

\*\*NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE, DIRECTLY OR INDIRECTLY, OUTSIDE OF THE KINGDOM OF SAUDI ARABIA\*\*

This announcement is not an advertisement and not a prospectus and not an offer of securities for sale or subscription in any jurisdiction, including in or into any jurisdiction outside of the Kingdom of Saudi Arabia.

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. Any offer to acquire shares pursuant to the proposed offering will be made, and any investor should make his investment decision solely on the basis of the information that is contained in the formal offering documents to be published by Jahez International Company for Information Technology in due course in connection with the listing and offering of its ordinary shares on the Parallel Market (Nomu).

#### Press Announcement

# Jahez announces final offer price of its IPO

- The final offer price (the "Final Offer Price") for the offering has been set at SAR 850 per share
- The final offer price implies a market capitalization of SAR 8.9bn on the listing date
- The total Offering size is SAR 1.8 billion (or SAR 1.6 billion excluding the over-allotment shares)
- The book-building process generated an order book of more than SAR 69.0 billion and was 38.8x oversubscribed (or 43.0x excluding the over-allotment shares). It should be noted that all demand and coverage levels figures exclude a significant number of orders that were rejected for not complying with the bidding guidelines.

Riyadh – KSA, 19 December 2021 – Jahez International Company for Information

Systems Technology ("Jahez", the "Group", or the "Company"), Saudi Arabia's leading online food delivery platform, along with HSBC Saudi Arabia, as the Financial Advisor, Lead Bookrunner, Lead Manager, and Stabilization Manager, together with AlRajhi Capital, Saudi Fransi Capital, and Derayah Financial as Joint Bookrunners, announces the pricing and final offer price for its Initial Public Offering ("IPO" or the "Offering") on the Saudi Exchange's Parallel Market (Nomu), following the successful completion of its book-building process.

The final offer price for the offering has been set at SAR 850 per share, implying a market capitalization of SAR 8.9 billion (USD 2.4 billion) on the listing date. The book-building process generated an order book of more than SAR 69.0 billion and was 38.8x oversubscribed or 43.0x excluding the over-allotment shares (excluding the orders that were rejected for not complying with the bidding guidelines).

Individual Qualified Investors will be able to subscribe for shares in the Offering through receiving agents between 23 December 2021 and 26 December 2021, at a Final Offer Price



of SAR 850 per Offer Share.

The Group announced its intention to proceed with the Offering of its Shares on 1 December 2021, following the receipt of the CMA's approval on 29 September 2021.

### Ghassab Al Mandeel, Chief Executive Officer at Jahez International Company,

**commented:** "We are pleased to have concluded the book building period and announce the Final Offer Price for our IPO. The Offering was met with strong interest from qualified institutional investors, which is a testament to the Company's financial and operational position, leading market position in terms of market share, and growth strategy focused on our four verticals. This is made possible by leveraging the network effects, changing consumer behavior, and accelerated adoption of technology, all underpinned by supportive market dynamics."

Jahez is a homegrown Saudi business that utilizes disruptive technology to connect over 1.3 million active users with its platform's network that includes over 12,000 merchant branches and more than 34,000 delivery partners in 47 cities across Saudi Arabia as of 31 March 2021. The Group demonstrated tremendous growth since the launch of the Jahez platform in 2016 and captured a significant market share to become a leading delivery platform in the Kingdom. In almost 5 years since its launch, the orders delivered through Jahez exceeded 68 million, with 36 million orders delivered in the first 9 months of 2021 alone, totalling SAR3.2bn of Adjusted Gross Merchandise Value (Adjusted GMV) including VAT and delivery fees.

-ENDS-

# ABOUT JAHEZ INTERNATIONAL COMPANY FOR INFORMATION SYSTEMS TECHNOLOGY

The Group provides on-demand services, q-commerce and last mile delivery through its cutting-edge technology platforms, connecting customers, merchants and delivery partners across 47 cities in the Kingdom. Launched in 2016, the Jahez platform was one of the leading forces behind the disruptive shift to online food delivery in the Kingdom, supported by the growing adoption of online delivery as well as the proliferation of mobile devices adoption and delivery culture over the past few years.

