

COMPANY OVERVIEW

COMPANY PROFILE January 2023



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Introduction

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TerraStruc is a privately owned, multi-disciplined and multi-national company that has been in operation since 1998.

Our core services are:

- Development, Project and Construction Management
- Commercial, Cost and Contract Management
- Engineering, Design and Product Development
- Management Contracting

International operations are supported by our head office in the UAE. Strategic satellite offices are located in Azerbaijan, Georgia, Ukraine, South Africa and Pakistan.

Our company culture is forward-thinking, enthusiastic and energetic. We are **committed to quality**, we are **driven by results** and we always aim to exceed our clients' expectations.

The strength and diversity of our service offer is founded on strategic partnerships with specialist industry leaders. Our ability to offer workable, cost-effective solutions is a direct function of the combined knowledge and experience in the local market, coordinated and managed in a fashion that continues to aspire to industry best practice.

We essentially bring to the table solutions that are to international quality standards and **value-for-money**.

Our professional team has extensive experience on some of the most prestigious, high profile and complex projects in the world.

Our priority is to ensure the **integrity** needed to provide high quality independent services throughout the development process. Our strategic approach and continual focus to develop new business relationships is aimed at delivering **excellence** for our clients.

Our Vision and Core Values

TerraStruc's vision is to provide the highest standards of quality and value to our clients. To achieve this we offer an advantage over our competition with our:

- collaborative and hands-on approach
- creative and efficient in-house design, technical, procurement and administrative processes
- commercial competitiveness

Introduction continued

We continuously strive to extend the advantage we have over our competition by being:

- the client's preferred solution for design and project delivery
- highly recommended by industry-wide consulting, design and supply companies
- aligned with strategic partners
- in strong joint venture agreements
- focused on employing the best people and supporting individual creativity, growth and a healthy work/life balance

TerraStruc is actively involved with various charitable community and social development programmes.

TerraStruc is committed to providing a healthy and safe workplace for all our employees. We are also passionate about actively protecting and enhancing our environment for the benefit of future generations.

TerraStruc was founded on **strong core values** and we have proven our reputable **integrity**, particularly in emerging markets where we provide transparent **openness** and adhere to strict legal and ethical standards.

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Johann SchoemanPartner

TerraStruc Limited

johann@terrastruc.com



Core Services

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Clients rely on TerraStruc as a **single point of contact** to complete a development **on time** and **within budget**.

The strength of our capabilities is founded in our market experience, access to resources and working knowledge of the local market.

Our priority is to ensure the integrity needed to provide high quality independent services throughout the development process. Our aim is to provide independent, professional advice on all levels of development, whilst at all times recognizing the value in the development and its associated costs. The recognition of value comes from developing and maintaining close working relationships with all stakeholders.

We understand the marketplace; our clients can rely on astute and accurate advice in support of their business decisions.

With unparalleled access to pertinent information and human resources with relevant skill sets, TerraStruc is well placed to deliver services that are of the **highest caliber** and at the **best value for money**.

Our core services are:

Development,
Project and Construction
Management

Commercial,
Cost and Contract
Management

Engineering,
Design and Product
Development

Management Contracting

Core Services continued

Development, Project and Construction Management

We work in a systematic fashion.

Our methodology and the technologies and systems we use evolved with our business. The processes we follow have been integral to the success of many projects.

Our methods are flexible and have been successfully adapted to various other client processes and procedures where required to achieve optimal outcomes.

TerraStruc's management services are tailored to client requirements.

Our flexible contracting models allow clients to evaluate our performance, quality of deliverables and demonstrable value-add, prior to committing to longer term engagements where we can act as a single point of contact and take full responsibility for a project in terms of the agreed brief, programme and budget.

TerraStruc's integrated approach to development encompasses the following disciplines:

- Stakeholder Management (which includes all relevant external third parties)
- Programme Management
- Design Management (including all required Design and Engineering Services)
- Project Management
- Commercial Management
- Cost Management & Quantity Surveying
- Contract Administration
- Dispute Management
- Logistics Management
- Health and Safety Management
- Environmental Management
- Permitting and Authority Approvals
- Post-Contract Supervision Services for all necessary disciplines and specialities
- Third Party Commissioning and Testing
- Retail Tenant Co-ordination and Handover
- Operator/Employer/Owner Co-ordination and Handover prior to Building Completion



