

JET CONTRACTORS SA



Prospectus Summary

Issue of ordinary shares through a capital increase by offsetting liquid and payable debts reserved for AR Corporation and Mr. Amine Daoudi for a maximum amount of MAD 19,999,700

Maximum number of shares to be issued	57,142 new shares
Issue price	MAD 350 /share
Nominal value	MAD 50 /share
Total amount of the transaction premium included	MAD 19,999,700
Subscription period for the capital increase	From August 24th, 2021, to August 26th, 2021

Subscription to this capital increase is reserved for AR Corporation and Mr. Amine Daoudi.

The AMMC-approved prospectus consists of:

Jet Contractors securities note, and the reference document registered by the AMMC on 13/08/2021 under the reference EN/EM/016/2021

Advisor and Global Coordinator The logo for Red Med Finance features a stylized blue and red graphic to the left of the text "RED MED FINANCE" in a serif font.	Collector of Orders, Centralizer and Registration Body The logo for MCP MENA CAPITAL PARTNERS features the letters "MCP" in a large, bold, sans-serif font, with "MENA CAPITAL PARTNERS" in a smaller font below it.
--	---

APPROVAL OF THE MOROCCAN CAPITAL MARKET AUTHORITY (AMMC)

In accordance with the provisions of the AMMC Circular pursuant to Article 5 of Dahir No. 1-12-55 of December 28, 2012, promulgating Law 44-12 relating to public offerings and the information required from legal entities and organizations making public offerings, this prospectus was approved by the AMMC on 13/08/2021 under reference VI/EM/019/2021.

This summary constitutes only a part of the AMMC-approved prospectus. The latter consists of:

- The Securities Note.
- The Reference Document registered on 13/08/2021 under the reference EN/EM/016/2021.



Jet Contractors Summary Prospectus - Capital increase by offsetting liquid and payable debts reserved for AR Corporation and Mr. Amine Daoudi 2

LISCANIAT
Rue de la Liberté 100
1050 Brussels
Tel : 0032 85 78 08
GSM : 0664 78 99 40

DISCLAIMER OF THE MOROCCAN CAPITAL MARKETS AUTHORITY

The Moroccan Capital Market Authority (AMMC) approved on August 13th, 2021 a Prospectus relating to a capital increase of Jet Contractors.

The AMMC-approved Prospectus is available at any time at the headquarters of Jet Contractors, on its website www.jet-contractors.com, and at its financial advisor premises. It is also available within a maximum of 48 hours from order collection establishments.

The Prospectus is made available to the public on the AMMC website (www.ammc.ma).

This summary has been translated by "Lissaniat" under the joint responsibility of the said translator and Jet Contractors. In the event of any discrepancy between the content of this summary and that of the AMMC-approved Prospectus, only the approved Prospectus will prevail.

PART I. PRESENTATION OF THE OPERATION

I.1. OVERALL CHARACTERISTICS OF THE OPERATION

The capital increase will be carried out by issuing a maximum number of 57 142 new shares at an issue price of MAD 350, i.e., a nominal value of MAD 50 / share and an issue premium of MAD 300 / actions.

I.2. OBJECTIVE OF THE ISSUANCE

The sole objective of this transaction is to achieve the Earn Out agreed in the MCA Sale Agreement signed on September 25, 2018, through a capital increase.

I.3. OPERATION SCHEDULE

N	Step	Date
1	Reception of the complete transaction file by the Casablanca Stock Exchange	02/08/2021
2	Issue of the transaction approval notice by the Casablanca Stock Exchange	13/08/2021
3	Visa of the prospectus relating to the operation by the AMMC Reception of the prospectus by the Casablanca Stock Exchange	13/08/2021
4	Publication of the prospectus extract on the issuer's website	13/08/2021
5	Publication of notices relating to the capital increase by the Casablanca Stock Exchange	16/08/2021
6	Publication of the press release by the issuer in a journal of legal notices	16/08/2021
7	Opening of the subscription period	24/08/2021
8	End of the subscription period	26/08/2021
9	Reception of subscription forms by the Centralizer	26/08/2021
10	Final centralization and allocation of subscriptions by the Centralizer	26/08/2021
11	Meeting of the Board of Directors to ratify the capital increase	27/08/2021
12	Reception by the Casablanca Stock Exchange before 10:00 am of: <ul style="list-style-type: none"> ▪ the minutes of the Board of Directors having ratified the capital increase; ▪ the results of the capital increase. 	30/08/2021
13	Delivery of new shares to account holders	03/09/2021
14	<ul style="list-style-type: none"> ▪ Admission of new shares to the Casablanca Stock Exchange ▪ Registration of the increase in share capital on the stock market ▪ Publication of the results of the operation by the Casablanca Stock Exchange 	03/09/2021
15	Publication by the issuer of the results of the operation in a journal of legal notices and on its website	03/09/2021

