience in marketing IPO coverage and direct investment in the Middle

East and North Africa. Gohar led the transformation of CI Capital's financial advisory services franchise, making it into Egypt's top-ranked advisor and leading to several awards, including the designation as Egypt's Best Investment Bank by EMEA Finance for four consecutive years (2013–2016). During this period, he oversaw the completion of 28 investment banking deals valued at more than EGP 75 billion. Gohar has also held several senior leadership positions throughout his career, including, Executive Director of Promotion and IPO coverage at Beltone Financial, Head of Principal Investments at Shuaa Capital in Dubai, where he managed an investment portfolio worth USD 400 million, Head of Principal Investments at Dubai Group – the global investment arm of Dubai Holding – where he managed a multi-sector, multi-asset portfolio in global emerging markets, member of the investment committee of the Dubai government endowment fund, and BoD positions at several companies in the region. Additionally, he has experience as a banker in the regional investment bank Swicorp where he worked on several financial advisory deals for regional and international institutions, and at family offices handling mergers and acquisitions as well as debt and equity financing transactions in Cairo and Jeddah, Saudi Arabia.



Ahmed Badreldin
Non-Executive Vice Chairman

Ahmed Badreldin was appointed as Taaleem's Vice Chairman in 2021, representing Thebes CV. He holds the position of Managing Partner at RMBV and is the Chairman of the BoD at Cleopatra Hospitals Group. Badreldin holds a Bachelor's degree in Mechanical Engineering from the American University in Cairo and an MBA from Cranfield School of Management in the United Kingdom. He has over 20 years of experience in private equity and investment banking as well as vast experience in portfolio

management and exit transactions for private equity investments in North Africa. Previously Badreldin was Partner and Head of the Middle East and North Africa private equity group at Abraaj Group in Dubai, where he focused on investing in, growing and exiting some of the region's largest businesses. Badreldin was also a senior member of the finance team at Barclays Capital and the investment banking division of Barclays plc in London, where he completed several financing transactions and joint equity investments. Badreldin started his career with Baker Hughes, where he provided engineering services to the oil and gas exploration sector in a number of countries in the Middle East, Africa and Asia.



Mohamed El Rashidi
Executive Member - Managing Director

Mohamed El Rashidi was appointed Managing Director of Taaleem in 2021. El Rashidi had previously served as Taaleem's Chairman (2015–2019) and as a Non-Executive Member of Taaleem's Board (2019–2021). El Rashidi earned a Bachelor's degree in Engineering from Cairo University in 1985 and has over 30 years of experience in the industrial sector and investments. Prior to joining Taaleem's BoD, El Rashidi was Chairman of the BoD at Gozour Holdings, a regional integrated multi-

category company for agricultural goods, dairy products and dry consumer foods. El Rashidi previously led the Rashidi Al Mizan joint venture with Bestfoods International (Knorr, Mazola, Skips), later executing a management acquisition jointly with CDC (Actis), which acquired the business from Unilever. In addition, El Rashidi was a member of the Board of Directors of Spinney's International, where he supported the management in carrying-out a full operational restructuring of the Egyptian division. He led the turnaround of Al Borg Labs as well, in preparation for its merger with Al Mokhtabar Labs, leading to the establishment of the combined entity, Integrated Diagnostics Holdings (IDH). His track record also includes Playing an integral role in the development of La Poire Group in Egypt, including La Poire Patisserie, La Poire Café, On the Run, and Beanos Café, in addition to his vital contribution in spearheading the transformation of popular Egyptian food and beverage chains, The Bakery Shop (TBS) and Cilantro café. El Rashidi has held active roles in many professional associations and organizations. He is a member of the Board of the Executive Committee of the Food Chamber/Chamber of Egyptian Industry, a founding member of the Egyptian Junior Business Association, and a member of the Industrial Modernization Centre.



Mahmoud Attalla
Non-Executive Member

Mahmoud Attalla has been a member of Taaleem's BoD since 2019. He is also currently Chairman and Managing Director at CI Capital. Prior to joining CI Capital in mid-2011, Attalla was Managing Director at HSBC Securities in Egypt, Vice Chairman of the General Authority for Investment and Free Zones for four years, an elected Board member at the Egyptian Stock Exchange, Honorary Chairman of the Inter-Arab CAMBIST Association in Cairo and the Arab Federation of Capital Markets (ICA). His

track record includes establishing and managing the first international dealing room at the Arab African International Bank (AAIB), as well as launching the first international securities brokerage house at the bank. Attalla began his career in 1977 at AAIB, where he spent 20 years and became Deputy General Manager and Group Head of Treasury.



Tarek Tantawy
Non-Executive Member

Tarek Tantawy has been a Member of Taaleem's BoD since 2019. He is also currently Group co-CEO and Managing Director at Palm Hills Developments. Tantawy holds a Bachelor's degree in Construction Engineering from the American University in Cairo, an MBA from Heriot Watt University in the United Kingdom and is a Chartered Financial Analyst (CFA) charter holder. He attended executive education programs in Kellogg Graduate School of Management in the United States and IESA Business School in Spain.

He has over 23 years of experience in management and the financial sector. Tantawy previously held positions on Boards of Directors of publicly listed and private companies, including CI Capital, Beyti and Telecom Egypt. Tantawy held several senior positions in his career, providing him with abundant experience in investment and management. The positions he held include Managing Director and co-CEO at CI Capital where he worked on the development and expansion of the Group's non-banking financial services platform through acquiring a majority stake in CorpLease, a financial leasing company, and Reefy, a microfinance institution. During his career at CI Capital, he improved the efficiency of operational processes and support services, which reduced expenses and increased profits. Tantawy successfully completed many mergers and acquisitions as well as mergers and acquisitions financing. He held several senior roles including CFO at Beyti, CEO, Managing Director and CFO at Telecom Egypt, Vice President of the Investment Banking division at Sigma Capital, and Senior Consultant in the Corporate Finance division at FinRate Consulting. During his career, Tantawy successfully completed several deals as well as stock and bond offerings. These include Telecom Egypt's IPO through an international offering raising approximately USD 900 million, the acquisition of a 45% stake in Vodafone Egypt (worth approximately USD 1 billion), managing over USD 1.5 billion in financing through bond offering and syndicated loans in local and international markets, and managing an investment portfolio worth over EGP 15 billion. Furthermore, he worked on restructuring a number of companies in Egypt operating in the communications, information technology, as well as food and beverage industries.



Hazem Badran
Non-Executive Member

Hazem Badran has been a member of Taaleem's BoD since 2019. He is also currently Group co-CEO and Managing Director at Palm Hills Developments. Badran holds a Bachelor's degree in Business Administration from the Arab Academy for Science and Technology and has completed courses in investment assessment, project finance, and risk analysis at Harvard University. He has over 22 years of experience in corporate finance, investment banking and non-banking financial services in the MENA

region. Badran was previously Chairman at CorpLease in the United Arab Emirates and CEO at CI Capital Group, where he played a vital role in the restructuring of CI Capital and its transformation into a leading diversified financial service provider. His achievements include the development of CI Capital's promotion, underwriting, brokerage, research, and asset management businesses. He also led the creation of a non-banking financial services platform during the acquisition of a majority stake in CorpLease, a financial leasing company, and Reefy, a microfinance institution. Badran was previously CEO at EFG Hermes, the leading investment bank in frontier markets, where he played a notable role in growing the franchise into the largest in the MENA region. Over his nine-year tenure with EFG Hermes, he held numerous key positions, including CEO for Syria and Lebanon and Managing Director for Investment Banking. Additionally, he has chaired the Investment Committee of the American Chamber of Commerce in Egypt.



Youssef Heidar
Non-Executive Member

Youssef Heidar has been a member of Taaleem's BoD since 2019. He serves as a member of the Board at Altakassuisi Alliance Medical. Heidar founded StonePine Capital Partners in 2017 and currently serves as its CEO. He has also been Nexus Gulf's CEO since 2019. Heidar earned a Bachelor's degree in Banking and Finance from the Lebanese American University in 1998 and a Master's degree in Finance and Accounting in 2000 from Kingston University in the United Kingdom. He also has a Certified

Public Accountant license from the New Hampshire CPA Society in the United States. He has acquired vast experience in management and investment, managing a group of companies at executive-level positions. During his career, he has held positions including CEO at Medcon International, Managing Director and Partner at TVM Capital and Chairman of the BoD at Bourn Hall International. He also served on the BoD of several companies including Ameco Medical Industries for medical products, Cambridge Medical and Rehabilitation Center in the Emirates and the Bourn Hall Clinic in Dubai.



Eskandar Tooma
Independent member

Eskandar Tooma has been a member of Taaleem’s BoD since 2021 and has been a member of the Board at Madinet Nasr Housing & Development since 2013. Tooma holds a Bachelor’s degree in Business Administration from the American University in Cairo, a Master’s degree in International Economics, Master’s degrees in Finance and Business Administration from Adelphi University in the United States, and a PhD in global trade from Brandeis University in the United States. Tooma has been a Professor

of Finance with the School of Business at The American University in Cairo since 2014. He has also held a visiting professorship position in finance with Imperial College in the United Kingdom and serves as Assistant Professor for Finance at Brandeis University. Tooma has held several academic and professional positions, including Group Chief Financial Officer (CFO) at Orascom Development in Egypt, Senior Advisor and Head of Research and Risk Management at the Egyptian Capital Market Authority, Director at Citadel Capital, Consultant to the Egyptian Ministry of International Cooperation and the Ministry of Communications and Information Technology, Advisor to Beltone Financial Holding, Risk Management Consultant at the Arab African International Bank, Financial Advisor to Alnasr Contracting company, Training Consultant at EFG Hermes, and Head of the finance department at The American University in Cairo. Tooma has sat on the Boards of several organizations, including Vodafone Egypt, the National Postal Authority, Telecom Egypt, Egyptian Resorts Company, and Regina Food Industries.



Omar Elimam
Non-Executive Member

Omar Imam has been a member of Taaleem’s BoD since 2021, representing Thebes CV. He is also the Director and Chief Environmental, Social and Governance Officer for North Africa at RMBV. Elimam holds a Bachelor’s degree in Business Administration from the American University in Cairo and an MBA from the Wharton School of the University of Pennsylvania in the United States. He has over 12 years of experience in the field of direct investment. Elimam has gained great experience in the field of education, encompassing strategy, value creation, and inclusion initiatives, through his work in the education sector. Elimam was previously an associate at Abraaj Group in the Emirates and began his career at Qalaa Holdings, where he completed deals in sectors including agriculture, construction, steel, and media.



Samia Elbaroudy
Non-Executive Member

Samia Elbaroudy has been a member of Taaleem’s BoD since 2021, representing Thebes CV. She has also been a member of the Board at Cleopatra Hospitals Group since 2018, where she represents Care Health Ltd. Elbaroudy is a private equity expert at RMBV. Elbaroudy holds a Master’s degree in Management Science and Engineering and a Bachelor’s degree in Economics, both from Stanford University in the United States. Elbaroudy has acquired vast experience in the field of investments through her previous roles as an Assistant Director at Abraaj Group, consultant at Booz & Co., Analyst at Aimco and Economics Research Assistant at Stanford University.



Nabil Kamhawi
Independent Member

Nabil Kamhawi has been a member of Taaleem’s BoD since 2021. He is also a member of the Arab Society for Certified Accountants and the Institute of Chartered Accountants in England and Wales. Kamhawi holds a Bachelor’s degree in Accounting from Ain Shams University. He has over 40 years of work experience in consulting and auditing, covering several economic sectors in Europe and the Middle East. He was previously Managing Partner at Ernst & Young in Egypt following its merger with Arthur Anderson, where he held the same position.

Executive Management



Mohamed El Rashidi

Chief Executive Officer - Managing Director

El Rashidi is the Managing Director & Chief Executive Officer (CEO) of Taaleem Management Services. Initially appointed in 2015, bringing more than 35 years of experience in investments, El Rashidi spearheaded the development of Taaleem's platform and the turnaround of Nahda University in Beni Suef (NUB), Taaleem's first asset, enhancing its academic quality, improving its profitability, and developing its future growth strategy. He also led the expansion of Taaleem's platform through developing Taaleem's second asset, Badya University, actualizing his visions of establishing a preeminent university that provides the local community

with premium quality higher education services and fast-tracking Taaleem's growth trajectory. Previously, El Rashidi was the former Chairperson of Gozour Holdings, a regional multi-category integrated agrifoods platform covering agriculture, dairy, and dry consumer foods. He also led the Joint Venture of El Rashidi El Mizan with Best Foods International (Knorr, Mazola, Skippies) and later executed the first management buyout jointly with CDC (Actis) acquiring the business back from Unilever. In addition, El Rashidi was a member of the Board of Directors of Spinney's International, where he supported the management in carrying-out a full operational restructuring of the Egyptian division. He led the turnaround of Al Borg Labs as well, in preparation for its merger with Almokhtabar Labs, leading to the establishment of the combined entity, Integrated Diagnostics Holdings (IDH). His track record also includes Playing an integral role in the development of La Poire Group in Egypt, including La Poire Patisserie, La Poire Café, On the Run, and Beanos Café, in addition to his vital contribution in spearheading the transformation of popular Egyptian food and beverage chains, The Bakery Shop (TBS) and Cilantro café. El Rashidi holds a Bachelor of Science in Engineering from Cairo University.



Khaled Khater

Chief Financial Officer

Khater is Taaleem Management Services' Chief Financial Officer (CFO). He joined the company in 2016, bringing over 18 years of financial and management experience gained through various capacities in pharmaceuticals and healthcare, telecommunications, and education sectors. Khater played an integral role in planning and implementing the group strategy and in listing it in the EGX. Previously, he was the Deputy CFO of Mobiserve Holding, one of the region's leading operations and maintenance companies providing technical and telecom services and has held multiple

accounting and financial positions within the pharmaceutical sector. Khater left the sector as the Financial Controller of Canal Pharmaceuticals. In addition to his corporate positions, and before joining the Group, Khater had seven years of teaching experience with multiple institutions including the American Chamber of Commerce in Egypt and the League of Arab States, serving as post-graduate and practical Learning Advisor. Khater holds a Bachelor's degree in Accounting from Suez Canal University and a Master's degree with concentration in investment and finance from the Arab Academy for Science and Technology. He is also a Certified Management Accountant (CMA) and a holder of the Chartered Financial Analyst (CFA) charter.



Solafa Goueli

Director of Academic Development & International Relations

Goueli was appointed as Director of Academic Development & International Relations at Taaleem Management Services in 2021. She is also a tenured Lecturer at the Faculty of Specific Education, Department of Educational Media, Cairo University. Goueli brings over 19 years of experience in the academic field, having taught a wide range of courses related to media literacy, media and development, professional ethics, critical and scientific thinking, and social marketing, among others. Her academic work

was complimented by her practical experience and involvement in the field of Media Production and Communications. Prior to her current role, Goueli was the CEO of Nile International Education System (NIES), Education Development Fund Unit, Egyptian Cabinet of Ministers, where she led the turnaround of Nile Egyptian Schools in terms of international accreditations, gaining international recognition for the Nile Educational System, and establishing NIES as a certified examination Board, among many other achievements. Before that, Goueli was the Vice President of the Quality Assurance Unit in the Faculty of Specific Education, Cairo University, and Deputy Project Director for Training & Professional Development for Nile Egyptian Schools, Educational Development Fund, Egyptian Cabinet of Ministers. Before that, she was the Deputy Project Director for Training & Professional Development for Nile Egyptian Schools, Educational Development Fund, Egyptian Cabinet of Ministers. Previously, Goueli was an Accreditation Specialist in the Educational Reform Program (ERP), USAID, and Primary Investigator/Manager in the Quality Assurance & Accreditation Project at the Faculty of Specific Education, Cairo University. Prior to that, she was a Seasonal Lecturer at the Canadian International College, Faculty of Mass Communication, and a Visiting Scholar in the Multi-Faith Center and the Eco Center in Griffith University, Brisbane, Australia. Goueli holds a Bachelor of Science from the Faculty of Mass Communication, Cairo University, Master of Arts from the Faculty of Mass Communication, The American University in Cairo, and a Ph.D. from the Department of Educational Policy, Faculty of Education, University of Alberta, Canada.



Hossam Shoushan

Group IT Director

Shoushan held the position of Group IT Director of Taaleem Management Services in 2019, bringing over 28 years of experience in the field. He is responsible for overseeing all of the company's technology and IT operations. Prior to his current role, he was the Management Information Systems (MIS) Director of Modern Group, the parent company of multiple organizations, including Modern Academy and Modern University for Technology and Information (MTI). Shoushan's notable achievements during this time include collaborating with professionals and third

parties to establish the infrastructure for Modern Academy, MTI University, and MTI Media City. Before that, Shoushan was an Information Systems (IS) consultant for the same company and previously held the positions of Software Developer at the Information System Institute for the Egyptian Armed Forces and IT Manager at Helmyia Hospital Armed Forces. He was also an Information Systems Development Team Leader at the Engineering Authority and General Service Organization for the Egyptian Armed Forces. Shoushan holds a Bachelor of Science in Computer Engineering from the Faculty of Engineering, Military Technical College.



Ahmed El-Hakim

Head of Engineering & Projects

El-Hakim held the position of Head of Engineering & projects at Taaleem Management Services in 2017, bringing over 41 years of experience in the field of Construction Engineering. He is responsible for managing and directing all aspects of construction of Taaleem’s projects. Prior to his current role, he was Project Management Director at Arab Consulting Engineers–ACE, a group of multi-disciplinary engineering consultancy companies. Before that, he was Partner and CEO of the Group for Real Estate Development. He also assumed the

roles of Deputy Managing Director at the Saudi Egyptian Touristic for Development Co. and the Saudi Egyptian for Red Sea Development Co., Manager of Construction and Contracts department at Dar Al-Handasah Consultants, and Head of Projects Control Unit at the same institution, among other roles. El-Hakim has an impressive track record of managing large construction projects such as BNP Paribas Headquarters in New Cairo, Grand Hyatt 5 Star Hotel (Le Meridien), Sheraton Hurgada 6 Star Hotel, Soma Bay Touristic Development Project, and many more. El-Hakim also conducted training seminars on the Primavera & Expedition software in several reputable institutions, including Egyptian Manufacturing Group–EMG, Egyptian Electricity Authority, K&M Engineering and Consulting Corporation, Black & Veach, American International Contractors Inc., Housing and Development Bank, Corps of Engineers at the American University in Cairo (AUC), and Mitsubishi Electric – UK, among others. El-Hakim holds a Bachelor of Science in Civil Engineering from Cairo University and a Master of Science in Construction Engineering and Management from the University of Michigan, USA.



Iman Badr El-Din

Business Development Director

Badr El-Din joined Taaleem Management Services as its Business Development Director in 2017 responsible for supporting the management’s expansion plans and profitability, and managing business agreements with current and potential partners, among other responsibilities. Prior to her current role, Badr El-Din was Account Director & Head of Business Development at Logic Management Services, a local company specialized in assisting companies to reach their full potential, where she was responsible for business development, client relationship

management, and operations management. Before that, she was a Senior Account Manager at TNS Middle East and North Africa, one of the world’s largest custom research agencies, where she conducted a number of studies to optimize company operations in a number of sectors, including FMCG, telecommunications, and hospitality. Previously, she was a Product Marketing Specialist in the European Union’s Professional Resource Program in Egypt responsible for developing, distinguishing, and launching companies’ FMCG brands in local and international markets. Badr El-Din holds a Bachelor of Science in Pharmacy from the Faculty of Pharmacy, Cairo University, in addition to an IAA Diploma in Marketing Communications from the American University in Cairo.



Nehal Ahdy

Marketing & Public Relations Director

Ahdy joined Taaleem Management Services as its Marketing & Public Relations Director in 2017 responsible for devising comprehensive marketing and public relations strategies for the company and the institutions it manages. Before joining Taaleem, Ahdy was the Business Development Director of Adline Media Network, a highly experienced and diversified media communications network in the GCC and North African markets. During this time, she built strong relationships with some of Egypt’s most renowned media institutions, including Al Hayah,

Panorama, ART, Orbit, SHOWTIME, Al Mehwar TV, and Egypt Today, among others. Prior to that, she was General Manager of TV content development at the advertising agency, Promo AD, and Business Development Manager at IGI Group, the parent company of several growing, diversified companies whose activities range from construction to petroleum and industrial support services. Before that, Ahdy was Assistant Business Development Manager at Egypt Call. In parallel to her corporate career, Ahdy played influential roles as a social and political activist since 2011, assuming various prestigious roles, including member of Aljazeera Club’s BoD for 8 years, President of the Women’s Club Association, previous member of the American Chamber of Commerce, in addition to her membership in other political parties and associations. Ahdy holds a Bachelor of Science in Business Administration – Marketing from the Arab Academy for Science, Technology, and Maritime Transport.



