

# Value and Risk Advisory

Client: Saudi Economic and Development Securities Company (SEDCO Capital)

Property: SEDCO Capital REIT Assets

10 August 2023 | Our Ref. V23-0235



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Faozan Shokri

Saudi Economic and Development Securities Company (SEDCO

Capital)

King Abdulaziz Road, Red Sea Mall, Jeddah 21493

Kingdom of Saudi Arabia

Sent by email to faozans@sedcocapital.com

Your ref. Our ref.

Phone

V23-0235 +971 2 **44**3 7772

Email simon.brand@jll.com

10 August 2023

Dear Sir,

#### **TERMS OF REFERENCE**

Addressee:

Saudi Economic and Development Securities Company (SEDCO Capital / the "Client"/ The "Fund Manager").

Property Address ("Property"):

SEDCO Capital REIT Assets (the "Properties"):

Ref	Asset	Rounded BUA (sq m)
Riyadh		
1	Al Hayat Tower Apartments Hotel	6,574
2	Al Jazeera Residential Compound	12,803
3	Hyper Panda	10,784
4	Al Hamra Plaza	13,021
5	Irqah Plaza	9,148
6	Al Manahij School	17,058
7	Dar Al Baraa School	33,429
8	Olaya School	12,314
9	Amjad Qortuba School	34,231
Jeddah		
10	Public Prosecution Building	19,342
11	Al Khaldiyah Business Centre	26,713
12	Hyper Panda	5,858
13	Al Rawdah Business Centre	17,527
14	Atelier La Vie	27,490
Dammam	1	
15	Banque Saudi Fransi Building	879
16	Hyper Panda Al Rayyan	9,800
17	Al Hokair Time Center	3,326
18	Ajdan Walk	32,212
19	Hyper Panda (Branch & Parking) Al Noor	5,348
20	Extra Store	4,404

## Jones Lang LaSalle Saudi Arabia for Real Estate Valuations

Commercial Registration no. 1010931286 3070 Prince Muhammad Ibn Abdulaziz Road, Al Olaya, 6135, Unit No. 1111, Riyadh 12241, Kingdom of Saudi Arabia T +966 11 218 0303

F +966 11 2180308

E simon.brand@jll.com

W jll-mena.com

21 Ajdan Walk Cinema (Entertainment)

16,093

4

Reliance:

This report shall be relied upon by the party to whom it is addressed and the CMA.

We consent to the Valuation Report being shared with the CMA and the whole report being published on the Saudi exchange website and Client website. The report should only be published in its entirety with the terms of reference and all appendices. It is not permitted to publish the report in part without the prior written approval of JLL.

Save in respect of our liability for death or personal injury caused by our negligence, or the negligence of our employees, agents or subcontractors or for fraud or fraudulent misrepresentation (which is not excluded or limited in any way):

- a) we shall under no circumstances whatsoever be liable, whether in contract, tort (including negligence), breach of statutory duty, or otherwise, for any loss of profit, loss of revenue or loss of anticipated savings, or for any indirect, special or consequential loss arising out of or in connection with this Report; and
- a) our total liability in respect of all losses arising out of or in connection with this report, whether in contract, tort (including negligence), breach of statutory duty, or otherwise, shall be limited in aggregate to all parties to SAR 1 million. This amount shall be an aggregate cap on our liability to all relying parties together. The Client is responsible for providing us with accurate and complete information. We accept no liability for any errors resulting from this not being the case.

Report Currency: Saudi Arabian Riyals (SAR)

**Tenure:** The valuation is of the freehold interest in the Properties free of any

encumbrances or third-party interests. Please also refer to the "Special Assumptions" Section presented below and the Special Assumptions,

presented in individual valuation Property sections.

Valuation Date: 30 June 2023

**Instruction Date:** 05 July 2023

**Instruction and Purpose of** In a

Valuation:

In accordance with our Memorandum of Understanding ("MoU") dated 15 June 2022 and the Task Order ref. V23-0235-01 signed 05 July 2023, we are instructed to provide you with a report to assess the Fair Value of the freehold interests in the Properties for the REIT's internal accounting purposes. Given the nature of this instruction, we confirm that the reports and valuations provided will comply with the requirements of the CMA.

Basis of Valuation: We confirm that our Valuation and Report have been prepared following the

Tageem Regulations (Saudi Authority for Accredited Valuers) and Royal

Institution of Chartered Surveyors Valuation – Global Standards effective 31 January 2022 ("the Standards") and in conformity with the guidance notes of the International Valuation Standards with an effective date of 31 January 2022 published by the RICS (the RICS Red Book) based on Fair Value as defined in Appendix C. We have acted as External Valuers.

**Fair Value**: 'The price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date.' (This definition derives from International Financial Reporting Standards IFRS 13.)

The Report is subject to and should be read in conjunction with the attached General Terms and Conditions of Business and our General Principles Adopted in the Preparation of Valuations and Reports, attached in Appendices A and B, respectively.

No allowance has been made for any expenses of realisation or for taxation (including VAT) that might arise in the event of disposal. The Property has been considered free and clear of all mortgages or other charges that may be secured thereon.

The valuation for the Properties has been undertaken using ARGUS

Enterprise.

All significant parts of the Properties were inspected specifically for this Valuation in June 2023

Please refer to the individual sections. We highlight that the inspection was undertaken on a visual basis only.

We understand that we saw representative parts of each Property. We have assumed that any physical differences in parts we did not inspect will not have a material impact on value. We were not able to undertake an internal inspection of Property #10 (Public Prosecution Building) due to internal security reasons.

The valuations have been prepared by Andrei Shchetinin MRICS, Associate, Fellow Taqeem Member, Raghed Eid CFA, Associate, Rabea Awidah, manager, Associate Taqeem Member, Mohammed Alkolak, Senior analyst, Associate Taqeem Member, Rival Bashuwaier, Analyst, Naif Albaquos, Analyst, Ghassan AbdulWahab, Analyst, under the direction of Tim Millard MRICS, Senior Director, Fellow Taqeem Member and overall supervision of Simon Brand FRICS, Fellow Taqeem Member, Executive Director and Head of Value and Risk Advisory MEAT.

We confirm that the personnel responsible for this Valuation are in a position to provide an objective and unbiased Valuation and are competent to undertake the valuation assignment following the current RICS Valuation – Global Standards and are RICS Registered Valuers.

Software:

Inspection:

Personnel:

Status:

In preparing these valuations, we have acted as External Valuers, subject to any disclosures made to you.

Disclosure:

We have previously been involved in the valuation pertaining to part of the Properties – we have valued part of the Properties for inclusion in SEDCO Capital REIT and for the internal purposes of the Client.

We have been involved in the valuation of the portfolio for SEDCO Capital REIT for accounting purposes as of June 2022 and December 2022.

We have also valued other assets owned by SEDCO Capital and assets that SEDCO Capital was considering for acquisition.

We confirm that we valued Property #14 (Atelier La Vie) on behalf of a third party as of August 2022.

We are not aware of any existing conflicts or potential conflicts of interest, either on the part of JLL or the individual members of the Valuation team assigned to this project, which would prevent us from providing an independent and objective opinion of the value of any of the assets.

**Special Assumptions:** 

An assumption that either assumes facts that differ from the actual facts existing at the valuation date or that would not be made by a typical market participant in a transaction on the valuation date. In accordance with your instructions, we have made the following Special Assumptions:

- For the mortgaged properties, we adopted a Special Assumption of good and marketable freehold titles held free from any mortgages, charges, encumbrances and third-party interests and transferrable to other owners/entities.
- For Properties held under multiple Title Deeds (comprising several plots), we have made a Special Assumption that the Properties are held freehold under a single title deed.

Sources of Information:

We have relied upon information provided by the Client, which we have assumed to be up-to-date and accurate as of the valuation date.

We have inspected the premises and carried out all the necessary enquiries concerning rental and investment value, planning issues and investment considerations. We have not carried out any building surveys or environmental risk assessments. We have not measured any of the premises and have relied on the floor areas provided.

**Limitation of Liability:** 

Our liability will be to the Client and CMA only, and not to any third party, and will be limited in aggregate to both parties to SAR 1,000,000.

Valuation Methodology:

In general, our valuations have been undertaken using the following approach: Income Approach (DCF). We have also provided high-level indicative calculations using depreciated replacement cost (DRC) method (for internal decision-making purposes of the Client only). Brief details on

each of the valuation methodologies / techniques are presented in the Valuation Methodology section of this Report (Page 18).

Aggregate Fair Value (under the Special Assumptions presented in the Report):

#### SAR 2,254,926,000

## (TWO BILLION, TWO HUNDRED AND FIFTY-FOUR MILLION, NINE HUNDRED AND TWENTY-SIX THOUSAND SAUDI ARABIAN RIYALS)

The aggregate Fair Value reported above is the sum of the Fair Values of each of the individual Properties and does not necessarily represent the Fair Value of the Properties if sold as a single portfolio.

## Summary of Fair Values

Ref#	Property	Sector	Tenant base	Fair Value*, SAR
	Riyadh			
1	Al Hayat Tower Apartments Hotel	Hospitality	Single Tenant	19,398,000
2	Al Jazeera Residential Compound	Residential	Multi (54 units)	69,946,000
3	Hyper Panda	Retail	Single Tenant	78,320,000
4	Al Hamra Plaza	Retail	Single Tenant	69,988,000
5	Irqah Plaza	Retail	Multi (17 units)	79,267,000
6	Al Manahij School	Education	Single Tenant	52,674,000
7	Dar Al Baraa School	Education	Single Tenant	161,372,000
8	Olaya School	Education	Single Tenant	65,317,000
9	Amjad Qortuba School	Education	Single Tenant	108,230,000
	Jeddah			
10	Public Prosecution Building	Office	Single Tenant	53,900,000
11	Al Khaldiyah Business Centre	Retail/Office	Multi (65 units)	129,710,000
12	Hyper Panda	Retail	Single Tenant	39,624,000
13	Al Rawdah Business Centre	Retail/Office	Multi (26 units)	97,540,000
14	Atelier La Vie	Retail/Entertainment	Multi (44 units)	466,400,000
	Dammam			
15	Banque Saudi Fransi Building	Retail	Single Tenant	26,579,000
16	Hyper Panda	Retail	Single Tenant	70,450,000
17	Al Hokair Time Centre	Retail/Entertainment	Single Tenant	34,168,000
18	Ajdan Walk	Retail/Entertainment/Office	Single Tenant	352,473,000
19	Hyper Panda (Branch & Parking)	Retail	Single Tenant	67,100,000
20	Extra Store	Retail	Single Tenant	51,270,000
21	Ajdan Walk Cinema (Entertainment)	Retail/Entertainment	Multi (4 tenants)	161,200,000
	Total			2,254,926,000

<sup>\*</sup>Please refer to the individual sections. Subject to Assumptions and Special Assumptions presented in the Report.

### Investigations

#### **Nature and Sources of Information Relied Upon**

The Client has, unless stated otherwise in the following Property reports, provided us with the information relating to the Properties listed below which we have fully relied upon:

- Site location;
- Tenure documents: title deeds;
- Planning documents: building permits, building completion certificates, and drawings;
- Tenancy and area schedules;
- Sample of Tenancy Contracts;
- Property and Facility Management Contracts for selected Properties.

We note that the above is a brief summary of the documents provided for the majority of the Properties. We note that in certain instances, some of the documents were not made available to us. Therefore, we recommend referring to Individual Property sections for further details.

We have not verified the information provided. The Client has certified, that any and all information and documentation provided to us is accurate and complete in all material respects. Should this prove not to be the case, we reserve the right to amend our valuation accordingly as any change to the above information relied upon may materially affect the value of the Properties.

#### **Extent of Investigations**

We have reported within the extent of our expertise, on the understanding that the Client will seek further specialist advice where necessary. Where we have reasons for concern, we have raised these in this Valuation Report and Individual Property sections and caveated them accordingly. Following subsequent detailed investigations, we reserve the right to review and amend our valuations accordingly.

#### **Title and Tenure**

From the information provided to us, we understand that the Properties are held freehold by Saudi Economic and Development company for Real Estate Funds (as advised by the Client), and some of the assets are mortgaged.

Where the Properties are mortgaged, we have valued them under a Special Assumption of good and marketable freehold titles held free from any mortgages, charges, encumbrances and third-party interests and transferrable to other owners/entities.

For properties held under multiple Title Deeds (comprising several plots) we have been instructed to adopt a Special Assumption that the Properties are held under a single title deed.

If at a later date any defects in title or restrictions on the transferability of the Properties are proven, this may affect our opinion of value and we reserve the right to review and amend our valuation accordingly.

#### **Inspection and Areas**

We undertook external and internal inspections of the Properties during June 2023.

It should be noted that we were not able to undertake an internal inspection of the Property #10 (Public Prosecution Building) due to internal security reasons.

We have not undertaken a measured survey of the Properties. You have agreed that we can rely upon the site and building areas as per the title deeds and building permits provided to us by you.

#### State of Repair

We have not undertaken building surveys. Unless advised by you, we have assumed that the structure of the Properties is in good condition and their state of repair is commensurate with their age and use. Please refer to individual Property sections.

We recommend that specialists be instructed to verify this.

#### **Utilities and Building Services**

We have not undertaken any investigations in regard to services and utilities provided to the Properties. Moreover, we have not been provided with any formal details in this regard.

Unless advised by you, we have assumed that the utilities and building services are of sufficient capacity for the current operation and any future use/expansion of the Properties and are in good condition.

We recommend that the information regarding services and utilities to the Properties is verified by appropriately qualified consultants and furthermore, we would stress that our assumptions regarding services should not be relied upon until they have been confirmed as being accurate by these consultants.

#### **Planning and Building Regulations**

The Client has provided us with building permits and building completion certificates for the Properties and we have relied on the zoning / planning information available in these documents.

Where there are slight discrepancies raised after the analysis of the documents and the outcome of our inspections, we have highlighted those discrepancies and we have assumed the zoning of the Properties to be in line with the municipality zoning. Please refer to individual Property sections.

We recommend that the information and assumptions regarding zoning / planning of the Properties are verified by appropriately qualified consultants and, furthermore, we would stress that our assumptions regarding planning / zoning should not be relied upon until they have been confirmed as being accurate by these consultants.

In the event that planning / zoning of the Properties is different from the assumed or is not received, we reserve the right to amend our valuation.

#### Contamination and Hazardous Substances

Unless advised by you we have assumed that the Properties are not adversely affected by contamination and hazardous substances. We recommend that specialists be instructed to verify this.

#### **Environmental Matters**

Unless advised by you we have assumed that the Properties are not adversely affected by environmental matters and that ground conditions are sufficient for any current or proposed developments/extensions.

We advise that specialist investigations be undertaken by appropriately qualified consultants to confirm the same. Should the outcome of these investigations prove that the above assumptions are incorrect, we reserve the right to revise our valuation.

#### Operational Licences/Permits/Certificates/Agreements

We have not been provided with the municipality / operational licenses and unless advised by you, we have assumed that valid licences/permits/certificates/agreements are in-place for the on-going operation of the Properties in accordance with all relevant regulations and that these licences/permits/certificates/agreements will be renewed without issue or significant cost upon expiry.

#### **Tenancy Schedule**

We have been provided with tenancy schedules for some of the Properties as mentioned above and in the individual Property sections. We have been informed that such tenancy schedules were accurate as at 30 June 2023.

We have also been provided with the lease agreements for the master-let Properties and have verified the lease terms and detailed their salient terms in the individual Property sections.

We recommend that tenancy information is verified by appropriately qualified advisors; furthermore, we would stress that our assumptions should not be relied upon until they have been confirmed as being accurate by these advisors. If, at a later date, any inaccuracies in the tenancy information are proved, this may affect our opinion of value and we reserve the right to review and amend our valuation accordingly.

Moreover, for single-let Properties the Client has confirmed to us that the current tenants have not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to renegotiate any rent or signed lease.

#### Property and Facility Management Agreements.

We have been provided with the Property and Facility Management Agreements for Property #2 Al Jazeera Residential Compound, Property #5 Irqah Plaza, Property #11 Al Khaldiyah Business Centre, Property #13 Al Rawdah Business Centre, Atelier La Vie Propert #14 and Property #21 Ajdan Walk Cinema (Entertainment). We have been informed that the contracts were effective and accurate as at 30 June 2023. The details of the contract provisions are summarised in the individual tenancy reports.

We understand that all other Properties under master-leases are let on the basis of triple-net lease agreements, where the tenants are responsible for the operational expenses associated with the Properties, unless specified in the individual Property sections.

### Market Commentary

#### Office Real Estate Market Overview

In the first three months of 2023, around 50,000 sq. m. of office gross leasable area (GLA) was delivered in Riyadh and Jeddah collectively. This brought the total existing stock to approximately 4.9 million sq. m. in the capital and 1.2 million sq. m. in Jeddah. Over the remainder of this year, an additional 61,000 sq. m. and 583,000 sq. m. of office GLA is scheduled to enter the market in Jeddah and Riyadh, respectively.

In the capital, the supply and demand dynamics have further shifted the tide towards landlords, and they are expected to continue to remain bullish in order to capitalise on the strong demand. Additionally, corporates have been expanding towards the north where office offerings come with better accessibility and parking. There is tight availability of good quality office space in the market. Indeed, the average market wide vacancy in Riyadh dropped to 1% in Q1 2023. As a result average Grade A rents increased by 19% year-on-year (Y-o-Y) to reach SAR 1,764 per sq. m. per annum during the same period.

In Jeddah however, the office market is exhibiting signs of softening. That said, well managed, single owned quality office spaces are highly sought after. Consequently, average Grade A rents rose by 15% Y-o-Y to reach SAR 1,199 per sq. m. per annum in the first quarter of 2023. Broadly, market-wide demand is being led by local companies and family businesses relocating to newer areas towards the north and west. Accordingly, the citywide average vacancy stood at 8% in Q1 2023.

The office market in the Kingdom is expected to sustain its positive momentum. As Riyadh is being positioned as the new commercial nerve center, we expect more efforts towards substantially improving the infrastructure of the capital, to cater to its increasing popularity.



Source: JLL Q1 2023 KSA Real Estate Market Report

#### Residential Real Estate Market Overview

Riyadh witnessed the completion of close to 7,800 residential units in Q1 2023, pushing up the total stock to 1.4 million residential units. Over the same period, 4,400 units were handed over in Jeddah to bring the city's residential inventory to 864,000 units. In the remaining months of this year, 45,000 units are planned to be delivered across the two cities combined.

Several governments backed projects were launched in recent months to support the growing residential sector, such as the first phase of Al Arous in Jeddah, Al Fursan and second phase of Khuzum in the capital. One of the biggest announcements has been the launch of New Murabba in Riyadh, which aims to be one of the world's largest downtowns. All these announcements are reflective of strong pent-up demand and the government's continued confidence in the long-term growth of the residential sector in the Kingdom.

The government has introduced several measures to expedite homeownership among Saudi nationals and boost the residential sector. Demand has been increasing and is expected to continue to trend-up. In a recent announcement, 100 million sq. m. of land was allocated to the residential sector in the capital and other cities to control the increase in land and residential prices. Undeniably, in the first quarter of 2023, average sale prices and rents in Riyadh increased by 7% and 2%, Y-o-Y, respectively. On the same basis, in Jeddah, average sale prices increased by 11% annually and average rents climbed by 9%.

Overall, there has been a structural shift in the market and demand for apartments has been outpacing villas, with sale prices registering annual growth of 6% in the capital and 17% in Jeddah, in Q1 2023. Over the same period, rents for apartments grew by 4% in Riyadh and 13% in Jeddah.





Source: JLL Q1 2023 KSA Real Estate Market Report

#### **Retail Real Estate Market Overview**

In Q1 2023, there were two retail developments completed in Riyadh, adding approximately 84,000 sq. m. of retail space and increasing the total supply to 3.4 million sq. m. Over the same period, Jeddah's retail stock increased by roughly 46,000 sq. m. to 1.8 million sq. m. In the remaining nine months of this year, 478,000 sq. m. of retail floorspace is scheduled to enter the market in Jeddah and about 105,000 sq. m. in Riyadh. With the retail market softening in Jeddah, we continue to be cautious about completing future projects on schedule.

Overall, strip retail and smaller community centres have been performing better than larger super-regional malls. Majority of the enquiries were for smaller spaces, particularly in Jeddah, where enquired spaces ranged between 8 to 120 sq. m. Additionally, tenants displayed preference for corner locations with high visibility on the street, and outdoor seating areas have become very important for F&B (Food and Beverage) retailers due to their increasing popularity among consumers. In line with this trend, several malls have started to establish a separate F&B area located outside of the malls to attract tenants and increase footfall in their developments.

F&B and entertainment segments have been the key footfall generators with increased focus on experiential retail. Moreover, landlords in the capital are trying to attract new market entrants who do not have a local presence in the country. In contrast, landlords in Jeddah are being more cautious and are seeking well-known brands to avoid risks associated with new market entrants.

Looking at the rental performance, in annual terms, rents for super regional and regional malls increased by 11% and 8%, respectively, in Riyadh in the first quarter of this year. On the same basis, rents in Jeddah fell on average by 6% across super-regional malls and remained stable for regional malls, signaling slowing market conditions in the city.



Source: JLL Q1 2023 KSA Real Estate Market Report

#### **KSA Investment Evidence**

Most transactions in regional capital markets are typically by GCC investors as overseas investors have limited access to tenable opportunities. Interest from overseas investors has also been restricted by the following:

- Lack of suitable, institutional grade product;
- Pricing (bid-ask spread);
- Liquidity restrictions;
- Limited transparency.

As a result, we consider there to be a three-tier investment market:

- Tier 1 comprising local/GCC private investors;
- Tier 2 comprising GCC funds;
- Tier 3 comprising international financial institutions/funds.

Based on our experience, the investors which fall into tiers one and two view GCC based real estate investments significantly more favourably than tier three investors. This is due to a number of factors including:

- Familiarity with local market;
- Sentiment;
- Comparative ease to undertake a real estate transaction (legally, culturally etc.);
- Risk profile;
- Lack of ownership restrictions.

We have summarised various transactions which we consider reflect the price/yield investors have been willing to pay over the past few years for real estate assets.

The lack of volume and transparency in the market means that it is very difficult to differentiate yields by subsector. In fact, there is no clearly defined segmentation, with investors focusing on location, covenant strength and length of unexpired lease term as their primary investment driver.

Furthermore, we note that the properties that have transacted are generally of smaller lot sizes, ie. under SAR 200 million. Liquidity considerably reduces above this level. In these cases, an individual investor may look to acquire a minority stake, or a consortium of investors could club together to purchase the whole asset. However, this approach can result in potentially complicated ownership and management structures which are more suited to institutional investors. Therefore, large lot sizes represent significant liquidity issues which, in our opinion, could soften the yield by 100-200 basis points.

We detail below investment evidence throughout KSA:

Transaction	Property Type	Location	BUA, sq m	Price	IY	Comments
Dec 22	Riyadh Front	Riyadh	80,000	SAR 2,460 \m	~9%	Roshn acquires Riyadh Front located along the airport Road.
Nov-22	Office and Commercial building	Riyadh	10,955	SAR 52m	9.1%	Alinma Retail REIT Fund has acquired the office and commercial building located along

Transaction	Property Type	Location	BUA, sq m	Price	IY	Comments
						Al Imam Abdullah Bin Saud Road.
Offer	Retail Plaza	Riyadh	TBC	SAR 78m	7.50%	5,600 GLA sq m store let to. WAULT is 14.5 years
March 2022	Office/Retail	Riyadh	36,495	SAR 448m	7.0%	Acquired by SICO REIT
March 2022	Office/Retail	Riyadh	25,591	SAR 235m	7.4%	Considered by Musharaka REIT
Feb-22	4 Education Assets	Riyadh/ Dammam	30,300	SAR 148.5m	8.4%*	3 Kindergartens and One School with 17.6 years triple net lease – Equivalent Yield: 8.4%
Feb-22	Burjeel Hospital	Sharjah	TBC	AED 105m	7.9%	20-year lease – triple net with equivalent yield 8.75%
Jan-22	Al Khaleej Training Office	Riyadh	13,261	SAR 75m	8.6%*	13,5 Years WALT – triple net lease
2021	Qbic Building, King Abdulaziz Road, Al Ghadeer	Riyadh	42,145	SAR 250m	8.60%	2-floor retail / office complex. Occupied on a 3-yr lease to Ministry of Housing. BUA 42,145 sq m
2021	Al-Nakhlah Residential Complex	Riyadh	TBC	SAR 1.8bn	8.90%	Premium due to size – and fully occupied
2021	Seven Office Towers	Riyadh	TBC	SAR 650m	8.32%	Acquired by Jadwa Investment Fund
Mar-21 Signed SPA	Riyadh Boulevard	Riyadh	36,340	SAR 320m	9.16%	Retail & office complex on Prince Turki bin Abdulaziz Al Awwal Road. 97% occupancy.
Apr-21 Signed SPA	Office Tower, Al-Olaya Street	Riyadh	16,643	SAR 99m	9.09%	Sahafa District. Leased to gov. entity on a 3yr term.
Sep-21	Gardino Hotel	Riyadh	14,075	SAR 85.5m	9.15%	Acquired by Musharaka Capital, the fund manager of Musharaka REIT Fund.
Mar-21	i-offices, Thumama Road	Riyadh	23,215	SAR 135m	7.74%	Rabeea District. 3 towers, 100% occupancy. Tenants include Al Rajhi Takaful and Amlak International.
Sep-20	Al Sharq Logistics Complex	Riyadh	113,812	SAR 140m	8.00%	Logistics complex with 193 units located in Sulay District. 164 units - storage warehouses, 29 units are retail warehouses and offices.
Jun-20	Al-Ghad National School	Riyadh	17,910	SAR 92m	6.50%	King Abdullah District. Leased to Al-Ghad National Schools for 10 yrs with 10% fixed increase after 5yrs. Three 5yr renewal options.
Mar-20	Elite Mall	Riyadh	20,000	SAR 201.5m	7.94%	15 retail showrooms plus mezzanine and 30 offices.
Nov-19	2 property portfolio - office & hotel	Riyadh	Office - 14,912 sq m.	SAR 93m	Office - 10.2%,	Labour Court Olaya Office - leased to gov. entity on 3yr lease from Jun-18.

Transaction	Property Type	Location	BUA, sq m	Price	IY	Comments
			Hotel - 8,597		Hotel -	Aber Al Yasmin Hotel -
			sq m.		9.1%	leased to Boudl Trading
						Co. with 15yrs term
						remaining.

<sup>\*</sup> Equivalent Yield / Source: JLL Research, Argaam.com

When interpreting the transactions, the following is to be taken into consideration:

- Nature: The majority of the transactions mainly comprise freehold arm's length transactions.
- **Location:** These transactions comprise assets located in core cities. We expect properties located in less established cities and remote locations to be of a higher risk profile.
- **Tenure:** Investors are looking for real estate investments that offer income security of at least 7-8 years, good covenant strength, good location with minimal reversionary risk.
- Exit: investors will always seek to assess the exit from an investment in terms of liquidity and timing.
  Liquidity could be an issue where there is a short unexpired term and no or uncertain renewal options which is factored by investors into the exit cap rates.

## Valuation Methodology

#### Valuation Methodology

In arriving at our opinion of the Fair Value of the freehold interest in the Property/Properties, we have adopted the following valuation methodology:

#### Income Approach - Discounted Cash Flow (DCF)

DCF is a financial modelling technique based on explicit assumptions regarding the current contracted and prospective market cash flow generated from a property. DCF analysis involves the projection of a series of periodic cash flows either to an operating property, a development property or a business. To this projected cash flow series, an appropriate, market-derived discount rate is applied to establish an indication of the present value of the future income stream associated with the property. In the case of operating real properties, periodic cash flow is typically estimated as gross income less vacancy and collection losses and less operating expenses/outgoings. The series of periodic net operating incomes, along with an estimate of the reversion rent and terminal value, anticipated at the end of the projection period, is then discounted.

In arriving at our opinion of Fair Value, we have adopted the Discounted Cashflow Method of valuation using Argus Enterprise. For the majority of Properties (except Property #17 Al Hokair Time Center) we have undertaken a Discounted Cash Flow (DCF) analysis over a 5-year investment horizon.

We stress that estimating future rentals and exit values is challenging and should be regarded as an indicative assessment of possibilities rather than absolute certainties. The process of making forward projections of key elements includes assumptions regarding a considerable number of variables that are acutely sensitive to changing conditions, variation in any of which may significantly affect value. However, we consider that the assumptions adopted here are robust market-facing assumptions that buyers will likely adopt.

JLL's approach to discount rates is a market-led rather than a formulaic econometric approach.

Discount rates used in valuations are the rate of return required by an investment purchaser to compensate for the risks inherent in the cash flow for the holding period. They are, hence, an internal rate of return for the holding period assuming an acquisition at the valuation date and at the reported valuation opinion. There are many econometric models and arguments around discount rate choice and adoption. However, JLL's view is that many of these arguments may be misleading and overly theoretical, based solely on classic economic theories about how market participants ought to behave rather than how they actually behave in complex, nuanced markets.

In our experience, potential purchasers in volatile and developing markets do not use discount rate build-up models to determine what to bid or pay for an asset. They generally use initial yields, yield return calculations and their own IRR requirements to determine what to bid and pay for assets. For more sophisticated investors in emerging markets, IRRs are determined by internal Weighted Average Cost of Capital (WACC) thresholds, which dictate the minimum returns needed to meet an entity's equity and cover debt payments. However, each individual company's WACC cannot be accepted as a proxy for market IRRs as these tend to be subjective and may be based on factors that cannot be universalized to other market participants. However, JLL is aware of the broad range of return expectations of several more sophisticated investors in the GCC and wider EMEA and Global Markets.

In more developed, regulated and mature markets with greater transparency, availability of comparable property data, and less economic volatility discount rates for prime, institutional quality investment assets tend to range between 7.0% and 9.00%, depending on the risk factors peculiar to each asset. In developing markets such as those in the GCC, investors tend to require IRRs (discount rates) of at least 8.75% - 9.75% for prime assets, with IRR requirements moving in or out depending on investor sentiment, macro and microeconomic risks and asset-specific risk and reward factors as well as cash-flow profiles.

It should be noted that JLL's approach to valuation is evidence-based. As such, the most important and readily available evidence of the likely price (Market Value/Fair Value), which a property will achieve if sold at the date of valuation, is transactional evidence from the recent market showing the 1st Year's Forward Yield on the 1st Year's Projected Income.

DCF inputs such as the discount rate, exit yield, rental and cost growth rates do not have strong evidential bases to prove the reasonability of the valuation and are often highly theoretical/based on unproven assumptions about future performance and market conditions and are hence less reliable than 'hard' transactional evidence in the form of 1st Year's Forward Yields.

#### **Market Approach**

The market approach derives the value of the Property by comparing it to other properties for which the price is known. Ideally, the property is compared and contrasted to identical properties which have recently been sold, or where no recent transactions have taken place, the asking price at which the comparable properties are currently listed for sale. Adjustments may be required to reflect the period of time that has passed between the transaction date and the date of valuation or the price that is expected to be achieved following a negotiated sale. Following an analysis on the terms of the sale, an appropriate unit of comparison is chosen, for example, a rate per square foot/metre of land/buildings. Further subsequent adjustments may be required to factor in differences in location, size (quantum), quality and specification, permitted use etcetera and any instructions received which are specific to the assignment.

#### **Depreciated Replacement Cost (DRC)**

This approach provides a means of assessing the value of an asset or Property where there is no or limited trading information or the assets are specialised. The approach estimates the cost of providing a modern equivalent asset and adjusting this value to reflect the depreciation of the asset due to physical or economic obsolescence. The price of acquiring the next best alternative land is then added to the Depreciated Replacement Cost (DRC) to provide an opinion of fair value.

VPS 5 of the RICS Valuation – Global Standards 2022 states, "Great care must be exercised when relying on the cost approach as the primary or only approach, as the relationship between cost and value is rarely direct."

In addition, we have also had reference to the RICS guidance note – Depreciated Replacement Cost Method of Valuation for Financial Reporting (2018), which states that "the DRC method is conceptually unsuitable for use as the sole or primary valuation method for secured lending purposes but may in appropriate circumstances provide a useful cross-check to help inform where other methods have been applied."

We note that DRC calculations have been undertaken on a high-level basis only and for the Client's internal decision-making purposes only. They should not be communicated or relied upon for investment purposes.

## Individual Property Valuations

The following sections provide the individual Properties Valuations as per the schedule provided below. These sections are to be read in accordance with the Terms of Reference above and General Principles appended.

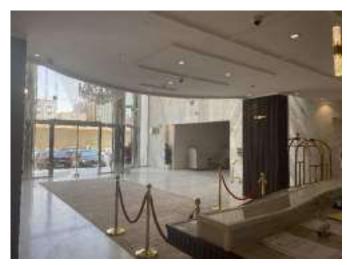
Ref#	Property	Sector	Tenant base
	Riyadh		
1	Al Hayat Tower Apartments Hotel	Hospitality	Single Tenant
2	Al Jazeera Residential Compound	Residential	Multi (54 units)
3	Hyper Panda	Retail	Single Tenant
4	Al Hamra Plaza	Retail	Single Tenant
5	Irqah Plaza	Retail	Multi (17 units)
6	Al Manahij School	Education	Single Tenant
7	Dar Al Baraa School	Education	Single Tenant
8	Olaya School	Education	Single Tenant
9	Amjad Qortuba School	Education	Single Tenant
	Jeddah		
10	Public Prosecution Building	Office	Single Tenant
11	Al Khaldiyah Business Centre	Retail/Office	Multi (65 units)
12	Hyper Panda	Retail	Single Tenant
13	Al Rawdah Business Centre	Retail/Office	Multi (26 units)
14	Atelier La Vie	Retail/Entertainment	Multi (44 units)
	Dammam		
15	Banque Saudi Fransi Building	Retail	Single Tenant
16	Hyper Panda	Retail	Single Tenant
17	Al Hokair Time Centre	Retail/Entertainment	Single Tenant
18	Ajdan Walk	Retail/Entertainment/Office	Single Tenant
19	Hyper Panda (Branch & Parking)	Retail	Single Tenant
20	Extra Store	Retail	Single Tenant
21	Ajdan Walk Cinema (Entertainment)	Retail/Entertainment	Multi (4 tenants)

Source: JLL / The Client

## 1 Al Hayat Tower Apartments Hotel, Riyadh

### 1.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	18 June 2023
Location	Olaya District, Riyadh, KSA
Property Type	Hospitality
Tenure	Mortgaged (assumed Freehold) *
Land size (sq m)	1,494.75
BUA (sq m)	6,574
Fair Value (SAR)	19,398,000

Source: JLL / The Client

#### 1.2 Property Location

#### **Macro Location**





#### Micro Location



<sup>\*</sup>Special Assumption of good and marketable freehold titles held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning	
Property	Al Hayat Tower Apartments Hotel
City	Riyadh
District	Olaya District
No. of Street Frontage/s	4
North	Unnamed Street
South	Shaddad Ibn Aous Street
East	Kaab Ibn Malik Street
West	Al Wara Street
Key Landmarks	Ministry of Interior at approx. 900 m south of the Property, King Fahd Public Library at approx. 1 km north of the Property, The Holiday Inn Hotel at approx. 100 m north of the Property and Al Faisaliyah Tower at approx. 1.6 km north of the Property.
Surrounding Land Uses	The surrounding area predominantly comprises furnished hotel/serviced apartments, government buildings and other commercial developments constructed along both Olaya Road and King Fahd Road. Makkah Al Mukkarramah Road is within proximity to the Property and also has similar characteristics to the area surrounding the Property.
Source: JLL	

### 1.3 Property Description

Property Type	Hospitality			
Age (years)	23			
Building Condition	Good			
nternal Condition	Good			
No. of Floors	B+GF+M+5+R			
BUA (sq m)	6,574			
	Party Hotel Apartments Establishment. The hotel is accessed via Shaddad Ibn Aous Street, which provides pedestrian and vehicular entry and exit to the Property. The Property is 23 years old with construction completed in 2000.  The hotel is constructed on a land plot of 1,494.75 sq m. In accordance with the Buil Permit, the total Built Up Area of the Property is 6,574 sq m with the Property extend to the Basement, Ground, Mezzanine, and 5 upper floors, housing a total of 48 furnis apartments.  However, after concluding our visual inspection and our discussions with the proper manager, we understand that there are a total of 63 units available within the proper Their breakdown is as follows:			
		of Rooms	Details	
	Type 1	18	1 bedroom + 1 washroom	
	Type 2	5	1 bedroom + living room + 1 washroom	
	Type 3	10	1 bedroom + living room + 1 washroom + kitchen	
	Type 4	5	1 bedroom + living room + 1 washroom & jacuzzi + kitchen	
	Type 5	5	2 bedrooms + living room + 1 washroom	
	Type 6	10	2 bedrooms + living room + 2 washrooms	
	Type 7	10	2 bedrooms + living room + 2 washrooms + kitchen	
	Total	63		
	Source: JLL / Al Ha	yat Tower Apa	rtments Hotel	
	We note that the	hotel is lice	ensed for 48 rooms. However, from the information obtained	

Property Description	
	not confirmed if they have obtained a license to operate with the extended number of units.
	The retail component of the hotel is situated on the ground floor and comprises four-line shops and one office. The Property is fully leased to one tenant and the above premises are sub-leased.
	The hotel is equipped with a reception area, a swimming pool, a sauna, a gym, a firefighting system, 2 elevators, and 2 stairwells.

Source: JLL / The Client

#### 1.4 Legal

#### 1.4.1 Tenure, Planning, and Zoning

#### Summary

Description	
Title Deed No.	393010010158
Plot No. / Subdivision No.	9 / Subdivision #1376
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold - Mortgaged
Title Deed Date	17/11/1444 (H) – 06/06/2023 (G)
Land Size (sq m)	1,494.75

Source: The Client

We have valued the Property under the Special Assumption of a good and marketable freehold title held free from any mortgages, charges, encumbrances, and third-party interests and transferrable to foreign owners/entities. If at a later date, any defects in title or restrictions on the transferability of the Properties are proven, this may affect our opinion of value and we reserve the right to review and amend our valuation accordingly.

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on them for the purpose of this assignment.

Planning / Building Permit	Details
Permit Number	27/2/2k
Permit Date	13/04/1419 (H) - 06/08/1998 (G)
Permit end date	3 years from permit date
Owner	Nasser Mu'zi Obeid Al Enizi (previous owner, we understand that the current owner of the Property is Saudi Economic and Development Company for Real Estate Funds)
Title deed number	0/14934
Plot no.	9
Subdivision no.	1376
Title deed date	18/07/1415 (H) – 21/12/1994 (G)
BUA (sq m)	6,574

Source: The Client

Building Specifications (provided in the building permit)

Туре	Usage	Area (sq m)
Basement	Parking	1,486
Ground Floor	Commercial	889
Mezzanine	Offices	449
First	Residential	750

Туре	Usage	Area (sq m)
Repeated Floors	Residential	4x750
Total		6,574

Source: The Client

For the purposes of this valuation, we have assumed that the building complies with the current building regulation. Should this not be the case, our opinion of value could be affected.