I.4. CHARACTERISTICS OF THE PROGRAM AND THE TITLES TO BE ISSUED

Nature of securities	JET CONTRACTORS shares, all of the same category
Legal form	Bearer, fully dematerialized by registration in an account with authorized financial intermediaries and admitted to Maroclear operations
Maximum amount of transaction	19 999 700 MAD
Maximum number of shares to be issued	57 142 new shares
Issue price	MAD 350 /share
Unit nominal value	MAD 50 /share
Unit premium	MAD 300 /share
Mode of payment of the shares to be issued	By offsetting against liquid and payable debts from the company
Date of entitlement of the new shares	January 1 st ,2021
Subscription period	From August 24 th ,2021 to August 26 th , 2021
Negotiability of new shares	AR Corporation and Mr. Amine Daoudi, under the Contract of Sale of the company MCA SARM, will sign an undertaking to keep each one directly and without being able to transfer them in any way whatsoever a number of shares of Jet Contractors at least equal to 80% of the shares subscribed within the framework of this capital increase for a period of 3 years from the completion of the latter.
Subscription rights	The subscription rights of the shareholders resulting from this capital increase were canceled by the Extraordinary General Meeting of October 01, 2018, in favor of the company AR Corporation and Mr. Amine Daoudi. Subscription to this capital increase is reserved for the company AR Corporation and Mr. Amine Daoudi, and distributed as follows: <ul style="list-style-type: none"> ▪ AR CORPORATION: 28 571 shares. ▪ Mr. Amine DAOUDI: 28 571 shares.
Listing date of the new shares	September 3 rd , 2021
Listing of the new shares	The shares resulting from this capital increase will be admitted in 1 st line with the old shares listed on the Casablanca Stock Exchange.
ISIN Code	MA0000012080
Rights attached to the shares to be issued	All the shares benefit from the same rights relating to the distribution of the liquidation surplus. The new shares to be issued will be entitled to the benefit of the 2021 financial year. Each share gives the right to one voting right when the meetings are held. There are no double voting shares.

PART II. PRESENTATION OF THE ISSUER

Jet Contractors Summary Prospectus - Capital increase by offsetting liquid and payable debts reserved for AR Corporation and Mr. Amine Daoudi 7

II.1. GENERAL INFORMATION

Jet Contractors is a public limited company with a board of directors that is positioned in different segments of the construction market.

Company Name	Jet Contractors
Registered Office	78, quartier industriel de Takaddoum, Rabat
Adm. headquarters and production site	Quartier industriel de Oued Ykem - CP 12040 Skhirate - Maroc
Phone	05 37 74 92 92
Fax	05 37 74 92 30
Website	www.jet-contractors.com
E-mail	contact@jet-contractors.com
Creation date	1992
Date of transformation into a limited company	2009
Legal form	Public limited company with a Board of Directors
Commercial register number	53431 – Rabat
Financial year	January 1 st to December 31 st .
Corporate purpose	<p>According to Article 3 of the Articles of Association, the Company's main purpose is, either directly or indirectly, in Morocco and in all countries:</p> <ul style="list-style-type: none"> ▪ The exercise of all activities for private, professional and public customers, by auction or direct agreement: <ul style="list-style-type: none"> - Buildings, namely: <ul style="list-style-type: none"> ✓ Civil engineering works. ✓ Construction and building works - on a general contracting basis. ✓ Façade, window and partition work; ✓ Miscellaneous works; ✓ Studies and engineering works; - Real Estate Development; - Renewable energies. ▪ The marketing and exploitation of all products and services related to the aforementioned and in particular all processes, patents or licenses;

	<ul style="list-style-type: none"> ▪ The import and export of substances, materials, supplies and accessories necessary for its activities. ▪ All commercial, industrial, financial, movable and immovable property transactions relating directly or indirectly to the above purpose or to any similar or related purposes, or contributing to the realization of these purposes. <p>And, more generally, the management and acquisition of all shareholdings, in the form of subscription, purchase, contribution, exchange or by any other means, of shares, bonds and all other securities of companies already in existence or to be created, and the right to sell such shareholdings.</p>
<p>Share capital as of December 31st, 2020</p>	<ul style="list-style-type: none"> ▪ MAD 148,619,000 divided into 2,972,380 shares with a nominal value of MAD 50 each.
<p>Legislation and regulations applicable to Jet Contractors</p>	<p>By virtue of its legal form, Jet Contractors is a public limited company with a Board of Directors governed by the provisions of Law 17/95 on public limited companies, as amended and supplemented.</p> <p>By virtue of its public offering through its listing and issuance of debt securities, Jet Contractors is subject to all the following legal and regulatory provisions:</p> <ul style="list-style-type: none"> ▪ Dahir No. 1-16-151 of August 25, 2016, promulgating Law No. 19-14 relating to the Stock Exchange, brokerage companies and financial investment advisors; ▪ Dahir No. 1-95-3 of January 26, 1995, promulgating Law No 35-94 relating to certain negotiable debt securities, as amended and supplemented by Dahir 1-08-95 promulgating Law 33-06; ▪ General Regulation of the Casablanca Stock Exchange approved by Ministerial Order no. 2208-19 of July 3, 2019, issued by the Ministry of Economy and Finance; ▪ Dahir no. 1-13-21 of March 13, 2013, promulgating Law no. 43-12 relating to the Moroccan Capital Market Authority; ▪ Dahir No. 1-12-55 of Safar 1434 (December 28, 2012) promulgating Law No. 44-12 relating to public offering of securities and the information required from legal entities and organizations conducting a public offering of securities. ▪ General Regulation of the Moroccan Capital Market Authority approved by Order of the Minister of Economy and Finance No. 2169-16 of July 14, 2016; ▪ Dahir No. 1-96-246 of January 9, 1997 promulgating Law No. 35-96 relating to the creation of a central depository and the institution of a general system for the registration of certain securities in accounts (amended and supplemented by Law No. 43-02); ▪ General Regulations of the central depository approved by Order of the Minister of the Economy and Finance No. 932-98 of April 16, 1998 and amended by Order of the Minister of the Economy, Finance, Privatization and Tourism No 1961-01 of October 30, 2001; ▪ Dahir no. 1-04-21 of April 21, 2004, promulgating Law 26-03 relating to public offers on the Moroccan stock market, as amended and supplemented by Law 46-06; <p>Circular 03/19 of the Moroccan Capital Market Authority dated February 20, 2019 relating to financial operations and information.</p>