Mohamed El-Tobgy

HSE Manager

El-Tobgy was appointed as Health, Safety, and Environment (HSE) Manager at Taaleem Management Services in 2020. He is responsible for managing all HSE matters, including setting an appropriate HSE strategy, running periodic health and safety checks, and reporting on HSE and ESG performance. El-Tobgy brings over 15 years of experience in the field, with his last role being Environmental, Health, and Safety (EHS) Manager at GSK, a global science-led healthcare company, where he was responsible for the company’s Pharmaceutical Manufacturing Plant

located in Giza, Egypt. During his time at GSK, El-Tobgy was recognized for successfully leading the Health & Wellbeing improvement program, which improved the site’s score in 2018. Previously, he was EHS Manager at Huawei Telecommunication Co., a leading global provider of ICT infrastructure and smart devices after assuming the roles of Safety & Industrial Hygiene Supervisor at the leading global automotive company, General Motors, Egypt branch, and Senior Engineer of Quality, Health, Safety, and Environment Management (QHSE) at Fayum Gas Company. El-Tobgy holds a Bachelor of Science in Mechanical Power Engineering from Ain Shams University and a NEBOSH International Diploma in Health and Safety. El-Tobgy is a chartered health and safety practitioner from IOSH.



Amal Ghoneim

Financial Reporting & Consolidation Manager

Ghoneim joined Taaleem Management Services in 2016 and was appointed as Financial Reporting and Consolidation Manager at the company in 2019. She is responsible for overseeing all financial reporting analysis and the production of the company’s consolidated financial statements. Her duties also include setting and managing the organization’s budget and cashflows. Additionally, Ghoneim is a key member in the decision support team, playing a vital role in assessing potential investment cases. Prior to her current role, she was the Financial Analysis and Reporting

Supervisor of Taaleem Management Services responsible for managing the preparation and distribution of periodic financial statements and management reports. Previously, she held the positions of Budgeting and Planning Specialist, Budgeting and Planning Senior Specialist, and Budgeting and Planning Section Head at Mobiserve Holding, one of the region’s leading operations and maintenance companies providing technical and telecom services, after assuming the role of Treasury Accountant in the same company. Ghoneim holds a Bachelor of Arts in Business Administration from the American University in Cairo.



Mohamed El-Feky

Supply Chain Manager

El-Feky was appointed as Supply Chain Manager at Taaleem Management Services in 2018 responsible for directing the company’s overall supply chain operations, including procurement, inventory & warehousing operations, and vendor relationships. In addition, El-Feky oversees construction and maintenance contracting, and he is a permanent member in tendering committees. El-Feky plays an essential role in cost optimization and extracting synergies between the group’s assets. Before joining Taaleem, El-Feky was a Procurement Officer at

Porto Group, a leading real estate developer in Egypt. Prior to that, he held the position of Business Development Director at Modern Sasel Swiss Company, a well-recognized Egyptian construction company ranked as a category “A” company by the Egyptian Federation for Construction & building contractors (EFCB), where he was responsible for setting the company’s strategy and the overall management of operations. El-Feky holds a Bachelor’s degree in Management from Modern Technology & Information University.



Ahmed Zayed

Head of Investor Relations

Zayed joined Taaleem Management Services as its Head of Investor Relations in 2021. His responsibilities include setting the company’s communication strategy and maintaining an effective two-way communication between Taaleem and all the financial market stakeholders. Previously, Zayed assumed the role of Investor Relations Manager at Telecom Egypt, Egypt’s first integrated telecom operator and one of the largest subsea cable operators in the region, where he was nominated for the Best Investor Relations Professional category of the Middle

East Investor Relations Association (MEIRA) IR Awards. Prior to that, he held the position of Investment and Investor Relations Analyst at Raya Holding, a leading investment conglomerate. Before that, he worked in the banking sector as a Retail Credit Risk Analyst at both Audi and Egyptian Gulf Banks. Zayed is a certified Investor Relations Officer and Corporate Governance Professional by the Egyptian Institute of Directors (EIoD). Zayed holds a Bachelor of Arts in Economics from the American University in Cairo.



Mohamed Azzam

HR Manager

Azzam joined Taaleem Management Services as its HR Manager in 2016, coming with over 22 years of experience in planning, developing, implementing, and evaluating personnel and labor relations strategies. Before joining Taaleem, Azzam was an HR Consultant Manager at Grant Thornton Egypt, the local branch of one of the world’s leading organizations of independent assurance, tax, and advisory firms, where he played a pivotal role in developing the company’s organizational structure, among other achievements. Prior to that, he held the

positions of Assistant Personnel Manager, Personnel Manager, and Assistant HR Manager in Delicious Inc., involved in the HR operations of Cilantro, The Bakery Shop (TBS), and Rihana after assuming the role of Senior HR Officer in the same company.

Azzam holds a Bachelor’s degree in Law from the Faculty of Law, Helwan University and a Master’s degree in business administration (MBA) from the Arab Academy for Science, Technology & Maritime Transport. He also completed a Professional Post Graduate Diploma in Human Resource Management from the American University in Cairo.



Hazem Fekry

Financial Controller

Fekry joined Taaleem Management Services as a Financial Controller in 2016, coming with 25 years of experience in the field of accounting. He is responsible for executing all accounting functions related to Nahda University in Beni Suef (NUB) in accordance with accounting standards and financial policies. Previously, he held the position of Director in the audit practice at KPMG, one of the big four global accounting organizations, where he was responsible for overseeing a multitude of audit and assurance services. Prior to that, he served as Supervisor

– Senior Auditor at Al-Hamli & Partners, a certified auditing firm based in the Kingdom of Saudi Arabia, after holding the position of Senior Auditor at KPMG and the same position at Dr. A.M. Hegazy & Co. – Chartered Accountants and Consultants. Prior to that, Fekry was an Accountant at United Print Group. Currently, he is a member of the American Institute of Certified Public Accountants, Egyptian Society of Accounting & Auditing, Egyptian Society of Tax, and a Certified Management Accounting (CMA) instructor at the American University in Cairo (AUC). Fekry holds a Bachelor’s degree in Accounting from the Faculty of Commerce, Cairo University.



Khaled Abd El-Aal

Financial Controller

Abd El-Aal joined Taaleem Management Services as its Financial Controller in 2015, coming with 25 years of experience in the fields of finance and accounting. He is responsible for executing all accounting functions in the company in accordance with accounting standards and financial policies. Prior to that, he was the Chief Financial Officer of Delicious Inc., the parent company of popular local chains Cilantro and The Bakery Shop (TBS), after assuming the role of Financial Manager in the same company. Previously, Abd El-Aal assumed the role of Chief Accountant in Alkan Networks Co., a leading system integrator and solutions provider in the MEA region, after he held various positions in the same company, including head of the Accounts Receivables Department. Abd El-Aal holds a Bachelor of Science in Accounting from the Faculty of Commerce and Business Administration, Helwan University.



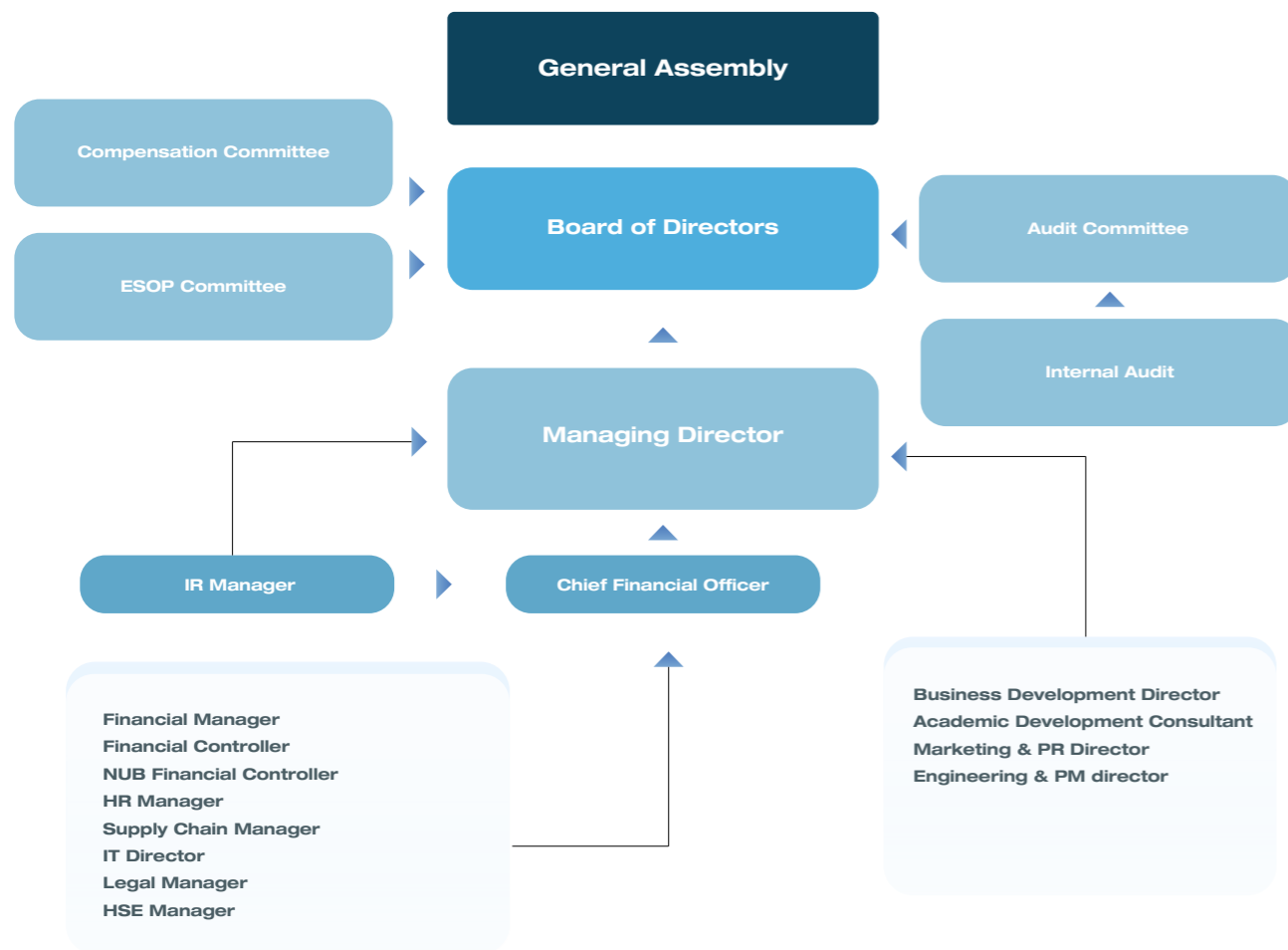
Mostafa Abdallah

Internal Audit Manager

Abdallah joined Taaleem Management Services as its Internal Audit Manager in 2021, responsible for verifying the company’s financial and operating procedures through various audit mechanisms. Previously, Abdallah assumed the roles of Internal Audit Manager at Green Egypt Group, a local company that produces high quality minerals for a wide range of industrial applications, and Internal Audit Manager at Gravena Roca, an international company that produces sanitary ware. Before that, he held a series of positions at Safwat Nour El-Din Management Consultant, a member of the international advisory and accountancy network, Kreston International, ranging from Accountant to Manager of the Accounting & Auditing Department. Abdallah holds a Bachelor’s degree in Accounting, Management, & Information Systems from the Higher Technological Institute, 10th of Ramadan City, Cairo.

Governance Structure

Taaleem’s corporate government structure regulates the relationships between the BoD, executive management, shareholders, and other stakeholders by establishing rules and procedures to facilitate decision-making processes with the objective of ensuring business continuity and sustainability, maximizing shareholder value, and protecting the rights of stakeholders.



The General Assembly

The General Assembly (GA) is composed of all the company’s shareholders who exercise the powers granted to them under Taaleem’s Articles of Association (AoA). The GA elects the members of the BoD, discuss the company’s financial performance, and appoint external auditors and approve their assigned fees, among other rights and obligations.

Ordinary and Extraordinary General Meetings

The Ordinary General Meeting (OGM) is held at least once a year to discuss the Company’s overall performance. Decisions made in the OGM can only be ratified with a majority shareholder vote. The Extraordinary General Meeting (EGM), on the other hand, is assembled occasionally in response to any material event related to the Company whether in the form of changes in the company’s AoA or increasing the Company’s paid-in capital. Decisions in an EGM are ratified with a supermajority vote of two thirds (67%) of the attending shareholders, except for decisions related to capital increase/decrease, company dissolution, changing the company’s purpose, and mergers, whereas a supermajority vote of 75% of attending shareholders is required. The Company publishes the invitations for its General Assembly meetings in two widely circulated newspapers, discloses it to the Egyptian Stock Exchange and Financial Regulatory Authority, and discloses any decisions taken to the aforementioned parties.

Ownership Structure

Holders of %5 or More of the Company’s Shares	Final Beneficiary	Number of Shares Held on the Date of the Financial Statements 31 August 2022	Percentage
Thebes C V	Thebes C V	152,045,115	20.82%
EGY EDU Invest B V	CI Capital	96,151,414	13.17%
MENA Long Term Value Master Fund L P	MENA Long Term Value Master Fund L P	52,957,704	7.25%
NUB HoldCo DMCC	NUB HoldCo DMCC	51,628,853	7.07%
Ismail Ben Ali Ben Ismail Torky	Ismail Ben Ali Ben Ismail Torky	45,732,364	6.26%
Total		398,515,450	54.57%

Composition of the BoD

	Member Name	Title	Number of Shares	Date of Joining	Representing
1	Hesham Mohamed Gohar	Chairman Non-Executive	None	19/9/2019 <small>The latest position was held as of 25/1/2021</small>	—
2	Ahmed Adel Badreldin	Vice Chairman Non-Executive	None	13/12/2015 <small>The latest position was held as of 25/1/2021</small>	Thebes CV
3	Mohamed Mokhtar El Rashidi	Managing Director Executive Member	None	13/12/2015 <small>The latest position was held as of 25/1/2021</small>	—
4	Omar Sami Elimam	Non-Executive Member	None	25/1/2021	Thebes CV
5	Mahmoud Fathy Attalla	Non-Executive Member	3,700,000	19/9/2019 <small>The latest position was held as of 25/1/2021</small>	—
6	Hazem Mohamed Badran	Non-Executive Member	None	19/9/2019 <small>The latest position was held as of 25/1/2021</small>	—
7	Tarek Mohamed Tantawy	Non-Executive Member	None	19/9/2019 <small>The latest position was held as of 25/1/2021</small>	—
8	Youssef Asaad Heidar	Non-Executive Member	None	19/9/2019 <small>The latest position was held as of 25/1/2021</small>	—
9	Samia Bahaeldin Elbaroudy	Non-Executive Member	None	25/1/2021	Thebes CV
10	Nabil Walid Kamhawi	Independent Member	None	25/1/2021	—
11	Eskandar Adel Tooma	Independent Member	None	25/1/2021	—

*The information provided in this table is as of August 31, 2022.

Composed of 11 members, Taaleem's BoD is comprised of the Chairman, the Vice Chairman, the Managing Director and Chief Executive Officer, and 8 members. The Managing Director is the only executive member, and the remaining members are non-executive members, of which 2 are independent members. The BoD meets at least four times during the fiscal year and can hold its sessions by any means of communication such as over the telephone or video conference. The BoD is appointed to represent the shareholders and ensure that the Company is fulfilling their objectives. To that end, Taaleem's BoD is responsible for determining the Company's strategy, monitoring the performance of the executive management, and ensuring that the Company's internal control and risk management system is operating effectively. On an annual basis, the BoD submits a report to the shareholders detailing the Company's performance and strategic objectives.

The BoD is also responsible for the following:

- Establishing mechanisms and systems that ensure compliance by all Company employees with the Company's internal laws, charters, and policies, setting up an early warning system to detect any defect or deviation that may occur, and ensuring that appropriate and timely action is taken. This system ensures the protection of sources of information and whistleblowers bringing attention to corruption and deviation.
- Appointing the Executive Management and determining their targets and remuneration.
- Developing a succession plan within the Company for the higher-level executive positions and members of the BoD to ensure the continuity of the Company and the effective conduct of its business.
- Determining the powers that it delegates to members, committees, or others and specifying the mandate period and the frequency of reports it receives from committees and the executive management, in addition to following up on the outcomes of the delegated tasks.
- General supervision of the data disclosure process and communication channels, ensuring the integrity of the financial and accounting reports issued by the Company and ensuring the independence of the internal audit activity.
- Developing the policies that govern the BoD's work and meetings as well as the distribution of power and responsibilities.
- Appointing a competent secretary to the BoD with a full understanding of the Company's business.



The Chairman of the BoD

The Chairman of the BoD is Taaleem's leading representative responsible for presenting the Company's strategy to shareholders and other stakeholders. The Chairman presides over all Board meetings and ordinary/extraordinary general meetings. His duties include the following:

- Inviting the BoD to convene, setting its agenda and managing its sessions.
- Inviting the General Meetings to convene to consider the agenda set by the BoD.
- Ensuring the availability of accurate and sufficient information in a timely manner to the members of the Board and the shareholders.
- Ensuring that sound decisions are taken based on comprehensive knowledge of the issues, with the need to verify that an appropriate mechanism is in place to guarantee the effective implementation of those decisions in a timely manner.
- Ensuring periodic reports and recommendations from all committees are presented to the Board to take the necessary measures.
- Ensuring the Board's commitment to fully carrying out its duties in line with the best interests of the Company and to avoid conflicts of interest.
- Ensuring the effectiveness of the corporate governance framework applied at the Company as well as the effectiveness of the performance of the Board's committees.

The Managing Director & CEO

The BoD appoints one of its members as the Managing Director and CEO of the Company. The Managing Director and CEO develops and executes the Company's strategic objectives and is responsible for the following:

- Implementing the Company's strategy as set by the BoD and suggesting any amendments that would benefit the Company based on new developments.
- Taking the necessary financial and administrative decisions to manage the Company's business within the approved budget and comply with legal and regulatory provisions.
- Implementing all of the Company's internal policies, regulations and processes, as approved by the BoD.
- Supervising the Company's performance and evaluating periodic financial and non-financial reports.
- Supervising the corporate governance report and reviewing all responses to the auditor's inquiries before preparing the reports.
- Ensuring the implementation of the decisions taken by the BoD and informing the Board of the Company's commercial activities.
- Developing an effective organizational structure that covers performance objectives and reflects industry and market requirements.
- Signing off on behalf of the Company on any agreement, commitment, changes, amendments, or terminations within the budget approved by the BoD, or if authorized by the Board to exceed the limits of the budget in accordance with the Company's regulations.
- Approving the hiring of employees and determining their salaries, remuneration, and specialization in addition to authorizing them to carry out functions in accordance with the Company's existing regulations and processes within the limits entrusted to him by the BoD.
- Carrying out any other tasks or duties as assigned by the Board.

Independent Board Members

Independent Board members are highly valued at Taaleem as their vast expertise and diverse perspectives serve as a vital addition to the BoD and complements its decision-making process. Comprised of two members, namely Nabil Kamhawi and Eskandar Tooma, Taaleem's independent members offer objective insights regarding the Company's yearly operational and financial performance and serve as assurances to Taaleem's shareholders against any conflicts of interest.

The Board Secretary

The Company's Legal Manager assumes the role of the Board Secretariat and is responsible for performing the following tasks:

- Preparing and managing the logistics of Board and committee meetings, assisting the Chairman of the Board in preparing the meeting agenda, preparing information, data, and details on the topics to be discussed and sending them to members well in advance of the meeting.
- Assisting the Chairman of the Board in preparing for the shareholders' General Assembly meetings and managing their logistics.
- Following up on the issuance and implementation of the BoD's decisions, informing the concerned departments about them, and preparing follow-up reports on what has been done in their regard.
- Documenting everything related to the Board's decisions and the topics presented to it, while ensuring that the Board obtains all essential information in a timely manner.
- Coordinating with all Board committees to ensure effective communication between those committees and the BoD.