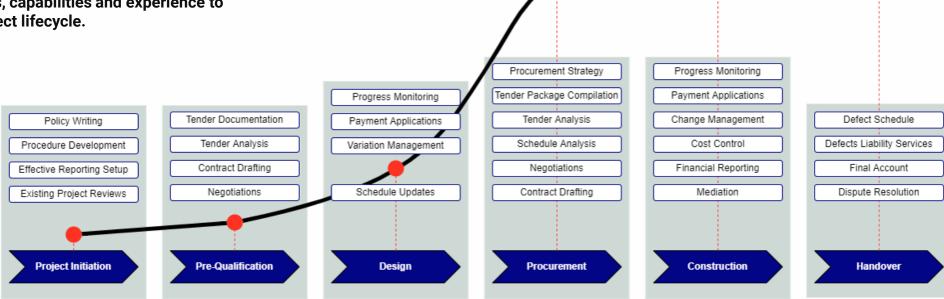


Core Services continued

Commercial, Cost and Contract Management

We focus on understanding costs and identifying risks early enough in a project to positively influence a financially viable outcome for our clients. Our task is to understand our client's key cost drivers and to deliver best value at every level.

We provide the skills, capabilities and experience to support the full project lifecycle.



Core Services continued

Engineering, Design and Product Development

Our business started life as a civil engineering design firm.

The One To One (1:1) Architecture and Design Bureau is our in-house design studio, providing a comprehensive suite of design services to support our projects.







https://1to1arc.com/



Management Contracting

The evolution of our contracting capabilities was a direct result of market opportunity and client demand driven by the construction boom in the Middle East and Caspian regions.

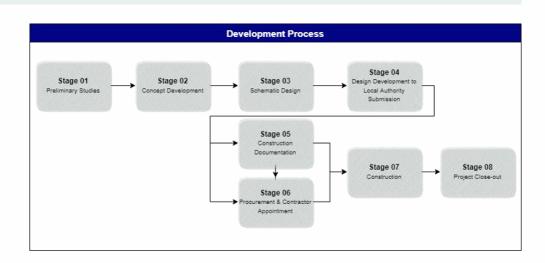


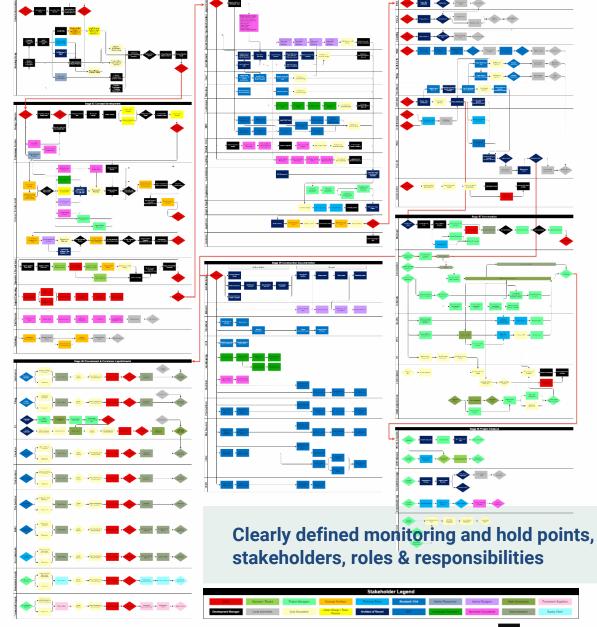


The Development Process

Our methodology and the technologies and systems we use evolved with our business. The processes we follow have been **integral** to the success of many projects.

Our methods are **flexible** and have been successfully adapted to various other client processes and procedures where required to achieve optimal outcomes.





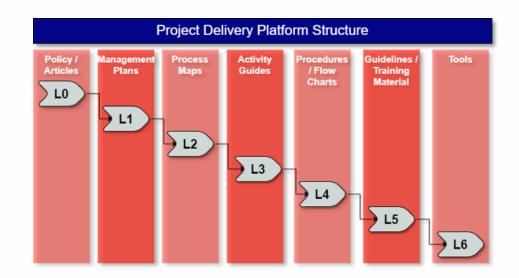


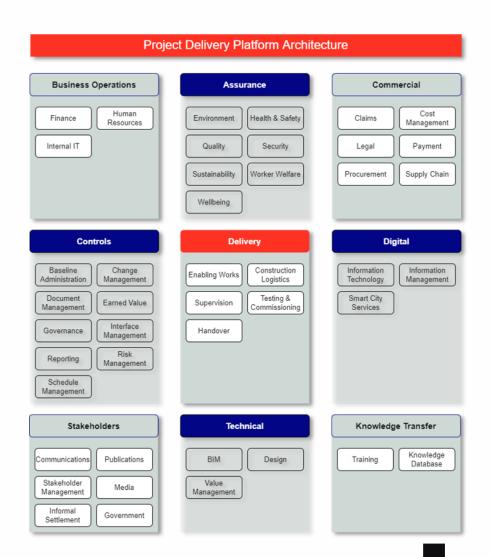
Project Delivery Platform (PDP)