Location of legal documents	The corporate, accounting and legal documents, the disclosure of which is provided for by law as well as the Articles of Association, may be consulted at the company's registered office
Competent court in case of disputes	Trade court of Rabat
Tax regime	<p>Jet Contractors is governed by the commercial and tax legislation of ordinary law. It is therefore subject to Corporate Income Tax at the rate of the progressive scale.</p> <p>The company's current operations are subject to Value Added Tax at the currently applicable rate of 20%, except in the cases of exemption provided for by the CGI.</p>

Source: Jet Contractors

II.2. BRIEF DESCRIPTION OF THE ACTIVITY

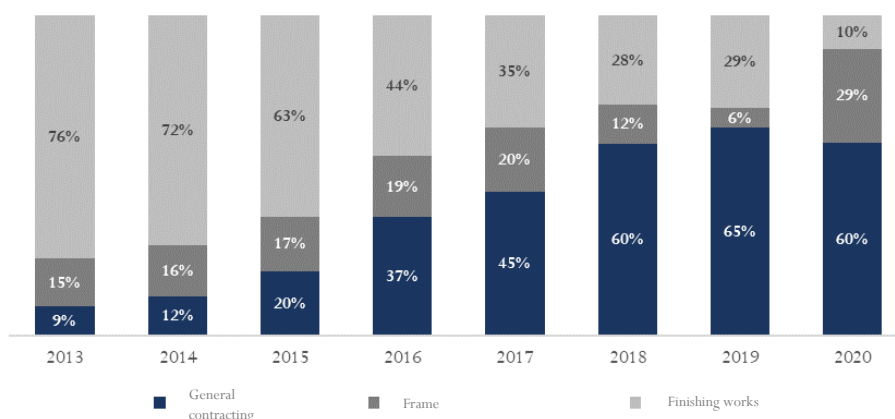
Jet Contractors is a General Contracting company that puts value chain integration at the heart of its business model. This integration allows the group not only to position itself on major projects but also to better manage risk in a context of strong competition and margin erosion.

In addition, the company has undergone a name change from Jet Alu Maroc to Jet Contractors, in January 2015, to better reflect the evolution of its positioning.

Today, Jet Contractors is an integrated operator working in various fields of activity:

- **Construction:** Construction is the field in which Jet Contractors is increasingly positioned. This has been made possible thanks to the awarding by the Ministry of Equipment of various qualifications allowing bidding for public contracts (qualifications obtained according to an award scale defined by the Ministry). Thus the company is able to deliver various turnkey works including structural works, structures and building envelopes. The various works can be of the type of:
 - Public facilities: stadiums, schools, hospitals, universities, etc.
 - Tertiary works: industrial buildings, warehouses, headquarters and offices, etc.
 - Residential real estate: high end real estate programs
- **Light and semi-light facades:** a light facade is a facade built on a building frame with light, industrial materials, as opposed to traditional masonry or concrete construction. The company offers its customers several types of facades, including VEC, VEP, VEA, steel facades, etc.:
 - VEC facades (*Verre Extérieur Collé* = glued exterior glass): VEC is a technique where glass is used as an exterior facing. It is glued to a removable frame. This structural adhesive allows the transmission of the climatic loads and the weight of the glass to the frame elements.
 - VEP facades (*Verre Extérieur Parcloisé* = beaded glass façades): VEP facade is a curtain or semi-curtain facade where the view of the fixed frame is equal to that of the window opening outwards on a horizontal axis.
 - VEA facades (*Verre Extérieur Agraphé* = stamped external glass): VEA facade is a curtain wall in metal structure. The glass is stamped with metal crosses and ball-and-socket joints.
 - Steel facades: The steel facade is a curtain wall that allows the glazing to be installed at a great height. The main structure is made of steel and the hoods are made of aluminium.
- **Metal and wood work:** It represents all the techniques leading to the manufacture of building elements or furniture in wood/metal. At the beginning of 2011, the wood activity was transferred to a dedicated workshop of 5,300 m² covered on two levels, "Jet Contractors 2" in Ain Atiq, which groups together all Jet Contractors' wood joinery activities. In 2014, Jet Contractors purchases an additional 6,000m² workshop dedicated to wood fabrication work at the Oued Ikem site.
- **Removable partitions:** Removable partitions can be used to transform or fit out office spaces. Indeed, its use allows having a workspace adapted to the needs of the user by changing and modulating the dimensions of existing offices.
- **Metal works and structures:** Jet Contractors is strengthening its "metal works and structures" business line, supported by its subsidiaries AR Factory and Mea Wood. Jet Contractors has produced and installed medium and large size steel and glued laminated timber structures on flagship projects over the past 10 years. With dedicated entities for each type of structure, Jet Contractors delivers with a constantly optimized industrial approach the design, dimensioning, fabrication, delivery and installation of structures for leisure buildings, industrial units and engineering structures.

