



المطاحن العربية Arabian Mills

Arabian Mills for Food Products Company SUPPLEMENTARY PROSPECTUS

This Supplementary Prospectus (“**Supplementary Prospectus**”) is a supplement to, and must be read in conjunction with Red Herring Prospectus dated 18/12/1445H (corresponding to 24/06/2024G) (the “**Red Herring Prospectus**”) issued by Arabian Mills for Food Products Company (the “**Company**” or the “**Issuer**”) in connection with the offering of fifteen million three hundred and ninety-four thousand five hundred and two (15,394,502) Ordinary Shares, representing 30% of the Company’s issued share capital (the “**Offering**”).

Sole Financial Advisor, Global Coordinator, Lead Manager, Bookrunner and Underwriter



Receiving Agents



Important Notice:

This Supplementary Prospectus includes information for the application for registration and offer of securities in compliance with the Rules on the Offer of Securities and Continuing Obligations (“**OSCOs**”) issued by the Capital Market Authority (the “**Authority**” or “**CMA**”) and the application for listing securities in accordance with the Listing Rules of the Saudi Stock Exchange. The Directors, whose names appear on page v of the Red Herring Prospectus, collectively and individually accept full responsibility for the accuracy of the information contained in this Supplementary Prospectus and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading. The Authority and the Exchange do not take any responsibility for the contents of this Supplementary Prospectus, 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 Supplementary Prospectus.

For purposes of the Offering in the Kingdom of Saudi Arabia, (i) this Supplementary Prospectus is an unofficial English translation of the official Arabic Supplementary Prospectus and is provided for information purposes only and (ii) the Arabic Supplementary Prospectus published on the CMA’s website (www.cma.org.sa) remains the only official, legally binding version and shall prevail in the event of any conflict between the two versions.

This Supplementary Prospectus is dated 09/03/1446H (corresponding to 12/09/2024G).

ADVISORS

Sole Financial Advisor, Global Coordinator, Lead Manager, Bookrunner and Underwriter

HSBC Saudi Arabia

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Legal Adviser to the Issuer

Baker McKenzie Law Firm

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Legal Advisor for the Offering outside the KSA

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Zeyad Sameer Khoshaim Company (Professional Limited Liability Company)

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CLEARY GOTTLIB

Financial Due Diligence Advisor

PricewaterhouseCoopers - Chartered Accountants

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Auditor for the Financial Years Ending 31 December 2021G, 31 December 2022G and 31 December 2023G

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Receiving Agents

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Note: All the above-mentioned Advisors and Independent Auditor have provided, and have not withdrawn, their written consent, as at the date of this Supplementary Prospectus, to the publication of their names, logos, statements or reports attributed to them in the context in which they appear in this Supplementary Prospectus. Moreover, they do not themselves nor does any of their employees working with the team on providing services to the Company, nor any of their relatives have any shareholding or interest of any kind in the Company as at the date of this Supplementary Prospectus, which may affect their independence.

1. THE COMPANY

Arabian Mills for Food Products Company is a closed Saudi joint stock company registered with commercial registration No. 1010465464 dated 10/02/1438H (corresponding to 10/11/2016G), issued in the city of Riyadh, Kingdom of Saudi Arabia, pursuant to Council of Ministers Resolution No. G/12 dated 11/01/1438H (corresponding to 12/10/2016G). Having its address at Al-Manakh district - 5252, Riyadh.

The current capital of the Company is five hundred thirteen million one hundred fifty thousand and sixty (513,150,060) Saudi Riyals, divided into fifty-one million three hundred fifteen thousand and six (51,315,006) fully paid ordinary shares with a nominal value of ten (10) Saudi Riyals per share.

2. DIRECTORS' DECLARATIONS

The Directors whose names appear on page (v) of the Red Herring Prospectus hereby acknowledge and confirm the following:

- Save as disclosed in this Supplementary Prospectus, no significant change in material matters disclosed in the Red Herring Prospectus or additional significant matters have arisen; and
- That this Supplementary Prospectus was presented to the CMA and issued on 09/03/1446H (corresponding to 12/09/2024G) and that it supplements the Red Herring Prospectus issued by the Company dated 18/12/1445H (corresponding to 24/06/2024G) and published on the CMA's website on 17/03/1446H (corresponding to 21/08/2024G).