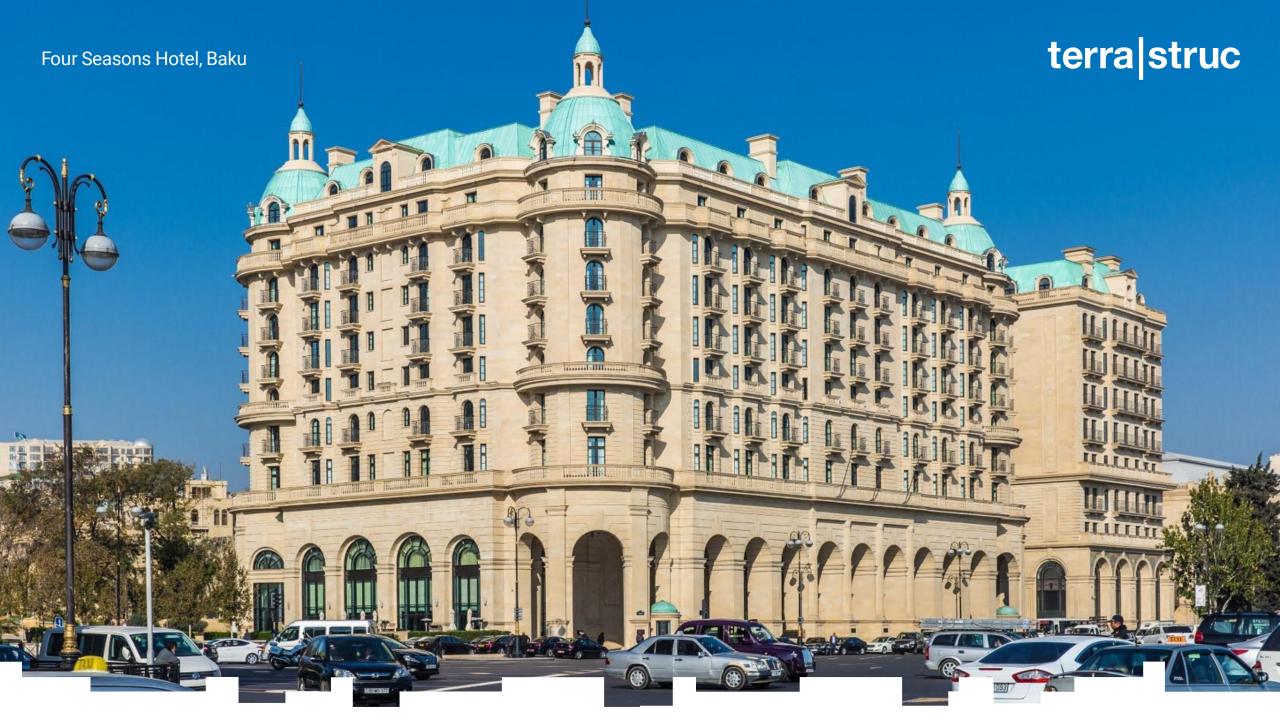
The PDP is an online portal that hosts the **bespoke suite of management strategies, systems, processes and procedures** that we develop to realize a project.

The PDP allows participants to share **real-time** data and knowledge. It is a common platform, accessible to all stakeholders and facilitates the adoption of **standardized** management systems and tools.

The PDP is modular in nature and can be expanded to support future phases of work.







Our Commitment to Quality

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Our Commitment to Quality

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A key focus of the TerraStruc Group is to deliver a quality service and a quality product, every time.

We focus our experience, skills and resources in a practical, efficient and cost effective manner to deliver projects. We always strive to exceed the expectations of our Clients.

Top-level management of TerraStruc is fully engaged throughout the project to ensure that effective quality control measures are in place and best practice is employed to an international standard.

