

GEORGIA CAPITAL AT A GLANCE

02 OUR STRATEGY

4Q22 & FY22 PERFORMANCE OVERVIEW

PORTFOLIO OVERVIEW

MACROECONOMIC OVERVIEW | GEORGIA

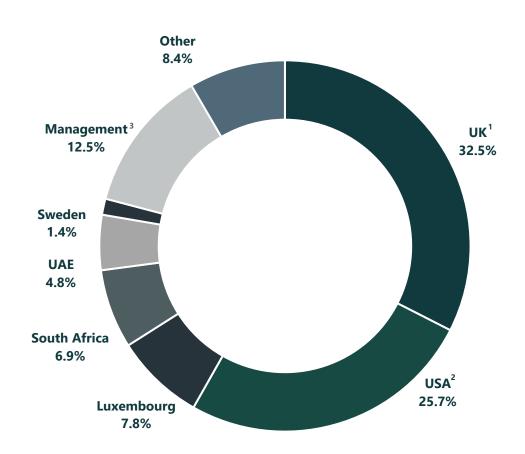
APPENDICES



### **GEORGIA CAPITAL (GCAP) SHAREHOLDERS AT 31-DEC-22**



#### **GCAP SHAREHOLDERS ALLOCATION BY GEOGRAPHY**



#### **GCAP TOP 10 SHAREHOLDERS**

Rank	Shareholder name	Ownership		
1.	Management & Management Trust <sup>4</sup>	12.51%		
2.	Gemsstock Ltd	10.67%		
3.	Allan Gray Ltd	6.63%		
4.	Coeli Frontier Markets AB 4.65%			
5.	Lazard Asset Management LLC 4.07%			
6.	BlackRock Investment Management (UK) 3.43%			
7.	RWC 3.09%			
8.	GLG Partners LP 2.83%			
9.	Firebird Management LLC 2.76%			
10.	Schroder Investment Management Ltd 2.69%			
	Total	53.33%		

#### **NUMBER OF ISSUED SHARES – 44.8 MILLION**

### **KEY FIGURES AT A GLANCE**





#### **NAV HIGHLIGHTS AT 31-DEC-22**<sup>1</sup>

Portfolio value

3,199

**GEL** million

**US\$ 1,184 million** 

NAV

2,817

GEL million
US\$ 1,043 million

Net debt

381

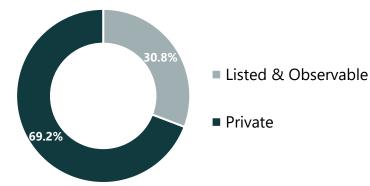
GEL million
US\$ 141 million

**NAV** per share

65.56

GEL US\$ 24.26







STARTING FROM 2024, PLATFORM COSTS ARE TARGETED AT MAXIMUM 0.75% OF NAV

### **OUR PORTFOLIO OVERVIEW AS AT 31-DEC-22**



### LISTED AND OBSERVABLE PORTFOLIO

Value: GEL 985m 31% of the total portfolio value



Value: GEL 830m Ownership: 20.6%



Value: GEL 155m Ownership: 20%<sup>1</sup>

#### **PRIVATE PORTFOLIO**

Value: GEL 2,213m 69% of the total portfolio value

#### LARGE PORTFOLIO COMPANIES

NON-CYCLICAL BUSINESSES, CLOSE TO GEL 300 MLN+ VALUE



RETAIL (PHARMACY)

Value: GEL 725m Ownership: 77%



**HOSPITALS** 

Value: GEL 433m Ownership: 100%



INSURANCE (P&C AND MEDICAL)

Value: GEL 280m Ownership: 100%

#### **INVESTMENT STAGE PORTFOLIO COMPANIES**

NON-CYCLICAL BUSINESSES, WITH POTENTIAL TO BECOME GEL 300 MLN+ IN VALUE



RENEWABLE ENERGY

Value: GEL 225m Ownership: 100%



**EDUCATION** 

Value: GEL 164m Ownership: 70-90%



CLINICS AND DIAGNOSTICS

Value: GEL 112m Ownership: 100%

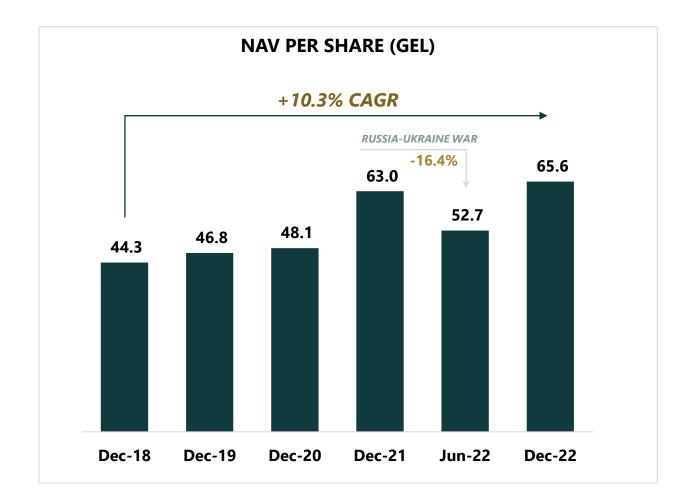


OTHER BUSINESSES

Value: GEL 274m

LIMITED POTENTIAL TO BECOME GEL 300 MLN+ IN VALUE

### STRONG NAV PER SHARE GROWTH





STRONG NAV PER SHARE GROWTH WITH 10.3% CAGR OVER THE LAST 4 YEARS

THE OUTLOOK IS EVEN
STRONGER ON THE BACK OF THE
MEGA GROWTH OPPORTUNITIES
ACROSS OUR PORTFOLIO

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### **OUR STRATEGY**

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INVESTING IN CAPITAL-LIGHT OPPORTUNITIES ONLY



02

OUR ROBUST CAPITAL MANAGEMENT FRAMEWORK



03

**ESG AT THE CORE OF OUR STRATEGY** 



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# THE CAPITAL-LIGHT INVESTMENT STRATEGY





STRONG VALUE CREATION POTENTIAL WITHOUT SIGNIFICANT CAPITAL COMMITMENTS

#### **OUR BREAD AND BUTTER**

STRONG TRACK RECORD IN TAPPING BIG OPPORTUNITIES WITH SMALL INVESTMENTS BY CONSOLIDATING FRAGMENTED INDUSTRIES, ESPECIALLY IN SERVICE-ORIENTED SECTORS

- **99** Pharmacies
- Hospitals
- Insurance

- Clinics in progress
- Diagnostics in progress
- Private Schools in progress

# GCAP INVESTS IN GEORGIA IN SECTORS NOT REQUIRING INTENSIVE CAPITAL COMMITMENTS

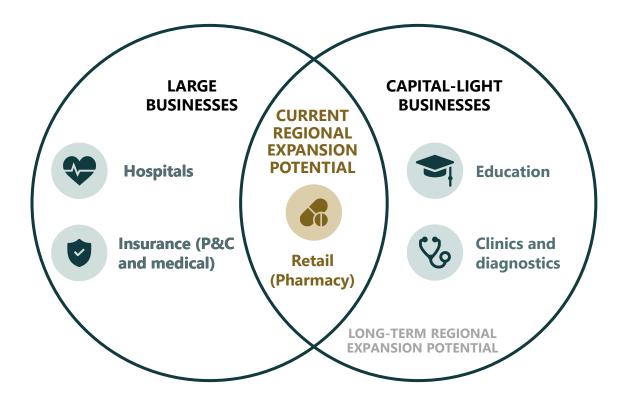
Manage third-party money and/or establish partnerships in capital heavy industries

# MAPPING EXISTING PORTFOLIO TO THE REGIONAL GROWTH OPPORTUNITIES



			LARGE	CAPITAL-LIGHT	CURRENT REGIONAL EXPANSION POTENTIAL	LONG-TERM REGIONAL EXPANSION POTENTIAL
<u>o</u>	*	Hospitals	$\checkmark$	×	No	No
LARGE PORTFOLIO COMPANIES		Retail (Pharmacy)	$\checkmark$	$\checkmark$	Yes	Yes
LARGE	•	Insurance (P&C and medical)	✓	×	No	No
rage	(A)	Renewable Energy	×	×	No	No
INVESTMENT STAGE PORTFOLIO COMPANIES		Education	×	$\checkmark$	No	Yes
INVE	8	Clinics and diagnostics	×	$\checkmark$	No	Yes

# LARGE AND CAPITAL-LIGHT PORTFOLIO COMPANIES ARE ELIGIBLE FOR THE REGIONAL EXPANSION





TO FOLLOW THEIR NATURAL GROWTH PATH, GCAP ENABLES ITS LARGE, CAPITAL-LIGHT PORTFOLIO COMPANIES TO EXPLORE REGIONAL GROWTH OPPORTUNITIES

#### **OUR INVESTMENT STRATEGY**



**GCAP INVESTS IN CAPITAL-LIGHT,** LARGE OPPORTUNITIES, WHICH HAVE A **POTENTIAL TO BECOME GEL 300 MLN+ IN EQUITY VALUE OVER 3-5 YEARS** 

#### THE CYCLE OF GCAP'S STRATEGY

Invest

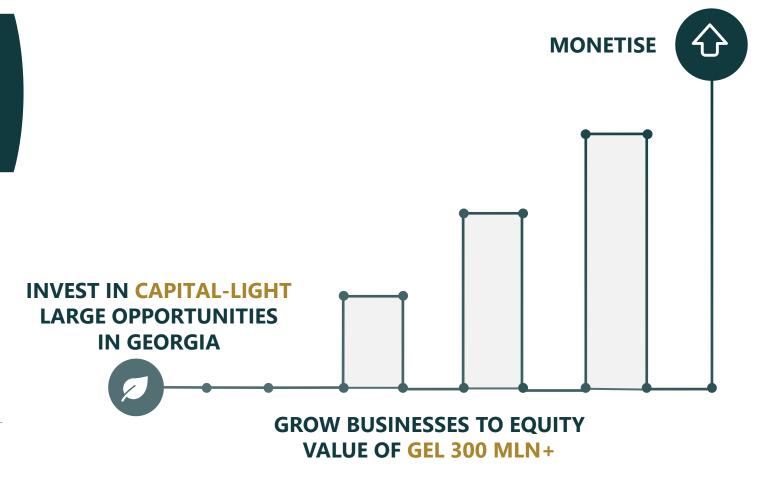
Our key strategic principle is to develop or buy capital-light businesses at affordable prices.

Grow

GCAP helps the portfolio companies institutionalise their management, enhance their governance and grow them into mature businesses that can further develop largely on their own, either with continued oversight or independently.

Monetise

As investments mature, GCAP intends to realise proceeds through exits at attractive prices.



### **OUR INVESTMENT STRATEGY (CONT'D)**



IRR & MOIC1 IS THE KEY DRIVER FOR GCAP TO INVEST IN NEW OPPORTUNITIES

#### **KEY INVESTMENT METRICS AT GCAP LEVEL**



**IRR** 



MOIC

ROIC IS AT THE CORE OF OUR DECISION MAKING WHEN OUR PORTFOLIO COMPANIES ARE INVESTING OR DIVESTING ASSETS / BUSINESSES

#### KEY METRIC FOR REINVESTMENT DECISION MAKING AT PORTFOLIO COMPANIES' LEVEL



#### ROIC

- ROIC should exceed WACC for all new investments
- Portfolio companies to continue divestment of low ROIC and/or non-core assets & businesses to enhance ROIC
  - e.g. hospital (HTMC) sale transaction, improving healthcare services business ROIC by 90bps on a proforma basis



## GCAP ROLE VIS-À-VIS PORTFOLIO COMPANIES

- Approval of all capital allocation decisions: equity, debt, profit reinvestment, divestment etc.
- · Strategy setting, business plan approval and monitoring
- Human capital (CEO & CFO) allocation & KPI setting

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### **NET CAPITAL COMMITMENT (NCC) OVERVIEW**



# NCC REPRESENTS AN AGGREGATED VIEW OF ALL CONFIRMED, AGREED AND EXPECTED CAPITAL OUTFLOWS AT THE GCAP HOLDCO LEVEL

Loans issued balance down by 88.9% in 4Q22, reflecting the repayment of an US\$ 80 million shareholder loan provided to the renewable energy business in 3Q22.

Gross debt down by 16.4% in 4Q22 reflecting the cancellation of US\$ 65 million Eurobonds.

Portfolio value up by 16.3% in 4Q22, resulting from strong value creation across our listed & observable and private portfolio companies.

Pro-forma NCC ratio, which reflects the expected cash proceeds from the monetization of BoG to the historical level of 19.9%, is down to 19.6%.

US\$ MILLION	30-SEP-22	CHANGE	31-DEC-22	
Cash and liquid funds	133.9	13.8%	152.4	
Loans issued	89.3	-88.9%	9.9	
Gross debt	(362.9)	-16.4%	(303.3)	
Net debt (1)	(139.7)	0.9%	(141.0)	
Guarantees issued (2)	(6.2)	10.1%	(6.8)	
Net debt and guarantees issued $(3)=(1)+(2)$	(145.9)	1.3%	(147.8)	
Planned investments (4)	(52.6)	-0.6%	(52.3)	
of which, planned investments in Renewable Energy	(30.1)	NMF	(30.1)	
of which, planned investments in Education	(22.6)	-1.3%	(22.3)	
Announced Buybacks (5)	-	NMF	-	
Contingency/liquidity buffer (6)	(50.0)	NMF	(50.0)	
Total planned investments, announced buybacks and contingency/liquidity buffer (7) = (4) + (5) + (6)	(102.6)	-0.3%	(102.3)	
Net capital commitment (3)+(7)	(248.5)	0.6%	(250.1)	
Portfolio value <sup>1</sup>	1,017.6	16.3%	1,183.8	
NCC ratio	24.4%	-3.3 ppts	21.1%	

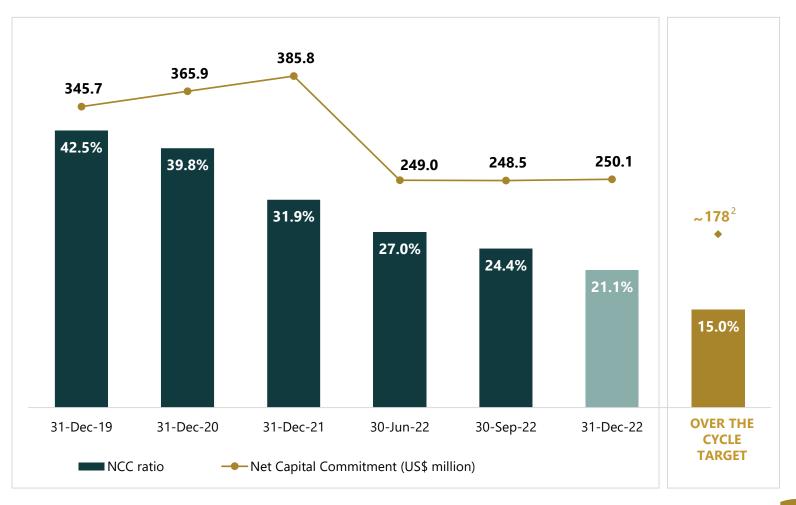
### NCC RATIO DEVELOPMENT OVERVIEW



### NCC RATIO DOWN BY 3.3 PPTS TO 21.1% IN 4Q22

In light of a worldwide rising interest rate environment, we are targeting to reduce the balance of "net debt and guarantees issued" close to zero over the short to medium term.

#### NCC AND NCC RATIO DEVELOPMENT OVERVIEW<sup>1</sup>



### **360-DEGREE FRAMEWORK**

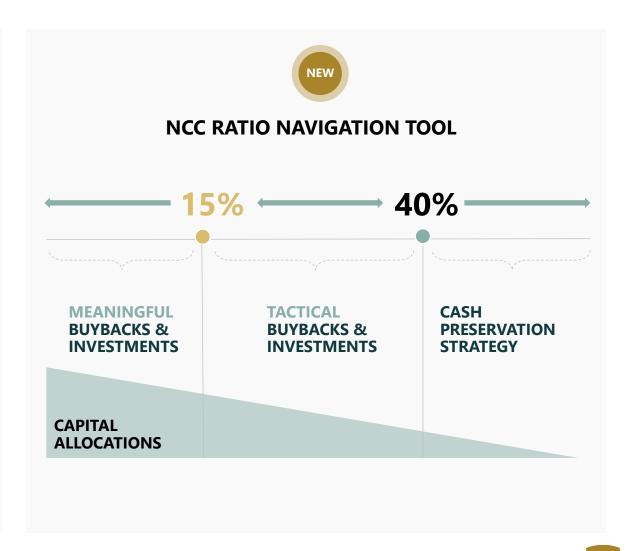


### GCAP SHARE PRICE IS AT THE CORE OF OUR INVESTMENT DECISION MAKING



### WE PERFORM 360-DEGREE ANALYSIS EACH TIME WE MAKE A CAPITAL ALLOCATION DECISION AND COMPARE:

- Investment opportunity vs. buyback opportunity
- Sale opportunity vs. buyback opportunity



### **DELEVERAGING ACROSS OUR PRIVATE PORTFOLIO**



AGGREGATED LEVERAGE ACROSS OUR PRIVATE LARGE AND INVESTMENT STAGE PORTFOLIO COMPANIES AT 2.6x AS OF 31-DEC-22

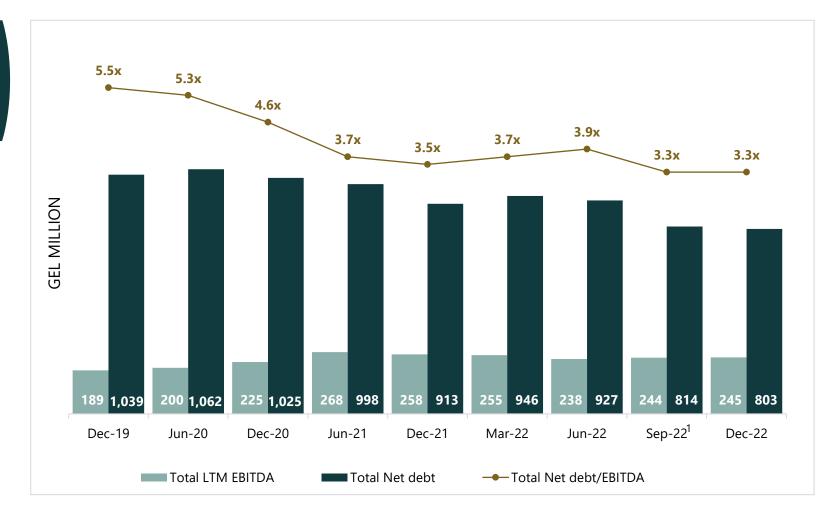
ADJUSTED NET DEBT/EBITDA	30-SEP-22	CHANGE	31-DEC-22	TARGET (OVER THE CYCLE)
LARGE PORTFOLIO COMPANIES				
Retail (pharmacy) <sup>1</sup>	1.7x	-0.1x	1.6x	Up to 1.5x
Hospitals	3.1x	+0.3x	3.4x	Up to 2.0x
Insurance (P&C and Medical)	No leverage	NMF	No leverage	No leverage
INVESTMENT STAGE PORTFOLIO COM	IPANIES			
Renewable Energy <sup>2</sup>	6.4x	0.0x	6.4x	Up to 6.0x
Education	0.7x	+0.5x	1.2x	Up to 2.5x
Clinics and Diagnostics	3.7x	+ 1.6x	5.3x	Up to 2.0x

### LEVERAGE OVERVIEW OF OUR PRIVATE BUSINESSES



### TOTAL NET DEBT/EBITDA DEVELOPMENT OVERVIEW

Despite headwinds from COVID-19, leverage profile across our private portfolio companies improved over the last 2 years.