Distribution of Jet Contractors' consolidated turnover by business areas



Source: Jet Contractors

Breakdown of consolidated turnover by geographical areas

Consolidated turnover (in MDH)	2018	2019	Var 19/18	2020	Var 20/19
Morocco	1 453	1 664	15%	1 223	-27%
in %	88%	97%	9 pts	84%	-13 pts
Subsaharian Africa	196	48	-76%	233	<+100%
in %	12%	3%	-9 pts	16%	13 pts
Other	0	0	-	1.2	-
in %	0%	0%	-	0.1%	+0.1 pt
Consolidated turnover	1 648	1 712	4%	1 458	-15%

Source: Jet Contractors

II.3. CURRENT SHAREHOLDING STRUCTURE

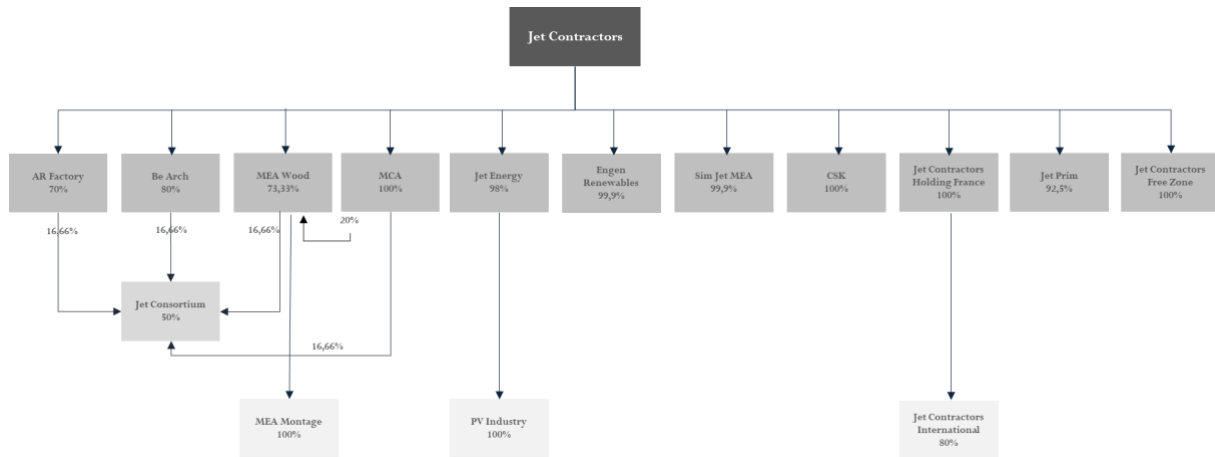
Shareholders	31/05/2021	
	Number of shares	% In capital and voting rights
AR Corporation	1 100 039	37.0%
M. Omar TADLAOUI	297 657	10.0%
RCAR	359 361	12.1%
Other	1 118 180	37.6%
Amine DAOUDI	97 143	3.3%
Total	2 972 380	100.0%

Source: Jet Contractors

NB: It should be noted that the percentage of share capital held corresponds to the percentage of voting rights.