BoD Meetings

Periodic BoD meetings are held in Taaleem's headquarters, virtually, or in any other agreed upon location on condition of the attendance of all members in person or by proxy. A Board member may be represented by another member, if necessary. An invitation must be extended by the Chairman or at least one-third of the Board members to hold a Board meeting. For a meeting to go into session, at least three Board members must attend, with the Chairman or Deputy Chairman being one of them. BoD decisions are issued based on a majority vote of attending members. In case of a tie, the Chairperson or Deputy Chairperson's vote breaks the draw.



BoD Committees

Committee Structures

Member Name	Member Title	Name of Committee			Date of joining
		Audit Committee	Remuneration and Incentives Committee	ESOP Committee	
1 Nabil Kamhawi	Independent	Chairman			21/2/2021
2 Eskandar Tooma	Independent	Member			21/2/2021
3 Tarek Tantawy	Non-executive	Member			21/2/2021
4 Mahmoud Attalla	Non-executive		Chairman	Chairman	21/2/2021 (Remuneration and Incentives Committee) 14/4/2021 (ESOP Committee/)
5 Ahmed Badreldin	Non-executive		Member	Member	21/2/2021 (Remuneration and Incentives Committee) 14/4/2021 (ESOP Committee/)
6 Hazem Badran	Non-executive		Member	Member	21/2/2021 (Remuneration and Incentives Committee) 14/4/2021 (ESOP Committee/)

Board Members' Attendance at Board and Committee Meetings

Member Name	Board Meeting	Audit Committee	Remuneration and Incentives Committee	ESOP Committee
1 Hesham Gohar	5/5			
2 Ahmed Badreldin	5/5		1/1	1/1
3 Mohamed El Rashidi	5/5			
4 Omar Elimam	5/5			
5 Mahmoud Attalla	5/5		1/1	1/1
6 Hazem Badran	5/5		1/1	1/1
7 Tarek Tantawy	4/5	8/8		
8 Youssef Heidar	5/5			
9 Samia Elbaroudy	5/5			
10 Nabil Kamhawi	5/5	8/8		
11 Eskandar Tooma	5/5	8/8		

*The total number of Board and committee meetings are based on the number of meetings conducted since the members held their position.

The Audit Committee

	Member Name	Member Title
1	Nabil Kamhawi	Chairman
2	Tarek Tantawy	Member
3	Eskandar Tooma	Member

The Audit Committee oversees Taaleem’s financial reporting process and internal control system and ensures that they comply with all laws and regulations. The committee’s responsibilities include the following:

- Reviewing and overseeing the implementation of the Company’s internal control system and procedures.
- Reviewing the accounting policies used and changes resulting from the application of new accounting standards.
- Reviewing the Company’s internal audit policies, procedures, and results.
- Reviewing the Company’s periodic administrative reports, its preparation methodology, and periodicity.
- Testing the procedures that are followed in preparing the following:
 - Periodic and annual financial statements
 - Prospectuses for public and private securities offerings
 - Discretionary budgets including cash flow statements and discretionary income statements
- Reviewing the preliminary financial statement drafts before submitting them to the BoD and prior to sending them to the auditor.
- Proposing the appointment of auditors, determining their fees, and considering matters related to their resignation and dismissal in a manner that does not violate the provisions of the law.
- Providing an opinion with regards to allowing the auditor to perform services for the Company other than reviewing financial statements and the corresponding fees without jeopardizing their independent opinion.
- Reviewing the auditor’s report on the financial statements and discussing any observations or concerns to resolve differences in opinions between the Company’s management and the auditor.
- Ensuring that a report is provided to the BoD from an independent specialized expert on the nature of transactions and deals completed to identify any conflict of interest for the Company and its shareholders.
- Ensuring the necessary controls to protect the Company’s assets are being applied and periodically evaluating the administrative procedures to ensure compliance with the policies and reports set by the BoD.

The Remuneration and Incentives Committee

	Member Name	Member Title
1	Mahmoud Attalla	Chairman
2	Ahmed Badreldin	Member
3	Hazem Badran	Member

The committee establishes the Company’s wage structure, reviews employee bonus and profit share proposals, and issues recommendations to be presented to the BoD.

The Employee Stock Ownership Plan (ESOP) Committee

	Member Name	Member Title
1	Mahmoud Attalla	Chairman
2	Ahmed Badreldin	Member
3	Hazem Badran	Member

The ESOP committee supervises the system of the employee stock ownership plan for employees, managers, and executive members of the BoD.



Regulatory Environment

The Internal Control System

Internal control is represented in a set of policies and procedures that are established and used by the Company's management to help achieve its goals. The Company's internal control system ensures the following:

- Quality and effectiveness of operational processes
- Preserving the Company's assets and properties
- Suitability, appropriateness, and accuracy of financial reports
- Implementation of existing laws and regulations

The Company's internal control system is reviewed by the BoD and is evaluated through the following criteria:

- The Audit Committee consists of non-executive members. It recommends an external auditor and a Head of Internal Audit to the BoD who must secure approval on the external auditor by the Company's General Assembly.
- The Audit Committee discusses the performance of the external and internal auditors and reviews the periodic reports submitted by them.
- Following up and discussing the periodic reports submitted by the external and internal auditors, which include the most important observations regarding shortcomings and weaknesses in the internal controls.
- Recommending the necessary procedures to strengthen the controls and improve workflow.
- Presenting a periodic summary of the results of the internal and external auditor's reports to the audit committee to discuss the strengths and weaknesses of the Company's internal controls and proposing recommendations to the BoD.

The efficiency of the controls is reviewed periodically by the Board (quarterly and at the end of the fiscal year) or in the event of an emergency whenever the need arises.

Internal Audit

Taaleem's Internal Audit Department was established as an independent function in 2017 pursuant to the legal framework and regulations followed by the Company. The independence of the internal audit function is verified through the Company's organizational structure and reports. The function is affiliated with the Audit Committee and the BoD (non-executive members) and is overseen administratively by the Company's Managing Director. The Company's internal audit function reports to the executive management and audit committee and applies operational processes that ensure its independence.

The mandate of the Internal Audit Department at Taaleem and its affiliated companies entails evaluating the Company's internal control systems and ensuring that risk management, compliance, and governance processes are operating effectively. The Audit Department is currently issuing periodic reports that include the internal control system's strengths and

weaknesses as well as proposed recommendations. It also provides its opinion on methods to improve procedures in accordance with the plan established by the Internal Audit Department through the following tasks:

- Reviewing the Company's annual business plan to ensure that it is adhered to in order to achieve its goals.
- Assessing risks in the financial department and identifying areas of exposure to prepare reports on them for discussion with the Director of the Finance Department.
- Ensuring the effectiveness of the Company's internal controls and their compliance with regulations, laws, policies, and plans to ensure the accuracy and completeness of financial statements and accounting records as well as the administrative and financial operations of the Company.
- Verifying the appropriateness of the methods used to project budgets as well as approve capital and operational projects.
- Reviewing the policies and procedures related to the management of the Company's assets including cash investments as well as investments in subsidiaries and development projects.
- Ensuring that the Company's assets are adequately protected against loss, theft, misuse, or embezzlement.
- Evaluating the efficiency and effectiveness of the operational plan, the level of each department's achievement of its set objectives and analyzing the reasons for deviations from set objectives and the budget.

The internal audit process is carried out by the Internal Audit Department of Taaleem in cooperation with the Delta Office of Accountants and Auditors.



Risk Management

Taaleem is aware of the operational and financial challenges and risks that it may face while operating its business. The Audit Department conducts an assessment of the risks that may prevent the Company from achieving its objectives and classifies these risks to determine the likelihood of their occurrence. A plan is developed with appropriate responses to each risk, reducing expenses and prospective losses for the Company.



Risk Environment

The risk environment is a framework to categorize the main business risks the Company is exposed to. Taaleem's exposure to risk has been classified in the following five categories:

1. Strategic risks: relating to corporate governance, stakeholders, and competitors
2. Legal risks: arising from regulatory and legal issues
3. Operational risks: affecting the processes, systems, people, and workflow within the Company between different departments
4. Financial risks: stemming from fluctuations in the market, economy, liquidity, and the Company's capital structure
5. Primary business risks: primary business risks are risks that can affect the Company's goals

The risks are then evaluated by classifying them according to the following criteria:

- Impact size
- Likelihood of occurrence

Disclosure and Transparency

The Company is keen on adhering to the highest standards of disclosure and transparency. The Company periodically issues disclosures in a timely manner that are measurable, comparable, credible, and transparent. It also ensures the timely and coordinated announcement of information to everyone through all available communication channels including the website and emails. The Company ensures that any information or disclosures are communicated in advance to the Egyptian Exchange and the Financial Regulatory Authority.

Material Information and Financial and Non-Financial Disclosures

The Company periodically discloses business results, financial statements, auditor's reports, annual Board Reports, and the Company's shareholder structure. It discloses any material information regarding BoD decisions, Ordinary and Extraordinary General Assemblies, and the distribution of dividends, pursuant to the applicable rules and regulations. The Company also discloses, through various channels, its objectives, vision, nature of business operations, market conditions, any material changes, plans, and future strategies. As noted above, disclosures are first communicated to the Egyptian Exchange and the Financial Regulatory Authority.



Investor Relations

The Company believes in the importance of the role of the Investor Relations Department, which is crucial to consolidating and applying the principles of corporate governance. Investor Relations operates as an independent strategic function aimed at revitalizing and bridging the relationship with current and prospective investors, opening channels of communication with the capital and investment markets, and providing the necessary disclosures and transparency to enable investors to see the current performance of the Company and project its future performance. Investor Relations activities help the Company achieve suitable liquidity levels for its shares traded on the stock exchange, reduce long-term financing costs, build and develop the confidence of customers with the Company and stakeholders, and promote increased support for the Company's activities.

As such, the Company provides the Investor Relations Department with all the resources necessary to develop Taaleem's communication strategy within the investment market, open channels of communication with investors, and convey market views and investors' concerns to the BoD on an ongoing basis. Investor relations also plays a crucial role in explaining to the BoD the reasons for the performance of the Company's shares and the extent to which the performance is reflected in their fair value. The Investor Relations Department also highlights to the Board the importance of adhering to the listing regulations as well as disclosure and communication with investors to increase their understanding of the investment market's vision, the Company, and its value.

The Company's Investor Relations Department reports and submits periodic reports to the Company's Managing Director and Chief Financial Officer. The Head of Investor Relations attends the Company's General Assembly and BoD meetings and has access to all internal information necessary to carry out his role efficiently.

The Investor Relations department's responsibilities include the following:

- Participating in setting the disclosure policy followed in the Company and organizing the information issued by the Company in accordance with the applicable disclosure rules.
- Preserving existing investors and attracting new ones by educating the market about the Company's business, profitability drivers, and growth opportunities.
- Establishing and following up on an investor database, whether in terms of the type of investor or his geographical location to enable an active role for the investor relations department.
- Representing the Company in events and conferences.
- Cooperating with analysts to facilitate and increase research coverage of the Company.
- Managing the Company's communication channels, including disclosures, publications, website, results calls, meetings, among others.
- Monitoring the Company's news and the information circulating in the market and effectively communicating with all stakeholders to clarify information.
- Monitoring and analyzing the performance of the Company's shares and working to reach the fair value of the share through transparency and clarification of facts.
- Partaking in the arrangements for BoD meetings and General Assemblies.
- Informing the BoD of the market's perception of the Company's performance and the primary concerns of shareholders, investors, and financial analysts.

Disclosure Tools

BoD Report

The Company issues an annual BoD report in accordance with Companies Law No. 159 of 1981 and its executive regulations, to be presented to the General Assembly of shareholders and the regulatory authorities.

Disclosure Report

The Company issues a quarterly disclosure report on the BoD structure and the shareholder structure, pursuant to Article 30 of the listing rules.

Annual Report

The Company prepares an all-encompassing report covering its financial and operational performance and activities throughout each given year. The annual report includes information pertaining to sustainability and social responsibility as well.

Website

The Investor Relations Department maintains the Company's website, allowing users to easily access all information about the Company. It also provides several publications to clarify financial, operational, and other aspects of performance to investors and financial analysts.

Charters and Policies

Code of Ethics and Business Conduct

Taaleem recognizes the importance of a work environment that promotes the best professional practices. The purpose of the Code of Ethics and Professional Conduct is to define and describe the behavioral standards expected of employees when dealing with colleagues, suppliers, and other stakeholders.

It is expected of all Taaleem employees to act in a professional and appropriate manner and to uphold the following standards of behavior inside and outside of the workplace and at any location when representing the Company.

Confidentiality

By virtue of working for the Company, employees may be entrusted with confidential information. At the start of employment, employees read and sign the confidentiality agreement which is part of their work contract. The terms and conditions of the confidentiality agreement must be explicitly mentioned along with the use of confidential information and intellectual property of the Company.

Financial Integrity

Stakeholders, management, and other interested parties must have complete and accurate financial information to make informed decisions. Many employees are involved in the accounting processes, which directly affect the integrity of financial statements and internal management reports. All employees are responsible for the accuracy and timeliness of the Company's accounting data and immediately report any errors. Any deliberate misrepresentations by employees that may conceal the true nature of business transactions are clear violations of this policy.

Protection and Use of Company Properties

All Company employees have a responsibility to protect and take the necessary steps to prevent theft, misuse, or destruction of Company assets whether physical, mobile, or fixed. Employees must use Company equipment, tools, materials, and supplies only during business hours for legitimate business purposes.

Accepting Gifts and Other Benefits

Employees must not give or receive gifts or any other personal service that would in any way influence any business decisions or the interest of the Company. It is strictly forbidden to receive money, gifts, services, or special treatment from any current or potential supplier, except for token gifts given within the scope of the approved activities of the Company. It is not acceptable to directly offer, pay, solicit, or accept any kind of bribe. Any such attempt must be reported immediately to the management or Human Resources. The Company's funds and resources may not be used directly or indirectly for any such activity.

Full Time and Attention

Employees must devote all their time to exert their best efforts to support the Company's business and may not engage (directly or indirectly) in any other employment for financial gain.

Harassment

The Company is committed to providing a safe work environment free from inappropriate behavior of all kinds including all forms of harassment whether because of age, physical disability, marital status, religion, gender, or any other reason. Employees are responsible for supporting the Company in its efforts to protect others from any harassment.

Misconduct and Breach of the Above Policy

Violation of this policy may result in severe disciplinary action, which may lead to termination in some cases. Decisions on these issues will be at management's discretion (business manager or human resources manager) and will be mandatory.

Whistleblowing Policy

Taaleem aims to raise the level of communication and transparency to ensure fair and impartial settlement of employee complaints and to maintain an honest work environment to avoid affecting the reputation of the organization or its customers. The Company urges employees to report any complaints or unethical issues they become aware of. This policy applies to all the Company's employees regardless of their roles and responsibilities.

Main Shareholders, Related Parties, and Insider Trading Policies:

The Company has a clear and detailed policy for insiders and their dealings in the Company's shares. The Company notifies all those who are considered main shareholders/insiders and their related parties with the laws and regulations that govern their responsibilities and accountability towards the Company.

The Company's policy includes the following:

- Prohibiting any insiders or groups associated with them from dealing in any securities issued by the Company within seven working days before and three working days after publishing any material information or quarterly/annual business results.
- An acknowledgment by each of the insiders that they fully understand the policy and bear full responsibility for following all that is stated therein.
- Requiring the insiders to obtain Company approval before conducting any transaction on any of its securities to ensure compliance with laws and regulations.

Insider Transactions on Company Shares:

Member Name	Number of Shares Owned at the Start of the Year	Shares Bought During the Year	Shares Sold During the Year	Share Balance at Year-End
Mahmoud Fathy Attalla	699,507	3,000,493	0	3,700,000

*The information provided in this table is as of August 31, 2022.



Breaking Down the Numbers

Management Discussion & Analysis

Operational Review

Higher Education Operational KPIs

	FY 2021	FY 2022	FY 2023	Δ % YoY
Capacity	11,035	11,350	12,350	9%
Enrolled Students	6,273	6,137	6,913	13%
Utilization	60%	54%	56%	191bps
Teaching Staff	514	511	561	10%
Student-Teacher Ratio	12.2	12.0	12.3	—

Taaleem’s portfolio includes one operational institution of higher education, Nahda University in Beni Suef (NUB), and one institution under development, Badya University, located in West Cairo. Strategically located in Egypt’s most populous region, NUB is Upper Egypt’s first and largest private university, catering to a highly underserved region through eight faculties as of the academic year of 2021/22 and nine faculties with the beginning of the new academic year of 2022/23. The first and second semesters of NUB’s academic year coincide with the first three quarters of Taaleem’s financial year, with only the summer semester recognized in the fourth quarter.

The academic year of 2021/22 saw significant, yet temporary, changes that affected the intake of new students in universities in Egypt. Firstly, the national high school examination system was renovated, dramatically affecting the student base’s grade structure, which declined by around 20 percentage points. The minimum acceptance grades for private universities were not adjusted proportionately after the decline, which consequently decreased the number of students eligible for enrollment in higher education and led to a lower utilization rate of the available seats compared to previous years. Additionally, and for the first time, students who wished to enroll in private universities were required to apply through the government’s newly introduced centralized enrollment system during the same year, which limited the ability of universities to properly assess the market.

However, by the end of the academic year, the SCPU took the necessary measures to address the new changes to the sector and to ensure the correction of any flaws in the system. The SCPU restructured the minimum acceptance grading system for all university faculties based on high school students’ final grades. This allowed it to carefully analyze test scores and determine fair minimum acceptance grades that enabled private universities to admit the number of students required to utilize their capacities. The SCPU also abolished the centralized enrollment system and reverted to the pre-2021/22 direct enrollment system, which allowed students to directly apply to universities through their respective websites and admission offices and have the opportunity to assess each university’s academic quality and student experience. Subsequent to the SCPU’s corrective measures, enrollment at NUB for the academic year of 2022/23 surged to new highs, solidifying Taaleem’s positive growth outlook.

Student Capacity

The intake of students at private universities is subject to quotas imposed by Egypt’s Ministry of Higher Education (MoHE), with distinct, faculty-specific limits set on all universities, in addition to university-specific faculty limits on the number of students admitted annually. Taaleem’s total capacity limit for all faculties at NUB reached 11,350 students in the academic year of 2021/22, up from 11,035 students during the previous year, reflecting an increase in the mandated intake capacity limits for the Faculties of Dentistry and Physiotherapy. As of the academic year of 2022/23, NUB’s total mandated student capacity grew to 12,350, following the launch of its ninth faculty, the Faculty of Arts.

Student Enrollment

916 new students enrolled at NUB during the academic year of 2021/22, down by 48% compared to the 1,760 new intake of the academic year of 2020/21, bringing the total number of enrolled students at NUB to 6,137, a 2% YoY decline. However, enrollment for the academic year of 2022/23 at Nahda University in Beni Suef (NUB) progressed strongly, landing at 1,868 students, nearly 2x the number of newly enrolled students registered in the academic year of 2021/22. NUB’s student body now stands at 6,913 students, up by 13% compared to 2021/22. The strong enrollment momentum is owed to the university’s leading academic offerings, excellent reputation in the market, and the healthy number of high school graduates eligible to enroll in universities, following the SCPU’s correction of sector-related disruptions during the academic year of 2021/22.



Staff Progression

NUB’s number of professors reached 511 in the academic year of 2021/22, down from 514 during the previous year. NUB recorded a student-teacher ratio (STR) of 12.0x in 2021/22, well below the national private university average of 17.9x and the public university average of 23.9x. As for the academic year of 2022/23, NUB employed a total of 50 new professors, bringing its total staff to 561 and its student-teacher ratio to 12.3x. In addition to promoting the extraction of efficiencies at the teaching-staff level, NUB’s low STR facilitates the delivery of high-quality, skills-based education across all its faculties. Taaleem is expecting to reach a long-term STR of 14-15 at NUB with the ramping up of capacity utilization at newly launched faculties.