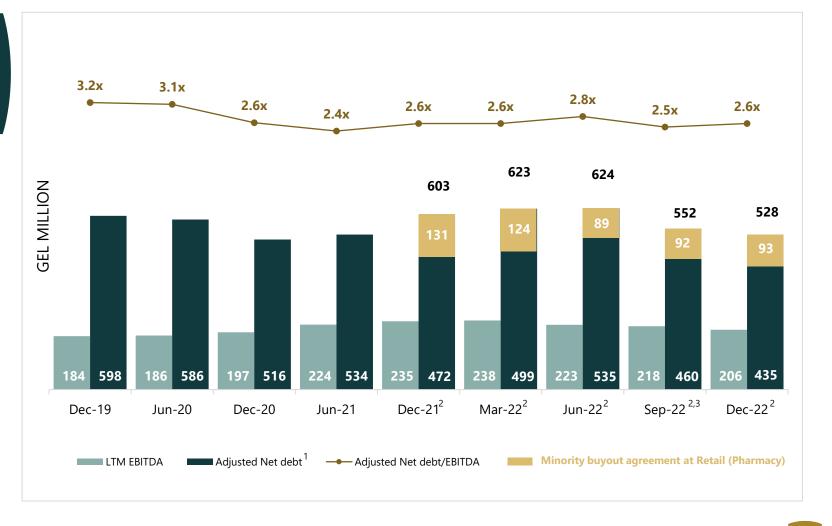


# AGGREGATED LEVERAGE OVERVIEW ACROSS OUR LARGE AND INVESTMENT STAGE PORTFOLIO COMPANIES



### ADJUSTED<sup>1</sup> NET DEBT/EBITDA DEVELOPMENT OVERVIEW

- ➤ LTM EBITDA up 12% as at Dec-22 from Dec-19;
- Excluding the minority buyout agreement at Retail (pharmacy), adjusted net debt of large and investment stage portfolio companies was down 27% as at Dec-22 from Dec-19.



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### **CORE STRATEGY ENABLERS**



### THREE FUNDAMENTAL ENABLERS:

- **01** Superior corporate governance
- **02** Access to management
- **03** Access to capital



#### THREE FUNDAMENTAL ENABLERS





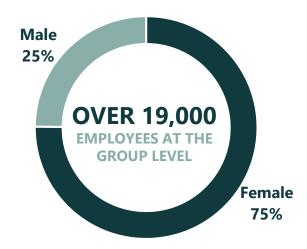


# ENVIRONMENTAL, SOCIAL AND GOVERNANCE PRINCIPLES LIE AT THE HEART OF OUR BUSINESS



OUR PORTFOLIO IS CONCENTRATED ACROSS
STRUCTURALLY IMPORTANT INDUSTRIES IN
GEORGIA, CONNECTING US TO THE COUNTRY'S
SUSTAINABLE DEVELOPMENT

#### LARGEST EMPLOYER IN THE GEORGIAN PRIVATE SECTOR



Reputation among talented managers as the "best Group to work for", as 95% of the annual satisfaction survey participants enjoy working at GCAP

### WE INVEST IN INDUSTRIES WHICH HAVE POSITIVE IMPACT ON PEOPLE AND PLANET



Our businesses owned through GHG, the largest and fully-integrated healthcare provider in the region, contribute to the development of the Georgian healthcare system and society as a whole.



Our Education business makes a significant contribution to the country's education system and society by developing the younger generation.



Through its green projects, our renewable energy business supports climate change mitigation, natural resources conservation and pollution prevention.



Our Auto Service business is directly engaged in the reduction of greenhouse gas emissions and road traffic accidents in Georgia.

### **OUR RECENT ESG DEVELOPMENTS**



#### **KEY ESG ACTIVITIES AT GCAP**

01

ALIGNING OUR ESG DISCLOSURES WITH TCFD

02

**BECOMING A SIGNATORY OF THE UNITED NATIONS**("UN") **GLOBAL COMPACT** 



03

IMPLEMENTING THE RESPONSIBLE INVESTMENT POLICY

04

ENHANCING OUR ESG DUE
DILIGENCE AND
REPORTING PROCEDURES

05

GCAP'S FIRST SUSTAINABILITY REPORT

**CLICK HERE TO READ** 

- GCAP's ESG disclosure in the Annual and Sustainable Reports have been prepared in line with the TCFD recommendations.
- In February 2022, GCAP became a signatory of the UN Global Compact and officially expressed its commitment to the principals of the United Nations.
- In February 2022, the Board adopted a Responsible Investment Policy.
- The Policy is integrated into the investment and portfolio management processes and procedures.
- Within the scope of the Responsible Investment Policy, tools for monitoring and reporting ESG matters have been developed.
- In 2022, we published our first Sustainability Report.
- The Sustainability Report aims to provide material and relevant information on the developments in GCAP's environmental, social and governance practices.



### **INCREASEAD FOCUS ON IMPACT INVESTING**



#### **COMMITTING TO UN'S PRINCIPLES AND MAPPING OUR BUSINESSES** TO THEIR SUSTAINABLE DEVELOPMENT GOALS ("SDGS")



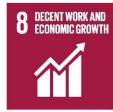






























Busin	iess	Direct SDG Impact	Supportive / Indirect SDG Impact
40	Retail (Pharmacy)	3, 8, 12	5, 11
*	Hospitals	3, 8, 12	5, 11
•	Insurance	3, 8, 9	1, 10
<b>(4)</b>	Renewable Energy	7, 9, 13	8, 11
	Education	4	3, 11, 16
V <sub>o</sub>	Clinics & Diagnostics	3, 8, 9	5, 11
O <sub>O</sub>	Auto Services	9, 11,13	15
C	Water Utility	6, 7, 11	12, 13, 14
<b></b>	Banking	1, 8, 11	5

### **IMPACT INVESTING: OUR SUCCESS STORY** IN THE WATER UTILITY BUSINESS





#### **KEY ESG DEVELOPMENTS**

- · Implementation of the Environmental and Social Management System ("ESMS")
- Increased avoidance of greenhouse gas emissions
- Efficient usage of water and electricity resources
- Sustainable water and waste management
- Rehabilitation of Gardabani WWTP



- Ensuring access to clean water and sanitation
- Increasing environmental awareness and education
- Health & Safety and technical training programs
- Corporate Social Responsibility ("CSR") Projects



- Three-tier management structure
- Compliance with IFC standards
- Annual E&S report disclosures
- Incorporating environmental and social ("E&S") matters into the decision-making process

#### **ENVIRONMENTAL & SOCIAL IMPACT**

**PROVIDING 24-HOUR WATER AND WASTEWATER SUPPLY SERVICES TO C.1.4 MILLION RESIDENTS AND C.38,000 LEGAL ENTITIES** 

<b>CONNECTION OF</b>
<b>NEW CUSTOMERS</b>

**REDUCTION OF THE SELF-**

135,000+ over 2014-2021

c.45%

PRODUCED ELECTRICITY Over 2015-2021

**AVOIDED GHG EMISSIONS** 

CONSUMPTION

 $c.120,000^{1}$ 

**Tonnes CO2e Annually** 

**TOTAL GHG EMISSIONS** REDUCTION

**70%** in 2021 compared to 2016

Georgia Capital PLC | 1. At GGU level.

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DELEVERAGING GCAP HOLDCO BY BRINGING DOWN THE NCC RATIO BELOW 15%

REDUCE AND MAINTAIN PORTFOLIO COMPANIES'
LEVERAGE TO RESPECTIVE TARGETED LEVELS



OUR STRATEGIC PRIORITIES



SET MEASURABLE ESG TARGETS AT BOTH GCAP HOLDCO AND PORTFOLIO COMPANY LEVELS



CONTINUED PROGRESS ON THE DIVESTMENT OF "OTHER" PORTFOLIO COMPANIES

### **OUR LONG-TERM ASPIRATION**





ACHIEVEMENT OF OUR
STRATEGIC PRIORITIES
WILL ENABLE GCAP TO
GRADUALLY TRANSFORM
INTO A SUSTAINABLE
PERMANENT CAPITAL
VEHICLE (PCV)

Significantly reduced leverage at the GCAP HoldCo level

Capacity to redeploy our existing capital without the need for new equity share issuance/raise

Consistent NAV per share growth on the back of resilient, capital-light investments

Opportunity to return a significant portion of GCAP's cash inflows to our shareholders

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### **2022 LOOKBACK**



#### **SEVERAL KEY ACTIVITIES IN 2022**

01

### STRATEGY UPDATE

At 2022 Investor Day, the Group introduced its updated strategy, where GCAP will focus on:

- Investing in capital-light opportunities only;
- Adapting the capital management framework;
- Putting ESG at core of the Group's strategy.

02

## COMPLETION OF THE WATER UTILITY BUSINESS SALE

- In 2022, GCAP completed the sale of an 80% equity interest in the water utility business to FCC Aqualia for a cash consideration of US\$ 180 million.
- The disposal created significant value for GCAP shareholders, translating into 2.7x MOIC in US\$ (3.6x MOIC in GEL) and 20% IRR in US\$ (27% IRR in GEL).

03

#### MILESTONE TRANSACTIONS ON THE GEORGIAN CAPITAL MARKET

- Our renewable energy business closed a US\$ 80 million green secured bond offering, which represents the largest-ever corporate bond placement in Georgia. The notes have 5-year bullet maturity (callable after two years) and carry a 7.00% coupon.
- Our housing development business issued a US\$ 35 million 2-year bond, carrying an 8.5% coupon.

04

### BUYBACK OF GCAP EUROBONDS

05

# SHARE BUYBACK AND CANCELLATION PROGRAMME IN 2022

- In October 2022, we conducted a Modified Dutch Auction ("MDA"), through which, we bought back US\$ 29 million GCAP Eurobonds.
- In addition to the tendered amount, we accumulated US\$ 87 million GCAP Eurobonds through repurchases on the open market.
- Upon completion of the MDA, US\$
   65 million notes were cancelled, decreasing our outstanding gross debt balance to US\$ 300 million and leaving US\$ 51 million GCAP Eurobonds in our treasury.

 Since the commencement of the US\$ 25 million share buyback programme in August 2021, 3.1 million shares (c.7% of issued capital) have been repurchased and cancelled.

# RATIONALE OF TRANSFERRING TO LSE STANDARD LISTING

THE TRANSFER WILL ELIMINATE TRANSACTION DELAYS AND COSTS ASSOCIATED WITH CLASS TESTS AND ENSURE MORE SEAMLESS EXECUTION OF SIGNIFICANT TRANSACTIONS

THE TRANSFER WILL:



#### PROVIDE FLEXIBILITY TO DISPOSE ASSETS

- Provide flexibility when it comes to disposals/exits from portfolio companies, given there will be no legal/regulatory burdens (circular submissions, shareholder approvals, etc.).
- Minimize the dependency on market fluctuations, as GCAP's market capitalization will no longer be the main factor in determining class test related transaction execution paths.
- 02 SIMPLIFY THE PROCEDURES TO EXECUTE MEANINGFUL BUYBACKS
  - Save US\$ c. 1.0 million on costs related to sponsors, legal and accounting services.
- 03 REDUCE COSTS
  - Save US\$ c.1.2 million on fees related to significant transactions.
  - Save up to US\$ 1.0 million on annual operating expenses, supporting the company's target to bring down its OPEX ratio to 0.75% of NAV starting from 2024.



GIVEN ITS SIZE AND STRATEGY, LSE STANDARD LISTING IS MORE SUITED FOR GCAP'S CURRENT REQUIREMENTS

FOLLOWING THE TRANSFER, GCAP WILL CONTINUE TO MAINTAIN THE HIGHEST LEVELS OF:



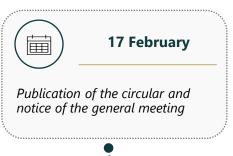
**CORPORATE GOVERNANCE** 



**TRANSPARENCY** 

### **TIMELINE**







2023



10 March

Latest time and date for receipt of form of proxy, crest proxy instructions and electronic registration of proxy appointment



13 April

Proposed Transfer becomes effective and trading of GCAP shares commences as a Standard Listing company

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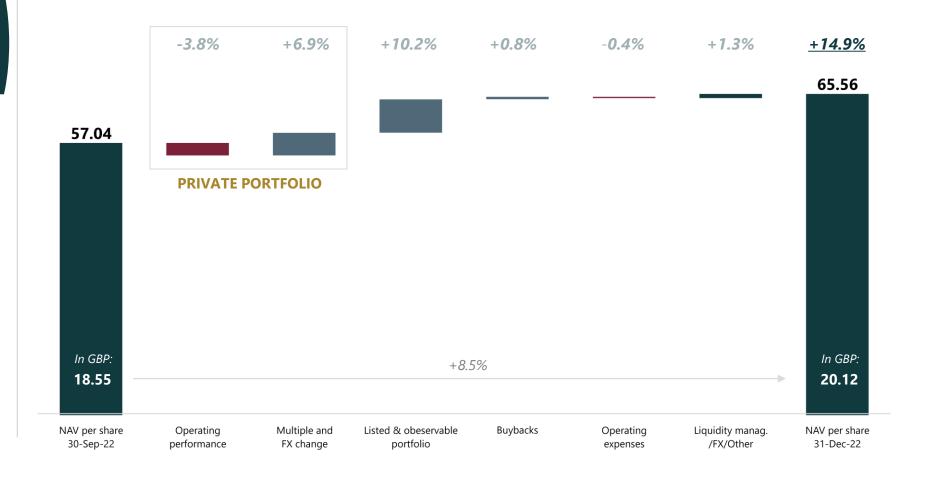


### NAV PER SHARE (GEL) MOVEMENT IN 4Q22



#### NAV PER SHARE (GEL) UP 14.9% IN 4Q22

- NAV per share (GBP) up 8.5% in 4Q22.
- 14.9% growth in 4Q22 NAV per share (GEL) mainly reflects the continued growth in BoG's value (BoG's share price up by 31.0% q-o-q).

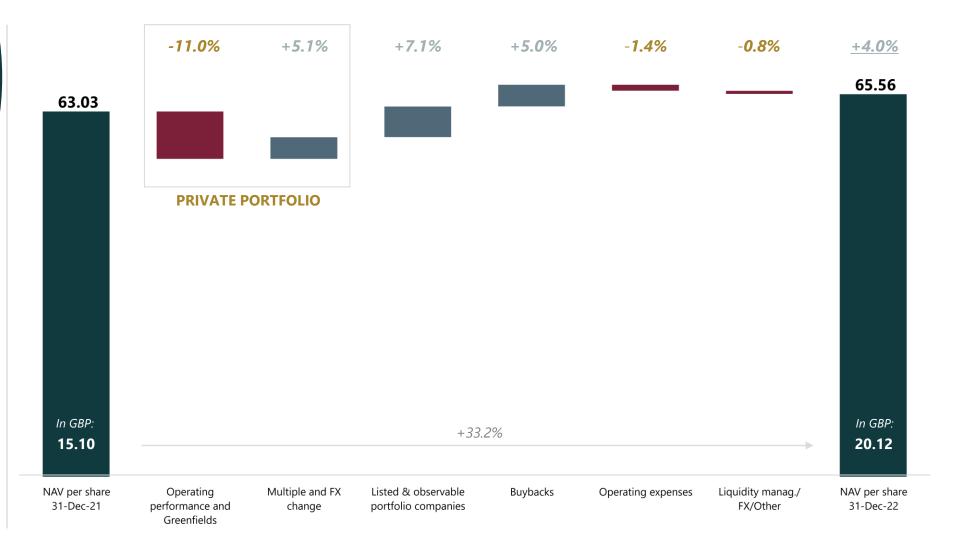


### **NAV PER SHARE (GEL) MOVEMENT IN FY22**



### NAV PER SHARE (GEL) UP 4.0% IN FY22

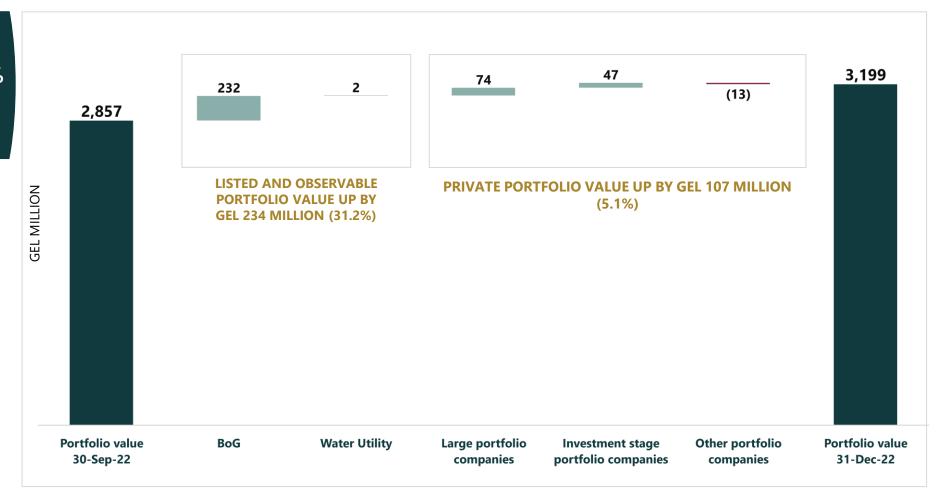
• NAV per share (GBP) up 33.2% in FY22, reflecting a 28.1% appreciation of GEL against GBP



### **PORTFOLIO VALUE DEVELOPMENT IN 4Q22**



PORTFOLIO VALUE UP 12.0% TO GEL 3.2 BILLION IN 4Q22

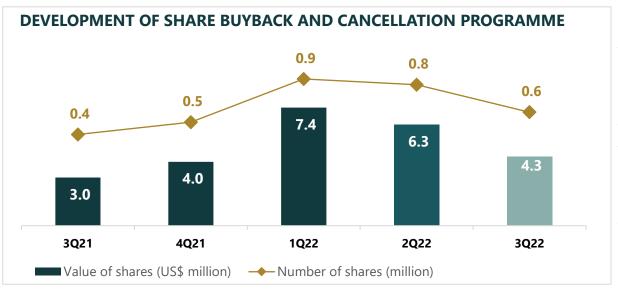


## PROGRESS ON THE SHARE BUYBACK AND CANCELLATION PROGRAMME

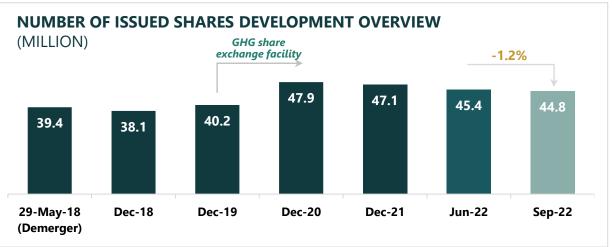


3.1 MILLION SHARES (c.7% OF ISSUED CAPITAL) WERE REPURCHASED UNDER THE US\$ 25 MILLION SHARE BUYBACK AND CANCELLATION PROGRAMME AS OF 31-DEC-22

➤ In FY22, 1,190,522 shares with a value of US\$ 9.8 million were repurchased for the management trust.



