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

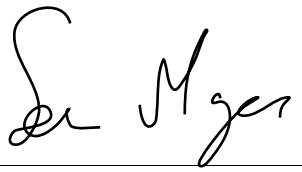
The required data regarding the agreement to Long term Concession:

Date.	28 August 2023
Name of the Listed Company.	National Central Cooling Company PJSC (Tabreed).
Specify the type of transaction: Concession	Confirmation as preferred bidder for the grant of long-term District Cooling Concession in respect of Hyderabad Pharma City master plan (Telangana, India) by Telangana State Industrial Infrastructure Corporation (TSIIC) Limited to National Central Cooling Company PJSC with an obligation to execute a Concession Agreement with it. Phase 1 of the project will be for the construction of district cooling facilities of 2,500 RT, with an approximate project cost of AED 36 m with future expansion in phases in accordance with increase in cooling demand for up to total concession loads of 125,000 RT. ("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.	Concession for the development of district cooling assets to provide chilled water services to the Development.
Determine the value of the purchase cost of these assets and their percentage to the capital of the	Phase 1 estimated project cost of AED 36 m (to be financed 75% by local Indian

listed company in the event of dispose, mortgage or leasing.	**Bank financing and 25%** from company cash reserves **, paid in line with construction milestones).**
Total value of the Concession.	**Phase 1 estimated project cost of AED 36 m (to be financed 75% by local Indian bank financing and 25% from company cash reserves ,** **Additional investment will be required to fund construction of additional cooling infrastructure in line with project requirements as needed to meet demands.**
Reasons for executing the transaction, its expected effects on the company and its operations, and the rights of its shareholders.	**Assets to be developed will support Tabreed's growth plans in India.** **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.	**National Central Cooling Company PJSC, and Hyderabad Pharma City Limited.**
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.	**Circa end of September 2023**
Transaction / deal execution date.	**Q4 2023**
Expected closing date.	**Q4 2023, with construction works to be initiated as soon as possible**
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).**	**1. Phase 1 estimated project cost of AED 36 m (to be financed 75% by local Indian Bank financing and 25% from company**

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).	cash reserves, paid in line with construction milestones). 2. To be sourced from financial institutions. 3. Repayment milestones to be agreed over the course of loan tenure.
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.	Construction costs will be funded in line with agreed milestones through 2024/25.
Summary of the terms and conditions of the transaction(s), the rights and obligations of the listed company and its shareholders, and the	Confirmation as preferred bidder for the grant of long-term District Cooling Concession in respect of the Hyderabad

procedures involved in the event that any party fails to fulfill the obligations it has stipulated in the transaction or the deal contract.	**Pharma City master plan (Telangana, India) by Telangana State Industrial Infrastructure Corporation (TSIIC) Limited to National Central Cooling Company PJSC with an obligation to execute a Concession Agreement with it. Phase 1 of the project will be for the construction of district cooling facilities of 2,500 RT, with an approximate project cost of AED 36 m with future expansion in phases in accordance with increase in cooling demand for up to total concession loads of 125,000 RT. ("Development")**

The Name of the Authorized Signatory	**Sean Magee**
Designation	**Secretary of the Board of Directors**
Signature and Date	**28 August 2023** 
Company's Seal	