



The Leading Manpower Company

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29 May 2024G

SAUDI MANPOWER SOLUTIONS COMPANY

ANNOUNCES THE COMPLETION OF OFFERING PERIOD FOR INDIVIDUAL INVESTORS AND FINAL ALLOTMENT OF SHARES

Manpower for the Kingdom's future

SAUDI MANPOWER SOLUTIONS COMPANY ("**SMASCO**" or the "**Company**" or the "**Group**") the leading manpower solutions company in the Kingdom of Saudi Arabia (the "**Kingdom**"), announces the successful completion of the Retail Investor offering period and the Final Allotment of Shares in relation to its initial public offering (the "**IPO**" or "**Offering**").

Following the successful completion of the institutional book-building period which set the Final Offer Price at SAR 7.50 per share and resulted in an oversubscription coverage of 128x of the total offered shares, the individual investors offering took place from 26 to 27 May 2024G. The number of Offer Shares that were allocated to Individual Investors was 12,000,000 shares, representing 10% of the total offering. The offering saw 1,065,437 individual subscribers place orders totalling SAR 1,176.81 million, reflecting a subscription coverage of 13x of the offered shares in this tranche.

The Company allocated a minimum of 10 Shares to each individual investor. The remaining Offer Shares will be allocated on a pro-rata basis based on demand size to the remaining demand with an average allocation factor of 0.92007%.

CONFIRMATION OF OFFER DETAILS

- The Final Offer Price for the Offering has been set at SAR 7.50 per share, indicating the Company's market capitalization of SAR 3 billion (USD 800 million) at listing.
- The total size of the Offering is SAR 900 million (USD 240 million).
- The Offering consists of a secondary offering of 120,000,000 ordinary shares (the "**Offer Shares**") representing 30% of the Company's total issued share capital). 100% of the Offer Shares have been provisionally allocated to certain institutional investors (the "**Participating Parties**") that took part in the book-building process.
- Following completion of the Offering, the current shareholders will collectively own 70% of the Company's share capital.
- Following listing, the Company will have a free float of 30% of its shares.
- The Company's shares will be listed and traded on the Saudi Exchange's Main Market following the completion of the Offering and listing formalities with both the CMA and the Saudi Exchange.
- The net proceeds of the Offering will be received solely by the selling shareholders.

For more information about the IPO, please visit: <https://ipo.smasco.com/>

CONTACT DETAILS



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SMASCO

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This announcement is being distributed subject to the provisions of the Rules on the Offer of Securities and Continuing Obligations (the “**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 “**Prospectus**”). The information in this announcement is subject to change. In accordance with Article 51 of the OSCO Rules, copies of the Prospectus will, following publication, be available on the websites of the Company (www.smasco.com), the CMA (www.cma.org.sa), the Saudi Exchange (www.saudiexchange.sa) and the Financial Advisor (www.alahlicapital.com).

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.

This announcement may include statements that are, or may be deemed to be, “forward-looking statements”. These forward-looking statements may be identified by the use of forward-looking terminology, including the terms “aim,” “anticipate,” “believe,” “can,” “consider,” “could,” “estimate,” “expect,” “forecast,” “intend,” “may,” “ought to,” “potential,” “plan,” “projection,” “seek,” “should,” “will,” “would,” or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. 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 or contained in projections, 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 the

Kingdom. These factors will be described in more detail in the Prospectus. Forward-looking statements speak only as of the date they are made. Each of the Company, the Financial Advisor and its respective affiliates expressly disclaims any obligation or undertaking to update, review or revise any forward-looking statement contained in this announcement whether as a result of new information, future developments or otherwise. 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. This announcement does not constitute a recommendation concerning the Offering nor any declaration or undertaking by any means. 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 Financial Advisor is acting exclusively for the Company and no-one else in connection with the Offering. It will not regard any other person as its client in relation to the Offering and will not be responsible to anyone other than the Company for providing the protections afforded to its 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. Neither the Financial Advisor nor any of its affiliates or respective 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.

In connection with the Offering, the Financial Advisor and any of its affiliates, may take up a portion of the Offer Shares in connection with the Offering as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such Offer Shares and other securities of the Company or related investments in connection with the Offering or otherwise.

Accordingly, references in the Prospectus, once published, to the Company's shares being issued, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Financial Advisor and any of its affiliates acting in such capacity. In addition, the Financial Advisor and any of its affiliates may enter into financing arrangements (including swaps or contracts for difference) with investors in connection with which the Financial Advisor and any of its affiliates may from time to time, acquire, hold or dispose of securities. The Financial Advisor does not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.



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