3.1
MILLION
SHARES
TOTAL
25.0
US\$ MILLION

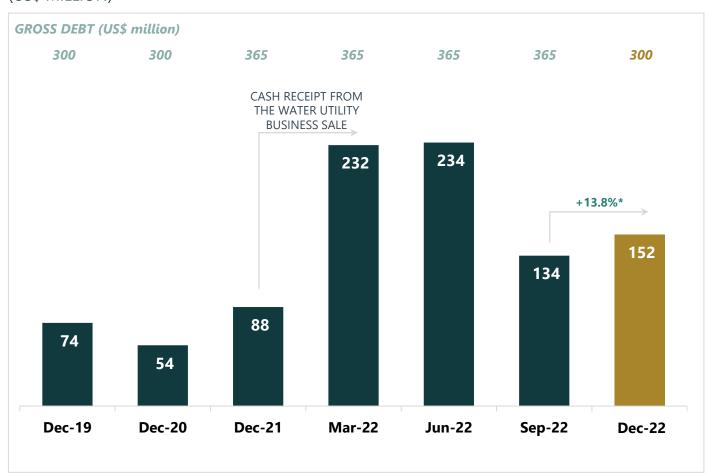


### LIQUIDITY OUTLOOK

### GEORGIA CAPITAL

### LIQUIDITY DEVELOPMENT OVERVIEW

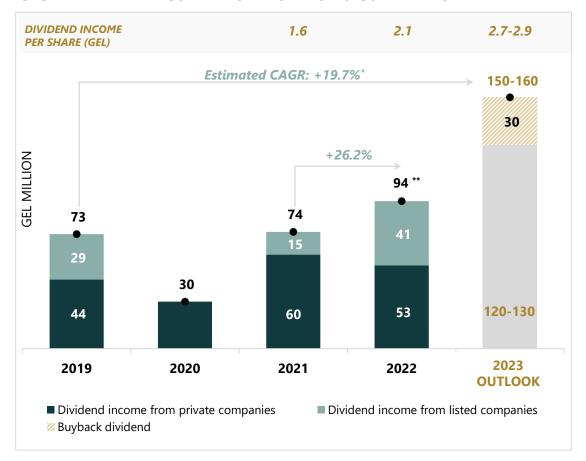
(US\$ MILLION)



\* LIQUIDITY UP BY 13.8% IN 4Q22, REFLECTING THE NET IMPACT OF A) REPAYMENT OF THE US\$ 80 MILLION SHAREHOLDER LOAN PROVIDED TO THE RENEWABLE ENERGY BUSINESS AND DIVIDEND AND INTEREST RECEIPTS OF GEL 34.7 MILLION IN AGGREGATE, AND B) THE REPURCHASE AND CANCELLATION OF US\$ 65 MILLION GCAP EUROBONDS FOLLOWING THE MODIFIED DUTCH AUCTION.

### **DIVIDEND INCOME OUTLOOK**

#### **CASH DIVIDEND INCOME FROM PORTFOLIO COMPANIES**



<sup>\*</sup> Calculated for the lower end of the range.



### **GEL 94 MILLION DIVIDEND INCOME IN 2022**

<b>DIVIDENDS INCOME</b> (GEL million)	4Q22	FY22
BOG	18.1	40.9
Retail (Pharmacy)		16.0
P&C Insurance	7.4	14.7
Hospitals		13.0
Renewable Energy	2.0	8.2
Medical Insurance		1.0
TOTAL	27.4	93.9

## SOLID DIVIDEND INCOME OUTLOOK IN 2023

150-160
GEL MILLION

> Including buyback dividends from BoG

<sup>\*\*</sup> Including the buyback dividend of GEL 29 million, the total dividend income in 2022 stands at GEL 123 million.

### **CONTENTS**

- **01** GEORGIA CAPITAL AT A GLANCE
- **02** OUR STRATEGY
- **4Q22 & FY22 PERFORMANCE OVERVIEW** 
  - Recent developments
  - Georgia Capital results overview
  - Aggregated portfolio results and valuations overview
- **04** PORTFOLIO OVERVIEW
- **05** MACROECONOMIC OVERVIEW | GEORGIA
- 06 APPENDICES

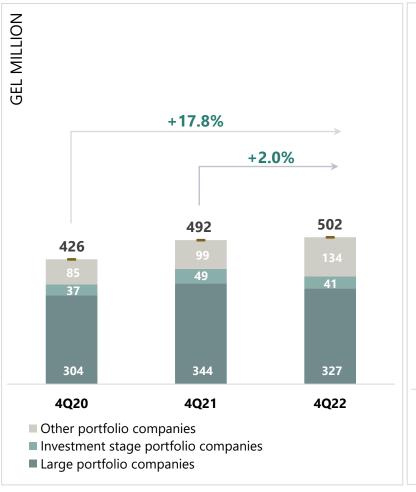


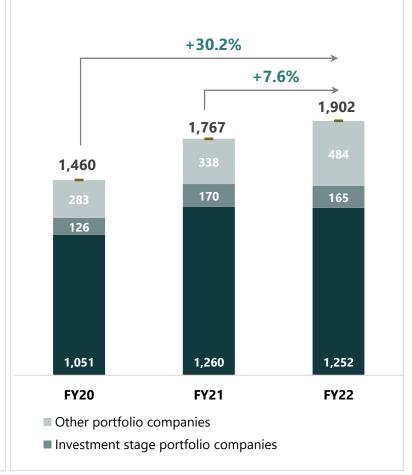
## AGGREGATED REVENUE DEVELOPMENT ACROSS PRIVATE PORTFOLIO



### AGGREGATED REVENUE UP 2.0% Y-O-Y IN 4Q22 AND UP 7.6% Y-O-Y IN FY22

Aggregated revenue excluding Hospitals and Clinics & Diagnostics, which have been temporarily impacted by the transition to the post-COVID environment, is up 8.1% y-o-y in 4Q22 and up 13.2% y-o-y in FY22.



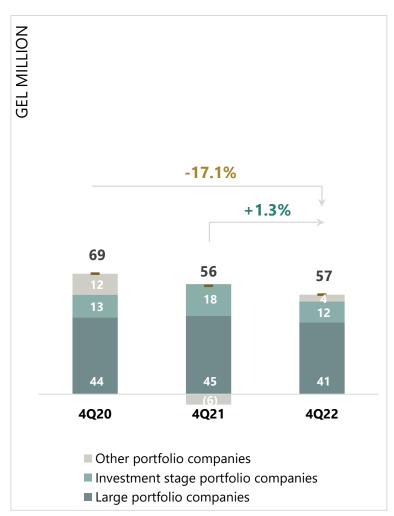


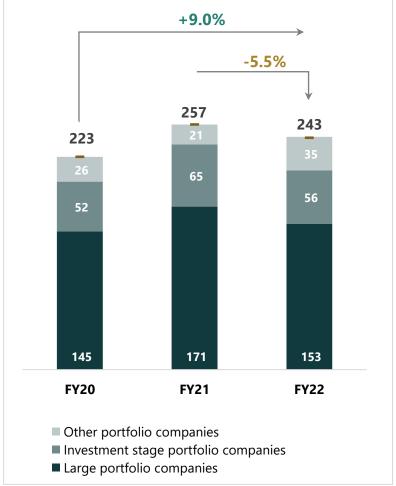
## AGGREGATED EBITDA DEVELOPMENT ACROSS PRIVATE PORTFOLIO



### AGGREGATED EBITDA UP 1.3% Y-O-Y IN 4Q22 AND DOWN 5.5% Y-O-Y IN FY22

 Aggregated EBITDA excluding Hospitals and Clinics & Diagnostics, is up 22.2% y-o-y in 4Q22 and up 11.9% y-o-y in FY22.



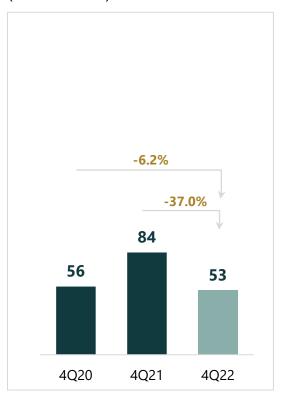


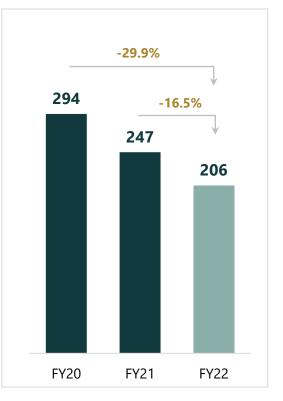
## AGGREGATED CASH BALANCE & NET OPERATING CASH FLOW DEVELOPMENT ACROSS PRIVATE PORTFOLIO



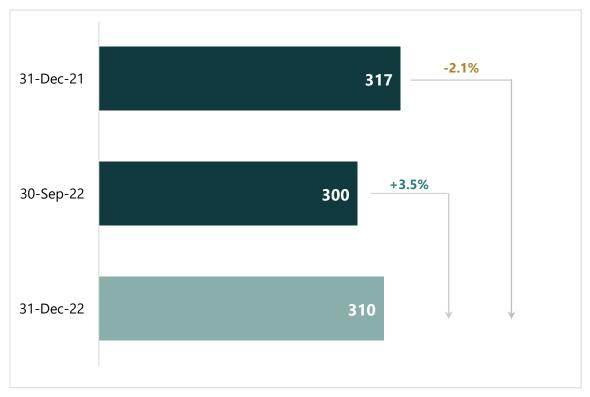
#### ORGANIC TRANSITION TO REVENUE GROWTH STRATEGY FROM PREVIOUSLY ADOPTED CASH PRESERVATION STRATEGY

### **TOTAL AGGREGATED NET OPERATING CASH FLOW** (GEL MILLION)





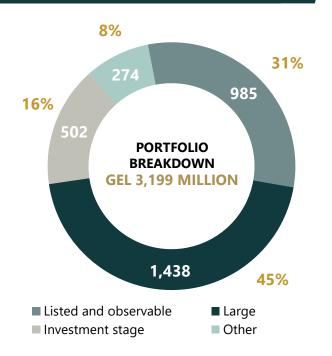
### **TOTAL AGGREGATED CASH BALANCE OF PRIVATE BUSINESSES** (GEL MILLION)



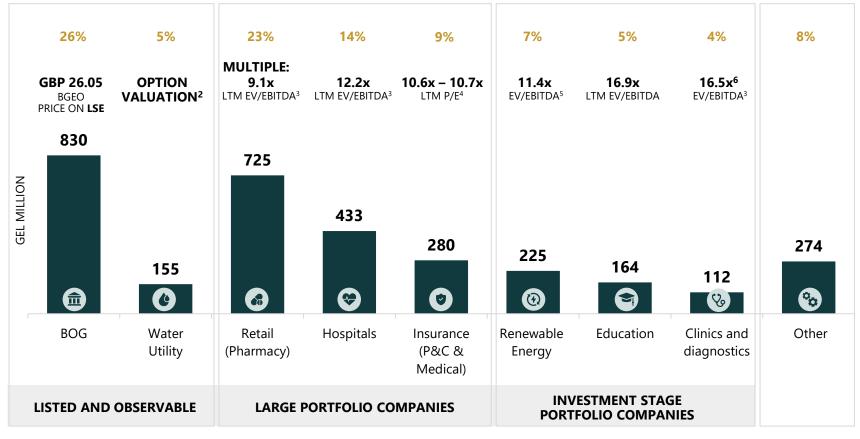
### **PORTFOLIO VALUE AS OF 31-DEC-22**



## 91% OF OUR PORTFOLIO IS VALUED EXTERNALLY<sup>1</sup>



#### % SHARE IN TOTAL PORTFOLIO VALUE:



#### Georgia Capital PLC |

### **CONTENTS**

GEORGIA CAPITAL AT A GLANCE

OUR STRATEGY

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06 APPENDICES









### **BANK OF GEORGIA OVERVIEW**

http://bankofgeorgiagroup.com/



#### **INVESTMENT RATIONALE**

- The first entity from Georgia to be listed on the premium segment of the Main Market of the London Stock Exchange (LSE: BGEO) since February 2012.
- High standards of transparency and governance.
- Leading market position in Georgia by assets (37.8%), loans (36.1%), client deposits (38.9%) and equity (34.7%) as at 31 December 2022.
- Growing market: The banking sector's assets growth rate at 23.2% (CAGR over 2003-2022).
- Strongest retail banking franchise: 44.4% market share in deposits of individuals, 38.8% market share in loans to individuals, as at 31-Dec-22.
- Sustainable growth combined with strong capital, liquidity and robust profitability, with ROAE above 20%.

#### VALUE CREATION POTENTIAL

- Loan book y-o-y growth c.10%.
- Regular progressive semi-annual capital distribution with 30-50% dividend/share buyback payout ratio.
- 20%+ ROAE.

#### **OWNERSHIP**

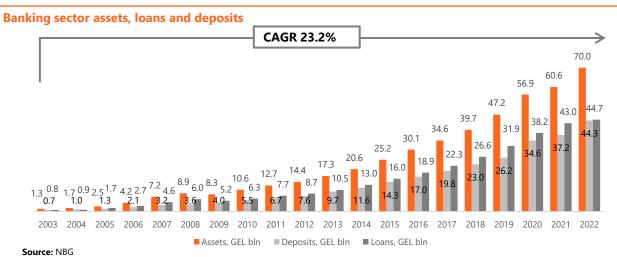
• Georgia Capital owns 20.6%<sup>2</sup> of Bank of Georgia Group PLC. As long as Georgia Capital's stake in BoG is greater than 9.9%, it will exercise its voting rights in Bank of Georgia Group in accordance with the votes cast by all other shareholders on all shareholder votes at any general meeting.

**Banking business key medium-term targets** 

**ROAE** 20%+

LOAN BOOK GROWTH C.10%

### Market opportunity



### Robust capital management track record

- Maintain regular progressive semi-annual dividend payouts: aiming 30%-50% dividend/share buyback payout ratio;
- Under its ongoing share buyback and cancellation programme the Bank repurchased 1,670,446 ordinary shares at a total cost of GEL 112.7 million in 2022. The programme was further extended of an additional GEL 148 million in February 2023.
- In 2022, BoG paid interim dividend of GEL 1.85 per ordinary share in respect of the period ended 30 June 2022.
- On 16 February 2023, the Bank announced its Board intention to recommend a final dividend for 2022 of GEL 5.80 per ordinary share at the Bank's 2023 Annual General Meeting. This will make a total dividend paid in respect of the Bank's 2022 earnings of GEL 7.65 per share.





### **BANK OF GEORGIA OVERVIEW**

http://bankofgeorgiagroup.com/





Financial metrics (GEL million)									
	2015	2016	2017	2018	2019	2020	2021	2022	Change y-o-y
NIM	7.7%	7.4%	7.3%	6.5%	5.6%	4.6%	4.9%	5.4%	+0.5 ppts
NPL coverage	83.4%	86.7%	92.7%	90.5%	80.9%	76.3%	95.5%	66.4%	-29.1 ppts
Loan portfolio	5,367	6,682	7,741	9,398	11,931	14,192	16,169	16,862	+4.3%
Cost/income <sup>2,3</sup>	35.5%	37.7%	37.7%	36.7%	37.8%	39.7%	37.2%	32.0%	-5.2 ppts

# Selected operating metrics 31-Dec-21 31-Dec-22 Change Number of monthly active customers ('000) 1,459 1,714 +17.4% 4Q21 4Q22 Change Number of transactions in mBank and iBank ('000) 35,402 52,466 48.2%

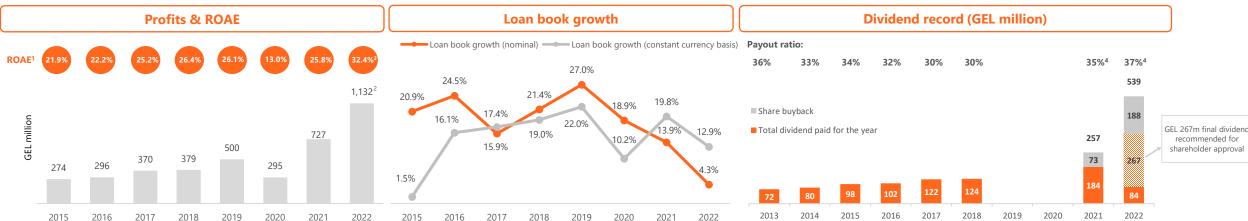
### GEL 16.6 billion gross loan portfolio breakdown\* | 31 December 2022

Corporate loans, GEL 4,989 million, 30.1%



Retail loans, GEL 11,591 million, 69.9%

\* Bank of Georgia Standalone.