Financial Review

EGP mn	FY 2021	FY 2022	Δ % YoY
Revenue	602	618	3%
Operating Costs	(177)	(201)	14%
Gross Profit	426	416	-2%
Gross Profit Margin	71%	67%	(327 bps)
G&A Expenses	(212)	(127)	-40%
EBITDA	274	355	29%
EBITDA Margin	45%	57%	1,190 bps
Net Finance Income/(Cost)	17	7	-61%
Net Profit	185	230	24%
Net Profit Margin	31%	37%	648 bps

FY 2021/22 Highlights

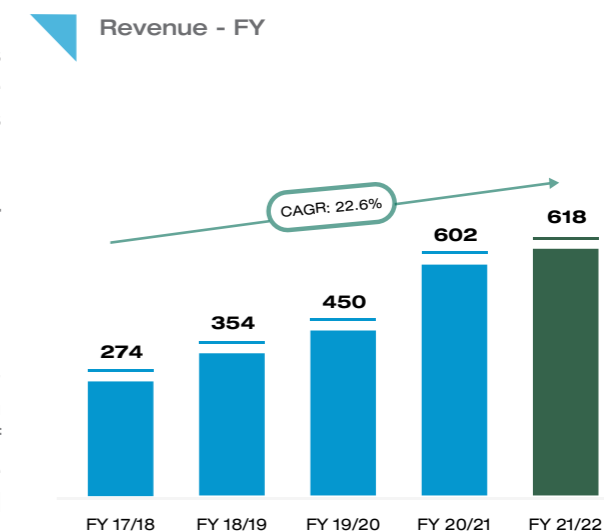
Taaleem’s overall financial performance for the full year of 2021/22 demonstrates its operational and financial resilience. Its healthy revenue, EBITDA, and net profit growth, coupled with strong profitability margins, reflects the ramp up of operations at NUB and effective cost containment efforts, which diluted the decrease of new student intake in 2021/22.

Revenue

Taaleem’s total revenue amounted to EGP 618 million for FY 2021/22, up by 3% year-on-year from the EGP 602 million recorded during FY 2020/21. The growth in revenue was mainly driven by the increase in average revenue per student, which witnessed a 5% year-on-year rise, due to the replacement effect of new students on higher tuition rates compared to graduating students on lower tuition rates, even though combined average tuition rates remained almost unchanged compared to the previous year. This was partially offset by the 2% year-on-year decline in the total number of enrolled students in 2021/22 resulting from low student intake against graduation. Revenue growth was also attributable to the ramp up

of the Faculties of Medicine & Physiotherapy, which began operating in the academic years of 2019/20 and 2020/21, respectively, and are experiencing increased interest from students from all over Egypt.

Taaleem’s total revenue is comprised of four revenue streams, tuition, student housing, bus subscriptions, and other educational fees. Tuition revenue for FY 2021/22 constituted 96% of total revenue, landing at EGP 595 million and experiencing a slight 2% year-on-year increase. It should be noted that Taaleem collects tuition fees prior to the beginning of each academic semester and recognizes the revenue as educational services are provided over the course of the semester.



Operating Costs

Operating Costs for the year recorded EGP 201 million, an increase of 14% year-on-year from the EGP 177 million recorded last year. Excluding depreciation and amortization, operating costs-to-revenue ratio was 23% compared to 21% recorded last year. The biggest contributor to the growth in operating costs is the 25% year-on-year increase in depreciation and amortization expenses, mostly caused by the EGP 10 million right of use assets depreciation expense recorded in FY 2021/22, following the reclassification exercise conducted on rent expenses during the implementation of EAS 49, which is concerned with leasing contracts. Excluding depreciation and amortization expenses during the year, operating costs grew only 10% year-on-year mainly on the 13% year-on-year hike in salaries & wages, reflecting the annual salary raise and increasing salaries-to-revenue ratio by only 1% year-on-year to land at 12%.

Gross Profit

Taaleem recorded a gross profit of EGP 416 million for FY 2021/22, down by 2% year-on-year from the EGP 426 million booked in FY 2020/21, and a gross profit margin of 67%. Excluding the effect of the reclassification that took place on operating costs, gross profit would have remained flat year-on-year, recording EGP 426 million. Taaleem enjoys significant operating leverage, with the Company’s operating costs being mostly fixed in nature.

“ Taaleem recorded a gross profit of EGP 416 million for FY 2021/22 ”



General & Administrative Expenses

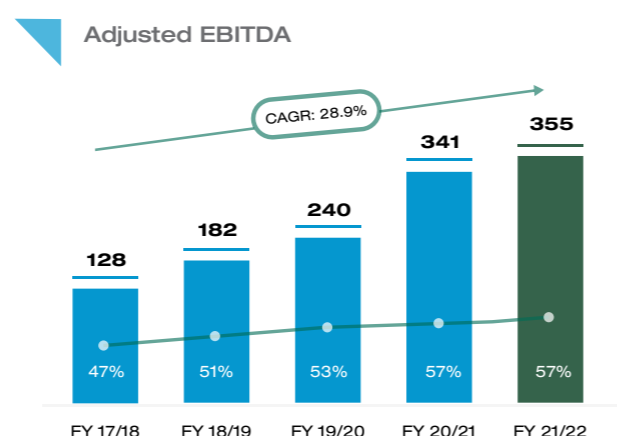
General & administrative expenses came in at EGP 127 million for FY 2021/22, a decline of 40% year-on-year from the EGP 212 million recorded for the FY 2020/21. After normalizing for the listing and other non-recurring expenses of EGP 75mn in FY 2020/21, adjusted general & administrative expenses declined by 7% year-on-year on the back of efficient cost controls and a decrease related to the new accounting treatment.

The decline in general & administrative expenses is primarily owed to the 84% year-on-year drop in rent fees, as a result of the reclassification of rent expenses. Normalizing for the effect of the accounting treatment and listing & other non-recurring expenses, adjusted general & administrative expenses would have remained stable year-on-year, demonstrating the tight cost controls successfully implemented throughout the year.

Administrative staff salaries and wages represented 36% of Taaleem’s general & administrative expenses in FY 2021/22, growing 6% year-on-year with a flat administrative salaries and wages-to-revenue ratio of 7% compared to last year.

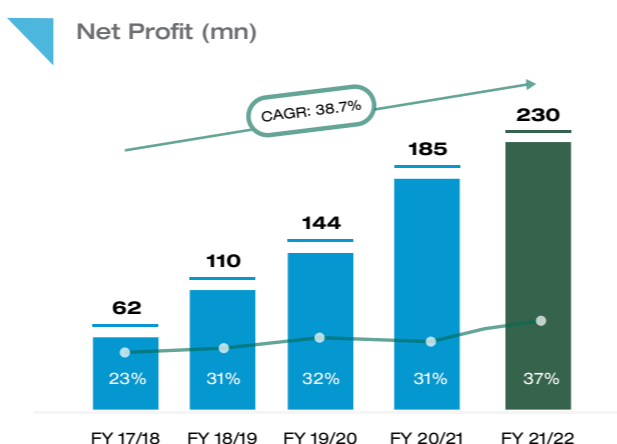
Adjusted EBITDA

Excluding all non-recurring expenses, Taaleem’s adjusted EBITDA for FY 2021/22 landed at EGP 355 million compared to EGP 341 million in FY 2020/21, booking a year-on-year growth of 4% and a margin of 57%, once more reflecting Taaleem’s efficient cost containment efforts.



Net Profit

Taaleem booked a net profit of EGP 230 million for FY 2021/22, up by 24% year-on-year from the EGP 185 million registered in FY 2020/21. Net profit margin landed at 37% compared to 31% for the previous year. Normalizing for listing expenses and one-off items in FY 2020/21, FY 2021/22 net profit would have decreased slightly by 3% year-on-year, reflecting Taaleem’s agility and ability to maintain profitability despite challenging economic and sector conditions during the year.



Balance Sheet

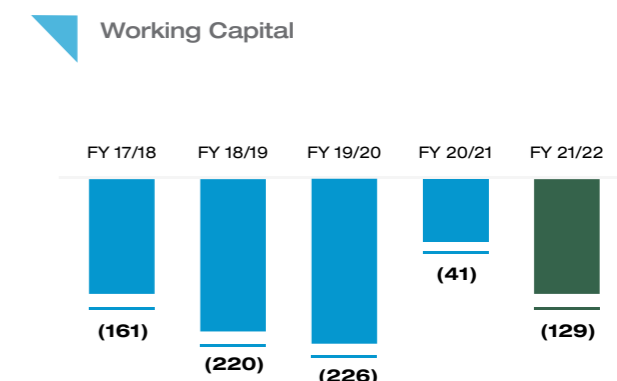
EGP mn	FY 2021	FY 2022	Δ % YoY
Total Assets	1,485	1,781	20%
Current Assets	172	184	8%
Non-current Assets	1,313	1,597	22%
Total Liabilities	345	444	29%
Current Liabilities	181	282	55%
Non-current Liabilities	164	163	-1%
Total Equity	1,139	1,337	17%
Total Liabilities & Equity	1,485	1,781	20%

Total Assets

The Company recorded total assets of EGP 1,781 million as of 31 August 2022, up by 20% year-on-year from the position of EGP 1,485 million reported at the close of FY 2020/21.

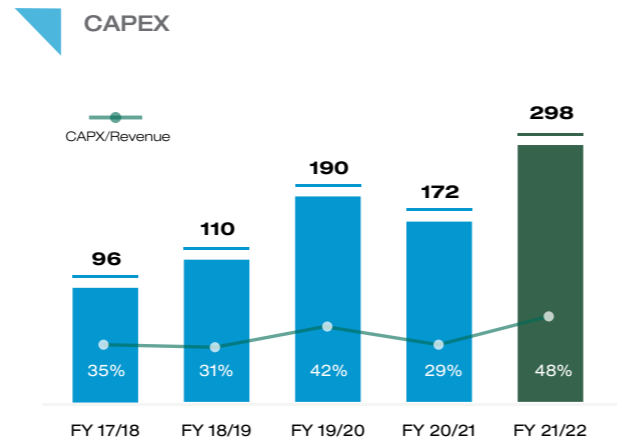
Working Capital

Taaleem recorded a working capital position of negative EGP 129 million as of 31 August 2022, against a position of negative EGP 41 million reported on 31 August 2021. The Company typically maintains a negative working capital position, as tuition fees are collected prior to the beginning of each academic semester, yielding a negative cash conversion cycle.



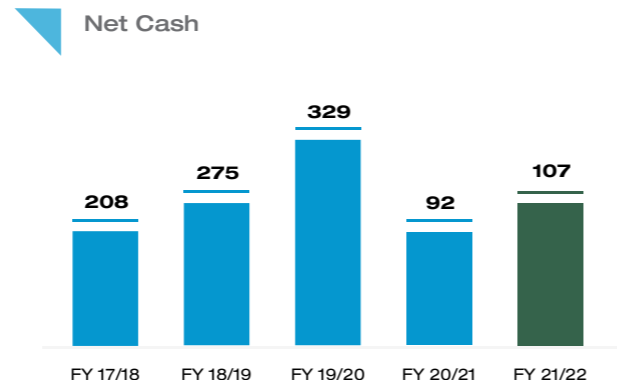
CAPEX

The Company's capital expenditures during FY 2021/22 amounted to EGP 298 million, 74% higher than the preceding year. 94% of Taaleem's capital expenditure during the year was allocated to growth and expansion plans, 76% of which were allocated to the construction of the university hospital, 14% to the Faculties of Arts and Architecture, and 4% to the ramp up of the Faculty of Physiotherapy.



Cash & Cash Equivalents

The Company held EGP 107 million in cash and cash equivalents as of 31 August 2022, up from the EGP 92 million reported on 31 August 2021.





Financial Statements

TAALEEM MANAGEMENT SERVICES
 COMPANY S.A.E. AND ITS SUBSIDIARIES
 AUDITORS' REPORT
 AND CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 AUGUST 2022

Consolidated Financial Statements - For the Year Ended 31 August 2022

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Consolidated statement of cash flows	125
Notes to the consolidated financial statements	126–174

Auditor's Report



To the shareholders of Taaleem Management Services Company S.A.E.

Report on the consolidated financial statements

We have audited the accompanying consolidated financial statements of Taaleem Management Services Company S.A.E (the “Company”) and its subsidiaries (together “the Group”), which comprise the consolidated statement of financial position as at 31 August 2022 and the consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the financial year then ended and a summary of significant accounting policies and other notes.

Management's responsibility for the Consolidated financial statements

These consolidated financial statements are the responsibility of the Group's management. Management is responsible for the preparation and fair presentation of these Consolidated financial statements in accordance with Egyptian Accounting Standards and in light of the prevailing Egyptian laws and regulations. Management's responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of Consolidated financial statements that are free from material misstatement, whether due to fraud or error. Management's responsibility also includes selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Egyptian Standards on Auditing and in light of the prevailing Egyptian laws. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the Consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on these Consolidated financial statements.

The shareholders of Taaleem Management Services Company S.A.E.

Page 2

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Taaleem Management Services Company S.A.E. and its subsidiaries (the “Group”) as at 31 August 2022, and its consolidated financial performance and consolidated cash flows for the financial year then ended in accordance with Egyptian Accounting Standards and in light of related Egyptian laws and regulations.

Tamer Abdel Tawab
Member of Egyptian Society of Accountants & Auditors
Member of AICPA
R.A.A. 17996
F.R.A. 388

27 October 2022
Cairo

Consolidated Statement of Financial Position – As of 31 August 2022

(All amounts in Egyptian Pound)

	Note	2022	2021
Non-current assets			
Fixed assets	5	1,021,561,734	774,399,373
Intangible assets	6	521,911,573	522,119,025
Right of use assets	11	37,216,893	-
Trade receivables and other debit balances	8	15,977,056	16,547,720
Total non-current assets		1,596,667,256	1,313,066,118
Current assets			
Inventories	7	5,035,602	5,234,301
Trade receivables and other debit balances	8	72,431,953	73,953,472
Due from related parties	9	-	600
Cash and bank balances	10	107,008,551	92,406,660
Total current assets		184,476,106	171,595,033
Total assets		1,781,143,362	1,484,661,151
Equity			
Paid up capital	12	730,250,000	730,250,000
Legal reserve	13	3,020,225	1,495,196
Retained earnings		591,297,005	396,834,241
Capital and reserves attributable to owners of the Parent Company		1,324,567,230	1,128,579,437
Non-controlling interests	14	12,281,916	10,585,111
Total equity		1,336,849,146	1,139,164,548
Non-current liabilities			
Deferred tax liabilities	15	100,231,235	101,027,950
Trade and other payables	17	27,065,899	63,237,869
Lease liability	18	35,379,750	-
Total non-current liabilities		162,676,884	164,265,819
Current liabilities			
Provisions	16	4,855,857	5,752,805
Lease liability	18	9,621,204	-
Trade and other payables	17 (a)	108,328,336	89,126,927
Deferred revenue	17 (b)	88,754,087	31,226,158
Current income tax liability	19	70,057,848	55,124,894
Total current liabilities		281,617,332	181,230,784
Total liabilities		444,294,216	345,496,603
Total liabilities and equity		1,781,143,362	1,484,661,151

The accompanying notes on pages 126 – 174 form an integral part of these consolidated financial statements.
Auditor's report attached

Mr, Khaled Khater
Group Chief Financial Officer

Eng, Mohamed El Rashidi
Chief Executive Officer

27 October 2022

Consolidated Statement of Profit or Loss - For the Year Ended 31 August 2022

(All amounts in Egyptian Pound)

	Note	2022	2021
Revenues	20	617,857,651	602,133,689
Operating costs	21	(201,394,039)	(176,578,432)
Gross profit		416,463,612	425,555,257
General and administrative expenses	22	(127,142,058)	(211,740,856)
Provisions formed	16	-	(204,000)
Other income	24	3,482,437	10,844,441
		292,803,991	224,454,842
Finance income – net	25	6,533,011	16,740,347
Profit before tax		299,337,002	241,195,189
Deferred tax income / (expense)	15	796,715	(876,802)
Current income tax expense	26	(69,936,066)	(55,003,107)
Profit for the year		230,197,651	185,315,280
Profit is attributable to			
Owner's of the Parent Company		228,463,668	183,597,951
Non-controlling interests	14	1,733,983	1,717,329
Profit for the year		230,197,651	185,315,280
Earning per share	27	0.30	0.25

The accompanying notes on pages 126 – 174 form an integral part of these consolidated financial statements.

	2022	2021
Profit for the year	230,197,651	185,315,280
Other comprehensive income	-	-
Total comprehensive income for the year	230,197,651	185,315,280
Total comprehensive income is attributable to:		
Owner's of the Parent Company	228,463,668	183,597,951
Non-controlling interests	1,733,983	1,717,329
Total comprehensive income for the year	230,197,651	185,315,280

The accompanying notes on pages 126 – 174 form an integral part of these consolidated financial statements.

Consolidated Statement of Changes in Equity - For the Year Ended 31 August 2022

(All amounts in Egyptian Pound)

Attributable to owners of Taaleem Management Services S.A.E

	Note	Paid-up capital	Reserves	Retained earnings	Total	Non-controlling interest	Total equity
Balance at 1 September 2020		730,250,000	125,000	351,770,583	1,082,145,583	8,867,782	1,091,013,365
Dividends to the employees		-	-	(7,756,088)	(7,756,088)	-	(7,756,088)
Dividends to the shareholders		-	-	(110,267,750)	(110,267,750)	-	(110,267,750)
Tax on dividends related to expected distribution to shareholders		-	-	(19,140,259)	(19,140,259)	-	(19,140,259)
Legal reserve	13	-	1,370,196	(1,370,196)	-	-	-
Total comprehensive income for the year		-	-	183,597,951	183,597,951	1,717,329	185,315,280
Balance at 31 August 2021		730,250,000	1,495,196	396,834,241	1,128,579,437	10,585,111	1,139,164,548
Balance at 1 September 2021 (as previously issued)		730,250,000	1,495,196	396,834,241	1,128,579,437	10,585,111	1,139,164,548
Impact of implementation of new standard (Note 2)		-	-	(4,100,364)	(4,100,364)	(37,178)	(4,137,542)
Balance at 1 September 2021		730,250,000	1,495,196	392,733,877	1,124,479,073	10,547,933	1,135,027,006
Dividends to the employees		-	-	(12,670,802)	(12,670,802)	-	(12,670,802)
Tax on dividends related to expected distribution to shareholders		-	-	(15,704,709)	(15,704,709)	-	(15,704,709)
Legal reserve		-	1,525,029	(1,525,029)	-	-	-
Total comprehensive income for the year		-	-	228,463,668	228,463,668	1,733,983	230,197,651
Balance at 31 August 2022		730,250,000	3,020,225	591,297,005	1,324,567,230	12,281,916	1,336,849,146

The accompanying notes on pages 126 – 174 form an integral part of these consolidated financial statements.

Consolidated Statement of Cash Flows - For the Year Ended 31 August 2022

(All amounts in Egyptian Pound)

	Note	2022	2021
Cash flows from operating activities			
Profit for the year before tax		299,337,002	241,195,189
Adjustments for:			
Fixed assets depreciation	5	51,064,730	48,628,108
Right of use assets depreciation	11	9,879,740	-
Intangible assets amortization	6	207,452	207,686
Provisions used	16	(896,948)	(74,809)
Impairment of due from related party	9	-	926,525
Gain from sale of fixed assets		(46,206)	(989,652)
Interest expense – lease	18	4,831,694	-
Interest income	25	(14,794,966)	(19,147,638)
Profits before changes in assets and liabilities		349,582,498	270,745,409
Change in current and non-current assets and liabilities			
Inventories		198,699	(175,444)
Trade receivables and other debit balances		(429,821)	(51,639,852)
Due from related parties		600	2,571,838
Trade and other payables		(16,970,561)	24,081,831
Deferred revenue		57,527,929	(147,773,301)
Due to related parties		-	(32,880)
Provisions formed	16	-	204,000
Income tax paid	19	(55,003,112)	(45,926,587)
Net cash flows generated from operating activities		334,906,232	52,055,014
Cash flows from investing activities			
Payments to purchase fixed assets	5	(298,227,091)	(171,711,696)
Proceeds from sales of fixed assets		46,206	1,000,000
Interest income collected	25	14,794,966	19,147,638
Net cash flows used in investing activities		(283,385,919)	(151,564,058)
Cash flows from financing activities			
Dividends to the employees		(12,670,802)	(7,756,088)
Dividends to the shareholders		-	(110,267,750)
Tax on dividends related to expected distribution to shareholders		(15,704,709)	(19,140,259)
Lease Liability payments		(8,542,911)	-
Net cash flows used in financing activities		(36,918,422)	(137,164,097)
Net change in cash and cash equivalents during the year		14,601,891	(236,673,141)
Cash and cash equivalents at the beginning of the year		92,206,660	328,879,801
Cash and cash equivalents at the end of the year	10	106,808,551	92,206,660

The accompanying notes on pages 126 – 174 form an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements - For the Year Ended 31 August 2022

(All amounts in the notes are shown in Egyptian Pounds unless otherwise stated)

1. Introduction

Taaleem Management Services Company S.A.E (the “Company”) was established on 8 September 2014 in accordance with Law No.159 of 1981 and its executive regulations under the name of Bisco Investment Company, which was changed on 3 July 2016 to be Taaleem Management Services Company S.A.E. The Company was registered in the commercial register under No. 96337. The Company’s term is 25 years from the date it is registered in the commercial register.