II.4. LEGAL ORGANIZATIONAL CHART

The legal organizational chart of Jet Contractors Group (control percentage), as of December 31st, 2020, is as follows:



Source: Jet Contractors

PART III. FINANCIAL DATA OF JET CONTRACTORS

Jet Contractors Summary Prospectus - Capital increase by offsetting liquid and payable debts reserved for AR 14 Corporation and Mr. Amine Daoudi

III.1. CONSOLIDATED BALANCE SHEET

Consolidated assets In MAD '000	2018	2019	Var 19/18	2020	Var 20/19
Consolidated non-current assets	2 213	2 566	16.0%	7 000	>100.0%
Preliminary fees	57	2 026	>100%	1 510	-25.5%
Deferred charges	2 156	540	-75.0%	5 490	>100.0%
Consolidated intangible assets	52 131	68 229	30.9%	59 773	-12.4%
Goodwill on acquisition	50 871	67 086	31.9%	58 700	-12.5%
Patents, trademarks, rights and similar val.	1 260	1 143	-9.3%	823	-27.9%
Goodwill – Other (fonds commercial)	-	-	-	-	-
Other intangible assets	-	-	-	249	>100.0%
Consolidated tangible assets	96 983	98 453	1.5%	109 884	11.6%
Land	4 458	4 458	0.0%	4 458	0.0%
Constructions	23 185	23 314	0.5%	23 430	0.5%
Technical installations, equipment and tools	61 447	63 546	3.4%	66 017	3.9%
Transport equipment	471	286	-39.3%	175	-38.8%
Furniture, office equipment & miscellaneous fittings	6 589	6 550	-0.6%	7 873	20.2%
Other tangible assets	2	1	-54.3%	0	-68.5%
Property, plant and equipment in progress	832	300	-64.0%	7 931	>100.0%
Consolidated financial fixed assets	5 268	7 991	51.7%	10 338	29.4%
Fixed Loans	90	106	17.2%	254	>100.0%
Other financial receivables	5 148	7 856	52.6%	9 938	26.5%
Equity securities	30	30	-1.0%	147	>100.0%
Investments in equity affiliates	-	-	-	-	-
Other fixed securities	-	-	-	-	-
Consolidated fixed assets	156 594	177 240	13.1%	186 995	5.5%
Consolidated inventories	340 519	323 431	-5.0%	421 627	30.4%
Goods	-	-	-	-	-
Consumable materials and supplies	99 642	128 045	29.0%	120 567	-5.8%
Products in progress	238 277	195 011	-18.0%	300 865	54.3%
Intermediate products-Residual products	0	-	-	-	-
Finished products	2 600	374	-86.0%	195	-48.0%
Consolidated receivables	1 786 899	2 306 414	29.1%	2 395 644	3.9%
Suppliers' debtors advances and down payments	23 077	31 692	37.3%	32 486	2.5%
Accounts receivable and related accounts	1 536 919	2 035 456	32.4%	2 095 967	3.0%
Staff	38	51	34.2%	40	-20.6%
State	202 925	223 147	10.0%	245 111	9.8%
Partner Accounts - Assets	-	-	-	-	-
Other debtors	8 677	6 499	-25.1%	5 531	-14.9%
Accruals and deferred income - Assets	15 263	9 570	-37.3%	16 508	72.5%
Consolidated securities and investment values	-	-	-	-	-
Consolidated current assets	2 127 418	2 629 845	23.6%	2 817 271	7.1%
Consolidated cash position assets	20 139	18 993	-5.7%	165 673	>100.0%
Checks and bills awaiting collection	3 661	5 320	45.3%	804	-84.9%
Bank Deposits, Cash and Post Office deposit accounts	15 960	13 527	-15.2%	163 973	>100.0%
Cash, Imprest Accounts and Letters of Credit	518	146	-71.8%	896	>100.0%
Total consolidated assets	2 304 151	2 826 079	22.6%	3 169 939	12.2%

Source: Jet Contractors

Jet Contractors Summary Prospectus - Capital increase by offsetting liquid and payable debts reserved for AR 15 Corporation and Mr. Amine Daoudi

Consolidated liabilities In MAD '000	2018	2019	Var 19/18	2020	Var 20/19
Consolidated shareholders' equity	632 315	938 043	48.3%	939 996	0.2%
Share Capital	120 000	148 619	23.8%	148 619	0.0%
Share issue, merger, contribution premiums	95 200	266 914	>100%	266 914	0.0%
Revaluation differences	-	-	-	-	-
Legal Reserves	12 993	15 891	22.3%	16 115	1.4%
Other reserves	6 390	6 390	0.0%	6 390	0.0%
Retained Earnings	262 984	375 365	42.7%	492 287	31.1%
Currency translation adjustment	867	643	-25.8%	48	-92.6%
Net income pending allocation	-	-	-	-	-
Net income for the financial year (group share)	126 959	117 504	-7.4%	235	-99.8%
Non-group interest Excluding income	2 830	2 178	-23.0%	6 716	>100.0%
Non-group interest in income	4 092	4 538	10.9%	2 672	-41.1%
Investment grants	8 579	7 660	-10.7%	6 740	-12.0%
Consolidated financial debt	8 579	7 660	-10.7%	6 740	-12.0%
Bond issuances	307 578	136 788	-55.5%	475 015	>100%
Other financial debts	300 000	-	-100.0%	200 000	>100%
Sustainable provisions for risks and charges	7 578	136 788	>100%	275 015	>100%
Consolidated permanent funding	370	370	0.0%	370	0.0%
Consolidated current liabilities	948 842	1 082 861	14.1%	1 422 122	31.3%
Consolidated current liabilities	1 021 567	1 293 087	26.6%	1 254 667	-3.0%
Suppliers and related accounts	493 626	690 215	39.8%	522 567	-24.3%
Customer's creditors advances and down payments	72 283	67 266	-6.9%	228 639	>100.0%
Staff	12 088	15 486	28.1%	22 407	44.7%
Social organizations	3 407	8 548	>100%	12 897	50.9%
State	270 010	379 217	40.4%	417 837	10.2%
Partner accounts - Liabilities	23 080	31 685	37.3%	26 099	-17.6%
Other creditors	120 970	84 051	-30.5%	2 971	-96.5%
Accruals-Liabilities	26 103	16 618	-36.3%	21 251	27.9%
Other provisions for risks and charges	10 368	11 007	6.2%	11 116	1.0%
Currency translation adjustments - Consolidated liabilities	-	-	-	-	-
Consolidated Current Liabilities	1 031 935	1 304 094	26.4%	1 265 783	-2.9%
Discount credit	13 454	21 406	59.1%	36 153	68.9%
Cash credit	44 726	172 786	>100%	231 113	33.8%
Banks (Credit balances)	265 194	244 932	-7.6%	214 769	-12.3%
Cash position - Consolidated liabilities	323 374	439 124	35.8%	482 034	9.8%
Total consolidated liabilities	2 304 151	2 826 079	22.6%	3 169 939	12.2%

