UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of April 2024

Commission File Number: 001-41339

Swvl Holdings Corp

The Offices 4, One Central Dubai World Trade Centre Dubai, United Arab Emirates (Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ⊠ Form 40-F □

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): 🗆

CONTENTS

On April 30, 2024, Swyl Holdings Corp ("Swyl") issued a press release titled, "Swyl Reports 2023 Financial Results." A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

This Report of Foreign Private Issuer on Form 6-K also consists of Swvl's presentation that was posted to its website on April 30, 2024, and which is attached hereto as Exhibit 99.2.

The first, second and fourth paragraphs and the sections titled "Financial Highlights for Fiscal Year Ended December 31, 2023" and "Forward-Looking Statements" in the press release attached as Exhibit 99.1 is incorporated by reference into Swvl's Registration Statement on Form S-8 (Registration No. 333-265464), filed with the SEC, to be a part thereof from the date on which this Report is submitted, to the extent not superseded by documents or reports subsequently filed or furnished.

EXHIBIT INDEX

 Exhibit
 Description of Exhibit

 99.1
 Press release dated April 30, 2024

 99.2
 Investor presentation

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SWVL HOLDINGS CORP

/s/ Mostafa Kandil Mostafa Kandil Chief Executive Officer

Date: April 30, 2024

By: Name: Title:

Swvl Records \$3.1m Net Profit, 13% Net Margin, and an Eightfold Growth in Gross Profit

8x Gross Profit growth year on year to \$4.1 million

Achieved cash flow positivity, with self-funded growth

Profitable growth drove earnings per share from continuing operations to \$0.61

Strong balance sheet with no debt and more than doubled the positive equity value compared to 2022

April 30, 2024 at 6:00 AM EST

DUBAI, United Arab Emirates, April 30, 2024 (GLOBE NEWSWIRE) -- Swvl Holdings Corp ("Swvl" or the "Company") (Nasdaq: SWVL), a technology provider for enterprise and government mobility solutions with a global footprint, announces a significant achievement in its financial performance for the fiscal year 2023. The Company has successfully delivered positive net profit and cashflow for the full year.

Continuing the positive momentum established in the initial half of the fiscal year, Swvl completed the path to profitability program initiated in 2022. The Company is committed to boosting profitability further while concurrently resuming strategic expansions into high-revenue markets.

Financial Highlights for Fiscal Year Ended December 31, 2023:

- Net Profit: \$3.1 million, a turnaround from a net loss of \$123.6 million in 2022
- Gross Profit: Increased more than eightfold to \$4.1 million from \$0.5 million in 2022
- Operating Profit: \$12.1 million, compared to an operating loss of \$80.2 million in 2022
 Earnings Per Share: Profitable growth boosted basic earnings per share from continuing operations to \$0.61
- Balance Sheet Strength: Ended the year with a strong balance sheet, no debt, and an equity value more than double that of the prior year, at \$5.9 million
- Equity Book Value: Total equity book value of \$5.9 million as of December 31, 2023, compared to \$2.6 million as of December 31, 2022

This result marks Swvl's swift transition to profitability, highlighting a focus on financial stability and operational efficiency, and the effective implementation of profitability strategies during the fiscal year. The Company's continuous efforts to maintain positive cash flow and profitability support its upcoming planned expansion into high-revenue markets.

Mostafa Kandil, CEO of Swvl, stated, "In 2023, our team demonstrated exceptional skill and dedication, achieving profitability. As we advance, our commitment to innovation will be marked by the launch of a wide range of products slated for the upcoming year and for our new potential markets. Additionally, in the meantime, we are expanding our strategic partnerships into more Gulf Cooperation Council (GCC) countries. Our focus today remains towards improving profitability while resuming our high paced growth."

Post December 31, 2023, Swvl continued to make strides to further solidify its financial position, focusing on increasing margins and maintaining efficient operations. Swvl remains focused on sustaining this positive momentum, further strengthening its financial position, and continuing to deliver enhanced value to its shareholders and stakeholders in the future of the mobility landscape.