The Company’s head office is located at unit number (N3-01), third floor, Neptune building number (2), Plot number 12, Crazy water axis, Sheikh Zayed.

The purpose of the Company is general trade, facilities and institutions services (management, operational, operational lease as a lessee or lessor, planning, marketing, facilities management), human resources management and training, quality assurance management, conferences and events management, general and educational consultancy services (except consultancy and advisory services in relation to stock exchanges, legal, capital increase & acquisition valuation, and capital market advisory listed under article 27 of capital market law and its executive regulations), private universities establishment and management, educational institutions management under law no. 12/2009, the company is allowed to acquire, merge, or partner with other companies to carry its purpose.

On 22 September 2019, EgyEdu Invest B.V a shareholding company incorporated in the Netherlands (intermediary parent) acquired 60% of the shares of “Sphinx Obelisk”, the parent of Taaleem Management Services, which is considered the leading management service provider for private higher education institutions in Egypt; operates and controls the “Nahda University” in Bani Suif.

The company’s shares were listed on the Egyptian Stock Exchange on April 7, 2021, and the ownership structure changed.

Sphinx Obelisk (the former direct parent company) of Taaleem Management Services has sold its entire share to its shareholders, and currently the largest shareholder in Taaleem Management Services is (Thebes CV) owning 21% of the company’s capital.

The consolidated financial statements were approved by the Board of Directors on 27 October 2022, and the general assembly of shareholders has the right to amend these financial statements after its issuance.

2. Accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are summarised below. They were applied consistently over the presented financial periods unless otherwise stated:

A. Basis of preparation of the consolidated financial statements

These consolidated financial statements have been prepared in accordance with Egyptian Accounting Standards (EASs) and the relevant laws, and on the basis of the historical cost convention.

The EASs require the reference to the International Financial Reporting Standards (IFRS) when there is no EAS, or legal requirements that explain the treatment of specific balances and transactions.

Basis of preparation of the consolidated financial statements (continued)

The preparation of the consolidated financial statements in conformity with EASs requires the use of certain critical accounting estimates. It also requires the Group's management to exercise its judgement in the process of applying the Group's accounting policies. Note (4) describes the significant accounting estimations and assumptions of these consolidated financial statements, as well as significant judgments used by the Group's management when applying the Group's accounting policies.

Percentage of ownership in subsidiaries

The Group consists of the below companies unless otherwise stated and the percentage of ownership in subsidiaries are as follows:

	Country of incorporation	Ownership interest held by the Group		Ownership interest of non-controlling interest	
		2022	2021	2022	2021
Nahda Education Services S.A.E.	Egypt	99.99%	99.99%	0.01%	0.01%
Nahda University LP & Nahda University	Egypt	98.9%	98.9%	1.1%	1.1%
Nahda University for Education and Management Services Company S.A.E.	Egypt	99.90%	99.90%	0.1%	0.1%

Ownership interest held by the Group in Nahda University LP includes Nahda University business. All subsidiaries reporting dates are based on the educational and academic year (September till August each year).

On 11 August 2020 Taaleem Management Services acquired an additional 0.18% of Nahda LP for an EGP 2,000,000 consideration. After the transaction, Taaleem and Nahda Education SAE ownership in Nahda LP became 98.9%.

Name of subsidiary	Reporting date
Nahda Education Services S.A.E.	31 August 2022
Nahda University LP & Nahda University	31 August 2022
Nahda University for Education And Management Services S.A.E.	31 August 2022

Basis of preparation of the consolidated financial statements (continued)

Financial information about the material subsidiary of the Group as follows:

Name of subsidiary	Nahda University LP & Nahda University	
	2022	2021
Summarised balance sheet		
Current assets	123,842,729	132,704,655
Current liabilities	(298,355,736)	(160,791,210)
Current net assets	(174,513,007)	(28,086,555)
Non-current assets	979,261,420	711,792,336
Non-current liabilities	(60,995,210)	(79,453,378)
Non-current net assets	918,266,210	632,338,958
Net assets	743,753,203	604,252,403
Accumulated NCI	12,337,696	10,585,111

Name of subsidiary	Nahda University LP & Nahda University	
	2022	2021
Summarized statement of profit and loss		
Revenue	617,857,651	605,072,608
Profit for the year	158,616,375	155,375,662
Other comprehensive income	-	-
Total comprehensive income	158,616,375	155,375,662
Profit allocated to NCI	1,752,585	1,717,329

Name of subsidiary	Nahda University LP & Nahda University	
	2022	2021
Summarized statement of cash flows		
Cash flows generated from operating activities	321,416,609	40,984,672
Cash flows used in investing activities	(280,208,914)	(157,782,236)
Cash flows used in financing activities	(24,247,619)	(19,140,259)
Net increase / (decrease) in cash and cash equivalents	16,960,076	(135,937,823)

Nahda Education Services S.A.E, Nahda University LP and Nahda University

In 2006, a presidential decree was issued granting the right to a group of founders (the predecessor founders) to establish Nahda University ("The University").

On 6 September 2015, Taaleem Management Services Company S.A.E. acquired one share in Nahda Education Services Company S.A.E. for a nominal amount to enable it to subscribe in the Nahda Education Services Company S.A.E. share capital increase from EGP 250,000 to E.G.P. 10 Million. The Company general meeting approved the share capital increase on 10 September 2015. Taaleem Management Services Company S.A.E was the sole subscriber to the Nahda Education Services S.A.E. capital increase (only 25% of the share capital increase was required to be paid).

Basis of preparation of the consolidated financial statements (continued)

On 9 September 2015, the predecessor ultimate controlling party paid 730,263,464 Egyptian Pounds and entered into an investment agreement to acquire 97.72% of Nahda University founder share and 100% of Nahda Education Service S.A.E., which in turn own 98.73 of Nahda LP. On 10 September 2015, Nahda Education Services Company S.A.E. entered into an assignment agreement with the University's founders whereby they have contractually passed to Nahda Education Services Company S.A.E. all of their beneficial rights in the University. Subsequently; during 2019 a presidential decree issued to transfer 97.72% of the university's predecessor founders rights to Nahda University for Education and Management Services Company S.A.E (the New Founder).

On 10 September 2015, Taaleem Management Services Company S.A.E. entered into a management agreement with Nahda University, which was subsequently revised on 1 June 2016. As per the revised management agreement, Taaleem Management Services Company S.A.E. became entitled to a management fee and can unilaterally direct the relevant activities of the University, drive key decisions, be exposed to variable return as a result of the University's performance, and manage the day to day activities of the University. By virtue of this revised management agreement and the above other arrangements, Taaleem Management Services Company S.A.E. obtained control over the Nahda University's business and consolidated the University's business in its financial statements from that date.

On 31 October 2016, Taaleem Management Services Company S.A.E. acquired the remaining 2.5% in Nahda Education Services Company S.A.E. to become a wholly owned subsidiary.

On 11 August 2020, Taaleem Management Services Company S.A.E. acquired an additional 0.18% of Nahda LP and 0.71% of the University founder share for an EGP 2,000,000 consideration. After the transaction, Taaleem and Nahda Education S.A.E. ownership in Nahda LP became 98.91%. The carrying amount of the existing non-controlling interest was 250,000 EGP and the consideration paid to non-controlling is 2,000,000 EGP. The group recognized a decrease in non-controlling interests of 1,450,439 EGP and a decrease in equity attributable to owners of the parent of 549,561 EGP.

Nahda University for Education and Management Services Company S.A.E.

During October 2017, Taaleem Management Services Company S.A.E established Nahda University for Education Management Services Company S.A.E, which was registered in the commercial register under No. 111584 on 26 October 2017 (the "Established entity"). At the date of establishment Taaleem Management Services Company S.A.E owned 48%.

On 19th September 2019, the Company entered into a nominee agreement with a shareholder that owns 52% ("the Shareholder") of the established entity. The agreement concluded that the shareholder is a nominee of the company with the assignment of the title of the shares along with the attached voting, managerial and distribution rights to the Company. Accordingly, the group concluded that it controls the established entity and its results were consolidated in the consolidated financial statements starting from the date of the agreement.

Basis of preparation of the consolidated financial statements (continued)

In addition to the above, Nahda University for Education and Management Services Company S.A.E. had 51% of Media Monitor for Publishing, Research and Marketing of initial investment amounting to EGP 31,875. Although the investment is more than 50%, it is considered as an associate to the Group since the Group did not have control over this investment. Nahda university for education and management services Company S.A.E recognized the investment as an investment in associate since Nahda university for education and management services Company S.A.E had significant influence on the company since it had one board representative out of five board members in the associate company. Also, the other shareholders had full control over the operation and business. The associate company has been fully impaired, and the Group doesn't have legal or constructive obligation to take any of the losses as the liability exceeded the share contributed capital.

Media Monitor ceased to operate in December 2020. Nahda University for Education and Management Services S.A.E sold and transferred all its shares in Media Monitor in February 2021.

B. New Egyptian Accounting Standards ("EAS") and interpretations adopted by the group

On 28 March 2019, the minister of investment issued a decree no. 69 of 2019 which includes new standards and amendments to the existing standards. The amendments in the EASs have been published in the official gazette on 7 April 2019. These standards are mandatory for the fiscal year 2021/2022.

These new standards are mainly represented in Egyptian Accounting Standard No. 47 "Financial Instruments" Egyptian Accounting Standard No. 48 "Revenue from Contracts with Customers" Egyptian Accounting Standard No. 49 "Leasing Contracts", which the group adopted for the first time effective 1 September 2021.

The following is the impact of applying these standards on retained earnings on 1 September 2021:

Retained earnings as of 31 August 2021	396,834,241
Impact of the implementation of EAS 47 "Financial Instruments"	-
Impact of the implementation of EAS 48 "Revenue from Contracts with Customers"	-
Impact of the implementation of EAS 49 "Lease Contracts"	(4,137,542)
Total	(4,137,542)
Retained earnings as of 1 September 2021	392,696,699

New Egyptian Accounting Standards (“EAS”) and interpretations adopted by the group (continued)

Impact on the consolidated financial statements

The following table shows the adjustments recognized for each individual line item:

Consolidated statement of financial position	Balance as at 31 August 2021	EAS 48	EAS 47	EAS 49	Adjusted opening balance as at 1 September 2021
Assets					
Non-current assets					
Fixed assets	774,399,373	-	-	-	774,399,373
Intangible assets	522,119,025	-	-	-	522,119,025
Right of use assets	-	-	-	47,096,654	47,096,654
Trade and other receivables	16,547,720	-	-	(2,522,025)	14,025,695
Total non-current assets	1,313,066,118	-	-	44,574,629	1,357,640,747
Current assets					
Inventories	5,234,301	-	-	-	5,234,301
Trade and other receivables	73,953,472	-	-	-	73,953,472
Due from related parties	600	-	-	-	600
Cash on hand and at banks	92,406,660	-	-	-	92,406,660
Total current assets	171,595,033	-	-	-	171,595,033
Total assets	1,484,661,151	-	-	44,574,629	1,529,235,780
Equity					
Share capital	730,250,000	-	-	-	730,250,000
Legal reserve	1,495,196	-	-	-	1,495,196
Retained earnings	396,834,241	-	-	(4,100,364)	392,733,877
Capital and reserves attributable to owners of the Parent Company	1,128,579,437	-	-	(4,100,364)	1,124,479,073
Non-controlling interests	10,585,111	-	-	(37,178)	10,547,933
Total equity	1,139,164,548	-	-	(4,137,542)	1,135,027,006
Non-current liabilities					
Deferred tax liabilities	101,027,950	-	-	-	101,027,950
Lease liabilities	-	-	-	48,712,171	48,712,171
Trade and other payables	63,237,869	-	-	-	63,237,869
Total non-current liabilities	164,265,819	-	-	48,712,171	212,977,990
Current liabilities					
Provisions	5,752,805	-	-	-	5,752,805
Trade and other payables	89,126,927	-	-	-	89,126,927
Deferred revenue	31,226,158	-	-	-	31,226,158
Current income tax liabilities	55,124,894	-	-	-	55,124,894
Total current liabilities	181,230,784	-	-	-	181,230,784
Total liabilities	345,496,603	-	-	48,712,171	394,208,774
Total equity and liabilities	1,484,661,151	-	-	44,574,629	1,529,235,780

New Egyptian Accounting Standards (“EAS”) and interpretations adopted by the group (continued)

1.EAS No. (47) – “Financial instruments”:

This standard is applied for financial periods beginning on or after 1 January 2021. This standard replaces the corresponding topics in Egyptian Accounting Standard No. (26) “financial Instruments, Recognition and Measurement” and therefore it was amended and reissued after eliminating the paragraphs related to the topics covered by the Egyptian Accounting Standard No. (47), and the scope of the amended Egyptian Accounting Standard No. (26) to address the cases of hedge accounting.

The details of the new significant accounting policies, the nature and impact of change in previous accounting policies are as follows:

Classification and measurement of financial assets and financial liabilities:

Egyptian Accounting Standard No. (47) largely retains the existing requirements in Egyptian Accounting Standard No. (26) for the classification and measurement of financial liabilities, but it excludes the categories previously mentioned in EAS No. (26) related to financial assets held until maturity and loans, financial investments and receivables available for sale.

In accordance with EAS 47, upon initial recognition, financial assets are classified and measured at amortized cost, or at fair value through other comprehensive income – investments in debt instruments, or at fair value through other comprehensive income – investments in equity instruments, or at fair value through profit or loss. The classification of financial assets in accordance with Egyptian Accounting Standard No. (47) is usually based on the business model through which financial assets are managed as well as their contractual cash flows. Accordingly, the company classifies bonds, treasury bills, trade receivables and other debit balances as financial assets at amortized cost.

All the investments in debt instruments that are currently classified as held to maturity will meet the conditions of classification at amortized cost under accounting standard No. (47) and therefore there will be no change in the accounting for these assets. and measure those financial assets and financial liabilities.

Impairment of financial assets

The company has four types of financial assets that are subject to the new expected credit loss model:

- Balances with banks and treasury bills
- Due from related parties balances
- Debtors and other debit balances
- Financial assets at amortized cost

The Egyptian Accounting Standard No. (47) requires the review of the impairment model of those financial assets subject to the expected credit losses model and its impact of first application on retained earnings and equity.

New Egyptian Accounting Standards (“EAS”) and interpretations adopted by the group (continued)

Customers and other receivables

The new impairment measurement model of financial instruments requires recognizing provisions for impairment based on expected credit losses rather than realized credit losses.

The new impairment model applies to financial assets at amortized cost, debt instruments that are measured at fair value through comprehensive income, contract assets resulting from Egyptian Accounting Standard No. 48 “Revenue from contracts with customers”, lease receivables, loan commitments and some financial guarantee contracts. The company has implemented the new rules with effect from September 1, 2021, with the adoption of practical means permitted under the standard. Comparative figures for the year ended 31 August 2021 will not be adjusted.

The management has evaluated the impact of application of the new standard on the financial statements, and determined that there is no material impact on the classification of the financial assets or the expected credit loss.

2.Egyptian Accounting Standard No. 48 “Revenue from contracts with customers”

Revenue recognition standard was issued, replacing Egyptian Accounting Standard No. (11) covering contracts for sales of goods and services and Egyptian Accounting Standard No. (8) covering construction contracts.

The new standard is based on the principle of revenue being recognized when control of goods or services is transferred to a customer.

Impact

Management has assessed the effects of applying the new standard on the financial statements and has determined that the recognition and revenue measurement of all existing contracts under the EAS No. (48) five-steps model (identify contract – identify performance obligation determine transaction price – allocate transaction price – recognise revenue) will not change as currently recognized under EAS (11).

3.EAS No. (49) – “Lease Contracts”:

Egyptian Accounting Standard No. (49) provided a single model for accounting for lease contracts. The lessee recognizes the right to use the assets and to be bound by the lease liability, which represents their obligation to make lease payments.

This standard replaces the Egyptian Accounting Standard No. (20) “Accounting rules and standards relating to financial leasing operations”.

Lessor accounting remains similar to the current standard – ie lessors continue to classify leases as finance or operating leases.

The Group, as a lessee, recognizes a right-of-use asset and a lease liability on the commencement date of the lease.

On the date of initial recognition, the “right of use” asset is recognized in the statement of financial position at a carrying amount as if the standard had been applied since the inception of the lease, but discounted using the lending rate to the lessee at the date of application. The right of use asset is depreciated using the straight-line method over the lease term.

New Egyptian Accounting Standards (“EAS”) and interpretations adopted by the group (continued)

The lease liability is initially measured at the present value of future lease payments and the related fixed costs, discounted using the interest rate at which the Group borrows. Subsequently, the lease liability is measured at amortized cost using the effective interest rate method.

Subsequently, the right of use assets and the lease liabilities are re-measured in the following cases:

- Change in the rental price.
- Amendment of the lease contract.
- Adjustment of the rental period.

Short-term leases (less than 12 months including extension options) and leases of low-value items are recognized as an expense in the income statement as incurred.

Egyptian Accounting Standard No. 49 requires the company to assess the lease term as the non-cancellable lease term in line with the lease, as well as the periods covered by the option to determine the lease if the lessee is reasonably certain to exercise that option, and the periods covered by the option to terminate the lease.

A significant portion of the groups’s lease include leases that are extendable through a reciprocal agreement between the Group and the lessor or leases that can be cancelled by the Group immediately or at short notice. All extension and termination options are the right of the group and not the lessor. In determining the term of the lease, management considers all facts and circumstances that create an economic incentive to exercise the option to terminate. Termination options are only included in the lease term if it is highly certain that the lease will not be terminated.

When evaluating the lease term for the adoption of Egyptian Accounting Standard No. 49, the group decided that extendable future lease periods should be taken into account within the lease term, which represents an increase in future lease payments used in determining the lease liability at initial recognition. The exact term of the lease term is based on the facts and circumstances related to the leased assets and lease contracts.

The impact of the application of this standard as of 1 September 2021 is as follows:

	Balance
Right of use assets	47,096,654
Trade and other receivable	(2,522,025)
Lease liabilities	(48,712,171)
Impact of the implementation of EAS 49 on retained earnings and Non-controlling interests	(4,137,542)

New Egyptian Accounting Standards (“EAS”) and interpretations adopted by the group (continued)

Practical expedients applied

In applying EAS 49 for the first time, the group has used the following practical expedients permitted by the standard:

- The use of a single discount rate to a portfolio of leases with reasonably similar characteristics
- Reliance on previous assessments on whether leases are onerous
- The accounting for operating leases with a remaining lease term of less than 12 months as at 1 September 2021 as short-term leases
- The exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application; and
- The use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Lease Liabilities:

The group rents buildings. Leases are for fixed periods of one year up to 8 years, and may have extension options.

Lease payments are discounted at an incremental borrowing rate in the lease if that rate cannot be easily determined – which generally happens in leases – the lessee’s incremental borrowing rate is used.

C. Basis of consolidation

Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

1. Acquisition method

The Group applies the acquisition method to account for business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred in a business combination is measured at the fair value of the assets transferred, the liabilities incurred by the Group to the former owners of the acquiree, the equity interests issued by the Group, the fair value of any asset or liability resulting from a contingent consideration arrangement, and fair value of any pre-existing equity interest in the subsidiary.

Identifiable assets acquired and liabilities and contingent liabilities assumed are measured initially at their fair values at the acquisition date. In any business combination, the Group recognises any non-controlling interests in the subsidiary at the proportionate share of the recognised amounts of acquiree’s identifiable net assets at the date of acquisition. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer’s previously held equity interest in the acquirer is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss.

Basis of consolidation (continued)

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity’s incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value, with changes in fair value recognised in profit or loss.

Inter-Company assets, liabilities, equity, income, expenses, and cash flows related to transactions between Group companies are eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group’s accounting policies.

2. Changes in ownership interests

The group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to the parent company.

