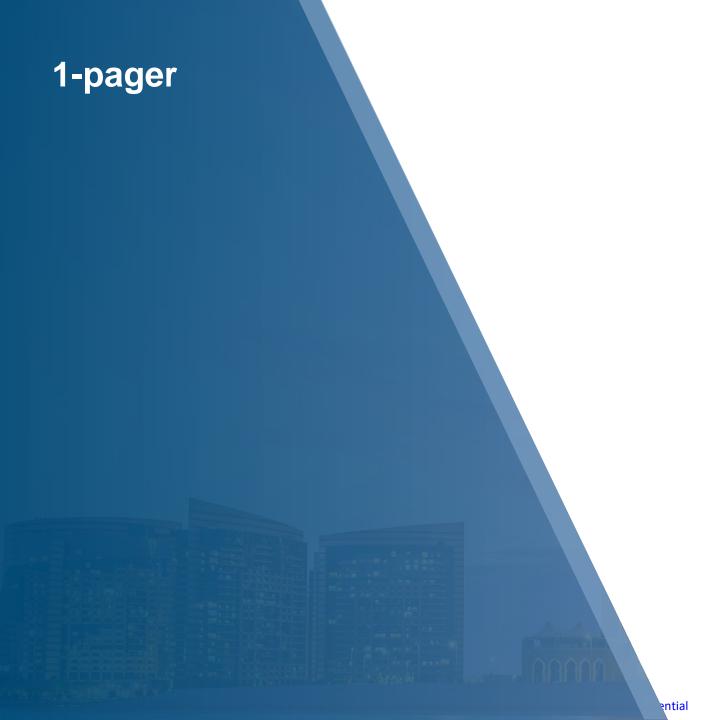
Investing in Abu Dhabi

Investment Teaser: Lighting Systems





Abu Dhabi Government Demand Localization: Lighting Systems Investment Opportunity Local and regional import substitution potential



- The Abu Dhabi Government Demand Localization program aims to leverage the Government's purchasing power \$37Bn by 2028 in scope for the program to Localize high demand products and services and thus further develop the local business ecosystem.
- Access to Government demand is designed to act as a springboard for new investors as they scale to capture local and regional demand.



- Establish a medium-sized facility with parallel assembly and production lines for Lighting systems:
- Focus on import substitution of finished goods, with additional potential upside from aftermarket operations (not accounted for in the calculations)
- Opportunity to serve the local UAE market, as well as to export to the broader GCC and MENA regions, with the exception of Saudi Arabia

Target Addressable Market, USD Bn

Imports of assembled Lighting units for local consumption



Indicative Business Case:

Greenfield Project for Medium-Sized Lighting Assembly and Manufacturing Plant

\$145Mn Revenue Potential

- Substitution of 10-12% of UAE imports of assembled units
- Substitution of 2-3% of regional (MENA, ex. KSA) imports of assembled units
- 65/35% split of local sales to exports

\$70Mn CAPEX (60% financed)

 Medium-sized facility (~20,000m2) with assembly capabilities across all product types and in-house manufacturing of fixtures (housing)



 Return on investor's equity contribution, assuming 60% of required CAPEX financed through local banks

7 years Payback

 Estimated time to recover the equity investment



- Framework Agreements
- Preferred Vendor List

Key Government Buyers (c.a. USD 37Mn p.a.)

