



JODC SHAREHOLDERS APPROVE LANDMARK ALINMA FUND DEBT TO EQUITY TRANSACTION

TRANSACTION OVERVIEW

Transaction Type	Capital increase by way of debt conversion owed to the Alinma Makkah Real Estate Fund
Debt Amount	SAR 5,301,201,080
Total number of new shares to be issued for debt settlement	225,134,162 new ordinary shares
Total nominal value of the new shares for debt settlement	SAR 2,251,341,620
Description of the transaction	Issuing new shares for the fund unitholders in exchange of settling the debts and obligations owed by the company to the fund, transferring of legal ownership of the fund's assets to JODC, releasing the mortgaged properties, and terminating all collateral and security granted by the company to the fund and the fund related entities.
Transferred assets to Jabal Omar	Three hotels: Hilton Suites, Hyatt Regency, and Conrad. Two commercial properties: Souk Al-Khalil S1 & S2

WHAT ARE THE BENEFITS OF THE DEAL?



Canceling the **SAR 540 million** annual rent payment, improving the Company's liquidity position



Eliminating **SAR 5.3 billion** in liabilities, significantly de-leveraging JODC's capital structure



Transfer legal ownership of the Fund's assets to JODC, improving the company's asset base and enhancing credit profile which leads to more favorable funding terms



Benefitting from the asset's net operating income and utilizing those assets to **generate additional shareholder value**



Prospective gains including the reversal of accrued rental payments as a result of successful accomplishment of the debt swap