For detailed financial information, please see Appendix A for the consolidated financial statements. This press release, along with complete financial statements and the investor presentation, can be found in the Investor Relations section of Swvl's website at https://www.swvl.com

About Swvl

Swvl is a global technology provider for enterprise and government mobility solutions. The company's platform provides alternatives to public transportation for individuals who cannot access or afford private options. Every day, Swvl's parallel mass transit systems empower individuals to go where they want, when they want – making mobility safer, more efficient, accessible, and environmentally friendly. Customers can book their rides on an easy-to-use proprietary app with varied payment options and access to high-quality private buses and vans.

For additional information about Swvl, please visit www.Swvl.com.

Forward Looking Statements

This press release contains "forward-looking statements" relating to future events. Forward-looking statements generally are accompanied by words such as "believe," "may," "will," "estimate," "continue," "anticipate," "intend," "expect," "should," "would," "plan," "predict," "potential," "seem," "seek," "future," "outlook" and similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These forward-looking statements include, but are not limited to, statements regarding future events and other statements that are not historical facts. For example, Swvl is using forward looking statements when it discusses its commitment to boosting profitability further while concurrently resuming strategic expansions into high-revenue markets, its intention to launch of a wide range of products slated for the upcoming year, its intention to expand strategic partnerships into more GCC countries, and that its focus remains towards improving profitability while resuming its high paced growth. These statements are based on the current expectations of Swvl's management and are not predictions of actual performance. These forward-looking statements are provided for illustrative purposes only and are not intended to serve as, and must not be relied on, by any investor as a guarantee, an assurance, a prediction or a definitive statement of risks and uncertainties regarding Swvl's business, and actual results may differ materially. In addition, forward-looking statements provide Swvl's expectations, plans or forecasts of future events and developments could cause Swvl's assessments and projections to change. However, while Swvl may elect to update these forward-looking statements. Except as otherwise required by law, Swvl undertakes no obligation to publicly release any revisions to these forward-looking statements. Except as otherwise required by law, Swvl undertakes no obligation to publicly release any revisions to these forward-looking statements frecting the the edde or t

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Contact
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Investor.relations@Swvl.com

Consolidated statement of financial position – As of 31 December 2023 (All amounts are shown in USD unless otherwise stated)

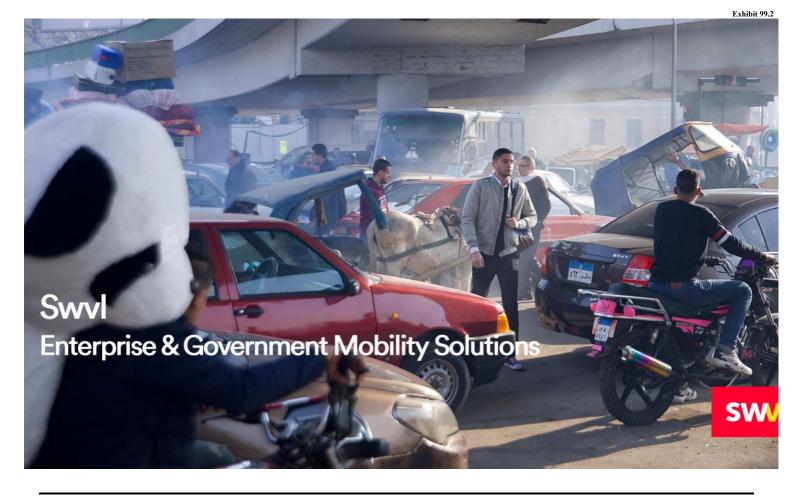
	2023	2022
ASSETS		
Non-current assets		
Property and equipment	751,693	1,270,838
Intangible assets	225,776	10,534,278
Right-of-use assets	484,362	815,646
Sublease receivables	-	553,029
Deferred tax assets	9,468,808	18,708,988
	10,930,639	31,882,779
Current assets		
Trade and other receivables	5,327,877	14,815,432
Prepaid expenses and other current assets	2,142,194	3,298,377
Sublease receivables	571,022	648,523
Cash and cash equivalents	2,922,755	1,538,347
	10,963,848	20,300,679
Assets classified as held for sale	1,261	5,279,098
Total assets	21,895,748	57,462,556
EQUITY AND LIABILITIES EQUITY		
Share capital	16,979	13,903
Share premium	347,295,152	343,435,529
Employee share scheme reserve	547,295,152	773,666
Foreign currency translation reserve	(11,466,066)	(4,347,257)
Reserve of disposal groups classified as held for sale	2,106,737	(4,347,237) (492,474)
Accumulated losses	(329,506,304)	(332,562,780)
Equity attributable to equity holders of the Parent Company	<u>(329,300,304</u>) 8,954,175	6.820.587
Equity attributable to equity notices of the Parent Company	0,754,175	0,820,387
Non-controlling interests	(3,039,317)	(4,191,394)
Total equity	5,914,858	2,629,193
LIABILITIES		
Non-current liabilities		
Provision for employees' end of service benefits		267,751
Derivative warrant liabilities	106,420	1,317,091
Deferred purchase price		194,093
Accounts payable, accruals and other payables	83,961	-
Lease liabilities	1,021,716	1,592,111
	1,212,097	3,371,046
Current liabilities		
Deferred purchase price	1,207,682	7,425,488
Accounts payable, accruals and other payables	7,829,837	33,418,502
Current tax liabilities	627,068	1,027,404
Due to related party	131,523	1,027,404
Lease liabilities	640,695	751,015
	10,436,805	42,622,409
Liabilities directly associated with assets classified as held for sale		
Total liabilities	4,331,988	8,839,908
	15,980,890	54,833,363
Total equity and liabilities	21,895,748	57,462,556