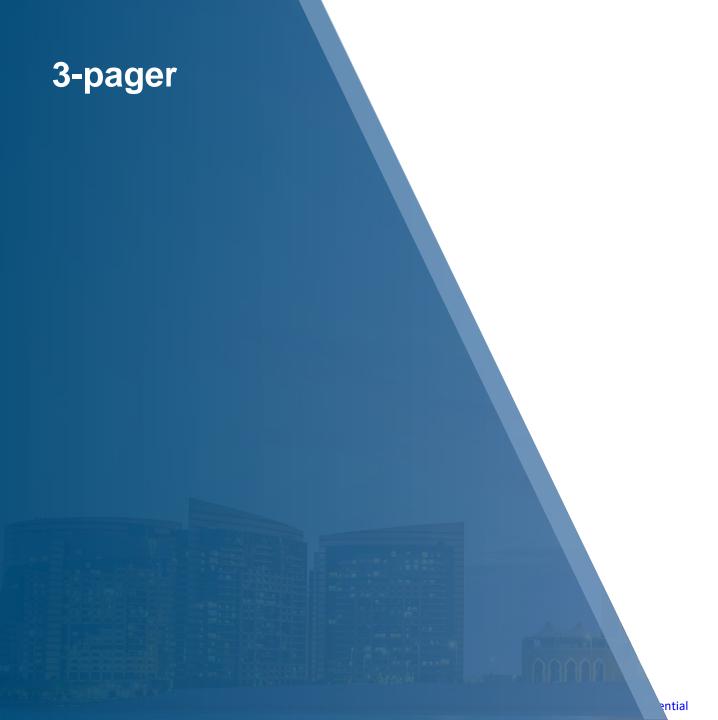








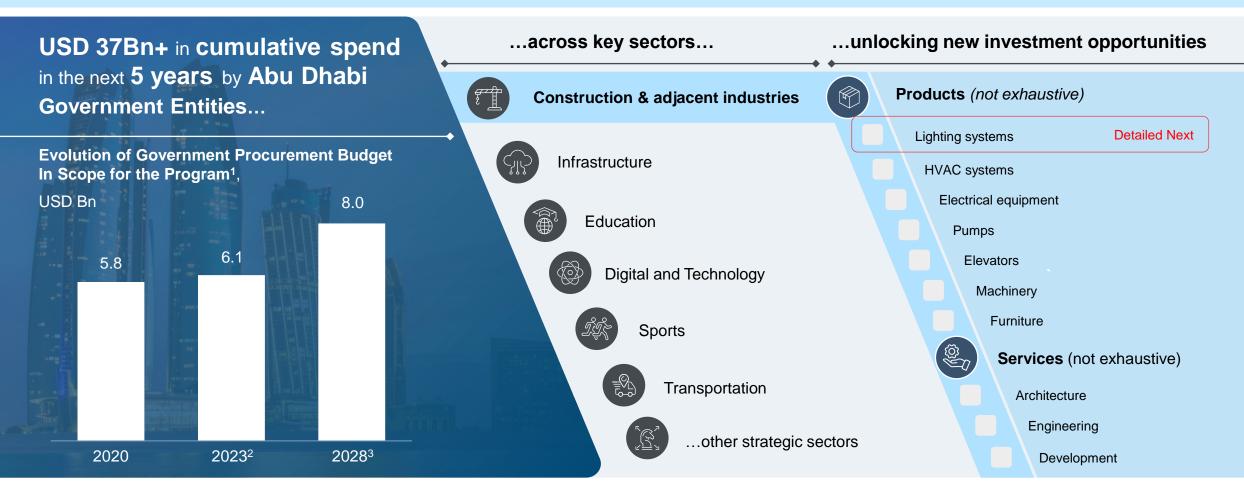




Abu Dhabi Government Demand Localization

Investment opportunities backed by the Government's purchasing power

The Abu Dhabi Government Demand Localization program aims to leverage the Government's purchasing power to Localize high demand products and services. This contributes to Abu Dhabi's goals of expanding non-oil contribution to GDP and develop world-class business and talent ecosystems, while acting as an initial springboard for investors' sustainable growth in the UAE and in the region.



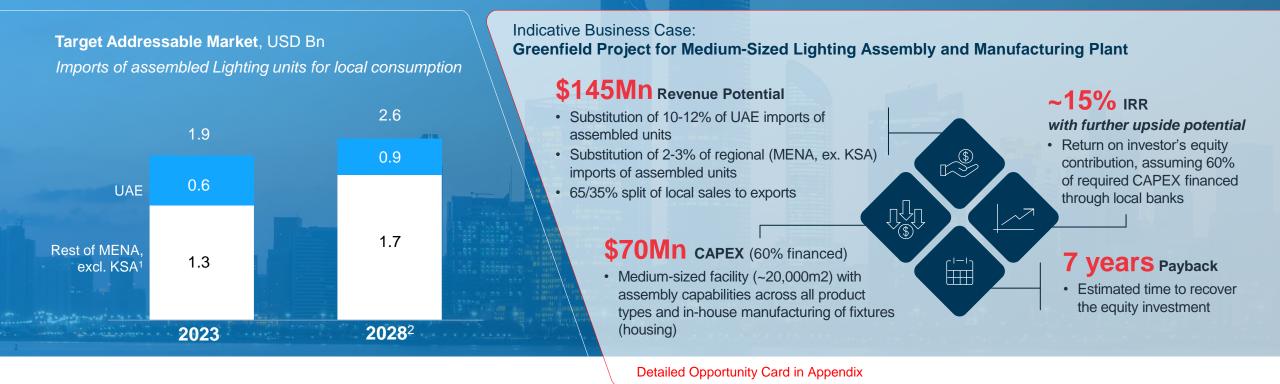
¹⁾ Potential for further budget increase from scope expansion. 2) On track to reach or exceed budgeted procurement for 2023. 3) Estimated based on government strategy, project pipeline, and macro-economic forecasts Source: Abu Dhabi Department of Government Enablement, UN Comtrade, Abu Dhabi Customs

Opportunity Business Case: Lighting Systems

Local and regional import substitution potential



- Establish a medium-sized facility with parallel assembly and production lines for Lighting systems:
- Covers both the lighting and control elements of the lighting system
- Serves all customer segments (residential and commercia/ industrial)
- Focus on import substitution of finished goods, with additional potential upside from aftermarket operations (not accounted for in the calculations)
- Opportunity to serve the local UAE market, as well as to export to the broader GCC and MENA regions, with the exception of Saudi Arabia



1) As a conservative scenario, exports to the Kingdom of Saudi Arabia are considered as low probability. 2) Estimated imports based on expert input and market reports, assuming current levels of local production. Source: UN Comtrade, Abu Dhabi Customs, Abu Dhabi Department of Economic Development, Abu Dhabi Department of Government Enablement

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Lighting Systems: Additional Government Support

Procurement-driven investor incentives

The Abu Dhabi Government is an end buyer of Lighting systems, mainly through its development projects of residential, cultural, and educational facilities.

In addition to the incentives offered to all Abu Dhabi investors, the Government can offer additional incentives to Lighting investors. USD 235Mn+ in cumulative indirect spend in the next 5 years by Abu Dhabi Government Entities

Abu Dhabi Government Indirect Procurement. USD Mn

Preferred Vendor List

Inclusion on the preferred vendor list of the Abu Dhabi Government Entities, ensuring Lighting investors are invited to all relevant tenders.

Framework Agreements¹

Inclusion on an Abu Dhabi Government framework agreement giving HVAC investors further access to streamlined government Lighting systems procurement, with potential for preferred payment terms.