We suggest that specialist investigations are undertaken by appropriately qualified consultants to confirm the same. We also advise the Client to secure the completion certificate in accordance with the 'as-built' floor plans.

#### 1.4.2 Occupational Leases

We have been provided with the Leasing Agreement for the Property. We have presented the salient terms of the lease below:

Al Hayat Tower – Plot n			1376 in Al Ma'thar area / Riyadh		
Date:	Lease Agreement: 05/05/1443 (H) - 09/12/2021 (G)				
		Lease Start Date: 28/05/1443 (H) - 1/1/2022 (G)			
Lessor:	Saudi Eco	onomic and Dev	elopment Company for Real Estate Funds		
Lessee:	The Work	derful Party Hot	el Apartments Establishment		
Term:	Five (5) G	regorian years s	tarting from 28/05/1443 (H) - 01/01/2022 (G).		
Property Area (sq m):	Land mea	asuring 1,494.75	sq m inclusive of any structure built on it.		
Maintenance:	The tenar	The tenant is fully liable.			
Utilities:	The tenar	The tenant is fully liable.			
Subletting:	Permissible if within the term of this contract.				
Annual Rent:	Summ	ary Table			
	Year	Date	Annual Rent (SAR)		
	1	1/1/2022	1,500,000		
	2	1/1/2023	1,500,000		
	3	1/1/2024	1,500,000		
	4	1/1/2025	1,600,000		
	5	1/1/2026	1,600,000		
Termination:			e the Lease if the Lessee is in breach of its obligations up		
			such breach within fifteen (15) days of notice from the		
		_	on, the Lessor may claim the rent already due and such		
Source: The Client	uamages	(including tegal	costs) as the Lessor may suffer as a result of the Lessee	s preach.	

Source: The Client

As per the above lease, the current passing rent as of the Valuation Date is SAR 1,500,000. The head lease includes escalations within the term and the remaining duration of 3.5 years till expiry.

#### 1.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all OpEx costs of the Property.

#### 1.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilizing a Discounted Cash Flow (DCF).

#### **Market Rent**

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent (SAR 228 per sq. m per annum) in terms of tenant affordability. Moreover, the contracted rent represents a recent lease signed on 01/01/2022, which forms the best piece of evidence. Typically, when analysing affordable rental levels for serviced apartments it would be useful to analyse the recent annual income and expenditure budgets of the hospitality operator, but we note that this information was not made available to us.

We are aware of a serviced apartment building of a similar room capacity recently let at SAR 1,500,000 per annum, which is in line with the rental rate of the Property.

In addition, we are also aware of another serviced apartment building with 90 units consisting of a similar unit mix, with a GFA of 12,960 currently listed for lease at SAR 1,500,000 per annum, which is comparable with the rental rate of the Property.

We have not been provided with the annual income and expenditure budgets of the hospitality operator, nevertheless, we undertook a high-level cross-check of the current rent against the potential stabilized revenues of the asset based on the rates provided by Al Hayat Tower Apartments Hotel management. This high-level analysis supports the sustainability of the contracted rent.

Based on the above, we are of the opinion that the current passing rent at SAR 228 per sq m of BUA is in line with the Market Rent for similar units in this location. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cash flow onwards.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location, and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 9.75%, which we consider a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 8.00% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 19,398,000.

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary Table

•	Al Hayat Tower Apartments Hotel
Net Passing Rent (Year 1)	SAR 1,500,000 per annum
Net Passing Rent (Year 6)	SAR 1,698,182 per annum
Discount Rate	9.75%
Exit Yield	8.00%
Fair Value 30 June 2023 Valuation	SAR 19,398,000
Projected First Year's Forward Yield	7.73%

Source: JLL

#### 1.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as at 30 June 2023 is:

#### SAR 19,398,000

(NINETEEN MILLION, THREE HUNDRED AND NINETY-EIGHT THOUSAND SAUDI ARABIAN RIYALS)

#### 1.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

Valuation Summary	
June 2023 (SAR)	19,398,000
December 2022 (SAR)	19,320,000
Difference in value, June 2023 vs Dec 2022	0.40%
Comments	The derived value increased by 0.40% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the reversion to a higher market rental rate (Adjusted to inflation).

Source: JLL

#### 1.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Ite	n	Our Approach
a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorized.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorized within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

#### 1.9 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and conditions prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Riyadh and have applied adjustments to reflect the size differences, location, negotiation factors, and characteristics of the Property. Additionally, we have considered high-level development costs for similar furnished apartments/hotels in the Kingdom and depreciated the said total cost over a period of 23 years (age of the Property).

	Area (sqm)	SAR/sqm	Summary (SAR)
Plot	1,494.75	10,400	15,545,400
Hotel	5,088	5,270	26,813,760
Basement	1,486	2,750	4,086,500
Development Cost	6,574	4,700	30,900,260
Total (Plot + Structure)			46,445,660
Source: JLL			

	Years	SAR/Year	<b>Total Depreciation</b>
Depreciation (per year) - Straight Line	45	686,672	
Depreciation	23 years		-15,794,466
Source: JLL			

	Summary (SAR)
Plot	15,545,400
Development Cost	30,900,260
Total (Plot + Structure)	46,445,660
Depreciation	-15,794,466
Depreciated Replacement Cost (Rounded)	30,660,000

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

## 2 Al Jazeera Residential Compound, Riyadh

### 2.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	18 June 2023
Location	Sulaimaniah District, Riyadh, KSA
Property Type	Residential
Tenure	Mortgaged (assumed Freehold) *
Land size (sq m)	20,758
BUA (sq m)	12,803
NLA (sq m)	9,580
Fair Value (SAR)	69,946,000

Source: the Client/JLL

#### 2.2 Property Location

#### **Macro Location**



Source: JLL / Google Earth

#### **Micro Location**



<sup>\*</sup>Special Assumption of good and marketable freehold titles held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning		
Property		Al Jazeera Residential Compound
City		Riyadh
District		Olaya District
No. of Street Frontage/s		4
	North	Al Moughirah Ibn Ayash Street
	South	Ahmad Al Mawaqiti
	East	Mujashi Ibn Masud
	West	Unnamed Street
Key Landmarks		Olaya Towers - approx. 1 km to the southwest; Kingdom Tower - approx. 1.5 km to the northwest and Faisaliyah Tower - approx. 1.6 km to the southwest.
Surrounding Land Uses		The surrounding area is predominantly residential with a number of compounds in the vicinity such as: Al Rajhi Compound, Akaria Compound and other smaller compounds. In addition, there are multiple commercial developments along Musa Ibn Nusair Street.  Al Jazeera Supermarket and Al Sadhan Markets are located about 150 m north of the Property. There are a number of commercial buildings (Silicon Buildings) along Musa Ibn Nusair Street, east of Olaya Street.

Source: JLL

### 2.3 Property Description

Property Description					
Property Type	Residential				
Age (years)	3				
Condition of Buildings	Fair	air			
Internal Condition	Fair	air			
No. of Floors	+ 1.5				
BUA (sq m)	12,803				
NLA (sq m)	9,580				
Description	The Property comprises a rewhich was constructed appropriate constructed on two combines both located in Sulaimanyal area of 20,758 sq. m, accord. The compound has a rectan located at the center of the compound has a shared compound has a shared combine of the combine o	roximately 3 ed plots of land the plots of land the Tigular shape compound. Its, which corrommon are to all, in additioning the Property ocy schedule I Jazeera Coble Area (I Number	3 years ago. The Progrand, known as Plot and, known as Plot and #897. The combine the Deed provided by, on which the common and the property has a street of the Property has a street of the Property has and an ampound below:  NLA)  Net Leasable	pperty has been # 68 and Plot # 69, ed plots have a total y the Client. mon areas are mainly 26 apartments. The se following facilities: a ennis court that is also art, 2 playgrounds, a Il villas benefit from one main entrance t benefit from have summarised the  Net Leasable Area	
		of Units	Area NLA (sq m)	NLA (sq m) per unit	
	1 Bedroom Apartments (small units)	10	600	60	
	1 Bedroom Apartments	6	1,092	182	

Property Description				
	2 Bedroom Apartments	10	1,104	110
	3 BR Duplex	2	364	182
	3 Bedroom Villas	13	2,936	226
	4 BR Duplex	2	520	260
	4 Bedroom Villas	5	1,544	309
	5 BR Duplex	2	520	260
	5 BR Villa	2	800	400
	Coffee Shop	1	50	50
	Boxing Room	1	50	50
	Total	54	9,580	

Source: JLL / The Client

#### 2.4 Legal

#### 2.4.1 Tenure, Planning, and Zoning

#### Summary

Title Deed No. 3	310117046169
Plot No. / Subdivision No. F	Plot Nos. 68/69 subdivision #897
Owner S	Saudi Economic and Development Company for Real Estate Funds
Tenure N	Mortgaged (assumed Freehold)
Title Deed Date 1	17/09/1440 (22 May 2019)

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests, and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

We have been provided with a building permit and building specification, the details of which are summarized below:

Planning / Building Permit	Details
Permit Number	1429/2024
Permit Date	24/02/1429 (2 March 2008)
Owner	Ibrahim Bin Abdulaziz Al Touq (Previous owner, we understand that the current owner is Saudi Economic and Development Company for Real Estate Funds)
Title deed number	710114004642
Plot no.	68 / 69
Subdivision no.	897
Land Area (sq m)	20,758
BUA (sq m)	12,803
Source: The Client	

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

#### 2.4.2 Occupational Leases

We understand that the Property is multi-tenanted. As at the valuation date, the Property is 100% occupied. We have been provided with a tenancy schedule confirming the occupational leases and have relied on the information contained in the tenancy schedule provided to us for the purposes of this valuation. The Property is predominantly let to individuals on a yearly basis. The Property offers various types of accommodation with 19 fully furnished, 4 semi-furnished, and 29 unfurnished residential units.

Based on the information provided to us by the Client, we understand that as at the valuation date the total passing rent for the Property amounts to SAR 7,529,000 per annum.

#### 2.4.3 Operating Costs

Property and Facility Management services are provided by Al Mahmal Facilities Service Company. The Client has provided us with the agreement, which states that the annual facility management fee is SAR 1,460,400 per annum. We understand that the management fee is fixed at 5% of passing rent, which breaks back to approx. SAR 192 per sq. m of NLA, which is in line with market norms for compounds of a similar age and specification.

We have assumed that these costs are sustainable in the long run and are sufficient for the normal operation of the Property. We also understand that the above costs also include the landlord's utility costs for the common areas and a sinking fund.

In accordance with the lease agreements provided to us, we understand that the tenants cover the utility bills for the leased units.

#### 2.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising Discounted Cash Flow (DCF) valuation technique.

#### Market Rent

We have been provided with the rent roll for individual tenants. We have analyzed the current passing rents, which form the best evidence. We understand that the current rents within the Property are typically as follows:

**Current Rents** 

Туре	Rent (SAR per unit per annum)
1 BR Apt	72,000 – 95,000
2 BR Apt	90,000 – 130,000
3 BR Duplex	155,000 – 160,000
3 BR Villa	170,000 – 190,000
4 BR Duplex	160,000 -170,000
4 BR Villa	175,000 – 225,000
5 BR Duplex	165,000 – 176,000
5 BR Villa	320,000

Source: The Client

#### We have also considered the following comparable compounds:

Market Benchmarks – Rental Rates (SAR/Annum) – Apartments

Project	size of 1 BR, sq m	1 BR Rent, SAR	size of 2 BR, sq m	2 BR Rent, SAR	size of 3 BR, sq m	3 BR Rent, SAR
Al Nakhla Compound	45	155,000	95	210,000	•	•
Wadi Qortobah	80	150,000	100 - 120	168,000	•	•
Darraq, DQ	•	•	106 - 111	120,000-125,000	230	200,000
Eid Compound	70-140	80,000-110,000	130-175	130,000-180,000	•	•
The Village Compound	•	•	130	130,000	•	•
Sahara Compound	85	65,000	105	75,00	150	95,000

Source: JLL Research

#### Market Benchmarks – Rental Rates (SAR/Annum) – Villas

Project	size of 2 BR, sq. m	2 BR Rent, SAR	Avg. size of 3 BR, sq m	3 BR Rent, SAR	Avg. size of 4 BR, sq m	4 BR Rent, SAR
Al Nakhla Compound Villas	•	•	200	375,000	380	550,000
Wadi Qortubah Villas	•	•	217-272	269,000 - 278,000	242 - 272	265,000-355,000
Darraq, DQ	•	•	270	230,000	400-490	280,000-350,000
Alwaha Compound	145	110,000	175	120,000	245	160,000
Al Hamra Oasis Village Compound	•	•	•	•	390	425,000
Alrabia Compound	•	•	285	120,000-145,000	422-538	130,000-160,000

Source: JLL Research

Based on our analysis and considering the age, specification, and available facilities available within the comparables, we believe that the Market Rent for the Property is as follows:

Туре	Market Rent (SAR per annum)
1 BR Apt	78,000 – 85,000
2 BR Apt	90,000 – 130,000
3 BR Duplex	160,000
3 BR Villa	180,000
4 BR Duplex	170,000
4 BR Villa	225,000
5 BR Duplex	176,000
5 BR Villa	320,000

Source: JLL Research

We have been provided with the following annual rents for the other income-producing components. We understand that these components are rack-rented and have been allowed to run at the same level for the course of the current leases. However, we have allowed for a 1.5% growth rate per annum during the analysis period.

Туре	Rent (SAR per unit per annum)
Boxing Room	21,000
café	100,000

Source: JLL / The Client

Accordingly, the overall Market Rent for the Property is SAR 7,708,000 per annum.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location, and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 10.25%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 8.25% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 69,946,000.

We have summarized our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

valuation summary rapic	Al Jamanus Commercial	
	Al Jazeera Compound	
Net Passing Rent (Year 1)	SAR 5,772,362 per annum	
Net Passing Rent (Year 6)	SAR 6,364,833 per annum	
Discount Rate	10.25%	
Exit Yield	8.25%	
Fair Value June 2023 Valuation	SAR 69,946,000	
Projected First Year's Forward Yield	8.25%	
*		

#### Source: JLL

#### 2.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value under the Special Assumption specified above of the freehold interest in the Property as at 30 June 2023 is:

SAR 69,946,000

(SIXTY-NINE, NINE HUNDRED AND FORTY-SIX THOUSAND SAUDI ARABIAN RIYALS)

#### 2.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022 the details are summarised below:

Valuation Summary, June 2023 vs December 2022

ratadation committely, c	VIII 2 2 2 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Valuation Summary	
June 2023 (SAR)	69,946,000
December 2022 (SAR)	69,720,000
Difference in value, H1 2023 vs 2022	0.32%
Comments	The derived value increased by 0.32% when compared to the previous valuation. Due to a slight increase in rental rates, reflected in the cashflows resulting in a higher value.

#### 2.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

line.	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	Our Approach In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

#### 2.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. Normally we would consider a lifespan of 30 years for assets similar to the Property, however given the well-maintained condition of the Property we believe the lifespan can be extended to 40 years. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to land comparables for sites in the vicinity and have applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for residential compounds in the Kingdom and depreciated the said total cost over a period of 33 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	20,758	2,300	47,743,400
BUA	12,803		
Development Cost		4,000	51,212,000
Total (Plot + Structure)			98,955,400

#### **Depreciation Considerations**

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	40	1,280,300	
Depreciation	33		-42,250,000

#### **Total DRC Considerations**

	Summary (SAR)
Plot	47,743,400
Development Cost	51,212,000
Total (Plot + Structure)	98,955,400
Depreciation	-42,250,000
Depreciated Replacement Cost	56,710,000

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 3 Hyper Panda, Riyadh

# 3.1 Executive Summary





Source: JLL Inspection 2023

14 June 2023
Ishbiliyah District, Riyadh, KSA
Retail
Mortgaged (assumed Freehold) *
23,604
10,784
10,784
78,320,000

Source: JLL / The Client

## 3.2 Property Location

#### **Macro Location**





Source: JLL / Google Earth

<sup>\*</sup>Special Assumption of good and marketable freehold title held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning	
Property	Hyper Panda
City	Riyadh
District	Ishbiliyah District
No. of Street Frontage/s	4
North	Qalaat Al Foustat Street
South	Unnamed Street
East	Unnamed Road. Visible from Al Sheikh Jaber Al Ahmad Al Sabah Street
West	Unnamed Street
Key Landmarks	KASB compound approximately 100 m west of the Property, Ishbiliyah compound approximately 900 m west of the Property and King Fahd Stadium approximately 2.7 km southeast of the Property.
Surrounding Land Uses	The surrounding area is predominantly residential with commercial developments along King Abdullah Road and Sheikh Jaber Al Ahmad Al Sabah Street.

Source: JLL

# 3.3 Property Description

Retail
10
Good
Good
GF+M
10,784
10,784
The Property comprises a retail plaza known as Hyper Panda located off Sheikh Jaber Al Ahmad Al Sabah. It is understood that the construction of the building was completed in 2013. The Title Deed states a plot area of 23,604 sq m and in accordance with Building Licence No. 12920/1432, the BUA/GLA of the Property is 10,784 sq m. This floor area comprises a ground floor showroom element as well as a mezzanine floor level. The document does not provide the basis of measurement, however as confirmed by the Client, the area provided in the document is Gross Leasable Area / Built-Up Area including the mezzanine area.  The building has an 'L' shaped layout, where the common areas are mainly located towards the perimeter of the building. Adequate car parking to service the retail plaza's requirement is at the northern end of the site. In total, the plaza comprises 25 retail units and a Hyper Panda. The retail units face both to the east and to the north.

Source: JLL / The Client

# 3.4 Legal

# 3.4.1 Tenure, Planning and Zoning

Summary

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like.

Planning / Building Permit	Details
Permit Number	1432/12920
Permit Date	5/11/1437 (H) - 8/8/2016 (G)
Owner	Saudi Economic and Development company for Real Estate Funds
Title deed number	210107029229
BUA (sq m)	10,784

Source: The Client

Building Specifications (provided in the building permit)

Туре	Usage	Area sq m
Mezzanine Floor	Commercial	154
Ground Floor	Commercial	10,630
Total		10,784

Source: The Client

We have been provided with a building permit dated 8 August 2016 confirming the development as a commercial property. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

The Client has confirmed to us that the BUA and GLA of the Property are 10,784 sq m. We have reflected this in our valuation and have assumed it to be correct and accurate as of the Valuation Date.

### 3.4.2 Occupational Leases

We have presented the salient terms of the lease contract provided to us by the Client in the summary table below. The head lease contract is for 15 years triple-net where the landlord is not liable for any maintenance costs and operating expenses throughout the duration of the agreed term.

Panda (Sheikh Jaber) – Plot	number 4/G/1/1/3 of block number 4/G/1/1 in Ishbeliah area / Riyadh.			
Date:	Lease Agreement: 05/07/1434 (H) - 15/05/2013 (G)			
	Related First Amendment: 15/07/1434 (H) - 25/05/2013 (G)			
Lessor (First Party):	Saudi Economic and Development company for Real Estate Funds			
Lessee (Second Party):	Al Aziziyah Panda United Company			
Lease Term:	Fifteen (15) Gregorian years starting from 25 May 2013 G (corresponding to 15/7/1434 H).			
Property Area (sq m):	Land consisting of 23,604 sq m and all buildings currently erected on the plot as outlined in an annex to the Lease (we have not been provided with a copy of the aforementioned annex).  The Lease also covers any buildings to be erected on the plot so long as the Lessee has the authority to invest in such buildings.			
Maintenance:	The tenant is fully liable.			
Utilities:	The tenant is fully liable.			
Subletting:	Permissible if within the term of this contract.			
Annual Rent & Escalations	Summary Table			
	Year Date Annual Rent (SAR)			
	1 25/5/2014 5,083,283			
	2 25/5/2015 5,545,400			
	3 25/5/2016 5,545,400			

Panda (Sheikh Jaber) – I	Plot number 4	/G/1/1/3 of bloc	k number 4/G/1/1
	4	25/5/2017	5,545,400
	5	25/5/2018	5,545,400
	6	25/5/2019	5,822,670
	7	25/5/2020	5,822,670
	8	25/5/2021	5,822,670
	9	25/5/2022	5,822,670
	10	25/5/2023	5,822,670
	11	25/5/2024	6,116,250
	12	25/5/2025	6,116,250
	13	25/5/2026	6,116,250
	14	25/5/2027	6,116,250
	15	25/5/2028	6,116,250
Termination:	fails to r Lessee s any phy	emedy such bre shall have anoth	f the Lessee is in br ach within forty-fiv er forty-five (45) da l encumbrances. Fo ue.

Source: The Client

As per the above lease, the current passing rent as of the Valuation Date is SAR 5,822,670. The head lease includes escalations within the term and the remaining duration of 5 years till expiry. We understand that the Lessee has priority over any proposed buyer in case the Lessor wishes to sell the Property to a third party (i.e. right of first refusal).

### 3.4.3 Operating Costs

As per the terms of the lease agreement detailed above, the lessee (i.e. Panda) is responsible for all the Property's operating expenditures as well as ongoing maintenance costs.

#### 3.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent (SAR 540 per sq m of GLA per annum) in terms of tenant affordability.

Moreover, based on the information provided by the Client, specifically lease agreements for similar big-box Panda assets, current passing rates range between SAR 500 and SAR 725 per sq m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 540 per sq m is in line with the lower end of the range, which reflects the large size of the Property. It should be noted that the parking provision for the Property (45% of the site area) is slightly below the parking provision for the comparables discussed above.

We have also had regard to prevailing rental comparables for similar big-box retail assets throughout the Kingdom, which are typically let on long-term leases. We understand that rental rates for such assets may

currently range between SAR 550 and SAR 850 per sq m, depending on macro and micro-location, direct competition, catchment area and the profile of the neighbourhood. All of the above factors affect such properties' rental rates significantly.

Based on the above, we are of the opinion that the current passing rent at SAR 540 per sq m of BUA is in line with Market Rent for similar units in this location. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cashflow onwards.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the property in addition to the lease term, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (page 15), in forming our opinion of yield.

In valuing the asset, given the long-term triple net lease in place at the Property, we have applied a Discount Rate of 8.5%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.5% to the net income at the start of Year 6 to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 78,320,000.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

	Hyper Panda, Riyadh
Net Passing Rent (Year 1)	SAR 5,852,659 per annum
Net Passing Rent (Year 6)	SAR 6,141,840 per annum
Discount Rate	8.5%
Exit Yield	7.5%
Fair Value June 2023 Valuation	SAR 78,320,000
Projected First Year's Forward Yield	7.47%

#### Source: JLL

#### 3.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

#### SAR 78,320,000

(SEVENTY-EIGHT MILLION, THREE HUNDRED AND TWENTY THOUSAND SAUDI ARABIAN RIYALS)

### 3.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

Valuation Summary	
June 2023 (SAR)	78,320,000
December 2022 (SAR)	77,970,000
Difference in value, H1 2023 vs 2022	0.45%
Comments	The derived value increased by 0.45% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the reversion to a higher market rental rate (Adjusted to inflation).

### 3.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

And the second s	
Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

### 3.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs, although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Riyadh and have applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for retail development in the Kingdom and depreciated the said total cost over a period of 10 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	23,604	2,700	63,809,480
BUA	10,784		
Total Development Cost	10,784	3,400	36,665,600
Total (Plot + Structure)			100,475,080

Source: JLL

#### **Depreciation Considerations**

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	1,047,589	
Depreciation	10		-10,475,886

Source: JLL

#### **Total DRC Considerations**

	Summary (SAR)
Plot	63,809,480
Development Cost	36,665,600
Total (Plot + Structure)	100,475,080
Depreciation	-10,475,886
Depreciated Replacement Cost	89,999,000

Source: JLL high level research and indicative analysis

The DRC output is at a higher level than the Income Method output. We consider it to be reflective of the Property's land value which has benefited from increased market demand in addition to the relatively low site coverage.

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 4 Al Hamra Plaza, Riyadh

# 4.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	14 June 2023
Location	Mansoura District, Riyadh, KSA
Property Type	Retail
Tenure	Freehold
Land size (sq. m)	21,120*
BUA (sq. m)	13,021 (excluding Walls)
Fair Value (SAR )	69,988,000

Source: JLL/the Client

# 4.2 Property Location

#### **Macro Location**



Source: JLL / Google Earth

#### Micro Location



<sup>\*</sup> The Client has instructed us to value the Property (as a whole) under the Special Assumption that all the defined plots form a single Property held freehold under a single title deed.

and the second	
Property Positioning	
Property	Al Hamra Plaza
City	Riyadh
District	Mansourah District
No. of Street Frontage/s	3
North	Al Madina Hypermarket, Riyadh Primary Notarial Office
South	Al Fatah Street
East	Islamabad Street
West	Al Bathaa Street
Key Landmarks	Festival Markets at approx. 0.1 km. west, Al Imam General Hospital at approx. 0.45 km southeast
Surrounding Land Uses	The Property is located on Al Batha Road, which is a major commercial thoroughfare in the south of Riyadh. Al Batha Road is known for its abundance of small discount retailers. The districts surrounding the Property are densely populated with lower-income groups. Immediately adjacent to the north of the Property is Al Madina Supermarket and approximately 700 metres further north on Al Batha is Al Jazira Supermarket.
Source: II I	

# 4.3 Property Description

Property Description	
Property Type	Retail
Age (years)	15
<b>Building Condition</b>	Fair
Internal Condition	Fair
No. of Floors	G+M
BUA (sq m)	13,021 (exc. Walls)
Description	The Property comprises a retail plaza known as Al Hamra Plaza. The Property is constructed on a land area of 21,120 sq m and has a total BUA of 13,021 sq m.  The Property has a total of 36 retail units, 19 of which are vacant, one anchor unit (Currently Occupied by PureGym), and a free-standing F&B outlet.  The retail units are arranged in a u-shape, with two pedestrian entrance/exits and one vehicular exit only onto Al Batha Road. The delivery access is from the rear of the retail units. Car parking is provided in the centre of the u-shape, with a total of 264 customer parking spaces according to the Client.
Source: The Client	

# 4.4 Legal

# 4.4.1 Tenure, Planning and Zoning

#### Summary

Janinary					
Description	Plots 55, 57 & 59	Plots 56	Plots 58	Plots 60	Plots 61 & 62
Title Deed No.	793759000190	393759000189	393759000185	393759000188	793759000186
District			Al Mansourah		
Owner	Saudi Economic and Development company for Real Estate Funds				
Tenure			Freehold		
Title Deed Date	02/09/1443 (16 September 2021)				
Size (Sq m)	8,250.00	2,750.00	2,750.00	2,750.00	4,620.00
Sources, The Client					

Source: The Client

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

The Client has instructed us to value the Property (as a whole) under the Special Assumption that all the defined plots form a single Property held freehold under a single title deed.

Details
1430/5121
18/04/1430 (14 April 2009)
Saleh Abdullah Muhammed Al Olayan (Previous owner, we understand that the current owner is Saudi Economic and Development company for Real Estate Funds)
910106010429
55 to 62
2303
15/04/1429 (21 April 2008)
21,120 sq m
13,021 (exc. walls)

Source: The Client

We have been provided with a building completion certificate dated 11/01/1431 (H) (28 November 2009 (G)) for plots no. 55 to 62 confirming the development completion as a retail centre. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

Building Specifications (provided in the building permit)

Туре	Usage	Area (sq m)
Mezzanine	Commercial	3,208
G floor	Commercial	9,472
G floor	Restaurant	321
Electricity room	Electricity room	20
Walls	Services	110
Total (excl. Walls)		13,021
Total		13,131

Source: The Client

### 4.4.2 Occupational Leases

We have been provided with a Master lease Agreement for the Property the salient details of which are summarised as follows:

Al Hamra Plaza	
Lessee	Unified Real Estate Development
Lessor	Saudi Economic and Development company for Real Estate Funds
Lease Term	10 Years
Lease Start	07 January 2016
Lease Type	Triple Net
Alienation	Allowed
Payment terms	Annual in advance
Rent Escalation	One escalation of 12% at end of Year 5

Al Hamra Plaza	
Rent	Year 1-5: SAR 4,850,000 million + 20% of any lease amount above SAR 5.25 million during any year during the term Year 6-10: SAR 5,432,000 million + 20% of any lease amount above SAR 5.88 million during any year during the term

Source: The Client

Based on the lease provided we understand that the lessor is entitled to 20% of sub-rental revenue should the lessee exceed the threshold of SAR 5,880,000 of the said earnings. We have been informed by the Client that the aforementioned limit was not exceeded as at the date of valuation, therefore we allowed for the base rent of SAR 5,432,000 per annum to run till the expiry of the lease.

### 4.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all OpEx and maintenance costs of the Property. Hence, we have not been provided with operating costs for the Property by the Client.

#### 4.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any attempts to re-negotiate the currently payable rent or signed lease. This supports the sustainability of contracted rent (SAR 417 per sq m per annum) in terms of tenant affordability.

Moreover, based on the information provided by the Client, specifically lease agreements for similar big-box retail assets (Extra and Panda retail units), current passing rates in these assets range between SAR 370 and SAR 700 per sq m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 417 per sq m falls within the aforementioned range.

We have also had regard to prevailing rental comparables for similar big-box retail assets throughout the Kingdom, which are typically let on 5–15-year lease terms. We understand that rental rates historically agreed for such assets range between SAR 380 and SAR 700 per sq m depending on macro and micro-location. Rental rates for such properties are affected significantly by direct competition, catchment area and the profile of the neighbourhood.

Based on the above, we are of the opinion that the current passing rent at SAR 417 per sq m is in line with Market Rent for this location. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cashflow until the end of the current lease in place.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the property in addition to the lease term, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (page 15), in forming our opinion of yield.

In valuing the asset given the long-term triple net lease in place at the Property, we have applied a Discount Rate of 9.25%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.5% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 69,988,000.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

Al Hamra Plaza
SAR 5,432,000 per annum
SAR 5,680,125 per annum
9.25%
7.5%
SAR 69,988,000
7.76%

Source: JLL

#### 4.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value under the Special Assumption specified above of the freehold interest in the Property as at 30 June 2023 is:

SAR 69,988,000

(SIXTY-NINE MILLION, NINE HUNDRED AND EIGHTY-EIGHT THOUSAND SAUDI ARABIAN RIYALS)

### 4.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

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Valuation Summary		
June 2023 (SAR)	69,988,000	
December 2022 (SAR)	69,900,000	
Difference in value, H1 2023 vs 2022	0.13%	
Comments	The derived value increased by 0.13% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the reversion to a higher market rental rate (Adjusted to inflation).	

#### 4.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

### 4.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to the land comparables for sites in the vicinity and have applied adjustments to reflect the size differences, location, negotiation factors, and characteristics of the Property. Additionally, we have considered high-level development costs for similar retail developments in the Kingdom and depreciated the said total cost over a period of 15 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	21,120	2,100	44,352,000
GFA	13,020		
Development Cost		3,000	39,063,000
Total (Plot + Structure)			83,679,000

#### **Depreciation Considerations**

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	1,116,086	
Depreciation	15		-16,741,286

**Total DRC Considerations** 

Summary (SAR)
44,352,000
39,063,000
83,679,000
-16,741,286
66,680,000

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 5 Irqah Plaza, Riyadh

# 5.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	18 June 2023
Location	Irqah District, Riyadh, KSA
Property Type	Retail
Tenure	Freehold
Land size (sq m)	14,268.98
BUA (sq m)	9,147.63 (excl. Fences)
GLA (sq m)	7,505
Fair Value (SAR)	79,267,000

#### Source: JLL / the Client

# 5.2 Property Location

### **Macro Location**







Source: JLL / Google Earth

Property Positioning	
Property	Irqah Plaza
City	Riyadh
District	Irqah District
No. of Street Frontage/s	4
North	Al Sahraa Al Qoubra
South	Prince Meshaal Ibn Abd Al Aziz
East	Unnamed Street
West	Unnamed Street
Key Landmarks	Ibn Khaldun schools at approx. 1 km. to the west, Diplomatic Quarter at approx. 2.5 km. to the east
Surrounding Land Uses	The surrounding area is predominantly residential with commercial developments along Prince Meshaal ibn Abd Al Aziz Road.  Wadi Plaza is a retail development, located immediately to the west of the Property. Among other developments located in close proximity to the Property, are Al Ahli Bank, located on the opposite side of Prince Meshaal Ibn Abd Al Aziz Road and Ibn Khaldun schools, located 2 kilometres west of the Property. The majority of the residential plots in the eastern part of the district are developed as G+1 and G+2, while the western part is being developed as high end residences, especially the part near to the Western Ring Road. There are large commercial parcels along Prince Meshaal Ibn Abd Al Aziz Road which are not developed. It is our understanding that these commercial plots are mainly held freehold by the Royal Family and are very rarely transacted / developed. However, potentially, these plots may be used for commercial development increasing competition to the Property.  Royal Family residences are located in immediate proximity to the Property, while the Diplomatic Quarter is located 2.5 kilometres to the east of the Property.

Source: JLL

# 5.3 Property Description

Property Description	
Property Type	Retail
Age (years)	8
<b>Building Condition</b>	Good
Internal Condition	Good
No. of Floors	G+M
BUA (sq m)	9,147.63 (exc. walls)
GLA (sq m)	7,505
Description	The Property comprises a retail plaza known as Irqah Plaza. Construction of the building was completed in 2015.
	From the survey documents provided to us, we understand that the total BUA of the Property is 9,147.63 sq m. The Gross Leasable Area (GLA) of the Property is 7,505 sq m. The building has an "L" shaped layout, where the common areas are mainly located outside of the building.
	The Plaza is constructed on a land plot with a total area of 14,268.98 sq m and provided with uncovered ground parking for 177 car parking lots.
	The Plaza has one vehicular entrance and one exit facing Prince Meshaal ibn Abd Al Aziz Road. Loading areas are located along the western part of the building.
	The shopping centre includes a total of 17 retail units, with tenants including supermarket Tamimi, Starbucks, Whites Pharmacy, and Cinnabon. As per our inspection, we note construction works are underway for unit 1,2 of the Property
Source: III. / The Client	

Source: JLL / The Client

Legal

### 5.4.1 Tenure, Planning and Zoning

Property: SEDCO Capital REIT Assets

#### Summary

5.4

Description	
Title Deed No.	911610004836
Plot No. / Subdivision No.	Plot no. 22/2 subdivision #2216
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold
Title Deed Date	10/01/1444 (H) - 08/08/2022 (G)
Area, (sq m)	14,268.98
Source: The Client	

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

Planning / Building Permit	Details
Permit Number	1750
Permit Date	5/2/1435 (8 December 2013)
Owner:	Abdel Qader Al Mahdi And Sons Co. (Previous owner, we understand that the current owner is Saudi Economic and Development company for Real Estate Funds)
Title deed number	311906000231
Plot no.	2/22
Subdivision no.	2216
Title deed date	15/9/1436 (2 July 2015)
BUA, sq m	9,147.63 (exc. Fences)
Land Area, sq m	14,268.98
Source: The Client	

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all the information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

Building Specifications (provided in the building permit)

Туре	Usage	Area (sq m)
Mezzanine	Commercial	1,478.89
Ground Floor	Commercial	7,637.74
Electricity Room	Electricity	20
Fence		615
ATM Space	Commercial	11
Source: The Client		

### 5.4.2 Occupational Leases

We understand that the Property is multi-tenanted. As at the Valuation Date, the Property was 95% occupied, with only 3 units vacant. We have been provided with a tenancy schedule confirming the occupational leases and have relied on the information contained in the tenancy schedule provided to us for the purposes of this valuation.

Based on the information provided to us by the Client, we understand that as at the Valuation Date the total passing rent in the Property amounts to SAR 6,046,175 per annum.

From the documents provided to us, we understand that the following tenant is in in occupation under long-term lease with agreed rental escalations as follows:

Tenant	Rent Increase SAR, year	
Tamimi Markets CoTamimi	2025 Increase of SAR 184,175.	
	, 2030 SAR 193,383.41	
	Represents 5% every 5 years	

Source: The Client

### 5.4.3 Operating Costs

As per the information provided to us by the Client, the landlord is responsible for all OpEx costs of the Property which amounts to 10% of Rental Value, which equates to approximately SAR 66 per sq m of BUA per annum, which is in line with the markets retail developments of such specification. In addition, have received a signed addendum from the Client confirming the extension of the agreement.

#### 5.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF) technique.

#### **Market Rent**

We have been provided with a rent-roll for individual tenants. Therefore, we have analysed the current passing rents, which form the best evidence. We understand that the current rents within the Property are as follows:

Current	Rents
---------	-------

	Туре	Size, sq m	Rent (SAR per annum)	Rent (SAR per sq m)
acant	-	396	-	-
lnuqush alfarida	Shop	118	141,240	1,200.00
ofa Chocolate Est.	Shop	117	141,240	1,205.43
lite Food CateringCompany-The andwich Co.	Shop	118	165,448	1,405.68
aily foods trading CoMaestro Pizza	Shop	128	183,510	1,433.67
ood & Entertainment Co. Ltd.	Shop	119	143,000	1,200.37
L Ahlia Restaurant Co.	Shop	121	169,400	1,400
nnovative Union Co. Ltd.	Shop	122	147,436	1,207.50
harmacy beauty company second rade-Whites Pharmacy	Shop	320	405,708	1,267.88
l Jamil for trading EstAL Jamil optical	Shop	87	103,884	1,200.00
ulf Trading Holding Co. LTDAl Rifai	Shop	88	152,822	1,736.42
lagrabi Optical Co.	Shop	88	132,100	1,500.97
IG Insurance Co.	Shop	88	140,816	1,600
lshaya International Trading Co tarbucks	Shop	187	336,078	1,800
ТМ	Vacant	12	-	-
amimi Markets CoTamimi	Anchor	5,397	3,683,493	682.50
otal		7,097	6,046,175	
t of take of the take of take of the take of take	nuqush alfarida ofa Chocolate Est. ite Food CateringCompany-The andwich Co. aily foods trading CoMaestro Pizza ood & Entertainment Co. Ltd. Ahlia Restaurant Co. novative Union Co. Ltd. narmacy beauty company second ade-Whites Pharmacy Jamil for trading EstAL Jamil ptical ulf Trading Holding Co. LTDAl Rifai agrabi Optical Co. G Insurance Co. shaya International Trading Co carbucks TM amimi Markets CoTamimi	nuqush alfarida Shop ofa Chocolate Est. Shop ite Food CateringCompany-The andwich Co. aily foods trading CoMaestro Pizza Shop ood & Entertainment Co. Ltd. Shop ood & Entertainment Co. Ltd. Shop novative Union Co. Ltd. Shop narmacy beauty company second ade-Whites Pharmacy Jamil for trading EstAL Jamil Shop ptical ulf Trading Holding Co. LTDAl Rifai Shop agrabi Optical Co. Shop shaya International Trading Co shaya International Trading Co shaya International Trading Co amimi Markets CoTamimi Anchor	nuqush alfarida Shop 118 ofa Chocolate Est. Shop 117 ite Food CateringCompany-The Shop 118 andwich Co. aily foods trading CoMaestro Pizza Shop 128 ood & Entertainment Co. Ltd. Shop 119 L Ahlia Restaurant Co. Shop 121 novative Union Co. Ltd. Shop 122 narmacy beauty company second Shop 320 ade-Whites Pharmacy Jamil for trading EstAL Jamil Shop 87 ptical ulf Trading Holding Co. LTDAl Rifai Shop 88 agrabi Optical Co. Shop 88 IG Insurance Co. Shop 88 IG Insurance Co. Shop 187 rarbucks IM Vacant 12 amimi Markets CoTamimi Anchor 5,397	nuqush alfarida Shop 118 141,240 ofa Chocolate Est. Shop 117 141,240 ite Food CateringCompany-The andwich Co. aily foods trading CoMaestro Pizza Shop 128 183,510 ood & Entertainment Co. Ltd. Shop 119 143,000 a Ahlia Restaurant Co. Shop 121 169,400 novative Union Co. Ltd. Shop 122 147,436 narmacy beauty company second ade-Whites Pharmacy Jamil for trading EstAL Jamil Shop 87 103,884 ptical alf Trading Holding Co. LTDAl Rifai Shop 88 152,822 agrabi Optical Co. Shop 88 132,100 and G Insurance Co. Shop 88 140,816 shaya International Trading Co amimi Markets CoTamimi Anchor 5,397 3,683,493

Source: The Client

Based on the above we understand that the line retail units generally command a rental rate of SAR 1,200 – 1,800 per sq m. The anchor tenant is currently rented at SAR 682.50 per sq. m, which is in line with the market levels for such types of tenants.