Quality Control and Objectives

- To deliver projects to the specified standards and to the client's satisfaction
 To create and maintain a culture of aspiring to international quality standards throughout the group and in all activities
- 3. To ensure that all our employees are trained in quality assurance and that this
- training is ongoing at all levels
- 4. To meet all legal and statutory requirements
- To provide the resources necessary to achieve the required level of quality
 To ensure that quality control mechanisms are being sufficiently and effectively
- applied at all times
- 7. To provide documentary evidence of all quality control measures
- To ensure that all consultants, suppliers, sub-contractors and others who are involved in our projects meet the required quality standards
- To continually review, improve and implement quality control and best practice procedures
- To seek feedback from our clients and consultants as to the level of quality delivered
- Alignment of our internal Quality Management Systems with ISO 9001:2008





www.terrastruc.com

A key focus of the TerraStruc Group is to deliver a **quality service** and a quality product.

Every time.

We focus our experience, skills and resources in a practical, efficient and cost-effective manner to deliver projects. We always strive to **exceed** the **expectations** of our clients.

Our management team is fully engaged throughout the project to ensure that effective quality control measures are in place and best practice is employed to an international standard.

Our objectives:

- Deliver projects to the specified standards and to the client's satisfaction
- Create and maintain a culture of aspiring to international quality standards throughout the group and in all activities
- Ensure that all our employees are trained in quality assurance and that this training is ongoing at all levels
- Meet all legal and statutory requirements
- Provide the resource necessary to achieve the required level of quality
- Ensure that quality control mechanisms are being sufficiently and effectively applied at all times
- Provide documentary evidence of all quality control measures
- Ensure that all consultants, suppliers, sub-contractors and others who are involved in our projects meet the required quality standards
- Continually review, improve and implement quality control and best practice procedures
- Seek feedback from our clients and consultants as to the level of quality delivered
- Align our internal Quality Management Systems with ISO 9001:2015



Health, Safety and Environment

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terra|struc **Our HSE Commitment** It is TerraStruc's aim to create a working environment that is free of work related accidents and ill health. To this end we will pursue continuing improvements from year to year. We undertake to comply with, and exceed statutory requirements by: Identifying hazards within the workspace, assessing related risks and implementing appropriate preventative measures Establishing and enforcing safe methods of work Providing and maintaining appropriate tools, equipment and PPE Recruiting and appointing personnel who have the ability, skills and competence commensurate with their role and level of responsibility Ensuring tasks given to employees are within their skills, knowledge and ability to Ensuring that technical competence in maintained through the provision of refresher training as appropriate Promoting awareness of health and safety and of good practice through the effective communication of relevant information Aligning our internal procedures with the OHSAS 18001:2007 standard Furnishing sufficient funds needed to meet these objectives All employees on their part will actively contribute to this policy by promoting a safe working environment and highlighting any risks to the relevant management team. TerraStruc will review this policy annually, monitor its effectiveness and ensure that it reflects the changing needs and circumstances of the industry. Valueman

www.terrastruc.com

It is TerraStruc's aim to create a working environment that is free of work-related accidents and ill health.

Our employees actively contribute to this goal by promoting a safe working environment and highlighting any risks to the relevant management team.

We continually pursue improvement:

we review our HSE policy annually and monitor its effectiveness to ensure that it reflects the changing needs and circumstances of the industry.

Our undertaking:

We undertake to comply with, and exceed statutory requirements by:

- Identifying hazards within the workspace, assessing related risks and implementing appropriate preventative measures
- Establishing and enforcing safe methods of work
- Providing and maintaining appropriate tools, equipment and PPE
- Recruiting and appointing personnel who have the ability, skills and competence commensurate with their role and level of responsibility
- Ensuring tasks given to employees are within their skills, knowledge and ability to perform
- Ensuring that technical competence is maintained through the provision of refresher training as appropriate
- Promoting awareness of health and safety and of good practice through the effective communication of relevant information
- Aligning our internal procedures with the requirements of ISO 45001:2018
- Furnishing sufficient funds needed to meet these objectives



Clients and Testimonials















































Clients and Testimonials continued





To whom it may concern,

Over the last 5 years, TerraStruc has been a reliable partner who were appointed by us to develop the following projects:



These projects were delivered on a turnkey basis. The quality of TerraStruc's service and work delivered speaks for itself and is the basis of the repeat business with our constraints.

We can recommend TerraStruc to any prospective client.