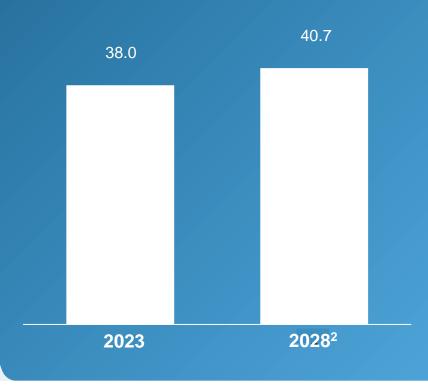
Key Government Buyers





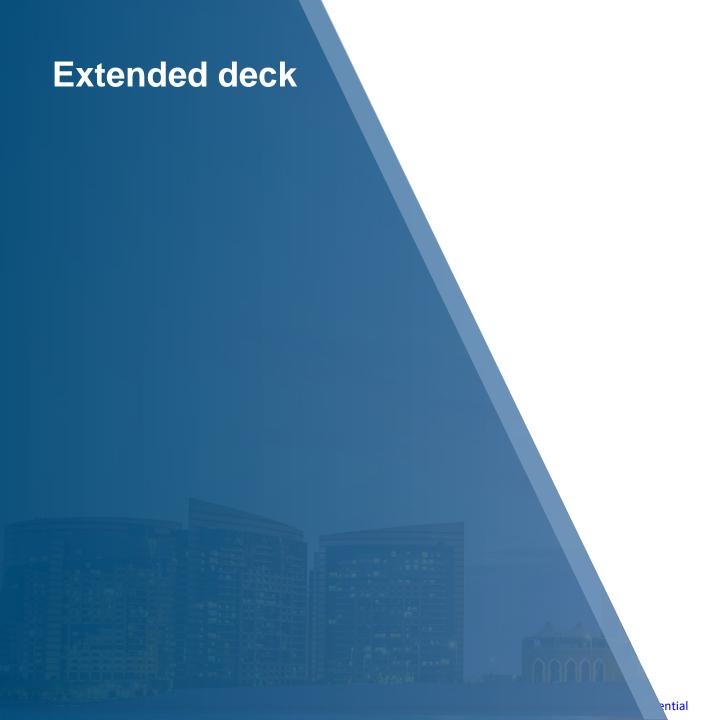






¹⁾ The Department of Government Enablement (DGE) will lead the implementation of the framework agreement in coordination with the selected investor. DGE's mandate is to put in place government wide framework agreements with access to all government entities. 2) Estimated figures, given Government spend is indirect; estimation based on cost breakdown of Tier-1 suppliers of directly procured services covering in-scope product in their value chain.

Source: Abu Dhabi Department of Government Enablement, Abu Dhabi Department of Finance, expert interviews



Executive Summary

1
Abu Dhabi 2030:
Economic and
Social Powerhouse

- Economic powerhouse accounting for half of UAE's GDP
- World class digital and physical infrastructure
- Top investment destination with an established business ecosystem and special investment zones

Abu Dhabi
Government:
Catalyst for Investor
Success

- Comprehensive business incentive schemes
- Government-driven investment programs across strategic sectors
- Significant government purchasing power, with USD 37Bn in cumulative procurement budget by 2028

3
Investment
Opportunity:
HVAC Systems

- Opportunity to substitute local and regional imports a total addressable market of USD 2.6Bn by 2028 – through the assembly and production of Lighting systems
- Access to government procurement through Framework Agreements and Preferred Vendor Lists
- Attractive business case, with USD 145Mn+ in revenue potential and 15% expected IRR

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Abu Dhabi at a Glance GCC's economic and social powerhouse





Abu Dhabi's GDP is USD 299Bn¹, >50% of UAE's GDP and 53% non-oil contribution



No. 1 for ease of doing business in the Middle East and 10th globally



Global hub - 80% of the world's population within an eight-hour flight



No.1 in West Asia region by FDI, with USD 21Bn inflows in the UAE in 2021



1,000+ global destinations connected to Khalifa Port



World-class education home to the world's first Al university





2nd fastest 5G connection in the world and Smartest City in MENA



Consistently ranked as the most livable city in MENA and safest city in the world



Investment Outlook

Attractive investment destination with streamlined procedures

The Abu Dhabi Advantage

- 100% foreign ownership of companies
- 94 tax agreements with foreign nations
- 9% corporate and income tax with low VAT rate of 5%
- Special economic zones with up to 100% profit repatriation
- No minimum requirement company setup
- Stable currency pegged to the US Dollar (USD 1 = AED 3.6725)
- UAE FDI inflow climbed to USD 21Bn in 2021
- Readily available capital for state-of-the-art technology
- Electricity generation capability and inexpensive energy
- Capital availability: equity/debt via local market venture funds, banks, family offices, private equity funds, sovereign wealth funds (among the largest in the world)
- Attractive leasing of office and warehouse space in addition to competitive prices for land and utilities
- AA credit rating¹ for Abu Dhabi's Government, reflecting high GDP per capita and strong fiscal and external metrics

Investment Ecosystem Enablers (not exhaustive)





ADGM















Key Enabling Government Entities



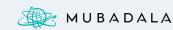








Key Enabling Semi-Government Entities (Not exhaustive)







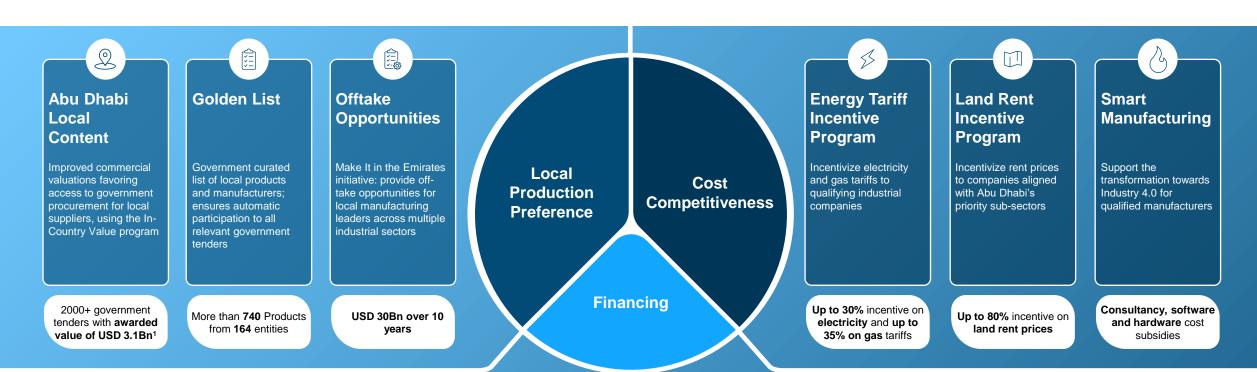






Investor Incentives

Attractive business and regulatory environment









Development Financing



Export Financing



Supply Chain Financing



Partnerships



Equity Market (IPO fund)