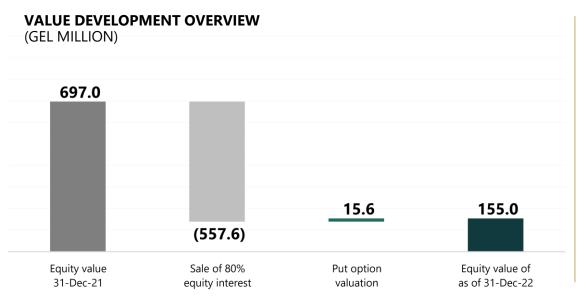
Georgia Capital PLC | 1. 2019 ROAE is adjusted for termination costs of former CEO and executive management, while 2018 ROAE is adjusted for demerger related expenses, one-off impact of re-measurement of deferred tax balance and termination costs of the former CEO. 2. Adjusted for a one-off GEL 391.1m of other income due to the settlement of an outstanding legacy claim, and a one-off GEL 79.3m tax expense due to an amendment to the current corporate taxation model in Georgia.

<sup>3. 2019</sup> cost/income ratio adjusted for GEL 12.4 million one-off employee costs (gross of income tax) related to termination benefits of the former executive management

<sup>4.</sup> For the purpose of payout ratio calculation, total buyback amount is divided by outstanding shares before the beginning of the programme for the respective year.



## WATER UTILITY BUSINESS VALUATION OVERVIEW



GCAP and Aqualia have put and call options for the minority 20% equity interest in the water utility business.

**GCAP'S PUT OPTION** 

8.25x

**EV/EBITDA** 

Exercisable in 2025-2026.

**AQUALIA'S CALL OPTION** 

8.90x

**EV/EBITDA** 

Exercisable on the date of expiry of the put option in 2026 and expiring six months thereafter.

- ➤ In 2022, GCAP completed the sale of 80% interest in Water Utility business for total consideration of US\$ 180 million, translating into MOIC of 2.7x in US\$ (3.6x MOIC in GEL) and IRR of 20% in US\$ (27% IRR in GEL).
- ➤ In 2022, remaining 20% equity interest in business was valued with the application of put option valuation and positive developments in the normalised¹ LTM EBITDA, leading to GEL 15.6 million value creation in the business.





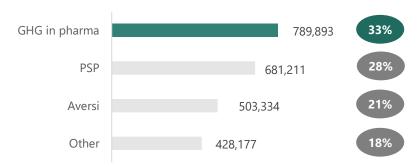
### **RETAIL (PHARMACY) BUSINESS OVERVIEW**





Country's largest retailer in terms of both, revenue and number of bills issued

### Market share by revenue, 2021<sup>1</sup>



Our retail pharmacy operates under two pharmacy brands, each with a distinct positioning:

- GPC for the high-end customer segment
- Pharmadepot for the mass retail segment

### Key focus areas in medium and long-term

### **Expending retail footprint in Georgia**

> c.400 pharmacies in 5 years

### **International expansion (Armenia & Azerbaijan)**

- Adding new GPC stores in Armenia (currently 10)
- > Entering Azerbaijan market

### **Increase sales from E-commerce**

- > Increase local sales from e-commerce (GEL 19.8 million in FY22)
- > Launch e-commerce in Armenia & Azerbaijan

### **Supporting the core**

- > Expanding the mix of synergetic products and services
- Add international franchises on different beauty and other retail products

### **O**

### **Next 5-year targets**

- Double digit revenue & EBITDA CAGR
- 9%+ EBITDA margin



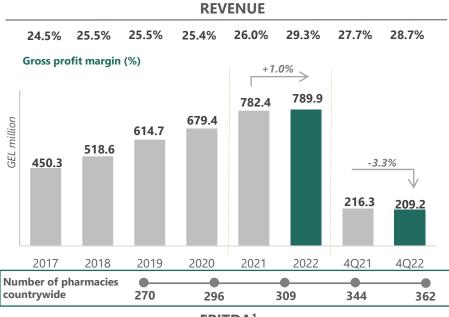
### **RETAIL (PHARMACY) BUSINESS OVERVIEW (CONT'D)**

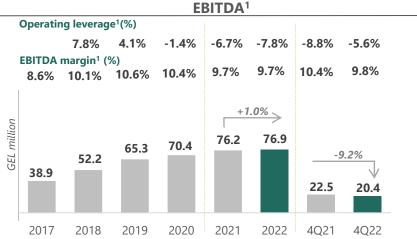


### Margin enhancement and strong growth in para-pharmacy sales:

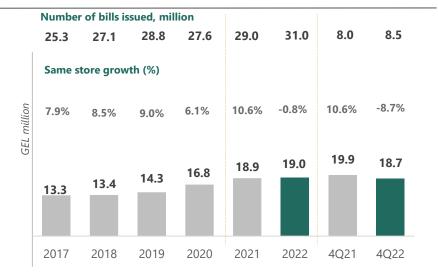
Para-pharmacy sales have the strongest margins and the share of para-pharmacy sales in retail revenue reached 38.6% as of 4Q22 (36.4% as of 4Q21).

CASH FLOW HIGHLIGHTS	4Q22	FY22
Operating cash flow <sup>1</sup>	GEL 22.6m	GEL 77.1m
Change y-o-y	-43.8%	-3.6%
EBITDA to cash conversion <sup>1</sup>	110.9%	100.2%
Change y-o-y	-68.4ppts	-4.8ppts
Free cash flow <sup>1</sup>	GEL 18.9m	GEL 15.0m
Change y-o-y	-45.0%	-76.3%

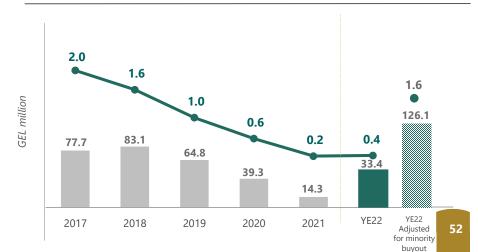




### **AVERAGE BILL SIZE & NUMBER OF BILLS ISSUED**



### NET DEBT & NET DEBT TO LTM EBITDA<sup>1</sup>



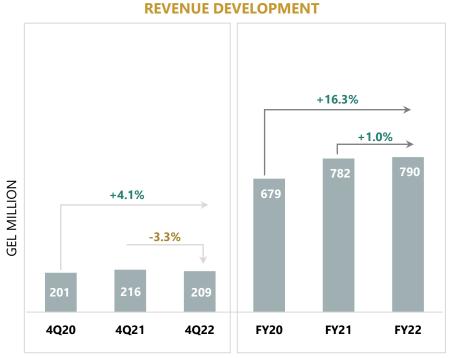
## RETAIL (PHARMACY) BUSINESS OPERATING PERFORMANCE OVERVIEW

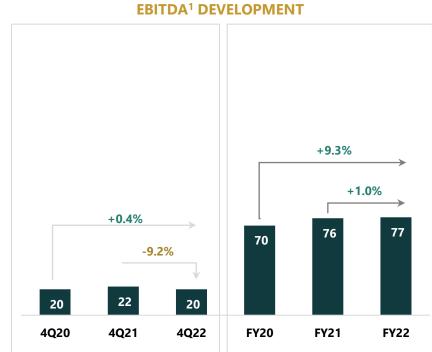




### **KEY DRIVERS**

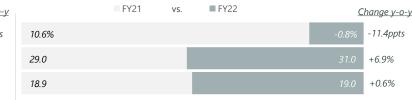
- 4Q22 and FY22 revenues reflect the recalibration of product prices due to GEL's appreciation against foreign currencies and gradual transfer of the hospitals business' procurement department from pharmacy to hospitals.
- EBITDA was further impacted by inflation and increased operating expenses in line with the continuing expansion of the business (added 24 pharmacies and 5 franchise stores over the last 12 months).
- In FY22, the business paid GEL 16.0 million dividends to GCAP.







	4Q21	VS.	■ 4Q22	<u>C</u>	hange y-o-y
Same store revenue growth	10.6%			-8.7%	-19.3ppts
Number of bills issued (mln)	8.0			8.5	+7.4%
Average bill size	19.9			18.7	-6.2%

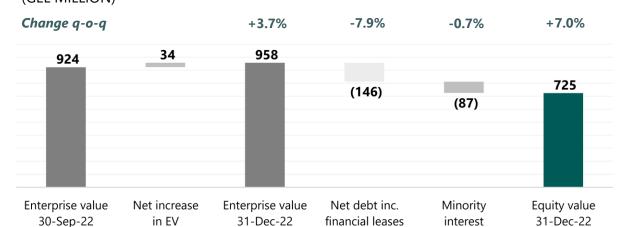




## RETAIL (PHARMACY) BUSINESS VALUATION OVERVIEW

### GEORGIA CAPITAL

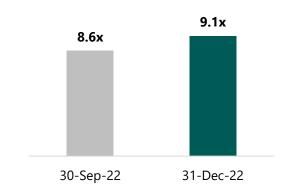
### **VALUE DEVELOPMENT OVERVIEW | 4Q22** (GEL MILLION)



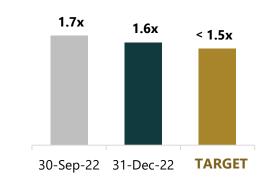
### **VALUATION HIGHLIGHTS**<sup>1</sup>

GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
Enterprise value	957.7	923.6	34.1	952.3	5.4
LTM EBITDA	105.5	107.4	(1.9)	102.9	2.6
Implied EV/EBITDA multiple	9.1x	8.6x	0.5x	9.3x	(0.2x)
Net debt inc. lease liabilities	(145.9)	(158.4)	12.5	(118.4)	(27.5)
Equity value of GCAP's share	724.5	677.2	47.3	710.4	14.1

### **IMPLIED LTM EV/EBITDA DEVELOPMENT** (incl. IFRS 16)



### **ADJUSTED NET DEBT TO EBITDA<sup>2</sup>**





**Georgia Capital PLC |** 1. The independent valuations of the large and investment portfolio companies are performed on a semi-annual basis. In 4Q22, our private large and investment portfolio companies were valued externally by a third-party independent valuation firm. 2. Includes the application of the minority buyout agreement.



### **HOSPITALS BUSINESS OVERVIEW**

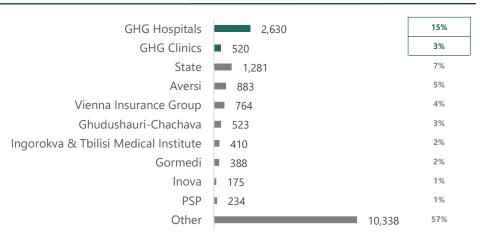


### **State healthcare spending,** *GEL millions*



- Since 2020 Government spending increased to manage the COVID -19 in the country
- Country's expenditure on healthcare – 3.7% of GDP in 2020 (from 2.4% in 2019)
- Government spending on healthcare accounts c.13% of total budget in 2021

### Market share by number of beds<sup>1</sup>



- The largest healthcare service provider in Georgia: 15% market share by number of hospital beds.
- Covering 3/4 of Georgia's population.

### Key focus areas in medium and long-term



**Quality projects** 

Healthcare spending as a % of total state spending

State Healthcare Spending - UHC

3 Improved key operational data

4 Digitalisation of clinical processes

Ambulance, oncology centre, transplantology center, radiology hub, medical tourism clinical trials, post COVID programmes

Nursing reform/CRM development/Quality education programmes

Automatisation of clinical processes in hospitals/Digitalisation of clinical KPIs/Use of statistical methods

Inpatient/Outpatient/Clinical/Employee and customer satisfaction

### **Next 5-year targets**

**EBITDA CAGR 10%+** 

**EBITDA TO OPERATING CASH c.85%+** 

**ROIC:** c.13%+



### **HOSPITALS BUSINESS OVERVIEW (CONT'D)**



#### **CASH FLOW** HIGHLIGHTS1 **4Q22** FY22 Operating cash flow **GEL 10.2m GEL 28.6m** Change y-o-y -33.2% -49.9% **EBITDA** to cash conversion 71.7% 54.2% Change y-o-y -22.5ppts -17.1ppts Free cash flow **GEL 11.1m GEL** (1.5)m Change y-o-y -54.2% NMF

**Bed occupancy rate** 



16

**Number of referral hospitals** 

2,524

**Number of referral hospital beds** 

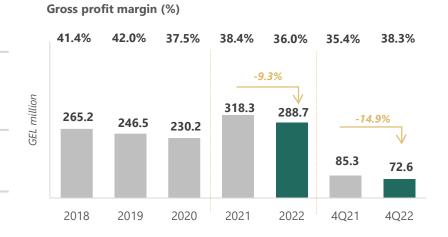
**KGEL 115.2** 

Revenue per referral bed

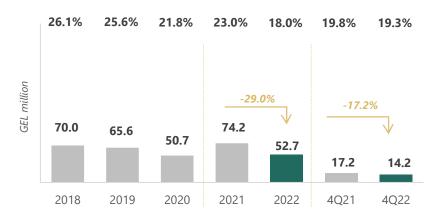
**72** 

**Emergency cars**In Tbilisi and regions





### EBITDA margin (%)<sup>1</sup>



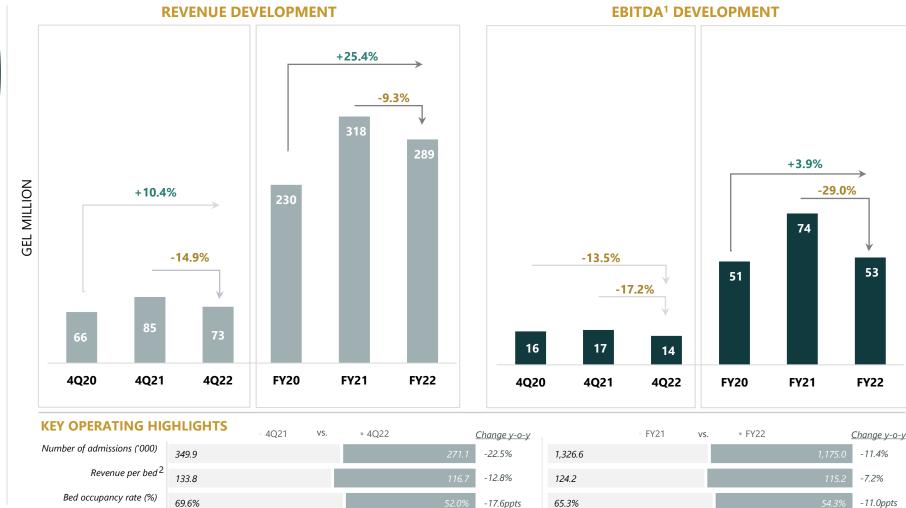
## HOSPITALS BUSINESS OPERATING PERFORMANCE OVERVIEW





#### **KEY DRIVERS**

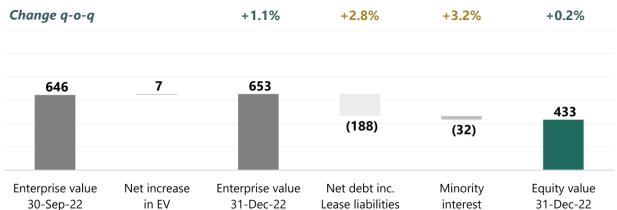
- A y-o-y decrease in 4Q22 and FY22 revenue and EBITDA reflects:
  - the suspension of COVID contracts by the Government in 1Q22,
  - the temporary closure of Iashvili Hospital due to the mandatory renovation works,
  - the absence of revenues from the Traumatology Hospital, which was divested in April 2022.
- Adjusted for the temporary closure of Iashvili Hospital and the absence of revenues from the Traumatology Hospital, the 4Q22 revenue was down by 7.7% y-o-y, while the 4Q22 EBITDA was up by 3.5% y-o-y.
- In FY22, the business paid GEL 13.0 million dividends to GCAP.





### VALUE DEVELOPMENT OVERVIEW | 4Q22

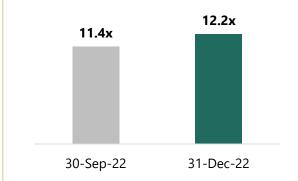
(GEL MILLION)



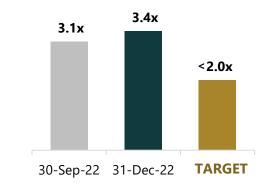
### **VALUATION HIGHLIGHTS**<sup>1</sup>

GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
Enterprise value	653.3	646.2	7.1	791.5	(138.2)
LTM EBITDA	53.6	56.7	(3.1)	75.1	(21.5)
Implied EV/EBITDA multiple	12.2x	11.4x	0.8x	10.5x	1.7x
Net debt incl. lease liabilities	(188.1)	(182.9)	(5.2)	(178.4)	(9.7)
Equity value of GCAP's share	433.2	432.2	1.0	573.8	(140.6)

### IMPLIED LTM EV/EBITDA DEVELOPMENT (incl. IFRS 16)



### **NET DEBT TO EBITDA**







### **P&C INSURANCE BUSINESS OVERVIEW**

#### **INVESTMENT RATIONALE**

- Significantly underpenetrated insurance market in Georgia (0.8% penetration in property and casualty insurance market).
- Market leader with a powerful distribution network of point of sale and sales agents.

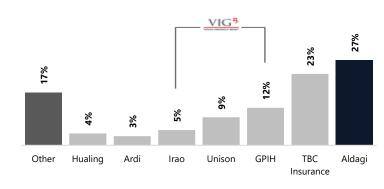
#### **VALUE CREATION POTENTIAL**

- Compulsory border MTPL effective from 1 March 2018.
- Local MTPL expected to kick in and provide access to untapped retail CASCO insurance market with only 5% existing penetration.
- Increasing footprint in untapped MSME sector, where Aldagi's gross revenues have grown by 38% y-o-y in 4Q22 (from GEL 0.7 million to GEL 1.0 million) and by 43% y-o-y in FY22 (from GEL 2.5 million to GEL 3.5 million).
- Digitalisation.
- Undisputed leader in providing insurance solutions to corporate clients.

#### **OWNERSHIP**

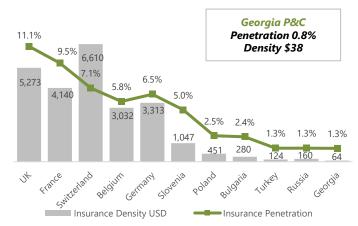
• P&C Insurance is 100% owned through Aldagi.

### MARKET SHARE 9M22 (GROSS PREMIUMS WRITTEN)



Source: Insurance State Supervision Service of Georgia

### **INSURANCE PENETRATION & DENSITY**



Note: Penetration and density are stated including healthcare insurance (as of latest available data).

