Bank Audi

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Beirut, March 31, 2017

BANK AUDI AGREES TO SELL ITS ELECTRONIC PAYMENT AND CARD SERVICES BUSINESS TO M1 GROUP

For immediate release - Bank Audi s.a.l. (**Bank Audi**) announces that it has entered into an agreement with M1 Financial Technologies (Holding) SAL (**M1 Financial Technologies**), a subsidiary of M1 Group, to sell its **electronic payment and card services business** for a price of U.S.\$185 million, subject to adjustment, plus contingent deferred consideration of up to U.S.\$ 35 million.

The transaction was structured as a purchase by M1 Financial Technologies of all of the shares of Areeba s.a.l. (Areeba), to which Bank Audi transferred its electronic payment and card services business (the carve out), and with which it has entered into a service level agreement for the provision of these services. The completion of the sale is subject to the final approval of the Central Bank of Lebanon and consent to the change of control of Areeba from the relevant scheme providers, including MasterCard and Visa.

Following completion, Bank Audi will continue to perform all customer-facing functions. The carve out and sale are expected to enhance the products and services offered to Bank Audi cardholders, who will benefit from Areeba's focused approach in the rapidly developing card and electronic payment services sector.

Commenting on the transaction, member of Bank Audi's Board and Country Manager for Lebanon, Marc Audi, said:

"Bank Audi has a 40% market leading share in the Lebanese card market. This transaction will enable Bank Audi to further improve its offerings to cardholders and streamline retail and card products and services."

Maher Mikati, Deputy CEO of M1 Group, stated:

"MI Group's extensive know-how and investments in technologically advanced sectors, and our solid financial profile, will enable Areeba to develop innovative products, thus increasing the competitiveness and range of products and services it offers."

For further information:

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