Public Private

Key Partners

- Abu Dhabi Industrial Development Bureau network of 10+ banks
- · Abu Dhabi IPO Fund
- Etihad Credit Insurance and Abu Dhabi Exports Office
- · Khalifa Fund and Emirates Development Bank
- Abu Dhabi Channel Partners





All services are accessible to investors through TAMM, Abu Dhabi's unified digital system for government services and information



Government-Led Investment Programs Unified effort to identify key investment opportunities in Abu Dhabi

The Abu Dhabi government is committed to identifying and providing attractive investment opportunities for local and international investors







Investment Scope



Key Sectors

Abu Dhabi Government Demand Localization

Services and end-product manufacturing in sectors with high government spend

- Construction & adjacent industries
 (e.g., machinery, electrical equipment)
- Infrastructure
- Education
- Digital & Technology
- Transportation
- Sports
- ...other strategic sectors

Detailed Next

Abu Dhabi Channel Partners

End-product manufacturing in strategic industrial sectors

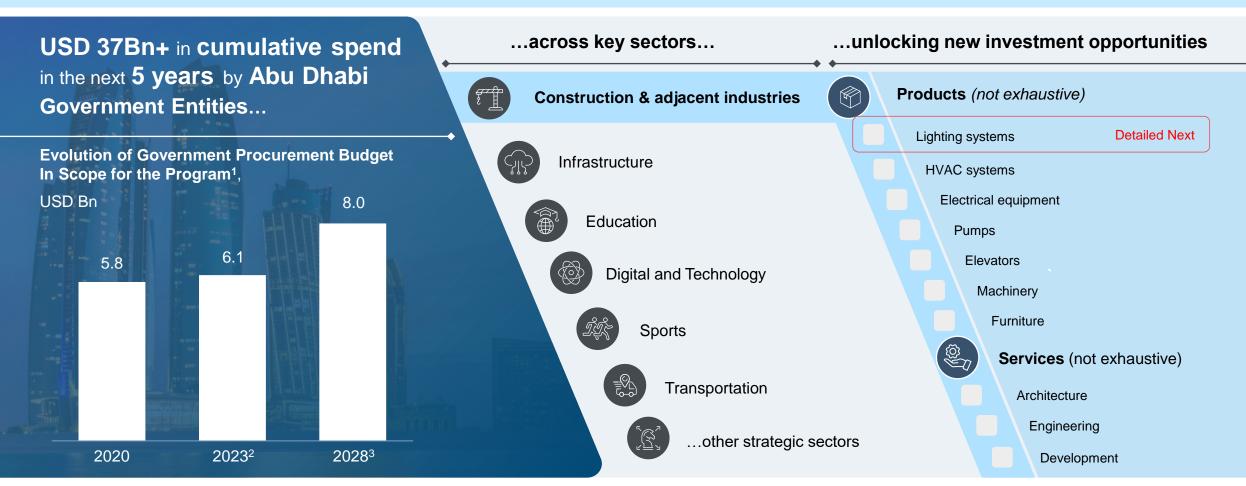
- Chemicals
- Food processing
- Machinery
- Pharmaceuticals
- Transportation
- Electrical equipment
- Electronics



Abu Dhabi Government Demand Localization

Investment opportunities backed by the Government's purchasing power

The Abu Dhabi Government Demand Localization program aims to leverage the Government's purchasing power to Localize high demand products and services. This contributes to Abu Dhabi's goals of expanding non-oil contribution to GDP and develop world-class business and talent ecosystems, while acting as an initial springboard for investors' sustainable growth in the UAE and in the region.



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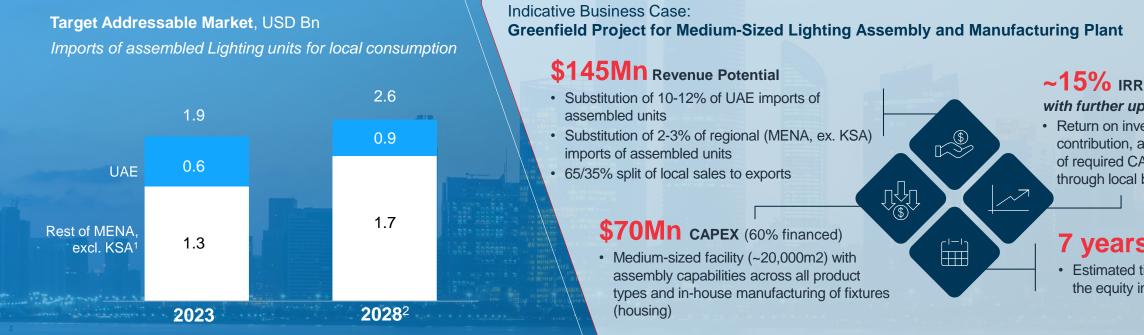
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Opportunity Business Case: Lighting Systems Local and regional import substitution potential



- Establish a medium-sized facility with parallel assembly and production lines for Lighting systems:
- Covers both the lighting and control elements of the lighting system
- Serves all customer segments (residential and commercia/ industrial)
- Focus on import substitution of finished goods, with additional potential upside from aftermarket operations (not accounted for in the calculations)
- Opportunity to serve the local UAE market, as well as to export to the broader GCC and MENA regions, with the exception of Saudi Arabia



with further upside potential

· Return on investor's equity contribution, assuming 60% of required CAPEX financed through local banks

Vears Payback

 Estimated time to recover the equity investment

Detailed Opportunity Card in Appendix

1) As a conservative scenario, exports to the Kingdom of Saudi Arabia are considered as low probability. 2) Estimated imports based on expert input and market reports, assuming current levels of local production. Source: UN Comtrade, Abu Dhabi Customs, Abu Dhabi Department of Economic Development, Abu Dhabi Department of Government Enablement **ADIO Confidential**



Lighting Systems: Additional Government Support Procurement-driven investor incentives

The Abu Dhabi Government is an end buyer of Lighting systems, mainly through its development projects of residential, cultural, and educational facilities.

In addition to the incentives offered to all Abu Dhabi investors, the Government can offer additional incentives to Lighting investors.