We have had regard to different retail offerings in the market, covering good quality retail space and street retail units throughout Riyadh city. The below table provides an overview of the retail space considered and the rental rates attributed to each. The rents reflect rates attributed to line shops and F&B units.

No.	Development	Location	Development Type	GLA (sq m)	Average Rental Rate (SAR/sq m pa)	Occupancy
1	Riyadh Business Gate	Intersection of the Airport Road with Prince Mohammed bin Salman Road	Neighbourhood	3,700	1,300-1,800	99%
2	Olaya Towers	Intersection of Olaya Street with Prince Muhammad ibn Abdulaziz Road	Community	9,130	3,000–3,900	97%
3	Oud square	Diplomatic Quarter	Neighbourhood	3,230	1,500-2,000	70%-75%
4	Localizer Center	Al Olaya	Community	10,800	1,350-1,850	95%
5	Al Bujairi square	Diriyah	Neighbourhood	5,000	1,800-2,000	97%-100%
6	Al Kindi	Diplomatic Quarter	Neighbourhood	4,600	600-1,100	79%
7	Al Fazari	Diplomatic Quarter	Neighbourhood	6,300	850-1,400	60%
8	Elegant Center	Al- Malaz	Neighbourhood	6,500	750-1250	100%
9	60 Avenue	Salah Ad Din Al Ayyubi Rd.	Neighbourhood	6,000	1,500-2500	45%
10	The Esplanade	Hittin	Community	10,792	1,600-2,800	90%
11	Tal Plaza	Anas Ibn Malik (Al Malqa)	Neighbourhood	7,000	1,450-2,100	95-100%
12	U Walk	An Nakheel District	Neighbourhood	8,500	1,300-2,625	90%
13	Lumiere	Prince Turki Abdulaziz Alawwal Rd.	Community	12,000	2,200-3,000	90%

Source: JLL Research

The above rental rates are registered for units of small size in the assets listed above across various properties in Riyadh. The retail units in similar plazas tend to achieve rates in the range of SAR 1,400 – 1,900, which is matching the current rental profiles.

Considering the Property units area range between 87-396 sq m, we have applied a Market Rent of SAR 1,400 – 1,500 per sq m for the typical retail unit, and SAR 1,800 per sq m for the prominent units with better exposure.

The application of the rates above is shown below:

Suite No.	Area, sq m	Market Rent, SAR per sq m	Market Rent, SAR per annum
1,2	395.6	1,900	751,640
3	117.7	1,400	164,780
4	117.1	1,400	164,038
5	117.7	1,400	164,780
6	128.0	1,400	179,200

Suite No.	Area, sq m	Market Rent, SAR per sq m	Market Rent, SAR per annum
7	119.1	1,400	166,782
8	121.0	1,400	169,400
9	122.1	1,400	170,940
10,11	320.0	1,400	447,986
12	86.6	1,500	129,855
13	88.0	1,500	132,015
14	88.0	1,500	132,015
15	88.0	1,500	132,015
16,17	186.7	1,900	354,749
Supermarket - Anchor	5,397.1	700	3,777,942
Total	7,492.8		7,038,137
Source: J			

The resultant Market Rent for the Property is SAR 7,038,137 per annum. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cash flow onwards.

### Vacancy and CapEx allowance

For units 1 and 2, as per our inspection and information provided by the Client, there are refurbishment works being undertaken with the budget is of around SAR 750,000. The refurbishment works are expected to be completed during Q3 2023, and therefore, we have allowed for the budgeted costs and applied a void period of 6 months over which the capital expenditure is distributed evenly.

Furthermore, as provided by the Client, units 12 and 15 will be vacated by their tenants, and therefore, we have adopted void periods of 3 and 6 months respectively and assumed that the units will be rented out at the Market Rent after the void periods.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location, and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield. In valuing the asset, we have applied a Discount Rate of 9.25%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.50% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 79,267,000.

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary Table

	Irqah Plaza
Net Passing Rent (Year 1)	SAR 5,753,861 per annum
Net Passing Rent (Year 6)	SAR 6,429,475 per annum
Discount Rate	9.25%
Exit Yield	7.50%
Fair Value June 2023 Valuation	SAR 79,267,000
Projected First Year's Forward Yield	7.26%

Source: JLL

#### 5.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as at 30 June 2023 is:

#### SAR 79,267,000

(SEVENTY-NINE MILLION, TWO HUNDRED AND SIXTY-SEVEN THOUSAND SAUDI ARABIAN RIYALS)

### 5.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

77+	
Valuation Summary	
June 2023 (SAR)	79,267,000
December 2022 (SAR)	81,950,000
Difference in value, H1 2023 vs 2022	-3.27%
Comments	The derived value decreased by -3.27% when compared to the previous valuation due to the fact that units 1 and 2 were vacated by the previous tenant leading to the drop in rental income during the void period and capital expenditure incurred for the refurbishment of the units.

### 5.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item		Our Approach
a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

### 5.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

We note that this analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs noting that JLL was not appointed as a quantity surveyor and was not instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in the vicinity and have applied adjustment to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high level development costs for similar community/strip malls/plazas in the Kingdom and depreciated the said total cost over a period of 8 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	14,269	2,300	32,818,700
BUA	9,148		
Development Cost		3,500	32,018,000
Total (Plot + Structure)			64,836,700
Source: JLL			

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	914,800	
Depreciation	8		-7,318,400
Source: JLL			

Total DRC Considerations

Total Dive Considerations	
	Summary (SAR)
Plot	32,818,700
Development Cost	32,018,000
Total (Plot + Structure)	64,836,700
Depreciation	-7,318,400
Depreciated Replacement Cost	57,518,000

Source: JLL high level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

#### Al Manahij School, Riyadh 6

#### **Executive Summary** 6.1





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	15 June 2023
Location	Al Ghadir District, Riyadh, KSA
Property Type	Education
Tenure	Mortgaged (assumed Freehold) *
Land size (sq m)	9,200
BUA (sq m)	17,058 (excl. Fences)
Fair Value (SAR)	52,674,000

#### **Property Location** 6.2

#### **Macro Location**



#### Micro Location



Source: JLL / Google Earth

Source: JLL / The Client
\*Special Assumption of a good and marketable freehold title held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning	
Property	Al Manahij School
City	Riyadh
District	Al Ghadir District
No. of Street Frontage/s	4
North	At Tansiq Street
South	Nahr Al Nile Street
East	Wadi Al Qarn Street
West	Al Tamimi Street
Key Landmarks	Jarir Bookstore at approx. is 1.3 km to the south of the Property, Tala Mall is approx. 1 km to the south of the Property and Saco World is approx. 0.7 km to the south of the Property.
Surrounding Land Uses	The surrounding area is predominantly residential with commercial developments along King Abdulaziz Road.
Courses III	

Source: JLL

# 6.3 Property Description

Property Description	
Property Type	School
Age (years)	17
<b>Building Condition</b>	Good
Internal Condition	Good
No. of Floors	B+GF+1+2
BUA (sq m)	17,058 (exc. Fences)
Description	The school is constructed on a land plot with a total area of 9,200 sq m. As per the building permit provided to us, we understand that the total BUA of the Property is 17,058 sq m, comprising 6 buildings which form the Al Manahij School. Construction of the buildings was completed in 2006. The boys' school has three (3) GF+1+2 buildings, one for elementary and one for intermediate and one for high school grades. The girls' school has an identical layout for two (2) Buildings, Kindergarten is a separate building which consists of 3 floors (GF+1+2).  The school has one entrance for each building. There are 100 classrooms in total, while part of building number 5 is used by the management for administrative purposes. Most of the basements within the Property are allocated for educational/classroom uses. However, building 1 has two basements with the first one designated for educational uses, while the second comprises of an indoor pool, martial art training room, and an entertainment room. The school is equipped with ICT, biology, and chemistry labs, two labs (one for females and one for males), as well as a soccer field, for all grades. During our inspection, we noted that the building is equipped with firefighting systems throughout the school. We also noted that there are security cameras covering all of the buildings.

Source: JLL / The Client

## 6.4 Legal

# 6.4.1 Tenure, Planning, and Zoning

### Summary

~	
Description	
Title Deed No.	893759000187
Plot No. / Subdivision No.	No plot number / Subdivision #2726
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold - Mortgaged

Description	
Title Deed Date	02/09/1443 (H) - 03 April 2022 (G)
Land Size (sq m)	9,200

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected.

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on them for the purpose of this assignment.

Planning / Building Permit	Details
Permit Number	7618/1425
Permit Date	27/11/1425 (H) – 08/01/2005 (G)
Permit end date	3 years from the permit date
Owner	Mohammed Ali Saud Al Saqri (Previous owner, we understand that the current owner of the Property is Saudi Economic and Development company for Real Estate Funds)
Title deed number	14756/2
Plot no.	No number (allocated for education land) Block number 105
Subdivision no.	2726
Title deed date	30/08/1423 (H) - 05/11/2002 (G)
BUA (sq m)	17,058 sq m (excluding fences)

Source: The Client

Building Specifications (provided in the building permit)

Туре	Usage	Area (Sq M)
Basements	Education/Parking	4,670
Ground Floor (Boys & Girls)	Education	4,513
First Floor (Boys & Girls)	Education	4,235
Second Floor (Boys & Girls)	Education	3,640
Fences	Services	387
Total		17,445

Source: The Client

For the purposes of this valuation, we have assumed that the building complies with the current building regulations. Should this not be the case, our opinion of value could be affected.

We suggest that specialist investigations are undertaken by appropriately qualified consultants to confirm the same. We also advise the Client to secure the completion certificate in accordance with the 'as-built' floor plans.

#### 6.4.2 Occupational Leases

We have been provided with the Lease Agreement for the Property. We have presented the salient terms of the lease below:

Al Manahij School - block number 105 in Al Ghadir area / Riyadh		
Date:	Lease Agreement: 10/01/1439 (H) - 30/09/2017 (G)	
	Lease Start Date: 14/4/1439 (H) - 01/01/2018 (G)	
	Addendum Date: 27/9/1440 (H) - 30/06/2019 (G)	
Lessor:	Saudi Economic and Development company for Real Estate Funds	

Al Manahij School - block	number 105 in Al Ghadir area / Riyadh
Lessee:	Naba Educational Company
Term:	Fifteen (15) Gregorian years starting from 01/01/2018 G (14/04/1439 H) and is automatically renewed for another ten (10 years) under the same terms.
Property Area (sq m):	Land measuring 9,200 sq m inclusive of any structure built on it.
Maintenance:	The tenant is fully liable.
Utilities:	The tenant is fully liable.
Fit out:	We have assumed, in line with market practice, that the tenant was responsible for all fitout works.
Subletting:	Permissible if within the term of this contract.
Term:	25 years

Semi-Annual Rent:

Summary Ta	able		
Year	From	То	Rental Amount SAR
1	01/01/2018	30/06/2018	1,875,000
2	01/07/2018	31/12/2018	1,875,000
3	01/01/2019	30/06/2019	1,875,000
4	01/07/2019	31/03/2020	2,875,000
5	01/04/2020	30/09/2020	2,000,000
6	01/10/2020	31/03/2021	2,000,000
7	01/04/2021	30/09/2021	2,000,000
8	01/10/2021	31/03/2022	2,000,000
9	01/04/2022	30/09/2022	2,000,000
10	01/10/2022	31/03/2023	2,000,000
11	01/04/2023	30/09/2023	2,000,000
12	01/10/2023	31/03/2024	2,060,000
13	01/04/2024	30/09/2024	2,120,000
14	01/10/2024	31/03/2025	2,120,000
15	01/04/2025	30/09/2025	2.120.000
16	01/10/2025	31/03/2026	2,120,000
17	01/04/2026	30/09/2026	2,120,000
18	01/10/2026	31/03/2027	2,120,000
19	01/04/2027	30/09/2027	2,120,000
20	01/10/2027	31/03/2028	2,183,000
21	01/04/2028	30/09/2028	2,247,200
22	01/10/2028	31/03/2029	2,247,200
23	01/04/2029	30/09/2029	2,247,200
24	01/10/2029	31/03/2030	2,247,200
25	01/04/2030	30/09/2030	2,247,200
26	01/10/2030	31/03/2031	2,247,200
27	01/04/2031	30/09/2031	2,247,200
28	01/10/2031	31/03/2032	2,314,616
29	01/04/2032	30/09/2032	2,382,032
30	01/10/2032	31/03/2033	2,382,032
31	01/04/2033	30/09/2033	2,382,032
32	01/10/2033	31/03/2034	2,382,032
33	01/04/2034	30/09/2034	2,382,032
34	01/10/2034	31/03/2035	2,382,032
35	01/04/2035	30/09/2035	2,382,032
36	01/10/2035	31/03/2036	2,382,032
37	01/04/2036	30/09/2036	2,524,032

Al Manahij School - block n	umber 105 in A	l Ghadir area / Riyadh		
	Year	From	То	Rental Amount SAR
	38	01/10/2035	31/03/2036	2,382,032
	39	01/04/2036	30/09/2037	2,524,032
	40	01/10/2037	31/03/2038	2,524,032
	41	01/04/2038	30/09/2038	2,524,032
	42	01/10/2038	31/03/2039	2,524,032
	43	01/04/2039	30/09/2039	2,524,032
	44	01/10/2039	31/03/2040	2,524,032
	45	01/04/2040	30/09/2040	2,676,451
	46	01/10/2040	31/03/2041	2,676,451
	47	01/04/2041	30/09/2041	2,676,451
	48	01/10/2041	31/03/2042	2,676,451
	49	01/04/2042	30/09/2042	2,676,451
	50	01/10/2042	30/06/2043	4,014,677
Termination:		mination if the Lessee is i y such breach within sixt	2	

Source: The Client

As per the above lease, the current passing rent as of the Valuation Date is SAR 4,000,000 per annum. The lease includes escalations within the term and the remaining duration of 20 years till expiry as specified in the schedule above.

### 6.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all operational expenses' costs of the Property.

#### 6.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent (SAR 234 per sq m per annum of BUA) in terms of tenant affordability. Typically, when analysing affordable rental levels for schools it would be useful to analyse the recent annual income and expenditure budgets of the school operator, but we note that this information was not made available to us.

Moreover, based on the information provided by the Client, specifically lease agreements for the schools in the SEDCO Capital REIT Fund portfolio, current passing rates in these assets range between SAR 220 and SAR 400 per sq m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 234 per sq m of BUA falls within the aforementioned range.

We have had reference to current and historic KSA school rental comparables as outlined in the table below.

#	Comparable	City	BUA (sq m)	Base Rent (SAR pa)	Base Rent (SAR psm)
1	Trad. Private School	Riyadh	8,036	3,926,232	489
2	Trad. Private School	Riyadh	5,516	2,985,000	541
3	Trad. Private School	Riyadh	6,193	2,722,198	440
4	Trad. Private School	Riyadh	17,918	7,375,525	412
5	Trad. Private School	Riyadh	48,281	20,453,891	424
6	Trad. Private School	Riyadh	18,634	3,943,636	212
7	International School	Riyadh	37,000	10,000,000	271
8	International School	Riyadh	40,000	16,275,000	418
9	International School	Riyadh	38,600	19,100,000	494
10	International School	Riyadh	9,700	2,450,000	253
11	International School	Riyadh	48,000	14,000,000	292
12	International School	Riyadh	10,600	2,500,000	236
13	International School	Riyadh	24,000	8,000,000	333

Source: JLL Research

As shown in the table above, the rental evidence collected ranges from SAR 212 per sq m to SAR 541 per sq m based on various criteria such as location, size, and quality. Given that the Property is currently being let at SAR 234 per sq m, we are of the opinion that this forms the best evidence in order to arrive at our opinion of Market Rent and that the Property is in line with the market.

As stated above, in the absence of the operating P&L to prove the affordability of the rent to provide an indication of covenant strength, we have sought and had confirmation that there have been no rental defaults.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease term, location and market condition outlook. We have also had regard to

recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 9.00%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.75% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 52,674,000.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

	Al Manakii Cahaal	
	Al Manahij School	
Net Passing Rent (Year 1)	SAR 4,015,161 per annum	
Net Passing Rent (Year 6)	SAR 4,351,364 per annum	
Discount Rate	9.00%	
Exit Yield	7.75%	
Fair Value June 2023 Valuation	SAR 52,674,000	
Projected First Year's Forward Yield	7.62%	
-		

Source: JLL

#### 6.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as at 30 June 2023 is:

#### SAR 52,674,000

(FIFTY-TWO MILLION, SIX HUNDRED AND SEVENTY-FOUR THOUSAND SAUDI ARABIAN RIYALS)

### 6.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

Valuation Summary	
June 2023 (SAR)	52,674,000
December 2022 (SAR)	52,030,000
Difference in value, H1 2023 vs 2022	1.24%
Comments	The derived value increased by 1.24% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the increase in the lease profile.

#### 6.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item		Our Approach
a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorized within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

### 6.9 High-level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Riyadh and have applied adjustments to reflect the size differences, location, negotiation factors, and characteristics of the Property. Additionally, we have considered high-level development costs for schools/educational centers in the Kingdom and depreciated the said total cost over a period of 17 years (age of the Property).

**Total Replacement Costs** 

'	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	9,200	3,400	31,280,000
BUA	17,058		
Total Development Cost	17,058	4,500	76,761,000
Total (Plot + Structure)			108,041,000

Source: JLL

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	45	1,705,800	
Depreciation	17		-28,998,600

Source: JLL

#### **Total DRC Considerations**

	Summary (SAR)
Plot	31,280,000
Development Cost	76,761,000
Total (Plot + Structure)	108,041,000
Depreciation	-28,998,600
Depreciated Replacement Cost	79,050,000

Source: JLL high-level research and indicative analysis.

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

The depreciated replacement cost provides a value higher than the Property's Fair Value based on Income Approach, as the rental levels are affordable and therefore provide a relatively low Fair Value.

The higher depreciated replacement cost can be explained by over specific features which require significant construction costs for schools, where the income expectations are not sufficient to cover the costs. We therefore expect an economic depreciation to be integrated to the aforementioned DRC in order to decrease this discrepancy.

# 7 Dar Al Baraa School, Riyadh

# 7.1 Executive Summary





Source: JLL Inspection 2023

15 June 2023
Al Narjis District, Riyadh, KSA
Education
Freehold
15,385.2
33,429 (excl. fences)
161,372,000

Source: JLL / The Client

# 7.2 Property Location

### **Macro Location**





### **Micro Location**



Property Positioning	
Property	Dar Al Bara'ah School
City	Riyadh
District	Al Narjis District
No. of Street Frontage/s	4
North	Unnamed Street
South	Al Sunbulah Street
East	No. 507 Street
West	Al Seham Street
Key Landmarks	Princess Norah Bin Abdurrahman University is approx. 5 km to the east of the Property, Riyadh Passengers Railway Station (SAR) is approx. 10 km to the east of the Property and Imam University is approx. 5 km to the south of the Property.
Surrounding Land Uses	The surrounding area is predominantly residential with commercial developments along King Salman Road. We observed that the area has a significant number of undeveloped land plots.
Source: JLL	

# 7.3 Property Description

Property Description	
Property Type	School
Age (years)	7
<b>Building Condition</b>	Good
Internal Condition	Good
No. of Floors	B+GF+1+2
BUA (sq m)	33,429 (excluding fences)
Description	The school is constructed on a land plot with a total area of 15,385.2 sq m. As per the building permit provided to us, we understand that the total BUA of the Property is 33,429 sq. m, comprising 6 buildings which form the Dar Al Bara'ah School. Construction of the buildings was completed in 2016. The boys' school has three (3) buildings with three (3) floors in each building, one for elementary and one for intermediate and one for high school grades. The girls' school has an identical layout with three (3) buildings, although the first building includes a section for kindergarten. The kindergarten section is built over two (2) floors (GF+1).  The school has one entrance for each building. There are a total of approximately 150 classrooms within the Property as a whole. Part of Building 3 is used by the management for administrative purposes.  Most of the basements within the Property are allocated for educational/classroom uses. However, the basement floor in Building 3 comprises a parking area for employees. The school is equipped with ICT, biology, robots, computer, language, mathematics and chemistry labs (for males and females), libraries, as well as five soccer fields and a multipurpose hall room for all grades. During our inspection, we noted that the building is equipped with firefighting systems throughout the school. We also noted that there are security cameras covering all the buildings.

Source: JLL / The Client

### Property: SEDCO Capital REIT Assets

### 7.4 Legal

### 7.4.1 Tenure, Planning and Zoning

#### Summary

<del>• • • • • • • • • • • • • • • • • • • </del>	
Description	
Title Deed No.	310122049151
Plot No. / Subdivision No.	3416/ Subdivision #2737
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold
Title Deed Date	23/10/1443 (H) - 24 May 2022 (G)
Land Size (sq. m)	15,385.2

Source: The Client

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests, and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

Planning / Building Permit	Details
Permit Number	1435/20257
Permit Date	23/11/1435 (H) – 18/09/2014 (G)
Owner	Al Museif Company for Teaching (Previous owner, we understand that the current owner is Saudi Economic and Development Company for Real Estate Funds)
Title deed number	910114030378
Plot no.	3416
Subdivision no.	2737
Title deed date	02/08/1436 (H) – 20/05/2015 (G)
BUA (sq. m)	33,429 (excl. fences)

Source: The Client

Building Specifications (provided in the building permit)

Туре	Usage	Area (Sq M)
Basements	Education/Parking	10,981
Ground Floor (Boys & Girls)	Ground Floor (Boys & Girls) Education	
First Floor (Boys & Girls)	Education	9,035
Electric Room	Electric Room	150
Second Floor (Boys & Girls)	Education	4,228
Fences	Services	636.80
Total		33,429

Source: The Client

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

We suggest that specialist investigations are undertaken by appropriately qualified consultants to confirm the same. We also advise the Client to secure the completion certificate in accordance with the 'as-built' floor plans.

# 7.4.2 Occupational Leases

We have been provided with the Lease Agreement for the Property. We have presented the salient terms of the lease below:

Dar Al Bara'ah School – plo				(2)		
Date:	437 (H) - 20/07/2016 (G					
	Related First Amendment: 16/10/1437 (H) - 21/07/2016 (G)					
		Related Second Amendment: 17/10/1437 (H) - 22/07/2016 (G)				
	Related Third Amendment: 18/10/1437 (H) - 23/07/2016 (G) Related Fourth Amendment: 19/10/1437 (H) - 24/07/2016 (G)					
Lessor:			lopment company for	real estate funds		
Lessee:		eif Company for Tea				
Term:	addend	dums signed by bot		6 (G) - 15/10/1437 (H), with four e duration of the lease agreement fo s.		
Property Area (sq m):			q m inclusive of any s			
Maintenance:		nant is fully liable.				
Utilities:		nant is fully liable.				
		-	Cold Cold			
Subletting:			erm of this contract.			
Term:	25 year	'S				
Annual Rent:	Sum	mary Table				
	Year	Date An	nual Rent (SAR)			
	1	19/07/2017	9,625,000			
	2	19/07/2018	10,500,000			
	3	19/07/2019	10,500,000			
	4	19/07/2020	11,287,500			
	5	19/07/2021	11,287,500			
	6	19/07/2022	11,287,500			
	7	19/07/2023	12,134,063			
	8	19/07/2024	12,134,063			
	9	19/07/2025	12,134,063			
	10	19/07/2026	13,044,117			
	11	19/07/2027	13,044,117			
	12	19/07/2028	13,044,117			
	13	19/07/2029	14,022,426			
	14	19/07/2030	14,022,426			
	15	19/07/2031	14,022,426			
	16	19/07/2032	15,074,108			
	17	19/07/2033	15,074,108			
	18	19/07/2034	15,074,108			
	19	19/07/2035	16,204,666			
	20	19/07/2036	16,204,666			
	21	19/07/2037	16,204,666			
	22	19/07/2038	17,420,016			
	23	19/07/2039	17,420,016			
	24	19/07/2040	17,420,016			
	25	19/07/2041	18,726,517			
Termination:	Subject	t to termination if t	ne Lessee is in breach	of its obligations under the Lease		
	and fai	ls to remedy such b	reach within sixty (30)	) days of notice from the Lessor.		

Source: The Client

As per the above lease, the current passing rent as of the Valuation Date is SAR 12,134,063 The lease includes escalations within the term, as specified in the schedule above and corresponding to a 7.5% increase every 3 years, and the remaining duration of 19 years till expiry.

#### 7.4.3 Operating Costs

As per the lease agreement, the tenant is responsible all operational expenses for the Property.

#### 7.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent (SAR 363 per sq m per annum of BUA) in terms of tenant affordability. Typically, when analysing affordable rental levels for schools it would be useful to analyse the recent annual income and expenditure budgets of the school operator, but we note that this information was not made available to us.

Moreover, based on the information provided by the Client, specifically lease agreements for the schools in SEDCO portfolio, current passing rates in these assets range between SAR 220 and SAR 400 per sq m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 363 per sq m falls within the aforementioned range.

We have had reference to current and historic KSA school rental comparables as outlined in the table below.

#	Comparable	City	BUA (sq m)	Base Rent (SAR pa)	Base Rent (SAR psm)
1	Trad. Private School	Riyadh	8,036	3,926,232	489
2	Trad. Private School	Riyadh	5,516	2,985,000	541
3	Trad. Private School	Riyadh	6,193	2,722,198	440
4	Trad. Private School	Riyadh	17,918	7,375,525	412
5	Trad. Private School	Riyadh	48,281	20,453,891	424
6	Trad. Private School	Riyadh	18,634	3,943,636	212
7	International School	Riyadh	37,000	10,000,000	271
8	International School	Riyadh	40,000	16,275,000	418
9	International School	Riyadh	38,600	19,100,000	494
10	International School	Riyadh	9,700	2,450,000	253
11	International School	Riyadh	48,000	14,000,000	292
12	International School	Riyadh	10,600	2,500,000	236
13	International School	Riyadh	24,000	8,000,000	333

Source: JLL Research

As shown in the table above, the rental evidence collected ranges from SAR 212 per sq m to SAR 541 per sq m based on various criteria such as location, size, and quality. Given that the Property is currently being let at SAR 363 per sq m, we are of the opinion that this forms the best evidence in order to arrive at our opinion of Market Rent and that the Property is in line with the market.

As stated above, in the absence of the operating P&L to prove the affordability of the rent to provide an indication of covenant strength, we have sought and had confirmation that there have been no rental defaults.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease term, location, and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 9.75%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.75% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 161,372,000.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

The state of the s	Dar Al Bara'ah School	
Mat Paralina Parat (Variat)		
Net Passing Rent (Year 1)	SAR 12,134,063 per annum	
Net Passing Rent (Year 6)	SAR 13,972,458 per annum	
Discount Rate	9.75%	
Exit Yield	7.75%	
Fair Value June 2023 Valuation	SAR 161,372,000	
Projected First Year's Forward Yield	7.51%	
Source: JLL		

#### 7.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as at 30 June 2023 is:

SAR 161,372,000

(ONE HUNDRED AND SIXTY-ONE MILLION, THREE HUNDRED AND SEVENTY-TWO THOUSAND SAUDI ARABIAN RIYALS)

### 7.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

),,	4.14 = 4.24 .44 = 4.44.1.144. = 4.41
Valuation Summary	
June 2023 (SAR)	161,372,000
December 2022 (SAR)	157,063,492
Difference in value, H1 2023 vs 2022	2.74%
Comments	The derived value increased by 2.74% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the increase in the lease profile.

## 7.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorized.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorized within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

### 7.9 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Riyadh and have applied adjustments to reflect the size differences, location, negotiation factors, and characteristics of the Property. Additionally, we have considered high-level development costs for schools/educational centres in the Kingdom and depreciated the said total cost over a period of 7 years (age of the Property).

**Total Replacement Costs** 

,	Area (sq m)	SAR/sq m	Rounded Summary (SAR)
Plot	15,385.2	2,800	43,402,322
BUA	33,429		
Total Development Cost	33,429	4,500	150,430,500
Total (Plot + Structure)			193,832,822

Source: JLL

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	45	3,342,900	
Depreciation	7		-23,400,300

Source: JLL

**Total DRC Considerations** 

	Summary (SAR)
Plot	43,402,322
Development Cost	150,430,500
Total (Plot + Structure)	193,832,822
Depreciation	-23,400,300
Depreciated Replacement Cost	170,440,000

Source: JLL high level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

The depreciated replacement cost provides a value higher than the Property's Fair Value based on Income Approach, as the rental levels are affordable and therefore provide a relatively low Fair Value. The higher depreciated replacement cost can be explained by over specific features which require significant construction costs for schools, where the income expectations are not sufficient to cover the costs. We therefore expect an economic depreciation to be integrated to the aforementioned DRC in order to decrease this discrepancy.

# 8 Olaya School, Riyadh

## 8.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	15 June 2023
Location	Al Mursalat District, Riyadh, KSA
Property Type	School
Tenure	Freehold
Land size (sq m)	10,500
BUA (sq m)	12,314
Fair Value (SAR)	65,317,000

#### Source: JLL / The Client

## 8.2 Property Location

### **Macro Location**



Source: JLL / Google Earth

### Micro Location



Property Positioning	
Property	Al Olaya School
City	Riyadh
District	Al Mursalat District
No. of Street Frontage/s	4
North	Abdulaziz Aba Hussain Street
South	Az Zarah Street
East	Saad Al Dousi Street
West	Al Ghasq Street
Key Landmarks	Ministry of Labour is approximately 0.6 km to the north of the Property, Hayat Mall is approximately 0.5 km to the west of the Property and Sahara Mall is approximately 0.3 km to the west of the Property.
Surrounding Land Uses	The surrounding area is predominantly residential with commercial developments along King Abdulaziz Road.
Course III	

Source: JLL

## 8.3 Property Description

Property Description	
Property Type	School
Age (years)	23
Building Condition	Good
Internal Condition	Good
No. of Floors	GF+1+2
BUA (sq m)	12,314
Description	The Property comprises five (5) buildings, which form part of the Al Olaya Private School. Construction of the building was completed in 2000. The boys' school has two (2) buildings with three (3) floors in each building - one floor for elementary, one floor for middle, and one floor for high school grades.  The girls' school has an identical layout.  kindergarten is a separate building that consists of two (2) floors (GF + 1).  As per the building permit that was provided to us, we understand that the total BUA of the Property is 12,314 sq. m. The school is constructed on a land plot with a total area of 10,500 sq. m.  The school has one entrance for each building. For each building of the elementary, middle, and high school grades, there are 12 classrooms on both the first and second floors, while the ground floor is used by the management for administrative purposes. The school is equipped with ICT, biology, and chemistry labs, as well as two soccer fields, one for elementary and one for intermediate and high school grades. During our inspection, we noted that the building is equipped with fire-fighting systems throughout the school.

Source: JLL / The Client

## 8.4 Legal

## 8.4.1 Tenure, Planning and Zoning

Summary

Description	
Title Deed No.	310124045246
Plot No. / Subdivision No.	Plot no. (no number) subdivision #2128
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold

Description	
Title Deed Date	16/01/1444 (H) – 14/08/2022 (G)
Land Size (sq. m)	10,500

Source: The Client

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

Planning / Building Permit	Details
Permit Number	27/6/2/1725
Permit Date	12/07/1421 (H) - 09/10/2000 (G)
Permit end date	3 years from the permit date
Owner	Mohammed Abdurrahman (Previous owner, we understand that the current owner is Saudi Economic and Development Company for Real Estate Funds)
Title deed number	993/3
Plot no.	No number (allocated for education land) north of plots 637 & 638
Subdivision no.	2128
Title deed date	18/05/1408 (H) – 08/01/1988 (G)
BUA (sq m)	12,314

Source: The Client

Building Specifications (provided in the building permit)

Туре	Use	Area (sq m)	Area (sq m)
Ground Floor (Boys & Girls)	Education	4 X 521	2,084
Ground Floor (KG)	Education	625	625
First Floor (Boys & Girls)	Education	4 x 1,111	4,444
First Floor (KG)	Education	717	717
Second Floor (Boys & Girls)	Education	4 x 1,111	4,444
Total		12,314	12,314

Source: The Client

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

We suggest that specialist investigations are undertaken by appropriately qualified consultants to confirm the same. We also advise the Client to secure the completion certificate in accordance with the 'as-built' floor plans.

## 8.4.2 Occupational Leases

We have been provided with the Lease Agreement by the Client. We have presented the salient terms of the lease below:

Lease Agreement for Al Olay	ya Private Schools in Al Mursalat area / Riyadh.
Date:	23/07/1436 (H) - 12/05/2015 (G)
Lessor:	Saudi Economic and Development company for Real Estate Funds
Lessee:	Tadrees Holding Company
Term:	Eighteen (18) Gregorian years starting from 23/07/1436 (H) - 12/05/2015 (G)
Property Area (sq m):	Land measuring 10,500 sq. m inclusive of any structure built on it.
Maintenance:	The tenant is fully liable.
Utilities:	The tenant is fully liable.

Subletting:	Permissible	if within the term of	this contract.	
Term:	18 years			
Annual Rent:	Summar	y Table		
	Year	Date	Annual Rent (SAR)	
	1	12/05/2015	4,000,000	
	2	12/05/2016	4,000,000	
	3	12/05/2017	4,000,000	
	4	12/05/2018	4,360,000	
	5	12/05/2019	4,360,000	
	6	12/05/2020	4,360,000	
	7	12/05/2021	4,752,400	
	8	12/05/2022	4,752,400	
	9	12/05/2023	4,752,400	
	10	12/05/2024	5,180,116	
	11	12/05/2025	5,180,116	
	12	12/05/2026	5,180,116	
	13	12/05/2027	5,646,326	
	14	12/05/2028	5,646,326	
	15	12/05/2029	5,646,326	
	16	12/05/2030	6,154,496	
	17	12/05/2031	6,154,496	
	18	12/05/2032	6,154,496	
Termination:			see is in breach of its ob within thirty (30) days o	

Source: The Client / JLL Summary

As per the above lease, the current passing rent as of the Valuation Date is SAR 4,752,400. The head lease includes escalations within the term and the remaining duration of approximately 10 years till expiry as per the schedule specified above reflecting 9% every 3 years.

#### 8.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all operational expenses for the Property.

#### 8.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilizing a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the currently payable rent and signed lease. This indicates the sustainability of the contracted rent (SAR 386 per sq m per annum) in terms of tenant affordability. Typically, when analysing affordable rental levels for schools it would be useful to analyse the recent

annual income and expenditure budgets of the school operator, but we note that this information was not made available to us.

Moreover, based on the information provided by the Client, specifically lease agreements for the schools in SEDCO portfolio, current passing rates in these assets range between SAR 220 and SAR 400 per sq m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of circa SAR 386 per sq. m of BUA per annum falls within the aforementioned range.

We have had reference to current and historic KSA school rental comparables as outlined in the table below.

#	Comparable	City	BUA (sq m)	Base Rent (SAR pa)	Base Rent (SAR psm)
1	Trad. Private School	Riyadh	8,036	3,926,232	489
2	Trad. Private School	Riyadh	5,516	2,985,000	541
3	Trad. Private School	Riyadh	6,193	2,722,198	440
4	Trad. Private School	Riyadh	17,918	7,375,525	412
5	Trad. Private School	Riyadh	48,281	20,453,891	424
6	Trad. Private School	Riyadh	18,634	3,943,636	212
7	International School	Riyadh	37,000	10,000,000	271
8	International School	Riyadh	40,000	16,275,000	418
9	International School	Riyadh	38,600	19,100,000	494
10	International School	Riyadh	9,700	2,450,000	253
11	International School	Riyadh	48,000	14,000,000	292
12	International School	Riyadh	10,600	2,500,000	236
13	International School	Riyadh	24,000	8,000,000	333

Source: JLL Research

As shown in the table above, the rental evidence collected ranges from SAR 212 per sq m to SAR 541 per sq m based on various criteria such as location, size, and quality. Given that the Property is currently being let at SAR 386 per sq m, we are of the opinion that this forms the best evidence in order to arrive at our opinion of Market Rent and that the Property is in line with the market.

As stated above, in the absence of the operating P&L to prove the affordability of the rent to provide an indication of covenant strength, we have sought and had confirmation that there have been no rental defaults.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease term, location, and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 9.75%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.75% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 65,317,000.

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary Table

variation summary rable		
	Al Olaya School	
Net Passing Rent (Year 1)	SAR 4,752,400 per annum	
Net Passing Rent (Year 6)	SAR 5,646,326 per annum	
Discount Rate	9.75%	
Exit Yield	7.75%	
Fair Value June 2023 Valuation	SAR 65,317,000	
Projected First Year's Forward Yield	7.27%	

Source: JLL

#### 8.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as at 30 June 2023 is:

#### SAR 65,317,000

(SIXTY-FIVE MILLION, THREE HUNDRED AND SEVENTEEN THOUSAND SAUDI ARABIAN RIYALS)

### 8.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

Valuation Summary	
June 2023 (SAR)	65,317,000
December 2022 (SAR)	63,740,000
Difference in value, H1 2023 vs 2022	2.47%
Comments	The derived value increased by 2.47% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the escalation within the lease profile.