Regards,

Murad Babayev General Director

ODERASKY SIMACH SEA SE GOOD (ROC) MEST EBUIL SO PARGIAVA HARHCHIVAH VIVE U-BOAT

25 Samad Vurghun street - "Baku Residence" Business Center - office 60 - AZ1095 - Baku - Azerbaijan info@beat.az - 994 12 480 28 00 - www.beat.az



Ref: 25493/LoR/0000/0007

8 June 2011

To Whom It May Concern

Re: Letter Of Recommendation

We confirm that Mace has a good relationship with TERRASTRUC and they are/were employed on various projects managed by Mace for Pasha Inshaat.

The projects TERRASTRUC have been involved in to date include the Four Seasons Hotel, JW Marriott Absheron Hotel, Central Piaza Shopping Centre (Mail 28), Absheron Apartments and Port Baku Towers. The work TERRASTRUC has performed so far includes fit-out, landscaping, multi-service and temporary site facilities as well as direct supply of construction materials and products.

TERRASTRUC and their management team has a good reputation with Mace.

TERRASTRUC is a uniquely pro-active construction partner in the local market and we intend to recommend them for future projects based on commercial competitiveness and technical compliance.

In our opinion and based on experience we would recommend TERRASTRUC for projects up to a value of USD 4 million with no hesitation.

Yours sincerely,

Paul Cobb Operations Director

Mace International Limited, part of the Mace Circup
Postal Address: Mace International, Joh Pasha Construction, 153 Nethchiler Prospekti, AZ1010 BAKU Azerbaijan.
1:e90412 4032039 1:e90412 4958901 www.macegroup.com.

STRABAG

AZ 1095, Baku, 22, Zarifa Aliyeva

Tel: 00994 12 4997791

Fax: 00994 12 4997789

Letter of recommendation for TerraStruc Ltd.

To whom it may concern

We confirm that TerraStruc was employed on the JW Marriott Hotel Project in 2010 and 2011.

TerraStruc successfully completed works to the value of more than EUR 2.5 million. Their scope consisted of more than 60,000m2 gypsum walls and ceilings and various other smaller supply and contracting jobs.

The quality of the work performed by TerraStruc is unparrallel in the local market. Their management structure is efficient and pro-active. Their labour force is highly skilled and well coordinated.

TerraStruc was by far one of the best subcontractors employed by Strabag and we will gladly support their future undertakings in Azerbaijan.

We consider TerraStruc a reliable contracting partner and we look forward to work with them on future projects. We can also highly recommend TerraStruc for any other projects.

You are welcome to contact me personally if you require any clarification or confirmation of this recommendation.

Kind regards,

Project Director



Clients and Testimonials continued





terra|struc

www.codest.com

Azerbaijan Branch Office 44 J.Jabbarly Street Caspian Plaza 8th Floor AZ 1065 Baku Azerbaijan

Codest Internationa Via Buttrio, Fraz. Car 27050 Percento del I Tel. +39 0432 607700 Fax +39 0432 607702



September 2011

To whom it may concern

Recommendation Letter

TerraStruc's involvement on the Four Seasons Hotel Project was key to its successful delivery.

They were a subcontractor to Codest International for various critical works that included:

- a. Back-of-house and car park finishes works
- b. Plasterboard walls and ceiling
- Surveying works
- d. General labour and materials supply

We are extremely satisfied with the support that TerraStruc provided to the Four Seasons Hotel and Codest International so far and we can recommend them as a highly competent contractor in Azerbaijan.

Feel free to contact me for any further reference in this regard.





Capitale Sociale: € 10.400 i.v. C.F., P.TVA e list. Reg. Imprese Società seggetta all'attività di direzione e coordinamento del gruppo Rizzani de Eccher S.p.A.

Clients and Testimonials continued





CONSULTANT - ENGINEER - PROJECT MANAGER TO THE LEISURE INDUSTRY

To Whom It May Concern:

Over the past five months, I have worked as a consultant and project director to Mivan Depa Dubai directly with Gasan Veliyev, Group Manager of TERRA STRUC, their project and site managers, on numerous locations.

I'm pleased to recommend TERRA STRUC to your company.

Over the past seven months, I worked directly with TERRA STRUC on the MARRIOTT HOTEL in Baku, Azerbaijan. Their services, flexibility as well as their technical understanding solving difficult problems and their creativity are top-notch, and we have been very pleased with the work they've done for us.