Source: Swiss Re Institute

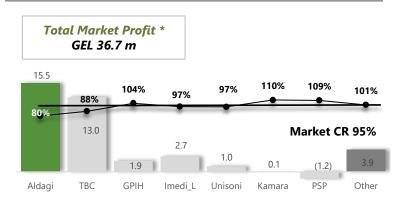
### GEORGIA CAPITAL

### MARKET & ALDAGI GROSS PREMIUMS WRITTEN<sup>1</sup> (GEL MILLION)



Source: Insurance State Supervision Service of Georgia

### **MARKET PL & COMBINED RATIO | 9M22**



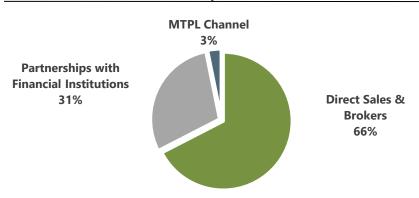
\* Market data is based on net profits reported to regulatory body and does not represent IFRS amounts, except for Aldaqi and TBC



### **P&C INSURANCE BUSINESS OVERVIEW**

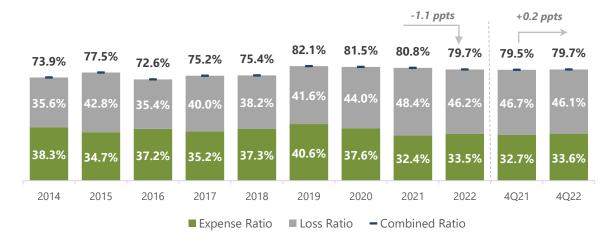


### **Distribution Mix (GPW %) | FY22**

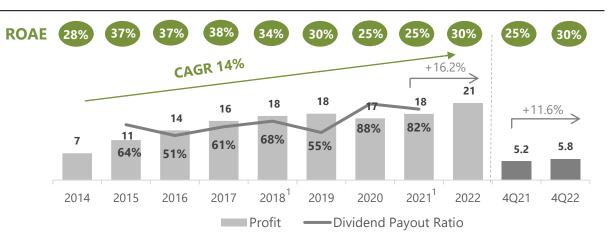


Operating Metrics	4Q22	FY22
Number of policies written (corporate)	18,990	85,236
Change (y-o-y)	-2.1%	-2.6%
Number of policies written (retail)	42,827	165,773
Change (y-o-y)	21.6%	13.2%
Number of claims reported	3,882	16,522
Change (y-o-y)	-5.1%	-13.6%

#### **COMBINED RATIO**



### **PROFIT & DIVIDEND PAYOUT RATIO**



## INSURANCE BUSINESS OPERATING PERFORMANCE OVERVIEW





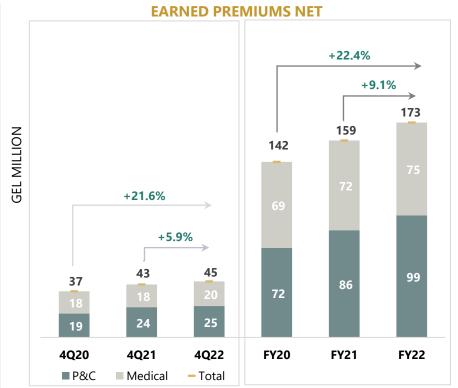
### **KEY DRIVERS**

### **P&C Insurance**

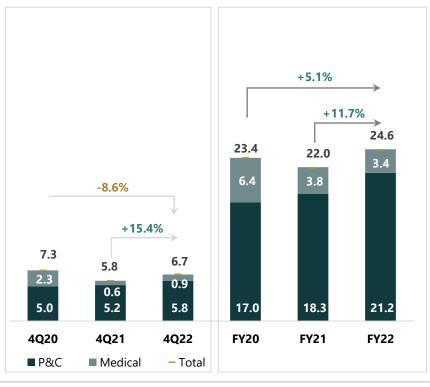
- Increase in earned premiums net is mainly driven by the growth in the credit life, agricultural and border MTPL insurance lines.
- The combined ratio remained largely flat, reflecting a) improvements in loss ratio due to robust revenue growth, and reduction in both COVID-19-related credit life insurance and Agro insurance claims, and b) increased expense ratio reflecting inflation and business growth.
- The business paid GEL 7.4 million dividends to GCAP in 4Q22 (GEL 14.7 million in FY22).

### **Medical Insurance**

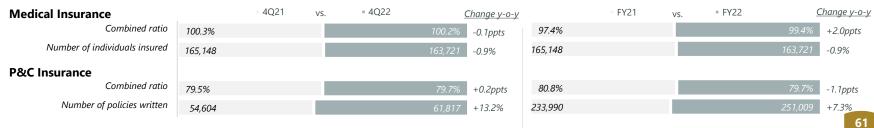
- The performance in 4Q22 and FY22 reflects c.5% increase in the price of insurance policies.
- The business paid GEL 1.0 million dividend to GCAP in FY22.







### **KEY OPERATING HIGHLIGHTS**

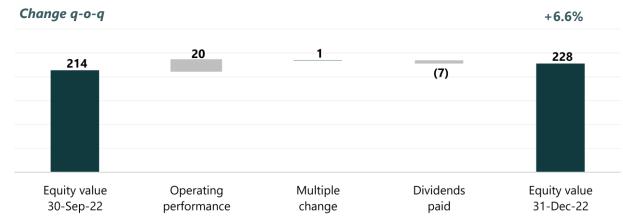




## P&C INSURANCE BUSINESS VALUATION OVERVIEW

### **VALUE DEVELOPMENT OVERVIEW | 4Q22**

(GEL MILLION)



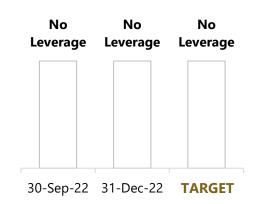
### **VALUATION HIGHLIGHTS<sup>1</sup>**

GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
LTM Net income <sup>2</sup>	21.2	20.0	1.2	17.6	3.6
Implied P/E multiple	10.7x	10.7x	-	12.0x	(1.3x)
Equity value	228.0	213.9	14.1	211.5	16.5
LTM ROAE <sup>3</sup>	29.5%	28.1%	+1.4 ppts	24.7%	+4.8 ppts

### IMPLIED LTM P/E MULTIPLE DEVELOPMENT



### **NET DEBT TO EBITDA**







### RENEWABLE ENERGY BUSINESS OVERVIEW



#### **INVESTMENT RATIONALE**

- Growth in electricity consumption has been ~3.3x more in TWhs than growth in electricity supply since 2010, resulting in increased deficit.
- Favorable supply-demand dynamics pushing the power prices up.
- Georgia is on track to the harmonization of the current energy market structure with EU directives leading to a liquid, competitive and transparent market.
- Natural cash flow hedge with fully dollarised revenues.

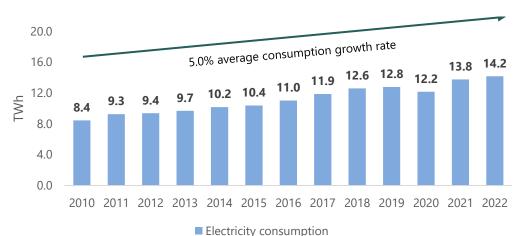
#### **VALUE CREATION POTENTIAL**

- Opportunity to establish a renewable energy platform with up to ~240MW operating capacity over the medium term and capitalize on favorable electricity market conditions.
- Diversified portfolio of hydro and wind power plants with c. 40%+ capacity factors, benefiting from favorable mix of merchant sales and government PPAs, providing high visibility and significant upsides.
- High margins and dollar-linked cash flows.
- Availability of competitive green funding from local and international capital markets for pipeline projects.
- Stable dividend provider capacity in the medium term.

#### **OWNERSHIP**

• Renewable Energy is 100% owned by Georgia Capital.

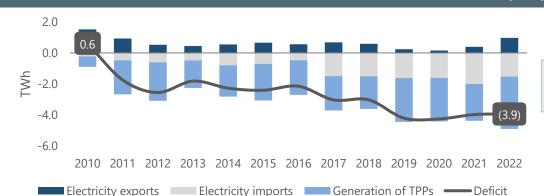




### 21.5% of total consumption

- produced by gas-fired TPPs, 9.7% imported.
- 2022 electricity consumption up by 16.7% and 3.1% from 2019 and 2020 respectively
- More than 30% of consumed electricity was either import or generated by gas-fired TPPs
- In 2022 weighted average ESCO balancing price reached 55.5 US\$/MWh, up by 12.7% y-o-y

### **ELECTRICITY IMPORT AND EXPORT DYNAMICS (TWh)**

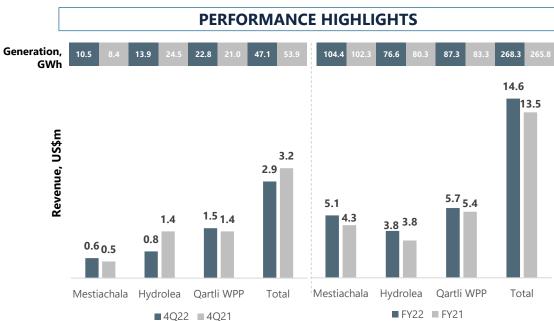


 2022 net electricity deficit stood at 3.9 TWh, whereas in 2010, electricity surplus was at 0.6 TWh



### RENEWABLE ENERGY BUSINESS OVERVIEW (CONT'D)





#### \*2021 revenue excludes BI reimbursement

### RENEWABLE ENERGY PROJECTS OVERVIEW | 31 DECEMBER 2022

Commissioned projects	Installed capacity (MWs)	Gross capacity factor (P50)	PPA expiration		
Mestiachala HPP	30.0	40%	1H34	5.5	72%
Hydrolea HPPs	20.4	70%	1H22-2H28	5.5-5.6	79%
Qartli Wind Farm	20.7	47%	2H29	6.5	85%
Total operating	71.1				
Late-stage pipeline p	orojects				
Zoti HPP	46.0	43%	TBD	5.1	68%
Darchi HPP	18.0	55%-60%	1H34	5.7	76%
Tbilisi Wind Farm	54.0	37%-40%	TBD	TBD	82%
Kaspi Wind Farm	54.0	37%-40%	TBD	TBD	84%
Total pipeline	172.0				
Total	243.1				

Note 1: Mestiachala HPP was commissioned in 1H19; Qartli Wind Farm and Hydrolea HPPs were acquired in 2H19 by GCAP Target commissioning date of Darchi HPP is 1H24

Note 2: PPA terms for Tbilisi and Kaspi WPPs are under the discussion with the Government of Georgia.

### **FINANCIAL HIGHLIGHTS**

	4Q22	FY22
EBITDA (US\$ million)	1.9	11.2
Change (y-o-y)	-20.5%	+7.9%
EBITDA margin, %	67.0%	76.6%
Change (y-o-y)	-7.9ppts	+0.9 ppts

	4Q22	FY22
Cash flow from operations (US\$ million)	3.3	11.3
Change (y-o-y)	-11.3%	+12.9%
Average sales price in (US\$/MWh)	60.3	54.3
Change (y-o-y)	+ 1.8%	+7.1%
Dividend payment (US\$ million)	0.7	2.8
Change (y-o-y)	-61.3%	-55.5%

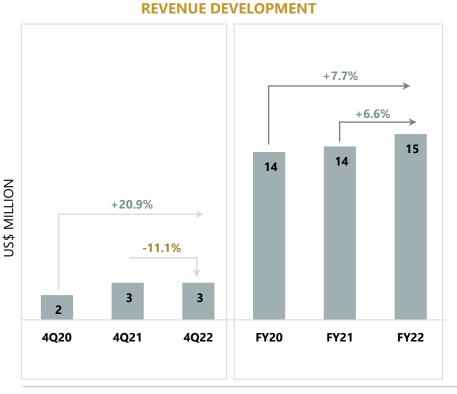
## RENEWABLE ENERGY BUSINESS OPERATING PERFORMANCE OVERVIEW

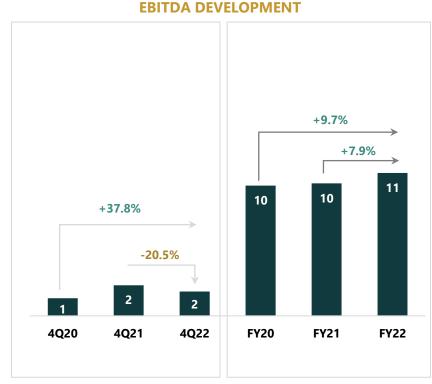


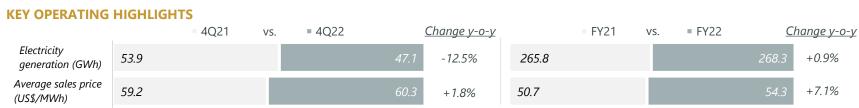


### **KEY DRIVERS**

- A y-o-y decrease in revenue and EBITDA in 4Q22 reflect the net impact of:
  - ➤ A 43.3% y-o-y decrease in electricity generation at Hydrolea HPPs as two of the power-generating units were temporarily taken offline due to previously planned rehabilitation works;
  - ➤ A 23.8% and 8.8% y-o-y increase in electricity generation at Mestiachala 2 HPP and Qartli Wind Farm due to the favourable weather condition in 4Q22;
  - ➤ A 1.8% y-o-y increase in the average electricity selling price (at 60.3 US\$/MWh in 4Q22).
- The business paid US\$ 0.7 million (GEL 1.9 million) dividends in 4Q22 (US\$ 2.8 million, GEL 8.1 million in FY22).





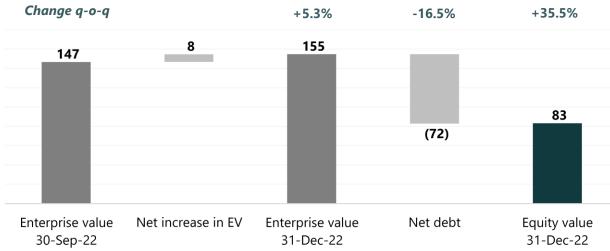




## RENEWABLE ENERGY BUSINESS VALUATION OVERVIEW

### **VALUE DEVELOPMENT OVERVIEW | 4Q22**

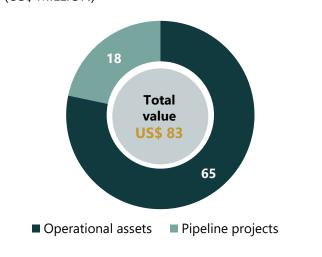
(US\$ MILLION)



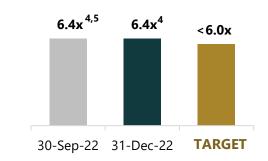
### **VALUATION HIGHLIGHTS<sup>1</sup>**

US\$ million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
Enterprise value	154.7	146.9	7.8	138.3	16.4
EBITDA <sup>3</sup>	12.2	12.3	(0.1)	11.3	0.9
Implied EV/EBITDA multiple	11.4x	10.7x	0.7x	11.1x	0.3x
Investments at cost (EV) <sup>2</sup>	15.1	14.6	0.5	13.5	1.6
Net debt	(71.4)	(85.5)	14.1	(82.3)	10.9
Equity value	83.3	61.4	21.9	55.9	27.4

### **EQUITY FAIR VALUE COMPOSITION AT 31-DEC-22** (US\$ MILLION)



### **NET DEBT TO EBITDA**





**Georgia Capital PLC |** 1. The independent valuations of the large and investment portfolio companies were valued externally by a third-party independent valuation firm. 2. Investments at cost included the pipeline projects. 3. Implied EV/EBITDA is calculated based on normalised LTM EBITDA. 4. Ratio is calculated in US\$ terms. 5. Net debt excludes US\$10 million financing provided to Renewable energy, which was converted into equity in 4Q22.



### **EDUCATION BUSINES OVERVIEW**



#### **INDUSTRY INVESTMENT RATIONALE**

- Highly fragmented general education market with consolidation opportunity.
- Market with strong growth potential.
- Low dependency on the Government.
- High resilience to crisis.
- High quality and predictable revenue.
- Strong profitability.
- CAPEX efficient business.
- Positive ESG impact.

#### **VALUE CREATION POTENTIAL**

- Scaling up to capacity of 22,000 learners through expansion plans in existing schools, greenfield projects and M&As by 2025.
- Strong organic growth at existing schools is expected to drive solid growth in run-rate EBITDA, on top of expansion plans, greenfield projects and M&As by 2025.
- Eventual growth of potential EBITDA with GEL 40m will be fulfilled through building out eventual learner capacity, reaching run-rate utilization and sustaining revenue per learner growth.
- Stable dividend provider capacity in the medium terms.

#### **OWNERSHIP**

 Majority stakes (70%-90%) across different schools.