### 8.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item		Our Approach
a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

## 8.9 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Riyadh and have applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for schools/educational centres in the Kingdom and depreciated the said total cost over a period of 23 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	10,500	3,450	36,224,344
BUA	12,314		
Development Cost	12,314	4,500	55,413,000
Total (Plot + Structure)			91,637,344
Source: JLL			

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	45	1,231,400	
Depreciation	23		-28,322,200
Source: JLL			

**Total DRC Considerations** 

	Summary (SAR)
Plot	36,224,344
Development Cost	55,413,000
Total (Plot + Structure)	91,637,344
Depreciation	-28,322,200
Depreciated Replacement Cost	63,320,000

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 9 Amjad Qortuba School, Riyadh

## 9.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	18 June 2023
Location	Qurtubah District, Riyadh, KSA
Property Type	School
Tenure	Mortgaged (assumed Freehold) *
Land size (sq. m)	14,300
BUA (sq. m)	34,231 (excl. Fences)
Fair Value (SAR)	108,230,000

Source: JLL / The Client

## 9.2 Property Location

### **Macro Location**



Source: JLL / Google Earth

#### **Micro Location**



<sup>\*</sup>Special Assumption of a good and marketable freehold title held free from any mortgages, charges, encumbrances, and third-party interests and transferrable to foreign owners/entities.

Property Positioning	
Property	Amjad Qurtubah School, Riyadh, KSA
City	Riyadh
District	Qurtubah District
No. of Street Frontage/s	4
North	Rimadah Street
South	Rayah Street
East	Abdullah Ibn Markhan Street
West	Tarfa Street
Key Landmarks	Princess Nourah bint Abdulrahman University is approx. 5 km to the north of the Property, Riyadh Passengers Railway Station (SAR) is approx. 6 km to the north of the Property and Imam University is approx. 4 km to the northwest of the Property.
Surrounding Land Uses	The surrounding area is predominantly residential with supporting commercial uses.

Source: JLL

## 9.3 Property Description

Property Description	
Property Type	School
Age (years)	11
Building Condition	Good
Internal Condition	Good
No. of Floors	G+1+2
BUA (sq. m)	34,231 (excl. Fences)
Description	The Property is constructed on a 14,300 sq. m land plot with a BUA of 34,231 sq. m and comprises 6 buildings that form Amjad School. Construction of the buildings was completed in October 2012. The boys' school has 3 buildings, for elementary, Middle, and high school grades. The girls' school has an identical layout. although the kindergarten building occupies 2 floors $(G+1)$ of the girls' Middle School building. The school has one entrance for each building. We understand that the school comprises 182 classrooms in total. Building No. 2 contains management offices. The basements in the buildings are generally designated for entertainment purposes, workshops, and classes. Building No. 1 has a basement that comprises an indoor pool as well as classrooms. Building No. 2 has a basement that comprises underground parking. The school is equipped with ICT, biology, and chemistry labs, as well as four soccer fields, one for elementary and one for middle and high school grades (boys and girls). During our inspection, we noted that the building is equipped with firefighting systems throughout the school. We have also noted that there are security cameras covering mostly all the buildings.

Source: JLL / The Client

## 9.4 Legal

## 9.4.1 Tenure, Planning and Zoning

Summary

· · · · · · · · · · · · · · · · · · ·	
Description	
Title Deed No.	310122049152
Plot No. / Subdivision No.	Plot no. 485 - 504 subdivision #1822
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold - Mortgaged
Title Deed Date	23/10/1443 (H) – 24/05/2022 (G)
Land Size (sq. m)	14,300
Communication of Communication	

Source: The Client

We have valued the Property under the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests, and the like. Should this not be the case, our opinion of value could be affected.

Planning / Building Permit	Details
Permit Number	1432/11017
Permit Date	15/06/1432 (H) - 18/05/2011 (G)
Permit end date	3 years from the permit date
Owner	Amjad Qurtubah Private Schools Previous owner, we understand that the current owner of the Property is Saudi Economic and Development Company for Real Estate Funds)
Title deed number	910115020155
Plot no.	485 to 504 (allocated for educational use)
Subdivision no.	1822
Title deed date	08/02/1432 (H) – 12/01/2011 (G)
BUA (sq m)	34,231 (excl. fences)

Source: The Client

Building Specifications (provided in the building permit)

Туре	Usage	Number of Units	Area / BUA (sq.m)
Ground Floor (Boys & Girls)	Education	6	6,881
First Floor (Boys & Girls)	Education	6	7,625
Second Floor (Boys & Girls)	Education	6	6,974
Basements	Education/Parking	0	10,864
Electric Room	Electric	0	20
Top Supplements	Education	3	1,867
Fences		1	606
Total			34,837
Total (excl. Fences)			34,231

Source: The Client

For the purposes of this valuation, we have assumed that the building complies with the current building regulations. Should this not be the case, our opinion of value could be affected.

We suggest that specialist investigations are undertaken by appropriately qualified consultants to confirm the same. We also advise the Client to secure the completion certificate in accordance with the 'as-built' floor plans.

## 9.4.2 Occupational Leases

We have been provided with the Lease Agreement for the Property. We have presented the salient terms of the lease below:

Date:	Lease Agreement: 04/05/1438 (H) - 01/02/2017 (G).
	Related First Amendment: 27/10/1440 (H) - 30/06/2019 (G).
	Related Second Amendment: 12/07/1443 (H) - 13/02/2022 (G).
Lessor:	Saudi Economic and Development Company for Real Estate Funds
Lessee:	Amjad Qurtubah for Educational Services
Term:	Fifteen (15) Gregorian years starting from 01/02/2017 G - 04/05/1438 (H) and is automatically renewed for another ten (10 years) under the same terms.
Property Area (sq m):	Land measuring 14,300 sq m inclusive of any structure built on it.
Maintenance:	The tenant is fully liable.
Utilities:	The tenant is fully liable.

Amjad Qurtubah School - Pl			· · · · · · · · · · · · · · · · · · ·	
Fit out:	We have assumed, in line with market practice, that the tenant was responsible for all fit-out works.			
Subletting:	Permiss	sible if within t	he term of this contra	ict.
Term:	25 years	s		
Rent Payment Date:	Summary Table			
	Year	Date	Annual Rent (SAR)	
	1	01/2/2017	7,194,380	
	2	01/2/2018	7,554,098	
	3	01/2/2019	9,319,869	
	4	01/4/2020	8,328,394	
	5	01/4/2021	8,328,394	
	6	01/4/2022	8,328,394	
	7	01/4/2023	8,328,394	
	8	01/4/2024	8,427,542	
	9	01/4/2025	8,923,280	
	10	01/4/2026	8,923,280	
	11	01/4/2027	8,923,280	
	12	01/4/2028	8,923,280	
	13	01/4/2029	9,029,509	
	14	01/4/2030	9,560,656	
	15	01/4/2031	9,560,656	
	16	01/4/2032	9,560,656	
	17	01/4/2033	9,560,656	
	18	01/4/2034	9,674,473	
	19	01/4/2035	10,243,560	
	20	01/4/2036	10,243,560	
	21	01/4/2037	10,243,560	
	22	01/4/2038	10,243,560	
	23	01/4/2039	10,365,507	
	24	01/4/2040	10,975,244	
	25	01/4/2041	10,975,244	
Termination:			n if the Lessee is in br ich breach within sixt	

Source: The Client

As per the above lease, the current passing rent as at the Valuation Date is SAR 8,328,394. The head lease includes escalations within the term and the remaining duration of 19 years till expiry as specified in the schedule above.

## 9.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all operational expenses and maintenance and cost of the Property.

#### 9.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilizing a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent circa (SAR 243 per sq. m of BUA per annum) in terms of tenant affordability. Typically, when analyzing affordable rental levels for schools it would be useful to analyse the recent annual income and expenditure budgets of the school operator, but we note that this information was not made available to us.

Moreover, based on the information provided by the Client, specifically lease agreements for the schools in the SEDCO Capital REIT Fund portfolio, current passing rates in these assets range between SAR 220 and SAR 400 per sq. m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 243 per sq. m falls within the aforementioned range.

We have had reference to current and historic KSA school rental comparables as outlined in the table below.

#	Comparable	City	BUA (sq m)	Base Rent (SAR pa)	Base Rent (SAR psm)
1	Trad. Private School	Riyadh	8,036	3,926,232	489
2	Trad. Private School	Riyadh	5,516	2,985,000	541
3	Trad. Private School	Riyadh	6,193	2,722,198	440
4	Trad. Private School	Riyadh	17,918	7,375,525	412
5	Trad. Private School	Riyadh	48,281	20,453,891	424
6	Trad. Private School	Riyadh	18,634	3,943,636	212
7	International School	Riyadh	37,000	10,000,000	271
8	International School	Riyadh	40,000	16,275,000	418
9	International School	Riyadh	38,600	19,100,000	494
10	International School	Riyadh	9,700	2,450,000	253
11	International School	Riyadh	48,000	14,000,000	292
12	International School	Riyadh	10,600	2,500,000	236
13	International School	Riyadh	24,000	8,000,000	333

Source: JLL Research

As shown in the table above, the rental evidence collected ranges from SAR 212 per sq m to SAR 541 per sq m based on various criteria such as location, size, and quality. Given that the Property is currently being let at SAR 243 per sq. m, we are of the opinion that this forms the best evidence to arrive at our opinion of Market Rent and that the Property is in line with the market.

As stated above, in the absence of the operating P&L to prove the affordability of the rent to provide an indication of covenant strength, we have sought and had confirmation that there have been no rental defaults.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease term, location, and market condition outlook. We have also had regard to

recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 9.00%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.75% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 108,230,000.

We have summarized our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

	Amjad Qurtubah School	
Net Passing Rent (Year 1)	SAR 8,328,394 per annum	
Net Passing Rent (Year 6)	SAR 8,923,280 per annum	
IRR/Discount Rate	9.00%	
Exit Yield	7.75%	
Fair Value June 2023 Valuation	SAR 108,230,000	
Projected First Year's Forward Yield	7.69%	

Source: JLL

#### 9.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

SAR 108,230,000

(ONE HUNDRED AND EIGHT MILLION, TWO HUNDRED AND THIRTY THOUSAND SAUDI ARABIAN RIYALS)

## 9.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

Valuation Summary	
June 2023 (SAR)	108,230,000
December 2022 (SAR)	108,010,000
Difference in value, H1 2023 vs 2022	0.20%
Comments	The derived value increased by 0.20% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the escalations within the lease profile

### 9.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

la aus	Our topped ab
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	Our Approach In this case, the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

## 9.9 High-level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and conditions prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Riyadh and have applied adjustments to reflect the size differences, location, negotiation factors, and characteristics of the Property. Additionally, we have considered high-level development costs for schools/educational centers in the Kingdom and depreciated the said total cost over a period of 11 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	14,300	2,300	32,890,000
BUA	34,231		
Development Cost	34,231	4,500	154,039,500
Total (Plot + Structure)			187,507,077

Source: JLL

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	45	3,423,100	
Depreciation	11		-37,654,100

Source: JLL

#### **Total DRC Considerations**

	Summary (SAR)
Plot	32,890,000
Development Cost	154,039,500
Total (Plot + Structure)	187,507,077
Depreciation	-37,654,100
Depreciated Replacement Cost (Rounded)	149,280,000

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

The depreciated replacement cost provides a value higher than the Property's Fair Value based on Income Approach, as the rental levels are affordable and therefore provide a relatively low Fair Value.

The higher depreciated replacement cost can be explained by over specific features which require significant construction costs for schools, where the income expectations are not sufficient to cover the costs. We, therefore, expect an economic depreciation to be integrated into the aforementioned DRC in order to decrease this discrepancy.

# 10 Public Prosecution Building, Jeddah

## 10.1 Executive Summary





Source: JLL Inspection 2022 and 2023

Executive Summary	
Inspection Date	13 June 2023
Location	Ar Rayaan District, Jeddah, KSA
Property Type	Office
Tenure	Freehold
Land size (sq m)	4,767.25
BUA (sq m)	19,342.10
Fair Value (SAR)	53,900,000

Source: JLL / the Client

## 10.2 Property Location

## **Macro Location**



Source: JLL / Google Earth

### Micro Location



	Public Prosecution Building
	Jeddah
	Ar Rayaan District
	4
North	Unnamed Street
South	Unnamed Street
East	Unnamed Street
West	Al Rahmaniah Street
	Al Farabi College at approx. 0.8 km., Equestrian Facility at approx. 2.5 km and King Abdulaziz Airport at approx. 5 km.
	The surrounding area is predominantly residential, consisting of G+1 developments. G+4 commercial and residential / commercial buildings are located along the main roads of the district, mainly along Harameen Road and its service roads.  The immediate surroundings of the Property also include several commercial / residential buildings under construction and operational buildings, among which are the courthouse and Al Farabi College. There are also a number of vacant land plots.  Al Farabi College is located 800 m south of the Property and is deemed one of the main demand generators of the area. King Abdulaziz Airport is located 5 km west of the Property, and King Abdullah Stadium is located 11.5 km north of the Property.
	South East

Source: JLL

## 10.3 Property Description

Property Description	
Property Type	Office
Age (years)	10
<b>Building Condition</b>	Good
Internal Condition	N/A*
No. of Floors	G+7
BUA (sq m)	19,342.10
Description	The Property is an office building which is leased to the Bureau of Investigation and Public Prosecution. During our inspection, we were informed by the Client that the building was purpose-built for the current tenant in 2013.  From the information provided to us, we understand that total built-up area of the Property is 19,342.10 sq m (including 4,767.29 sq m of basement parking). The building is located on a rectangular-shaped plot with an area of 4,767.25 sq m.  The land plot is fenced, and car access is provided via four entrance gates: two at the front and two at the back.  There is a small car parking area in front of the building, with a larger shaded parking area for c. 100 cars at the back of the building.  The Property consists of G+7 and a basement for car parking for c. 250 cars. The ground floor consists of a reception area, examination rooms and prison cells.  Offices are located on floors 1 to 7.  We understand the building was purpose-built for its current use and is generally in good condition. We have not inspected internally so we have relied upon information from the client in this regard.

Source: JLL / The Client

<sup>\*</sup>We were not able to assess the internal condition of the Property considering that we have only undertaken an external inspection as at 13 June 2023.

## 10.4 Legal

## 10.4.1 Tenure, Planning and Zoning

### Summary

<del>•••••</del>	
Description	
Title Deed No.	393010010157
Plot No. / Subdivision No.	Plot No. 623+624+625 / Subdivision No. 416/G/S
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Mortgaged (assumed Freehold)
Land Area (sq m)	4,767.25
Title Deed Date	01/11/1444 (H) - 21/05/2023 (G)

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

Planning / Building Permit	<b>Details</b>
Permit Number	3300432619
Permit Date	16/12/1434 (H) -21/10/2013 (G)
Permit end date	Not mentioned
Owner	Saudi Economic and Development Company for Real Estate Funds
Title deed number	420223006958
Plot no.	623+624+625 (now held on a single title)
Subdivision no.	416/G/S
Title deed date	23/08/1434 (H) - 02/07/2013 (G)
BUA (sq m)	19,342.10
Land Area (sq m)	4,767.25

Source: The Client

We have been provided with a building completion certificate dated 16/12/1434 (H) -21/10/2013 (G) for plots no. 623 to 625 confirming the development completion as offices. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

Building Specifications (provided in the building permit)

Туре	Area (sq m)
Basement	4,767.29
Ground Floor	2,000.65
1st Floor	2,108.89
2nd Floor	2,185.35
3rd Floor	2,185.35
4th Floor	2,185.35
3 Remaining Floors	3,909.22
Total Area	19,342.10

Source: The Client

#### 10.4.2 Occupational Leases

We have been provided with the lease agreement for the Property. We have assumed that information provided to us is accurate and reliable. We have summarised the lease agreement in the table below:

Lease Agreement Summary

Lease Agreement Summa	ary
Lease Summary	
Date of the document:	24/07/1443 H (corresponding to 25/02/2022 (G)).
Lessor:	Saudi Economic and Development Company for Real Estate Funds
Lessee:	Investigation and Prosecution Authority
Term:	One (1) year starting from 24/07/1443 H (corresponding to 25 Feb 2022 G). The contract does not specify whether the term will be calculated in Hijri or Gregorian years. * The lease agreement can be renewed up to three years without prior approval from the lessor should a 180-day notice not be issued. We understand from the Client that the contract had been renewed in February of 2023. Therefore, we have considered the total contract period is 3 years.
Property description:	Building consisting of eight (8) floors, three hundred and eighty (380) rooms and ninety-nine (99) bathrooms in addition to an extension building consisting of six (6) floors and parking located in Ar Rayaan area in Jeddah.
Passing Rent, SAR	4,400,000 per annum
Lease renewal provision:	Automatically renewable for a similar term unless one of the parties notifies the other of its wish not to renew with 180-day notice.  If the first Party stays in occupation (180) days or less after the assigned period finished. The first party has to pay additional 5% or 10% (subject to agreement
	between the parties) in addition to the annual contracted rent if the Party wants to stay longer in occupation.
Termination:	The lease terminates in case the Lessee no longer wishes to renew or extend its term, or if the building is deemed unsafe, or if it is proven that the Lessor has bribed any of the Lessee's personnel or if it is for the public interest to terminate the lease.
Carrage The Client	

Source: The Client

Based on the information presented to us, we understand that the Property is leased on a triple net basis and the tenant is responsible for all the operational expenditures and utilities. The Client however partly covers facility management payments for the Property as presented below.

## 10.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all OPEX, maintenance and insurance cost of the Property. However, we understand from the information provided by the Client that the Client partly covers facility management payments for the Property amounting to SAR 315,000 per annum.

<sup>\*</sup>in the absence of the sufficient information we have provided our valuations based on Gregorian calendar and Gregorian years,

### 10.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

### **Market Rent**

In arriving at our opinion of Market Rent in respect of the Property, we have considered a range of comparable developments as follows:

**Map of Comparables** 



Source: Google Earth, JLL

The details of the above identified comparables are included in the table below.

Table of Comparables

# E	Building Name	Use	Grade	Unit Area	SAR per sq m Per Annum	Comments
1	N/A	Office	С	160	343	<ul> <li>Asking rent</li> <li>Located along Al Harameen Road</li> <li>3<sup>rd</sup> floor</li> <li>Including service charge</li> </ul>
2	N/A	Office	С	135	340	<ul> <li>Asking rent</li> <li>Located along Al Harameen Road</li> <li>4th floor</li> <li>Including service charge</li> </ul>
3	Safa Plaza	Office	В	204	360	<ul> <li>Asking rent</li> <li>5<sup>th</sup> floor - Tower B</li> <li>Located along Prince Majid Road</li> <li>Including service charge</li> </ul>

#	<b>Building Name</b>	Use	Grade	Unit Area	SAR per sq m Per Annum	Comments
4	Safa Plaza	Office	В	167	390	<ul> <li>Asking rent</li> <li>2<sup>nd</sup> floor - Tower A</li> <li>Located along Prince Majid Road</li> <li>Including service charge</li> </ul>
5	World Trade Center	Office	В	70	386	<ul> <li>Asking rent</li> <li>3<sup>rd</sup> floor</li> <li>Located along Abdul Rahman Al Khuzaee Street</li> <li>Including service charge</li> </ul>
6	World Trade Center	Office	В	140	321	<ul> <li>Asking rent</li> <li>3<sup>rd</sup> floor</li> <li>Located along Abdul Rahman Al Khuzaee Street</li> <li>Including service charge</li> </ul>

Source: JLL Research

- Asking rents for office spaces, similar to the Property, located close to the Property are in the region of SAR
   321 to SAR 390 per sq m pa including service charge.
- In assessing the Market Rent for the office element for the Property we have considered such characteristics of the Property as good location, good parking provision, however we have also accounted for the current market conditions and potential competition (both existing and pipeline).
- The Property benefits from being located along Harameen Road and bound by four streets. However, we understand from the provided documents that the age of the Property is c. 10 years as the date of valuation. Therefore, we have taken into consideration the age, location, quality, and quantum factors.
- The Property is larger in size than the comparables listed in the table above. However, given that the Property was purpose built for the existing tenant and located close to other government buildings, we believe that the passing rent does not need to be adjusted to reflect quantum. Moreover, as mentioned in Occupational Leases section, the tenant renewed the contract in February 2023, which also serves as best evidence for rental rate of similar developments.

Based on the above, we are of the opinion that the current passing rent at SAR 301 per sq m is in line with Market Rent for similar space in this location. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cashflow onwards.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 8.75%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.75% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow) to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 53,900,000.

We note that when forming our opinion on the exit yield, we have considered the following factors:

- The Property is fully occupied by a governmental tenant on the basis of a three-year lease agreement.
- Good parking provision.
- As mentioned above, the Property was purpose built for the existing tenant. The Property is located in close to other government buildings and the location is becoming increasingly popular among government occupiers.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

	Public Prosecution Building, Jeddah, KSA
Net Operating Income (NOI) (Year 1)	SAR 4,085,000 per annum
Net Operating Income (NOI) (Year 6)	SAR 4,425,050 per annum
Discount Rate	8.75%
Exit Yield	7.75%
Fair Value June 2023 Valuation	SAR 53,900,000
Projected First Year's Forward Yield	7.58%

Source: JLL

#### 10.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

#### SAR 53,900,000

(FIFTY-THREE MILLION, NINE HUNDRED THOUSAND SAUDI ARABIAN RIYALS)

### 10.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

Valuation Summary	
June 2023	53,900,000
December 2022	53,500,000
Difference in value, H1 2023 vs 2022	0.75%
Comments	The derived value is slightly higher considering the reversion of existing passing/contracted rates to the assumed market rental rates, subject to an annual market rental growth of 1.5%, upon expiration of the existing rental agreements.

### 10.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
<ul> <li>a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).</li> </ul>	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
<ul> <li>For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).</li> </ul>	The current use is the highest and best use of the Property.
<ul> <li>c) The principal (or most advantageous) market for the asset or liability.</li> </ul>	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

Discount rates

Capitalisation rates (yields)

## 10.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for lands offered along Harameen Road and have applied adjustment to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high level development costs for similar offices in the Kingdom and depreciated the said total cost over a period of 10 years (age of the Property).

**Replacement Cost Summary** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	4,767.25	4,500	21,452,625
BUA	19,342		
Development Cost		4,000	77,368,000
Total (Plot + Structure)			98,820,625

<sup>\*</sup>Inclusive of contingencies, financing fees and soft construction costs for the basement and superstructure

#### Depreciation

	Years	SAR/Year	<b>Total Depreciation</b>
Depreciation (per year) - Straight Line	45	1,719,289	
Accumulated Depreciation	10		(34,385,778) *

Source: JLL

Depreciated Replacement Cost Summary

	Summary, SAR
Plot	21,452,625
Development Cost	77,368,000
Total (Plot + Structure)	98,820,625
Depreciation	(34,385,778)
Depreciated Replacement Cost (Rounded)	64,434,848

Source: JLL high level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

<sup>\*</sup>We have allowed to functional depreciation as well considering the specialized use of the Property.

# 11 Al Khaldiyah Business Centre, Jeddah

## 11.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	10 July 2023
Location	Khalidiyah District, Jeddah, KSA
Property Type	Retail and Office Building
Tenure	Freehold
Land size (sq m)	7,903.00
GFA (sq m)	26,713.31
GLA (sq m)	14,337.00
Fair Value (SAR )	129,710,000

Source: JLL / the Client

## 11.2 Property Location

#### **Macro Location**



Source: JLL / Google Earth

#### **Micro Location**



Property Positioning	
Property	Al Khaldiyah Business Centre
City	Jeddah
District	Khalidiyah District
No. of Street Frontage/s	4
North	Bohour Al Shouraa Street
South	Qaryat Miskah Street
East	Prince Sultan Road
West	Unnamed Street
Key Landmarks	The Property is located 1.7 km southeast of Al Sawary Mall, Stars Avenue Mall is located 1.4 km west of the Property and King Faisal Specialist Hospital is located 1.4 km southeast of the Property.
Surrounding Land Uses	The surrounding area predominantly comprises high-end residential G+1 villas with commercial developments fronting Prince Sultan Road.  There are several large scale commercial and hospitality developments in the surrounding area such as Stars Avenue mall, Al Sawary Mall, the Rosewood Hotel, Le Meridien Jeddah Hotel, and the upcoming U Walk.

Source: JLL

## 11.3 Property Description

Property Description							
Property Type	Office Building						
Age (years)	15						
<b>Building Condition</b>	Good						
Internal Condition	Good						
No. of Floors	G+4+R						
GFA (sq m)	26,713.31						
GLA (sq m)	14,337.00						
Description	The Property comprises a mix-use building development known as Al Khalidiyah Business Centre (KBC) with retail at ground floor level. The Client has provided email confirmation that the Property was constructed in 2008.  The Property is built on a rectangular-shaped plot measuring 7,903 sq m (based on the title deed) with a total GLA of 14,337 sq m with G+4+R. The Property consists of strip retail at the ground floor and offices above. The size for the office units ranges from 95 to 198 sq m, and the average area of the retail units is c. 550 sq m.  There are two elevators located on the North of the building and two elevators located on the South side of the building. The top floor level located on the North side of the building is divided into two areas: the building management office and the open roof. During our inspection, we noticed that there is a parking building of G+3+Roof located east of the Property. For the purpose of this valuation, we have summarised the number of parking lots allocation for each floor in the table below.  # No. of Floors No. of lots  1 Ground Floor 43  3 Second Floor 40  4 Third Floor 40  5 Roof 40  Total 226  Source: The Client						

Source: JLL / The Client

### Property: SEDCO Capital REIT Assets

## 11.4 Legal

## 11.4.1 Tenure, Planning and Zoning

#### Summary

<del>• • • • • • • • • • • • • • • • • • • </del>	
Description	
Title Deed No.	293010010159
Plot No. / Subdivision No.	Plot No. 9 / Subdivision No. 448/S/T
Owner	Saudi Economic and Development Company for Real Estate Funds
Land size (sq m)	7,903
Tenure	Mortgaged (assumed Freehold)
Title Deed Date	01/11/1444 (H) - 21/05/2023 (G)
e The ellers	

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

Planning / Building Permit	Details
Permit Number	4300155672
Permit Date	16/06/1443 (H) – 19/01/2022 (G)
Permit end date	15/06/1444 (H) – 07/01/2023 (G)
Owner	Saudi Economic and Development Company for Real Estate Funds
Title deed number	420216026736
Plot No.	9
Subdivision No.	488/S/T
Title deed date	01/06/1441 (H) - 26-01- 2020 (G)
Land Area	7,903 sq m

Source: The Client

We have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

Building Specifications (provided in the building permit)

Contains	Commercial, sq m	Parking, sq m	Total Area, sq m
Ground Floor	3,390.42	1,886.87	5,277.29
Mezzanine Floor	0	1,836.8	1,836.8
1st Floor	2,742.17	1,836.8	4,578.97
2nd Floor	3,384.42	1,836.8	5,221.22
3rd Floor	3,384.42	1,836.8	5,221.22
4th Floor	3,384.42	0	3,384.42
Roof Level	1,193.39	0	1,193.39
Total			26,713.31

Source: The Client

## 11.4.2 Occupational Leases

We have been provided with a tenancy schedule for the Property. We have assumed that information provided to us is accurate and reliable. We present the schedule below:

**Tenancy Schedule Summary** 

Tenant	# of Unit	Use	NLA, Sq m	Start Date	End Date	SAR per Annum	SAR per sq m per Annum
Car Care Corporation	1	Retail	596	16/05/2021	15/05/2024	374,062	628
Car Care Corporation	2	Retail	599	16/05/2021	15/05/2024	375,944	628
Mohammad Munassir Al Esayi	3	Retail	530	20/03/2022	19/09/2025	530,000	1,000
Kawkab Alatfal	4	Retail	560	09/04/2023	08/04/2026	510,000	911
Mobily	5	Retail	563	18/09/2022	17/09/2025	619,300	1,100
Mobily	6	Retail	563	18/09/2022	17/09/2025	619,300	1,100
Ambassador Food	7	Retail	566	01/01/2022	31/12/2026	500,000	883
Hasaad Food	8	Retail	530	08/06/2021	07/06/2025	556,500	1,050
Vacant	9	Retail	587				
Vacant	10	Retail	587				
Arabian Building Support and Rehabilitation Company	101	Office	194	15/09/2022	14/09/2023	149,380	770
Arabian Building Support and Rehabilitation Company	102	Office	198	15/09/2022	14/09/2023	152,460	770
Business Incubators and Accelerators	103	Office	168	05/04/2021	04/04/2026	110,880	660
Business Incubators and Accelerators	104	Office	161	05/04/2021	04/04/2026	106,260	660
Arabian Shield Cooperative Insurance Company	105 & 106	Office	318	10/06/2023	09/06/2024	279,840	880
Vacant	107	Office	161				
Vacant	108	Office	168				
Arabian Shield Cooperative Insurance Company	109	Office	184	01/02/2023	31/01/2024	168,842	918
Arabian Shield Cooperative Insurance Company	110	Office	184	01/02/2023	31/01/2024	168,842	918
Arabian Shield Cooperative Insurance Company	111	Office	145	01/02/2023	31/01/2024	133,055	918
Arabian Shield Cooperative Insurance Company	112	Office	142	01/02/2023	31/01/2024	130,302	918
NTSCO	113	Office	142	17/04/2022	16/04/2026	93,720	660
NTSCO	114	Office	145	17/04/2022	16/04/2026	95,700	660
Nebras Toursim Company	115	Office	95	01/01/2022	31/12/2024	62,700	660
Al Arabia Media Office company	116	Office	160	18/11/2021	17/11/2024	105,600	660
Lonsdale	117	Office	142	01/01/2021	31/12/2023	168,838	1,189
Lonsdale	118	Office	145	01/01/2021	31/12/2023	172,406	1,189
UMA	201	Office	194	01/07/2019	01/07/2024	130,163	671
UMA	202	Office	198	01/07/2019	01/07/2024	132,847	671
UMA	203	Office	168	01/07/2019	01/07/2024	112,718	671
Dar Al Eithiman	204	Office	161	01/07/2022	30/06/2024	108,022	671
Dar Al Eithiman	205	Office	159	01/07/2022	30/06/2024	106,680	671
Dar Al Eithiman	206	Office	159	01/07/2022	30/06/2024	106,680	671
Dar Al Eithiman	207	Office	161	01/07/2022	30/06/2024	108,022	671
Dar Al Eithiman	208	Office	168	01/07/2022	30/06/2024	112,718	671

Tenant	# of Unit	Use	NLA, Sq m	Start Date	End Date	SAR per Annum	SAR per sq m per Annum
Dar Al Eithiman	209	Office	184	01/07/2022	30/06/2024	123,453	671
Dar Al Eithiman	210	Office	184	01/07/2022	30/06/2024	123,453	671
UMA	211	Office	145	01/07/2019	30/06/2024	97,287	671
Dar Al Eithiman	212	Office	142	01/07/2022	30/06/2024	95,274	671
UMA	213	Office	142	01/07/2019	30/06/2024	95,274	671
UMA	214	Office	145	01/07/2019	30/06/2024	97,287	671
UMA	215	Office	145	01/07/2019	30/06/2024	97,287	671
UMA	216	Office	142	01/07/2019	30/06/2024	95,274	671
UMA	217	Office	142	01/07/2019	30/06/2024	95,274	671
UMA	218	Office	145	01/07/2019	30/06/2024	97,287	671
Quality Insurance and Investigate Co.	301	Office	194	22/08/2021	21/08/2024	145,500	750
Al Mahmal Trading Co.	302	Office	198	01/01/2021	30/12/2027	168,210	850
Al Rawaa Technology Company	303	Office	168	15/03/2023	14/03/2024	100,000	595
Al Mahmal Trading Co.	304	Office	161	15/03/2021	15/03/2027	149,166	926
Vacant	305	Office	159				
Dur Real Estate	306	Office	159	29/12/2022	28/12/2024	117,600	740
Vacant	307	Office	161				-
General Contracting, Operation & Maintenance	308	Office	168	15/02/2023	14/08/2023	55,000	655
Vacant	309	Office	184				
Vacant	310	Office	184				
Vacant	311	Office	145				
Vacant	312	Office	142				
Al Mahmal Trading Co.	313	Office	142	15/01/2021	14/01/2026	141,752	998
Al Mahmal Trading Co.	314	Office	145	15/01/2021	14/01/2026	144,746	998
Al Mahmal Trading Co.	315	Office	145	01/01/2021	31/12/2028	113,738	784
Tazweed	316	Office	142	01/07/2020	30/06/2028	111,384	784
Al Mahmal Trading Co.	317	Office	142	15/01/2021	14/01/2026	141,752	998
Al Mahmal Trading Co.	318	Office	145	15/01/2021	14/01/2026	144,746	998
Bonn Coffee	358	Kiosk	30	25/08/2022	24/08/2025	450,000	15,000
Total, SAR			14,337			10,102,524	
Total Vacant Units, sq m			2,478				
Source: The Client							

Source: The Client

At the date of valuation, we note that the Property is 83% leased (by area). We understand that tenants cover the utility costs, based on their actual consumption.

From the documents provided to us, we understand that the rents shown in the above tenancy schedule are fixed with no indexation stated in the lease agreements, except for the lease agreement for the units # 4, 7, 304, 313, 314, 315, ,316, 317 and 318. We have summarised the annual rent for each of the aforementioned units in the table below.

# of Unit	Year 2023	Year 2024	Year 2025	Year 2026	Year 2027	Year 2028	Year 2029
4	510,000	510,000	510,000	612,000*			
7	500,000	550,000	550,000	599,500*	599,500		

# of Unit	Year 2023	Year 2024	Year 2025	Year 2026	Year 2027	Year 2028	Year 2029
304	<u>162,591*</u>	162,591	162,591	162,591	162,591		
313	141,752	155,927*	155,927	155,927			
314	141,752	155,927*	155,927	155,927			
315	113,738	113,738	113,738	120,562*	120,562	120,562	120,562
316	111,384	111,384	118,067*	118,067	118,067	118,067	
317	141,752	155,927*	155,927	155,927			
318	144,746	159,221*	159,221	159,221			

Source: The Client

### 11.4.3 Management Agreements

We have been provided with the Property Management agreement dated 25/10/2022 concluded between Dar Real Estate Company and The Saudi Economic and Development for Real Estate Fund Company. In accordance with the agreement Dar Real Estate Company are obliged to collect the rent from the tenants in the Property. From the provided document, we understand that the agreement commenced on 01/01/2023 and has a term length of two Gregorian years, which can be renewed for a similar period unless one of the parties notifies the other at least 90 days before expiry. We understand that the service provider company Dar Real Estate Company will charge the landlord 2% of the annual rent as a letting fee for vacant units; as well as an annual fee of SAR 360,000 paid quarterly for the purposes of property management and operation supervision.

We have also been provided with Facility Management agreement from 01/01/2022 to 31/12/2024 concluded between Al Mahmal services and utilities company and SEDCO Capital, confirming that the Facility Management fee is SAR 738,000 per annum. Additionally, we have been advised by the Client that there are variable facility management costs of SAR 400,000 per annum.

Therefore, the total operating expenses as at the date of valuation are SAR 1,498,000 per annum or say, SAR 104 per sq m per annum (based on the area of 14,337 sq m).

#### 11.4.4 Contracted Rent

For the purposes of this valuation, we have utilised the information from the rent-roll provided to us by the Client. The Gross Passing Rent (Base Rent and Service Charge) as at the Valuation Date is SAR 10,102,524 per annum.

Upon expiration of the existing lease agreements, we have assumed the gradual reversion of passing rental rates to the market rents indicated in the subsequent section. We understand from the documentation received from the Client that most of the existing lease agreements extend for a period of 3 years. Therefore, we have assumed renewal for a similar period and accounted for a gradual reversion to market.

<sup>\*</sup>The underlined numbers represent the indexation in the rental rates shown in the table above.

#### 11.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### **Market Rent**

In arriving at our opinion of Market Rent in respect of the Property, we have considered a range of comparable developments as follows:

**Map of Comparables** 



Source: Google Earth, JLL

The details of the above identified comparables are included in the table below.

Table of Comparables

#	Building Name	Use	Average Unit Area, sq m	AVG SAR per sq m Per Annum including SC	Comments
1	Quarts Tower	Office	200	900 – 1,000	<ul><li>Completion Date: 2020</li><li>Grade: B</li></ul>
2	Sumou Building	Office	250	800 - 900	<ul><li>Completion Date: 2010</li><li>Grade: B</li></ul>
3	Karam Allah Building	Office	200	800 - 900	<ul><li>Completion Date: 2013</li><li>Grade: B</li></ul>
4	Sultana Square	Office	250	800 - 900	<ul><li>Completion Date: 2015</li><li>Grade: B</li></ul>
5	Jeddah Square	Office	200 - 1,100	800 - 1,200	<ul><li>Completion Date: 2020</li><li>Grade: A</li></ul>
6	Jameel Square	Office	250	1,100 - 1,350	<ul><li>Completion Date: 2008</li><li>Grade: A</li></ul>
7	Tujjar Jeddah	Office	180	900 - 1,000	<ul><li>Completion Date: 2002</li><li>Grade: B</li></ul>

#	Building Name	Use	Average Unit Area, sq m	AVG SAR per sq m Per Annum including SC	Comments
8	Thabet Tower	Office	120	660	<ul><li>Completion Date: 2021</li><li>Grade: C</li></ul>
9	Itqan Square	Office	75	700	<ul><li>Completion Date: 2022</li><li>Grade: B</li></ul>
10	Quartz Tower	Retail	250 - 450	1,000 - 1,300	<ul><li>Completion Date: 2020</li><li>Grade: B</li></ul>
11	Sumou Building	Retail	250 - 450	1,000 - 1,300	<ul><li>Completion Date: 2010</li><li>Grade: B</li></ul>
12	Itqan Square	Retail	300	1,300	<ul><li>Completion Date: 2022</li><li>Grade: B</li></ul>

Source: JLL Research

- Asking rents for the office space, similar to the Property, located in close proximity to the Property are in the region of SAR 660 to SAR 1,350 per sq m pa including the service charge.
- In assessing the Market Rent for the office element for the Property we have considered such characteristics of the Property as good location, good parking provision, however we have also accounted for the current market conditions and potential competition (both existing and pipeline).
- For retail units, we analysed numerous mixed-use developments on the street, and we understand that the rents are in the region of SAR 1,000 to SAR 1,300 per sq m paincluding service charge. In some cases, where the project represents purpose-built retail centre and benefits from prominent location and rectangular shaped units with good visibility, rents can achieve between SAR 2,500 per sq m per annum and SAR 3,500 per sq m per annum. We note, however, that the above rents above are quoted for the units, which are smaller than the units within the Property. Thus, we have made an allowance for quantum in our rental analysis below.
- Following our discussion with brokers and management team of each tower/building in Jeddah City, we understand that the vacancy rate has increased slightly since 2022. However, the asking rent for the offices and retails remains the same given that the increase in demand has been met with a steady increase in the supply of Grade A and B office and retail developments.
- The Property benefits from being located along Prince Sultan Road and bounded by four streets. However, we understand from the provided document that the age of the Property is c. 15 years as of the date of this valuation. Therefore, we have taken into consideration the location, quality and quantum factors.
- From our discussion with brokers and other market participants, we understand that the lease rate for Kiosks in Jeddah as a whole and in the immediate surrounding area have increased significantly over the past couple years given the popularity of kiosk coffee shops. We understand rent can range between SAR 10,000 per sqm per annum to SAR 20,000 per sqm per annum depending on location and size. Therefore, for the existed Kiosk leased to Bonn Coffee, we have assumed that the contracted rent is in line with the market.
- During our inspection 10 July 2023, we noted that there are two types of offices, offices that enjoy a good frontage and view to the main road and offices with a view of the opposite side of the Road. Therefore, we have considered a premium to be applied for the better frontage.