Preferred Vendor List Inclusion on the preferred vendor list of the Abu Dhabi Government Entities, ensuring **Lighting investors** are **invited to all relevant tenders**.

Framework Agreements¹

Inclusion on an Abu Dhabi Government framework agreement giving HVAC investors further access to streamlined government Lighting systems procurement, with potential for preferred payment terms.

Key Government Buyers



دائرة الثقافة والسياحة DEPARTMENT OF CULTURE AND TOURISM

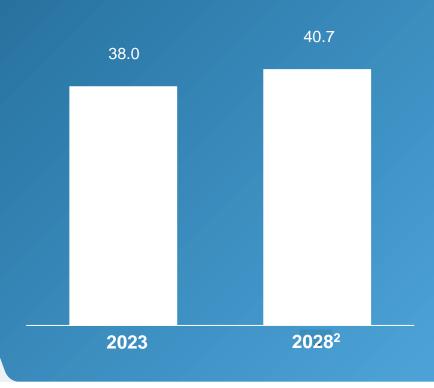


دائـرة التعليـم والـمـع ARTMENT OF EDUCATION AND KNOWLEDGE



USD 235Mn+ in cumulative indirect spend in the next 5
years by Abu Dhabi Government Entities

Abu Dhabi Government Indirect Procurement, USD Mn



15

Source: Abu Dhabi Department of Government Enablement, Abu Dhabi Department of Finance, expert interviews

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¹⁾ The Department of Government Enablement (DGE) will lead the implementation of the framework agreement in coordination with the selected investor. DGE's mandate is to put in place government wide framework agreements with access to all government entities. 2) Estimated figures, given Government spend is indirect; estimation based on cost breakdown of Tier-1 suppliers of directly procured services covering in-scope product in their value chain.

Take your first steps into Abu Dhabi



Next Steps

- 1. Review investment materials
- 2. Meet ADIO
- 3. Confirm interest (MoU)
- 4. Start feasibility analysis



October 20th - October 27th

October 27th - November 3rd

November 3rd – November 10th

November 10th - November 17th



+971 2 403 1003



e.management@adio.gov.ae



investinabudhabi.gov.ae







InvestAbuDhabi



Abu Dhabi Investment Office

APPENDIX

Lighting Systems

Detailed Opportunity Card

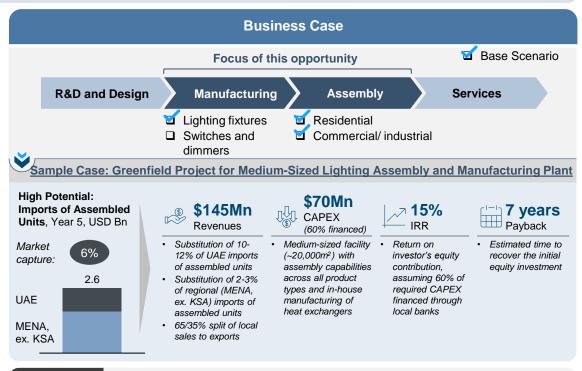




Executive Summary: Lighting Systems

Backward integration of Lighting systems, with standalone assembly or assembly and manufacturing of select components, with the objective to fill local and regional supply gaps through import substitution.

Market Insights Imports for Local Consumption, Assembled Units and Parts, USD Bn 2028 +17% Significant local and regional supply gaps, with import substitution (+5%) +13% potential across MENA expected to +8% 2.3 reach USD ~5Bn by 2028; USD 1.2 1.2 0.5 _0.8 0.9 ~25Bn cumulative in the next 5 years 8.0 0.5 **Demand from Abu Dhabi** Government entities is expected to UAE Rest of GCC Rest of MENA KSA reach USD ~40Mn by 2028; USD 230Mn cumulative in the next 5 years Highest export potential V **UAE Overview** High Potential for Available Local Players for Established Regional Logistics Hub Potential JVs Incremental Localization Saudi Current Localization Levels. UAE Liahtina EMIRATES LIGHTING Arabia Assembly and Manufacturing Exports and Rest of Re-Exports by World Oman Country, <10% 2021,% Kuwait Small local players Libya xcluding Street Tanzania In the UAE, operations are mostly in sales Ghana Local assemblers in residential, commercial and industrial lighting cover <10% of the market demand; however, the Street segment is highly localized (~40-50% of demand) · Local and regional developers prefer suppliers in China because of its advanced LED technology and competitive prices driven by large-scale production capabilities. The majority of imports in the UAE are in finished/assembled goods



Abu Dhabi Value Proposition

- Preferential treatment for local production through Abu Dhabi Golden List and access to local and federal indirect government procurement
- Enhanced cost competitiveness through various incentive schemes, such as Energy Tariff, Land Rent, Smart Manufacturing programs
- Access to low-cost financing for operations and trade through the Abu Dhabi Industrial Development Bureau banks network, Abu Dhabi Exports Office, Emirates Development Bank, Khalifa Fund, among others
- Global and regional market access through Economic Partnership Agreements and GAFTA agreements, supported by Abu Dhabi's global logistics hub

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Abu Dhabi is uniquely positioned to ensure investor access to both local and regional markets, all with the full support of the Abu Dhabi Government ecosystem

Access to UAE Demand

•

Access to Government Procurement

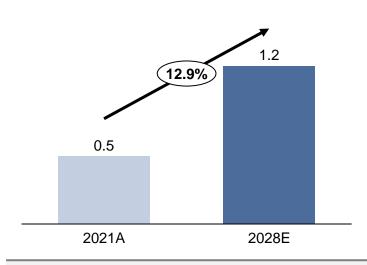
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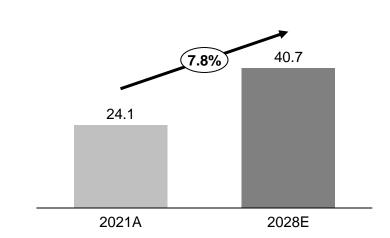
Access to Regional Markets