Consolidated statement of comprehensive loss - For the year ended 31 December 2023 (All amounts are shown in USD unless otherwise stated)

	2023	2022	2021
Continuing operations			
Revenue	22,852,263	44,099,610	25,563,945
Cost of sales	(18,741,277)	(43,581,963)	(31,349,979)
Gross income/(loss)	4,110,986	517,647	(5,786,034)
General and administrative expenses	(10,226,561)	(62,918,437)	(69,029,507)
Selling and marketing expenses	(93,431)	(17,520,448)	(12,190,989)
Provision for expected credit losses	(535,340)	(873,442)	(1,101,614)
Other income/(expenses), net	18,834,177	548,823	(807)
Operating profit / (loss)	12,089,831	(80,245,857)	(88,108,951)
Finance income	97,553	209,434	126,449
Loss on disposal of subsidiaries	(8,285,250)	-	-
Change in fair value of financial liabilities	1,210,671	109,720,648	(44,330,400)
Change in fair value of deferred purchase price	727,134	31,844,346	-
Change in fair value of employee share compensation schemes	(1,636,738)	36,155,857	
Recapitalization cost	-	(139,609,424)	-
Impairment of financial assets	-	(10,000,880)	-
Impairment of assets	-	(46,381,441)	-
Finance cost	(129,355)	(3,666,643)	(1,494,693)
Profit / (loss) before tax from continuing operations	4,073,846	(101,973,960)	(133,807,595)
Income tax benefit	41,305	3,225,251	4,718,036
Profit / (loss) for the year from continuing operations	4,115,151	(98,748,709)	(129,089,559)
Discontinued operations Loss for the year from discontinued operations	(1,058,675)	(24,830,739)	(12,399,838)
Profit / (loss) for the year	3,056,476	(123,579,448)	(141,489,397)
	3,030,470	(125,575,446)	(141,403,337)
Attributable to:			
Equity holders of the Parent Company	3,056,476	(116,496,525)	(141,416,132)
Non-controlling interests	5,050,470	(7,082,923)	(73,265)
Non-controlling increases	3,056,476	(123,579,448)	(141,489,397)
		· · · · ·	· · · · ·
Profit / (loss) per share attributable to equity holders of the Parent Company	0.45	(10.20)	(20.02)
Basic Diluted	0.45	(18.28)	(20.92)
Difuted	0.28	(18.28)	(20.92)
Profit / (loss) per share attributable to equity holders of the Parent Company for continuing operations			
Basic	0.61	(14.61)	(19.10)
Diluted	0.37	(14.61)	(19.10)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations, net of tax	(5,299,295)	(5,290,594)	(409,511)
Total comprehensive loss for the year	(2,242,819)	(128,870,042)	(141,898,908)
Attributable to:			
Equity holders of the Parent Company	(2,242,819)	(121,787,119)	(141,825,643)
Non-controlling interests	(2,272,017)	(7,082,923)	(73,265)
Non-controlling interests			(15,205)