Based on the above, we have summarised our opinion of Market Rent for retail and office components in the table below:

Unit Type	Average Rental Rate, SAR per sq m per annum	Area, sq m	SAR per sq m	Total Market Rent, SAR per annum (assuming fully occupied)
Retail Showroom, SAR per sq m per annum	(Including service charge)	5,687	1,400	7,961,800
Offices, SAR per sq m per annum (Front)	(Including service charge)	5,208	800	4,166,400
Offices, SAR per sq m per annum (Back)	(Including service charge)	3,412	750	2,559,000
Unit No 358	(Including service charge)	30	15,000	450,000
Total		14,337		15,137,200

Source: JLL

We have applied a rate of 1.5% per annum for the market rental growth and inflation rate.

# **Operating Costs**

As mentioned above, the current Property Management and facility agreement will both expire on 31 December 2024. We understand that these costs are in line with the market level. For the purpose of this valuation, we have assumed the total operating costs upon expiry of the existing contracts will be approximately SAR 100 per sqm per annum, including both Property Management and Facility Management.

#### **Current Voids**

As at the date of valuation the Property is 83% leased (by area). For the space, which is currently vacant, we have assumed a total current void period of 4 months. This period allows for the time, required to find new occupiers and allows for rent-free periods, which would be provided to new occupiers. Office tenants may either take the vacant units with exiting fit-out, in which case rent-free periods will be used to incentivise the tenants to move to the Property or may require this period of time to change the fit-out of the units. We have also assumed a stabilised occupancy rate of 90%.

Pursuant to the signed property management agreement provided to us, we have also accounted for the agency fee of 2% for letting the vacant units.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset given the long-term triple net lease in place at the Property, we have applied a Discount Rate of 10.25%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-years analysis horizon.

We have applied an Exit Yield of 8.25% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 129,710,000.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

	Al Khaldiyah Business Centre
Net Operating Income (Year 1), SAR	9,448,059 per annum
Net Operating Income (Year 6), SAR	12,160,671. per annum
Discount Rate	10.25%
Exit Yield	8.25%
Fair Value June 2023 Valuation	SAR 129,710,000
Projected First Year's Forward Yield	7.27%
Carrier III	

Source: JLL

#### 11.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

SAR 129,710,000

(ONE HUNDRED AND TWENTY-NINE MILLION, SEVEN HUNDRED AND TEN THOUSAND SAUDI ARABIAN RIYALS)

# 11.7 Additional Commentary: June 2023 vs December 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022. The details are summarised below:

Valuation Summary, June 2023 vs December 2022

Valuation Summary	
June 2023	129,710,000
December 2022	129,370,000
Difference in value, H1 2023 vs 2022	0.26%
Comments	The derived value has increased by 0.26% when compared to the Dec 2022 valuation due to the shift in analysis period and the subsequent shift in cashflow resulting in higher rates as rents revert to a higher market rent (Adjusted for inflation).

### 11.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item		Our Approach
a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

# 11.9 High Level Replacement Cost Desktop Analysis

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for lands located along Prince Saud Al Faisal Street and have applied adjustment to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high level development costs for similar community/strip malls/plazas in the Kingdom and depreciated the said total cost over a period of 15 years (age of the Property).

Replacement Cost Summary

	Area (sqm)	SAR/sqm	Summary (SAR)
Plot	7,903.00	10,500	82,981,500
Office Building GFA	21,153		
Parking Building, BUA	5,560		
Development Cost of the Office Building		4,250	89,900,250
Development Cost of the Parking Building		2,250	12,510,000
Total (Plot + Structure)			185,391,750
Source: JLL			

#### Depreciation

	Years	SAR/sq m	Total Depreciation
Depreciation (per year) - Straight Line for the Office Building	30	2,996,675	
Accumulated Depreciation of the Office Building	15		(44,950,125)
Depreciation (per year) - Straight Line of the Parking Building	30	417,000	
Accumulated Depreciation of the Parking Building	2		(834,000)
Total Depreciation (Office Building & Parking Building)			(45,784,125)

Source: JLL

**Depreciated Replacement Cost Summary** 

	Summary (SAR)
Plot	82,981,500
Development Cost of the Building Office	89,900,250
Development Cost of the Parking Building	12,510,000
Total (Plot + Structure)	185,391,750
Total Depreciation (Office Building & Parking Building)	(45,784,125)
Depreciated Replacement Cost	139,607,625

Source: JLL high level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

Based on the above analysis, we understand that the resulting depreciated replacement cost for the Property exceeds its Fair Value. This is mainly attributed to the increase in land value during the past few years, on the one hand, while rental rates for offices have remained stable given the increase in supply of grade A and B office buildings in Jeddah, on the other hand. However, it should be noted that the Depreciated Replacement Cost Method is not the appropriate approach to value income-producing and investment assets such as the Property.

# 12 Hyper Panda, Jeddah

# 12.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	13 June 2023
Location	Al Hamadaniyyah District, Jeddah, KSA
Property Type	Retail
Tenure	Freehold
Land size (sq m)	13,685.85
BUA (sq m)	5,858
Fair Value (SAR)	SAR 39,624,000

Source: The Client/JLL

# 12.2 Property Location

### **Macro Location**







Source: JLL / Google Earth

<b>Property Positioning</b>		
Property		Hyper Panda
City		Jeddah
District		Al Hamadaniyyah District
No. of Street Frontage/s		4
	North	Al-Tareq Bin Al-Mourtafe'a Street
	South	Unnamed Street
	East	Al Hamadaniyyah Street
	West	Unnamed Street
Key Landmarks		The Property is located along a prime commercial road in Jeddah and is situated in close proximity to Farah Hall (approximately 1.3 km to the west), Nahda Hypermarket (1.4 km to the north) and King Abdullah Sport City Complex (3.4 km to the northwest).
Surrounding Land Uses		The surrounding area is predominantly residential with commercial developments along Al Hamadaniyyah Street and Al Haramain Highway. Al Hamadaniyyah District is a low to mid-profile district comprising low-density developments. These developments mainly comprise villas, which internally are split into smaller apartments.

Source: JLL

# 12.3 Property Description

Property Description	
	Potoil
Property Type	Retail
Age (years)	10
Building Condition	Fair
Internal Condition	Fair
No. of Floors	G + M
BUA (sq m)	5,858
GLA (sq m)	5,858
Description	The Property, known as Panda Hypermarket, is located in Al Hamadaniyyah District, Jeddah, and was completed in early 2013 as previously advised by the Client. The Property comprises a retail area, storage facility and parking. Overall, the Property consists of a concrete frame structure developed over a land area of 13,685.85 sq m, with a corresponding total Built-Up Area (BUA) / Gross Leasable Area (GLA) of 5,858 sq m. For the purpose of our valuation, we have relied on the areas provided to us by the Client. Should the areas prove to be incorrect, our opinion of value could be affected. As such, we recommend that the information regarding the areas be verified by your advisors and specialist consultants.  We understand that the Property is mainly occupied by Panda Hypermarket. However, at the time of inspection, we noticed that Panda has sub-leased various small retail shops along the western boundary of the Property and within the main building in addition to a stand-alone dining restaurant known as "Sultan Burger". The Property has one main entrance for vehicles and two exits, with loading areas located along the northern part of the building.

Source: JLL / The Client

12.4

# 12.4.1 Tenure, Planning and Zoning

Property: SEDCO Capital REIT Assets

**Title Deed Summary** 

Legal

Description	
Title Deed No.	220206006345
Plot No. / Subdivision No.	Plot no. 2/A/B; subdivision no. 385/J/S
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold
Land Area (sq m)	13,685.85
Title Deed Date	14/03/1434 (H) - 26/01/2013 (G)

Source: The Client, Title Deed

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

We have been provided with a building permit and building specifications, the details of which are summarized below. We understand that the ownership of the Property has been transferred from Al Aziziyah Panda United Company to the Client as indicated in the title deed summary above.

**Building Permit Summary** 

Planning / Building Permit	Details
Permit Number	3300416699
Permit Date	28/06/1433 (H) - 19/05/2012 (G)
Permit End Date	28/06/1436 (H) - 17/04/2015 (G)
Owner	Al Aziziyah Panda United Company
Title Deed Number	9632
Plot No.	N/A
Subdivision No.	385/J/S
Title Deed Date	15/01/1426 (H) - 24/04/2005 (G)
Built-up Area (BUA) (sq m)	5,858
TI 60 1 0 0 0 0	

Source: The Client, Building Permit

Property Specifications (Provided in Building Permit)

Type	Floor	Area (sq m)
Commercial Space	Ground Floor	5,858
Parking	Land Area	2,250
Course, The Client		

Source: The Client

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

# 12.4.2 Occupational Leases

The Property is subject to a 6-year lease agreement from 09 January 2022 to 08 January 2028. We have presented the salient terms of the lease below:

Panda Hypermarket, Al Hamadaniyyah District, Jeddah, KSA – Terms of the Lease Agreement		
Contract Date:	29/02/1444 (H) – 25/09/2022 (G)	
Lessor (First Party):	Saudi Economic and Development Company for Real Estate Funds	

aniyyah District, Jeddah, KSA – Terms of the Lease Agreement		
Al Aziziyah Panda United Company		
Six (6) Gregorian years		
06/06/1443 (H) - 09/01/2022 (G)		
Triple Net		
Land consisting of 13,685.85 sq m and all buildings currently erected on the plot as outlined in an annex to the Lease. The Lease also covers any buildings to be erected on the plot so long as the Lessee has the authority to invest in such buildings.		
SAR 20,457,783.60 for the entire 6-year term of the Lease: SAR 2,845,151.07 per annum for the first year of the term (January 2022 to January 2023) and SAR 2,988,844.00 per annum for the last 5-years of the term (January 2023 to January 2028)		
Quarterly, within ten (10) days from the start of each quarter in a contractual year.		
The Lessee may sublease all or part of the Property without the Lessor's consent provided that the sub-lease agreement:  1. does not mention the name of the Lessor; 2. does not exceed the term of the original Lease; and 3. the Lessee shall be responsible to pay any fees and fines associated with the subleased premises.		
The Lessee shall not undertake any alterations to the Property (defined to include building new floors or demolishing any standing buildings) prior to obtaining the consent of the Lessor. Any improvements to the Property and/or new buildings or floors shall belong to the Lessor when the Lessee vacates the leased premises.		
The Lessor may terminate the Lease if the Lessee is in breach of its obligations under the Lease and fails to remedy such breach within forty-five (45) days of notice from the Lessor. The Lessee shall have another forty-five (45) days to return the Property to the Lessor free of any physical or financial encumbrances. Following such termination, the Lessor may claim the rent already due.		

Source: The Client

As per the above lease, the current passing rent as of the Valuation Date is SAR 2,988,844 per annum. The lease does not include an escalation over the next 4.5 years and expires in January 2028.

# 12.4.3 Operating Costs

As per the terms of the lease agreement detailed above, the Lessee (i.e. Al Aziziyah Panda United Company) is responsible for all the Property's operating expenditures as well as ongoing maintenance and insurance costs. We have not been provided by the Client with the actual operating costs presently incurred by the lessee for the Property.

#### 12.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

### 12.5.1 Commentary on Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the currently payable rent or signed lease. This indicates the sustainability of the contracted rent (SAR 510 per sq m per annum) in terms of tenant affordability.

Moreover, based on the information provided by the Client, specifically lease agreements for similar big-box Panda assets, current passing rates range between SAR 530 and SAR 725 per sq m. Contracted passing rent in Extra is SAR 860 per sq m per annum. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 510 per sq m is slightly below the range.

We have also had regard to prevailing rental comparables for similar big-box retail assets throughout the Kingdom, which are typically let on long-term leases. We understand that rental rates for such assets may currently range between SAR 550 and SAR 850 per sq m, depending on macro and micro-location, direct competition, catchment area and the profile of the neighbourhood. All the above factors affect such properties' rental rates significantly.

Based on the above, we are of the opinion that the current passing rent of SAR 510 per sq m is below the ranges provided above, however, we believe that this reflects the profile of the neighbourhood and the trading potential of the property. Therefore, we have assumed that the passing rent fairly reflects the Market Rent for similar space in this location.

We have accounted for a yearly growth of 1.5% on the Market Rent, reflected upon the expiration of the contract in 2028.

#### 12.5.2 Contracted Rent

The Property is subject to a 6-year lease agreement, signed on 09 January 2022, extending from January 2022 to January 2028. The agreement stipulates a yearly rental payment of SAR 2,845,151 for the first-year term (equivalent to circa SAR 486 per sq m of BUA), and SAR 2,988,844 for the subsequent 5-year term of the lease (equivalent to SAR 510 per sq m of BUA). The table below further summarizes the rental schedule agreed upon in the lease agreement provided by the Client.

#### Contracted Rent Payment Schedule

Period	Lease Term	Payment Term	Annual Rent (SAR)	Rental Rate per sq m (SAR)
1	Jan 2022 - Jan 2023	Quarterly	2,845,151	486
2	Jan 2023 - Jan 2028	Quarterly	2,988,844	510
Source: Clier	nt Lease Agreement			

### 12.5.3 Operating Expenditures

As per the terms of the lease agreement detailed above, all expenses pertaining to the operations of the Property are borne by the lessee (i.e. Al Aziziyah Panda United Company), including ongoing maintenance and repair expenses as well as insurance costs. Thus our financial forecasts consider a triple-net arrangement and do not capture an operating expenditure budget to be borne by the Client over the 5-year forecast period.

#### 12.5.4 Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, given the relative long-term triple net lease in place for the Property with 4.5 years remaining till expiration, we have applied a discount rate of 9.25%, which we consider to be the return a

motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.5% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash flow to calculate the estimated terminal sale price). As mentioned above, we have applied a yearly escalation of 1.5% to the Market Rent, which was in turn reflected in our computation of rental income and net operating income upon the expiration of the existing lease agreement in January 2028. This would result in higher revenue and net operating income levels compared to those expected over the 5-year forecast period.

Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 39,624,000. We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

	Panda Hypermarket, Hamadaniyyah District, Jeddah, KSA
Net Operating Income (Year 1)	SAR 2,988,844
Net Operating Income (Year 6)	SAR 3,219,834
Discount Rate	9.25%
Exit Yield	7.5%
Fair Value June 2023 Valuation	SAR 39,624,000
Projected First Year's Forward Yield	7.54%

Source: JLL Analysis

#### 12.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

SAR 39,624,000

(THIRTY-NINE MILLION, SIX HUNDRED AND TWENTY-FOUR THOUSAND SAUDI ARABIAN RIYALS)

### 12.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

#### Valuation Summary, H1 2023 vs 2022

Valuation Summary	
H1 2023	39,624,000
2022	39,550,000
Difference in value, H1 2023 vs 2022	0.2%
Comments	The derived value increased by around 0.2% when compared to the previous valuation, considering that the cash flows reflect the higher rental income from 2023 to 2028, and subsequently the reversion to a higher market rental rate (adjusted to inflation) upon expiration of the current rental agreement in January 2028.

Source: JLL

### 12.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

# 12.9 High-level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in a fair condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have considered land plots listed for sale in the nearby vicinity of the Property, benefiting from similar planning and zoning regulations, and applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for similar big box retail properties in the Kingdom and depreciated the said total cost over a period of 10 years (age of the Property).

#### Replacement Cost Summary

	Area (sq m)	SAR/sq m	Summary, SAR
Plot	13,685.85	2,100	28,740,285
Superstructure (BUA)	5,858	3,000	17,574,000
Total (Plot + Structure)			46,314,285

<sup>\*</sup>Inclusive of contingencies, financing fees and soft construction costs for the superstructure

#### Depreciation

	Years	SAR/Year	Total Depreciation
Depreciation (per year) – Straight Line	35	502,114	
Accumulated Depreciation	10		-5,021,143

### **Depreciated Replacement Cost Summary**

	Summary, SAR
Plot	28,740,285
Development Cost	17,574,000
Total (Plot + Structure)	46,314,285
Depreciation	-5,021,143
Depreciated Replacement Cost	41,293,142

Source: JLL

Our analysis indicates that the value under Depreciated Replacement Cost for the Property is higher than the derived Fair Value, at SAR 39,624,000. The latter is attributed to the low plot coverage of the existing structure, at 0.43, suggesting the plot is under utilisied when compared to the permissible FAR of 3.6 leading to the higher land value.

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 13 Al Rawdah Business Centre, Jeddah

# 13.1 Executive Summary





Source: JLL Inspection 2023

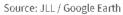
Executive Summary	
Inspection Date	6 July 2023
Location	Al Rawdah District, Jeddah, KSA
Property Type	Office and retail building
Tenure	Freehold
Land size (sq m)	2,462.50
BUA (sq m)	17,527
GLA (sq m)	11,794
Fair Value (SAR)	97,540,000

Source: JLL / The Client

# 13.2 Property Location

### **Macro Location**





### **Micro Location**



Bronauty Positioning	
Property Positioning	
Property	Al Rawdah Business Centre
City	Jeddah
District	Al Rawdah District
No. of Street Frontages	2
South	Prince Saud Al Faisal Street
West	Almad Jamjoum Street
Key Landmarks	The Property is located c. 1 km west of the Stadium of the Ministry of Education, 2km northwest of Serafi Mega Mall and 2km north of IKEA.
Surrounding Land Uses	The surrounding area is predominantly residential with commercial developments along Prince Saud AI Faisal Street.  Prince Saud AI Faisal Street mainly consist of G+6 commercial developments coupled with ground floor retail showrooms. Many very well-known local and international brands occupy retail premises along this street. Among them are: Armani Furniture, Dimos Furniture, Diesel and Nike.  Further to the West (after Prince Sultan junction), numerous mixed-use developments are located, such as: Al Badriyah Towers, Bin Suliman Development and AI Mukhmal Tower. These are mainly Grade A and B buildings. King Faisal Specialist Hospital & Research Centre is located on Prince Saud AI Faisal Street.

Source: JLL

# 13.3 Property Description

Property Description	
Property Type	Office and retail building
Age (years)	9
Building Condition	Good
Internal Condition	Good
No. of Floors	B+G+M+6+Roof
BUA (sq m)	17,527.00
GLA (sq m)	11,794.00
Plot Area (sq m)	2,462.50
Description	The Property comprises a mixed-use development known as Rawdah Business Centre. Construction of the building was completed in 2014, in accordance with the information provided by the Client. The Property comprises a parcel of land measuring 2,462.5 sq m (as per the Title Deed), incorporating a mixed-use building extending to 17,527 sq m of Built-Up Area (BUA) as per the documents provided to us. The development consists of a basement, ground floor, mezzanine floor and six office floors with roof level developed at approximately 60% of the sixth floor.

Source: JLL / The Client

# 13.4 Legal

# 13.4.1 Tenure, Planning and Zoning

#### Summary

<del>*************************************</del>	
Description	
Title Deed No.	393010010162
Plot No. / Subdivision No.	Plot no. 4 subdivision #96/B
Owner	Saudi Economic and Development Company for Real Estate Funds
Land size (sq m)	2,462.5
Tenure	Freehold
Title Deed Date	01/11/1444 (H) - 20/05/2023 (G)

Description		
Previous Title Deed number	320223010262	
Source: The Client		

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

Planning / Building Permit	Details
Permit Number	3900025974
Permit Date	20/04/1439 (H) - 07/01/2018 (G)
Permit end date	20/04/1440 (H) - 28/12/2018 (G)
Owner	Saudi Economic and Development Company for Real Estate Funds
Title deed number*	320223010262
Plot no.	4
Subdivision no.	96/B
Title deed date	27/04/1435 (H) - 27/02/2014 (G)
Land Area (sq m)	2,462.5
Total BUA (sq m)	17,527

Source: The Client

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

Building Specifications (provided in the building permit)

Type	Usage	Area (sq m)
Basement	Service	4,060
Ground Floor	Commercial	1,735
Mezzanine	Commercial	544
First Floor	Commercial	1,576
Second Floor	Commercial	1,576
Third Floor	Commercial	1,576
Furth Floor	Commercial	1,576
Total Typical 3 Remaining Floors	Commercial	3,152
Roof Offices	Commercial	1,732
Total		17,527

Source: The Client

# 13.4.2 Occupational Leases

We have been provided with a tenancy schedule for the Property. We have assumed that information provided to us is accurate and reliable. We have presented the schedule below:

Tenancy Schedule Summary

Tenant	No of Unit/Office	Use	GLA, sq m	Lease Start	Lease Exp	Rent, SAR/ sq m /annum	Rent, SAR / annum
Robayat	1	Retail	1046	27-May-23	26-May-25	1,000	1,046,000
MSC Company	2	Retail	651	1-Dec-21	30-Nov-24	850	553,350
International Commercial company	3	Retail	770	1-Mar-22	29-Feb-24	850	654,500
Maha Al Jaffali (Ghandour)	101	Office	529	1-Sep-22	29-Feb-24	761	402,701

<sup>\*</sup> The discrepancy between the title deed number and the one listed in the summary table above is due to the issuance of a new title deed.

Tenant	No of Unit/Office	Use	GLA, sq m	Lease Start	Lease Exp	Rent, SAR/ sq m /annum	Rent, SAR / annum
Maha Al Jaffali (Ghandour)	102	Office	270	1-Sep-22	29-Feb-24	761	205,537
Multqa restaurant limited	103	Office	441	15-Sep-22	14-Sep-25	650	286,650
Advanced Itqan Company	201 A	Office	264.5	1-Mar-23	28-Feb-25	770	203,665
Bin Zoma Company	201 B	Office	264.5	1-Mar-23	29-Feb-24	770	203,665
Mediterranean Shipping Company	202	Office	270	24-Jun-23	23-Jun-26	730	197,100
Mediterranean Shipping Company	203	Office	441	5-Jan-21	5-Jan-26	695	306,495
Al Jadda International	301 A	Office	369	1-Sep-21	9/1/2023	750	276,750
Star link Real Estate	301 B	Office	160	1-Jan-21	1-Jan-26	500	80,000
Hattan office for consultant	302	Office	270	1-Jan-22	31-Dec-26	850	229,522
Vacant	303	Office	441				-
Midlog Arabia Limited	401 A	Office	412	1-Jan-22	31-Dec-25	737	303,644
Mediterranean Shipping Company	401 B	Office	117	1-Jan-22	31-Dec-25	737	86,230
Holool Company	402	Office	270	1-Jan-22	1-Jan-25	660	178,200
Saham Future Company	403	Office	441	1-Oct-20	10/1/2023	715	315,315
Anasia trading company	501	Office	529	1-Feb-23	31-Jan-28	770	407,330
Professional medical expertise	502	Office	270	1-Jun-23	31-May-26	715	193,050
Professional medical expertise	503	Office	441	1-Jan-23	31-Dec-25	715	315,315
China Telecom Services Company	601	Office	460	1-Mar-23	29-Apr-24	630	289,800
Ebnin Hadi Limited Company	602	Office	339	1-Dec-20	1-Dec-23	661	224,142
Ebnin Hadi Limited Company	603	Office	441	1-Dec-20	1-Dec-23	661	291,582
Vacant	701	Office	1018				
Vacant	702	Office	869				
Total			11,794				7,250,543
Source: The Client							

Source: The Client

As of the valuation date, approximately 80% of the property's area is leased. It is our understanding that tenants are responsible for paying utility costs based on their actual usage

### **Contracted Rent**

For the purposes of this valuation, we have utilised the rent-roll provided to us by the Client. The Gross Passing Rent (Base Rent and Service Charge) at the Valuation Date is SAR 7,250,543 per annum.

From the documents provided to us, we understand that the rents shown in the above tenancy schedule are fixed with no indexation.

#### Property: SEDCO Capital REIT Assets

### **Management Agreements**

We have been provided with the Property Management agreement dated 01 January 2022 concluded between Starlink Real Estate Company and Saudi Economic and Development Company for Real Estate Funds, confirming that the property management fee is 3.5% of the total collected rent amount. In accordance with the agreement Starlink Real Estate Company are obliged to collect the rent from the tenants in the Property. From the provided document, we understand that the agreement expires on 31 October 2023. However, we have been informed by the Client that the agreement has been renewed on the same terms.

From the management agreement, we understand that the service provider Starlink Real Estate Company will charge the landlord 5% of the annual rent as a letting fee for vacant units, should the certain occupancy threshold of approximately 75% not be met. Also, upon expiry of the existing leases and re-letting the units to either existing tenants or to new tenants at a higher rent, the company will charge the landlord 1.5% of a new total annual rent.

We have also been provided with the Facility Management agreement dated 01 November 2020. The contract expires on 31 December 2024. The contract is between AlMahmal Facilities Services Company and Saudi Economic and Development Company for Real Estate Funds, confirming that the Facility Management fee is SAR 490,800 per annum.

We have also been provided by the Client with additional Costs of SAR 200,000 per year as variable facility management fees.

### 13.4.3 Operating Costs

Based on the information provided by the Client, we understand that Property Management costs are 3.5% of the passing rent or c. SAR 253,769 per annum as at the date of valuation. We have also considered the current fixed facility management cost of SAR 490,800 per year and variable facility management costs of SAR 200,000 per year, as advised by the Client.

Therefore, the total operating expenses as at the date of valuation are SAR 944,569 per annum or say, SAR 80 per sq m per annum (based on the area of 11,794 sq m).

#### 13.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF)

#### Market Rent

In arriving at our opinion of Market Rent in respect of the Property, we have considered a range of comparable developments as follows:

**Map of Comparables** 



Source: Google Earth, JLL

The details of the above identified comparables are included in the table below.

Table of Comparables

1 4/11/4	(C OI OOIIIparabico				
#	Building Name	Use	Average Unit Area, sq m	AVG SAR per sq m Per Annum including SC	Comments
1	Quartz Tower	Office	200	900 - 1,000	<ul><li>Completion Date: 2020</li><li>Grade: B</li></ul>
2	Sumou Building	Office	250	800 - 900	<ul><li>Completion Date: 2010</li><li>Grade: B</li></ul>
3	Karam Allah Building	Office	200	800 - 900	<ul><li>Completion Date: 2013</li><li>Grade: B</li></ul>
4	King's Tower	Office	982 - 1,179	1,200 - 1,400	<ul><li>Completion Date: 2011</li><li>Grade: A</li></ul>
5	Jeddah Square	Office	200 - 1,100	800 - 1,200	<ul><li>Completion Date: 2020</li><li>Grade: A</li></ul>
6	Jameel Square	Office	250	1,100 - 1,350	<ul><li>Completion Date: 2008</li><li>Grade: A</li></ul>
7	Tujjar Jeddah	Office	180	900 - 1,000	<ul><li>Completion Date: 2002</li><li>Grade: B</li></ul>
8	Thabet Tower	Office	120	660	<ul><li>Completion Date: 2021</li><li>Grade: C</li></ul>
9	Hail Tower	Retail	541	600 - 650	<ul><li>Completion Date: c. 2009</li><li>Grade: B</li></ul>
10	Quartz Tower	Retail	250 - 450	1,000 - 1,300	<ul><li>Completion Date: 2020</li><li>Grade: B</li></ul>
11	Sumou Building	Retail	250 - 450	1,000 - 1,300	<ul><li>Completion Date: 2010</li><li>Grade: B</li></ul>
12	Itqan Square	Retail	300	1,300	<ul><li>Completion Date: 2022</li><li>Grade: B</li></ul>

Source: JLL Research

Asking rents for the office space, located in close to the Property are in the range of SAR 660 to SAR 1,400 per sq m per annum including service charge.

- In assessing the Market Rent for the office element for the Property we have considered such characteristics of the Property as good location and have also accounted for the current market conditions and potential competition.
- For retail units, our analysis of numerous mixed-use developments on the street indicates that rents are typically in the range of SAR 1,000 to SAR 1,300 per sq m per annum, including service charges. In cases where the project is a purpose-built retail center with a prominent location and well-designed units with good visibility, rents can reach between SAR 2,500 and SAR 3,500 per sq m per annum. However, it is important to note that these rents are quoted for units that are smaller than those within the property, so we have made an allowance for size.
- We are also aware of retail units in Murjan Building located close to the Property with asking rents between SAR 1,500 per sq m per annum and SAR 1,800 per sq m per annum. However, the mentioned rates are applied for smaller units. Therefore, we have applied an adjustment for quantum factor in our rental analysis.

Based on the above, we are of the opinion that the Market Rent for the office space in the Property is SAR 750 per sq m per annum, whereas the Market Rent for the retail space is SAR 1,400 per sq m per annum. These rates include service charges. We have summarised the Market Rents for both the retail and office components in the table below:

Unit Type	Average Rental Rate, SAR / sq m / annum	Total Units Area, sq m	Total Market Rent, SAR per annum (assuming fully occupied)
Retail Showroom, SAR per sq m per annum	1,400 (including service charge)	2,467	3,453,800
Offices, SAR per sq m per annum	750 (including service charge)	9,327	6,995,250
Total			10,449,050

Source: JLL

We have applied a rate of 1.5% per annum at expiry of each tenant as the adopted rental growth and inflation rate. The table above provides the Market Rent at 100% occupancy in the Property. However, we have assumed a stabilised occupancy of 95% during analysis period.

#### **Operation Costs**

As mentioned above, the current property management and facility agreements will expire on 31 October 2023 and 31 December 2024 respectively. We understand that the contracted OpEx is below the market level. For the purposes of this valuation, upon expiry of the existing contracts we have assumed a total OpEx of SAR 90 per sq m per annum, including both property management and facility management. We have also applied 2% per annum as the adopted expense growth and inflation rate.

#### **Current Voids**

As of the date of valuation, the Property is 80% leased (by area). For the space that is currently vacant, we have assumed void periods of 3-9 months. This period allows for the time required to find new occupiers and accounts for the rent-free periods that will be provided to them. Office tenants may either take the vacant units with existing fit-out, in which case rent-free periods will be used to incentivise them to move to the Property, or they may require this period of time to change the fit-out of the units.

Pursuant to the signed property management agreement provided by the Client, we have also accounted for an agency fee of 1.5% for letting the vacant units.

#### **Fair Value**

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset given the long-term triple net lease in place at the Property, we have applied a Discount Rate of 10.25%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-years analysis horizon.

We have applied an Exit Yield of 8.25% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price). Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 97,540,000.

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary Table

	Al Rawdah Business Centre
Net Operating Income (Year 1), SAR	6,548,371 per annum
Net Operating Income (Year 6), SAR	8,961,415 per annum
Discount Rate	10.25%
Exit Yield	8.25%
Fair Value June 2023 Valuation	SAR 97,540,000
Initial Yield (Year 1)	6.71%

Source: JLL

#### Property: SEDCO Capital REIT Assets

#### 13.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

#### SAR 97,540,000

(NINETY-SEVEN MILLION, FIVE HUNDRED AND FORTY THOUSAND SAUDI ARABIAN RIYALS)

### 13.7 Additional Commentary: H1 2023 vs H2 2022 valuation

We have provided a brief rationale for variance in values (if any) between 30 June 2023 and 31 December 2022. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

valuation sammary, r	11 2020 10 2022
Valuation Summary	
H1 2023	97,540,000
2022	98,170,000
Difference in value, H1 2023 vs 2022	-0.64%
Comments	The derived value decreased by around 0.64% when compared to the previous valuation, due to an increase in the current vacancy.
and the second s	

#### Source: JLL

# 13.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

# 13.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for lands located along Prince Saud Al Faisal Street and other main streets such as Price Sultan Road and have applied adjustment to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high level development costs for similar characteristic in the Kingdom and depreciated the said total cost over a period of 9 years (age of the Property).

Replacement Cost Summary

·	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	2,462.50	8,400	20,685,000
GFA	17,527.00		
Development Cost		4,250	74,489,750
Total (Plot + Structure)			95,174,750

Source: JLL

Depreciation

	Years	SAR/sq m	Total Depreciation
Depreciation (per year) - Straight Line	45	1,655,328	
Accumulated Depreciation	9		(14,897,950)

Source: JLL

Depreciated Replacement Cost Summary

	Summary (SAR)
Plot	20,685,000
Development Cost	74,489,750
Total (Plot + Structure)	95,174,750
Depreciation	(14,897,950)
Depreciated Replacement Cost (rounded)	80,280,000

Source: JLL high level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 14 Atelier La Vie

# 14.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary		
Inspection Date	4 July 2023	
Location	Al Shati, Jeddah, KSA	
Property Type	Retail and Entertainment Centre	
Tenure	Freehold	
Land area (sq m)	29,745.70	
Built-Up Area (sq m)	27,489.58	
Gross Leasable Area (sq m)	21,503	
Fair Value, June 2023 Valuation*	466,400,000	

Source: JLL / the Client

# 14.2 Property Location

### **Macro Location**



Source: JLL / Google Earth

#### Micro Location



<sup>\*</sup> The Client instructed us to adopt the Special Assumption that the two land plots form a single Property held free under a single title deed.

The second second		
Property Positioning		
Property		Atelier La Vie, Mixed-use development, Jeddah
City		Jeddah
District		Al Shati District
No. of Street Frontages		4
	North	Abi Al Maali Al Othmani Street - An internal public road
	South	Salim Ibn Al Harith Street
	East	King Abdul Aziz Road
	West	Az Zahid Al Bukhari Street
Key Landmarks		The Property is located along a prime commercial road in Jeddah and is situated near Jeddah Corniche (0.5 km to the west), Red Sea Mall (1 km to the north), Jeddah F1 Circuit (1 km to the north), and Jeddah Boulevard (1 km to the south).
Surrounding Land Uses		The area is predominantly mixed-use, characterised with building heights of two to three storeys. Most developments to the west of the Property comprise villas and apartment buildings while commercial developments are situated to the north and south, more specifically along King Abdul Aziz Road – typically with building heights of up to seven floors (G+6).  The Property is bordered by a commercial office building to the north, King Abdul Aziz Road to the east, and residential units (i.e. villas and apartment buildings) to the west and south.

Source: JLL

# 14.3 Property Description

Duran cata Daniel attac						
Property Description	Mineral manufacture la constant					
Property Type	Mixed-use development					
Age (years)	Three					
Building Condition	Good (new)					
Internal Condition	Good (new)					
No. of Floors	B+GF+FF+SF					
BUA (sq m)	27,489.58					
GLA (sq m)	21,503					
Description	leased as F&B outlets, and I of 488 bays (equating to on rooftop units, a feature that Abdulaziz Road. The Proper circa 200 luxury seats and lo are leased on a shell and co falls on two rectangular-sho (Abi Al Maali Al Othmani Str the southern one at 16,954, is presently occupied (at 89 GLA. Breakdown of Gross Leasa	benefit from both see bay per 44 sq m of tis not commonly rty also contains a eased to Al Hokair' ore basis, with mosaped land plots wheet), with the nort 8 sq m. Construction.3%). The tables betable Area (GLA) by		total tdoor King ning erty erty ad and and		
	Туре	GLA, sq m % c	of Total GLA			
	F&B	16,047	74.63%			
	Cinema (Muvi Suites)	2,304	10.71%			
	Gym	2,229	10.37%			
	Retail	912	4.24%			
	Kiosk	11	0.05%			
	Total Source: The Client	21,503	100%			
Source: ILL / The Client						

Source: JLL / The Client

# Property: SEDCO Capital REIT Assets

# 14.4 Legal

# 14.4.1 Tenure, Planning and Zoning

Title Deed Summary

Title Deed 1	
Title Deed No.	320208037287
Plot No. / Sub-Division No.	Plots 21/A to 32/A, Subdivision 3/462
District	Al Shati
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold
Title Deed Date	21/06/2023 (G), 3/12/1444(H)
Size, sq m	16,954.8
Courses The Client	

Source: The Client

Title Deed 2	
Title Deed No.	420208037288
Plot No. / Sub-Division No.	Plots 6/A to 11/A, and 13/A to 20/A, Subdivision 3/462
District	Al Shati
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold
Title Deed Date	21/06/2023 (G), 3/12/1444(H)
Size (sq m)	12,790.9

Source: The Client

For the purpose of this report, we have assumed that a good and marketable title is held free from any encumbrances, mortgages, charges, third-party interests, and the like. Should this not be the case, our opinion of value could be affected. We recommend that the information regarding tenure is verified by your legal advisors.

We note that the Property is developed over two separate land plots. The Client instructed us to adopt the Special Assumption that the two land plots form a single Property held free under a single title deed.

**Building Permits Summary** 

3900178239 - 3900178244			
26/12/1438(H) - 17/09/2017(G)			
King Abdul Aziz Road			
Jeddah / Al Shati			
Commercial Shops			
Abdul Aziz Ibrahim Al Ibrahim (Previous owner, we understand that the current owner is Saudi Economic and Development company for Real Estate Funds)			
Basement + Ground Floor + M + First Floor	or		
Plot A: 16,260.51       Plot B: 11,229.07         Basement: 3,786.25       Basement: 3,317.53         Ground Floor: 7,226.64       Ground Floor: 4,740.34         First Floor: 3,048.93       First Floor: 1,815.57         Second Floor: 2,198.69       Second Floor: 1,355.63			
	26/12/1438(H) – 17/09/2017(G)  King Abdul Aziz Road  Jeddah / Al Shati  Commercial Shops  Abdul Aziz Ibrahim Al Ibrahim (Previous Economic and Development company for Basement + Ground Floor + M + First Floop Plot A: 16,260.51  Basement: 3,786.25  Ground Floor: 7,226.64  First Floor: 3,048.93		

Source: The Client

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

# 14.4.2 Occupational Leases

As previously mentioned, the Property consists of 45 units, including F&B and retail outlets, a gym and cinema, amongst which 5 are unoccupied (i.e. circa 10%). We have received the tenancy schedule from the Client showing the start and end date of each contract along with the corresponding net rent for the next five years. However, the lease agreement for each unit has not been received. We have relied on the Client-provided tenancy schedule in the absence of the lease agreements. Should a discrepancy exist between the lease agreements and the tenancy schedule provided, we reserve the right to revise our valuation accordingly.

The majority of tenants are contracted for a five-year period, with the exception of Muvi Cinema and its restaurant (10 years), Olive Garden (6 years), Astra (4 years), Overdose (3 years), and Petromin Jeep (circa 3 years). As per the information and documentation received from the Client, rent escalations of 5% every two to three years are commonly observed across the majority of the lease agreements.

