

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.	16 th May 2021
Name of the Listed Company.	SHUAA Capital psc ("SHUAA")
Specify the type of transaction: (acquisition / dispose / mortgage / lease / other).	Disposal of SHUAA's 20% stake in the Mirfa Power Plant Company ("MIPCO")
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.	MIPCO operates a power generation and seawater desalination plant in UAE
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 195m
Total value of acquisition / dispose / mortgage / lease transaction.	AED 217m
Reasons for executing the transaction, its expected effects on the company and its operations, and the rights of its shareholders.	The divestment is in line with SHUAA's planned exit strategy, as the project is operational & producing power
Determine the parties to the transaction / deal.	SHUAA (Seller) Sojitz Corporation (Buyer)
Determine whether the transaction / deal is associated to related parties, and specify the nature of the relationship, if any.	No related parties
The date of signing the transaction / deal.	May 5 th
Transaction / deal execution date.	May 5 th
Expected closing date.	May 5 th
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).	n/a

<p>If the listed company is the disposing party, the lessor, or one of the mortgage parties, the following must be fulfilled:</p> <ol style="list-style-type: none"> 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. 	<ol style="list-style-type: none"> 1. It is in line with SHUAA's exit strategy, with the proceeds foreseen to be used in SHUAA's core lines of business 2. May 5th 3. n/a 4. n/a
<p>The expected financial impact of the transaction(s) on the business results and the financial position of the listed company.</p>	<p>The Group successfully exited its investment in Mirfa Power Holding Company PJSC, an associate which was classified as held for sale as at 31 March 2021. This transaction will result in a net gain of AED 41 million in Q2 2021 to the retained earnings of the Group.</p>
<p>Determine the financial period or quarter in which the financial impact of the transaction(s) will appear on the listed company.</p>	<p>Q2, 2021</p>
<p>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.</p>	<p>Sojitz entered into an agreement to acquire SHUAA's stake in the MIPCO. Both parties gave market standard reps and warranties. 100% of the purchase price has been paid on closing (no deferred payments). The parties agree to be bound by English Law in the event of any disputes.</p>

Sincerely yours,



Bachir Nawar

Chief Legal and Compliance Officer