Consolidated statement of cash flows - For the year ended 31 December 2023 (All amounts are shown in USD unless otherwise stated)

	2023	2022	2021
Profit / (loss) before tax from continued operations	4,073,846	(101,973,960)	(133,807,595
loss before tax from discontinued operations	(1,058,675)	(24,830,739)	(12,399,838
Profit / (loss) for the year before tax	3,015,171	(126,804,699)	(146,207,433
Adjustments to reconcile profit before tax to net cash flows:			
Depreciation of property and equipment	356,288	604,304	182,402
Depreciation of right-of-use assets	364,116	1,216,495	541,218
Amortization of intangible assets	32,375	2,455,243	15,963
Provision for expected credit losses	535,340	873,442	1,327,104
loss from sale of subsidiaries	8,285,250	-	-
Other income	(18,834,177)	-	-
Gain on recognition of sublease receivable	-	(87,026)	-
ublease income	(37,706)	(8,340)	-
Provision for employees' end of service benefits, net of reversals	-	(171,447)	704,614
inance cost	12,192	3,466,593	1,400,067
Listing costs	-	139,609,424	-
Change in fair value of deferred purchase price Change in fair value of financial liabilities	(727,134) (1,210,671)	(31,844,346) (109,720,648)	44,330,400
mairment of assets	(1,210,671)	46,381,441	44,550,400
mpairment of financial assets	-	10,000,880	-
Employee share-based payments charges / (reversals)	285,651	(36,155,857)	33,611,231
mployee share-based payments enarges / (reversars)	(7,923,305)	(100,184,541)	(64,094,434
Changes in working capital:	(7,925,305)	(100,184,541)	(04,094,434)
Frade and other receivables	3,917,812	(11,489,377)	(4,825,451)
Prepaid expenses and other current assets	995,660	(2,584,987)	(868,620)
Accounts payable, accruals and other payables	(6,471,125)	(3,571,712)	8,259,002
Current tax liabilities	244,206	793,105	(635,821)
Due to related parties	131,523	-	36,091
	(9,105,229)	(117,037,512)	(62,129,233
Payment of employees' end of service benefits	-	(635,314)	(5,507)
Net cash flows used in operating activities	(9,105,229)	(117,672,826)	(62,134,740)
Cash flows from an investing activity			
Purchase of property and equipment	(17,237)	(817,586)	(319,471)
Proceeds from disposal of subsidiaries	8,400,000	(817,580)	(519,471
Purchase of financial assets	-	-	(10,000,880)
Payment for acquisition of subsidiary, net of cash acquired	-	(743,292)	(823,446
Sublease rentals received	668,236	138,410	(025,110)
Purchase of financial assets		(5,000,010)	-
Purchase of intangible assets	(258,151)	(1,666,934)	(2,222)
Net cash flows generated from / (used in) investing activities	8,792,848	(8,089,412)	(11,146,019
Cash flows from financing activities			
Proceeds from issuance of share capital	789,462	60,787,038	-
Proceeds from issuance of convertible notes	-	26,336,000	73,206,415
Proceed from PIPE subscription	-	39,664,000	
Payments of external loan	-	(134,830)	-
Repayment of loan from related party	-	(195,270)	-
Finance cost paid	-	(543,432)	(2,653)
inance lease liabilities paid, net of accretion	(445,571)	(850,773)	(482,389)
Net cash flows generated from financing activities	343,891	125,062,733	72,721,373
Net increase / (decrease) in cash and cash equivalents	31,510	(699,505)	(559,386
Cash and cash equivalents at the beginning of the year	2,696,276	9,529,723	10,348,732
Effects of exchange rate changes on cash and cash equivalents	196,230	(6,133,942)	(259,623)
Cash and cash equivalents at the end of the year	2,924,016	2,696,276	9,529,723
Non-cash financing and investing activities:			
Settlement of deferred purchase price	5,377,829	-	-
ssuance of shares during the year	3,073,237	3,432,493	-
air value of shares earnouts		(75,550,455)	-
Acquisitions of non-controlling interests		(3,036,641)	-
Costs attributable to the issuance of shares	· ·	8,467,766	-
Conversion of convertible notes	-	145,952,505	-
Property and equipment additions through acquisition of business	- · · ·	(586,452)	-
Intangible assets additions through acquisition of business	-	(20,580,000)	-