Regarding the rates achieved, outdoor spaces commanded the lowest rates, with Millionaire (a rooftop F&B outlet) achieving a rate of SAR 700 per sq m of GLA, whilst Astra (an indoor F&B outlet) achieves the highest contracted rate, at SAR 2,750 per sq m of GLA in the first year of its lease agreement. The table below summarises the base rental rates achieved per unit category.

Summary of Contracted Base Rates (Excluding Marketing Fee and Service Charge)

Tenant	Unit Number	GLA, sq m	Lease Start	Lease End	Annual Base Rent, SAR	Base Rent per sq m of GLA (Rounded)
Evox Ladies	1,2&3	2,229	01-Feb-22	31-Jan-26	2,075,750	931
Brew 92	4 & 5	333	01-Dec-21	30-Nov-25	800,703	2,405
Kerastase - Retail	6	115	01-Feb-21	31-Jan-26	172,500	1,500
Cups & Cones	7	111	01-Jun-21	31-May-26	203,130	1,830
Score Restaurant	8A	342	15-Apr-23	14-Apr-28	861,301	2,518
EL & N	9	401	15-Aug-22	14-Aug-27	830,700	2,072
Starbucks	10	162	01-Nov-22	31-Oct-26	281,739	1,739
Vacant	11	457	-	-	-	-
Enzo	12	174	01-Dec-20	30-Nov-25	379,850	2,183
Drnk Café	13	121	15-Dec-20	14-Dec-25	314,598	2,600
Sonyo	14	498	01-May-21	30-Apr-26	744,030	1,494
Slushy's	15	132	01-Apr-21	31-Mar-26	349,800	2,650
Astra	16	75	01-Dec-20	30-Nov-25	206,250	2,750
Ketchup	17 & 18	258	01-Feb-21	31-Jan-26	670,800	2,600
Al Anbria	19	373	15-Apr-22	14-Apr-26	735,750	1,973
Olive garden	20	1,008	01-Mar-22	29-Feb-28	1,802,400	1,788
Overdose	21	213	01-Dec-21	30-Nov-23	512,856	2,408
Esso	23 & 24	506	01-Dec-20	30-Nov-25	1,015,849	2,008
Grande	25	171	15-Jan-23	14-Jan-28	347,350	2,031
Café Fahrenheit/ Vacant	26	333	-	-	-	
Nail shop	27	722	01-Feb-21	31-Jan-26	979,200	1,356
Koa	28	404	15-Apr-21	14-Apr-26	811,800	2,009
Ukiyo	29	491	01-Dec-20	30-Nov-25	699,500	1,425
Beit Ward	30 & 31	881	01-Dec-20	30-Nov-25	1,304,348	1,481
Vacant	32 - A	438	-	-	-	-

Tenant	Unit Number	GLA, sq m	Lease Start	Lease End	Annual Base Rent, SAR	Base Rent per sq m of GLA (Rounded)
66 Cups	32 - B	223	15-Mar-21	14-Mar-26	450,600	2,021
Patchi	33 & 34	434	01-Nov-21	31-Oct-26	361,900	834
Petromin Jeep	35	709	01-Jan-22	31-Dec-26	1,224,301	1,727
Agave	36	512	15-Mar-21	14-Mar-26	871,800	1,702
Plan B	37	594	01-Dec-20	30-Nov-23	1,091,549	1,837.62
Deera	38	300	01-May-21	30-Apr-26	558,800	1,863
50 GM Café	39	224	15-Feb-22	14-Feb-26	498,090	2,224
Vacant	40	398	-	-	-	-
Merze	41	273	15-Mar-22	14-Mar-26	559,350	2,048
Muvi Cinemas	42, 43,44 & 45	2,304	15-Dec-21	14-Dec-31	3,064,786	1,330
Al Qubba	A5	629	15-Feb-22	14-Feb-26	487,475	775
Generes	A6	782	14-Feb-22	13-Feb-27	722,000	923
Vacant	B2-A&B	661	-	-	-	-
Millionaire	Roof B4	1,307	01-Jun-22	31-May-26	914,901	700
El Diamante	Roof B5	510	01-Jul-22	30-Jun-27	612,000	1,200
Kiosk	F100	11	15-Mar-23	14-Mar-24	86,957	7,764
Lion Location	A3	684	15-Mar-23	14-Mar-28	820,800	1,200
Total		21,503			28,425,513	1,322

Source: The client - JLL Analysis

Following our analysis of the tenant schedule and corresponding applicable rates, the table below summarises the average contracted base rates for each unit category, bearing in mind the type of outlet, location with respect to the main road, and size.

Summary of Contracted Base Rates Per Unit Category

Category	Average Contracted Rate, SAR/sq m
0 to 500 sq m (Indoor, Main Road F&B Shops)	2,151
0 to 500 sq m (Indoor, Back Road F&B Shops)	2,067
500+ sq m – (Retail Shops)	1,500
0 to 500 sq m (Retail Shops)	1,869
Outdoor (Rooftops & Outdoor Seating)	1,085
Cinema	1,330
Gym	931

We note that the disclosed rates above represent base rents, with a 10% service charge and 5% marketing fee further added to arrive at the gross rental rate. According to the tenancy schedule provided by the Client, the current contracted base rent as of the valuation date is SAR 28,425,513 per annum. The total service charge income, inclusive of the marketing fee, is SAR 4,263,827. Thus, resulting in a gross income of SAR 32,689,340.

Also, according to the information received from the client, an additional income of SAR 600,000 and SAR 1,056,925 is estimated to be earned through the agreements for valet parking services and promotional spots and advertisements for the first year, for a total of SAR 1,656,925. Furthermore, we have factored in potential additional income from kiosk rentals at 2.5% - 5% of total market rent; more details regarding the additional income are provided in section 14.5.5.

Summary of Property's Revenues

	Year 1
Contracted Base Rent, SAR	28,425,513
+ Service charge and marketing fees, SAR	4,263,827
Contracted Gross Rent, SAR	32,689,340
+ Additional Revenues	1,756,925
Total	34,446,265

# 14.4.3 Management Agreements

We have been provided with a summary table for the Property Management agreements. The operational expenses of the property are detailed in the table below.

Summary of Property Management Agreements

	Service provider	OpEx Y1, SAR	Rate, SAR per sq m of GLA
Property Management Services	Ray White	2,066,776	96
Landscape services	Afya Jenan	52,800	2
Security services	Al Waseet	1,176,000	55
Facility management services	Boulavard Co.	1,581,672	74
Total OpEx, SAR		4,877,248	227

Source: The Client

Our analysis of costs for multiple malls and retail strips across KSA shows that, on average, the total operating expenses represent c. 16%-20% of the base rent (or 13%-18% of the total revenue).

For the purpose of this valuation, we have adopted a rate per sq m of GLA of SAR 227 (based on the area of 21,503 sq m of GLA), subject to a 2% annual escalation during the projection period. We note that the adopted rate represents 14.16% of total revenues, which falls within the above benchmark range.

#### 14.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF) technique.

#### 14.5.1 Commentary on Market Rent

As per our discussions with the Client and documentation received, we understand that the Property Manager is currently in discussions with prospective tenants in order to fill the vacant units. We also understand that finalising deals with potential tenants has been slow due to the process of transferring property ownership within the last two months. In this regard, recently signed rental agreements are usually the best evidence of the prevailing market dynamics and lease rates; however, we have undertaken further research to assess the lease rates commanded in the market for similar components and uses. Moreover, we understand that the Property offers a unique destination with very limited comparable developments in Jeddah. As such, when arriving at our opinion of Market Rent for the components within the Property, we have assessed the data for assets in Jeddah while also focusing on evidence and available benchmarks pertaining to the Kingdom's entertainment and retail landscape, most notably in comparable tier-one cities (i.e. Riyadh and Dammam).

<sup>\*61%</sup> of net collected revenues

### 14.5.2 Market Rent

#### F&B Outlets

For F&B and retail outlets within well-established, high-end retail plazas and centres (similar to the Property), our research indicates a Base Rent range of SAR 1,500 to SAR 3,500 per sq m, with the higher end corresponding to destinations (more specifically F&B outlets) in the Kingdom's major cities, most notably Riyadh. We note here that the wide range within the same development is mainly attributed to the placement of the store within the overall property, brand name of the tenant or retail group, unit size, and the type of offering, amongst others.

Market Rent Range for F&B and Retail Outlets (Plaza's) in KSA's Major Cities

Comparable	Occupancy Rate	Base Rent per sq m, SAR
Comp 1	95%	2,500 to 3,500
Comp 2	70%	2,800 to 3,000
Comp 3	100%	2,300 to 2,500
Comp 4	95%	2,000 to 2,400
Comp 5	90%	1,800 to 2,800
Comp 6	90%	1,800 to 2,800
Comp 7	N/A	1,800 to 2,500
Comp 8	85%	1,500 to 2,500

Source: JLL Research

As such, considering the high-end offering and positioning of the Property, we have adopted a Market Rent (base) of SAR 2,500 per sq m of GLA for the indoor F&B outlets and SAR 2,250 per sq m for the retail shops, notably those benefiting from a frontage on King Abdul Aziz Road and with an area of up to 500 sq m. We have also considered a discount for outlets located on the back road (i.e. internal) vis-à-vis those along the main road and further reflected a quantum adjustment (discount) for shops larger than 500 sq m. For the outdoor F&B outlets (including rooftops), common market practice involves a 50% discount on the rent applicable for indoor space, also bearing in mind the size and location of the outlet within the overall project.

The table below summarises the Market Rates adopted for the F&B and retail outlets within the Property. We have also included the contracted base rates for comparison purposes.

Summary of Base Market Rates Applied – F&B and Retail

Category	Market Rate, SAR per sq m	Average Contracted Rate, SAR per sq m
0 to 500 sq m (Indoor, Main Road F&B Shops)	2,500	2,151
0 to 500 sq m (Indoor, Back Road F&B Shops)	2,250	2,067
500+ sq m – (Retail Shops)	1,900	1,500
0 to 500 sq m (Retail Shops)	2,000	1,869
Outdoor (Rooftops & Outdoor Seating)	1,175	1,085
Source: JLL Analysis		

#### Cinema

Based on our market knowledge, the annual rental rates for typical cinema units in the Kingdom range from SAR 400 to SAR 1,200 per sq m depending on the city and quality of the mall/centre in which the cinema is located, bearing in mind that prime locations in Riyadh, Jeddah and DMA achieve higher rental levels in the range of SAR 700 to SAR 1,200 per sq m. These rental rates reflect the Base Rents for cinema units whereby the operator is responsible for the fit-out works, which in turn allows landlords to push the rates lower and ensure affordability to the tenants/operators who shall undertake the initial capital expenditure requirements. We are

also aware of the fact that should the cinema operator manage to pass the fit-out works on to the landlord, the above rental rates would typically be higher.

Accordingly, the table below summarizes the average Base Rents for cinemas in the Kingdom's major cities, namely Riyadh, Jeddah and DMA.

Market Rent Range for Cinema's in KSA's Major Cities

Range	Base Rent range per Annum (SAR per sq m per annum)
Minimum	SAR 700
Maximum	SAR 1,200
Source: JLL Research	

The aforementioned rental rate for the cinema, at SAR 1,330 per sq m, is deemed higher than the rates presently commanded in the market. However, bearing in mind the location and unique offering of the cinema component within the Property (VIP and smaller area compared to typical cinemas), limited comparable destinations in Jeddah and the corresponding high footfall, and considering the recent nature of the lease agreement, we are of the opinion that the Property is able to achieve such a rate in the open market. Furthermore, although we are aware of lease rates for cinemas in excess of SAR 1,200 per sq m of GLA, we note that such agreements are limited and almost exclusively, to the best of our knowledge, result from cinema operators approaching the retail centre specifically for the space – which is circumstantial in nature and not reflective of common market practice. We have in turn adopted a Market Rent of SAR 1,100 per sq m of GLA for the cinema component, taking into consideration the unique and luxury offering as compared to typical cinemas.

Summary of Rates Adopted - Cinema

Parameter	Rate, SAR/sq m
Contracted Base Rate, Cinema – Year 1	1,330
Adopted Market Rate, Cinema – Year 1	1,100
Source: JLL Analysis	

#### Gym

We are of the opinion that the achieved rental rate for the gym, specifically Evox Ladies, averaging SAR 931 over the next four years, falls on the lower end of the market levels, indicating a potential under-renting situation of approximately 10%.

Summary of Rates Adopted - Gym

Parameter	Rate, SAR/sq m per annum
Contracted Base Rate, Gym – Year 1	931
Adopted Market Rate, Gym – Year 1	1,000
the state of the s	

Source: JLL Analysis

#### Summary

In line with the above, the table below summarises the adopted market rental rates for each unit category. Our application of Market Rent draws on both contracted rates achieved in the rent-roll and prevailing rates commanded in the market, as covered in the analysis above.

Summary of Base Market Rates Applied

outlinary of base market races approa			
Category	Market Rental Rate, SAR/sq m	Average Contracted Rental Rate, SAR/sq m*	
0 to 500 sq m (Indoor, Main Road F&B Shops)	2,500	2,151	
0 to 500 sq m (Indoor, Back Road F&B Shops)	2,250	2,067	

Category	Market Rental Rate, SAR/sq m	Average Contracted Rental Rate, SAR/sq m*
500+ sq m (Retail Shops)	1,900	1,500
0 to 500 sq m (Retail Shops)	2,000	1,869
Outdoor (Rooftops & Outdoor	1,175	1,085
Seating)		
Cinema	1,100	1,300
Gym	1,000	931

Source: JLL Analysis

Applying the above adopted rates to the various units within the Property, the total base Market Rent is projected at SAR 39,111,475 (including the present vacant units). This translates into a gross Market Rent of SAR 44,978,196, including a service charge of 10% and a marketing fee of 5%. Moreover, for the market rental rates, we have assumed a yearly growth of 1.5% throughout the 5-year forecast period.

All in all, we understand that the Property is relatively under-rented (around 15%) following our analysis of the rates commanded in the market. However, this is most likely due to the discounts offered initially to attract tenants to set-up shop in the Property – this is commonly observed across the rent roll with tenants brought aboard upon the launch of operations benefitting from lower rates than those presently asked.

# 14.5.3 Service Charge and Marketing Fees

It is our understanding that, as per communications with the Client and documentation received in this regard, a service charge of 10% and a marketing fee of 5%, both applicable as a percentage of Base Rent, are levied on all tenants. As per our understanding of market practice and comparable evidence in this regard, we note that the aforementioned rates are in line with market benchmarks considering the nature of the Property and the components included within it.

### 14.5.4 Occupancy and Void Periods

As mentioned above, 5 out of the 45 outlets have been vacant, representing an occupancy rate of circa 90%. For the purpose of this valuation, we have accounted for a period of six (6) months on average to lease the remaining five vacant outlets, with a general vacancy of five percent (5%) applicable throughout the forecast period (Year 2 onwards). We note here that upon expiration of the present lease terms, most notably for the F&B and retail outlets, we have assumed that the lease contracts are directly renewed at Market Rent, and thus we have not accounted for any void periods.

#### 14.5.5 Additional Income

Based on the documentation received from the Client, we are aware that the Property has generated additional income from the lease of Kiosks, promotional spaces (media and advertising) and valet parking service. We have been advised by the client to adopt the following assumptions regarding the revenues of the additional income within the forecasted period.

Since the Property's common areas represent open-air and non-air-conditioned spaces, we have assumed that the level of income from kiosk rental will be half (i.e. 50%) when compared to the same revenue stream in malls, which are in turn fully covered and usually benefit from customer footfall all year round – bearing in mind that open-air concepts are likely to face restrictions related to hot summer months. Our benchmarks pertaining to additional specialty income, particularly within malls, indicate an average of 5% of the total Market Rent.

<sup>\*</sup>Contracted rate shown for reference purposes only.

- With regards to the valet parking service, we have assumed SAR 600,000 as revenue in year one and SAR 900,000 in years two and three. We have also assumed that when the present contract expires, potential revenue will revert to a percentage of 2.5% of total Market Rent.
- For Promotional Spaces and Advertisements, we have adopted SAR 1,056,925 per year throughout the contracted period. We also assumed that after the present contract expires, potential revenue would be equal to a forementioned amount, adjusted for inflation.

Considering the above, the table below summarises the additional sources of income adopted in our forecasts and in turn reflected in our valuation.

Assumptions on Additional Income Sources

Category	Tenant	Lease Start	Lease End	Annual Rent, SAR, %
Valet Parking Services	Al Sair Al Khas	1-Nov-22	1-Nov-25	Year 1-600,000
				Year 2 & 3 - 900,000
Parking Service - Upon Expiration	n/a	n/a	n/a	2.5%
Promotional Spaces and Advertisements	Ain Al Arabia for Media Production	8-Dec-22	8-Jun-28	1,056,925
Promotional Spaces and Advertisements - Upon Expiration	n/a	n/a	n/a	1,138,608
Kiosk Rental	n/a	n/a	n/a	Year 1- 100,000
				Year 2 – 2.5%
				Year 3 (on ward) – 5%

Source: The Client

#### 14.5.6 Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease term, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 10.5%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 8% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price). Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR **466,400,000**.

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary

Description	Details
Net Operating Income Year 1, SAR	32,972,682
Net Operating Income Year 2, SAR	36,460,131
Net Operating Income Year 6, SAR	42,666,347
Exit Yield	8%
Discount Rate	10.5%
Fair Value, June 2023 Valuation*	466,400,000
Projected First Year's Forward Yield	7.07%
Projected Second Year's Forward Yield	7.82%

Source: JLL Analysis

<sup>\*</sup> The Client instructed us to adopt the Special Assumption that the two land plots form a single Property held free under a single title deed.

### 14.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property under the Special Assumption as of 30 June 2023 is:

SAR 466,400,000

(FOUR HUNDRED SIXTY-SIX MILLION, FOUR HUNDRED THOUSAND SAUDI ARABIAN RIYALS)

# 14.7 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

# 14.8 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit document) and have assumed them to be accurate. Similarly, based on the results of our visual inspection, we have assumed the Property to be in a good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have considered land plots listed for sale in the nearby vicinity of the Property, benefiting from similar planning and zoning regulations, and applied adjustments to reflect the size differences, accessibility, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for similar retail plazas in the Kingdom and depreciated the said total cost over a period of 3 years (age of the Property).

Replacement Cost Summary

,			
	Area, sq m	SAR/sq m*	Summary, SAR
Plot	29,743.70	10,800	321,231,960
Basement	7,103.78	3,000	21,311,340
Superstructure	20,385.80	5,600	114,160,480
Total (Plot + Structure)			456,703,780

<sup>\*</sup>Inclusive of contingencies, financing fees and soft construction costs for the basement and superstructure

Depreciation

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	13,048,679	
Accumulated Depreciation	3		39,146,038

Depreciated Replacement Cost Summary

	Summary, SAR
Plot	321,231,960
Development Cost	135,471,820
Total (Plot + Structure)	456,703,780
Depreciation	-39,146,038
Depreciated Replacement Cost (Rounded)	417,500,000

Source: JLL

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 15 Banque Saudi Fransi Building, Dammam

# 15.1 Executive Summary





Source: JLL Inspection 2023

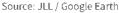
Executive Summary	
Inspection Date	14 June 2023
Location	Al Rayyan District, Dammam, KSA
Property Type	Office / Retail
Tenure	Mortgaged (Assumed Freehold) *
Land size (sq m)	5,191.44
BUA (sq m)	879
Fair Value Under the Special Assumption (SAR)	26,579,000

Source: JLL / the Client

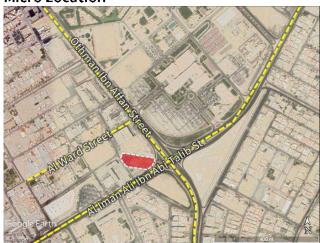
# 15.2 Property Location

#### **Macro Location**





#### Micro Location



<sup>\*</sup>Special Assumption of good and marketable freehold title held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning		
Property		Banque Saudi Fransi Building
City		Dammam
District		Al Rayyan District
No. of Street Frontage/s		2
	South	Unnamed Street
	East	Al Imam Ali Ibn Abi Talib Street
Key Landmarks		Prince Mohammad Bin Fahd Education Complex (0.2 km to the south), Petromin Express and Alinma Bank (0.5 km to the west), Al Rajhi Bank (0.1 km to the west) and Panda Al Rayyan (0.2 km to the west).
Surrounding Land Uses		The surrounding area is predominantly residential with commercial developments along AI Imam Ali Bin Abi Taleb Street. AI Rajhi Bank is located 100 m to the west of the Property, along AI Imam Ali Bin Abi Taleb Street. A petrol station in addition to Alinma Bank and SNB Alahli Bank are also along the same stretch to the west of the Property. North of the Property there are a number of low-rise developments including residential, educational, and commercial buildings.  We note that in close proximity to the Property there are a number of large commercial land plots located along AI Imam Ali Bin Abi Taleb Street which are yet to be developed.

Source: JLL

# 15.3 Property Description

Property Description	
Property Type	Office / Retail
Age (years)	16
Building Condition	Good
Internal Condition	Good
No. of Floors	G+1
BUA (sq m)	879
Description	The Property, located in Al Rayyan District, Dammam, comprises a 16-year-old office building known as Banque Saudi Fransi constructed upon a rectangular-shaped plot of land extending to 5,191.44 sq m. The building provides retail space on the ground floor used as a branch for the bank and office space on the first. We understand from the information provided by the Client that the Property has a total Built-Up Area (BUA) of 879 sq m.  Further to our inspection, we highlight the internal and external conditions of the building as shown below:  Office floor enjoys glass facades.  They benefit from natural light.  Reception is on the ground floor only.  Gypsum boards partition walls between offices.  One corridor as a common area on each floor.  Central air-conditioning system.  Spot lighting.  Fire alarm and sprinkler system.  Security cameras.

Source: JLL / The Client

## Property: SEDCO Capital REIT Assets

### 15.4 Legal

## 15.4.1 Tenure, Planning and Zoning

#### Summary

~y	
Description	
Title Deed No.	393010010161
Plot No. / Subdivision No.	Plot No. 108 to 110 subdivision #832
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Mortgaged (assumed Freehold)
Land Area, sq m	5,191.44
Title Deed Date	01/11/1444 (H) -21/05/2023 (G)
÷ = = = = = = = = = = = = = = = = = = =	

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected.

We have been provided with a building permit and building specification, the details of which are summarized below:

Details	
426/10313	
24/06/1426 (H) - 30 July 2005 (G)	
3 years	
Hassan Ali Al Jubran (Former landlord, we current owner of the Property is Saudi Eco Company for Real Estate Funds)	
330114008967	
108 to 110	
832	
09/06/1440 (H) / 14-Feb-2019 (G)	
5,191.44 sq m	
Description	Area, sq m
Ground Floor	426
First Floor	453
Total BUA	879
	426/10313 24/06/1426 (H) – 30 July 2005 (G) 3 years Hassan Ali Al Jubran (Former landlord, we current owner of the Property is Saudi Eco Company for Real Estate Funds) 330114008967 108 to 110 832 09/06/1440 (H) / 14-Feb-2019 (G) 5,191.44 sq m  Description Ground Floor First Floor

Source: The Client

We have been provided with a building permit dated 30 July 2005 for plot no. 108 to 110 confirming the development to comprise a G+1 office building with a bank branch on the ground floor and office space on the first floor. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

### 15.4.2 Occupational Leases

We have presented the salient terms of the lease contract provided to us by the Client in the summary table below. The lease contract comprises a 10-year triple-net lease where the landlord is not liable for any maintenance costs throughout the duration of the agreed term:

Lessee	Banque	Saudi Fransi		
Lessor				nd that the current owner of the pany for Real Estate Funds)
Lease Term	10 Years			
Commencing Date	01/11/20	)15		
Property Area (sq m)	Land me	asuring 5,191.44 sq	m inclusive of any struct	ture built on it.
Lease Type	Triple N	et -	-	
Maintenance	The tena	ant is fully liable.		
Utilities	The tena	ant is fully liable.		
Subletting	Permiss	ble if within the tern	of this contract	
Rent Escalation	33% afte	er Year 5		
Annual Rent	Sumn	nary Table		
	Year		nual Rent (SAR)	
	1	01/11/2015	1,500,000	
	2	01/11/2016	1,500,000	
	3	01/11/2017	1,500,000	
	4	01/11/2018	1,500,000	
	5	01/11/2019	1,500,000	
	6	01/11/2020	2,000,000	
	7	01/11/2021	2,000,000	
	8	01/11/2022	2,000,000	
	9	01/11/2023	2,000,000	
	10	01/11/2024	2,000,000	
	TOTA	L	17,500,000	
Lease Termination	to be sei tenant's	nt to the Landlord du activities. The Tenai	ring the validity of the l	se with a 6-month written notic ease for reasons due to the rount till the end of the lease ion is taking place in.
ource: The Client	period, i	io. ine armour rent re	. the jour the terrimout	on is saiming prace in

As per the lease, the current passing rent as of the Valuation Date is SAR 2,000,000 per annum.

We have also been provided with an addendum to the above head lease dated 05 January 2019. It highlights the new ownership of Saudi Economic and Development Company for Real Estate Funds as the new landlord moving forward noting the previous landlord was Hassan Ali Al Jubran.

## 15.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all OpEx costs of the Property.

#### 15.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising Discounted Cash Flow (DCF) valuation technique.

The Property was developed in accordance with the tenant's requirements circa 16 years ago and once the current lease expires it will be 17 years of age. Given the condition and specification of the Property (stand alone commercial buildings designed for financial institutions), we consider it reasonable to assume that the tenant will review and renew the existing lease agreement. It may be challenging for the landlord to find a tenant for such a specific Property, comprising an under-utilised land plot with an insignificant developed part. The tenant is unlikely to surrender a fully operational asset meeting their requirements, which has not yet

reached the end of its lifespan. Therefore, The Property was valued using the income approach, assuming that the tenant will renew the contract at the Market Rent for the same period of 10 years.

#### Market Rent

The Property is currently let at a contracted rent of SAR 2,000,000 per annum, equating to SAR 385 per sq m of land. We analysed the areas surrounding the Property for comparables (leased developed lands) and considered the below which range between SAR 400 and SAR 500 per sq m of land and SAR 400 and SAR 1,000 per sq m of BUA depending on lease structure:

Ref	Land Area, Sq m	BUA, Sq m	Annual Rent, SAR	SAR / sq m of Land	SAR / sq m of BUA
Comp 1	n/a	910	400,000	n/a	440
Comp 2	n/a	2,288	2,300,000	n/a	1,005
Comp 3	n/a	1,520	1,250,000	n/a	822
Comp 4	n/a	590	480,000	n/a	813
Comp 5	1,462	n/a	650,000	445	n/a
Comp 6	500	n/a	250,000	500	n/a
Comp7	2,688	n/a	1,500,000	558	n/a

Source: JLL research

We understand that the current lease for the Property reflects the land and the building developed on it therefore undertook a high-level calculation where we have cross checked it against the ground rent for the entire site and the building rent separately. It is our opinion that the current rent of SAR 2,000,000 per annum reflects SAR 155 per sq m on land and SAR 1,300 per sq m of BUA for the building, which is in line with the market achievable rents for the respective vacant lands and similar developed properties.

Based on the comparables and the high-level calculations mentioned above, we suggest that the market rent for the Property is SAR 400 per sq m of land. This Market Rent has been indexed 1.5% annually from year 2 of the cashflow onwards.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease term, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, given the triple net lease in place at the Property, we have applied a Discount Rate of 9.00%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.5% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price). Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 26,579,000

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary Table

	Banque Saudi Fransi Building
Net Operating Income (Year 1)	SAR 2,000,000 per annum
Net Operating Income (Year 6)	SAR 2,139,340 per annum
Discount Rate	9.00%
Exit Yield	7.50%
Fair Value June 2023 Valuation	SAR 26,579,000
Projected First Year's Forward Yield	7.52%

Source: JLL

### 15.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value under the Special Assumption specified above of the freehold interest in the Property as at 30 June 2023 is:

SAR 26,579,000

(TWENTY-SIX MILLION, FIVE HUNDRED AND SEVENTY-NINE THOUSAND SAUDI ARABIAN RIYALS)

## 15.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

Valuation Summary	
H1 2023	26,579,000
2022	26,530,000
Difference in value, H1 2023 vs 2022	0.18%
Comments	The derived value increased by 0.18% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the reversion to a higher market rental rate (Adjusted to inflation).

Source: JLL

## 15.8 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and conditions prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Dammam and have applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for commercial development in the Kingdom and depreciated the said total cost over a period of 16 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	5,191.44	3,100	16,093,464
BUA	879		
Development Cost		3,700	3,252,300
Total (Plot + Structure)			19,345,764

Source: JLL high-level research and indicative analysis

#### **Depreciation Considerations**

	Years	SAR/Year	<b>Total Depreciation</b>
Depreciation (per year) - Straight Line	45	72,273	
Depreciation	16		-1,156,368

Source: JLL high-level research and indicative analysis

#### **Total DRC Considerations**

	Summary (SAR)
Plot	16,093,464
Development Cost	3,252,300
Total (Plot + Structure)	19,345,764
Depreciation	-1,156,368
Depreciated Replacement Cost	18,189,369

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

#### Hyper Panda, Dammam 16

#### **Executive Summary** 16.1





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	14 June 2023
Location	Al Rayyan District, Dammam, KSA
Property Type	Retail
Tenure	Freehold (Special Assumption) *
Land size (sq m)	18,144.80
Built Up Area, BUA (sq m)	9,800
Gross Leasable Area, GLA (sq m)	9,800
Fair Value (SAR) under Special Assumption	70,450,000

Source: JLL / the Client

#### 16.2 **Property Location**

#### **Macro Location**







Source: JLL / Google Earth

<sup>\*</sup>Special Assumption of good and marketable freehold title held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning		
Property		Hyper Panda
City		Dammam
District		Al Rayyan District
		**
No. of Street Frontage/s	Al d.	4
	North	Unnamed Street
	South	Al Imam Ali Ibn Abi Talib Street
	East	Unnamed Street
	West	Unnamed Street
Key Landmarks		Prince Mohammad Bin Fahd Education Complex (0.04 km to the south), Petromin Express and Alinma Bank (0.01 km to the west), Al Rajhi Bank (0.01 km to the east), and Imam Abdulrahman Bin Faisal University (approximately 1 km to the northwest), in addition to Al Rajhi Bank and Saudi Fransi Bank (0.01 km to the east).
Surrounding Land Uses		The surrounding area is predominantly residential with commercial developments along Al Imam Ali Bin Abi Taleb Street. North of the Property there is a number of low-rise developments including residential, educational, and commercial buildings.  In close proximity to the Property, there are several large commercial land plots located along Al Imam Ali Bin Abi Taleb Street which are yet to be developed. These plots are zoned for commercial development.
Source: JLL		

## 16.3 Property Description

Property Description	
Property Type	Retail
Age (years)	19
Building Condition	Good
Internal Condition	Good
BUA (sq m)	9,800
GLA (sq m)	9,800
Description	The Property comprises a retail store known as Hyper Panda comprising a commercial building. The retail unit is constructed on a flat, rectangular plot with a total area of 18,144.80 sq m and provides surface parking for 164 cars, as advised by the Client.  We understand that the total BUA of the Property is 9,800 sq m. The Property comprises a big-box single-storey retail unit.  It is easily accessible through Al Imam Ali Bin Abi Taleb Street and the nearby Othman Bin Affan Road.

Source: JLL / The Client

## 16.4 Legal

## 16.4.1 Tenure, Planning and Zoning

## Summary

Description	
Title Deed No.	530105021904
Plot No. / Subdivision No.	Plots 119 to 136, subdivision #832
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold - Mortgaged
Title Deed Date	07/02/1440 (H) -16/10/2018 (G)
Area (sq m)	18,144.80
Source: The Client	

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For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected.

We have been provided with a building permit dated 27 February 2012 confirming the development as a commercial property.

Planning / Building Permit	Details
Permit Number	10286
Permit Date	05/04/1433 (H) - 27/02/2012 (G)
Permit end date	3 years
Owner	Abdel Qader Al Mahdi And Sons Co. (Previous Landlord, we understand that the current owner of the Property is Saudi Economic and Development company for Real Estate Funds)
Title deed number	330120000995
Land Area (sq m)	18,144.80
Source: The Client	

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on them for the purpose of this assignment.

The Client has confirmed to us that the BUA (and GLA) of the Property is 9,800 sq m. We have reflected this in our valuation and assumed it to be correct and accurate as of the Valuation Date.

## 16.4.2 Occupational Leases

We have presented the salient terms of the lease contract provided to us by the Client in the summary table below. The lease contract comprises a 8-year triple-net head lease where the landlord is not liable for any maintenance costs throughout the duration of the agreed term.

Hyper Panda Al Rayyan, Damman	ı, KSA			
Contract Date	08 December 202	.2		
Landlord (First Party)	Saudi Economic	and Development co	mpany for Real Est	ate Funds
Tenant (Second Party)	Panda Azizia Unit	ted Company		
Lease Term	8 years			
Lease Start	01/01/2022			
Lease End	31/12/2029			
Property Area (sq m)	Land measuring	18,144.8 <mark>0 sq m</mark> inclus	ive of any structur	e built on it.
Maintenance	The tenant is full	y liable.		
Utilities	The tenant is full	y liable.		
Subletting	Permissible if wit	hin the term of this c	ontract	
Rental Payments & Escalations	Summary Tal	ble		
	Payment	Date	Rent (SAR)	
	1	11/01/2023	2,614,085	
	2	11/07/2023	2,614,085	
	3	11/01/2024	2,614,085	
	4	11/07/2024	2,614,085	
	5	11/01/2025	2,745,000	
	6	11/07/2025	2,745,000	
	7	11/01/2026	2,745,000	
	8	11/07/2026	2,745,000	
	9	11/01/2027	2,745,000	

Hyper Panda Al Rayyan, Dammam, I	Hyper Panda Al Rayyan, Dammam, KSA			
	10	11/07/2027	2,745,000	
	11	11/01/2028	2,745,000	
	12	11/07/2028	2,745,000	
	13	11/01/2029	2,745,000	
	14	11/07/2029	2,745,000	

Source: The Client/ JLL Summary

As per the above lease, the current passing rent as of the Valuation Date is SAR 5,228,170 per annum. The lease includes an escalation of 5% after 2 years as shown above.

### 16.4.3 Operating Costs

As per the terms of the lease agreement detailed above, the Tenant (i.e. Panda) is responsible for all the Property's operating expenditures as well as ongoing maintenance costs. We have not been provided by the Client with the actual operating costs presently incurred by the Tenant for the Property.

#### 16.5 Valuation

In arriving at our opinion of the Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, furthermore the contract has been renewed at a higher rent. This indicates the sustainability of the contracted rent (SAR 533 per sq m of GLA per annum) in terms of tenant affordability.

Moreover, based on the information provided by the Client, specifically lease agreements for similar big-box Panda assets, current passing rates range between SAR 500 and SAR 725 per sq m. Contracted passing rent in Extra is SAR 860 per sq m per annum. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 533 per sq m is in line with lower end of the range, which reflects the large size of the Property and relatively high coverage ratio of the land plot (54%). It should be noted that the parking provision for the Property (46% of the site area) is slightly below the parking provision for the comparables presented above.

We have also had regard to prevailing rental comparables for similar big-box retail assets throughout the Kingdom, which are typically let on long-term leases. We understand that rental rates for such assets may currently range between SAR 550 and SAR 850 per sq m, depending on macro and micro-location, direct competition, catchment area and the profile of the neighbourhood. All of the above factors affect such properties' rental rates significantly.

Based on the above, we are of the opinion that the current passing rent at SAR 533 per sq m is in line with Market Rent for similar units in this location. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cashflow onwards.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to

recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, given the triple net lease in place at the Property, we have applied a Discount Rate of 8.50%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.50% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cashflow to calculate the estimated terminal sale price). Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 70,450,000.

We have summarised our inputs and valuation of the Property in the table below:

#### Valuation Summary Table

ratadeon banniary rabic		
	Hyper Panda Al Rayyan	
Net Operating Income (Year 1)	SAR 5,228,170 per annum	
Net Operating Income (Year 6)	SAR 5,632,224 per annum	
Discount Rate	8.50%	
Exit Yield	7.50%	
Fair Value June 2023 Valuation	SAR 70,450,000	
Projected First Year's Forward Yield	7.42%	

Source: JLL

#### 16.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property under the Special Assumption mentioned in the Report, as of 30 June 2023 is:

SAR 70,450,000

(SEVENTY MILLION, FOUR HUNDRED AND FIFTY THOUSAND SAUDI ARABIAN RIYALS)

## 16.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

Valuation Summary	
H1 2023	70,450,000
2022	70,190,000
Difference in value, H1 2023 vs 2022	0.37%
Comments	The derived value increased by 0.37% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the escalations in the lease profile
Source: JLL	

### 16.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates;
- Exit capitalisation rates.

## 16.9 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Dammam and have applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for retail development in the Kingdom and depreciated the said total cost over a period of 19 years (age of the Property).

**Total Replacement Costs** 

·	Area (sq m)	SAR/sq m	Total (SAR)
Plot	18,144.80	2,800	50,805,440
BUA	9,800		
Development Cost		3,000	29,400,000
Total (Plot + Structure)			80,205,440

Source: JLL

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation (SAR)
Depreciation (per year) - Straight Line	35	840,000	
Depreciation	19		-15,960,000
Source: JLL			

**Total DRC Considerations** 

	Summary (SAR)
Plot	50,805,440
Development Cost	29,400,000
Total (Plot + Structure)	80,205,440
Depreciation	-15,960,000
Depreciated Replacement Cost	64,245,440
Source: JLL high-level research and indicative analysis	

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

## 17 Al Hokair Time Centre, Dammam

## 17.1 Executive Summary





Source: JLL Inspection 2023

<b>Executive Summary</b>	
Inspection Date	14 June 2023
Location	Ash Shati Ash Sharqi District, Dammam, KSA
Property Type	Retail / Entertainment
Tenure	Mortgaged (Assumed Freehold) *
Land size (sq m)	5,156
BUA (sq m)	3,326**
GLA (sq m)	3,326**
Fair Value Under the Special Assumption (SAR)	34,168,000

Source: JLL / the Client

### 17.2 Property Location

#### **Macro Location**





#### Micro Location



<sup>\*</sup>Special Assumption of good and marketable freehold titles held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

<sup>\*\*</sup>The Building Permit states that the total BUA is 5,607 sq m however we have been advised by the Client that the actual total BUA is 3,326 sq m as there is no basement floor developed within the Property

Property Positioning		
Property		Al Hokair Time Center, Dammam
City		Dammam
District		Ash Shati Ash Sharqi District
No. of Street Frontage/s		3
	North	Foudalah Ibn Oubaid Street
	South	Al Ashriah Street
	East	Unnamed Street
Key Landmarks		Al Shatea Mall (0.7 km to the west), Sheraton Dammam Hotel and Convention Centre (0.8 km to the west), Tadawi General Hospital (0.8 km to the west) Al Hussan Modern School for Girls (0.9 km to the south) and Lulu Hypermarket (1 km to the north).
Surrounding Land Uses		The surrounding area is predominantly residential with commercial developments along Al Ashriah street. Al Shatea Mall is located 700 m to the west of the Property, along Prince Mohammed Bin Fahd Road. STC Store in addition to Mobily Store and SNB Alahli Banisre are located along the Gulf Road to the north of the Property. North of the Property there are several low-rise developments including residential apartments, educational projects, and a mosque.  We note that in close proximity to the Property there are a number of large commercial land plots located along Al Ashriah Street and Gulf Road. These plots are vacant and are yet to be developed.