Source: Jet Contractors

III.2. CONSOLIDATED INCOME STATEMENT

In MAD '000	2018	2019	Var 19/18	2020	Var 20/19
Sales of goods in the unaltered state	26 974	24 086	-10.7%	12 799	-46.9%
Sales of goods and services produced	1 621 961	1 688 119	4.1%	1 445 288	-14.4%
Consolidated turnover (TO)	1 648 934	1 712 205	3.8%	1 458 087	-14.8%
Change in product inventories	-41 135	-46 116	-12.1%	106 272	>100.0%
Fixed assets produced by the company	2 098	615	-70.7%	81	-86.8%
Operating grants	191	175	-8.1%	220	25.0%
Other operating income	-	-	-	-	-
Operating reversals	126 144	112 393	-10.9%	142 344	26.6%
Consolidated Revenues	1 736 233	1 779 273	2.5%	1 707 004	-4.1%
Goods purchased for resale	20 326	21 053	3.6%	10 975	-47.9%
Consumed purchases of materials and supplies	1 004 385	1 030 777	2.6%	1 103 629	7.1%
Other external expenses	140 108	122 427	-12.6%	124 475	1.7%
Taxes and duties	4 139	4 503	8.8%	11 129	>100.0%
Personnel expenses	179 084	194 966	8.9%	221 102	13.4%
Other operating expenses	972	3 229	>100.0%	583	-82.0%
Depreciation, amortization and provisions	126 948	156 988	23.7%	131 035	-16.5%
Consolidated operating expenses	1 475 961	1 533 942	3.9%	1 602 926	4.5%
Consolidated operating income	260 271	245 330	-5.7%	104 078	-57.6%
Income from equity investments and other long-term securities	1	1	0.0%	2	17.7%
Foreign exchange gains	4 940	2 170	-56.1%	5 010	>100%
Interest and other financial income	151	859	>100.0%	97	-88.7%
Financial write-backs, expense transfers	4 969	5 112	2.9%	-	-100.0%
Consolidated financial income	10 061	8 143	-19.1%	5 108	-37.3%
Interest expenses	47 418	40 483	-14.6%	46 368	14.5%
Foreign exchange losses	6 069	5 692	-6.2%	6 528	14.7%
Other financial expenses	-	5 233	N. A	-	-100.0%
Financial allocations	5 112	-	-100.0%	-	-
Consolidated financial expenses	58 599	51 408	-12.3%	52 896	2.9%
Consolidated financial result	-48 538	-43 265	10.9%	-47 788	-10.5%
Consolidated current result	211 733	202 065	-4.6%	56 291	-72.1%
Income from sales of fixed assets	68 753	13 736	-80.0%	20 538	49.5%
Balancing subsidies	-	-	-	-	-
Write-backs on balancing subsidies	277	919	>100%	919	0.0%
Other non-current income	974	1 033	6.0%	1 195	15.7%
Non-current write-backs, expense transfer	5	136	>100%	-	-100.0%
Consolidated non-current income	70 009	15 824	-77.4%	22 652	43.2%
Net book value of sold fixed assets	66 023	13 381	-79.7%	20 019	49.6%
Grants provided	-	-	-	-	-
Other non-current expenses	15 495	2 786	-82.0%	10 462	>100.0%
Non-current allocations to depreciation, amortization and provisions	-	-	-	-	-
Consolidated non-current expenses	81 518	16 167	-80.2%	30 481	88.5%
Consolidated non-current result	-11 509	-343	97.0%	-7 829	<-100.0%
Consolidated profit before tax	200 224	201 723	0.7%	48 462	-76.0%
Share of equity affiliates	-	-	-	-	-
Amortization of goodwill	6 144	8 785	43.0%	8 386	-4.5%
Consolidated income taxes	63 029	70 895	12.5%	37 169	-47.6%
Consolidated net profit	131 051	122 042	-6.9%	2 907	-97.6%
Minority interests	4 092	4 538	10.9%	2 672	-41.1%
Net Result Group Share (NRGS)	126 959	117 504	-7.4%	235	-99.8%
Net margin (NRGS/TO)	7.7%	6.9%	-0.8 pts	Ns	-6.9 pts