Forward-Looking Statement Disclaimer

This presentation contains express or implied forward-looking statements pursuant to U.S. Federal securities laws and within the meaning of the Private Securities Litigation Reform Act of 1995. Statements that are not statements of historical fact may be deemed to be forward-looking statements. These forward-looking statements and their implications are based on the current expectations of the management of Swvl Holdings Corp and its subsidiaries ("Company") only and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. You can identify these statements by the fact that they do not relate strictly to historical or current facts. You can find many not all) of these statements by the use of words such as "approximates," "believes," "hopes," "expects," "anticipates," "estimates," "projects," "intends," "plans," "will," "would," "should," "could," "may," "in the process of" or other similar expressions in this presentation. These statements are likely to addres our growth strategy, financial results and product and development programs. For example, the Company is using forward-looking statements when it discusses the benefits of its products and services, the potential for its product expansion and service offerings, the intended expansion of its business in the U.S. and UK markets, and the process of building a collection of patents across its technology.

No forward-looking statement can be guaranteed, and actual future results may vary materially. Factors that could cause actual results to differ from the discussed in the forward-looking statements include, but are not limited to: assumptions about our future financial and operating results, including reven income, expenditures, cash balances, and other financial items; our ability to execute our growth, and expansion, including our ability to meet our goals; current and future economic and political conditions; our capital requirements and our ability to raise any additional financing which we may require; our ability to attract clients and further enhance our brand recognition; our ability to hire and retain qualified management personnel and key employees in o to enable us to develop our business; trends and competition in the new media integrated content marketing industry and the digital advertising industry and other assumptions described in this presentation underlying or relating to any forward-looking statements.

Except as otherwise required by law, the Company undertakes no obligation to publicly release any revisions to these forward-looking statements to refle events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. More detailed information about the risks and uncertainties affecting the Company is contained under the heading "Risk Factors" in the Company's annual report on Form 20-F for the fiscal year endec December 31, 2023 filed with the U.S. Securities and Exchange Commission (the "SEC"), which is available on the SEC's website, www.sec.gov., as well a subsequent filings with the SEC. **Company Overview**

Swvl Overview

A growing and profitable tech business that has been disrupting the growing mass mobility market

Company Overview

Swvl Holdings Corp ("Swvl") is a technology-driven disruptive mobility company that provides reliable, safe, cost- effective and environmentally responsible transit solutions, listed on the U.S. stock exchange (NASDAQ: SWVL)

Swvl provides Transport-as-a-service (TaaS), empowering corporates, schools, municipal transit agencies and other customers by providing efficient, accessible and reliable transport solutions

Powered by a suite of proprietary, patent pending, technologies that includes a selfevolving, machine-learning algorithm used to identify latent demand, optimize routing, predict rider demand, set pricing and provide a seamless user experience for customers and driver

Swvl's clients include corporates, educational institutions and governments. The Company currently has operations in Egypt and Saudi Arabia and recently sold its Latin America and European businesses to focus in the short term on U.S. expansion



Projected TAM12027E:\$76.3b

Middle East	Europe
2027E: \$5.4b	2027E: \$22.5b
Latin America	North America
2027E: \$2.8b	2027E: \$45.6b

Market opportunity



The Swvl Value Proposition (i/ii)

Swvl provides an asset-light turnkey solution that addresses the transit needs of customers

TaaS Offering

Swvl's TaaS offering is a transformative mass transit service that enables customers to transport employees, students and public commuters without having to invest in vehicles

Swvl's proprietary platform also optimizes collection and drop off routes, resulting in efficiencies that can achieve a significant reduction of transport costs.