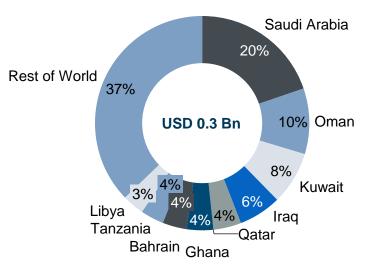
UAE Lighting Systems Imports for Local Consumption, USD Bn

Abu Dhabi Government Indirect Procurement, USD Mn

UAE Lighting Systems Exports and Re-Exports by Country, 2021, USD Bn







- Imports are estimated to account for >90% of the local demand for lighting systems in residential and commercial segments and ~50% of the street segments
- Imports are 80% finished lighting system units and 20% parts
- Opportunity to establish JVs with local UAE players, such as Emirates Lighting

- USD24Mn in annual spend from Abu Dhabi Government Entities, such as ADHA¹ and DCT²
- In addition to the Abu Dhabi-specific opportunity above, investors could leverage MoIAT³ Product Offtake Initiative at federal level to tap into the USD6Mn in cumulative procurement over 6 years dedicated to lighting products from key semigovernment buyers (e.g., Aldar, ADNOC)

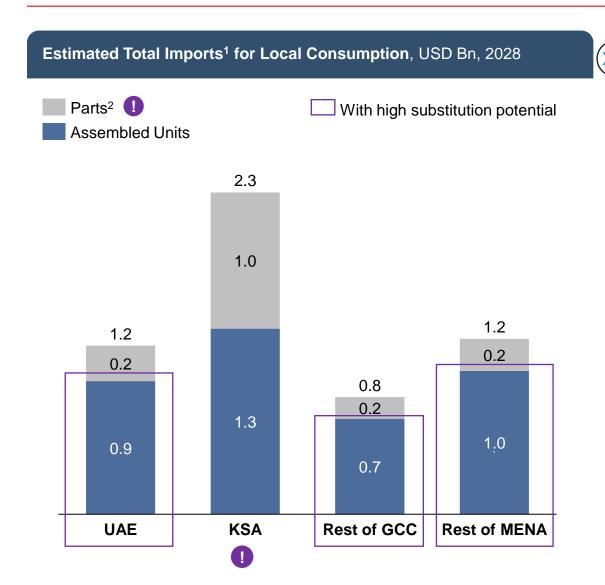
Opportunity to leverage UAE's and Abu Dhabi's regional status as a competitive advantage to substitute lighting systems imports in MENA

- UAE and Abu Dhabi is a major logistics hub, with established supply chains into the GCC and MENA
- In addition, regional market access is supported by existing trade agreements (e.g., GAFTA)

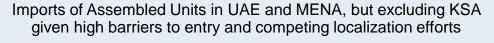
Note: 1) ADHA: Abu Dhabi Housing Authority; 2) DCT: Department of Culture and Tourism; 3) MoIAT: Ministry of Industry and Advanced Technology Source: UN Comtrade, expert interviews, desktop research, PwC analysis

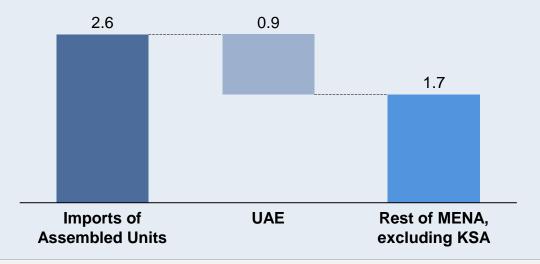


Local and regional segments with high substitution potential are expected to reach USD 2.6Bn by 2028









Exclusions:

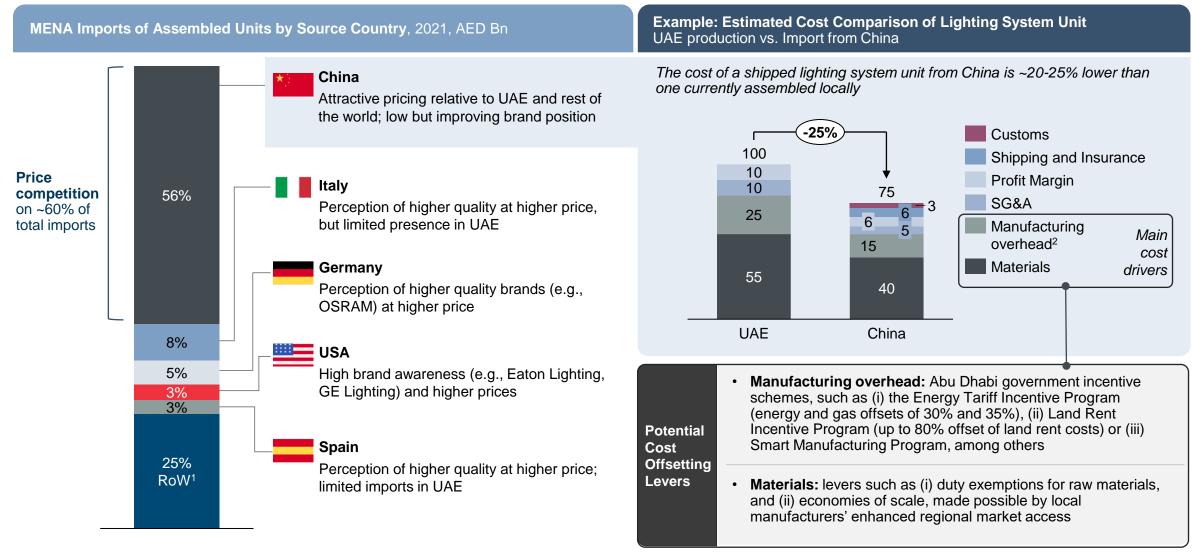
- Parts: high barriers to entry in main estimated use case, severe price competition, high volume requirements for profitability, and technological requirements for select components.
- (I) KSA Market: demand difficult to capture given country's own localization agenda and trade barriers in place NOTE: KSA localization focus is mainly on internal demand