Source: Jet Contractors

PART IV. RISKS

Jet Contractors Summary Prospectus - Capital increase by offsetting liquid and payable debts reserved for AR 18 Corporation and Mr. Amine Daoudi

IV.1. RISKS RELATED TO THE ISSUER

i. RISK RELATED TO THE PRICE FLUCTUATION OF RAW MATERIALS

The production cost of Jet Contractors is partly made up of purchases of raw materials (aluminium, wood, metal, etc.). These materials are subject to volatility due to supply and demand on both the local and international markets. It should be noted that the additional cost of raw materials is passed on to the customer (price revision clauses in the contracts).

ii. RISK RELATED TO THE ECONOMIC ENVIRONMENT

A weak economic climate, which would notably lead to a drop in public investment, would be likely to have a negative impact on the company's activity. Nevertheless, the diversification of the Company's client portfolio and its positioning in high-potential sectors are factors that would mitigate this risk.

iii. SUBCONTRACTING DEPENDENCY / GROUP DEPENDENCY

Jet Contractors uses subcontractors to carry out its projects. A potential risk would be related to the non-availability and quality of subcontractors' services.

Nevertheless, this risk is limited by the fact that Jet Contractors often uses sister companies or subsidiaries. This could lead to a dependency risk.

iv. RISK RELATED TO COMPLIANCE WITH CONTRACTING OPERATIONS

The company is exposed to the risk of non-performance of its contracts, linked to a failure in one of the links in the value chain due to factors related to the quality of the services provided, or to turnaround times. These risks are mitigated by the continuous solicitation of sister or daughter companies over which Jet Contractors can exercise control or influence.

v. RISK RELATED TO INVENTORY DEPRECIATION

Jet Contractors positions itself on large projects, with a considerable supply, particularly of raw materials, implying a risk of inventory depreciation. In order to reduce its inventories, the company uses lean manufacturing to make the production process more fluid and plans to resell non-moveable inventories for a long period of time to suppliers. In addition, the weight of charges related to the provision for inventory write-downs has been mitigated through the implementation of a new sizing method, since 2016, in line with the typically long lead times for these projects.

vi. COMPETITIVE RISK

The world economy has undergone a major transformation in recent years, with the opening of borders and the abolition of customs duties for a number of products.

As a result of this situation, competition at the global level has been exacerbated by the possibilities offered to foreign operators and investors to carry out activities similar to those of Jet Contractors at the national level.

However, the strengthening of the competitiveness of the company through the integration of its activity, the development of its human resources, and the continuous renewal of its production tool should make it possible to face any type of local or international competition.

In addition, the company may also face a risk of loss of exclusivity on certain products. In fact, the Company holds several product licenses that may not be renewed.

vii. COUNTERPARTY RISK

Like all commercial companies, Jet Contractors is exposed to the risk of default and non-payment by its customers. However, this risk is mitigated by the following factors:

- The quality of Jet Contractors' customers, who are mostly public or semi-public sector companies. However, the Company may be exposed to fluctuations or even longer payment terms, which impacts its working capital requirements and cash position.
- To a lesser extent, an effort is made by the sales department in the monitoring of receivables and collection management.

viii. FOREIGN EXCHANGE RISK

As Jet Contractors obtains most of its supplies on the international market, it is subject, like any importing company, to the risks inherent in exchange rate fluctuations on the currency market (price revision clause).

In order to mitigate this risk, the company systematically includes a safety margin for exchange rate fluctuations in its selling prices.

The company is also subject to the risk of exchange rate fluctuations in view of its international activities (France, Algeria, Sub-Saharan Africa).

ix. RISK RELATED TO INTERNATIONAL EXPANSION

Jet Contractors has undertaken various acquisitions and partnerships abroad with a view to reducing its dependence on national construction programs, establishing itself in high-potential markets and developing international expertise in certain lines of business.

However, the company may be confronted with risks inherent to its international expansion, such as:

- difficulties in integrating acquired companies, their networks, products or services,
- failure to retain key personnel of acquired companies or to recruit the qualified personnel that may be required,
- not benefiting from expected synergies or economies of scale,
- make investments in countries where the political, economic or legal situation presents risks, such as civil or military unrest, lack of effective or comprehensive protection of shareholders' rights, or disagreements on the management of the acquired companies with other reference shareholders, including public authorities, and
- not to adapt to the specificities of the countries in which companies may be acquired.

