



شركة الأندية للرياضة
SPORT CLUBS COMPANY

**SPORT CLUBS COMPANY ANNOUNCES END OF
RETAIL OFFERING PERIOD AND FINAL ALLOTMENT
OF SHARES**



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PRESS RELEASE

Riyadh, Kingdom of Saudi Arabia – July 10, 2025:

Sport Clubs Company (“SCC” or the “Company”), a leading sports and fitness company in the Kingdom of Saudi Arabia (“the Kingdom”), announces the end of the retail offering period and the completion of the final allotment of shares in its initial public offering (the “IPO” or the “Offering”).

Following the successful completion of the institutional tranche book-building period, the setting of the final offering price at SAR 7.5 per share (the “Final Offer Price”), and the total number of shares offered for this tranche being covered approximately 44.1 times, the individual subscription process took place on Tuesday, July 8, 2025, and concluded at the end of the same day. The number of shares allocated to the individual subscribers tranche amounted to 6,864,000 shares, representing 20% of the total offering shares. The total number of individual subscribers reached 259,687 subscribers, with a total value of SAR 274.7 Mn. Accordingly, the total number of shares offered for this tranche was covered approximately 5.3 times.

THE COMPANY HAS ALLOTTED A MINIMUM OF 10 SHARES TO EACH INDIVIDUAL IN THE INDIVIDUAL SUBSCRIBERS TRANCHE. THE REMAINING SHARES WILL BE ALLOTTED ON A PRO RATA BASIS BASED ON THE RATIO OF EACH SUBSCRIBER’S APPLICATION TO THE TOTAL REMAINING SHARES TO BE SUBSCRIBED.

OFFERING DETAILS

- The final offering price has been set at SAR 7.5 per share.
- The Company’s substantial shareholders will be subject to a 6-month lock-up period commencing from the date of the commencement of trading of the Company’s shares on the Saudi Exchange.
- The shares will be listed and traded after the completion of the IPO and listing formalities with the CMA and the Saudi Exchange.

For more information about the offering, please visit: <https://ipo.sportclubs.com.sa>

CONTACT INFORMATION



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RECEIVING ENTITIES OF INDIVIDUAL SUBSCRIBERS



DISCLAIMER

The information contained in this Announcement is intended solely for basic information about the offering and does not purport to be complete or exhaustive. No person may rely on the information contained in this Announcement or its accuracy, correctness, or completeness for any purpose. Furthermore, the information contained in this Announcement is subject to change. The Company, the Financial Advisor, and their respective affiliates expressly disclaim any obligation or undertaking to add information, or update or correct any errors in this Announcement. The distribution of this Announcement shall not be deemed in any way to constitute a recommendation by the Company, the shareholders, or the Financial Advisor to participate in the Offering or any transaction or arrangement referred to herein. This Announcement has not been approved by any competent regulatory authority, and the contents of this Announcement should not be construed as legal, financial, or tax advice.

The Offering and the distribution of this Announcement and other information related to the Offering may be prohibited by the laws of certain countries. Persons in possession of any document or other information referred to in this Announcement should inform themselves of and comply with any such restrictions. Failure to comply with these restrictions may constitute a violation of the securities laws of any jurisdiction in which such restrictions apply. This Announcement is not for publication or distribution, directly or indirectly, in or within the United States.

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This Announcement is being published in accordance with the Rules on the Offer of Securities and Continuing Obligations issued by the Board of the Capital Market Authority of the Kingdom of Saudi Arabia (the "Offering Rules"), and does not create any binding undertakings to purchase shares or subscribe for the Offering. This Announcement is for the purpose of providing basic information about the Offering only and does not constitute an invitation to subscribe or form the basis for any decision to invest in any of the Company's securities. Neither this Announcement nor the statements contained herein constitute the basis for, nor may be relied upon in connection with, any offer or commitment whatsoever in any country. Investors may only subscribe for the shares referred to in this Announcement on the basis of the Prospectus approved by the Capital Market Authority in Arabic, and the information contained in this Announcement is subject to change. In accordance with Article 31 (d) of the Offering Rules, copies of the Prospectus will be available, after publication, on the Company's website www.sportclubscompany.com.sa, the

Financial Advisor's website www.bsfcapital.sa, the Saudi Stock Exchange via its website www.saudiexchange.sa, and CMA via its website www.cma.org.sa.