When the group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture, or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

3. Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired, and contingent liabilities at the date of acquisition. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised directly in profit or loss as a bargain purchase.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the Group’s CGUs, or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored inside the group at the operating segments level.

Basis of consolidation (continued)

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Measurement period

The measurement period is the period required for the Group to obtain the information needed for the initial measurement of the items resulting from the acquisition of the subsidiary and does not exceed one year from the date of acquisition. In case the Group obtains new information during the measurement period relative to the acquisition, amendment is made retrospectively for the amounts recognised at the date of acquisition.

D. Investment in associate

Investments in associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting after initially being recognised at cost.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

Where the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

Where an entity holds 20% or more of the voting power (directly or through subsidiaries) on an investee, it will be presumed the investor has significant influence unless it can be clearly demonstrated that this is not the case. If the holding is less than 20%, the entity will be presumed not to have significant influence unless such influence is clearly demonstrated.

A substantial or majority ownership by another investor does not necessarily preclude an entity from having significant influence.

Investment in associate (continued)

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

The carrying amount of equity-accounted investments is fully impaired as disclosed in note 9.

E. Foreign currency transaction**Functional and presentation currency**

Items included in the consolidated financial statements of each of the Group's entities are measured and presented using the currency of the primary economic environment in which the Group operates ('the functional currency'). The consolidated financial statements are presented in Egyptian Pounds, which is the Group's functional and presentation currency.

Transactions and balances

Transactions made in foreign currency during the period are initially recognised in the functional currency of the Group on the basis of translation of foreign currency using the spot prevailing exchange rates between the functional currency and the foreign currency at the date of the transaction, and the monetary items denominated in foreign currency are also translated using the closing rates at the end of each financial period. Foreign exchange gains and losses resulting from the settlement of such monetary items and from the translation of monetary items denominated in foreign currencies are recognised by the Group in the profit and loss in the period in which these differences arise.

Translation differences on non-monetary financial assets and liabilities that are measured by fair value are recognised as part of the fair value gain or loss. Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised as profit or loss as part of fair value gain or loss. For available for sale financial assets, which do not represent monetary items (e.g. equity instruments), gains or losses recognised within other comprehensive income.

F. Fixed assets

The Group applies the cost model for measurement of fixed assets, and the fixed assets are recognised on their costs net of the accumulated depreciation and accumulated impairment losses. The cost of fixed asset includes any costs directly associated with bringing the asset to a working condition for its use intended by the management of the Group.

The Group recognises subsequent costs of the acquisition of the fixed asset as a separate asset, only when it is probable that future economic benefits will flow to the Group and the cost of the item can be measured reliably. The Group recognises in the carrying value of fixed asset the cost incurred to replace part of that asset at the date such costs are borne, and the carrying amount of replaced parts are derecognised. The Group recognises the costs of daily servicing of the fixed assets in the statement of profit or loss.

The straight-line method is used to allocate the depreciation of fixed assets consistently to their residual values over their estimated useful lives, except for lands, which are characterised with unlimited estimated useful life.

Fixed assets (continued)

Below are the estimated useful lives of each type of the assets' Groups:

Buildings	40 years
Infrastructure	10 years
Furniture and fixtures	7 years
Laboratories	7 years
Machinery and equipment	7 years
Vehicles	5 years
Books	20 years
Programs & computers	10 years

The Group reviews the residual value of fixed assets and estimated useful lives of fixed assets at the end of each fiscal year and adjusted when expectations differ from previous estimates.

The carrying amount of the fixed asset is reduced to the recoverable amount, if the recoverable amount of an asset is less than its carrying amount. This reduction is considered as a loss resulting from impairment and is recognized in the statement of profit or loss.

Gains or losses on the disposal of an item of fixed assets from the books are determined based on the difference between the net proceeds from the disposal of the item and the book value of the item, and the gain or loss resulting from the disposal of fixed assets is included in the statement of profit and loss "Other expenses – income".

Projects under construction are allocated to the relevant fixed assets category when the relevant assets are ready for use when it meets all the fixed assets recognition conditions. When the projects under construction cost exceeds the value expected to be recoverable it is reduced to the expected recoverable cost and the difference is recognized directly to the statement of profit or loss.

G. Financial assets

Accounting policies according to the Egyptian Accounting Standard No. (47) "Financial Instruments"

i. Classification

The Group classifies financial assets in the following measurement categories:

- Assets measured at fair value (either through other comprehensive income or through profit or loss); or
- Asset measured at amortized cost. Financial assets at amortized cost consists of accounts receivables, other debit balances and treasury bills.

The classification depends on the Group's business model for managing the related assets portfolio and the cash flow characteristics of the asset.

As for the financial assets measured at fair value, the profits or losses will be recorded in the consolidated profit or loss statement or the consolidated other comprehensive income statement. As for the investments in equity instruments not held for trading, it depends on whether the Group has made an irrevocable election at initial recognition to measure the equity investment at fair value through other comprehensive income.

Debt instruments are reclassified only when the business model for managing these assets as a whole changes.

Financial assets (continued)

ii. Recognition and Derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

iii. Subsequent measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

iv. Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the related assets portfolio and the cash flow characteristics of the asset. There are three measurement categories in which the Group's debt instruments are classified:

- **Amortized Cost:** Assets held solely to collect the contractual cash flows from the assets; as these cash flows only represent payments of principal and interest is measured at amortized cost. Interest income from these financial assets is presented in Finance income using the effective interest method. Any profit or loss resulting from the derecognition of these financial assets is presented in the consolidated profit or loss statements as other income/loss in addition to the foreign exchange gains or losses as other income/loss. Impairment expense is presented as a separate line item in the statement of profit or loss.
- **Fair value through other comprehensive income:** Assets held to collect both the contractual cash flows and the cash flows arising from the sale of assets; as these cash flows only represent payments of principal and interest at fair value through other comprehensive income.

Movements in the carrying amount are presented through the consolidated statement of other comprehensive income, with the exception of recognizing impairment gains or losses, interest income and foreign exchange gains and losses recognized in the consolidated statement of profit or loss.

On the financial asset derecognition, retained earnings/losses –previously recognized in the consolidated statement of other comprehensive income– from the statement of equity to the consolidated statement of profit or losses and recognized in other income/(loss). Interest income from these financial assets is included in financing income using the effective interest method. Foreign exchange gains and losses are presented in other income/(loss) and impairment expense is presented as a separate line item in the statement of profit or loss.

- **Fair value through profit or loss:** Assets not meeting the criteria if amortized cost of fair value through other comprehensive income is measured at fair value through profit or loss. The income or loss from debt instrument that is subsequently measured at fair value through profit or loss in the consolidated statement of profit or loss (net) included in the other income/loss during the period it was originated in.

Financial assets (continued)

v. Impairment

A financial asset becomes impaired when one or more events that have a bad effect on the estimated future cash flows of the financial asset have occurred.

Impaired financial assets include the following observable evidence:

- The debtor has experienced significant financial difficulties.
- Violation of the contract such as defaulting on payment for more than 365 days from the due date.
- Restructuring of a loan or advance payment by the Group on terms that the Group would not otherwise take into account.
- It is possible that the debtor will enter bankruptcy or other financial restructuring.
- The disappearance of an active stock market due to financial difficulties.

The Group determines default when it is exposed to one or more of the following indicators:

- The international rating agencies have rated the borrower in the rating category at risk of default.
- The debtor is late in paying the installments for more than 365 days.
- The Borrower satisfies the conditions of non-payment, which are listed below:
- The Borrower's non-compliance with the financial commitments.
- The borrower is likely to be exposed to bankruptcy.
- Loans were purchased or originated at a significant discount to reflect the credit losses incurred.

Accounting policies applied till 31 August 2021

i. Classification

The Group classifies its financial assets in the following categories:

- Loans and receivables.
- Held to maturity investments (treasury bills).

The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and, in the case of assets classified as held-to-maturity, re-evaluates this designation at the end of each reporting period.

Loans and receivables:

Loans and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. If collection of the amounts is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. Trade and other receivables are generally due for settlement within 30 days and therefore are all classified as current. Except for maturities greater than 12 months after the financial position date, these are classified as non-current assets and include cash equivalent and balances due from related parties and accrued revenues.

ii. Recognition and Derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

Financial assets (continued)

iii. Subsequent measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Loans and receivables and held-to-maturity investments are subsequently carried at amortised cost using the effective interest method.

Interest on held-to-maturity investments, loans and receivables calculated using the effective interest rate method is recognised in the profit or loss.

H. Impairment of financial assets

The Group assesses on a forward-looking basis the expected credit loss (“ECL”) associated with its financial assets carried at amortized cost.

As permitted by EAS 47, the Group applies the simplified approach for ECL on trade receivables and due from related parties. The Group uses a provision matrix in the calculation of the ECL on trade receivables and due from related parties to estimate the lifetime expected credit losses, applying certain provision rates to respective aging buckets.

Expected loss rates are determined using the historical propensity for the receivables to become uncollectible and are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of customers to settle receivables.

Cash and cash equivalents are also subject to the impairment requirements of EAS 47; however, the identified impairment loss was immaterial.

Financial assets are written off when all of the following conditions are met:

- the receivable is at least one year past due,
- the Group has attempted to recover and engaged in all relevant legal enforcement activities,
- it is concluded that there is no reasonable expectation of recovery, and
- the write-off is approved by the management.

Recoveries made are recognized in the statement of comprehensive income.

I. Intangible assets other than goodwill

i. Licenses

The University licences acquired in a business combination are recognised by reference to fair value at the acquisition date. The University license presidential decree is indefinite, there are provisions for neither a licensing period nor license revoking in the private universities law No. 101 for 1992 which amended by law No. 12 for 2009, or its executive regulations, no governmental periodic renewal process or renewal fees requirements and no similar University license has been historically revoked or suspended in Egypt The Group does not charge amortisation expenses to licence as it is considered as infinite lived intangible asset.

For Software license: amortization is made over the license period, which is 10 years. The license is for the sites and educational programs that support the Group in the framework of the transition to interactive education.

Intangible assets other than goodwill (continued)

ii. Acquired customer relationships with existing students

Existing students acquired in a business combination are recognised by reference to fair value at the acquisition date. The Group charges amortisation expenses of the existing students' relationships as the economic benefits derived are expected over 4 years using the straight-line method. The Group fully amortized the acquired relationships with students in June 2020.

J. Impairment of non-financial assets

Impairment of non-financial assets. Intangible assets that have an indefinite useful life or intangible assets not ready for use are not subject to amortisation and are tested annually for impairment. Assets that are subject to depreciation and amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). Prior impairments of non-financial assets (other than goodwill) are reviewed for possible reversal at each reporting date.

K. Cash and cash equivalents

In the consolidated statement of cash flows, "cash and cash equivalents" includes cash in hand and with banks and deposits with maturities less than 3 months from the date of placement and treasury bills that are less than 3 months.

L. Inventories

Inventories are measured at the lower of cost and net realisable value. Cost is determined using the first-in, first-out method. The cost of inventories comprises costs of purchase and other costs, incurred by the Group in bringing the inventories to their present location and condition, and excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and any other costs necessary to complete the sale. The amount of any write-down of inventories to net realisable value and all losses of inventories shall be recognised as an expense in the period that write-down or loss occurred.

M. Capital

Ordinary shares are classified within equity.

N. Current and deferred income tax

The Group recognises the current and deferred tax in the profit or loss for the year. Current and deferred tax is recognised in other comprehensive income or directly in equity if it related to items recognised – in the same period or different periods – in the statement of comprehensive income or directly in equity.

The income tax for the year is calculated on the basis of the tax laws enacted at the balance sheet date. Management annually evaluates tax situation through tax returns, taking into account the differences that may arise from some interpretations issued by administrative or regulatory authorities, and establishes the appropriate provisions on the basis of amounts expected to be paid to the tax authority.

Current and deferred income tax (continued)

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements.

Deferred tax is determined using tax rates and laws that have been enacted at the date of the consolidated financial statements and are expected to apply when the related deferred income tax asset is used or the deferred tax liability is settled.

The deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is not recognised if it arises from the initial recognition of an asset or liability in a transaction – other than a business combination – that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax liabilities are recognised on temporary differences arising from investments in subsidiaries, associates and shares in joint arrangements, except for such cases where the timing of the settlement of the temporary difference is controlled by the Group and it is probable that the temporary differences will not be settled in the foreseeable future. Generally, the Group is unable to control the settlement of the temporary difference for associates, only where there is an agreement in place that gives the Group the ability to control the settlement of the temporary difference.

Deferred tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and equity shares in joint ventures only to the extent that it is probable the temporary differences will be settled in the future and there is future taxable profit available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when the Group has a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the current taxable liabilities and assets on a net basis.

O. Employees' benefits

1. Profit-sharing

According to Companies law, employees are entitled to a profit-sharing equivalent to 10% of the value of cash dividends, not exceeding the total wages at the end of the fiscal year, according to the proposals made by the group's board of directors and subject to approval by the general assembly of shareholders. Profit sharing is recognised as a dividend distribution through equity and as a liability when approved by the Group's shareholders.

2. Defined contribution plan

The Company contributes to the government social insurance system for the benefit of its personnel in accordance with the social insurance law No. 79 for the year 1975 and its amendments. The subsidiary's liability is confined to the amount of its contribution. Contributions are charged to the statement of profit and loss using the accrual basis of accounting.

Employees' benefits (continued)

3. Employee Share Ownership Plan

Taaleem Management Services Company promises to sell shares to the company's selected employees in accordance with the criteria, principles and rules that are set by the supervisory committee to implement the plan. The main aim of the scheme is to link the interests of the beneficiaries of the scheme with the interests of the Company shareholders and to ensure that highly qualified participants receive the appropriate incentive to support the growth and stability of the Company.

The company's supervisory committee supervises the implementation of the system under the supervision of the company's board of directors.

Elements of the scheme:

1. Each beneficiary is granted units that are considered the basis on which allocated shares are calculated.
2. The supervisory committee determines the date of the grant.
3. The scheme period is seven years starting from the date of listing of the company's shares on the Egyptian Stock Exchange on April 7, 2021.
4. The total shares allocated to each beneficiary shall be allocated over five years with each year grant calculated based on the following formula :
 - The difference between the share price at the beginning of the year (the first trading of the company's shares on the Egyptian Stock Exchange, which was 5.75 Egyptian Pounds for the first allocation) and the share price upon the exercise of the right by the end of the year. Then, the difference is multiplied by the number of units allocated to each participant to calculate the grant. The monetary allocation shall be then divided into three equal values, and exercised over three consecutive years through the ownership of shares at the share market price at the time of each exercise.
5. The number of units allocated to this scheme is 83,978,750 units to be allocated over five years for 16,795,750 units per year .
6. The company recognizes the cost related to the services performed by the employees participating in the scheme over the period of performing the service. The company recognizes the obligations related to the scheme at the date of each financial position according to the fair value of the consideration expected to be paid to employees on the date of grant. The fair value of these obligations is estimated at the date of the financial position by taking into consideration all the circumstances related to the cash flows expected to be paid, discounted at the market rate of return.

The change in the fair value of these obligations is recognized in the statement of profit or loss.

P. Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings (continued)

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled, or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Q. Borrowing costs

Specific borrowing costs directly attributable to the acquisition, construction, or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

When funds are borrowed for the purpose of acquiring a qualifying asset to bear the cost of borrowing, the Group determines the amount of borrowing costs that are capitalised on this asset, which is the actual borrowing costs incurred by the entity during the period because of the borrowing transaction less any revenue realised from the temporary investment of borrowed funds.

The Group recognises other borrowing costs as expenses in the period the Group incurs such costs.

R. Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are reviewed at each balance sheet date and amended to show the best present estimate. Where the effect of the time value of money is material, the amount of a provision shall be the present value of the pre-tax rate expenditures expected to be required to settle the obligation.

S. Trade payables

Trade payables are recognised initially at the amount of goods or services received from others, whether they invoice received or not. When they are material, goods and services received, as well as the trade payables are recognised at the present value of the cash outflow expected by using interest rate of similar term loans. Trade payables are then carried at amortised cost using the effective interest rate.

T. Revenue recognition

According to the Egyptian Accounting Standard No. 48 – “Revenue from contracts with customers”, revenue recognition consists of five steps (Identify the contract – Identify performance obligations – Determine the transaction price – Allocate the transaction price – Recognize revenue).

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods sold or service rendered due to the Group’s normal course of business, stated net of value-added taxes, discounts, or deductions. The Group recognises revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the Group; and when specific criteria have been met for each of the Group’s activities, as described below. The amount of revenue is not considered accurately measurable unless all cases of uncertainty regarding the possibility of the collection of the amount due are excluded.

1. Tuition revenue

The Group provides educational services to students through its owned university. Educational revenue is recognised throughout the period of rendering the educational services.

2. Bus and accommodation revenue

The Group provides transportation and accommodation services to students through its owned busses and dorms. The revenue is recognised throughout the period of rendering the services.

3. Management fees

Revenue from management fees is recognized throughout the period of rendering the services.

4. Interest income

Interest income is recognised on a time-proportion basis using the effective interest method.

5. Dividend income

Dividend income is recognised when the right to receive payment is established.

U. Fair value estimation

Fair value is the price that would be received to sell an asset or paid to settle a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or pay the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, the most advantageous market for the asset or the liability.

The Group should be able to have access to the principal market or the most advantageous market.

The fair value of the asset or liability is measured using the assumptions that market participants may use when pricing the asset or liability, assuming that market participants behave in their own economic interests.

The measurement of the fair value of a non-financial asset takes into account the ability of the market participant to generate economic benefits by using the asset at its maximum and bestselling condition or to sell to another market participant who will use the asset in its best use.

The Group uses valuation techniques that are appropriate in the circumstances and where sufficient data are available to measure the fair value, increase the use of relevant observable inputs and minimize the use of inputs that are not observable.

V. Segments reporting

Business segments are reported in accordance with internally submitted reports to senior management which makes decisions on the resource’s allocation and performance assessment of the Group’s segments and are represented to the central management committee. The Group has one business segment which provides educational services to the university’s students and all its operations are in Egypt.

W. Dividends

Dividends are recognised as liabilities in the consolidated financial statements upon the approval of the Group’s General Assembly of Shareholders. . The company is obligated to deduct 10% of the dividend tax from the shareholders’ share and pay it within one month from the date of the approval of the ordinary general assembly for dividends.

X. Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

The carrying amount of the asset is reduced through the use of an impairment account, and the amount of the loss is recognised in the statement of profit or loss when a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited to the income statement.

Y. Leases

The Group rents buildings as a lessee; which are used in the Group’s operations. The contract terms vary from one year to five years, and they don’t include any non-lease components.

Until 31 August 2021, lease contracts were all recognized as operating leases. From 1 September 2021, these contracts are recognized in accordance with EAS No. (49) “Lease contracts”. As such, the Group has recognized right of use assets and lease obligations related to these contracts.

Initial measurement (Right of use assets):

Management starts by calculating the initial measurement amount of the lease obligation, at the present value of the unpaid lease payments on that date. Lease payments are discounted using the implicit interest rate in the lease if that rate can be determined easily. If it is not possible to determine that rate, the tenant must use the interest rate on the additional borrowing of the tenant. The right of use asset is initially measured at the following:

- Initial measurement amount for lease liabilities,
- any lease payments made on or before the start date of the lease, minus any lease incentives received,
- any initial direct costs incurred by the lessee, An estimate of the costs that the tenant will incur in dismantling and removing the underlying asset, and returning the location in which the asset is located to the original state or returning the asset to its required condition in accordance with the terms and conditions of the lease, unless those costs will be incurred to produce the stock. The lessee incurs obligations for those costs, whether on the date of the start of the lease or as a result of using the underlying asset during a specific period.

Leases (continued)

Subsequent measurement (Right of use assets):

After the date of commencement of the lease, the “Right of use” principle is measured at cost, where it is measured at cost:

- minus any accumulated depreciation and any accumulated impairment losses,
- Show more Modified by any re-measurement of the lease obligation.

Initial measurement (Lease liabilities):

On the date of the start of the lease, the commitment of the lease is measured at the present value of the unpaid rent payments on that date. Lease payments are discounted using the implicit interest rate in the lease if that rate can be determined easily. If that rate cannot be easily determined, the tenant must use the company’s additional borrowing rate as a tenant.