As of Q1 2021, the Group had a network of more than 12,000 merchant branches, 1.3 million active users, and 34,000 delivery partners. In pursuing its goal of expanding its customer and merchant base, Jahez developed a number of service offerings and currently provides a wide array of delivery and logistical services, through its five main business streams:

 Jahez Platform is the heart of the Group's operations, and its technology serves as a source of orders for merchants and it provides complete logistical support and payment collection processes. Jahez platform aims to connect merchants, customers, and delivery partners via a user-friendly mobile application by providing a quick, seamless and an almost entirely automated end-to-end delivery experience.



- PIK Platform is a quick commerce (q-commerce) business that serves as a platform
  for merchants within customers' reach and aims to connect customers with an
  array of their favourite brands within a period of two to three hours. The Group
  established PIK in 2020 to expand its reach beyond food delivery and is now able to
  provide customers with various retail goods, ranging from fashion and cosmetics to
  computer hardware and appliances.
- Co Kitchens, in which the Group acquired a 60% stake in 2020, is a cloud kitchens
  platform providing food businesses with commercial kitchen spaces with no dine-in
  facilities, to prepare food and sell them via a delivery only model. Cloud kitchens
  represent a hallmark of modern dining trends, with restaurants increasingly relying
  on online food delivery as a way to increase their reach without the additional costs
  of high rent and waiting staff.
- Logi was established in 2021 as a market enabler for the e-commerce and delivery
  industry in general by providing logistical solutions. Logi aims to be a leading power
  behind the last mile delivery in the Kingdom, and to empower local merchants by
  reducing operational costs. Logi will also serve as a centralized platform to support
  the Group in its logistical and operational needs.
- Red Color was established as the Group's investment arm in order to pursue its
  growth objectives. The Group targets investments in technology-related industries
  which utilize the Group's existing assets of customers, merchants, and delivery
  partners.

## **CONTACT**

Company	Name	Email	Role
HSBC Saudi Arabia	<ul><li>Faizan Baig</li><li>Saad AlAmirah</li><li>Faisal AlSuwailem</li></ul>	JahezIPO@hsbcsa.com	<ul> <li>Financial Advisor, Lead Bookrunner, Lead Manager, and Stabilizing Manager</li> </ul>
Finsbury Glover Hering	Lukasz Gwozdz	Lukasz.Gwozdz@Finsbury.com	Communications Advisor (media enquiries)

### **APPENDIX**

### **Offering Details**

- The Final Offer Price for the Offering has been set at SAR 850 per share, implying a market capitalization at listing of SAR 8.9 billion.
- The total Offering size is SAR 1.8 billion (or SAR 1.6 billion excluding the overallotment shares).
- The Offering is comprised of a sale of 2,093,113 Shares representing 19.9% of the Group's Share Capital post the offering (or 1,888,523 shares excluding the overallotment shares, representing 18.0% of Group's Share Capital post the offering).
- 100% of the Offer Shares have been provisionally allocated to the (Institutional)



qualified investors who have participated in the bookbuilding process. In the event that (Individual) Qualified Investors subscribe for the Offer Shares allocated thereto, the Lead Bookrunner shall have the right to reduce the number of Offer Shares allocated to (Institutional) qualified investors to one million, six hundred fifteen thousand, seven hundred thirty-seven (1,615,737) Offer Shares — as a minimum - representing 85.6% of the total number of Offer Shares, provided that the final allocation to the Cornerstone Investor will be five hundred twenty-four thousand, five hundred eighty nine (524,589) shares of the Offer Shares in all cases.