Swvl partners with vetted 3rd party vehicle suppliers, creating an asset light transportation solution that is flexible and provides the customer with a fleet that meets their needs

The TaaS offering is a turnkey transportation solution that includes service design and optimization, technology implementation, marketing support, 24/7 assistance, insurance, fleet operator vetting and management

University Adapting to students' dynamic commuting hours and study schedules with a flexible routing model

School

Providing parents the ability to track daily school trips while helping schools optimize their transit operations



Corporate

Adapting to corporate hybric working models where employees have the ability to reserve their seats within flexible ride schedules

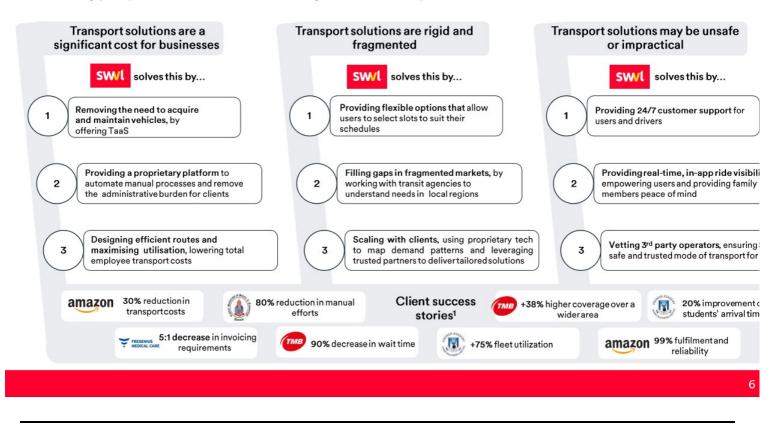


Public Transit

Ensure punctuality, accessibility and ride fulfilment for the city through a suite of whitelabelled solutions

The Swvl Value Proposition (i/ii)

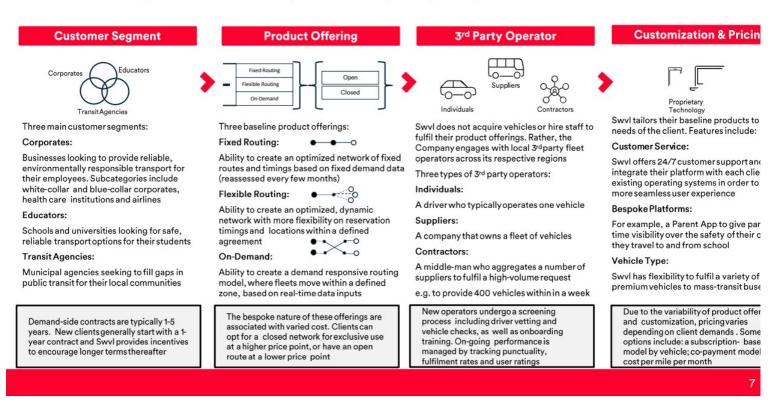
Addressing pain points for their clients, enabling more efficient operations



SW

Swvl's Business Model: Overview

Swvl's TaaS offering: an end-to-end mobility solution for day-to-day transport needs



Swvl's Business Model: Overview

Once onboarded, clients are able to set trip demands through the platform. Trips are paid on a monthly basis.

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Swvl x Clients



Relationship between SwvI and clients

- New clients are onboarded onto Swvl's platform. This involves setting up branding (if required), finalising payment terms and an extensive platform showcase
- Swvl then provides access to their platform, through which clients are able to create trip demands, set trip parameters and track a variety of trip-related data points

Payment flows

- Swvl's customers pay a fixed amount per vehicle per month
- The platform is able to provide an estimate of cost per trip. Costs per mile vary extensively, depending on distance, location, time of day, client type etc.
- Contracts are settled monthly, with a lag of between 30 and 60 days

Swvl's Business Model: Leg 2

If a bid is successful, transit operators provide transport for the client and are paid within 30 days