Source: JLL

## 17.3 Property Description

Property Description	
Property Type	Retail / Entertainment
Age (years)	6
Building Condition	Good
Internal Condition	Good
No. of Floors	G+1
BUA (sq m)	3,326*
Description	The Property, located in Ash Shati Ash Sharqi District, Dammam, comprises a 6-year-old retail/entertainment building known as Al Hokair Time Center. The building is constructed upon a rectangular-shaped plot of land extending to 5,156 sq m.  The building provides retail and an entertainment area on the ground floor and an entertainment area on the first floor.  We understand from the information provided by the Client that the Property has a total Built-Up Area (BUA) of 3,326 sq m. The Property was developed by Al Hokair and is operated by brands owned by Al Hokair. There are parking spaces at the Property located in front of the south entrance as well as the east entrance.

Source: JLL / The Client

<sup>\*</sup>The Building Permit states that the total BUA is 5,607 sq m however we have been advised by the Client that the actual total BUA is 3,326 sq m as there is no basement floor developed within the Property.

## 17.4 Legal

## 17.4.1 Tenure, Planning and Zoning

### Summary

V 411111141 y	
Description	
Title Deed No.	393010010160
Plot No. / Subdivision No.	Plot No. 3&4 subdivision 337/1
Owner	Saudi Economic and Development Company for Real-Estate Funds
Tenure	Mortgaged (assumed Freehold)
Land Area, sq m	5,155.52
Title Deed Date	01-11-1444 (H) / 21-05-2023 (G)
Source: The Client	

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected.

We have been provided with a building permit and building specification, the details of which are summarized below.

Planning / Building Permit	Details	
Permit Number	34371000337	
Permit Date	14-03-1437 (H) / 25-De	c-2015
Permit end date	3 years	
Owner	Hassan Ali Al Jubran*	
Title deed number	330108012144	
Plot no.	3&4	
Subdivision no.	337/1	
Title deed date	12-05-1435 / 13-Mar-20	014
Land Area	5,156 sq m	
BUA	Description	Area, sq m
	Basement Floor	2,281
	Ground Floor	2,776
	First Floor	550
	Total BUA	5,607

Source: The Client

We have been provided with a building permit dated 25 December 2015 for plot no. 3&4 confirming the development to comprise a B+G+1 retail building.

The Building Permit states that the total BUA is 5,607 sq m however we have been advised by the Client that the actual total BUA is 3,326 sq m as there is no basement floor developed within the Property. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

<sup>\*</sup>We understand that the plot was previously owned by Hassan Ali Al Jubran and leased to Abdul Mohsen Al-Hokair Group, which built a retail centre on the subject site. Later the project in its entirety was acquired by the Client.

### 17.4.2 Occupational Leases

We have presented the salient terms of the lease contract provided to us by the Client in the summary table below. The lease contract comprises a 20-year triple-net head lease where the landlord is not liable for any maintenance costs throughout the duration of the agreed term:

Lessee	Abdul	Abdul Mohsen Al-Hokair Group			
Lessor	Hassan Ali Al Jubran – Ownership transferred to Saudi Economic and Development				
	Compa	Company for Real-Estate Funds in August, 2018			
Lease Term	20 year	rs .			
Commencing Date	01 Mare	ch 2017			
Property Area (sq m)	Land m	neasuring 5,156 sq n	n		
Lease Type	Triple N	Vet			
Maintenance	The ter	nant is fully liable.			
Utilities	The ter	nant is fully liable.			
Subletting	Permis	sible if within the te	rm of this contrac	t	
Rent Escalation	SAR 30	0,000 (per annum) i	n Year 10		
Annual Rent	Sum	mary Table			
	Year	Date An	nual Rent (SAR)		
	1	01/03/2017	2,200,000		
	2	01/03/2018	2,200,000		
	3	01/03/2019	2,200,000		
	4	01/03/2020	2,200,000		
	5	01/03/2021	2,200,000		
	6	01/03/2022	2,200,000		
	7	01/03/2023	2,200,000		
	8	01/03/2024	2,200,000		
	9	01/03/2025	2,200,000		
	10	01/03/2026	2,200,000		
	11	01/03/2027	2,500,000		
	12	01/03/2028	2,500,000		
	13	01/03/2029	2,500,000		
	14	01/03/2030	2,500,000		
	15	01/03/2031	2,500,000		
	16	01/03/2032	2,500,000		
	17	01/03/2033	2,500,000		
	18	01/03/2034	2,500,000		
	19	01/03/2035	2,500,000		
	20	01/03/2036	2,500,000		

Source: The Client

As per the above lease, the current passing rent as of the Valuation Date is SAR 2,200,000 per annum.

We have also been provided with an addendum to the above head lease dated 09 August 2018. It highlights the new ownership of Saudi Economic and Development Company for Real-Estate Funds and as the new landlord moving forward noting the previous landlord was Hassan Ali Al Jubran.

#### Property: SEDCO Capital REIT Assets

17.4.3 Operating Costs

As per the lease agreement, the tenant is responsible for all Operational Expenses related to the Property.

#### 17.5 Valuation

In arriving at our opinion of the Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising the Discounted Cash Flow (DCF) valuation technique.

The Property was developed by the tenant circa 6 years ago. At the expiry of the existing lease, the Property will be 20 years old. Considering the fact that the tenant has invested in the development of the asset, it is unlikely that the tenant will surrender the investments into the building and surrender a fully operational asset, which will be a 20-year-old asset at the end of the lease expiry. Therefore, we consider it reasonable to assume that the tenant will renew the existing lease agreement in 2037.

It is also reasonable to assume that the landlord would consider renewing the lease upon its expiry. The asset is being operated by a leading retail operator and is occupied by brands which belong to the tenant/operator. In case the lease is not renewed, this may lead to a potentially high vacancy level in the Property and a transfer of property management and facility management functions back to the landlord.

Therefore, we have assumed that the ground rent agreement will be renewed for a period of 20 years. Upon expiry of the renewed lease agreement, the building will be 40 years old. Considering that the building will be fully depreciated by the time the renewed lease expires, we understand that the market participants would consider the land value to be the terminal value.

#### Market Rent

The Property currently benefits from a contracted rent of SAR 2,200,000 per annum, equating to SAR 427 (rounded) per sq m of land, which will be escalate to SAR 2,500,000 per annum in the year 2027, equating to SAR 485 per sq m of land.

It should be noted that the above rent represents the ground rent only - the current tenant leased the land and then built the retail centre on it. Following our research, we understand that the land values for land plots, that are similar in size to the Property, are in the order of SAR 3,700 per sq m. This would result in a c. 12% return, which in our opinion is high. Therefore, we consider the above ground rent to be significantly over-stated. On the other hand, the Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent in terms of tenant affordability.

Upon expiry of the existing lease agreement, the building and the land will revert to the landlord. As stated above, we have assumed that the lease agreement will be renewed, however, at this time the landlord will lease both the plot and the building to the tenant. We consider the rent of SAR 427 - SAR 485 per sq m of land per annum (SAR or SAR 660 – 750 per sq m of BUA) to be reasonable for the building and the land plot together.

We have not been provided with any information regarding the shop leases within the Property. We understand that the majority of the space is tenanted by Al Hokair brands, whereas part of the space is leased to Al Shaya brands, which should support the ability of the master tenant to pay the rent.

We have also had regard to large retail spaces within malls in addition to plazas which were master let for an extended term (10 years +) throughout the Kingdom. As per our analysis, the average rent for such large retail

spaces is about SAR 435 per sq m per annum. We are also aware of a much larger retail asset, which is currently leased on the basis of a long-term master lease agreement at a rate in the order of SAR 400 - 450 per sq m.

Having regard to the above, we are of the opinion that the passing rent in the Property is above the level that could be paid for the ground lease only, but fairly reflects the Market Rent, that could be paid for an operational asset. Therefore, we have assumed a rate of SAR 450 per sq m of land (SAR 697 per sq m of BUA) as Market Rent on the expiry of the existing lease. This Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cashflow onwards.

#### Fair Value

In our valuation, we have firstly analysed the contracted rent. The current passing rent is SAR 2,200,000 per annum, which breaks back to SAR 426 per sq m of land (based on a land area of 5,156 sq m as per the lease contract). The lease expiry date is 28 February 2037. We have then assumed that the lease agreement will be renewed at a rate of SAR 450 per sq m of land subject to 1.5% annual growth (SAR 697 per sq m of BUA) for a period of 20 years.

We have assumed that the terminal value will be equal to the land value. Below we have presented a set of comparable lands plots, which have been analysed for the purposes of this valuation:





Source: JLL Research

Table of Comparables

1 (4	ore or comparables					
#	Land Use	Area, sq m	FAR	Price (SAR/sq m)	Type	Date
1	Commercial	2,650	5	3,774	Asking	Current Asking
2	Commercial	1,650	5	4,000	Asking	Current Asking
3	Commercial	3,024	5	3,500	Asking	Current Asking

Source: JLL Research

In assessing our opinion of the value of the underlying land plot we have had regard to the above comparables. We have applied discounts to the comparables to reflect the effect of negotiation between the sellers and potential buyers. Furthermore, we have made other necessary adjustments to reflect differences in quantum

and accessibility. Based on this we are of the opinion that the Fair Value of the underlying land of the Property is SAR 3,700 per sq m equating to SAR 19,080,000. (rounded).

To derive our opinion of Fair Value of the Property, we have valued the income of the Property with a reversion to land value upon lease expiration.

The cash flows have been discounted at 7.25%. The following has been considered in the course of the assessment of the discount rate:

- Passing rent effectively represents a ground rent. The rent is considered to be above the market level, but we understand that the tenant's performance is strong and the tenant is unlikely to surrender the asset, especially considering CapEx invested.
- We have not assumed any Market Rent growth during the term of the new lease (there is 1.5% per annum growth until 2037).
- Terminal value (land value) was not inflated throughout the forecasting period.

Valuation Summary Table

valuation summary rable	
	Al Hokair Time Center
Current Term Rent	Years 2017 – 2027: SAR 2,200,000 per annum Years 2027 – 2037: SAR 2,500,000 per annum
Renewed Term Rent	Year 2037 – 2057: SAR 2,900,788 per annum subject to 13.6% increase after Year 10 in line with the existing lease structure
Terminal Value (Land Value)	SAR 19,080,000
Discount Rate	7.25%
Fair Value June 2023 Valuation	34,168,000

Source: JLL

#### 17.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value under the Special Assumption specified above of the freehold interest in the Property as at 30 June 2023 is:

SAR 34,168,000

(THIRTY-FOUR MILLION, ONE HUNDRED AND SIXTY-EIGHT THOUSAND SAUDI ARABIAN RIYALS)

## 17.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

, , ,	112 2020 10 2022
Valuation Summary	
H1 2023	34,168,000
2022	33,980,000
Difference in value, H1 2023 vs 2022	0.52%
Comments	The derived value increased by 0.52% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the reversion to a higher market rental rate (Adjusted to inflation).
Source: JLL	

## 17.8 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and conditions prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Dammam and have applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for commercial development in the Kingdom and depreciated the said total cost over a period of 6 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Summary (SAR)
Plot	5,156	3,700	19,077,200
BUA	3,326		
Development Cost		3,500	11,641,000
Total (Plot + Structure)			30,718,200
Source: JLL / The Client			

#### **Depreciation Considerations**

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	332,600	
Depreciation	6		-1,995,600

Source: JLL / The Client

#### **Total DRC Considerations**

	Summary (SAR)
Plot	19,077,200
Development Cost	11,641,000
Total (Plot + Structure)	30,718,200
Depreciation	-1,995,600
Depreciated Replacement Cost	28,722,600

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 18 Ajdan Walk, Dammam

## 18.1 Executive Summary





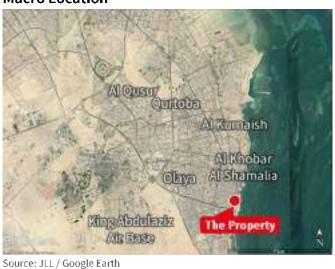
Source: JLL Inspection 2023

Executive Summary	
Inspection Date	14 June 2023
Location	Corniche Area, Al Khobar, KSA
Property Type	Retail Plaza
Tenure	Mortgaged (assumed Freehold) *
Land Size (sq m)	16,965.77
Built-Up Area (sq m)	32,212.08
Fair Value (SAR) under the Special Assumption	352,473,000

Source: Client/JLL

## 18.2 Property Location

#### **Macro Location**



#### Micro Location



<sup>\*</sup>Special Assumption of good and marketable freehold title held free from any mortgages, charges, encumbrances and third-party interests and transferrable to foreign owners/entities.

Property Positioning		
Property		Ajdan Walk, Al Khobar
City		Al Khobar
District		Corniche
No. of Street Frontage/s		Four (4), with Prince Turkey Road on the west considered a major commercial street in the northern part of Al Khobar city and represents a main connection route to the surrounding districts (i.e. Corniche and Yarmouk districts amongst others).
	North	Unnamed internal street
	South	Unnamed internal street
	East	Unnamed internal street
	West	Prince Turkey Road
Key Landmarks		The Property is located along a prime commercial road in Al Khobar and is situated in close proximity to Al Khobar Corniche Park (0.5km to the north), Sofitel Al Khobar The Corniche (0.7km to the south), Dughaither Leisure Island (1.2km to the south), Rhamaniya Centre (0.6km to the southeast), and Al Khobar Police Department (0.6km to the southeast).
Surrounding Land Uses		The area in which the Property is located is predominantly of commercial use, characterized by building heights of up to four floors (i.e. G+3), while developments directly along the sea benefit from a higher number of floors (i.e. G+7). As mentioned above, the Property is located in the Corniche area to the northern part of Al Khobar city, which is in turn concentrated with retail space and F&B outlets. The Property is also deemed in proximity to the southern part of Al Khobar city, which is also predominantly of commercial use, comprising retail stores, hotels, healthcare facilities and F&B outlets.  The Property is bordered by vacant land plots (for commercial use) to the south, Al Khobar Corniche Park to the north, Ajdan Walk Cinema and Fairmont Ajdan Hotel to the east, and Prince Turkey Road to the west.
Source: II I		

Source: JLL

## 18.3 Property Description

Property Description	
Property Type	Retail Plaza
Age (years)	3.5
Building Condition	Good (new)
Internal Condition	Good (new)
No. of Floors	G+1 for the retail outlets and G+3 for the office building
BUA (sq m)	32,212.08
Parking Bays	Circa 330 cars
Description	The Property consists of retail and office units distributed across 11 buildings, with the general retail tenant profile comprising higher end/speciality local, regional and international brands (i.e. Babel, The Cheesecake Factory and PF. Chang's, among others). We understand from the information provided by the Client that "Building 8" is entirely sub-leased as office space for a period of 15 years, signed in November 2018. Moreover, the Property falls within a mixed-use masterplan developed by Ajdan Real Estate Development Company comprising Ajdan Walk Cinema which features three F&B facilities and a cinema accommodating up to 911 seats; Ajdan Rise which consists of 192 residential apartments distributed over a 40-floor high-rise building; and Fairmont Ajdan Hotel including a total of 174 guestrooms and serviced residences.  The tables below show the breakdown of the Property's GFA and GLA.

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### Breakdown of Gross Floor Area (GFA)

Floor	Area, sq m	% of total area
Ground Floor	7,881.34	47.45%
First Floor	7,581.54	45.65%
Second Floor	573.15	3.45%
Third Floor	573.15	3.45%
Total	16,609.18	100%

Source: The Client/Building Permit

#### Breakdown of Gross Leasable Area (GLA)

Building	Area, sq m
Building 1	1,343
Building 2	2,176
Building 3	1,932
Building 4	1,602
Building 5	937
Building 6	2,107
Building 7	1,463
Building 8	1,755
Building 9	456
Building 10	269
Building 11	195
Total GLA	14,235

Source: The Client

As per the documents received from the Client, we understand that the Property is subject to a "Master Lease Agreement" involving Saudi Economic and Development Company for Real Estate Funds as the owner and Al Oula Real Estate Development Holding Company as the lessee and operator. The agreement extends for a period of 10 years, starting in January 2019 and ending in December 2028. The details of the aforementioned lease agreement are further shown in subsequent section 18.4.2.

Source: The Client

## 18.4 Legal

## 18.4.1 Tenure, Planning and Zoning

**Title Deed Summary** 

Description	
Title Deed No.	930203009265
Plot No. / Subdivision No.	Plot No. 12/4, Block No. 356/2
Owner	Saudi Economic and Development Company for Real Estate Funds
Tenure	Freehold - Mortgaged
Land Area (sq m)	16,965.77
Title Deed Date	09/06/1440(H) - 14/02/2019 (G)
Course, The Client	

Source: The Client

For this Report, we have made the Special Assumption that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected.

We have been provided with a building permit and building specifications, the details of which are summarized below. We understand that the ownership of the Property has been transferred from Ajdan Real Estate Development Company to the Client as indicated in the title deed summary above.

**Building Permit Summary** 

Planning / Building Permit	Details
Permit Number:	24301/834
Permit Date:	30/03/1438 (H) - 29/12/2016 (G)
Permit End Date:	30/03/1441 (H) - 27/11/2019 (G)
Owner:	Ajdan Real Estate Development Company
Title Deed Number:	330208005623
Plot Number	12/4
Title Deed Date	14/09/1436 (H) - 01/07/2015 (G)
Plot Area (sq m)	16,965.77
Built-up Area (BUA), sq m	32,212.08

Source: The Client, Building Permit

#### **Building Specifications**

Component	Floor	Number of Units	Area (sq m)
Parking	Basement	0	15,602.90
Offices	Ground Floor	3	573.15
	First Floor	3	573.15
	Second Floor	3	573.15
	Third Floor	3	573.15
Retail/Entertainment	Ground Floor	46	7,308.19
	First Floor	0	7,008.39
Built-up area (BUA)			32,212.08

Source: The Client, Building Permit

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

## 18.4.2 Terms of the Master Lease Agreement

As mentioned above, the Property is subject to a 10-year Master Lease Agreement from 01 January 2019 to 31 December 2028. Prior to the Client's acquisition of the Property, the agreement was initially signed on 01 November 2018, involving Ajdan Real Estate Development Company as the owner and Al Oula Real Estate Development Holding Company as the lessee and operator. As per the Addendum to the Lease Agreement, issued on 31 December 2018, SEDCO Capital endorsed the terms of the agreement following its acquisition of the Property on 30 December 2018. We have presented the salient terms of the lease below:

Ajdan Walk, Dammam, KSA –	Terms of the Master Lease Agreement
Date:	01/11/2018 G (corresponding to 23/02/1440 H)
Lessor (First Party):	Saudi Economic and Development Company for Real Estate Funds
Lessee (Second Party):	Al Oula Real Estate Development Holding Company
Term:	Ten (10) Gregorian years.
Lease Start:	01/01/2019 (corresponding to 25/04/1440 H)
Lease Type	Triple Net
Property Description:	The Agreement involves the entire building consisting of a basement, retail outlets and office units located in the Corniche area of Dammam, Kingdom of Saudi Arabia.

Ajdan Walk, Dammam, KSA – Te	rms of the Master Lease Agreement
Rent:	A yearly amount of SAR 25,000,000 for the initial 5-year term of the Lease.  A yearly amount of SAR 26,250,000 for the second 5-year term of the Lease.
Payment Terms:	Semi-annual, payable within fifteen (15) days from the start of each period.
Security Deposit:	The Lessee to extend the Lessor with ten (10) post-dated cheques covering the second year in the rent period up until the sixth year (mandatory period).
Lease renewal Provision	Not stated.
Responsibility for insurance: (Amended on 18/2/2020 as per the Second Addendum of the Lease Agreement)	The Lessee is required to obtain insurance against all operational risks that might affect the Property and third parties, with a licensed insurance company in Saudi Arabia, covering the entire lease period.  The Lessee shall be the only beneficiary under the insurance policy provided that it repairs any damage that may occur to the Property with a maximum liability equal to the insurance amount retrieved.  The Lessor shall obtain an insurance policy associated with natural events and force majeure. The Lessor shall cover the cost associated with such policy.
Termination:	The Lessor may terminate the Lease if the Lessee is in breach of its obligations under the Lease and fails to remedy such breach within fifteen (15) days of notice from the Lessor.  Following such termination, the Lessor may claim the rent due for the remainder of the lease period.

Source: The Client

## 18.4.3 Operating Costs

As per the terms of the lease agreement detailed above, the lessee (i.e. Al Oula Real Estate Development Holding Company) is responsible for all the Property's operating expenditures as well as ongoing maintenance and insurance costs. We have not been provided by the Client with the actual operating costs presently incurred by the lessee for the Property.

However, as per the Second Addendum to the Lease Agreement, the Client (i.e. the Lessor) shall obtain an insurance policy associated with natural events and force majeure and in turn cover the cost associated with such policy. It should be noted that we have not been provided with the cost in this regard and thus relied on our internal benchmarks to estimate the cost for similar insurance policies.

#### 18.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF) valuation technique.

#### 18.5.1 Contracted Rent

The Property is subject to a 10-year Master Lease Agreement, signed on 01 November 2018, extending from January 2019 to December 2028. The aforementioned agreement stipulates a yearly rental payment of SAR 25,000,000 for the first 5-year term (equivalent to circa SAR 775 per sq m of BUA and SAR 1,750 per sq m of GLA) and SAR 26,250,000 for the second 5-year term of the lease (equivalent to SAR 815 per sq m of BUA and SAR 1,845 per sq m of GLA). The table below further shows the rental schedule agreed upon in the lease agreement provided by the Client.

Contracted	l Rent Pa	yment:	Schedule
------------	-----------	--------	----------

donarded nemer dymane	
Period	Amount, SAR
1/1/2019	25,000,000
1/1/2020	12,500,000
1/7/2020	12,500,000
1/1/2021	12,500,000
1/7/2021	12,500,000
1/1/2022	12,500,000
1/7/2022	12,500,000
1/1/2023	12,500,000
1/7/2023	12,500,000
1/1/2024	13,125,000
1/7/2024	13,125,000
1/1/2025	13,125,000
1/7/2025	13,125,000
1/1/2026	13,125,000
1/7/2026	13,125,000
1/1/2027	13,125,000
1/7/2027	13,125,000
1/1/2028	13,125,000
1/7/2028	13,125,000
Total	256,250,000
Source: Client	

Source, chem

### 18.5.2 Commentary on Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. This indicates the sustainability of the contracted rent (circa SAR 775 per sq m of BUA per annum) in terms of tenant affordability.

In general, benchmarks pertaining to master leases for similar properties are very limited. However, based on our understanding of the rates applicable for larger retail areas (i.e. box retail, anchor tenants or plaza's amongst others), these range between SAR 550 to SAR 850 per sq m of BUA, with the rate varying depending on the macro and micro-location (profile of the neighbourhood), competition, and catchment area.

Accordingly, we are of the opinion that the current passing rent is achievable and in line with market levels, bearing in mind the unique location, offering and positioning as well as the limited comparable destinations in general. We have accounted for a yearly growth of 1.0% on the Market Rent, reflected upon contract expiration in December 2028. The aforementioned growth rate is relatively commensurate with the escalation agreed upon in the existing Master Lease Agreement, notably 5% every 5 years.

## 18.5.3 Operating Expenditures

As per the terms of the lease agreement detailed above, all expenses pertaining to the operations of the Property are borne by the Lessee (i.e. Al Oula Real Estate Development Holding Company), including ongoing maintenance and repair expenses as well as insurance costs.

We have accounted for a yearly budget equivalent to 0.25% of income to capture the cost of insurance borne by the lessor. The following table summarizes the yearly budget captured in the 5-year forecast period subject of our Valuation.

Summary of Projected Insurance Cost Borne by Lessor

Property: SEDCO Capital REIT Assets

Period	Amount, SAR
Year 1	64,063
Year 2	65,625
Year 3	65,625
Year 4	65,625
Year 5	65,625

Source: JLL Analysis

#### 18.5.4 Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 8.25%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.25% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the (rounded) Fair Value of the Property, as at the Valuation Date, is SAR 352,473,000.

We note that when forming our opinion on the exit yield, we have considered the following factors:

- The Property is subject to a long-term (10-year) master lease agreement with a single tenant, extending from 01 January 2019 to 31 December 2028, with around 5.5 years remaining until the expiration of the contract.
- The location of the Property within a mixed-use masterplan comprising retail units, residential apartments and a hotel, thus offering a unique destination with very limited, if any, comparable developments particularly in Dammam and Al Khobar. Also, the Property is situated in a prime location along the Corniche area in Al Khobar and benefits from a high footfall.
- Triple-net nature of the lease and considering that all operating expenses, including maintenance and
  insurance, are borne by the lessee. As per the Second Addendum to the Lease Agreement, the lessor shall
  only obtain an insurance policy associated with natural events and force majeure and in turn cover the cost
  associated with such policy (i.e. minimum and insignificant budget).

Valuation Summary

Description	Ajdan Walk
Net Operating Income Year 1, SAR	25,560,938
Net Operating Income Year 6, SAR	26,853,665
Exit Yield	7.25%
Discount Rate	8.25%
Fair Value of the Property under the Special Assumption (Rounded), June 2023, SAR	352,473,000
Projected First Year's Forward Yield	7.25%

Source: JLL Analysis

#### 18.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property, under the Special Assumption mentioned above, as of 30 June 2023 is:

SAR 352,473,000

(THREE HUNDRED FIFTY-TWO MILLION, FOUR HUNDRED AND SEVENTY-THREE THOUSAND SAUDI ARABIAN RIYALS)

## 18.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

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Valuation Summary	
H1 2023	352,473,000
2022	345,690,000
Difference in value, H1 2023 vs 2022	1.96%
Comments	The derived value increased by around 2% when compared to the previous valuation, considering that the cash flows reflect the higher rental income from 2024 to 2028, and subsequently the reversion to a higher market rental rate (adjusted to inflation) upon expiration of the current rental agreement in December 2028. The latter is captured in the computation of the terminal sale price which represents a significant portion of the future cash flows resulting in the derived Fair Value.

## 18.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Iter	n		Our Approach
	a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
	b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
	c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
	d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most

appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

## 18.9 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have considered land plots listed for sale in the nearby vicinity of the Property, benefiting from similar planning and zoning regulations, and applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for similar retail plazas in the Kingdom and depreciated the said total cost over a period of 3.5 years (age of the Property).

Replacement Cost Summary

•	Area, sq m	SAR/sq m*	Summary, SAR
Plot	16,965.77	5,600	95,008,312
Basement	15,603	3,000	46,809,000
Superstructure	16,609	5,000	83,045,000
Total (Plot + Structure)			224,862,312

<sup>\*</sup>Inclusive of contingencies, financing fees and soft construction costs for the basement and superstructure

Depreciation

	Years	SAR/Year	<b>Total Depreciation</b>
Depreciation (per year) - Straight Line	35	3,710,114	
Accumulated Depreciation	3.5		(12,985,399)

Depreciated Replacement Cost Summary

	Summary, SAR
Plot	95,008,312
Development Cost	129,854,000
Total (Plot + Structure)	224,862,312
Depreciation	(12,985,399)
Depreciated Replacement Cost	211,876,913

Source: JLL

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 19 Hyper Panda (Branch & Parking), Dammam

## 19.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	14 June 2023
Location	Al Noor District, Dammam, KSA
Property Type	Retail
Tenure	Freehold
Land size (sq m)	13,806.17*
Built Up Area, BUA (sq m)	5,348
Gross Leasable Area, GLA (sq m)	5,348
Fair Value (SAR) under Special Assumption (Rounded)	67,100,000

Source: JLL / the Client

## 19.2 Property Location

#### **Macro Location**



#### Micro Location



Source: JLL / Google Earth

<sup>\*</sup> The Client has instructed us to value the Property (as a whole) under the Special Assumption that all the plots form a single Property held freehold under a single title deed.

	Hyper Panda (Branch & Parking), Al Noor, Dammam
	Damman
	Dammam
	Al Noor District
	3
North	Ahmad bin Majed Street
South	King Saud Street
East	Internal Street
West	Built plot (Qasr Al Awani showroom)
	Tamimi Markets (approx. 0.5 km to the west), Qasr Al Awani showroom (approx. 0.1 km to the west) and Center Point (approx. 0.1 km to the east).
	The surrounding area is predominantly residential with commercial developments along King Saud Street.  Tamimi Markets is a retail development located 400 m to the west of the Property, along King Saud Street. Centro Plaza is also located adjacent to the Property on the eastern boundary, and it includes Centre Point and a mix of F&B units.  The majority of the residential plots to the south of the district are developed as G+3 and G+4 of serviced and non-serviced apartments. The eastern part of the district is developed as industrial developments such as Al Noor industrial centre and car workshops.  In close proximity to the Property, there are a number of large commercial land plots located along King Saud Street which are yet to be developed. These plots are zoned for commercial development.
	South East

Source: JLL

## 19.3 Property Description

Property Description	
Property Type	Retail
Age (years)	8
Building Condition	Good
Internal Condition	Good
No. of Floors	Ground floor
BUA (sq m)	5,348
Description	The Property comprises a single-storey retail development known as Panda Hypermarket. According to the Client, the building is 8 years old.  From the documents provided to us by the Client, we understand that the total BUA of the Property is 5,348 sq m with the building having a rectangular-shaped layout.  The retail unit is constructed on a land plot with a total area of 13,806.17 sq m according to the title deeds provided by the Client, of which 3,378.22 sq m are designated for car parking.  The Property has frontage onto three streets, an internal street to the east, King Saud Road to the south and Ahmad Bin Majed Street to the north.

Source: JLL / The Client

### 19.4 Legal

### 19.4.1 Tenure, Planning and Zoning

Summary

Description	Hyper Panda
Title Deed No.	330127004587
Plot No. / Subdivision No.	191/B Subdivision No.742
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold
Title Deed Date	20/01/1444 (H) / 18/08/2022 (G)
Size (sq m)	10,427.95
Source: The Client	

Description	Hyper Panda Parking
Title Deed No.	393759000191
Plot No. / Subdivision No.	197/B Subdivision No.742
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold
Title Deed Date	16/09/1443 (H) / 17/04/2022 (G)
Size (sq m):	3,378.22

Source: The Client

The documents provided by the Client show that the Property falls under two separate title deeds. For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

The Client has instructed us to value the Property (as a whole) under the Special Assumption that all the defined plots form a single Property held freehold under a single title deed.

Planning / Building Permit

Description	Details
Permit Number	1/1434/001210
Permit Date	12/05/1434 (H) / 24/03/2013 (G)
Permit end date	3 Years
Owner	Ali bin Fahad bin Abdullah Al Mumen (Previous owner, we understand that the current owner is Saudi Economic and Development company for Real Estate Funds)
Title deed number	330120000995
Plot no.	191
Subdivision no.	1/742
Title deed date	21/10/1433 (H) / 08/09/2012 (G)
Land Area	10,427.95 sq m

Source: The Client

We have been provided with a building permit dated 24 March 2013 confirming the development is to comprise a commercial structure of a single ground floor. The aforementioned was in reference to the land plot under title deed No. 730109021036 only. We understand that the second land plot is used as surface parking. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

### 19.4.2 Occupational Leases

We have presented the salient terms of the lease contract provided to us by the Client in the summary table below. The lease contract comprises a 10-year triple-net headlease where the landlord is not liable for any maintenance costs throughout the duration of the agreed term.

Hyper Panda Al Noor, Damn						
Contract Date	10 April :	10 April 2023				
Landlord (First Party)	Saudi Ec	Saudi Economic and Development company for Real Estate Funds				
Tenant (Second Party)	Panda C	Panda Company				
Lease Term (Years)	11.6 yea	11.6 years				
BUA / GLA (sq m)	5,400 (W	5,400 (We have been informed by the Client that the actual BUA / GLA is 5,348 sq m)				
Parking	250 lots	250 lots				
Turnover Rent	Annual r	Annual rent or 2.5% of revenues if the latter is higher. *				
Utilities	Tenant's	Tenant's liability				
Subletting	Permissi	Permissible if approved by First Party				
Annual Rent	Summ	Summary Table				
	Year					
	1	01/04/2023	3,685,500			
	2	01/04/2024	3,777,638			
	3	01/04/2025	3,869,776			
	4	01/04/2026	3,869,776			
	5	01/04/2027	3,869,776			
	6	01/04/2028	3,869,776			
	7	01/04/2029	3,918,148			
	8	01/04/2030	4,063,264			
	9	01/04/2031	4,063,264			
	10	01/04/2032	4,063,264			
	11	01/04/2033	4,063,264			
	12	01/04/2034	2,031,618			
	TOTA	L	45,145,064			
ource: The Client/ ILL Summan:						

Source: The Client/ JLL Summary

As per the above lease, the current passing rent for the building as of the Valuation Date is SAR 3,685,500. The headlease includes approximately 2.5% escalation at the beginning of 2025 and 5% escalation beginning in 2030, with a remaining duration of 11.3 years until expiry.

We have also been provided the lease contract relating to the land plot being used as car parking, summarised below.

pelow.						
Hyper Panda Al Noor Park	ing, Dar	nmam, KSA				
Contract Date	23/05	23/05/2015				
Landlord (First Party)	Fahad Al Mou'men					
Tenant (Second Party)		Panda Retail Company (Previous owner, we understand that the current owner is Saudi Economic and Development company for Real Estate Funds)				
Land Area (sq m)	3,378	3,378.22				
Parking	250 ld	250 lots				
Term	19 ye	19 years and 6 months				
Annual Rent	Sur	nmary Table	è			
	=	Date	Annual Rent (SAR)			
	1	23/03/2015	1,200,000			
	2	23/03/2016	1,200,000			
	3	23/03/2017	1,200,000			
	4	23/03/2018	1,200,000			

<sup>\*</sup>We have not been provided with the required P&Ls to reflect any percentage of annual income and therefore the 2.5% has not been reflected in our calculations.

5	23/03/2019	1,200,000
6	23/03/2020	1,290,000
7	23/03/2021	1,290,000
8	23/03/2022	1,290,000
9	23/03/2023	1,290,000
10	23/03/2024	1,290,000
11	23/03/2025	1,388,000
12	23/03/2026	1,388,000
13	23/03/2027	1,388,000
14	23/03/2028	1,388,000
15	23/03/2029	1,388,000
16	23/03/2030	1,492,000
17	23/03/2031	1,492,000
18	23/03/2032	1,492,000
19	23/03/2033	1,492,000
20	23/09/2033	746,000

Source: The Client/ JLL Summary

As per the above lease, the current passing rent for the parking area as of the Valuation Date is SAR 1,290,000. The headlease is inclusive of approximately 7.5% escalations every 5 years with a remaining duration of 10 years until expiry.

We have also been provided with an addendum to the above parking land lease dated 01 November 2016. It highlights the new ownership of Saudi Economic and Development company for Real Estate Funds and its status as a landlord moving forward.

The aforementioned two contracts indicate that as of the Valuation Date, the total passing rent at the Property is SAR 5,159,775 per annum.

### 19.4.3 Operating Costs

As per the terms of the lease agreement detailed above, the lessee (i.e. Panda) is responsible for all the Property's operating expenditures as well as ongoing maintenance costs. We have not been provided by the Client with the actual operating costs presently incurred by the lessee for the Property.

#### 19.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

#### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. We also understand that the rent indexation/step rent has recently been exercised for the main lease agreement. The above factors support the sustainability of the contracted rent in terms of tenant affordability.

Moreover, based on the information provided by the Client, specifically lease agreements for similar big-box Panda assets, current passing rates range between SAR 500 and SAR 533 per sq m (the range excludes the Property). Contracted passing rent in Extra is SAR 860 per sq m per annum. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business. The Property's passing rent of SAR 725 per sq m (main lease only) significantly exceeds the range. In our opinion this may be a reflection of the prime location of the Property and a higher trading potential of the asset. The fact that the tenant is leasing an additional plot of land adjacent to the Property suggests that the Property may have a high trading potential and therefore the passing rent is affordable to the tenant.

We have also had regard to prevailing rental comparables for similar big-box retail assets throughout the Kingdom, which are typically let on long-term leases. We understand that rental rates for such assets may currently range between SAR 550 and SAR 850 per sq m, depending on macro and micro-location, direct competition, catchment area and the profile of the neighbourhood. All of the above factors affect such properties' rental rates significantly.

Based on the above, we are of the opinion that the current passing rent at approximately SAR 725 per sq m for the building (excluding the rent paid for the additional plot) is in line with the upper end of the range of Market Rents for similar space and reflects the trading potential of the asset. We consider the rent for the additional parking plot (SAR 400 per sq m per annum) to be above the market level. We consider this to be a reflection of the additional value of the subject site to the occupier of the main asset. In case of disposal, the main asset is likely to be sold together with the additional parking site. Therefore, potential occupiers and investors are likely to accept the higher rent for the site.

Based on the above, we understand that the passing rent under the main lease agreement and the additional land lease agreement are in line with the market. The Market Rent is subject to an annual market rental growth of 1.5% from year 2 of the cashflow onwards.

#### Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset given the long-term triple net lease in place at the Property, we have applied a Discount Rate of 8.50%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.50% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price). Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 67,100,000.

We have summarised our inputs and valuation of the Property in the table below:

Valuation Summary Table

	Hyper Panda Al Noor
Net Operating Income (Year 1)	SAR 4,998,535 per annum
Net Operating Income (Year 6)	SAR 5,269,869 per annum
Discount Rate	8.50%
Exit Yield	7.50%
Fair Value June 2023 Valuation	SAR 67,100,000
Projected First Year's Forward Yield	7.45%

Source: JLL

#### 19.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Rounded Fair Value of the freehold interest in the Property under the Special Assumption mentioned in the Report, as of 30 June 2023 is:

SAR 67,100,000

(SIXTY-SEVEN MILLION, ONE HUNDRED THOUSAND SAUDI ARABIAN RIYALS)

## 19.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

Valuation Summary	
H1 2023	67,100,000
2022	69,000,000
Difference in value, H1 2023 vs 2022	-2.75%
Comments	The derived value decreased by 2.75% when compared to previous valuations due to changes in the contacted rental payments and corresponding escalation terms.

Source: JLL

# 19.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

Item		Our Approach
a)	The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b)	For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c)	The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d)	The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates;
- Exit capitalisation rates.