- With respect to the Offering, the Group appointed HSBC Saudi Arabia as the Financial Advisor, Lead Bookrunner, Lead Manager, and Stabilizing Manager
- The Group has also appointed AlRajhi Capital, Saudi Fransi Capital and Derayah Financial as Joint Bookrunners
- The Saudi British Bank (SABB), Al Rajhi Bank, Derayah Financial and Saudi Fransi Capital have been appointed as receiving entities (collectively, the "Receiving Entities") for the Qualified Individual Investors tranche.
- Individual Investors will be able to subscribe for shares in the Offering through receiving agents between 23 December 2021 and 26 December 2021, at a Final Offer Price of SAR 850 per Offer Share.
- (Individual) Qualified Investors: This tranche comprises natural persons who may open an investment account in the Kingdom and an account with the Depository Center and meet any of the following criteria: (a) have made transactions in the securities market with a total value of not less than forty million Saudi riyals (SAR 40,000,000) and not less than ten (10) transactions per quarter during the past 12 months; (b) the value of their net assets is not less than five million Saudi riyals (SAR 5,000,000); (c) is working or has worked in the financial sector for at least three (3) years; (d) has a CME-1 approved by the CMA; or (e) holds a professional certificate in the securities business approved by an internationally recognized body.
- A maximum of 272,786 Offer Shares, representing 14.4% of the total Offer Shares, will be allocated to (Individual) Qualified Investors, provided that (Individual) Qualified Investors subscribe to all the Offer Shares allocated thereto.
- If a duplicate subscription is made by an (Individual) Qualified Investors, the second subscription will be considered void and only the first subscription will be accepted.

Full details of the Offering can be found in the approved Prospectus that has been published on 7 December 2021G as amended by the Supplementary Prospectus dated 8 December 2021G.

### **Key Expected Offering Timeline:**

Event	Date
Subscription period for (Individual) Qualified Investors	A period of four (4) days starting from Thursday on 19/05/1443H (corresponding to 23/12/2021G), until the end of Sunday on 22/05/1443H (corresponding to 26/12/2021G).
Deadline for submission of Subscription	Tuesday 17/05/1443H (corresponding to
Application Forms based on the number of Offer	



Event	Date
Shares provisionally allocated to (Institutional) Qualified Investors	21/12/2021G).
Deadline for payment of subscription amounts for (Institutional) Qualified Investors based on the number of provisionally allocated Offer Shares	Thursday 19/05/1443H (corresponding to 23/12/2021G).
Announcement of final allotment of Offer Shares	No later than Monday 30/05/1443H (corresponding to 03/01/2022G).
Refund of excess subscription amounts (if any)	No later than Monday 30/05/1443H (corresponding to 03/01/2022G).

For more information on the Prospectus and Supplementary Prospectus, please visit the Capital Market Authority website (www.cma.org.sa), and the Jahez Group website (jahezgroup.com).

#### Disclaimer

The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed by any person for any purpose of the information contained in this announcement or its accuracy, fairness or completeness. The information in this announcement is subject to change. Neither Jahez nor the Bookrunners or their respective affiliates undertake to provide the recipient of this announcement with any additional information, or to update this announcement or to correct any inaccuracies, and the distribution of this announcement shall not be deemed to be any form of commitment on the part of Jahez or the Bookrunners to proceed with the Offering or any transaction or arrangement referred to therein. The contents of this announcement are not to be construed as legal, financial or tax advice.

The distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession any document or other information referred to herein come should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement does not contain or constitute an offer of, or the solicitation of an offer to buy, the Offer Shares to any investor out of Saudi Arabia. The offer and sale of the Offer Shares has not been and will not be registered under the applicable securities laws of any jurisdiction out of Saudi Arabia.

This announcement is only addressed to and directed at (1) Capital Market Institutions acting for their own account within the meaning of Part 8 of the Rules on the Offer of Securities and Continuing Obligations (the "OSCO Rules"), Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (2) Clients of a