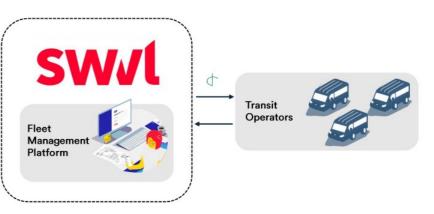
Swvl x Operators

Relationship between Swvl and transit operators

- Swvl works with many local transit providers, to ensure client trip demands are met
- Swvl acts as an aggregator for all transit operators through the platform. Swvl negotiates directly with suppliers, choosing the provider that offers the lowest rate while meeting all the technical specifications of the client
- Once finalised, the chosen transit operator provides the trips to Swvl's client

Payment flows

- Swvl's customers pay a fixed amount monthly. Swvl takes a 20 30% cut of the overall price with the TaaS offering
- Costs per mile vary extensively, depending on distance, location, time of day, client type etc.
- Payment to transit operators are typically made within 30 days of the trip taking place



Key Clients

Customers include education institutions, corporates, health care organizations, and public transport agencies¹

	Education	Corporate White-Collar	Corporate Blue-Collar	Health Care
Clients	KAUST KAUST KONVERSITY IN CARO	MARS	CAS ABB amazon BOSCH	Allianz ()) Prove Allianz () Allianz ()
Tech Suite	Fixed Routing ²	Flexible Routing ³	Fixed Routing ²	Flexible Routing ³
Use Case	Safer and more affordable form of transportation for students	Reduce required parking space to accommodate employees	Expand employee catchment area to address labour shortages	Provide a reliable form of transportation for recurring medical events such as dialysis procedures

1) Fixed Routing: Ability to create an optimized network of fixed routes and timings based on fixed demand data

2) Flexible Routing: Ability to create an optimized, dynamic network with more flexibility on reservation timings and locations within a defined agreement

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Customized Products

Swvl has built an interface for clients to manage their network and an application for riders to gain access

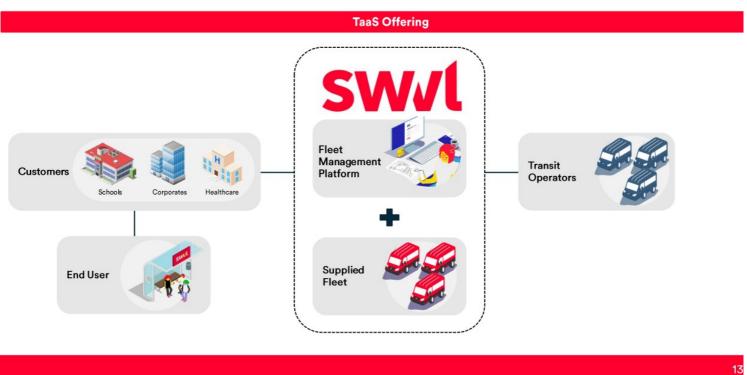


SW

Technology Stack

Technology Ecosystem - TaaS

Swvl's technology is at the center of providing its TaaS solution - it works directly with transit operators that provide the vehicles and with customers to ensure transit needs are met



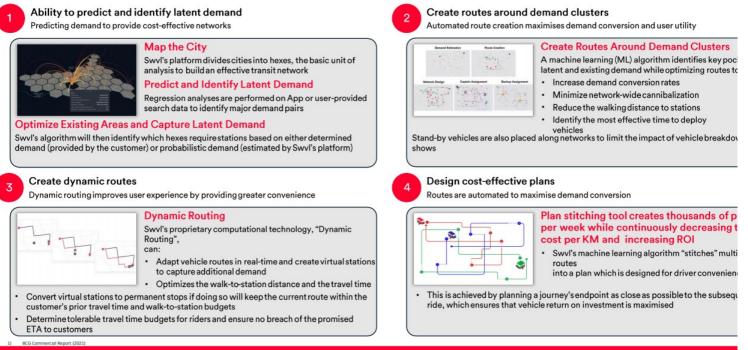
Technology Ecosystem - SaaS

The same proprietary software platform that is used within Swvl's TaaS offering can be licensed out to 3rd party transit operators, enabling these customers to effectively manage their fleets



Platform Capabilities

Swvl's machine learning algorithm can predict transport demand, design routes that maximise customer utility while simultaneously saving on the cost of delivery



Technology Patents

Swvl is in the process of building a collection of patents across the capabilities of its technology, focused around the following themes

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