

NOT FOR RELEASE, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD BE UNLAWFUL.

PRESS RELEASE

14 May 2024G

FAKEEH CARE GROUP ANNOUNCES FINAL OFFER PRICE OF ITS INITIAL PUBLIC OFFERING

- Final Offer Price set at **SAR 57.5 per share**, which is at the top end of the previously announced price range for the IPO
- The institutional book-building process saw total orders of SAR 341 billion from local, regional and international investors and the institutional offering was 119 times oversubscribed
- The subscription period for individual Investors starts on Tuesday 21 May 2024G and ends on Wednesday 22 May 2024G

Dr Soliman Abdel Kader Fakeeh Hospital Company (the “**Company**”), and its subsidiaries hereafter referred to as “**Fakeeh Care Group**”, “**FCG**”, or the “**Group**”, one of Saudi Arabia’s premier integrated providers of high-quality healthcare, trusted by millions of families for more than four decades, announces the successful completion of the institutional book building period for Participating Parties and the determination of the final offer price (the “**Final Offer Price**”) for its initial public offering (the “**IPO**” or the “**Offering**”).

The Final Offer Price has been set at **SAR 57.5 per share**, which is at the top end of the previously announced price range for the IPO. The Final Offer Price implies a market capitalization of the Company at listing of SAR 13.3 billion (US\$ 3.6 billion), with the Offering raising gross proceeds of SAR 2.9 billion for the Company and the Selling Shareholders.

The institutional book building process was highly successful, drawing total orders of SAR 341 billion from a diverse mix of investors from Saudi Arabia, the GCC and around the world.

Dr Mazen Soliman Fakeeh, President of Fakeeh Care Group, said:

“We are delighted with the demand from institutional investors for Fakeeh Care Group’s IPO. The incredibly warm response from the market is a testament to the Group’s position as one of Saudi Arabia’s leading integrated healthcare providers. Looking ahead, we are very excited about the future, leveraging our integrated healthcare model, well-established academic roots and utilization of advanced technologies to play a key role in Saudi Arabia’s growth trajectory for decades to come.”

The subscription period for retail investors that qualify as Individual Investors as defined in the Prospectus starts on Tuesday 21 May 2024G and ends on Wednesday 22 May 2024G. Final allocations will be announced on 27 May 2024G, with any refunds of excess subscription monies to be made by 4 June 2024G. Trading of the Company’s shares on the Saudi Exchange is expected to commence after the fulfillment of all relevant statutory requirements.

Offer Details

- The Final Offer Price for the Offering has been set at **SAR 57.5 per share**, implying a market capitalization at listing of SAR 13.3 billion (US\$ 3.6 billion).
- The total size of the Offering is SAR 2.9 billion (US\$ 764 million).
- The Offer Shares will be listed and traded on the Saudi Exchange’s Main Market following the completion of the IPO and listing formalities with the CMA and the Saudi Exchange, with the date to be announced at a later stage.
- The Offering comprises 49,800,000 ordinary shares, representing 21.47% of the Company’s issued share capital (after the capital increase), by way of the issuance of 30,000,000 new Ordinary Shares (the “**New**

NOT FOR RELEASE, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD BE UNLAWFUL.

Shares”) and the sale of 19,800,000 existing Ordinary Shares (the “**Sale Shares**”) by the Company’s Selling Shareholders (collectively, the New Shares and the Sale Shares represent the “**Offer Shares**”).

- 100% of the Offer Shares have been initially allocated to the Participating Parties that took part in the institutional book building process. In the event that Individual Investors subscribe for the Offer Shares allocated thereto, the Financial Advisor, in coordination with the Company, shall have the right to reduce the number of Offer Shares allocated to Participating Parties to 44,820,000 shares, representing 90% of the Offer Shares, The final number of Offer Shares allocated to the Participating Parties will be clawed back accordingly based on subscriptions from Individual Investors, provided that such claw-back does not apply to the cornerstone investors (being three million shares) in any event. Accordingly, 41,820,000 Offer Shares will be allocated to Participating Parties excluding the Offer Shares allocated to the cornerstone investors and Individual Investors
- Following completion of the Offering, the net proceeds of the Sale Shares will be distributed to the Selling Shareholders on a pro-rata basis, based on their respective ownership percentage of the Sale Shares, and the net proceeds of the New Shares will be paid to and used by the Company to finance its growth strategy and for general corporate purposes.
- With respect to the Offering, the Company has appointed:
 - HSBC Saudi Arabia as Sole Financial Advisor, Joint Bookrunner, Underwriter and Lead Manager.
 - anb capital and EFG Hermes KSA as Joint Bookrunners and Underwriters.
 - Alrajhi Bank, Saudi National Bank, Arab National Bank, Saudi Awwal Bank (SAB), Alinma Bank and Bank Aljazira have been appointed as Receiving Agents for retail investors.
 - Moelis & Company Saudi Limited (“**Moelis**”) has been appointed as Selling Shareholders’ Advisor.

---ENDS---

NOT FOR RELEASE, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD BE UNLAWFUL.