Subsequent measurement (Lease liabilities):

After the start date of the lease, the following may be done as part of remeasurement:

- Increase the carrying amount of the obligation to reflect interest on the commitment of the lease.
- Decrease the carrying amount of the obligation to reflect the rental payments,
- to re-measure the carrying amount of the obligation to reflect any revaluation or adjustments to the lease or to reflect the fixed lease payments in their modified substance.

3. Financial risk management

1. Financial risks factors

The Group activities expose it to a variety of financial risks. These risks include market risks (including foreign currency exchange rate risk, cash flow interest rate risk and fair value interest rate), credit risk, and liquidity risk. The Group is not exposed to price risk as it doesn’t have investments measured at fair value.

The Group’s management aims to minimise the potential adverse effects on the Group’s financial performance. The Group does not use any derivative financial instruments to hedge specific risks.

A. Market risk

i. Foreign currency exchange rate risks

Foreign currency exchange rates risks are the risks of fluctuations in the fair value of future cash flows of a financial instrument due to changes in foreign currency exchange rates. The following analysis shows the calculation of the effect of reasonable and possible shift in foreign currencies against the functional currency of the Group while keeping all other variables constant, on the consolidated statement of profit or loss:

Financial risk management (continued)

The following table shows the currencies position presented in Egyptian Pounds at the date of the statement of financial position:

	2022		2021
	Assets	Net	*Net
USD	672,003	672,003	900,771
EURO	-	-	17,816
GBP	16,735	16,735	5,202

* The net balance for 31 August 2022 and 31 August 2021 is only financial assets as the group did not have any liabilities in foreign currency at year end.

Note 25 is illustrating the foreign currency gains or losses that have been recognised in the consolidated statement of profit or loss during the year.

At the end of the year, if the foreign currency had increased or decreased by 10%, the effect on the consolidated profit or loss would have been as follows:

	2022	2021
USD +/-10%	67,200	90,077
EURO +/-10%	-	1,782
GBP +/-10%	1,674	520

ii. Cash flows and fair value interest rate risks

The Group’s main interest rate risk arises from time deposits and treasury bills at fixed rates subject to change in renewal, which expose the Group to fair value risk. The risk is mitigated through the short-term nature of assets and that they are frequently repriced. Profit or loss is sensitive to higher/lower interest income from cash and cash equivalents as a result of changes in interest rates if the interest rate increased/decreased by 100 bps points (holding all other variables constant), the impact on the profit for the year ended 31 August 2022 is not material.

B. Credit risk.

Credit risk arises from cash and cash equivalents and due from related parties.

Cash at banks is placed with local banks that are subject to the supervision of the Central Bank of Egypt. Accordingly, the Parent Company’s management believes that credit risk resulting from the cash at the bank is minimal.

Balances exposed to credit risks are as follows:

	2022	2021
Due from related parties	-	600
Cash at banks	107,008,551	92,406,660
	107,008,551	92,407,260

Financial risk management (continued)

C. Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due, due to shortage of funding. The Group's exposure to liquidity risk results primarily from the lack of offset between the maturities of assets and liabilities.

The management makes cash flow projections on periodic basis, and takes the necessary actions to negotiate with suppliers, and manage the inventory balances in order to ensure sufficient cash is maintained to discharge the Group's liabilities.

The Group's management monitors liquidity requirements to ensure it has sufficient cash and cash equivalents to meet operational needs to be able to maintain financial terms, guarantees and covenants at all times. Balances due to suppliers are normally settled within 45 days from the date of purchase.

The table below summarises the maturities of the Group's undiscounted financial liabilities (excluding income tax liabilities), based on contractual payment dates and current market interest rates.

	Less than months 6	From 6 months to 1 year	From 1 year to 5 years	Over years 5	Total
31 August 2022					
Trade and other payables – Non-current (Note 17)	–	–	27,065,899	–	27,065,899
Trade and other payables	108,328,336	–	–	–	108,328,336
Lease liabilities	6,351,929	6,351,929	42,744,966	1,985,743	57,434,567
Total	114,680,265	6,351,929	69,810,865	1,985,743	192,828,802
31 August 2021					
Trade and other payables – Non-current (Note 17)	41,177,356	–	63,237,869	–	104,415,225
Trade and other payables	47,949,571	–	–	–	47,949,571
Total	89,126,927	–	63,237,869	–	152,364,796

2. Capital risk management

The Group's objectives when managing capital are to safeguard the Group ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders using the consolidated financial statements. The Group also aims to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce the Group debts. The Group's management monitors the capital structure using the ratio of net debt to total capital. Net debt is the total of the due to related parties, trade and other payables less cash on hand and at banks. The total capital is the Group's total equity as described in the statement of financial position plus net debt (while not accounting for the net debt if the value is below zero).

Financial risk management (continued)

Net debt to total capital is as follows:

	2022	2021
Total liabilities		
Trade and other payable – Current	108,328,336	89,126,927
Trade and other payable – Non-current	27,065,899	63,237,869
Less: Cash and bank balances	(107,008,551)	(92,406,660)
Net liabilities	28,385,684	59,958,136
Equity	1,336,849,146	1,139,164,548
Total capital	1,365,234,830	1,199,122,684

3. Fair value estimation

At the period end, no financial assets or liabilities were measured at fair value. The carrying value of financial assets and financial liabilities classified as current assets or current liabilities in the statement of financial position at period-end approximates its fair value due to their shorter maturities.

The fair value of the non-current portion of trade and other payable is not expected to have a material difference from the reported carrying amount.

4. Critical accounting estimates and judgment

Critical accounting estimates and assumptions

Estimates and assumptions are evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below. In general, applying the Group's accounting policies does not require management to use professional judgments that may have significant impacts on the amounts recognised in the consolidated financial statements.

Estimated impairment of goodwill and license

The Group tests goodwill and license for impairment at least annually. The recoverable amount of the cash-generating unit has been determined based on value-in-use calculations. These calculations require the use of estimates as further detailed in Note 6.

Estimation of useful lives for fixed assets

The estimation of the useful lives of items of property, plant and equipment is a matter of judgment based on the experience with similar assets. The future economic benefits embodied in the assets are consumed principally through use. However, other factors, such as technical or commercial obsolescence and wear and tear, often result in the diminution of the economic benefits embodied in the assets. Management assesses the remaining useful lives in accordance with the current technical conditions of the assets and the estimated period during which the assets are expected to earn benefits for the Group. The following primary factors are considered: (a) the expected usage of the assets; (b) the expected physical wear and tear, which depends on operational factors and maintenance programme; and (c) the technical or commercial obsolescence arising from changes in market conditions.

Critical accounting estimates and judgment (continued)

Amortization of prepayments

During 2019, the Group has entered into a contract with the Egyptian Electricity Transmission Company for the purpose of obtaining access to the needed infrastructure equipment to facilitate connecting the university's premises with the national grid.

In August 2019, the Group has paid an amount of EGP 18,261,279 for the cost of obtaining access to the infrastructure equipment, as this will be used to support the electricity connection in the future without any ownership rights attributable to the Group, the payment was recognised as an advance payment for future utilities services to be amortised over 32 years which corresponds to the remaining useful life of the Buildings.

Impairment of financial assets:

Loss allowances for financial assets are based on assumptions about the risk of default and expected loss rates. The Group uses a range of significant judgments in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's history and current market conditions as well as future estimates at the end of each year. Expected loss rates are based on historical credit losses and historical loss rates are adjusted to reflect current and future information about macroeconomic factors that affect customers' ability to settle receivables. The Company has determined GDP and therefore adjusts historical loss rates based on expected changes in these factors.

Sensitivity:

Reasonable changes in the inputs/assumptions would not materially change the impairment of the expected credit loss recognized in the financial statements.

5. Fixed assets

	Land	Buildings	Infrastruc- ture	Furniture & fixtures	Laborato- ries	Machinery & equip- ment	Vehicles	Books	Programs & com- puter	Projects under con- structions	Total
Year ended 31 August 2021											
Opening net book amount	90,000,000	336,715,575	58,431,663	28,097,063	54,852,987	7,530,427	6,651,526	505,824	499,226	68,041,842	651,326,133
Additions	108,962,347	143,651	1,773,405	2,725,362	13,740,161	123,099	3,841,200	-	213,948	40,188,523	171,711,696
Transfer from PUC	1,579,380	37,246,149	16,864,156	4,098,494	8,216,024	-	-	-	2,608,348	(70,612,551)	-
Disposals	-	-	-	-	-	-	(155,929)	-	-	-	(155,929)
Accumulated depreciation for disposals	-	-	-	-	-	-	145,590	-	-	-	145,590
Depreciation Charge	-	(10,774,084)	(8,736,397)	(9,803,776)	(13,567,166)	(1,938,508)	(2,585,479)	(36,535)	(1,186,172)	-	(48,628,117)
Net book amount	200,541,727	363,331,291	68,332,827	25,117,143	63,242,006	5,715,018	7,896,908	469,289	2,135,350	37,617,814	774,399,373
At 31 August 2021											
Cost	200,541,727	434,329,535	116,421,966	105,383,524	117,318,542	18,930,409	41,494,750	3,088,351	6,383,292	37,617,814	1,081,509,910
Accumulated depreciation	-	(70,998,244)	(48,089,139)	(80,266,381)	(54,076,536)	(13,215,391)	(33,597,842)	(2,619,062)	(3,769,142)	-	(306,631,737)
Accumulated impairment	-	-	-	-	-	-	-	-	(478,800)	-	(478,800)
Net book amount	200,541,727	363,331,291	68,332,827	25,117,143	63,242,006	5,715,018	7,896,908	469,289	2,135,350	37,617,814	774,399,373

* During the year ended 31 August 2021, the Group acquired a plot of land in the new city of Beni Sulif by amounting to EGP 108,962,347. note (17).

Depreciation of the year includes amount of 47,633,631 for Operating Expenses and 994,477 for General and Administrative Expenses.

Fixed assets (continued)

	Land	Buildings	Infrastructure	Furniture & fixtures	Laboratories	Machinery & equipment	Vehicles	Books	Pro-grams & computer	Projects under construction	Total
Year ended 31 August 2022											
Opening net book amount	200,541,727	363,331,291	68,332,827	25,117,143	63,242,006	5,715,018	7,896,908	469,289	2,135,350	37,617,814	774,399,373
Additions	-	-	589,587	7,293,001	3,474,423	2,280	-	46,273	-	286,821,527	298,227,091
Transfer from PUC	-	833,456	10,151,494	306,022	3,012,303	-	-	-	152,960	(14,456,235)	-
Disposals	-	-	-	-	-	-	-	(2,357,641)	-	-	(2,357,641)
Accumulated depreciation for disposals	-	-	-	-	-	-	-	2,357,641	-	-	2,357,641
Depreciation Charge	-	(11,247,618)	(9,587,510)	(9,216,650)	(15,090,050)	(1,927,235)	(2,624,281)	(38,849)	(1,332,537)	-	(51,064,730)
Net book amount	200,541,727	352,917,129	69,486,398	23,499,516	54,638,682	3,790,063	5,272,627	476,713	955,773	309,983,106	1,021,561,734
At 31 August 2022											
Cost	200,541,727	435,162,989	127,163,049	112,970,643	123,817,097	18,932,687	41,349,161	776,975	5,574,251	309,983,177	1,376,271,756
Accumulated depreciation	-	(82,245,862)	(57,676,645)	(89,471,196)	(69,178,608)	(15,142,625)	(36,076,534)	(300,269)	(4,618,283)	-	(354,710,022)
Net book amount	200,541,727	352,917,127	69,486,404	23,499,447	54,638,489	3,790,062	5,272,627	476,706	955,968	309,983,177	1,021,561,734

During the year, an amount of EGP 4,755,095 (31 August 2021: EGP 5,005,376) was added to projects under construction, represented in capitalized interests on a project in Beni Suef, which was purchased on instalments.

Depreciation of the year includes an amount of 49,777,691 for Operating Expenses and 1,287,039 for General and Administrative Expenses.

6. Intangible assets

31 August 2021	Movement				Balances
Cost	Goodwill	License	Software	Existing students	2021
Arising from business combination	222,464,614	298,409,000	1,453,097	-	522,326,711
Amortisation charge*	-	-	(207,686)	-	(207,686)
Net book amount	222,464,614	298,409,000	1,245,411	-	522,119,025
31 August 2022	Movement				Balances
Cost	Goodwill	License	Software	Existing students	2022
Arising from business combination	222,464,614	298,409,000	1,245,411	-	522,119,025
Amortisation charge*	-	-	(207,452)	-	(207,452)
Net book amount	222,464,614	298,409,000	1,037,959	-	521,911,573

Goodwill

Nahda University LP and Nahda University are considered as one cash-generating unit as group has only one university that is located in Egypt, for which the goodwill resulting from acquisition was allocated.

The recoverable amount of cash-generating unit is estimated by calculating the value in use, using pre-tax cash flows based on financial budgets approved by management, which cover a period of six years maximum. The terminal value is calculated using a 5% terminal growth rate (31 August 2021: 5%) which does not exceed the long-term average historical growth rate for the education sector in which the subsidiary operates. The management determines the specific assumptions of cash flow forecasts based on past experience and expectations of the market.

Licenses

The fair value of the license is determined by using multi-period excess earnings method. ("MEEM") The fundamental principle underlying the MEEM is to isolate the net earnings attributable to the asset being measured. Cash flows are used as a basis for applying this method. An intangible asset's fair value is equal to the present value of the incremental after-tax cash flows (excess earnings) attributable solely to the intangible asset over its remaining useful life excluding contributory assets. The net present value of any tax benefits associated with amortising the intangible asset for tax purposes (where relevant) is added, to arrive at the intangible asset's fair value. The contributory asset charges are calculated using the assets' respective fair values, and they are based on an 'earnings hierarchy' or prioritisation of total earnings ascribed to the assets in the group. The earnings hierarchy is the foundation of the MEEM, in which earnings are first attributed to a fair return on contributory assets (such as investment in working capital) and property, plant and equipment. These are considered a prerequisite to developing the ability to deliver goods and services to customers, and thus their values are not included as part of the intangible asset's value.

Software

The useful lives of the software development assets are assessed to be finite lives. Assets with finite lives are amortized over their useful lives and tested for impairment whenever there are indications that the assets may be impaired.

Intangible assets (continued)

Amortization is recognized in the income statement on a straight-line basis over the estimated useful life of the Software development asset from the date it is available for use the estimated useful lives are 10 years.

The University has signed a contract with Aptech's Company, which is a 10-year of license for the sites and educational programs for the Group in the framework of the transition to interactive education.

When testing Goodwill for impairment, the recoverable amount of a cash generating unit is determined based on value-in-use calculations. The recoverable amount was determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a six-year period, this ascribed to the length of business cycle in the University. Cash flows beyond the six-year period are extrapolated using the estimated growth rates stated below. The growth rates do not exceed the long-term average growth rate for the business sector of the economy in which the CGU operates.

Cash inflows used for the purpose of calculating the value in use include education revenue and tuition fees.

Cash outflows used for the purpose of calculating value in use include academic and admin staff costs, commissions, educational materials, and operating expenses.

Key assumptions used for value-in-use calculations to test the recoverability of goodwill are as follows:

	2022	2021
Revenue average annual growth rate	21%	21%
Gross profit average annual growth rate	20%	26%
Terminal growth	5%	5%
Discount rate	20%	16.55%

Management determined the budgeted gross margin based on past performance and its market expectations. The weighted average growth rates used are consistent with the forecasts included in industry reports. The determined value in use is higher than the carrying value of intangible assets and hence no impairment losses were recognised in the consolidated financial statements.

The discount rates used are pre-tax, and reflect specific risks relating to the relevant CGUs.

Impact of possible changes in key assumptions

If the following key assumptions have changed:

To measure the sensitivity of changes in the assumptions used on the value in use of goodwill, assuming that the following changes occur to the main assumptions and analyzing their impact as follows:

- Assuming that: Budgeted average gross margin used in the value-in-use calculation for the CGU had been 5% lower than management's estimates. The value-in-use amount will be decreased by EGP 456M (2021: EGP 472M) which represent a 10.9% (2021: 8.5%) decline in the value-in-use amount.
- Assuming that: Budgeted average revenue growth rate used in the value-in-use calculation for the CGU had been 1% lower than management's estimates. The value-in-use amount will be decreased by EGP 80M (2021: EGP 436M) which represent a 1.9% (2021: 7.9%) decline in the value-in-use amount.

Intangible assets (continued)

- Assuming that: Pre-tax discount rate applied to the cash flow projections of this CGU had been 1% higher than management's estimates. The value-in-use amount will be decreased by EGP 300M (2021: EGP 532M) which represent a 7.2% (2021: 9.6%) decline in the value-in-use amount.
- Assuming that: Terminal growth rate applied to the cash flow projections of this CGU had been 1% higher than management's estimates. The value-in-use amount will be increased by EGP 173M (2021: EGP 352.9M) which represent a 4.1% (2021: 6.3%) incline in the value-in-use amount.

The 5% decline in growth rate or terminal growth rate or 5% increase in the discount rate would still result in significant excess of the value in use over the carrying amounts of intangible assets. Therefore, there are no indications of impairment of the carrying value of intangible assets.

7. Inventories

	2022	2021
Other supplies	3,430,522	3,488,693
Hospital supplies	1,605,080	1,745,608
	5,035,602	5,234,301

There are no indications of impairment in the value of the inventory as it is transferred to fixed assets or used within the normal course of business and not for the purpose of selling.

8. Trade receivables and other debit balances

	2022	2021
Advances under investments*	45,000,000	45,000,000
Prepaid expenses (Note 4)	19,958,438	22,951,203
Advances to suppliers	6,542,838	7,944,937
Other receivables	6,061,730	1,560,730
Deposits held with others	5,445,686	5,292,446
Advances to tax authority	4,481,029	4,480,969
Employee custody	919,288	3,270,907
	88,409,009	90,501,192
Impairment in the other receivables	-	-
	88,409,009	90,501,192
Less: non-current portion		
Prepaid expenses – non-current portion (Note 4)	(15,977,056)	(16,547,720)
	72,431,953	73,953,472

Trade receivables and other debit balances (continued)

* Advances under an investment account represent of the amounts paid to establish the Egyptian International Company for Higher Education, in which Taaleem Management Services Company contributes 60% of capital. The founding assembly was held on March 28, 2021 for the company, and the presidential decree to establish the new university in the Sixth of October City has not yet been obtained. Accordingly, the company did not start the activity until the date of the financial position for the year ending on August 31, 2022. The management of the group is in the process of evaluating the extent of the group's control over the company to classify the investment appropriately as soon as the presidential decree of the company is issued.

Movement of impairment for other receivables is illustrated below:

	2022	2021
Balance at the beginning of the year	-	1,694,593
Impairment formed during the year	-	-
Impairment no longer required	-	(1,694,593)
Balance at the ending of the year	-	-

9. Related party transactions

The Group entered into several transactions with companies and entities that are included within the definition of related parties, as stated in Accounting Standard (15), "Disclosure of related parties". The management decides the terms and conditions of transactions and services provided from/ to related parties, as well as other expenses. Below is the statement that shows the nature and amounts of the transactions with related parties during the period/ year:

- Due from related parties:

Nature of relationship	2022	2021
Senior management	-	-
Associate to the Group	-	-
Other related party	-	600
Impairment in due from associate	-	-
	-	600

Movement of the impairment for due from associate is illustrated below:

	2022	2021
Balance at the beginning of the year	-	11,396,889
Impairment incurred during the year	-	926,525
Write off during the year	-	(12,323,414)
Balance as at 31 August	-	-

Related party transactions (continued)

Key management personnel compensation

	2022	2021
Profit distribution	10,338,469	6,622,875
Salaries	10,785,488	10,089,247
Board meeting attendance	5,500,000	6,600,000
	26,623,957	23,312,122

Transactions during the year:

	Nature of transactions	2022	2021
Senior management	Advances	-	1,698,965
Other related parties	Payment of expenses on behalf of the company	600	1,766,519
Associate to the Group*	Payment of operating expense on behalf the associate to the group	-	4,658,760

10. Cash and bank balances

	2022	2021
Deposits with banks	200,000	280,000
Bank current accounts	106,808,551	92,076,660
Cash on hand	-	50,000
Cash on hand and at banks	107,008,551	92,406,660
less: Time deposit restricted to cover letter of guarantee	(200,000)	(200,000)
Cash and cash equivalents	106,808,551	92,206,660

Current accounts and time deposits with banks are deposited with local banks under the supervision of the Central Bank of Egypt. Interest rates on current accounts are 7% per annual per annual. (31 August 2021: 7.8%).