### **TARGETING FOR 2025...**

EBITDA margin

Currently: 30%+

**Equity Value**GEL 0.5bln

Currently: GEL 164mln

3 ROIC 20%+

Currently: 20%+

Ramp-up of new capacity
3-5 years

### ...THROUGH

REMAINING GCAP NEW EQUITY INVESTMENT USD mi	2 Ilion	BUILT LEARN CAPACITY	
TOTAL REMAINING INVESTMENT, in USDm	53	CAPACITY, in thous	
Debt	17	<b>Currently operation</b>	
Equity	36	campuses	
Reinvestment	12	Secured pipeline pr	
GCAP new equity investment	22	M&A	
Minority equity investment	2	Out of 22k capacity: 14 4.6k Midscale; 1.9k Prem International	

	BUILT LEARNER CAPACITY	2	EBITDA 50	
n	thousa	nd	GEL milli	ion
	TOTAL BUILT LEARNER CAPACITY, in thousands 2	1.9	TOTAL EBITDA, in GELm	50
,	Currently operational campuses	5.7	Currently operational campuses	21
	Secured pipeline projects 2	2.4	As of 2021-22 academic year	12
,	M&A 1	3.8	Organic growth	9
	<b>Out of 22k capacity:</b> 14.9k Afford 4.6k Midscale; 1.9k Premium; 0.6k	able;	Secured pipeline projects	9
	International		M&A	20

- With new equity investment of USD 22m GCAP can expand to 22k learner capacity and generate GEL 50m EBITDA by 2025 through: (1) currently operational campuses (2) secured pipeline projects and (3) M&A
- Out of USD 22m new equity investment, USD 21m is attributable to M&A and USD 1m is attributable to investments in secured pipeline projects with operational schools
- In addition to USD 22m new equity investment by GCAP, growth will be financed through, reinvestments, debt, and equity contribution by minorities - total remaining investment for Education business is USD 53m

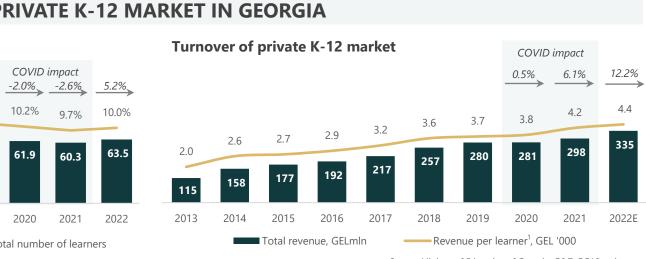




### **EDUCATION BUSINESS OVERVIEW (CONT'D)**

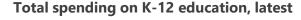


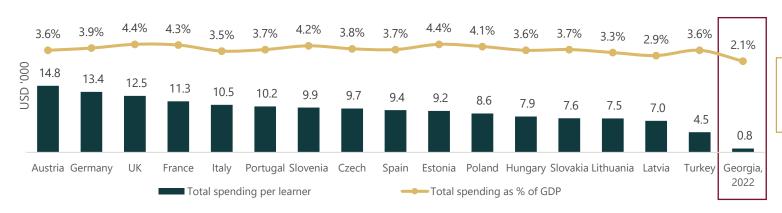
Operating highlights	As of 31-Dec-22							P	RIVA	TE K-	-12
Canacity utilization	73.4%	Numb	er of le	earners	in priv	ate K-1	I2 mar	ket			
Capacity utilization,  Change (y-o-y)	+11.2 ppts			3	3.4% CAG	R '13-19		<b>→</b>	COVID -2.0%	impact2.6%	5.
Number of learners	4,162	9.3%	9.7%	10.0%	9.9%	10.1%	10.4%	10.7%	10.2%	9.7%	10
Change (y-o-y)	+32.2%	51.6	53.9	55.4	56.1	57.6	60.8	63.2	61.9	60.3	6
Learner to teacher ratio	8.7										
Change (y-o-y)	+9.7%	2013	2014	2015	2016	2017	2018	2019	2020	2021	2



Source: Ministry of Education of Georgia, G&T, GCAP estimates

Financial highlights	4Q22	FY22		
EBITDA	GEL 5.1m	GEL 13.6m		
Change (y-o-y)	+2.7%	+34.8%		
EBITDA margin	36.9%	32.0%		
Change (y-o-y)	-5.5 ppts	-0.4 ppts		
Cash flow from operations	GEL 1.0m	GEL 16.5m		
Change (y-o-y)	+44.0%	+38.5%		
Net debt	GEL 16.0m	GEL 16.0m		
Change (y-o-y)	-2.8%	-2.8%		





\_5.2%

63.5

2022

**Demand on private education** is trending globally, growth attributable to regions with lower spending on Education

Source: OECD, Ministry of Finance of Georgia

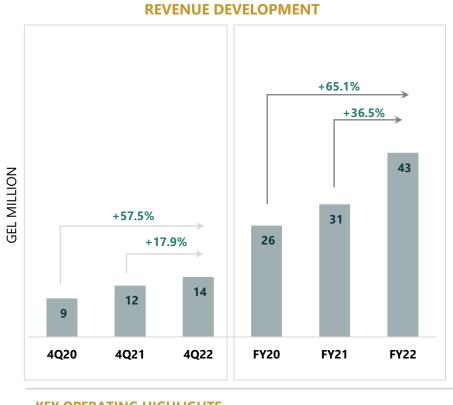
## EDUCATION BUSINESS OPERATING PERFORMANCE OVERVIEW

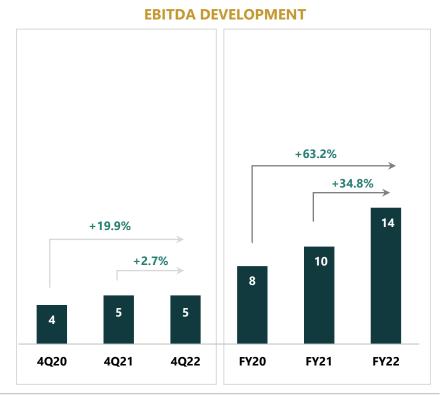


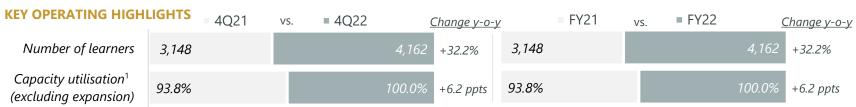


#### **KEY DRIVERS**

- Increase in revenues reflect strong intakes and a ramp-up of the utilization.
- EBITDA margin was down by 5.5 ppts y-o-y in 4Q22 (EBITDA up by 2.7% y-o-y in 4Q22), reflecting:
  - Fewer academic days at our premium schools in 4Q22 compared to 4Q21.
  - Increased operating expenses (up by 29.1% y-o-y in 4Q22), resulting from inflation and expansion of the business.
- In 2022, the education business increased its capacity by 610 learners to 5,670 learners.
- The utilisation rate for the total 5,670 learner capacity was 73.4%, up 11.2 ppts y-o-y as of 31-Dec-22.

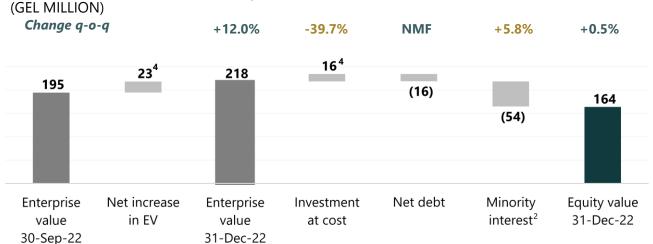








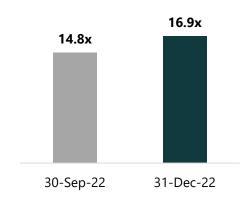
### **VALUE DEVELOPMENT OVERVIEW | 4Q22**



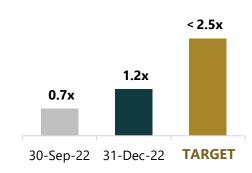
### **VALUATION HIGHLIGHTS<sup>1</sup>**

GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
Enterprise value	218.2	194.8	23.4	139.9	78.4
EBITDA <sup>3</sup>	12.9	13.2	(0.3)	11.2	1.7
Implied EV/EBITDA multiple	16.9x	14.8x	2.1x	12.5x	4.4x
Net debt	(16.3)	(7.4)	(8.9)	(8.4)	(7.9)
Investments at cost	16.3	27.1	(10.8)	34.9	(18.6)
Total equity value of GCAP's share	164.2	163.4	0.8	129.8	34.4

### LTM EV/EBITDA DEVELOPMENT



### **NET DEBT TO EBITDA**





**Georgia Capital PLC** | 1. The independent valuations of the large and investment portfolio companies are performed on a semi-annual basis. In 4Q22, our private large and investment portfolio companies were valued externally by a third-party independent valuation firm. 2. GCAP has different ownership stakes across schools (70-90%). 3. Implied EV/EBITDA is calculated based on LTM EBITDA of schools; functional currency adjustment is applied where applicable. 4. Increase in EV (and related decrease in investment at cost) reflects the first-time valuation of the recently acquired/launched schools in the affordable segment, which were previously valued at cost.

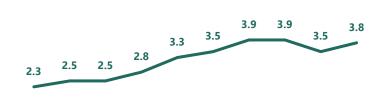


### **CLINICS & DIAGNOSTICS BUSINESS OVERVIEW**



### HIGH GROWTH PROSPECTS IN THE CLINICS BUSINESS

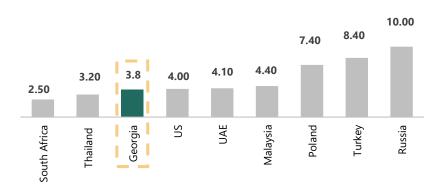
### **Outpatient visits per capita, Georgia**



2009 2010 2011 2012 2013 2014 2015 2016 2017 2018

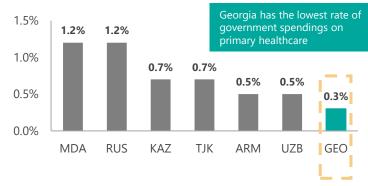
Source: NCDC statistical yearbook 2018

### **Outpatient encounters per capita**



Source: Frost and Sullivan Analysis 2017

### **Government Expenses on Primary Care VS GDP**



Source: WHO regional office for Europe

### **MEDIUM TERM OBJECTIVES**

### **Clinics & Polyclinics**

- Adding new services
- Geographic expansion
- Developing distance channels
- Sustainable growth of clinical & service quality
- Adding customer base

### **Diagnostics**

- > Expansion of retail
- Attracting B2B clients
- > Improved logistics
- > JCI and CAP accreditation
- Digitalisation

Combined financial targets for Clinics and Diagnostics for the next 5-years (2021-2026)

### **DOUBLE DIGIT REVENUE CAGR**

**EBITDA C.GEL 35-40 MILLION+** 



### **CLINICS & DIAGNOSTICS BUSINESS OVERVIEW (CONT'D)**



### **CLINICS**

### **DIAGNOSTICS (FY22)**

2.5

19

### **Community Clinics**

Outpatient and basic inpatient services in regional towns and municipalities

21%

Market share by registered patients

353

**Number of community clinics beds** 

### **Polyclinics**

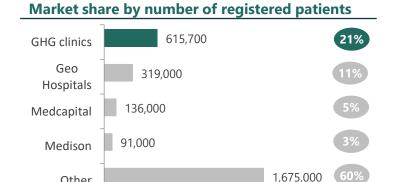
Outpatient diagnostic and treatment services in Tbilisi and major regional cities

276,955

**Registered patient in Tbilisi** 

615,664

Registered patient in Georgia



### 1.0 million

Number of patients served

Average number of tests per patient

### 2.4 million

**Number of tests performed** 

Average revenue per test (excluding COVID-19)

28%

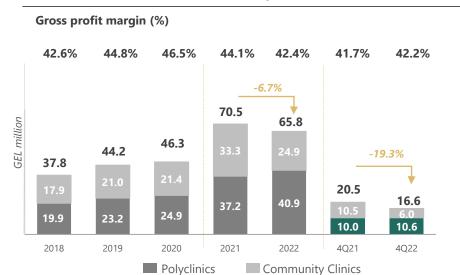
Retail portion in total revenue

30%

**GEL 6.6** 

**COVID** tests portion in total revenue

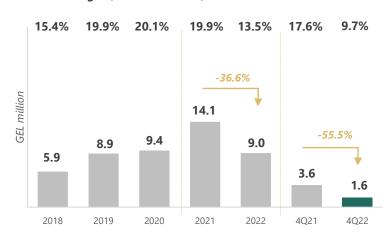
### **NET REVENUE, CLINICS**



### **EBITDA, CLINICS (excl. IFRS 16)**

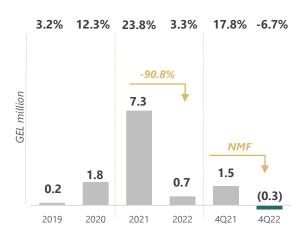
#### EBITDA margin (%, excl. IFRS 16)

Other



### **EBITDA, DIAGNOSTICS (excl. IFRS 16)**

EBITDA margin (%, excl. IFRS 16)



# CLINICS & DIAGNOSTICS BUSINESS OPERATING PERFORMANCE OVERVIEW

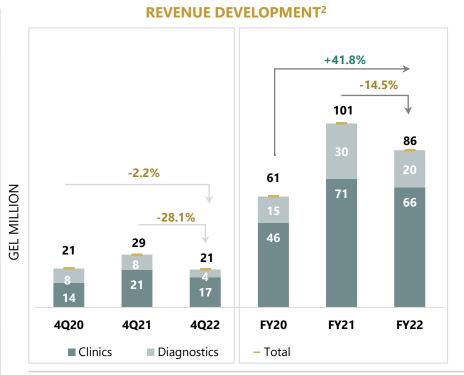


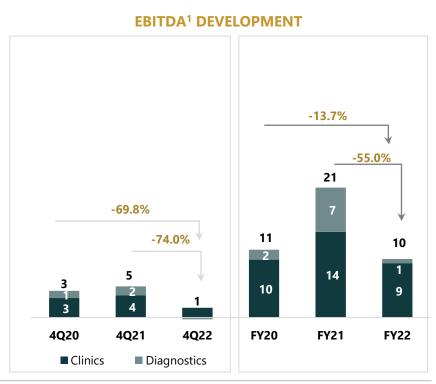


#### **CLINICS & DIAGNOSTICS**

#### **KEY DRIVERS**

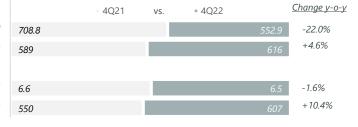
- Similar to the hospitals business, our clinics business was also impacted by the suspension of COVID contracts by the Government.
- Substantially lower COVID cases during the quarter resulted in a significant decrease in diagnostics business revenues and EBITDA.
- The business is showing initial signs of rebound with a 26.9% and 63.8% y-o-y increase in the revenues from non-COVID related services at our polyclinics and community clinics, respectively, in 4Q22. At our diagnostics business, revenues from regular lab tests increased by 8.6% y-o-y in 4Q22.

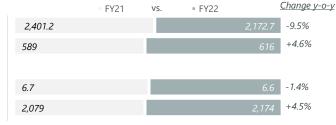




#### **KEY OPERATING HIGHLIGHTS**

Clinics	
Number of admissions ('000)	
Number of registered patients ('000)	
Diagnostics	
Average revenue per non-covid test (GEL)	
Number of non-covid tests performed ('000)	





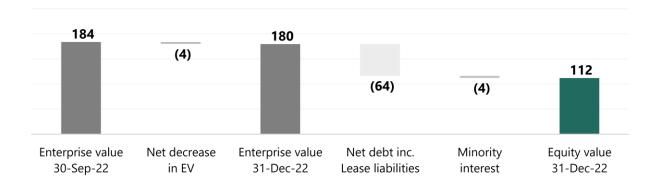


# CLINICS & DIAGNOSTICS BUSINESS VALUATION OVERVIEW

#### **VALUE DEVELOPMENT OVERVIEW | 4Q22**

(GEL MILLION)

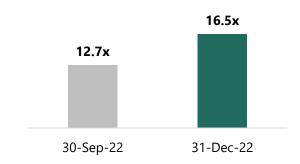
Change q-o-q -2.2% +0.7% +9.4% -4.1%



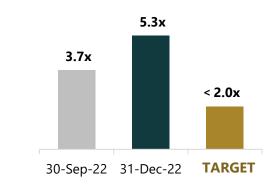
#### **VALUATION HIGHLIGHTS<sup>1</sup>**

GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
Enterprise value	179.9	183.9	(4.0)	211.6	(31.7)
LTM EBITDA	10.9	14.5	(3.6)	22.3	(11.4)
Implied EV/EBITDA multiple	16.5x	12.7x	3.8x	9.5x	7.0x
Net debt incl. lease liabilities	(63.8)	(63.3)	(0.5)	(48.1)	(15.7)
Equity value of GCAP's share	112.2	117.0	(4.8)	158.0	(45.8)

## **IMPLIED LTM EV/EBITDA DEVELOPMENT** (incl. IFRS 16)



#### **NET DEBT TO EBITDA**





**Georgia Capital PLC |** 1. The independent valuations of the large and investment portfolio companies are performed on a semi-annual basis. In 4Q22, our private large and investment portfolio companies were valued externally by a third-party independent valuation firm.

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**01** GEORGIA CAPITAL AT A GLANCE

02 OUR STRATEGY

**13** 4Q22 & FY22 PERFORMANCE OVERVIEW

**04** PORTFOLIO OVERVIEW

**05** MACROECONOMIC OVERVIEW | GEORGIA

06 APPENDICES



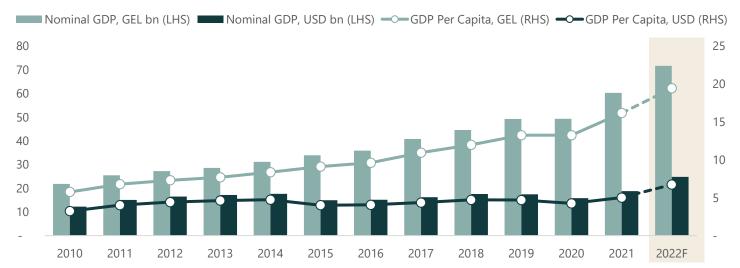
### THE 2<sup>ND</sup> CONSECUTIVE YEAR OF DOUBLE-DIGIT GROWTH



#### PRELIMINARY ECONOMIC GROWTH 10.1% Y-O-Y IN 2022, WITH 4Q22 GROWTH TOTALING 9.5% Y-O-Y



#### NOMINAL GDP IS EXPECTED TO ACCELERATE BOTH IN GEL AND USD TERMS



#### **REAL GDP UP 10.1% Y-O-Y IN 2022**

#### **KEY DRIVERS**

- ➤ Strong external demand supplemented by the migration effect, as remittance inflows grew by 86% y-o-y in 2022, largely on the back of a surge in inflows from Russia, while merchandise exports increased by 32% y-o-y in 2022, and tourism revenues reached 108% of 2019 levels in 2022, including 135% in 2H22;
- ➤ Continued credit expansion (up 12.1% y-o-y in December w/o the exchange rate effect) both in retail and business sectors, despite the tight monetary stance and rising FX interest rates, aiding economic activity;
- ➤ Current expenditures growing by 9% y-o-y and capital expenditures expanding by 22% y-o-y in 2022, facilitated by a 28% growth in fiscal revenues;
- > Strong consumer and business sentiment supporting spending and investment decisions;
- ➤ As a result of the improved macroeconomic environment, Fitch Ratings revised Georgia's sovereign credit rating outlook to positive from stable in January 2023.

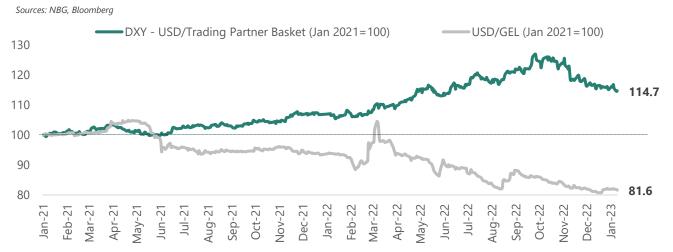
### **GEORGIAN LARI – NOW ABOVE PRE-PANDEMIC LEVELS**



### APPRECIATING SINCE MID-2021, BRIEFLY INTERRUPTED AFTER THE RUSSIAN INVASION OF UKRAINE, GEL HAS NOW STRENGTHENED TO ABOVE PRE-PANDEMIC LEVELS AGAINST USD



#### GEL HAS APPRECIATED AGAINST USD, DESPITE USD STRENGTHENING GLOBALLY



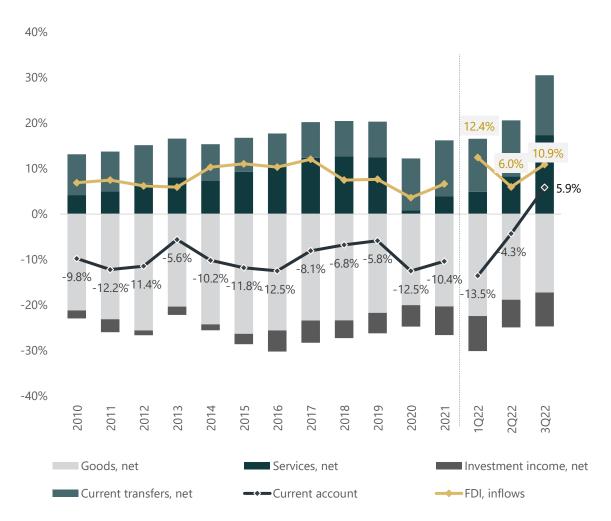
#### **GEL APPRECIATION DRIVERS**

- Record high remittance inflows, increasing by 86% y-o-y in 2022;
- Continued robust performance in merchandise exports, growing by 32% y-o-y in 2022;
- Tourism revenues rebounding to 108% of 2019 level in 2022 (including 135% in 2H22), reflecting the global resumption of travel as well as the migration effect;
- ➤ Tight monetary policy (cumulative hike of 300 basis points since March 2021 to 11% as of January 2023), supporting stronger GEL and curbing negative expectations;
- Ample FX liquidity in the banking sector, facilitating foreign currency lending;
- Rebounding economic activity and significant interest rate differential aiding accelerated lending in foreign currency, as FX loan growth has remained resilient thus far despite rising FX interest rates.