My company trusted TERRA STRUC with the installation and deliveries of gypsum walls and ceiling, and we were thrilled with the results and we believe TERRA STUC 's work led to that success.

Through the entire duration of the contract, TERRA STRUC has been on time and on budget with their projects for our company.

I recommend them without hesitation and would hire them again if given the opportunity.

Sincerely, Francis Stokkel

MArch. AKNW I AIA I MEng. I SQA I CFPS

LeisureCert International - Architects & Engineers to the Leisure Industry - P.O. Box 211849 - Dubai, U.A.E. Tel: + 971 43263811 - mob: +971 50 553 4007,

Email: info@leisurecert.com Reg. Nr. RAKFTZA-FEZ-2022

PROJECT MANAGEMENT SERVICES TO THE LEISURE INDUSTRY



5th November 2008

Mace International Ltd P.O. Box 2937 Postal Code 111 Seeb Muscat Sultanate of Oman

By Fax +968 2455 8910

For the attention of Mr Marcus Burley

Dear Marcus.

Qurum City Centre

On behalf of Majid Mohammed Al Futtaim, a note of appreciation to the efforts of the Site team of Johan Schoeman and all the Head Office support for the time and extraordinary effort expended to ensure that the entire Project was handed over to the Mall Management and opened on the 27th October 2008, which marks the 9th Shopping Centre in our portfolio.

For the record this project commenced on the 31th July 2007, and for the completion in the allotted time frame a Retail Mall of some 58,700 m2 of Gross Floor area (including the Fit out of retail units and Carrefour of 21,500 m2) along with a two storey Multi Storey Car Park of some 19,135 m2, which by any standards is an outstanding achievement, especially when these dates were maintained even after the consequence of cyclone Gonu, which occurred in June 2007.

We look forward to working with you in our future projects in the growing MAF portfolio of projects.

Yours faithfully,

Shahram Shamsee SVP Shopping Malls

Cc

lan Larkworthy - MAFP Rik Dattani- MAFP Jason Platten- MAFP Ibrahim Al Qasmi - MAFP

najidalfuttaim.com

PO 8ox 60811, Dubai, United Arab Emirates, Telephone: +971 4 2942444, Facsimile: +971 4 2942083
Maid Al Futaim Properties LLC Share Capital AED 2,516,385,000 Commercial Resistation Number 78372-0-0-0-1



30 July 2015

Reference Letter for TerraStruc

To whom it may concern.

TerraStruc successfully completed the External Works contract on the Trump Tower Hotel development.

Works commenced at the end of September 2014 and Practical Completion was achieved in July 2015.

The contract value was 6.9 Million US Dollars and works consisted of design development, concrete builders work, stone paving and cladding, drainage and manholes, water features, various architectural items, asphalt, painting and other miscellaneous works.

The quality of work delivered by TerraStruc is commensurate with the client's aspirations and the Trump brand.

TerraStruc's team was professional and pro-active from tender stage throughout the execution of works to de-snagging and final account agreement.

We highly recommend their services to any prospective client.

Yours sincerely

Tom French Country Director

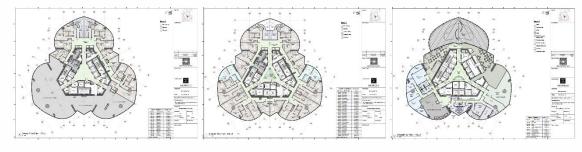
Mace International Limited, part of the Mace Group Postal Address: 69 Nizami Street, ISR Plaza, 3rd floor, Baku, Azerbaijan Telephone: 994 124974664 www.macegroup.com

Development Experience

Burj Boutique

A proposed hospitality property that will be created by combining and converting existing residential and commercial units inside the Burj Khalifa. The property will be distinctively themed, intimate and luxurious: a modern and elegant representation of the spirit of Dubai.

- 40 rooms
- Highest boutique hotel in the world
- Premier host of corporate events and social functions
- Technologically advanced, blockchain-enabled











terra|struc

Lighthouse Residences

An upscale G+8 residential building with a 180° views of the Caspian, located within the Sea Breeze Resort.

- 150,000 m2 Gross Floor Area
- 7 Townhouses, 112 Apartments, 8 Penthouses
- Unit areas range from 40m2 to 700m2
- Completed & Handed over

https://lighthouse.az/











Development Experience continued

Woodville

A lifestyle residential community currently under construction.