Time deposits are placed at local banks and are matured within periods of 90 days from the date of placement. These deposits have interest rates 7% per annum. (31 August 2021: 7.5%).

For the purposes of the consolidated statement of cash flows, cash and cash equivalents comprise:

	2022	2021
Deposits with banks	200,000	280,000
Bank current accounts	106,808,551	92,076,660
Cash on hand	-	50,000
Less : coverage of a guarantee letter	(200,000)	(200,000)
Cash and cash equivalents	106,808,551	92,206,660

11. Right of use assets

The right of use assets represent lease contracts related to the managerial quarter of the company and smart village building and was measured at a carrying amount as if the standard had been applied since the inception of the lease, but discounted using the lending rate to the lessee at the date of application, and it is subsequently depreciated over the life of the lease using the straight line method.

	2022	2021
Balance at the beginning of the year	-	-
“The impact of the first adoption of EAS 49 “Lease Contracts	47,506,662	-
Depreciation during the year	(10,289,769)	-
Balance	37,216,893	-

Lease payments are discounted at an incremental borrowing rate in the lease. If this rate cannot be determined, then the borrowing rate of the lessee is used, which is the rate that the lessee would have to pay to borrow the money needed to obtain an asset of similar value in a similar economic environment with similar terms and conditions. An average interest rate of 10.75% has been used.

12. Paid-up capital

The authorized capital of the company amounted to 2,000,000,000 Egyptian pounds according to the extraordinary general assembly held on December 17, 2020.

The Company issued capital amounted to EGP 730,250,000 distributed to 730,250,000 shares with a par value of EGP 1 for each share.

The paid-up capital of the nominal value is allocated as follows for the year ended 31 August 2022 (31 August 2021):

Name	Nationality	No. of Shares	Value of shares	Paid up capital
31 August 2022				
Thebes CV	Netherlands	152,045,115	152,045,115	152,045,115
EGY EDU BV	Netherlands	96,151,414	96,151,414	96,151,414
Other shareholders	Egyptian & foreign	482,053,471	482,053,471	482,053,471
		730,250,000	730,250,000	730,250,000
31 August 2021				
Thebes CV	Netherlands	152,045,115	152,045,115	152,045,115
EGY EDU BV	Netherlands	96,151,414	96,151,414	96,151,414
Other shareholders	Egyptian & foreign	482,053,471	482,053,471	482,053,471
		730,250,000	730,250,000	730,250,000

Paid-up capital (continued)

The Company was established on 8 September 2014 with EGP 250,000 issued capital, and as permitted by the law, 25% of issued capital amounting to EGP 62,500 has been paid and the remaining amount to be paid within five years. On 14 May 2019 the Company's board of directors approved the completion of the paid-in capital of the EGP 187,500 remaining amount. The Company registered the fully paid issued capital of EGP 250,000 in its commercial register on 17 June 2019.

The Company's board of directors held a meeting on 19 November 2019 and decided to request an extraordinary general meeting to discuss increasing the Company's capital. The extraordinary general meeting was held on 14 January 2020 and unanimously approved to increase the Company's authorized capital to EGP 1,000,000,000 (one billion Egyptian Pounds) and increase the Company's issued capital to EGP 730,250,000 (seven hundred thirty million two hundred fifty-thousand Egyptian Pounds).

The meeting also registered the payment of EGP 306,600,000 and the amount registered in the commercial register on 11 February 2020 which represents 42% of the EGP 730,000,000 issued capital increase.

On 22 February 2020, the Company's board held a meeting and called for EGP 292,000,000 payment in the Company's capital to increase the total paid-in capital of the Company to EGP 598,850,000 which has been registered in the commercial register on 8 March 2020.

On 12 May 2020, the Company's board held a meeting and called for EGP 131,400,000 payment in the Company capital to increase the total paid-in capital of the Company to EGP 730,250,000 and the amount was registered in the commercial register on 11 June 2020.

On December 17, 2020, the Extraordinary General Assembly agreed to split ten shares for one share of its ordinary share, accordingly. The nominal value of the shares became 1 EGP instead of 10 EGP per share before the split and the number of issued shares became 730,250,000 instead of 73,025,000 shares. In addition, the Extraordinary General Assembly approved an increase of the authorized capital from EGP 1,000,000,000 to EGP 2,000,000,000.

Sphinx Obelisk, the former direct parent company of Taaleem Management Services has sold its entire stake to its shareholders, and currently the largest shareholder in Taaleem Management Services is Thebes CV, owning 20.821% of the company's capital.

13. Legal reserve

In accordance with the Companies' law number 159 for year 1981, 5 % of the net profit of the year is transferred to the legal reserve. This transfer may be discontinued if the legal reserve reaches 50% of the issued capital. This reserve is not available for distribution to shareholders.

14. Non-controlling interests

	Capital	Reserves	Retained earnings	Total
31 August 2021				
Balance at 1 September 2020	1,512,500	3,677,604	3,677,678	8,867,782
Total comprehensive income for the year	-	-	1,717,329	1,717,329
Balance at 31 August 2021	1,512,500	3,677,604	5,395,007	10,585,111
31 August 2022				
Balance at 1 September 2021 (as previously issued)	1,512,500	3,677,604	5,395,007	10,585,111
Impact of implementation of new standard	-	-	(37,178)	(37,178)
Balance at 1 September 2021	1,512,500	3,677,604	5,357,829	10,547,933
Total comprehensive income for the year	-	-	1,733,983	1,733,983
Balance at 31 August 2022	1,512,500	3,677,604	7,091,812	12,281,916

15. Deferred tax liabilities

Deferred income tax is represented in the tax liabilities arising from temporary differences between the tax basis of assets and their carrying amounts in the consolidated financial statements.

Change in tax assets and liabilities during the year is as follows:

	Balance at 1 September 2021	Expense/ (Income) charged to the statement of profit or loss during the year	Balance at 31 August 2022
Liabilities			
Fixed assets	16,259,417	807,026	17,066,443
Fixed assets – arising from business combination	17,639,305	(1,603,741)	16,035,564
Intangible assets – arising from business combination	67,129,228	-	67,129,228
Total liabilities	101,027,950	(796,715)	100,231,235
	Balance at 1 September 2020	Expense/ (Income) charged to the statement of profit or loss during the year	Balance at 31 August 2021
Liabilities			
Fixed assets	13,480,811	2,778,606	16,259,417
Fixed assets – arising from business combination	19,541,109	(1,901,804)	17,639,305
Intangible assets – arising from business combination	67,129,228	-	67,129,228
Total liabilities	100,151,148	876,802	101,027,950

16. Provisions

	Lawsuits provisions	Tax provisions	Total
Balances as of 1 September 2020	1,420,000	4,203,616	5,623,616
Provisions formed during the year	-	204,000	204,000
Provisions used during the year	-	(74,809)	(74,811)
Balances as of 31 August 2021	1,420,000	4,332,805	5,752,805
Provisions used during the year	(157,818)	(739,130)	(896,948)
Balances as of 31 August 2022	1,262,182	3,593,675	4,855,857

17. Trade and other payables

	2022	2021
Amounts payable in relation to acquiring a plot of land	67,992,964	104,415,225
Accrued expenses	27,249,080	27,708,218
Trade payable	15,406,228	6,400,773
Tax Authority	4,565,221	6,058,739
Retentions	4,191,669	1,910,153
Social insurance authority	253,435	195,525
Other payables	15,735,638	5,676,163
	135,394,235	152,364,796
<i>Less: non-current portion</i>		
*Amounts payable in relation to acquiring a plot of land – non-current portion	(27,065,899)	(63,237,869)
	108,328,336	89,126,927

* In April 2020, the company acquired a 26.5 acres plot of land in the new Beni Suef city as part of Nahda University expansion plan. The purchase price amounted to 90 million Egyptian pounds in addition to a 1.5% one-time administrative expenses added to the price. The payment terms was a 25% in advance with the remaining balance payable in 5 annual instalments, bearing interest at the corridor rate announced by the Central Bank of Egypt plus 2%. The company paid the first instalment amounting to EGP 13.5 million on November 4, 2020, and the second instalment in November 2021. Borrowing costs capitalized in the projects under construction (Note No. 5) amounted to EGP 14 million. The group will pay the remaining amount of the land purchase price with a total of 40.9 EGP over three remaining annual instalments.

On December 30, 2020, the company paid a down payment of 63.7 million Egyptian pounds to purchase the land of Nahda University current campus. The group signed the purchase contract with Beni Suef Governorate on 17 January 2021 for a total purchase price of EGP 109 million; 105 million pounds land price plus 4 million pounds of administrative fees. The company paid 63.7 million Egyptian pounds (down payment and administrative fees), the first instalment amounting to EGP 22.6 million in January 2022, and shall pay the remaining amount with a total of EGP 22.6 million in January 2023.

Trade and other payables (continued)**Deferred revenues:**

Deferred revenue represents, the revenues collected from the university students for the academic year 2022–2023 amounting to EGP 88,754,087 (August 2021: EGP 31,226,158) for which education services have not yet been provided as of 31 August 2022. These amounts are amortized throughout the educational process from the date of commencement of the academic year 2022–2023.

The following table shows the movement of deferred revenues at the date of the statement of financial position:

	2022	2021
Balance at the beginning of the year	31,226,158	178,999,459
Collected during the year	657,820,222	439,863,721
Revenue recognised during the year	(600,292,293)	(587,637,022)
Balance at year end	88,754,087	31,226,158

18. Lease liability

Liability represents current value of lease liability related to managerial quarter of the company and smart village building the company and it has been evaluated with current value of contractual lease payments discounted at an incremental borrowing rate 10.75%.

	31 August 2022	31 August 2021
Current Value		
Less than one year	9,621,204	-
More than one year	35,379,750	-
	45,000,954	-

The lease movements are presented as follows:

	31 August 2022	31 August 2021
The operating lease obligations are explained as of August 31, 2021	-	-
“The effect of applying the change in Standard 49 “Lease Contracts	48,712,171	-
Current Value	48,712,171	-
Add: interest charged during the year	4,831,694	-
Less: rent payments during the year	(8,542,911)	-
Lease liabilities at 31 August 2022	45,000,954	-

Lease liability (continued)

The lease commitments are as follows:

	31 August 2022	31 August 2021
Within one year	12,703,858	-
From one year to five years	42,744,966	-
More than five years	1,985,743	-
Total	57,434,567	-

19. Current income tax liability

	2022	2021
Balance at the beginning of the year	55,124,894	46,048,374
Current income tax for the year	69,936,066	55,003,107
Paid during the year	(55,003,112)	(45,926,587)
	70,057,848	55,124,894

20. Revenues

	2022	2021
Tuition fees	594,793,073	581,505,393
Student housing subscription	5,980,631	5,903,801
Bus subscription	108,419	227,828
Other educational fees	16,975,528	14,496,667
	617,857,651	602,133,689

21. Operating costs

	2022	2021
Salaries and wages	74,647,334	66,269,606
Depreciation	49,777,691	47,633,631
Educational expenses	34,578,418	35,968,802
Governmental fees	11,251,289	10,680,049
Utilities expenses	8,837,408	8,665,992
Amortization expenses	778,116	778,351
Right of use assets depreciation	9,879,740	-
Other expenses	11,644,043	6,582,001
	201,394,039	176,578,432

22. General and administrative expenses

	2022	2021
Salaries and wages	45,864,789	43,297,056
Value added tax on management fees	14,936,562	14,936,567
Professional fees	10,466,119	10,707,556
Security and cleaning	10,068,311	11,711,484
Advertising expenses	8,515,032	6,961,305
Social insurance	7,256,231	6,641,054
Board meeting attendance	5,500,000	6,600,000
Maintenance fees	4,023,350	3,361,977
Telephone and fax expense	3,036,866	3,811,283
Rent expense *	2,124,040	13,315,647
Depreciation expense	1,287,039	994,477
Listing expenses	-	74,445,385
Impairment of due from related parties	-	926,525
Other expenses	14,063,719	14,030,540
	127,142,058	211,740,856

* These rent amounts are represented by lease contracts which are less than one year or of a low value.

23. Expenses by nature

	2022	2021
Salaries and wages	120,512,123	109,566,661
Depreciation expense	51,064,730	48,628,108
Educational activities expenses	28,163,277	30,140,920
VAT on management fees	14,936,562	14,936,567
Governmental fees	11,251,289	10,680,046
Professional fees	10,466,119	10,707,556
Right of use assets depreciation	9,879,740	-
Utilities expenses	8,871,908	10,880,413
Advertising expenses	8,515,032	6,961,305
Social insurance	7,256,231	6,641,054
Board meeting attendance	5,500,000	6,600,000
Transportation and travel expenses	5,796,863	4,878,392
Rent	5,009,322	15,475,693
Cleaning, internet and water	5,082,931	5,287,213
Security	4,985,380	6,424,270
Maintenance fees	4,023,350	3,361,977
Educational governmental fund subscription	3,300,000	3,300,000
Laboratory expense	3,115,141	2,527,881
Telephone and fax expense	3,036,866	3,811,283
Comprehensive medical insurance plan	1,963,392	2,044,706
Community service expenses	1,329,916	1,752,531
Conference and camps expense	795,565	943,670
Amortization of prepaid expenses	570,665	570,665
Real estate tax	521,740	342,092
Amortization of intangible assets	207,452	207,686
Listing expenses	-	74,445,385
Impairment of receivable and other debit balances (Note 9)	-	926,525
Hospitality expenses	-	468,281
Other expenses	12,380,503	5,808,408
	328,536,097	388,319,288

24. Other income

	2022	2021
Reversal of other payables- no longer required	-	6,915,861
Other revenue	3,482,437	3,928,580
	3,482,437	10,844,441

25. Finance income (cost) - net

	2022	2021
Interest income	14,794,966	19,147,638
Interest expenses	(8,292,617)	(2,463,909)
Foreign currency gain	30,662	56,618
	6,533,011	16,740,347

26. Income tax expenses

	2022	2021
Deferred income tax (Note 15)	(796,715)	876,802
Current tax expenses for the year	69,936,066	55,003,107
	69,139,351	55,879,909

Effective tax rate

The tax on profit before tax theoretically differs from the amount expected to be paid by applying the average tax rate applicable to the Company's profit as follows:

	2022	2021
Net profit before tax	299,337,002	241,195,189
Income tax based on tax rate	67,350,825	54,268,918
Non-deductible expenses	1,788,526	1,610,991
	69,139,351	55,879,909
Effective tax rate	23.2%	23.1%

27. Earnings per share**Basic:**

Basic earnings per share is calculated by dividing:

- The profit attributable to the parent company, deducting all the distributions to employees and Board of directors (If any).
- The weighted average number of ordinary shares outstanding during the year represented the number of ordinary shares outstanding at the beginning of the year, adjusted by the number of ordinary shares issued by the Group during the year, and multiplied by the weighted time factor. The weighted time factor represents the number of days in which the number of shares remains outstanding as a fraction of the total number of days in the year.

Earnings per share (continued)

	2022	2021
Net profit for the year attributable to owners of the parent company	228,463,668	183,597,951
Expected distribution to the employees	(7,723,928)	(3,050,058)
	220,739,740	180,547,893
Weighted average Number of shares	730,250,000	730,250,000
Earnings per share	0.30	0.25

Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding for the effects of all potential ordinary shares causing the decrease.

During the financial year ended 31 August 2022 the Group did not issue any potential ordinary shares that results in a dilution.

28. Tax position**Taaleem Management Services Company****Income tax****Financial years from the date of inception till 31 August 2021:**

- Tax returns are regularly submitted, and the Company has not been notified by any examination request till the date of the consolidated financial statements.

Financial years from 31 August 2021 till 31 August 2022:

- The Company is currently preparing the income tax return to be submitted before the legal deadline of 31 December 2022 according to the Egyptian law.

Payroll tax**Financial years from the date of inception till 31 August 2022:**

- The tax is deducted and paid on a regular basis
- The Company has not been notified by any examination request for wage and salary tax for the years mentioned above till the date of the consolidated financial statements.

Stamp duty**Financial years from the date of inspection till year 2018:**

The Company has been inspected and settled all claims.

Financial years from year 2019 till year 31 August 2022:

The Company has not been notified by any examination request

Withholding tax**Financial years from the date of inception till 31 August 2022:**

- The tax is deducted and paid on a regular basis.
- The Company has not been notified by any examination request for withholding tax for the years mentioned above till the date of the consolidated financial statements.

Tax position (continued)**Value added tax (VAT)****Financial years from 2016 till 31 December 2018:**

- The Company has been registered for VAT according to Law no 67 of 2016 and VAT returns are submitted on a regular basis
- The Company has been inspected and settled all claims.

Financial years from 2019 till 31 August 2022:

- VAT returns are submitted on a regular basis

There are no disputes with tax authorities and no uncertain tax issues until the reporting date.

Nahda University Company - LP**Income tax****Period from inception till 31 August 2021**

- The university has been inspected by the Egyptian Tax Authority and internal committees and all taxes have been paid.

Period from 1 September 2021 till 31 August 2022

- The tax returns were submitted on the due dates and the documents necessary to complete the inspection work are being prepared.

Salaries tax**Period from inception till December 2019**

- The university has been inspected by the Egyptian Tax Authority, and inspection differences have been settled.

Period from 2020 till 31 August 2022

- Salary tax is being deducted from employees and delivered regularly.

Stamp Tax**Period from inception till August 2018**

- The university has been inspected by Egyptian Tax Authority; and inspection differences have been settled

Period from 2019 till 31 August 2022

- The University has not been notified of any inspections.

There are no disputes with tax authorities and no uncertain tax issues until the reporting date.

Nahda University for Education and Management Services S.A.E.

Income tax**Period from inception till 31 August 2022**

No tax inspection has been done since the establishment date until the date of the consolidated financial statements

Tax position (continued)**Salaries tax****Period from inception till 31 August 2022**

No tax inspection has been done since the establishment date until the date of the consolidated financial statements, however, the company has no employees until the date of the consolidated financial statements.

Stamp Tax**Period from inception till 31 August 2022**

- No tax inspection has been done since the establishment date until the date of the consolidated financial statements.

There are no disputes with tax authorities and no uncertain tax issues until the reporting date.

Nahda Education Services S.A.E.**Income tax****Financial years from the date of inception till 31 August 2022:**

- Tax returns are regularly submitted, and the Company has not been notified by any examination request till the date of the consolidated financial statements.

Payroll tax**Financial years from the date of inception till 31 August 2022:**

- The Company has not been notified by any examination request for wage and salary tax for the years mentioned above till the date of the consolidated financial statements.

Stamp duty**Financial years from year 2015 till 31 August 2022:**

- The Company has not been notified by any examination request for stamp duty for the years mentioned above till the date of the consolidated financial statements.

Withholding tax**Financial years from the date of inception till August 2022:**

- The Company has not been notified by any examination request for stamp duty for the years mentioned above till the date of the consolidated financial statements.

There are no disputes with tax authorities and no uncertain tax issues until the reporting date.

29. Capital commitment

Capital commitments contracted on the date of the consolidated financial statements have not been recognized as liabilities to the Group:

	2022	2021
Capital commitment*	214,863,607	26,277,320
	214,863,607	26,277,320

* The capital commitments on 31 August 2022 represent the contract to establish outpatient clinics for the faculty Physiotherapy, University hospital, and Fine arts & Architecture building.

30. Significant events

The Russian Federation invaded Ukraine during February 2022, which has directly affected the global economy, as Russia and Ukraine are among the world's largest exporters of commodities, including energy sources of gas and oil. There is no material impact from these events on the group and its activities during the financial period ending on 31 August 2022.

The Monetary Policy Committee decided, in its extraordinary meeting held on 21 March 2022, to raise the overnight deposit rate, the overnight lending rate and the rate of the main operation by 100 basis points to 9.25%, 10.25%, and 9.75%, respectively. The discount rate was also raised by 100 basis points to 9.75% coinciding with an increase in the exchange rate of the Egyptian pound against the US dollar which was traded in Egyptian banks after this decision between 18.00 and 19.7 Egyptian pounds instead of 15.69 Egyptian pounds.

After the financial period ending on 31 August 2022, the exchange rate of the Egyptian pound against the dollar reached an average of 19.22 pounds. The overnight deposit rate, the overnight lending rate, and the discount rate were 11.25%, 12.25%, and 11.75% respectively.

The group's management is currently studying the extent of the impact of these events which is not expected to be significant on the group's business and activities in subsequent periods.



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