Form for disclosing the Agreement to Acquire, Dispose, Mortgage, or Lease Transaction(s)

The required data regarding the agreement to acquire / dispose / mortgage / lease transaction(s):

Date.	17 August 2021.
Name of the Listed Company.	National Central Cooling Company PJSC.
Specify the type of transaction: (acquisition / dispose / mortgage / lease / other).	Disposal of 44% shareholding in Qatar District Cooling Company QCSC ("Qatar Cool").
Determine the type of asset to be acquired, disposed, leased or mortgaged (examples: investments, companies, factories, real estate, securities, etc.) and describe the activity of the underlying asset.	Assets in Qatar Cool consist of district cooling plants and associated network in Qatar which provide chilled water services to multiple residential, commercial, retail and other real estate assets.
Determine the value of the purchase cost of these assets and their percentage to the capital of the listed company in the event of dispose, mortgage or leasing.	AED 417 MN /AED 2.775 BN = 15%.
Total value of acquisition / dispose / mortgage / lease transaction.	Value of disposal is AED 417 MN
Reasons for executing the transaction, its expected effects on the company and its operations, and the rights of its shareholders.	The assets are located in a non- core market for the Company therefore the seller decided to divest its shares in Qatar Cool. We don't expect any material impact on the Company and its operations, and the rights of its shareholders due to this divestment.
Determine the parties to the transaction / deal.	United Development Company QPSC, Tabreed Energy Investments One

	Person LLC, National Central Cooling Company P.J.S.C. (Tabreed)
Determine whether the transaction / deal is associated to related parties, and specify the nature of the relationship, if any.	**Not applicable**
The date of signing the transaction / deal.	**4 August 2021**
Transaction / deal execution date.	**4 August 2021**
Expected closing date.	**16 August 2021**
If the listed company is the acquiring party or the lessee, the following must be fulfilled: **1- Explain how to finance acquisition or lease transaction(s).** **2- Determine the sources of financing the transaction(s) in the case of acquisition or leasing, with clarification of the payment mechanism in the event that part or all of the value of the transaction(s) will be funded through banks.** **3- Determine the date or dates of payment of the amounts owed by the listed company from the acquisition or lease transaction(s).**	**Not applicable**
If the listed company is the disposing party, the lessor, or one of the mortgage parties, the following must be fulfilled: **1- Explain the reasons for disposing, mortgaging or leasing, and clarifying how the collected funds will be used.** **2- Determine the date or dates of collection of the amounts owed to the listed company from the dispose, mortgage or lease transaction.** **3- Clarify the procedures against the listed company in case of failure to pay its obligations stated in the mortgage deal.**	**1.The assets are located in a non- core market for the Company therefore the seller decided to divest its shares in Qatar Cool. Proceeds will be used to finance further growth of Tabreed's portfolio in key markets.** **2. Monies to be received at closing.** **3. Not applicable.**

4- The listed company must also clarify whether it will provide a loan in exchange for a mortgage of the assets owned by the other party.	4. Not applicable
The expected financial impact of the transaction(s) on the business results and the financial position of the listed company.	This transaction is expected to increase the cash balance by AED 417m and increase the other income and gain by AED 65m (before taxes, if any) and reduce the asset held for sale by AED 350m. On an annual basis this will result in lower share of results by approximately AED 40m.
Determine the financial period or quarter in which the financial impact of the transaction(s) will appear on the listed company.	Q3 - 2021
Summary of the terms and conditions of the transaction(s), the rights and obligations of the listed company and its shareholders, and the procedures involved in the event that any party fails to fulfill the obligations it has stipulated in the transaction or the deal contract.	National Central Cooling Company PJSC (Tabreed) has announced an agreement to divest its 44% stake in Qatar District Cooling Company (Qatar Cool) to United Development Company (UDC). The transaction, worth AED 417 million is expected to complete on 16 August 2021. Proceeds will be used to finance further growth of Tabreed's portfolio in key markets.

The Name of the Authorized Signatory	Hamish Jooste
Designation	Chief Legal Counsel
Signature and Date	 17 August 2021

Company's Seal	