- 60 units with integrated landscaping
- Leisure facilities and resident amenities













Retirement Village

First of its kind sustainable retirement village in the Middle East with independent living in an age-friendly environment.

- Independent units in a convenient and accessible location
- Activity center with community and convenience services
- On-site specialized medical care facility

Eco Golf Resort

A proposed luxury eco-resort development in the Seychelles.

- 200 ha site area
- 5-star hotel with 60 rooms
- 9-hole golf course with club house, F&B and retail
- 582 sellable residential units: villas, golf bungalows and townhouses
- Marina with 250 berths
- Ancillary buildings include staff accommodation, hydroponics farm, desalination plant and sea plane arrival jetty



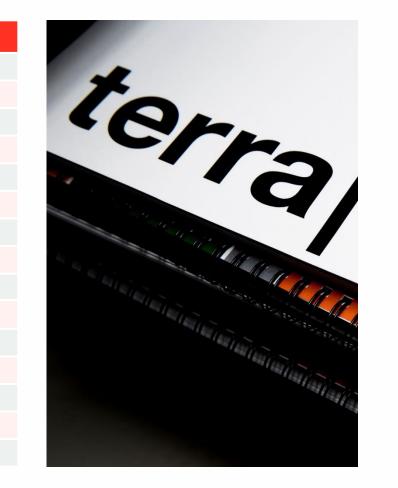






O7 Project Experience

s/n	Project	Category	Owner / Client	Scope Value (AED '000)
01	Trump Tower Hotel	Hospitality - Hotel	Trump International	25,185
02	DIP Distribution Centre	Industrial General Contracting	Choitrams	730
03	National Gymnastics Arena	Leisure - Sports Complex	European Games	13,900
04	JW Marriott Hotel & Apartments	Hospitality - Hotel	Strabag	10,100
05	Sea Breeze Breach Club	Leisure - Beach Resort	Beat Group	11,300
06	State Oil Fun Headquarters	Commercial - Office Tower	Besix	710
07	Fountain Square Car Park	Commercial - Car Park & Retail	Pasha Construction	8,440
08	Four Seasons Hotel	Hospitality – Hotel	Codest	4,770
09	Aquatics Centre	Leisure - Sports Complex	European Games	4,030
10	Al Bandar Penthouse	Luxury Residential	Private	1,100
11	Opera Sky	Leisure - Restaurant & Lounge	Beat Group	538
12	Absheron Apartments	Hospitality - Serviced Apartments	JW Marriott	294
13	Emporium	Retail - Shopping Mall	Pasha Developments	3,310
14	Sea Breeze Apartments	Luxury Residential	Crocus Group	66,100
15	5,000 Villa Rooftop Project	Residential Rooftop 4.3 MWp	DEWA	5,557



Project Experience continued

s/n	Project	Category	Owner / Client	Scope Value (AED '000)
16	Indigo Sky	Rooftop Photovoltaic	Indigo Group	240
17	The Desert Farm	Expo 2020 Pavillion	ARCO	60
18	Dubai Hills Estate	Residential Rooftop	Private	89
19	Muhaisnah 4	Rooftop Retrofit 1.3 MWp	Al Wasl Properties	4,611
20	Porsche HQ Dubai	EV Charging Infrastructure	Porsche Middle East	400
21	Expo 2020	General Contracting - Minor Works	Expo 2020 LLC	50
22	Mohammed Bin Rashid Solar Park	Power Supply System	Gransolar	125
23	MBR Space Centre	O&M Services	Etihad ESCO	Confidential
24	U-boat	Retail – Outlet	Beat Group	6,970
25	Various F&B	Hospitality, Leisure, F&B	Beat Group	2,380
26	4D BIM Services	BIM Consultancy	Alec	180
27	Cooling Plant	Industrial - General Contracting	ICCC	550
28	Central Plaza Shopping Centre	Retail - Shopping Mall	Pasha Construction	440
29	Victory Heights	Residential Rooftop	Private	38
30	Opera Lounge	Leisure – Restaurant	Beat Group	7,340