This Announcement does not constitute an offering document for the purposes of the Offering Rules and should not be construed as an offering document. Neither CMA nor the Saudi Stock Exchange (Tadawul) assumes any responsibility for the contents of this Announcement, makes no representations regarding its accuracy or completeness, and expressly disclaims any liability whatsoever for any loss arising from or incurred in reliance on any part of this Announcement.

This Announcement may contain statements that constitute or may be deemed to constitute "forward-looking statements." These forward-looking statements can be identified by the use of certain forward-looking words such as "intends," "estimates," "believes," "expects," "could," "will," "should," "is expected," "wishes," "may," "should," "potential," "plans," "estimates," "seeks," "shall," "will," or the negative thereof, or variations thereof or comparable terminology, or by discussions of strategy, plans, objectives, future events, or goals. Any forward-looking statements reflect the Company's current view with respect to future events and are subject to risks associated with future events and other risks, uncertainties, and assumptions relating to the Company's business, results of operations, financial condition, liquidity, future prospects, growth, or strategies. Many factors could cause actual results to differ materially from those contained in the Company's projections or forward-looking statements, including, among other things, risks specific to the Company and its operations, evolving global economic and industry conditions, and the impact of economic, political, and social developments in the Kingdom of Saudi Arabia. Forward-looking statements speak only to the period in which they are made. The Company, the Financial Advisor, and their respective affiliates expressly disclaim any obligation or undertaking to update or revise any forward-looking statements contained in this Announcement, whether as a result of new information, future developments, or otherwise.

There is no assurance that the Offering will occur, and you should not base your financial decisions on the Company's intentions with respect to the Offering at this stage. This Announcement does not constitute a recommendation regarding the Offering. It should be noted that purchasing the shares to which this Announcement relates may expose an investor to a significant risk of losing the entire amount invested. Therefore, persons considering an investment should consult a financial advisor or an adviser who specializes in providing advice regarding such investments and the suitability of the Offering for the person concerned.

The Financial Advisor acts exclusively for the Company and not for any other person in connection with the Offering. The Financial Advisor will not consider any other person as its client in connection with the Offering, will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients, and will not be liable for providing any advice in connection with the Offering, the contents of this Announcement, or any transaction, arrangement, or other matter referred to in this Announcement.

The content of this Announcement has been prepared by the Company, which is solely responsible for it. The Financial Advisor, nor any of its directors, officers, employees, consultants, or agents, assumes no responsibility whatsoever for, and makes no representation or warranty, express or implied, as to the correctness, accuracy, completeness, or veracity of, the information contained in this Announcement (or as to whether any information has been omitted from the Announcement) or any other information relating to the Company or its affiliates, whether written, oral, visual, or electronic, regardless of how transmitted or made available, or for any loss arising from any use of this Announcement or any of its contents or otherwise arising in connection with the foregoing.

In connection with the Offering, the Financial Advisor or its affiliates may acquire a portion of the securities relevant to the Offering as principal and, in that capacity, may hold such securities or other shares of the Company or related investments in connection with the Offering or otherwise, as well as purchase, sell, or offer for sale for their own account.

Accordingly, references in the prospectus to the Company's shares issued, offered, subscribed for, acquired, allocated, or otherwise dealt with, once published, should be read as including any issuance, offering, subscription, acquisition, allocation, or dealing by the Financial Advisor or any of its affiliates acting in that capacity. In addition, the Financial Advisor or any of its affiliates may enter into financing agreements (including swaps or contracts for difference) with investors in respect of shares that the Financial Advisor may acquire, hold, or dispose of from time to time. The Financial Advisor does not intend to disclose the extent of any such investments or transactions other than in accordance with any applicable legal or regulatory obligation in this regard.

"This announcement was prepared in Arabic and English. In case of discrepancy, the Arabic shall prevail."



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