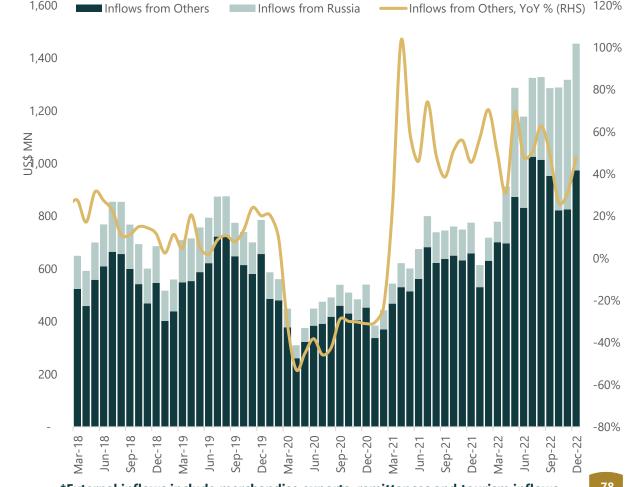
# CURRENT ACCOUNT DEFICIT 2.7% OF GDP IN 9M22 ON THE BACK OF A RECORD-HIGH 6% SURPLUS IN 3Q22



**CURRENT ACCOUNT BALANCE (% OF NOMINAL GDP)** 



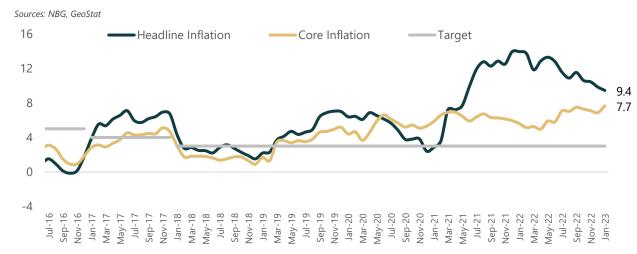
EXTERNAL INFLOWS\* INCREASED BY US\$ 5.6 BN Y-O-Y IN 2022, O/W INFLOWS FROM RUSSIA INCREASED BY US\$ 2.4BN AND INFLOWS FROM OTHER COUNTRIES GREW BY US\$ 3.2 BN



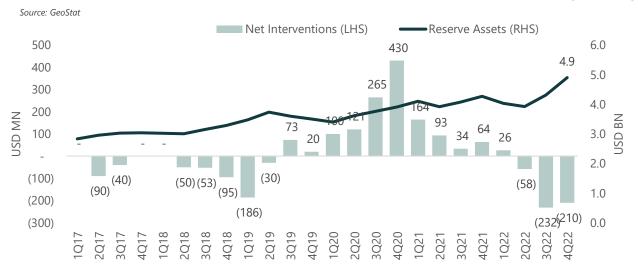
# INFLATION BACK TO SINGLE DIGITS AND EXPECTED TO CONTINUE DECELERATING IN 2023







#### NET NBG INTERVENTIONS ON THE FX MARKET AND OFFICIAL RESERVE ASSETS (US\$ MN)



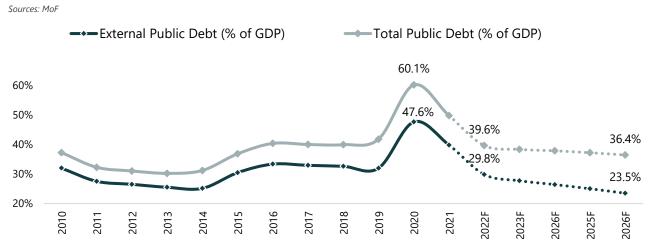
### **DISINFLATION TO CONTINUE IN 2023**

- ➤ Annual inflation reached 9.8% in December 2022 (11.9% on average in 2022) and 9.4% in January 2023, back to single digits after decelerating throughout the year since the peak of 13.9% in January. Disinflation is expected to continue gradually in 2023;
- Food, oil and utility prices were the main drivers of rising prices throughout 2022, albeit pressures have been easing as food and energy prices have been declining at the global markets. With shrinking oil prices already reflected in sustained monthly deflation in the transport sub-group, disinflationary pressures are expected to become more pronounced in 2023;
- Despite GEL strengthening, imported inflation was the most significant driver of rising prices in 2022, with global food and energy prices contributing the most to elevated price pressures. As imported inflation has shrunk, so has overall inflation;
- Supply side price pressures are no longer abated by weak domestic demand, as the economic recovery has been rapid.

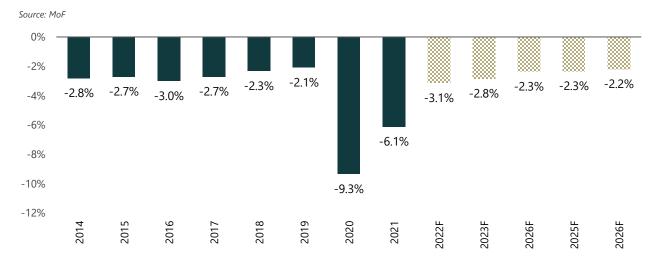
# PUBLIC DEBT PROJECTED TO HAVE FALLEN BELOW 2019 LEVELS IN 2022, WITH THE DEFICIT/GDP RATIO HALVING Y-O-Y







#### **OVERALL BALANCE (IMF MODIFIED), % OF GDP**



#### FISCAL SUPPORT HAS BEGUN MODERATING

- Fiscal support moderated in 2022, with current expenditures growing by 9% y-o-y and capital expenditures expanding by 22% y-o-y in 2022;
- As a result of double-digit economic growth, tax revenues grew by 30% y-o-y in 2022, facilitating a 28% growth in overall fiscal revenues (consolidated budget);
- ➤ The overall fiscal deficit fell by 53% y-o-y in 2022, on the back of a slowdown in expenditures and exceptional revenue performance, while the operating balance improved from GEL -227 mn in 2021 to GEL 2.6 bn in 2022;
- The government projects that the fiscal deficit has shrunk to 3.1% of GDP in 2022, falling under 3% from next year;
- ➤ Public debt is projected to have fallen to under 40% of GDP in 2022, lower than the pre-COVID level of 42% in 2019, with external debt falling to under 30% of GDP, down from 32% in 2019.

80

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### OUR ROBUST CORPORATE GOVERNANCE FRAMEWORK



#### **BOARD OF DIRECTORS COMPOSITION**



**IRAKLI GILAURI, CHAIRMAN & CEO** 

**Experience:** Formerly BGEO Group CEO; Up to 20 years of experience in the banking, investment and finance. BMS in banking from CASS Business School, London; BBS from University of Limerick, Ireland



JYRKI TALVITIE,

INDEPENDENT NON-EXECUTIVE DIRECTOR

**Experience:** 30 years of experience in the banking, including Sberbank, VTB, East Capital and Bank of New York in both buy and sell-side transactions



**MARIA CHATTI-GAUTIER,** 

INDEPENDENT NON-EXECUTIVE DIRECTOR

**Experience:** Over 25 years of experience in private equity in prominent financial institutions. Currently Senior Advisor of Trail Management



MASSIMO GESUA'SIVE SALVADORI,
INDEPENDENT NON-EXECUTIVE DIRECTOR

**Experience:** Currently an analyst at Brook asset management, formerly with McKinsey & Company for over 9 years



**NEIL JANIN,** 

INDEPENDENT NON-EXECUTIVE DIRECTOR

**Experience:** Formerly Chair and Non-Executive Director of BGEO Group, Non-Executive Director of GHG, Director of McKinsey & Company for over 27 years.



DAVID MORRISON,

SENIOR INDEPENDENT NON-EXECUTIVE DIRECTOR

**Experience:** Formerly Director at Sullivan & Cromwell with a track record of over 28 years, Founding CEO of the Caucasus Nature Fund (CNF)



KIM BRADLEY,

INDEPENDENT NON-EXECUTIVE DIRECTOR

**Experience:** Formerly AM at Goldman Sachs, Senior Executive at GE Capital, President of Societa Gestione Crediti, Board Chairman at Archon Capital Deutschland



# GEORGIA CAPITAL'S HIGHLY EXPERIENCED MANAGEMENT TEAM





#### Irakli Gilauri, Chairman & CEO

Irakli Gilauri formerly served as the CEO of BGEO Group from 2011 to May 2018. He joined as CFO of Bank of Georgia in 2004 and was appointed as Chairman of the Bank in September 2015, having previously served as CEO of the Bank since May 2006. Prior, he was an EBRD (European Bank for Reconstruction and Development) banker. Mr Gilauri has up to 20 years of experience in banking, investment and finance. Over the last decade, Irakli's leadership has been instrumental in creating major players in a number of Georgian industries, including banking, healthcare, utilities and energy, real estate, insurance and wine. Holds an MSc in banking from Cass Business School.



#### Avto Namicheishvili, Deputy CEO

In addition to his deputy CEO role at JSC Georgia Capital, Avto also serves as a chairman of the Group's water utility, renewable energy, beverages, housing development and hospitality & commercial real estate businesses. Formerly he was BGEO Group General Counsel. He was General Counsel of the Bank of Georgia from 2007 to 2018 and has played a key role in all of the Group's equity and debt raises on the capital markets, and over 25 mergers and acquisitions. Prior, he was a Partner at a leading Georgian law firm. Holds LLM in an international business law from Central European University, Hungary.



**Irakli Gogia**, CEO at Retail (pharmacy), Hospitals, Medical Insurance and Clinics & Diagnostics Businesses Formerly Deputy CEO, Finance of GHG. Prior to that Irakli was a deputy chairman of the supervisory board of EVEX Medical Corporation and Insurance Company Imedi L. He has ten years of experience in the financial industry. Previously, served as CFO of Insurance Company Aldagi and Liberty Consumer, prior to which he was a senior auditor at Ernst & Young and Deloitte. Holds a Bachelor of Business Administration degree from the European School of Management in Tbilisi.



#### Giorgi Alpaidze, Chief Financial Officer

Formerly BGEO Group CFO. Joined BGEO as Head of Group's Finance, Funding and Investor Relations in 2016. He has extensive international experience in banking, accounting and finance. Previously, he was a senior manager in Ernst & Young LLP's Greater New York City's assurance practice. Holds a BBA from the European School of Management in Georgia. US Certified Public Accountant.



#### la Gabunia, Chief Strategy Officer

Formerly Investment Director at Georgia Capital. Joined BGEO as an Investment Director in 2017. Ia has over ten years of experience in banking and investment management. Prior to joining BGEO Ia served as Head of Corporate Banking at Bank Republic, Société Générale Group. Previously, she held numerous executive positions in leading Georgian companies. Ia holds a BSc degree from London School of Economics and Political Science, UK.



#### Giorgi Ketiladze, Managing Director, Investments

Formerly Investment Officer at BGEO Group. Joined BGEO in 2017. Previously, worked at Deutsche Bank in Corporate Finance department and at KPMG consulting in Germany. Giorgi holds a master's degree from London Business School.



#### Nino Vakhvakhishvili, Chief Economist

Joined Georgia Capital in 2018. Nino is an IMF's Short-term Expert and visiting lecturer at the University of Georgia. Before joining the company, she spent over five years at the National Bank of Georgia. Holds a master's degree in economics from ISET.



#### Levan Dadiani, General Counsel

Formerly Senior Group Lawyer at BGEO Group. Joined BGEO in 2012. Levan has an extensive experience in commercial law, equity investments, corporate and project financing and energy projects. Previously, he was a Partner at a leading Georgian law firm. Holds an LLM degree in International Business Law from University of Texas at Austin, USA.

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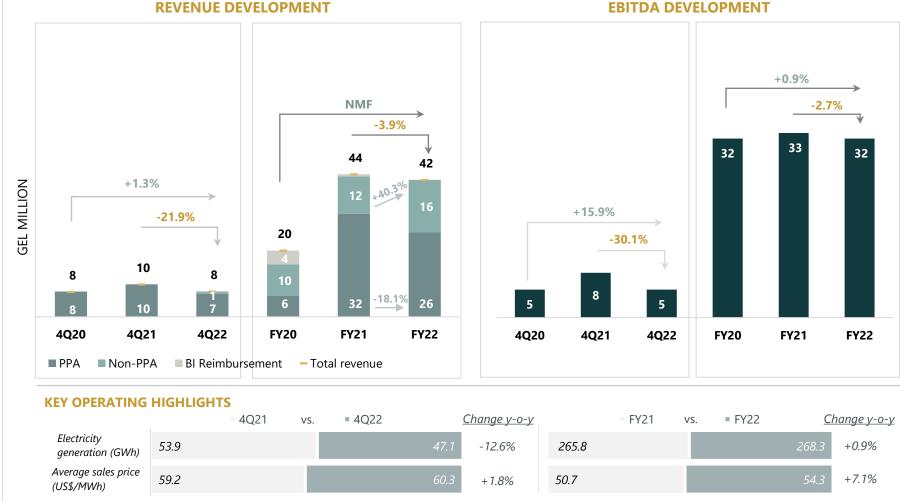
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# RENEWABLE ENERGY BUSINESS OPERATING PERFORMANCE OVERVIEW





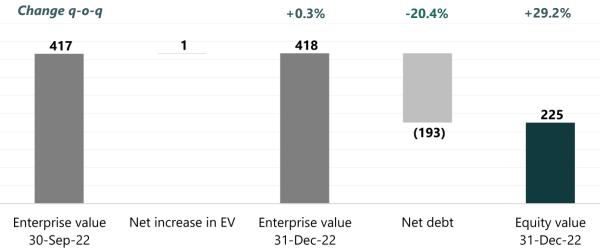




# RENEWABLE ENERGY BUSINESS VALUATION OVERVIEW

#### VALUE DEVELOPMENT OVERVIEW | 4Q22

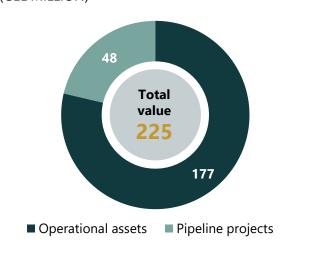
(GEL MILLION)



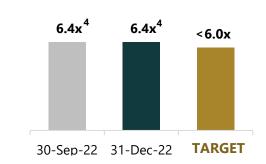
#### VALUATION HIGHLIGHTS<sup>1</sup>

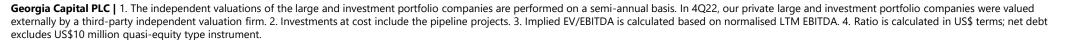
GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
Enterprise value	417.9	416.5	1.4	428.2	(10.3)
EBITDA <sup>3</sup>	32.9	34.9	(2.0)	34.9	(2.0)
Implied EV/EBITDA multiple	11.4x	10.7x	0.7x	11.1x	0.3x
Investments at cost (EV) <sup>2</sup>	40.7	41.5	(8.0)	42.0	(1.3)
Net debt	(192.9)	(242.3)	49.4	(255.0)	62.1
Equity value	225.0	174.2	50.8	173.3	51.7

### **EQUITY FAIR VALUE COMPOSITION AT 31-DEC-22** (GEL MILLION)



#### **NET DEBT TO EBITDA**









#### **EXTERNALLY VALUED**

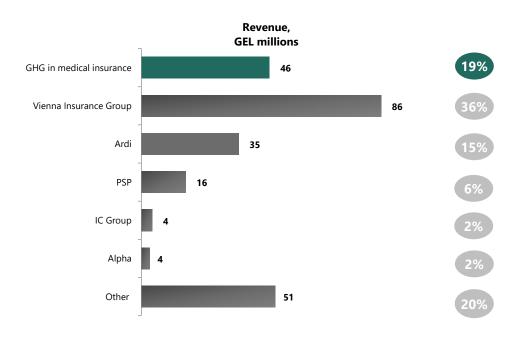


## **MEDICAL INSURANCE BUSINESS OVERVIEW**



**Largest medical insurer in the country** with 19%<sup>1</sup> market share Offering a variety of medical insurance products, with a wide distribution network to the Georgian population

#### Market share by gross premium revenue<sup>1</sup>





#### **BUSINESSES MAJOR GROWTH DRIVERS**

- Growing the number of insured clients
- Enhancing gross profit through the introduction of "fee business" (such as motor Casco distribution, motor Third Party Liability distribution)

### **Medium to long-term targets**

Combined ratio <97%</li>

Georgia Capital PLC | 1. ISSSG as of 3Q22.