Registration Documents







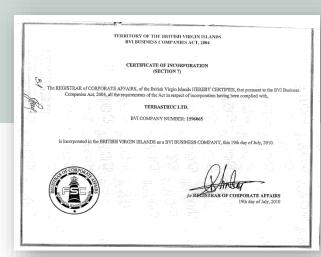




Registration Documents continued











Contact Information

terra|struc

Middle East

Trade Name

TerraStruc International LLC

Office Address

Unit 610 Le Solarium Tower Dubai Silicon Oasis Dubai United Arab Emirates

Africa

Trade Name

TerraStruc Africa

Office Address

Unit G1A Stellenpark Stellenbosch, 7600 South Africa

Office Address

29 Pienaar Street PO Box 2471 Brits, 0250 South Africa

CIS Region

Trade Name

TerraStruc Limited

Office Address

14 Khojali Avenue Baku, AZ1025 Azerbaijan

Office Address

Lighthouse 1 Sea Breeze Resort Nardaran, AZ1000 Azerbaijan

Eastern Europe

Trade Name

TerraStruc LLC

Office Address

3 Mamardashvili Street Tblisi, 0102 Georgia

Office Address

31 Voloshska Street Kiev, 04070 Ukraine

South Asia

Trade Name

TerraStruc LLC

Office Address

41 CCA, 1st Floor DHA Phase 8 Park View Lahore, 54792 Pakistan

Website

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Postal Address

PO Box 29331 Dubai

United Arab Emirates

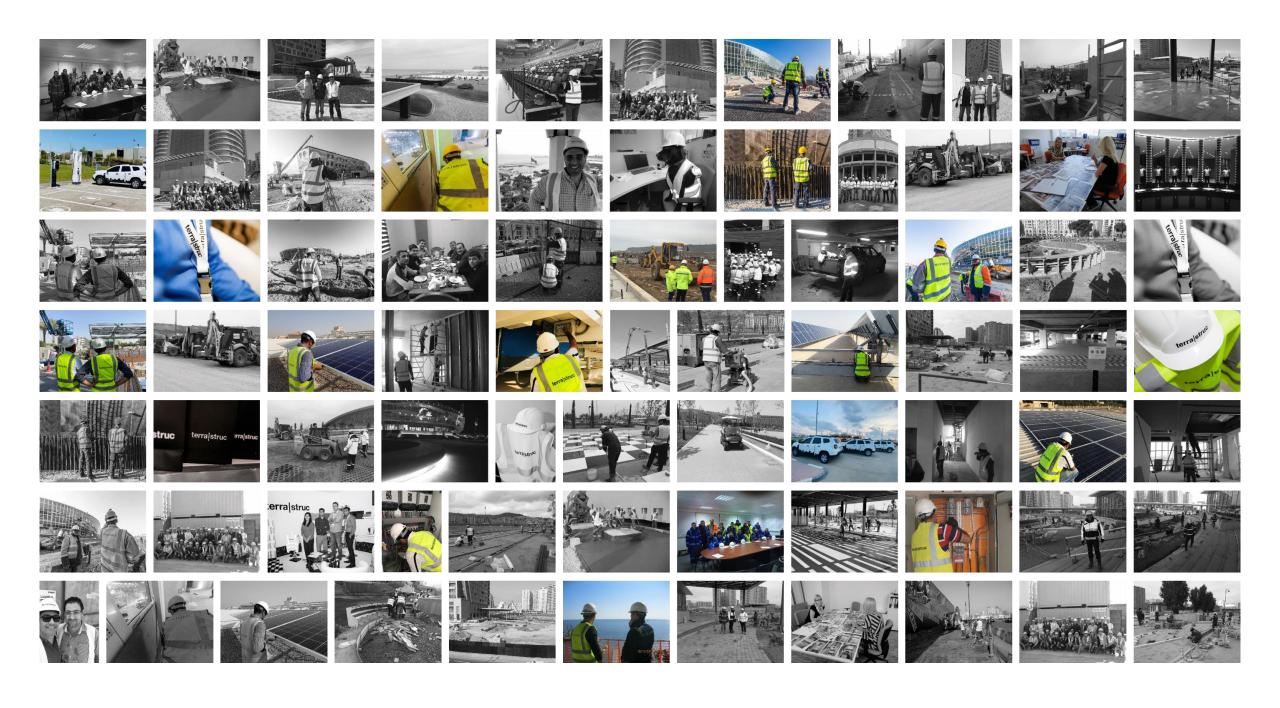
Contact Details of Partners

Johann Schoeman Gasan Veliyev

Itumeleng Mochocho

johann@terrastruc.com gasan@terrastruc.az

itumeleng.m@terrastruc.com



Thank you for your interest in our company.

We are eager to work with you.