Enquiries

HSBC Saudi Arabia, Sole Financial Advisor, Joint Bookrunner, Underwriter and Lead Manager to Fakeeh Care Group

Mohammed Fannouch – Managing Director, Co-Head of Investment Banking

Ramez Halazun – Director, Investment Banking

fakeehcareipo@hsbcsa.com

anb capital, Joint Bookrunner and Underwriter

Khalid Al Ghamdi – CEO

Usman Khalid – Head of Investment Banking

FakeehCareIPO@anbcapital.com.sa

EFG Hermes KSA, Joint Bookrunner and Underwriter

Saud Altassan – CEO, KSA

Abdullah Silsilah – Director IB

fakeehcareipo@EFG-HERMES.com

Moelis & Company Saudi Limited, Advisor to the Selling Shareholders

Moaath Alangari – Executive Director, Head of Saudi Arabia

Amit Kumar – Head of Arranging

fakeehcareipo_ext@moelis.com

Brunswick Group, Communications Advisor to Fakeeh Care Group

Jade Mamarbachi, Partner

Tariq Al Buhosi, Partner – Head of Riyadh Office

FakeehCare@brunswickgroup.com

Legal Disclaimer

The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed by any person for any purpose of the information contained in this announcement or its accuracy, fairness or completeness. The information in this announcement is subject to change. Neither the Company nor HSBC Saudi Arabia, EFG Hermes KSA and ANB Capital (the "Underwriters") or their respective affiliates undertake to provide the recipient of this announcement with any additional information, or to update this announcement or to correct any inaccuracies, and the distribution of this announcement shall not be deemed to be any form of commitment on the part of the Company or the Underwriters to proceed with the Offering or any transaction or arrangement referred to therein. The contents of this announcement are not to be construed as legal, financial or tax advice.

The distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession any document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This communication does not constitute an "offer of securities to the public" within the meaning of Regulation 2017/1129 of the European Union (the "Prospectus Regulation") or the Prospectus Regulation as it forms part of UK domestic law by virtue of the UK European Union (Withdrawal) Act 2018 (as amended and supplemented from time to time) (the "UK Prospectus Regulation") of the securities referred to in it (the "Securities") in any member state of the European Economic Area (the "EEA") or in the United Kingdom. Any offers of the Securities to persons in the EEA or in the United

NOT FOR RELEASE, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD BE UNLAWFUL.

Kingdom will be made pursuant to exemptions under the Prospectus Regulation and the UK Prospectus Regulation, respectively, from the requirement to produce a prospectus for offers of the Securities.

The securities referred to herein have not been and will not be registered under the US Securities Act of 1933, as amended (the "**Securities Act**"), and may not be offered or sold in the United States unless the securities are registered under the Securities Act, or an exemption from the registration requirements of the Securities Act is available. The issuer of the securities has not registered, and does not intend to register, any portion of the offering in the United States, and does not intend to conduct a public offering of securities in the United States or any other jurisdiction, except for Saudi Arabia. Copies of this announcement are not being, and should not be, distributed in or sent into the United States. No money, securities or other consideration is being solicited and, if sent in response to the information contained herein, will not be accepted.

These materials shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities referred to herein in Australia, Canada, Japan, South Africa or any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities laws of any such jurisdiction.

In the United Kingdom, this communication is being distributed only to, and is directed only at (a) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"), and (b) high net worth entities, and other persons to whom it may otherwise lawfully be communicated, falling within Article 49(2) of the Order (all such persons together being referred to as "relevant persons"). Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this communication or any of its contents.

This announcement is being distributed subject to the provisions of the Rules on the Offer of Securities and Continuing Obligations ("**OSCO Rules**") issued by the CMA, and should not result in any binding undertakings to acquire shares or subscribe in the Offering. This announcement is for information purposes only and under no circumstances shall constitute an offer or invitation, or form the basis for a decision, to invest in any securities of the Company. Neither this announcement nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or commitment whatsoever in any jurisdiction. Investors may only subscribe in the Offer Shares on the basis of the CMA approved Arabic language prospectus to be issued and published in due course (the "**Local Prospectus**"). The information in this announcement is subject to change. In accordance with Article 51(d) of the OSCO Rules, copies of the Prospectus will, following publication, be available on the websites of the Company at <https://en.fakeeh.care/>, the Saudi Exchange at www.saudiexchange.sa, the CMA at www.cma.org.sa and HSBC Saudi Arabia at www.hsbcSaudi.com as the financial advisor.

This announcement is not an offer document for the purposes of the OSCO Rules and should not be construed as such. The CMA and the Saudi Exchange do not take any responsibility for the contents of this announcement, do not make any representations as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this announcement.

The international offering circular prepared in connection with the Offering (the "**International Offering Circular**") is the sole legally binding document containing information about the Company and the Offering outside of Saudi Arabia. In the event of any discrepancy between this announcement and the Local Prospectus and/or the International Offering Circular, as the case may be, the Local Prospectus and/or the International Offering Circular will prevail.

This announcement may include statements that are, or may be deemed to be, "forward-looking statements". Any forward-looking statements reflect the Company's current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Company's business, results of operations, financial position, liquidity, prospects, growth or strategies. Many factors could cause the actual results to differ materially from those expressed or implied by any such forward-looking statements, including, among other things, risks specifically related to the Company and its operations, the development of global economic and industry conditions, and the impact of economic, political and social developments in Saudi Arabia. Forward-looking statements

NOT FOR RELEASE, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD BE UNLAWFUL.

speak only as of the date they are made and the Company does not assume any obligations to update any forward-looking statements.

There is no guarantee that the Offering will occur and you should not base your financial decisions on the Company's intentions in relation to the Offering at this stage. Acquiring Offer 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 an authorized person specializing in advising on such investments.

The Underwriters are acting exclusively for the Company and no-one else in connection with the Offering. The Underwriters will not regard any other person as their respective clients in relation to the Offering and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients, nor for providing advice in relation to the Offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

Moelis is acting exclusively for the Selling Shareholders and no-one else in connection with the Offering. Moelis will not regard any other person as their respective clients in relation to the Offering and will not be responsible to anyone other than the Selling Shareholders for providing the protections afforded to their respective clients, nor for providing advice in relation to the Offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

The contents of this announcement have been prepared by and are the sole responsibility of the Company. None of the Underwriters, Moelis or any of their respective affiliates, directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.