3. NOTICES

- The Company, the Selling Shareholders and the Financial Advisor draw the attention of the recipients of this Supplementary Prospectus to the importance of considering and abiding by all of the terms and restrictions relating to the Offering set forth in the Red Herring Prospectus.
- This Supplementary Prospectus should be read in conjunction with the Red Herring Prospectus and prior to making an investment decision, each recipient of this Supplementary Prospectus is responsible for obtaining independent professional advice in relation to the Offering. Each recipient of this Supplementary Prospectus must rely on its own examination of the Company and the appropriateness of both the investment opportunity and the information herein with regard to the recipient's individual objectives, financial situation and needs, including the merits and risks involved in investing in the Offer Shares.
- Participating Parties who submitted applications to subscribe to the Offer Shares prior to the publication of this Supplementary Prospectus may cancel or amend their application to subscribe to said shares before the end of the Offering Period, in accordance with Article 49(d) of the Rules on the Offer of Securities and Continuing Obligations.
- Defined terms used in this Supplementary Prospectus shall have the same meaning ascribed to them in Red Herring Company Prospectus. Such terms are defined in Section 1 ("**Definitions and Abbreviations**") of the Red Herring Prospectus.
- This Supplementary Prospectus may not be distributed and the Offer Shares may not be sold to any person other than the Participating Parties and/or Individual Investors described in the Red Herring Prospectus.
- This Supplementary Prospectus has been issued in both Arabic and English, and only the Arabic version is officially approved by the Authority. In the event of any discrepancies between the Arabic and English texts, the Arabic text shall prevail.

4. REASONS FOR THE ISSUANCE OF THIS SUPPLEMENTARY PROSPECTUS

In accordance with Article 49 of the OSCOs, an issuer must submit a supplementary prospectus to the CMA if at any time after the prospectus has been published, and prior to the completion of the Offering, an issuer becomes aware that:

1. there has been a significant change in material matters contained in the prospectus; or
2. significant matters have become known which would have been required to be included in the prospectus.

The company has made certain amendments to the Red Herring Prospectus which are set out in Section 5 ("**Amendments to Certain Information in the Red Herring Prospectus**") of this Supplementary Prospectus for the purpose of clarifying certain information relating to the Group's businesses more accurately and clearly.

5. AMENDMENTS TO CERTAIN INFORMATION IN THE RED HERRING PROSPECTUS

To make it easier to read the modifications made to the relevant texts, they are highlighted in red and a line is added under each modification or crossed out upon deletion.

5.1 Certain notes under Table 5.9 “Details of Related Parties’ Agreements and Transactions in which a Board Member has an Interest” in Section 5 “Organizational Structure and Corporate Governance” and Table 12.18 “Details of Related Parties’ Agreements and Transactions in which a Board Member has an Interest” in section 12 “Legal Information” of the Red Herring Prospectus has been amended to read as follows:

Paragraph before amendments	Paragraph after amendments
Notably, the Company paid SAR 3,732,511 and SAR 3,520,603 in the financial year ended 31 December 2023G to settle the income tax and the offering expenses, respectively, due from Abdulaziz Al-Ajlan Sons for Trading and Real Estate Investment Company	Notably, the Company paid <u>booked</u> SAR 3,732,511 and SAR 3,520,603 in the financial year ended 31 December 2023G to settle the income tax and the offering expenses, respectively, due from Abdulaziz Al-Ajlan Sons for Trading and Real Estate Investment Company.

5.2 Certain paragraph under Section 6.6.2.4 “Current Liabilities” under the provision “Advances from customers” of the Red Herring Prospectus has been amended to read as follows:

Paragraph before amendments	Paragraph after amendments
Advances from customers decreased from SAR 16.3 million as of 31 December 2021G to SAR 9.3 million as of 31 December 2022G due to a decrease in advances from some companies by SAR 3.2 million.	Advances from customers decreased from SAR 16.3 million as of 31 December 2021G to SAR 9.3 million as of 31 December 2022G due to a decrease in advances from some companies by SAR 3.2 <u>7.0</u> million.



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