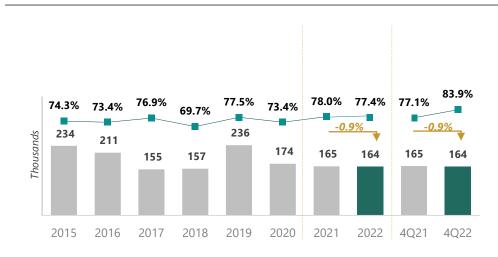
#### **EXTERNALLY VALUED**



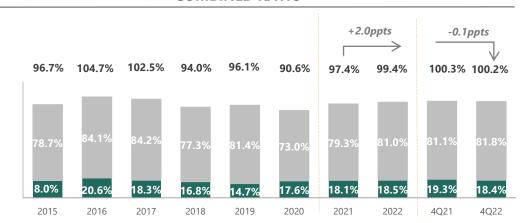
# MEDICAL INSURANCE BUSINESS OVERVIEW (CONT'D)



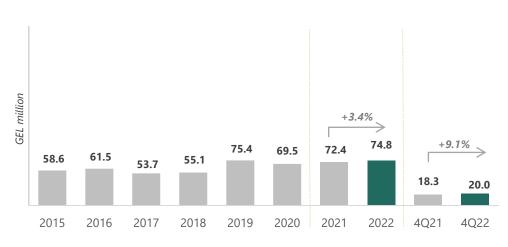
#### **NUMBER OF INSURED & RENEWAL RATE**



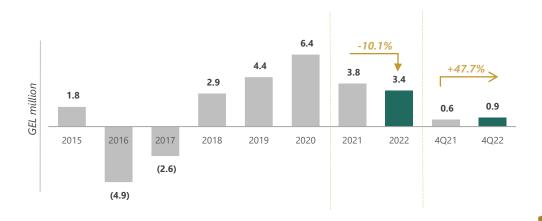
#### **COMBINED RATIO**



#### **REVENUE (NET INSURANCE PREMIUMS EARNED)**



#### **NET PROFIT**

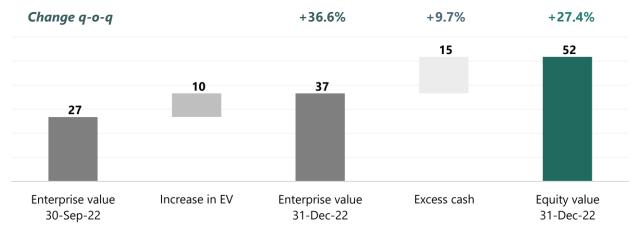




# MEDICAL INSURANCE BUSINESS VALUATION OVERVIEW

#### VALUE DEVELOPMENT OVERVIEW | 4Q22

(GEL MILLION)



#### **VALUATION HIGHLIGHTS<sup>1</sup>**

GEL million, unless noted otherwise	31-Dec-22	30-Sep-22	Change	31-Dec-21	Change
LTM Net income <sup>3</sup>	3.5	3.2	0.3	3.8	(0.3)
Implied P/E multiple <sup>2</sup>	10.6x	8.4x	2.2x	10.8x	(0.2x)
Equity value	51.9	40.7	11.2	56.6	(4.7)
LTM ROAE <sup>2</sup>	10.2%	9.6%	0.6ppts	12.3%	-2.1ppts

#### IMPLIED LTM P/E MULTIPLE DEVELOPMENT<sup>2</sup>



#### **NET DEBT TO EBITDA**

No Leverage	No Leverage	No Leverage
30-Sep-22	31-Dec-22	TARGET



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# PRIVATE PORTFOLIO COMPANIES' DEBT MATURITY PROFILE



GROSS DEBT MATURITY AS OF 31 DECEMBER 2022 (GEL MILLION)	2023	2024	2025	2026+	Total
Large portfolio companies	163.0	88.2	30.8	45.7	327.7
Retail (pharmacy)	27.2	10.8	10.8	16.2	65.0
Hospitals	135.8	77.4	20.0	29.5	262.7
Medical Insurance	-	-	-	-	-
Investment stage portfolio companies	24.3	13.2	12.2	233.4	283.1
Renewable Energy	-	_	0.6	216.0	216.6
Education	4.1	4.3	2.7	11.2	22.3
Clinics and Diagnostics	20.2	8.9	8.9	6.2	44.2
Other businesses	81.9	155.7	26.5	180.6	444.7
Total	269.2	257.1	69.5	459.7	1,055.5

<sup>&</sup>gt; Gross debt of other businesses includes a 2-year US\$ 35 million bonds issued by the housing development business in Oct-22.

## **VALUE CREATION IN PRIVATE PORTFOLIO | 4Q22**



Portfolio Businesses	Operating Performance	Greenfields / buy-outs / exits	Multiple Change and FX	Value Creation in 4Q22
GEL thousand	(1)	(2)	(3)	(1)+(2)+(3)
BoG				250,394
Water Utility				2,000
Total Listed and Observable Portfolio Compa	nies			252,394
Large Portfolio Companies	(26,291)	-	107,220	80,929
Retail (pharmacy)	(5,757)	-	53,036	47,279
Hospitals	(44,417)	-	45,383	966
Insurance (P&C & Medical)	23,883	-	8,801	32,684
Investment Stage Portfolio Companies	(36,790)	-	57,075	20,285
Renewable energy	8,105	-	16,934	25,039
Education	(4,997)	-	5,021	24
Clinics and Diagnostics	(39,898)	-	35,120	(4,778)
Other Portfolio Companies	(32,264)	-	8,088	(24,176)
Total Private Portfolio Companies	(95,345)	-	172,383	77,038
Total Portfolio	(95,345)	-	172,383	329,432

329.4

**GEL MILLION** 

TOTAL VALUE CREATION IN 4Q22

252.4

**GEL MILLION** 

VALUE CREATION IN 4Q22 FROM THE LISTED AND OBSERVABLE

**PORTFOLIO COMPANIES** 

77.0

**GEL MILLION** 

VALUE CREATION IN 4Q22 FROM THE PRIVATE PORTFOLIO COMPANIES

## **VALUE CREATION IN PRIVATE PORTFOLIO | FY22**



Portfolio Businesses	Operating Performance	Greenfields / buy-outs / exits	Multiple Change and FX	Value Creation in FY22
GEL thousand	(1)	(2)	(3)	(1)+(2)+(3)
BoG				190,175
Water Utility				15,608
Total Listed and Observable Portfolio Companies				205,783
Large Portfolio Companies	(133,234)	-	62,506	(70,728)
Retail (pharmacy)	34,828	-	(4,678)	30,150
Hospitals	(221,546)	-	93,939	(127,607)
Insurance (P&C & Medical)	53,484	-	(26,755)	26,729
Investment Stage Portfolio Companies	(41,238)	-	54,504	13,266
Renewable energy	38,576	-	(7,536)	31,040
Education	30,937	-	(2,885)	28,052
Clinics and Diagnostics	(110,751)	-	64,925	(45,826)
Other Portfolio Companies	(141,703)	(13)	27,468	(114,248)
Total Private Portfolio Companies	(316,176)	(13)	144,478	(171,710)
Total Portfolio	(316,176)	(13)	144,478	34,073

34.1

**GEL MILLION** 

# TOTAL VALUE CREATION IN FY22

205.8
GEL MILLION

(171.7) GEL MILLION

VALUE CREATION IN FY22 FROM THE LISTED AND OBSERVABLE PORTFOLIO COMPANIES VALUE REDUCTION IN FY22 FROM THE PRIVATE PORTFOLIO COMPANIES

# NAV STATEMENT | 4Q22



								<b>4</b>			
		1.Value	2a.			3.Operating	4. Liquidity				
GEL thousand unless otherwise noted	30-Sep-22	Creation	Investments	2b. Buybacks	2c. Dividends	Expenses	Management/ FX / Other	31-Dec-22	Change %		
Listed and Observable Portfolio Companies							<u> </u>				
Bank of Georgia (BoG)	598,169	250,394	-	-	(18,100)	-	-	830,463	38.89		
Water Utility	153,000	2,000	-	-	-	-	-	155,000	1.39		
Total Listed and Observable Portfolio Value	751,169	252,394	-	-	(18,100)	-	-	985,463	31.29		
Listed and Observable Portfolio value change %		33.6%	0.0%	0.0%	-2.4%	0.0%	0.0%	31.2%			
Private Portfolio Companies											
Large portfolio companies	1,364,056	80,929	-	-	(7,375)	-	-	1,437,610	5.4%		
Retail (pharmacy)	677,238	47,279	-	-		-	-	724,517	7.09		
Hospitals	432,227	966	-	-	-	-	-	433,193	0.29		
Insurance (P&C and Medical)	254,591	32,684	-	-	(7,375)	-	-	279,900	9.9%		
Of which, P&C Insurance	213,900	21,520	-	-	/= a==:	-	-	228,045	6.6%		
Of which, Medical Insurance	40,691	11,164	-	-	-	-	-	51,855	27.4%		
Investment stage companies	454,580	20,285	28,246	-	(1,960)	-	256	501,407	10.3%		
Renewable Energy	174,192	25,039	27,460	-		-	256	224,987	29.29		
Education	163,432	24	786	-	-	-	-	164,242	0.5%		
Clinics and diagnostics	116,956	(4,778)	-	-	-	-	-	112,178	-4.19		
Others	287,055	(24,176)	10,756	-	-	-	512	274,147	-4.5%		
Private Portfolio Value	2,105,691	77,038	39,002	-	(9,335)	-	768	2,213,164	5.1%		
Private Portfolio value change %		3.7%	1.9%	0.0%		0.0%	0.0%				
Total Portfolio Value	2,856,860	329,432	39,002	-	(27,435)	-	768	3,198,627	12.0%		
Total Portfolio value change %		11.5%	1.4%	0.0%		0.0%	0.0%	12.0%			
Net Debt	(396,060)	-	(11,642)	(14,312)		(5,473)	19,147	(380,905)	-3.8%		
of which, Cash and liquid funds	379,644	-	(11,642)	(14,312)		(5,473)	36,192	411,844	8.5%		
of which, Loans issued	253,286	-	-	-	-	-	(226,456)	26,830	-89.4%		
of which, Gross Debt	(1,028,990)	-	-	-	-	-	209,411	(819,579)	-20.4%		
Net other assets/ (liabilities)	24,004	-	(27,360)	-	-	(5,000)	8,025	(331)	NM		
Share - based compensation	-	-		-	-	(5,000)	5,000		0.0%		
Net Asset Value	2,484,804	329,432	-	(14,312)	-	(10,473)	27,940		13.4%		
NAV change %		13.3%	0.0%	-0.6%		-0.4%	1.1%	13.4%			
Shares outstanding	43,560,733	-	-	(587,271)	-	-	-	42,973,462	-1.39		
Net Asset Value per share	57.04	7.56	0.00	0.45		(0.24)	0.75	65.56	14.9%		
NAV per share change %		13.3%	0.0%	0.8%	0.0%	-0.4%	1.3%	14.9%			

# NAV STATEMENT | FY22



		1.Value	2a.			3.Operating	4. Liquidity		
GEL thousand unless otherwise noted	31-Dec-21	Creation	Investments	2b. Buybacks	2c. Dividends	Expenses	Management/ FX / Other	31-Dec-22	Change %
Listed and Observable Portfolio Companies								-	
Bank of Georgia (BoG)	681,186	190,175	-	-	(40,898)	-	-	830,463	21.9%
Water Utility	-	15,608	139,392	-	-	-	-	155,000	NMI
Total Listed and Observable Portfolio Value	681,186	205,783	139,392	-	(40,898)	-	-	985,463	44.7%
Listed and Observable Portfolio value change %		30.2%	20.5%	0.0%	-6.0%	0.0%	0.0%	44.7%	
Private Portfolio Companies									
Large portfolio companies	2,249,260	(70,728)	(696,960)	-	(44,783)	-	821	1,437,610	-36.1%
Retail (pharmacy)	710,385	30,150	-	-	(16,018)	-	-	724,517	2.0%
Hospitals	573,815	(127,607)	-	-	(13,015)	-	-	433,193	-24.5%
Water Utility	696,960	-	(696,960)	-	-	-	-	-	-100.0%
Insurance (P&C and Medical)	268,100	26,729	-	-	(15,750)	-	821	279,900	4.4%
Of which, P&C Insurance	211,505	30,468	-	-	(14,749)	-	821	228,045	7.8%
Of which, Medical Insurance	56,595	(3,739)	-	-	(1,001)	-	-	51,855	-8.4%
Investment stage companies	461,140	13,266	34,196	-	(8,194)	-	999	501,407	8.7%
Renewable Energy	173,288	31,040	27,854	-	(8,194)	-	999	224,987	29.8%
Education	129,848	28,052	6,342	-	-	-	-	164,242	26.5%
Clinics and diagnostics	158,004	(45,826)	-	-	-	-	-	112,178	-29.0%
Others	224,645	(114,248)	161,753	-	-	-	1,997	274,147	22.0%
Private Portfolio Value	2,935,045	(171,710)	(501,011)	-	(52,977)	-	3,817	2,213,164	-24.6%
Private Portfolio value change %		-5.9%	-17.1%	0.0%	-1.8%	0.0%	0.1%	-24.6%	
Total Portfolio Value	3,616,231	34,073	(361,619)	-	(93,875)	-	3,817	3,198,627	-11.5%
Total Portfolio value change %		0.9%	-10.0%	0.0%	-2.6%	0.0%	0.1%	-11.5%	
Net Debt	(711,074)	-	394,986	(83,108)	93,875	(21,520)	(54,064)	(380,905)	-46.4%
of which, Cash and liquid funds	272,317	-	531,562	(83, 108)	93,875	(21,520)	(381,282)	411,844	51.2%
of which, Loans issued	154,214	-	(136,576)	-	-	-	9,192	26,830	-82.6%
of which, Gross Debt	(1,137,605)	-	-	-	-	-	318,026	(819,579)	-28.0%
Net other assets/ (liabilities)	(21,535)	-	(33,367)	-	-	(18,476)	73,047	(331)	-98.5%
Share - based compensation	-	-	-	-	-	(18,476)	18,476	-	0.0%
Net Asset Value	2,883,622	34,073	-	(83,108)	-	(39,996)	22,800	2,817,391	-2.3%
NAV change %		1.2%	0.0%	-2.9%		-1.4%	0.8%	-2.3%	
Shares outstanding	45,752,362	-	-	(3,442,863)	-	-	663,963	42,973,462	-6.1%
Net Asset Value per share	63.03	0.74	(0.00)	3.16	(0.00)	(0.88)	(0.49)	65.56	4.0%
NAV per share change %		1.2%	0.0%	5.0%	0.0%	-1.4%	-0.8%	4.0%	

# **INCOME STATEMENT | 4Q22 & FY22**



	Incom	ne statement				
GEL '000, unless otherwise noted	4Q22	4Q21	Change	FY22	FY21	Chang
Dividend income	27,435	29,931	-8.3%	93,875	74,362	26.2
Interest income	6,641	6,255	6.2%	32,955	23,140	42.4
Realised / unrealised gain/(loss) on liquid funds / Gain on Eurobonds buybacks	10,437	(2,110)	NMF	(2,717)	(1,142)	NM
Interest expense	(15,521)	(20,353)	-23.7%	(69,774)	(77,392)	-9.89
Gross operating income/(loss)	28,992	13,723	NMF	54,339	18,968	NM
Operating expenses	(10,473)	(9,501)	10.2%	(39,996)	(36,484)	9.69
GCAP net operating income/(loss)	18,519	4,222	NMF	14,343	(17,516)	NM
Fair value changes of portfolio companies						
Listed and observable portfolio companies	234,294	39,546	NMF	164,885	149,628	10.29
Bank of Georgia Group PLC	232,294	39,546	NMF	149,277	149,628	-0.29
Water Utility	2,000	-	NMF	15,608	-	NM
Private portfolio companies	67,703	101,878	-33.5%	(224,687)	532,446	NM
Large Portfolio Companies	73,554	577	NMF	(115,511)	385,967	NM
Of which, Retail (pharmacy)	47,279	92,759	-49.0%	14,132	157,640	-91.09
Of which, Hospitals	966	(150,154)	NMF	(140,622)	2,159	NM
Of which, Water Utility	-	73,822	NMF	-	221,179	NM
Of which, Insurance (P&C and Medical)	25,309	(15,850)	NMF	10,979	4,989	NM
Investment Stage Portfolio Companies	18,325	123,392	-85.1%	5,072	139,636	-96.49
Of which, Renewable energy	23,079	(36,095)	NMF	22,846	(41,463)	NM
Of which, Education	24	1,483	-98.4%	28,052	23,095	21.59
Of which, Clinics and Diagnostics	(4,778)	158,004	NMF	(45,826)	158,004	NM
Other businesses	(24,176)	(22,091)	9.4%	(114,248)	6,843	NM
Total investment return	301,997	141,424	NMF	(59,802)	682,074	NM
(Loss)/income before foreign exchange movements	320,516	145 646	NMF	(AE AEO)	664 550	NM
and non-recurring expenses	320,310	145,646	INIVIE	(45,459)	664,558	INIVI
Transaction costs	-	(21,995)	NMF	-	(21,995)	NM
Net foreign currency loss	20,965	5,132	NMF	47,550	39,615	20.09
Non-recurring expenses	(349)	(539)	-35.3%	(627)	(785)	-20.19
Net (loss)/income (adjusted IFRS)	341,132	128,244	NMF	1,464	681,393	-99.89

### **VALUATION PEER GROUP**





- NEUCA S.A. | Poland
- Sopharma Trading AD | Bulgaria
- S.C. Ropharma S.A. | Romania
- SALUS, Ljubljana, d. d. | Slovenia
- Great Tree Pharmacy Co., Ltd. | Taiwan
- Dis-Chem Pharmacies Limited | South Africa
- Clicks Group Limited | South Africa



#### **HOSPITALS**

- Medicover AB (publ) | Sweden
- EMC Instytut Medyczny SAEMC SA | Poland
- Med Life S.A. | Romania
- Netcare Limited | South Africa
- Mediclinic International plc | South Africa
- MLP Saglik Hizmetleri A.S. | Turkey
- Life Healthcare Group Holdings Limited | South Africa



- Dhipaya Insurance | Thailand
- Zavarovalnica Triglav | Slovenia
- Pozavarovalnica Sava | Slovenia
- Aksigorta | Turkey
- Anadolu Sigorta | Turkey
- Bao Minh Insurance | Vietnam
- Turkiye Sigorta | Turkey



- Powszechny Zaklad Ubezpieczen SA | Poland
- UNIQA Insurance Group AG | Austria
- Ageas SA/NV | Belgium



### EDUCATION

- SISB Public Company Limited | Thailand
- Curro Holdings Limited | South Africa
- Overseas Education Limited | Singapore
- Cairo For Investment & Real Estate Development S.A.E | Egypt
- Cogna Educação S.A. | Brazil
- Colegios Peruanos S.A. | Peru
- Educational Holding Group K.S.C.P | Kuwait
- ADvTECH Limited | South Africa



- EMC Instytut Medyczny SA | Poland
- Med Life S.A. | Romania
- Mediclinic International plc | South Africa
- Medicover AB | Sweden
- Fleury S.A. | Brazil
- Instituto Hermes Pardini S.A. | Brazil

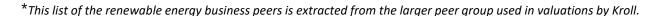


# BCPG Public Company

• ERG S.p.A | Italy

Limited | Thailand

- Polenergia S.A. | Poland
- Terna Energy Societe Anonyme | Greece



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#### **COMPANY INFORMATION**

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