Note: 1) Trade balance data based on HS6 codes; forecasted demand growth rates based on market reports and expert input applied to imports to estimate 2028 values. 2) Imports estimated to reflect mainly the aftermarket (spare parts) use case Source: UN Comtrade, expert interviews, desktop research, PwC analysis

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Successful import substitution will require narrowing the price gap with lower cost suppliers, achievable through Abu Dhabi government support and economies of scale

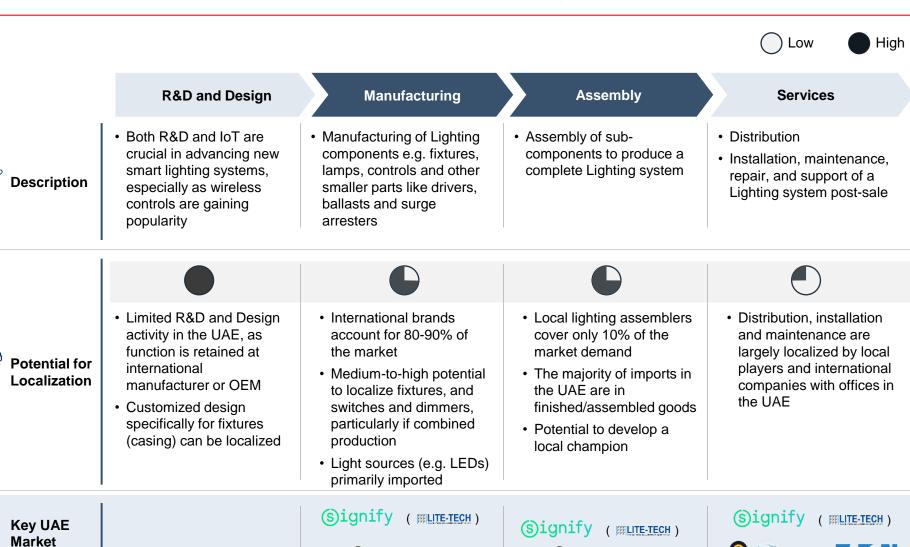


Note: 1) RoW: Rest of World. 2) Includes labor, other operating expenses, equipment depreciation Source: UN Comtrade, expert interviews, desktop research, PwC analysis



Players

The opportunity focuses on backward integration of Lighting systems: standalone assembly or combined with manufacturing of select components



Localization Opportunity

Focus of this opportunity

Backward integration:

- A Assembly of lighting systems
- B Assembly of lighting systems and manufacturing of select value-added components

NOTE: A backward integration approach is aimed at minimizing business risk through integration of low-capex value chain elements first, making the localization of assembly has an optimal expected risk-return ratio











Source: Expert interviews, PwC analysis, desktop research

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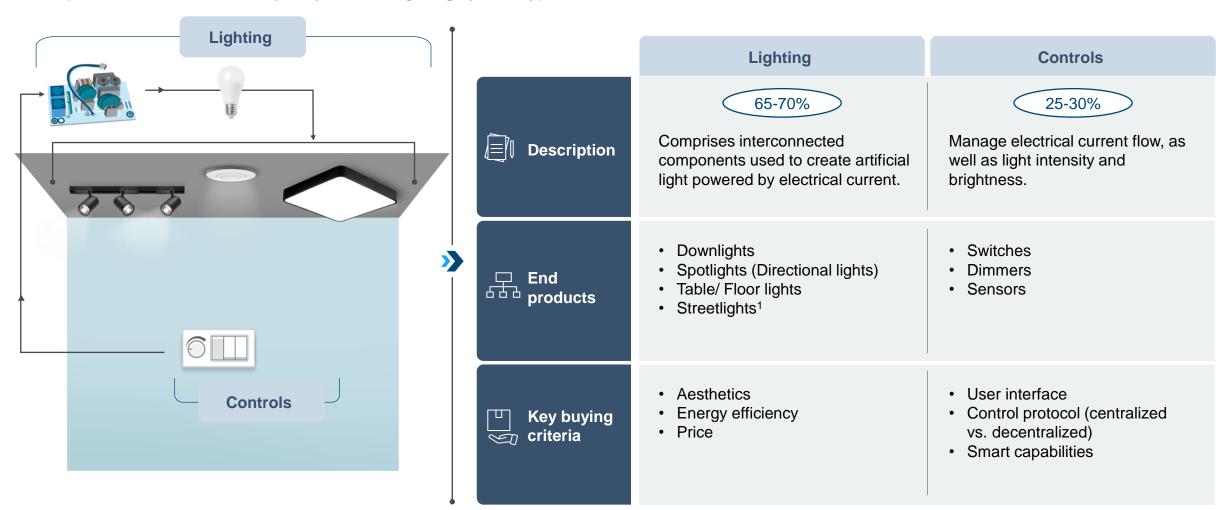


The localization opportunity spans lighting and controls

Lighting Systems: Key Elements

Representative scheme; may vary across Lighting system types

% Share of complete Lighting system cost



Note: 1) Low localization potential, streetlights are already localized, especially casing (i.e., metal part) Source: Expert interviews, PwC analysis, desktop research



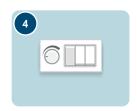
Assemblers can source locally up to 25% of a complete Lighting system, with further localization potential for switchers and dimmers

