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## **Commercial Growth Development Company Announces a Share Sale in BinDawood Holding Company**

**Riyadh, Saudi Arabia – 04/09/2024**

Commercial Growth Development Company (the “**Selling Shareholder**”) today has agreed a sale of 64,008,000 shares (the “**Shares**”) in BinDawood Holding Company (“**BinDawood**”) to institutional investors.

- The share sale represents a complete sale of all the shares held by Commercial Growth Development Company, and represents approximately 5.6% of BinDawood’s issued share capital.
- The share sale will be executed through off market Negotiated Deals in accordance with the Negotiated Deals Framework.
- The share sale was made to institutional investors in the Kingdom of Saudi Arabia, to qualified foreign institutional investors in accordance with the Rules for Qualified Foreign Financial Institutions Investment in Listed Securities, institutional beneficiaries of swap agreements entered into with a person authorised by the Capital Market Authority (“**CMA**”) to acquire and trade shares on the Saudi Exchange on behalf of such beneficiaries, and to GCC investors (including companies and funds authorized to trade in Saudi shares). Accordingly, the Shares were offered to certain institutional investors outside the United States in accordance with Regulation S under the US Securities Act of 1933, as amended (the “**Securities Act**”). The Shares were also offered to Qualified Institutional Buyers within the United States as defined in Rule 144A under the Securities Act.
- BinDawood will not receive any proceeds from the sale and the sale will not result in any dilution of the shares of the other shareholders of the Company.
- Goldman Sachs Saudi Arabia and SNB Capital are acting as Joint Global Coordinators and Bookrunners (the “**JGCs**”).

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in only with relevant persons. No prospectus or offering document has been or will be prepared in connection with the share sale. Any investment decision to buy securities in the share sale must be made solely on the basis of publicly available information. Such information is not the responsibility of and has not been independently verified by the Selling Shareholder, the JGCs or any of their respective affiliates.

Acquiring Shares to which this announcement relates may expose an investor to a significant risk of losing the entire amount invested. Persons considering investment should consult an investment advisor or a capital market institution authorized and specializing in advising on such investments.

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The JGCs are acting exclusively for the Selling Shareholder only in connection with the share sale and will not be responsible to anyone other than the Selling Shareholder for providing the protections offered to the respective clients of the JGCs, nor for providing advice in relation to the share sale or any matters referred to in this announcement.

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