It should be noted that certain French subsidiaries (Silver Constructions, Mic Jet, Sotra Jet and Jet Alu Sas) have experienced difficulties that have led Jet Contractors to undertake a number of clean-up measures:

- Gathering of the activities of the French subsidiaries into Jet Alu SAS, which is the only subsidiary of Jet Alu International having financial autonomy.
- A judicial liquidation of 3 companies: Silver Construction, Mic Jet and Sotra Jet.
- A provision at the level of Jet Contractors for 100% of all current account advances made to these companies.

As regards the other French subsidiary (Sim Jet SAS), its vocation is to carry possible future projects in France within the framework of the partnership with Simco Tecnocovering.

Also, the Algerian subsidiary (Jet Algeria) is today in a voluntary liquidation process.

x. RISK RELATED TO THE LACK OF FINANCIAL AUTONOMY OF CERTAIN SUBSIDIARIES

Certain subsidiaries of Jet Contractors group have negative net worth, which implies support from the parent company in order to maintain their financial autonomy. For subsidiaries with promising development prospects, Jet Contractors has decided to recapitalize in order to ensure the continuity of the business (Mea Wood). Those with less convincing prospects will not be supported (French subsidiaries in liquidation).

xi. RISK RELATED TO THE WORKFORCE

Jet Contractors is a labor-intensive business. The risks associated with this activity can be of several kinds.

- **The risk of labor shortages:** The activity of Jet Contractors requires technical skills both at management level (engineers and technicians) and at worker level (welders, fitters,). The company could therefore be faced with a risk of labor shortages. To alleviate this problem, the company has put in place a training policy for its staff and is planning to build its own training center (a project currently being carried out in collaboration with the OFPPT)
- **The risk of work accidents:** the nature of Jet Contractors' activities implies risks of accidents in the workshops. The company tries to limit these risks by making continuous efforts to comply with the safety regulations relating to the profession. In this context, it has been awarded OSHAS 18001 accreditation for compliance with occupational safety standards. In addition, Jet Contractors has the various insurances in force in the sector (civil liability, all construction site risks for the works, third-party insurance for site and office personnel and insurance for vehicles).

xii. DEPENDENCE ON PATENTS AND MARKETING, DISTRIBUTION OR MANUFACTURING LICENSES

Jet Contractors, by virtue of its sectoral positioning as a general construction company and the diversity of its product offering, is not dependent on any particular marketing, distribution or manufacturing license.

xiii. CONCENTRATION OF SALES

Like all companies operating in the construction sector, Jet Contractors may be directly or indirectly subject to structuring projects at the initiative of the State. However, thanks to its positioning as a reference player in its sector, Jet Contractors can capitalize on its sector expertise and geographic diversifications, particularly in Africa, to mitigate if not limit this type of risk.

xiv. RISKS RELATED TO OPERATING ASSETS NOT HELD BY THE COMPANY

Like any company operating in the construction sector, Jet Contractors was subject to a risk of operating assets that could potentially partially impede the proper functioning of ongoing projects, however, with the acquisition of MCA in 2019, Jet Contractors has substantially limited this risk.

xv. TECHNOLOGICAL DEVELOPMENT RISK

Like all capital-intensive sectors, the construction sector is a sector in constant technological evolution, a so-called evolution that can tangibly impact the effectiveness and efficiency of companies. However, thanks to a constant technological watch, combined with an investment effort, Jet Contractors can on the contrary use technological leverage as a means of diversification.

IV.2. RISKS RELATED TO THE PROPOSED OPERATION OR SECURITIES

i. LIQUIDITY RISK

The subscriber to shares of Jet Contractors may be subject to a security liquidity risk in the stock market. Indeed, depending on market conditions and the sale price, the liquidity of the security may be temporarily affected. A shareholder wishing to quickly sell his stake in Jet Contractors could, under certain conditions, see his liquidity reduced.

ii. SECURITIES VOLATILITY RISK

The Jet Contractors share, being listed on the Casablanca Stock Exchange, follows the rules of supply and demand to determine the quotation value. The price of shares is largely determined by the prospects for future profits of listed companies anticipated by investors. Thus, depending on the appreciation of the security among investors, it may undergo significant fluctuations depending on several parameters (announcements, press release, outlook, development strategy, etc.).

iii. RISK OF LOSS OF INVESTMENT VALUE

The investor - shareholder in Jet Contractors stock, like any shareholder in a company (listed or unlisted) - incurs a risk of losing part (or even all) of their investment. This is a risk inherent in his position as a shareholder, if the price movement is not favorable.

Jet Contractors Summary Prospectus - Capital increase by offsetting liquid and payable debts reserved for AR 21 Corporation and Mr. Amine Daoudi

CAUTION

The above-mentioned information constitutes only part of the Prospectus approved by the Moroccan Capital Market Authority (AMMC) under reference VI/EM/019/2021.

The AMMC recommends reading the Information Package made available to the public in French, in its entirety.