Overview

Representative scheme; may vary across Lighting system types



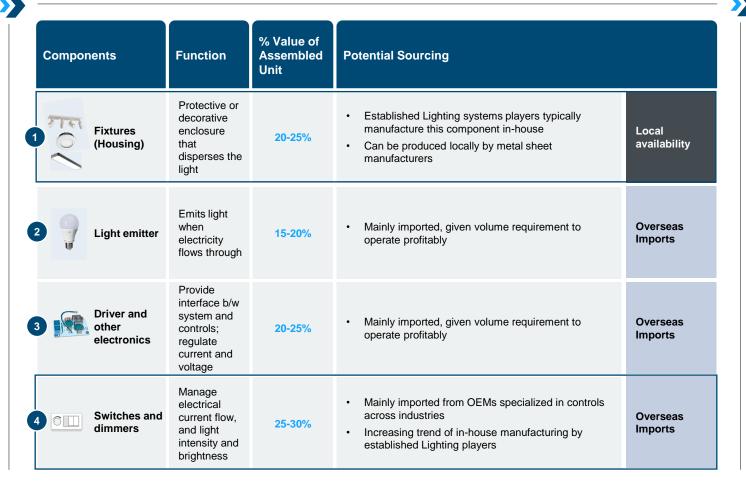




- Downlights
- Spotlights (Directional lights)
- Table/ Floor lights

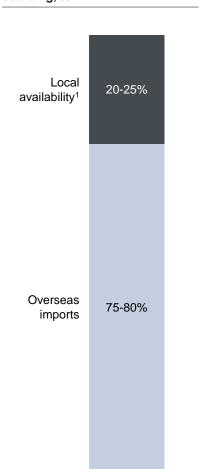
End Products

Value chain breakdown by key components



Potential for in-house production (detailed next)

Value chain breakdown by sourcing, %





In addition to assembly, in-house manufacturing of fixtures and switches and dimmers should be considered

Ease-of-Localization: High Available in the UAE Low **Global Manufacturers Supply Chain Complexity** Component **Production Complexity Main Raw Materials** and OEMs Copper wires Signify Steel Moderate production complexity · Low supply chain complexity · Raw materials available locally **Ceramic** · Can be produced in adjacency with Honeywell light fixtures Steel can be locally supplied by Plastics **Emirates Steel Switches** · Complexity is in aesthetic and, in ABB Silicon for Silicon can be easily imported from and case of smart devices, use of semiconductors1 China technology, but can be achieved **Dimmers** (Imports) through JVs Copper wires (s) ignify **Aluminium** SAcuityBrands. + OSRAM Steel Low production complexity · Low supply chain complexity ZUMTOBEL **Glass** Raw materials available locally · Uses automated assembly lines and **TOPEX Plastics** simple machining processes Steel can be locally supplied by Emirates Steel, aluminium by EGA, **Brass** FATON · Complexity is in aesthetic: large, and glass by Emirates Float Glass **Fixtures** custom-designed fixtures may involve Printed Circuit **FAGERHULT** intricate metalwork and a high degree **Boards** of craftsmanship (Imports) **INCLUDED IN BASE SCENARIO** Established Lighting players are expected to manufacture fixtures in-house to support the required scale for this opportunity and meeting buyer expectations

Note: 1) Silicon for semiconductors has to undergo a highly specialized and refined manufacturing process Source: Expert interviews, PwC analysis, desktop research



Business Case

Sample Case: Greenfield Project for Medium-Sized Lighting Assembly and Manufacturing Plant

Overview

- Establish a medium-sized facility with parallel assembly and production lines for Lighting systems:
- Covers both the lighting and control elements of the lighting system
- Serves all customer segments (residential and commercia/ industrial)
- · Opportunity to serve the local UAE market, as well as to export to the broader GCC and **MENA regions**, with the exception of Saudi Arabia

Business Case Triangulation

Expert input

- Market capture potential
- CAPEX requirements for (i) property, (ii) assembly line, (iii) manufacturing line
- · Margins and IRR sanity checking

Public comparables

- · Companies: Signify, OSRAM, Zumtobel, Acuity Brands, Fagerhult Group
- Benchmarks: EBITDA margin, EBIT margin, FCF conversion, Asset Turnover assumptions

High Potential Segments: Assembled Units Market Capture Imports for Local Consumption, USD Bn Expected Revenues, USD Mn **Share Capture Ramp-up, %** 2.6 143 Ramp-up curve is a key 5% IRR detractor for 1.9 0.9 UAE greenfield projects; can be mitigated through JVs 65% Local 10% 0.6 Rest of MENA. 1.7 1.3 ex. KSA 35% Exports Year 51 Year 1 Year 1 Year 51 Year 51 Year 1 **Base Scenario: Limited Manufacturing Operations**

Business Cases

Production Overview

- Assembly and quality control lines
- Manufacturing of fixtures (casing: ~25% of the value) chain)
- Lower upfront costs (and business risk)
- More price-efficient

\$65-70Mn

~15%

~7 years

- Higher supply chain risk
- Worse commercial positioning for large buyers

Alternative Scenario: Comprehensive Manufacturing

- Assembly and quality control lines
- Manufacturing of fixtures (casing; ~25% of the value chain)
- Manufacturing of switches and dimmers (~30% of value chain)
- Better control of supply chain
- Better commercial positioning with large buyers
- Higher upfront risk
- More expensive to produce high-value add parts inhouse

Investment Case

Considerations

CAPEX Requirement

Expected IRR

Payback Period

- **Key Assumptions**
 - Facility size of ~20,000 m² (~\$13Mn)
 - Assembly and manufacturing (~\$45Mn)
 - · 60% financing of required CAPEX (can go up to 80% with government support)
 - EBITDA: ~12%
 - Free-Cash-Flow conversion: ~60%
 - Assumes FCF ramp-up to stabilization in year
 - Assumes equipment cost of replacement as TV

\$100-105n

~9%

~11 years

Key Assumptions

- Facility size of ~22,000 m² (~\$15Mn)
- Assembly and manufacturing (~\$78Mn)
- · 60% financing of required CAPEX (can go up to 80% with government support)
- EBITDA: ~10% (in-house production of switches and dimmers more expensive than imports)
- Free-Cash-Flow conversion: ~60%
- · Assumes FCF ramp-up to stabilization in year
- Assumes equipment cost of replacement as TV

IRR Upside **Potential**

- Brownfield / synergistic project (e.g., JV with local supplier; capacity expansion)
- Increasing financing up to 80% (with government support)

- Faster market capture
- Additional revenue from services / aftersales

Note: 1) Year 5=2028

Source: Expert interviews, desktop research, market reports, PwC analysis 26 ADIO Confidential

