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

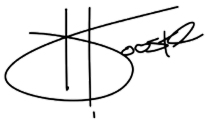
The required data regarding the agreement to acquire / dispose / mortgage / lease transaction(s):

Date.	10 February 2022
Name of the Listed Company.	National Central Cooling Company PJSC (Tabreed).
Specify the type of transaction: (acquisition / dispose / mortgage / lease / other).	Long term Concession Agreement signed between Tabreed Company for Central Cooling Services LLC (a wholly owned subsidiary of Tabreed, incorporated in Egypt) and Marakez Sokhna for Real Estate Projects SAE, Marakez for Real Estate Investment Company and The Egyptian Company for Energy and Cooling Projects (Gascool), for the design, construction and long term operation of district cooling assets at D5M Mixed Use Development, Katameya, Egypt (the "Development").
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.	District cooling plant to be constructed which will provide chilled water services to the retail, commercial and other real estate assets at the Development.
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 22mn/AED 2.775 BN = 0.80%

Total value of acquisition / dispose / mortgage / lease transaction.	**Value of transaction is AED 22 MN.**
Reasons for executing the transaction, its expected effects on the company and its operations, and the rights of its shareholders.	**The assets to be developed in Egypt are an important, strategic step for Tabreed and its regional expansion plans.** **We do not expect this transaction will materially impact Tabreed's existing operations or the rights of its shareholders.**
Determine the parties to the transaction / deal.	**Tabreed Company for Central Cooling Services LLC (a wholly owned subsidiary of Tabreed, incorporated in Egypt), Marakez Sokhna for Real Estate Projects SAE, Marakez for Real Estate Investment Company and The Egyptian Company for Energy and Cooling Projects (Gascool),**
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.	**9 February 2022**
Transaction / deal execution date.	**9 February 2022**
Expected closing date.	**16 February 2022**
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).**	**1. Construction costs to be financed through existing company reserves.** **2. Not applicable.** **3. Not applicable.** **4. 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.** **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.**	**Not applicable.**
The expected financial impact of the transaction(s) on the business results and the financial position of the listed company.	**The transaction will not materially impact the results or financial position of the Company (less than 1% impact on both).**
Determine the financial period or quarter in which the financial impact of the transaction(s) will appear on the listed company.	**First quarter of 2022.**
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 the signing of a long term Concession Agreement between Tabreed Company for Central Cooling Services LLC (a wholly owned subsidiary of Tabreed, incorporated in Egypt) and Marakez Sokhna for Real Estate Projects SAE, Marakez for Real Estate Investment Company and The Egyptian Company for Energy and Cooling Projects (Gascool), for the design, construction and long term operation of**

	district cooling assets at the Development. The transaction value is AED 22 mn.

The Name of the Authorized Signatory	**Hamish Jooste**
Designation	**Chief Legal Counsel**
Signature and Date	**10 February 2022** 
Company's Seal	