

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	21 August 2025
Name of the Listed Company	Amanat Holdings PJSC ("Company") through its wholly owned subsidiary, AHH Alpha Limited ("AHH") or ("Seller")
Specify the type of transaction: (acquisition / dispose / mortgage / lease / other)	Disposal of real estate asset
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	The real estate assets of North London Collegiate School, which are owned by AHH (the "Property"). The underlying asset is real estate property used for school operations
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	Not applicable since this is a sale.
Total value of acquisition / dispose / mortgage / lease transaction	Disposal purchase price: AED 453 million, exclusive of VAT (with DLD fees to be borne by the Buyer)
Reasons for executing the transaction, its expected effects on the company and its operations, and the rights of its shareholders	<p>The sale is in line with the Company's strategic objective to create shareholder value and to focus on core investments, being healthcare and education. The transaction is expected to generate a gain in favour of the Seller.</p> <p>Post Completion, the Seller's financial position will no longer include a finance lease receivable and the financial result will no longer include income from a finance lease.</p>
Determine the parties to the transaction / deal	<p>Seller: AHH Alpha Limited (wholly owned subsidiary of Amanat Holdings PJSC)</p> <p>Buyer:</p>



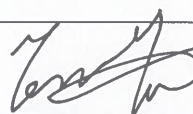
	Souk NLCS Holdings Limited, a company incorporated in the ADGM, UAE, which is ultimately controlled by Hillhouse Real Assets Funds
Determine whether the transaction / deal is associated to related parties, and specify the nature of the relationship, if any	This is not a related party transaction
The date of signing the transaction / deal	SPA signed on 08 August 2025
Transaction / deal execution date	SPA signed 08 August 2025
Expected closing date	Completion under the SPA has taken place on 21 August 2025 whereby funds have transferred to the Seller and the Property has transferred to the Buyer ("Completion")
If the listed company is the acquiring party or the lessee, the following must be fulfilled: <ol style="list-style-type: none"> 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
If the listed company is the disposing party, the lessor, or one of the mortgage parties, the following must be fulfilled: <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. Explain the reasons for disposing, mortgaging or leasing, and clarifying how the collected funds will be used. The sale is in line with the Company's strategic objective to create shareholder value and to focus on core investments, being healthcare and education. The use of collected funds is intended to generate further value through deployment into existing / new operating assets and / or to return value to shareholders 2. Determine the date or dates of collection of the amounts owed to the



	<p>listed company from the dispose, mortgage or lease transaction.</p> <p>Upon Completion funds have transferred to the Seller</p> <p>3. Clarify the procedures against the listed company in case of failure to pay its obligations stated in the mortgage deal.</p> <p>Not applicable – the land was not mortgaged</p> <p>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.</p> <p>Not applicable</p>
The expected financial impact of the transaction(s) on the business results and the financial position of the listed company	<p>The transaction is expected to generate a gain in favour of the Seller</p> <p>Post Completion, the Seller's financial position will no longer include a finance lease receivable and the financial result will no longer include income from a finance lease</p>
Determine the financial period or quarter in which the financial impact of the transaction(s) will appear on the listed company	Q3 2025
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>The transaction involves a Sale and Purchase Agreement (“SPA”) entered into on 08 August 2025, whereby upon Completion:</p> <ul style="list-style-type: none"> • 100% of funds were transferred by the Buyer to the Seller; • Title to the Property was transferred by the Seller to the Buyer; • Termination becomes effective in relation to the NLCS Lease Agreement and associated documents, including the Put Option Agreement and Corporate Guarantee between AHH, the Guarantor, and North London Collegiate School Middle East LLC-FZ.



	<p>The SPA contained customary provisions in the event either party failed to fulfill their obligations.</p> <p>This transaction will take place instead of AHH completing the transaction under the Put Option Agreement that was previously disclosed to the Market on 8th May 2025.</p>
<p>A statement of the value of the cash inflows and outflows of cash generated by these assets "the subject of the transaction(s) or deals". That is during the last two fiscal years and during the interim period (first, second or third quarter) which precedes the acquisition / dispose / mortgage / leasing transaction. The statement should be approved by an auditor accredited to the authority</p>	<p>The property has generated inflows in 2023 through to Q2-2025 of AED 110 million with no associated costs.</p> <p>Sale proceeds are AED 453 million as noted above</p>

Name of the Authorized Signatory	Tessa Lee
Designation	General Counsel and Board Secretary
Signature and Date	 21.08.25
Company's Seal	