Capital Market Institution by the CMA to conduct managing activities provided that this Capital Market Institution has been appointed as an investment manager on terms which enable it to make decisions concerning the acceptance of an offer and investment in the Parallel Market (Nomu) on the client's behalf without obtaining prior approval from the client within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (3) The Government of the Kingdom, any government body, any supranational authority recognised

by the CMA or the Exchange, and any other stock exchange recognised by the CMA or the Securities Depository Center within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (4) Government-owned companies, either directly or through a portfolio managed by a Capital Market Institution authorised to carry out managing activities within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (5) Companies and funds established in a member state of the Cooperation Council for the Arab States of the Gulf within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (6) Investment Funds within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (7) Non- resident foreigners permitted to invest in the Parallel Market (Nomu) and who meet the requirements stipulated in the Guidance Note for the investment of Non-Resident Foreigners in the Parallel Market (Nomu) within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (8) Qualified foreign financial institutions within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the RealEstate Investment Funds Regulations; (9) Any other legal persons allowed to open an investment account in the Kingdom and an account at the Depositary Center within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (10) Any other persons prescribed by the CMA within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations (all referred to as "(Institutional) Qualified Investors") (11) Natural persons allowed to open an investment account in the Kingdom and an account at the Depositary Center, and fulfil any of the following criteria: (a) Has conducted transactions in security markets of not less than 40 million Saudi riyals in total, and not less than ten transactions in each quarter during the last twelve months within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (b) His net assets is not less than 5 million Saudi Riyals; (c) works or has worked for at least three years in the financial sector within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (d) Holds the General Securities Qualification Certificate which is recognised by the CMA within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations; (e) holds a professional certificate that is related to securities business and accredited by an internationally recognised entity within the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the



Real Estate Investment Funds Regulations; (11) Any other persons prescribed by the CMAwithin the meaning of Part 8 of the OSCO Rules, Article 46 and 47 of the Investment Funds Regulations and Article 45 of the Real Estate Investment Funds Regulations (referred to as "(Individual) Qualified Investors"), all such persons the (Institutional) Qualified Investors and the (Individual) Qualified Investors in together being referred to as (the "Qualified Investors"). This communication and any investment activity to which it relates will only be engaged in with Qualified Investors and it should not be acted upon or relied on by anyone other than a Qualified Investors.

This announcement is being distributed in accordance with Article 80(g) of the OSCO Rules for the purposes of ascertaining the extent to which potential Qualified Investors are willing to participate in the potential offering of shares by Jahez on the Parallel Market (Nomu), 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, of form the basis for a decision, to invest in any securities of Jahez. 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.

Qualified Investors may only subscribe in the Offer Shares on the basis of the CMA approved Arabic language prospectus issued and published (the "**Prospectus**"). The information in this announcement is subject to change. In accordance with Article 81(c) of the OSCO Rules, copies of the Prospectus are available on the websites of Jahez at <a href="www.jahezgroup.com">www.jahezgroup.com</a>, the Saudi Exchange at <a href="www.saudiexchange.sa">www.saudiexchange.sa</a>, the CMA at <a href="www.cma.org.sa">www.cma.org.sa</a> and the Financial Advisor.

This announcement is not an offer document for the purposes of the Rules 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, "forwardlooking 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 Jahez'scurrent view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to Jahez'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, including, among other things, risks specifically related to Jahez and its operations, the development of global economic and industry conditions, and the impact of economic, political and social developments in Saudi Arabia. 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 Jahez, the Bookrunners and their 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 Jahez's intentions in relation to the Offering at this stage. This announcement does not constitute a recommendation concerning the Offering. Acquiring Offer Shares to which this announcement relates may expose an investor to a significant risk of losing the entire amount invested. Persons considering an investment should consult an investment advisor or an authorized person specializing in advising on such investments.

The Bookrunners are acting exclusively for Jahez and no-one else in connection with the Offering. They will not regard any other person as their respective clients in relation to the Offering and will not be responsible to anyone other than Jahez for providing the protections afforded to their respective 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 Jahez. None of the Bookrunners or any of their 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 completenessof the information in this announcement (or whether any information has been omitted fromthe announcement) or any other information relating to Jahez, 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, each of the Bookrunners and any of their 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 Jahez or related investments in connection with the Offering or otherwise. Accordingly, references in the Prospectus to Jahez'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 Bookrunners and any of their affiliates acting in such capacity. In addition, the Bookrunners and any of their affiliates may enter into financing arrangements (including swaps or contracts for difference) with QualifiedInvestors in connection with which the Bookrunners and any of their affiliates may from time to time acquire, hold or dispose of securities. None of the Bookrunners intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.