# 19.9 High Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Dammam (inside and outside the boundaries of the township) and have applied adjustment to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high level development costs for retail development in the Kingdom and depreciated the said total cost over a period of 8 years (age of the Property). The Client has acquired an additional land plot to improve the parking provision of the Property. Therefore, we have explicitly accounted for the cost of arranging additional parking space on this plot.

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Total (SAR)
Plot	13,806.17	3,500	48,321,595
BUA	5,348.00		
Development Cost		3,000	16,044,000
Additional Cost (parking site)	3,378.22	200	675,644
Total (Plot + Structure)			65,041,239
ource: JLL			

**Depreciation Considerations** 

	Years	SAR/Year	Total Depreciation (SAR)
Depreciation (per year) - Straight Line	35	477,704	
Depreciation	8		-3,821,632
Source: JLL			

Total DRC Considerations

Total (SAR)
48,321,595
16,719,644
65,041,239
-3,821,632
61,219,607

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 20 Extra Store, Dammam

# 20.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	14 June 2023
Location	Al Azizeah Dist. Gulf Road, Dammam
Property Type	Retail
Tenure	Freehold (Special Assumption) *
Land size (sq m)	8,258.25
Built Up Area, BUA (sq m)	4,404
Fair Value (SAR) under Special Assumption	51,270,000

Source: JLL / the Client

# 20.2 Property Location

# **Macro Location**



## Micro Location



Source: JLL / Google Earth

<sup>\*</sup> The Client has instructed us to value the Property (as a whole) under the Special Assumption that all the defined plots form a single Property held freehold under a single title deed.

Property Positioning		
Property		Extra Store
City		Dammam
District		Al Aziziyah District
No. of Street Frontage/s		4
	North	Khaleej Road
	South	Unnamed Street
	East	Unnamed Street
	West	Unnamed Street
Key Landmarks		Dareen Mall (1.3 km to the west), Taba Centre (1.8 km to the west), Tamimi Markets
		(1.2 km to the south), and Al Haram Plaza (1.4 km to the south).
Surrounding Land Uses		The surrounding area is predominantly residential, with commercial developments along Khaleej Road.  Due to the commercial location of the Property, multiple retail developments are located within proximity (such as Tamimi Markets and Hyper Panda). Also, the LG Naghi showroom is located directly opposite the Property along Al Khaleej Road. Several large commercial parcels located along Al Khaleej Road are yet to be developed (potentially as commercial developments similar to the Property). Mixed developments along Al Khaleej Road include G+3/4/5/6 of serviced and not serviced apartments, offices, hospitals, and retail centres such as Jarir Bookstore. Additionally, the majority of residential plots south of the district are developed as G+2/3/4 residential apartments and villas.  Servicing Al Khaleej Road, where the Property is located, are two ENOC gas stations located east and west of the Property.

Source: JLL

# 20.3 Property Description

Property Description	
Property Type	Retail
Age (years)	13
Building Condition	Good
Internal Condition	Good
BUA (sq m)	4,404
No. of Floors	G+M
Description	The Property comprises a G+M floor retail development known as EXTRA.  According to the Client, the building is 13 years old.  From the documents provided to us by the Client, we understand that the total BUA of the Property is 4,404 sq m. The building has a rectangular-shaped layout with a large car parking area to the east.  The retail unit is constructed on a land plot with a total area of 8,258.25 sq m according to the title deeds provided by the Client. There are also 123 uncovered ground-level parking spaces.  The retail development's loading areas are located along the western part of the building along the unnamed internal street.

Source: JLL / The Client

# 20.4 Legal

# 20.4.1 Tenure, Planning and Zoning

# Summary

Description	
Title Deed No.	393759000192
	393759000193
	393759000194
Plot No. / Subdivision No.	Plots No. 12+13 /14/15+16, Block No. 3 /, Masterplan No. 1/418
Owner	Saudi Economic and Development company for Real Estate Funds

Description	
Tenure	Freehold
Title Deed Date	16 & 17/09/1443 (H) – 17/04/2022 (G)
Area (sq m)	3,000 sq m as per title deed number 393759000192 3,758.25 sq m as per title deed number 393759000193 1,500 sq m as per title deed number 393759000194 (Aggregate of 8,258.25 sq m)
Source: The Client	

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. The Client has instructed us to value the Property (as a whole) under the Special Assumption that all the defined plots form a single Property held freehold under a single title deed.

Planning / Building Permit

Description	Details
Permit Number	429/10094
Permit Date	1/3/1429 (H) - 9/03/2008(G)
Permit end date	3 Years
Owner	Abdullah Al Latif and Mohammed Al Fawzan LLC (Previous owner, we understand that the current owner is Saudi Economic and Development company for Real Estate Funds)
Title deed number	No. 12 & 13: 230105003667 No.14: 930105003666 No. 15 & 16: 330105003665
Subdivision no.	1/418
Title deed date	11/07/1428 (H) - 25/07/2007 (G)
Land Area (sq m)	8,258.25
ource: The Client	

We have been provided with a building permit dated 09 March 2008 for plots No. 12 to 16 confirming the development is to comprise a retail G+M structure. It is noted that the building permit refers to title deeds of different reference numbers than those provided to us. The Client has confirmed that this is due to the provided titles being newer. For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements and have assumed all information provided to us by the Client to be accurate and have relied on it for the purpose of this assignment.

Building Specifications (provided in the building permit)

Туре	Usage	Area (sq m)
Ground Floor	Commercial	3,594
Ground Floor	Services	572
Mezzanine	Commercial	238
Fence	-	0
Total		4,404
Source: The Client		

# 20.4.2 Occupational Leases

We have presented the salient terms of the lease contract provided to us by the Client in the summary table below. The lease contract comprises a 11-year triple-net headlease where the landlord is not liable for any maintenance costs throughout the duration of the agreed term.

Hyper Panda Al Rayyan, Dammam, KSA		
Contract Date	02 November 2022	
Landlord (First Party)	Saudi Economic and Development company for Real Estate Funds	
Tenant (Second Party)	United Electronics Company (UEC)	

Hyper Panda Al Rayyan, Dammam, KSA				
Lease Term	11 years			
Lease Start	01/07/2022			
Lease End	30/06/2033			
Floors	GF + Mezzanine			
Maintenance	The tenant is fu	lly liable for all mainter	nance works witl	nin the Property.
Lease break	payment of ren	is the right to terminate t, misuse of property, s rd approval, or bankru	ublease of the w	
Indexation Rate	Rent is reviewed every 3 years at 4% of passing rent			
Subletting	Permissible if a	pproved by First Party		
Annual Rent & Escalations	Summary Ta		/	
	Payment	Date	Rent (SAR)	
	1	01/07/2022	3,785,600	
	2	01/07/2023	3,785,600	
	3	01/07/2024	3,937,024	
	4	01/07/2025	3,937,024	
	5	01/07/2026	3,937,024	
	6	01/07/2027	4,094,505	
	7	01/07/2028	4,094,505	
	8	01/07/2029	4,094,505	
	9	01/07/2030	4,258,258	
	9	01/07/2030 01/07/2031	4,258,258 4,258,258	

Source: The Client/ JLL Summary

As per the above lease, the current passing rent at the Property as of the Valuation Date is SAR 3,785,600. The headlease is inclusive of 4% escalations every 3 years with a remaining term of 10 years till expiry.

# 20.4.3 Operating Costs

As per the terms of the lease agreement detailed above, the lessee (i.e. Extra) is responsible for all the Property's operating expenditures as well as ongoing maintenance costs. We have not been provided by the Client with the actual operating costs presently incurred by the lessee for the Property.

## 20.5 Valuation

In arriving at our opinion of the Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF).

### Market Rent

The Client has confirmed to us that the current tenant has not defaulted nor delayed payments as of the Valuation Date, they have also not disclosed any current attempts to re-negotiate the rent or signed lease. The Client has also provided the renewed lease starting from 7<sup>th</sup> July 2022 for a duration of 11 years with the same payment terms. This supports the sustainability of contracted rent in terms of tenant affordability.

Moreover, based on the information provided by the Client, specifically lease agreements for similar big-box Panda assets, current passing rates range between SAR 500 and SAR 725 per sq m. Contracted and passing rents mostly depend on the location of each specific asset and the trading potential of the business.

We have also had regard to prevailing rental comparables for similar big-box retail assets(let to grocery store operators) throughout the Kingdom, which are typically let on long-term leases. We understand that rental rates for such assets may currently range between SAR 550 and SAR 850 per sq m, depending on macro and micro-location, direct competition, catchment area and the profile of the neighbourhood. All of the above factors affect such properties' rental rates significantly.

Based on the above, we note that albeit the passing rent at SAR 860 per sq m of BUA appears to be above the range, it reflects the smaller size of the Property comparing to the benchmarks analysed above. We consider the Property to be well located within the city with prime frontage onto Khalij Road. This translates as increased overall footfall performance for the retailer who already benefits from higher margins due to trading electronics (as opposed to lower-margin goods). Accordingly, we believe that the Property can command a premium against the aforementioned range. Additionally, we have previously been informed by the Client that historically one of the operators, trading electronics, paid the rent of SAR 1,000 per sq m per annum for their property in Riyadh. The rent was subject to an escalation to SAR 1,150 per sq m in 2018.

We therefore consider the Property on the current lease contract to be rack-rented and are of the opinion that the current passing rent at SAR 860 per sq m of BUA is reflective of Market Rent for such space in this location.

## Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, given the long-term triple net lease in place at the Property, we have applied a Discount Rate of 8.75%, which we consider to be the return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.5% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price). Based on the above analysis, we are of the opinion that the Fair Value of the Property, as of the Valuation Date, is SAR 51,270,000

We have summarised our inputs and valuation of the Property in the table below:

## Valuation Summary Table

	Extra Store
Net Operating Income (Year 1)	SAR 3,785,600 per annum
Net Operating Income (Year 6)	SAR 4,094,505 per annum
Discount Rate	8.75%
Exit Yield	7.50%
Fair Value June 2023 Valuation	SAR 51,270,000
Projected First Year's Forward Yield	7.38%

Source: JLL

### 20.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property under the Special Assumption mentioned in the Report, as of 30 June 2023 is:

### SAR 51,270,000

# (FIFTY-ONE MILLION TWO HUNDRED SEVENTY THOUSAND SAUDI ARABIAN RIYALS)

# 20.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

7 Late 1 at 1	
Valuation Summary	
H1 2023	51,270,000
2022	51,150,000
Difference in value, H1 2023 vs 2022	0.23%
Comments	The derived value increased by 0.23% when compared to the previous valuations due to the shift in the analysis period and subsequently a shift in the cashflows resulting in higher rates reflected by the escalations in the lease profile.
and the second s	

#### Source: JLL

# 20.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	Our Approach In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

### Discount rates;

Exit capitalisation rates.

# 20.9 High-Level Replacement Cost Desktop Analysis (DRC)

The Client has asked us to provide a very high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection we have assumed the Property to be in good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have had regard to asking prices for sites in Dammam and have applied adjustments to reflect the size differences, location, accessibility, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for retail developments in the Kingdom and depreciated the said total cost over a period of 13 years (age of the Property).

**Total Replacement Costs** 

	Area (sq m)	SAR/sq m	Total(SAR)
Plot	8,258.25	3,500	28,903,875
GFA	4,404		
Development Cost		3,000	13,212,000
Total (Plot + Structure)			42,115,875
Source: JLL			

### **Depreciation Considerations**

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	377,486	
Depreciation	13		-4,907,318

Source: JLL

### **Total DRC Considerations**

	Total (SAR)
Plot	28,903,875
Development Cost	13,212,000
Total (Plot + Structure)	42,115,875
Depreciation	-4,907,318
Depreciated Replacement Cost	37,208,557

Source: JLL high-level research and indicative analysis

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# 21 Ajdan Walk Cinema (Entertainment), Dammam

# 21.1 Executive Summary





Source: JLL Inspection 2023

Executive Summary	
Inspection Date	14 June 2023
Location	Corniche, Al Khobar, KSA
Property Type	Retail and Entertainment Centre
Tenure	Freehold
Land area (sq m)	6,865.99
Built-Up Area (sq m)	16,093.4
Gross Floor Area (sq m)	9,347.5
Gross Leasable Area (sq m)	5,803
Fair Value (SAR)	161,200,000

# Source: JLL / the Client

# 21.2 Property Location

# **Macro Location**



# Micro Location



Property Positioning		
Property		Ajdan Walk Cinema (Entertainment), Dammam
City		Al Khobar
District		Corniche Area
No. of Street Frontages		Three, all connected to Prince Turkey Road, the latter considered a major commercial street in the northern part of Al Khobar city and represents the main connection route to the surrounding districts (i.e. Corniche and Yarmouk districts amongst others).
	North	Unnamed internal street
	South	Unnamed internal street
	East	N/A
	West	Unnamed internal street
Key Landmarks		The Property is located along a prime commercial road in Al Khobar and is situated in close proximity to Al Khobar Corniche Park (0.5 km to the north), Sofitel Al Khobar The Corniche (0.7 km to the south), Dughaither Leisure Island (1.2 km to the south), Rhamaniya Centre (0.6 km to the southeast), and Al Khobar Police Department (0.6 km to the southeast).
Surrounding Land Uses		The area in which the Property is located is predominantly of commercial use, characterised by building heights of up to four floors (i.e. G+3) while developments directly along the sea benefit from a higher number of floors (i.e. G+7). As mentioned above, the Property is located in the Corniche area in the northern part of Al Khobar city, which is in turn concentrated with retail space and F&B outlets. The Property is also deemed in proximity to the southern part of Al Khobar city, which is also predominantly of commercial use, comprising retail stores, hotels, healthcare facilities and F&B outlets.  The Property is bordered by vacant land plots (for commercial use) to the north and south, Ajdan Rise (i.e. residential apartments) and Fairmont Ajdan Hotel to the east, and Ajdan Walk (i.e. F&B outlets) to the west.
Source: JLL		east, and Ajdan Walk (i.e. F&B outlets) to the west.

Source: JLL

# 21.3 Property Description

Property Description	
Property Type	Retail and Entertainment Centre
Age (years)	2.5
Building Condition	Good (new)
Internal Condition	Good (new)
No. of Floors	G+1
BUA (sq m)	16,093.4
GFA (sq m)	9,347.5
GLA (sq m)	5,803
Description	The Property consists of three retail units and a cinema, with the retail space already leased as F&B outlets and the latter accommodating up to 911 seats. We understand from the information provided by the Client that the three F&B units are currently leased to L'Entrecôte, Salt Bae and Long Chim while the cinema is already subject to a 20-year lease agreement with AMC Cinemas. Moreover, the Property falls within a mixed-use masterplan developed by Ajdan Real Estate Development Company comprising Ajdan Walk which features a cluster of F&B facilities; Ajdan Rise which consists of 192 residential apartments distributed over a 40-floor high-rise building; and Fairmont Ajdan Hotel including a total of 174 guestrooms and serviced residences.  The tables below show the breakdown of the Property's GFA and GLA.
	Breakdown of Gross Floor Area (GFA)

Ground Floor	ea, sq m % 4,562.75 4,562.75 222 9,347.5	% of total area 48.8% 48.8% 2.4% 100%
First Floor Technical Areas Total	4,562.75 222	48.8% 2.4%
Technical Areas Total	222	2.4%
Total		
	9,347.5	100%
Source: The Client		
Source. The Great		
Breakdown of Gross Leasable Area	(GLA)	
Component Ar	ea, sq m 🦠	% of total area
Cinema (AMC Cinemas)	3,600	62.0%
F&B Outlet 1 (L'Entrecôte)	816	14.1%
F&B Outlet 2 (Salt Bae)	622	10.7%
F&B Outlet 3 (Long Chim)	765	13.2%
Total	5,803	100%
Source: The Client		
As per the lease agreements received from toutlet (Long Chim) was leased in November Bae) at the beginning of March 2022 and are ending in May 2027 and December 2027 respagreement was signed in October 2018 and tenant by the end of December 2020, subject lease period of 20 years.	2021 and two (L each subject to pectively. As for t the space was h t to a fit-out per	L'Entrecôte and la 5-year lease p the cinema, a le anded over to tl iod of 9 months
The details of the existing lease agreements sections.	are turther show	wn in the subsec

Source: JLL / The Client

# 21.4 Legal

# 21.4.1 Tenure, Planning and Zoning

**Title Deed Summary** 

Description	
Title Deed No.	394065001421
Plot No. / Subdivision No.	Plot No. 12/3, Block No. 356/2
Owner	Saudi Economic and Development company for Real Estate Funds
Tenure	Freehold
Land Area (sq m)	6,865.99
Title Deed Date	07/11/1443(H)- 06/06/2022 (G)
Community of the Artists provide	

Source: The Client, Title Deed

For this Report, we have assumed that a good and marketable title is held free from encumbrances, mortgages, charges, third-party interests and the like. Should this not be the case, our opinion of value could be affected. We recommend that your legal advisors verify the information regarding tenure.

We have been provided with a building permit and building specifications, the details of which are summarized below.

**Building Permit Summary** 

Planning / Building Permit	Details
Permit Number:	4107110353
Permit Date:	01/07/1441 (H) / 06/09/2019 (G)
Permit End Date:	01/07/1444 (H) / 05/08/2022 (G)
Owner:	Ajdan Real Estate Development Company
Title Deed Number:	330208005621
Plot Number	12/3
Title Deed Date	14/09/1436(H)-01/07/2015 (G)
Plot Area (sq m)	6,865.99
BUA (sq m)	16,093.4

Source: The Client, Building Permit

**Building Specifications** 

Floor	Number of Units	Area (sq m)	Usage
Basement	0	6,745.9	Parking
Ground Floor	9	3,459.25	Cinema
Ground Floor	3	1,103.5	Retail
First Floor	0	4,562.75	Retail*
Technical Area	0	222	Technical

<sup>\*</sup>Corresponds to the Cinema and Retail components

Source: The Client, Building Permit

For the purpose of our valuation, we have assumed that the Property complies with all relevant authority planning and zoning requirements. We have assumed that all information provided to us by the Client is accurate and we have relied on it for the purpose of this assignment.

# 21.4.2 Occupational Leases

As mentioned above, the Property consists of three F&B outlets and a cinema, with the former already subject to 5-year lease agreements with MAJD Food (same tenant) and the latter on a contract extending for a period of 20 years with AMC Cinemas KSA. We have received the lease agreements for each component, the details of which are summarised in the subsections below.

### Cinema:

The lease agreement for the cinema was signed on 21 October 2018 involving Ajdan Real Estate Development Company LLC as the "Landlord" and Development and Investment Entertainment Company LLC as the "Tenant", the latter also known as "AMC Cinemas KSA". The agreement stipulates the commencement of the lease period following the completion of all required construction works ("Landlord Works") and subsequent handover of the cinema component to the tenant for the required fit-out works and installations. As such, the initial term of the agreement encompasses a fit-out period of 270 days (9 months following handover) followed by a 20-year lease term. The agreement is subject to renewal upon the expiration of the initial lease term for an additional 20-year period, following negotiations by both involved parties to revise the gross rent in line with the market rates and dynamics at that point.

As per the lease agreement received from the Client, the table below shows the yearly payment schedule for the cinema, including the base rent amount and the additional service charges. We note here that the agreement stipulates the amount for service charges at 10% of the base rent for each year, with the latter (i.e. base rent) currently amounting to SAR 1,600 per sq m of GLA. Moreover, the base rent is subject to an escalation of 5% every five years. We have been provided with a "Taking Over Certificate (TOC)" certifying the completion of the "Landlord Works" at the end of 2020 and thus the handover of the cinema to the tenant.

Lease Payment Schedule - Cinema

Date	Base Rent, SAR	Service Charge, SAR*	Gross Rent, SAR
1/10/2021	5,760,000	576,000	6,336,000
1/10/2022	5,760,000	576,000	6,336,000
1/10/2023	5,760,000	576,000	6,336,000
1/10/2024	5,760,000	576,000	6,336,000
1/10/2025	5,760,000	576,000	6,336,000
1/10/2026	6,048,000	604,800	6,652,800
1/10/2027	6,048,000	604,800	6,652,800
1/10/2028	6,048,000	604,800	6,652,800
1/10/2029	6,048,000	604,800	6,652,800
1/10/2030	6,048,000	604,800	6,652,800
1/10/2031	6,350,400	635,040	6,985,440
1/10/2032	6,350,400	635,040	6,985,440
1/10/2033	6,350,400	635,040	6,985,440
1/10/2034	6,350,400	635,040	6,985,440
1/10/2035	6,350,400	635,040	6,985,440
1/10/2036	6,667,920	666,792	7,334,712
1/10/2037	6,667,920	666,792	7,334,712
1/10/2038	6,667,920	666,792	7,334,712
1/10/2039	6,667,920	666,792	7,334,712
1/10/2040	6,667,920	666,792	7,334,712
Total	124,131,600	12,413,160	136,544,760

Source: The Client

## F&B Outlet 1 - L'Entrecôte

The lease agreement for the first F&B outlet was signed on 10 January 2022 involving Ajdan Real Estate Development Company LLC as the "Landlord" and MAJD Food as the "Tenant". The agreement stipulates a 5-year lease period ending on 01 December 2027 and subject to a grace period of nine (9) months starting on 01 March 2022 – to complete the required fit-out works and installations. As per the lease agreement received from the Client, the table below shows the payment schedule for the first F&B outlet. The payments will be due on a semi-annual basis, with the amounts shown below are inclusive of the base rent at SAR 2,490 per sq m of GLA, a 10% service charge, and a marketing fee of 2.5%.

<sup>\*</sup>Computed as 10% of Base Rent

Lease Payment Schedule - L'Entrecôte

Date	Gross Rent, SAR*
1/12/2022	1,142,400
1/6/2023	1,142,400
1/12/2023	1,142,400
1/6/2024	1,142,400
1/12/2024	1,142,400
1/6/2025	1,142,400
1/12/2025	1,142,400
1/6/2026	1,142,400
1/12/2026	1,142,400
1/6/2027	1,142,400
Total	11,424,000

Source: The Client

### F&B Outlet 2 – Salt Bae

The lease agreement for the second F&B outlet was also signed on 10 January 2022 involving Ajdan Real Estate Development Company LLC as the "Landlord" and MAJD Food as the "Tenant". The agreement stipulates a 5-year lease period ending on 01 December 2027 and subject to a grace period of nine (9) months starting on 01 March 2022 – to complete the required fit-out works and installations. As per the lease agreement received from the Client, the table below shows the payment schedule for the second F&B outlet. The payments will be due on a semi-annual basis, with the amounts shown below are inclusive of the base rent at SAR 2,490 per sq m of GLA, a 10% service charge, and a marketing fee of 2.5%.

Lease Payment Schedule - Salt Bae

Date	Gross Rent, SAR*
1/12/2022	870,800
1/6/2023	870,800
1/12/2023	870,800
1/6/2024	870,800
1/12/2024	870,800
1/6/2025	870,800
1/12/2025	870,800
1/6/2026	870,800
1/12/2026	870,800
1/6/2027	870,800
Total	8,708,000

Source: The Client

# F&B Outlet 3 – Long Chim

The lease agreement for the third F&B outlet was signed on 22 November 2021 involving Ajdan Real Estate Development Company LLC as the "Landlord" and MAJD Food as the "Tenant". The agreement stipulates a 5-year lease period ending on 21 May 2027 and subject to a grace period of six (6) months starting on 22 November 2021 – to complete the required fit-out works and installations.

As per the lease agreement received from the Client, the table below shows the payment schedule for the third F&B outlet. The payments will be due on a semi-annual basis, with the amounts shown below are inclusive of the base rent at SAR 2,300 per sq m of GLA, a 10% service charge, and a marketing fee of 2.5%.

<sup>\*</sup>Inclusive of the base rent, service charges and marketing fees

<sup>\*</sup>Inclusive of the base rent, service charges and marketing fees

Lease Payment Schedule - Long Chim

Date	Gross Rent, SAR*
Date	Gross Rein, SAR
22/5/2022	989,719
22/11/2022	989,719
22/5/2023	989,719
22/11/2023	989,719
22/5/2024	989,719
22/11/2024	989,719
22/5/2025	989,719
22/11/2025	989,719
22/5/2026	989,719
22/11/2026	989,719
Total	9,897,190

Source: The Client

# 21.4.3 Operating Costs

As per the information provided by the Client, we understand that the Property is subject to a Property and Facility Management Agreement for a period of 10 years and 9 months, effective from April 01, 2022, the salient details of which have been summarised in the table below.

Item	Description
Start date	01 April 2022 (G)
First Party ("Owner")	Saudi Economic and Development company for Real Estate Funds
Second Party ("Property Manager")	Ajdan Real Estate Development Company
Term, Expiry and Renewal	Ten (10) years and nine (9) months, as defined in Clause 3 of the Contract (the "Term").  The agreement is not subject to renewal and could be terminated prior to the End Date in accordance with Clause 7 of the Contract. However, the Parties could agree on revised terms in a new contract.
Start Date	01 April 2022 (G) as per terms stated within the Property & Facility Management Contract.
End Date	01 January 2033 (G) as per terms stated within the Property & Facility Management Contract.
Fees (Operating Expenses Budget)	SAR 600,000 for the first five (5) years; first payment covering the period from 01 April 2022 to 31 December 2023 (i.e. 1 year and 9 months).  SAR 700,000 for the second five (5) years.
Obligations of Property Manager	<ul> <li>The Property Manager shall provide the required services for the operations of the Property including maintenance and repair, cleaning, security, utilities, and government-related fees.</li> <li>Management of lease agreements with tenants and collection of dues on behalf of the Owner.</li> <li>Submission of regular updates, upon request, covering the overall status of the Property and collections thereof.</li> </ul>

Source: The Client

<sup>\*</sup>Inclusive of the base rent, service charges and marketing fees

### 21.5 Valuation

In arriving at our opinion of Fair Value of the freehold interest in the Property, we have adopted the Income Approach, utilising a Discounted Cash Flow (DCF) technique.

# 21.5.1 Commentary on Market Rent

As per the documentation received, we understand that all components and units within the Property have been leased, with the agreement for the cinema extending over a period of 20 years and those of the F&B outlets over 5 years. In this regard, recently signed rental agreements are usually the best evidence of the prevailing market dynamics and lease rates; however, we have undertaken further research to assess the lease rates commanded in the market for similar components and uses.

We understand that the Property offers a unique destination with very limited, if any, comparable developments particularly in Dammam and Al Khobar. As such, when arriving at our opinion of Market Rent for the components within the Property, we have assessed the data for assets in Dammam and Al Khobar while also focusing on evidence and available benchmarks pertaining to the Kingdom's entertainment and retail landscape, most notably in the major cities (i.e. Riyadh and Jeddah).

### Cinema:

Based on our market knowledge, the annual rental rates for similar cinema units in the Kingdom range from SAR 400 to SAR 1,200 per sq m depending on the city and quality of the mall/centre in which the cinema is located, bearing in mind that prime locations in Riyadh, Jeddah and DMA achieve higher rental levels in the range of SAR 700 to SAR 1,200 per sq m. It is important to note here that the aforementioned rental rates reflect the Base Rents for cinema units whereby the operator is responsible for the fit-out works, which in turn allows landlords to push the rates lower and ensure affordability to the tenants/operators who shall undertake the initial capital expenditure requirements. We are also aware of the fact that should the cinema operator manage to pass the fit-out works on to the landlord, the above rental rates would typically be higher.

The table below summarizes the average Base Rents for cinemas in the Kingdom's major cities, namely Riyadh, Jeddah and DMA.

Market Rent Range for Cinema's in KSA's Major Cities

Range	Base Rent range per Annum (SAR per sq m)
Minimum	SAR 700
Maximum	SAR 1,200
Source: JLL Research	) 1

### F&B Outlets:

When assessing the Market Rent for the F&B outlets within the Property, we have considered comparable developments with similar unit sizes and scale in the Kingdom's major cities, namely Riyadh, Jeddah and DMA. Again, we understand that the Property falls within a comprehensive master plan and offers a unique destination with very limited, if any, comparable developments, particularly in Dammam and Al Khobar.

Given the unique positioning and offering of the Property, we understand that the rates applicable for F&B outlets in malls are not particularly reflective of those commanded for developments similar to the Property; thus, we have assessed the Market Rent for retail plazas situated in prime locations and comprising a high-profile/luxury tenant base.

For F&B outlets within well-established, unique retail plazas and centres (similar to the Property), our research indicates a Base Rent range of SAR 1,500 to SAR 3,500 per sq m, with the higher end corresponding to destinations in the Kingdom's major cities, most notably Riyadh. We note here that the wide range within the same development is mainly attributed to the placement of the store within the overall property, brand name of the tenant, and the type of offering, amongst others.

Market Rent Range for F&B and Retail Outlets (Plaza's) in KSA's Major Cities

Comparable	Location	Occupancy Rate	Base Rent (SAR per sq m)
Comp 1	Riyadh	95%	2,500 to 3,500
Comp 2	Jeddah	95%	2,000 to 2,400
Comp 3	Riyadh	90%	1,800 to 2,800
Comp 4	Riyadh	90%	1,800 to 2,800
Comp 5	Jeddah	N/A	1,800 to 2,500
Comp 6	Jeddah	95%	1,700 to 2,700
Comp 7	Dammam	85%	1,500 to 2,500
Comp 8	Jeddah	85%	1,600 to 2,400
Comp 9	Jeddah	90%	1,800 to 2,300

Source: JLL Research

### Conclusion:

As per our research and analysis, the contracted rental rate for the cinema, at SAR 1,600 per sq m of GLA, is deemed significantly higher than the rates presently commanded in the market, also considering that the tenant/operator was responsible for the fit-out works. However, bearing in mind the unique location and positioning of the Property, lack of comparable destinations in Al Khobar and Dammam in general, and considering the recent nature of the transaction with AMC, we are of the opinion that the Property is able to achieve such a rate in the open market. For the three F&B outlets, the contracted rates are in line with the prevailing market rates and are deemed rack rented.

For the purpose of this valuation, we have adopted a Market Rent (base) of SAR 900 per sq m of GLA for the cinema, considering that the operator is responsible for the initial fit-out works, and SAR 2,500 per sq m for the three F&B outlets. Again for the cinema, although the contracted rate is deemed higher than those commanded for similar properties in the market and thus may be over-rented, we still kept in mind the unique and prime location of the Property as well as its potential to attract high footfall, thus justifying the passing rate with AMC – we note here that considering the long-term tenure of the lease agreement with AMC, increasing the adopted Market Rent (assuming a range of SAR 900 to SAR 1,200) would have an insignificant impact on the valuation. we have not accounted for any growth in adopted market rent levels throughout the 5-year forecast period.

Summary on Adopted Market Rent

Component	Contracted Annual Base Rent per sq m, SAR	Contracted Gross Rent per sq m, SAR	Annual Market Rent Base per sq m of GLA, SAR
Cinema	1,600	1,760	900
L'Entrecôte	2,490	2,800	2,500
Salt Bae	2,490	2,800	2,500
Long Chim	2,300	2,590	2,500

Source: The Client; JLL Analysis

## 21.5.2 Contracted Rent

Based on the lease agreements received from the Client, the following table summarizes the contracted rent amounts for the next 4.5 years, inclusive of the service charge, marketing fees and stipulated yearly escalations

(if applicable). It should be noted that upon the expiration of the contracts in 2027, as per the detailed payment schedules for each F&B outlet (not the case for the Cinema), we have adopted the market rent levels shown in the preceding subsection.

Yearly Contracted Gross Rent Per Outlet

Date	Gross Rent from Cinema, SAR	Gross Rent from L'Entrecôte, SAR	Gross Rent from Salt Bae, SAR	Gross Rent from Long Chim, SAR
H2 2023	6,336,000	1,142,400	870,800	989,719
2024	6,336,000	2,284,800	1,741,600	1,979,438
2025	6,336,000	2,284,800	1,741,600	1,979,438
2026	6,652,800	2,284,800	1,741,600	1,979,438
2027	6,652,800	1,142,400	870,800	-
Total	32,313,600	9,139,200	6,966,400	6,928,033

Source: JLL Analysis

We understand that the annual Base Rent stands at SAR 1,600 per sq m of GLA for the cinema, SAR 2,490 for two F&B outlets (specifically L'Entrecôte and Salt Bae), and SAR 2,300 for the third F&B unit (Long Chim). We have been informed that the gross rent encompasses a service charge at 10% of the Base Rent and a marketing fee of 2.5%, the latter only applicable for the F&B outlets and not the cinema.

Summary on Contracted Rent Per Outlet

Component	Contracted Base Rent per Annum, SAR	Gross Leasable Area, sq m	Base Rent per sq m of GLA, SAR	Gross Rent per sq m of GLA, SAR
Cinema	5,760,000	3,600	1,600	1,760
L'Entrecôte	1,999,200	816	2,490	2,800
Salt Bae	1,523,900	622	2,490	2,800
Long Chim	1,732,008	765	2,300	2,590

Source: JLL Analysis

## 21.5.3 Additional Income

We are of the opinion that the Property has the potential to generate additional income in the form of kiosk rental and lease of promotional spaces. Since the Property's common areas represent open-air and non-air-conditioned spaces, we have assumed that the level of such income will be half (i.e. 50%) when compared to the same revenue stream in malls, which are in turn fully covered and usually benefit from customer footfall all year around – bearing in mind that open-air concepts are likely to face restrictions related to hot summer months.

Based on the above, we have factored in the additional income at 5% of the total Market Rent from the cinema and F&B components, thus equating to around SAR 500,000 per annum at 100% occupancy.

# 21.5.4 Service Charge and Marketing Fees

The lease agreement for the cinema stipulates the amount for service charges at 10% of the Base Rent for each year. As for the three F&B outlets, the rental rates agreed upon in the lease contracts are inclusive of a service charge and marketing fee at 10% and 2.5% of the Base Rent respectively.

As per our understanding of the market practice and comparable evidence in this regard, we note that the aforementioned rates are in line with market benchmarks considering the nature of the Property and the components included within – these rates are usually higher for retail units and F&B outlets within a mall (i.e. an average of 15%).

# 21.5.5 Occupancy and Void Periods

As previously covered in the report, the cinema has been leased to AMC in October 2018 and is subject to a 20-year rental agreement effective from the handover date (i.e. end of December 2020). Moreover, we understand that one of the F&B outlets has been leased in November 2021 and the other two in March 2022, all subject to a 5-year lease period posts the required fit-out works. The table below summarizes the lease terms pertaining to the Property's varied components.

Component	Lease Starting Date	Lease Term Expiration	Corresponding Lease Term (Post Fitout Period)
Cinema	January 2021	October 2040	20 years
L'Entrecôte	December 2022	December 2027	5 years
Salt Bae	December 2022	December 2027	5 years
Long Chim	May 2022	May 2027	5 years
Source: The Client			

As mentioned above, upon expiration of the present lease terms, most notably for the F&B outlets, we have assumed that the lease contracts are directly renewed and thus we have not accounted for any void periods. Moreover, for the market rental rates, we have not accounted for any growth throughout the 5-year forecast period.

# 21.5.6 Operating Expenditures

The operating expenditure budget is set at SAR 600,000 for the first five (5) years, with the first payment covering 1 year and 9 months (April 2022 to December 2023), thereafter increasing to SAR 700,000 for the agreement's second five years, subject to renewal upon written consent from both involved parties. The aforementioned annual operating expenditure budget corresponds to around SAR 100 per sq m of the Property's gross leasable area (GLA), the latter deemed low when compared to our benchmarks for similar operational assets.

However, considering the binding nature of the Property Management Agreement for a period of 10 years and given that additional incurred costs are borne by the Property Manager, we have not taken into account an additional allowance for operating expenditures or a sinking fund provision to capture contingencies and any unforeseen expenses. Should the above prove to be incorrect, we reserve the right to revise the values reported. It is also important to note here that, as per the lease agreements, operating expenditures pertaining to the operations of the cinema and F&B outlets are passed on to the tenant, most notably utilities and maintenance. The table below summarizes the yearly operating expenditure budget adopted in the financial model and corresponding forecasts for the Property.

Year	Foreseen Yearly Operating Expenditures, SAR
Year 1 – April 2022 to December 2023	600,000
Year 2 – January 2024 to December 2024	600,000
Year 3 – January 2025 to December 2025	600,000
Year 4 – January 2026 to December 2026	600,000
Year 5 – January 2027 to December 2027	600,000
Year 6 – January 2028 to December 2028	700,000
Source: The Client	

### Property: SEDCO Capital REIT Assets

### 21.5.7 Fair Value

In forming our opinion of the Fair Value, we have had regard to the passing and contracted future rent of the Property in addition to the lease terms, location and market condition outlook. We have also had regard to recent investment comparables we are aware of, as shown in our KSA Investment Evidence section (Page 15), in forming our opinion of yield.

In valuing the asset, we have applied a Discount Rate of 8.25%, which we consider to be the required return a motivated third-party buyer would require given the risk and reward factors inherent in the asset's income streams over the 5-year analysis horizon.

We have applied an Exit Yield of 7.75% to the net income at the start of Year 6 (this would be calculated off a Year 6 NOI for a 5-year cash-flow to calculate the estimated terminal sale price. Based on the above analysis, we are of the opinion that the Fair Value of the Property, as at the Valuation Date, is SAR 161,200,000.

We note that when forming our opinion on the exit yield, we have considered the following factors:

- Property is fully leased and benefits from long-term rental agreements, most notably for the cinema. The
  F&B outlets are subject to a 5-year agreement, signed in early 2022, with a possibility for renewal upon the
  written consent of both involved parties.
- The general tenant profile represents well-established international brands.
- The location of the Property within a mixed-use masterplan comprising retail units, residential apartments and a hotel, thus offering a unique destination with very limited, if any, comparable developments particularly in Dammam and Al Khobar. Also, the Property is situated in a prime location along the Corniche area in Al Khobar and benefits from a high footfall.
- Low operating expenditure level in light of the binding 10-year Property Management Agreement and considering that part of the expenses is passed on to the tenants, most notably with regards to utilities and maintenance. We note again here that additional costs on top of the budgets agreed upon in the Property Management Agreement are fully borne by the Property Manager.

Valuation Summary

Description	Ajdan Walk Cinema
Net Operating Income (Year 1), SAR	12,358,406
Net Operating Income (Year 2), SAR	12,229,835
Net Operating Income (Year 6), SAR	12,636,734
Discount Rate	8.25%
Exit Yield	7.75%
Fair Value June 2023 Valuation	161,200,000
Projected Second Year's Forward Yield	7.59%

Source: JLL Analysis

#### 21.6 Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Property as of 30 June 2023 is:

SAR 161,200,000

(ONE HUNDRED SIXTY-ONE MILLION, TWO HUNDRED THOUSAND SAUDI ARABIAN RIYALS)

# 21.7 Additional Commentary: H1 2023 vs 2022 valuation

We have provided a brief rationale for variance in values (if any) between 31 December 2022 and 30 June 2023. The details are summarised below:

Valuation Summary, H1 2023 vs 2022

Valuation Summary	
H1 2023	161,200,000
2022	160,250,000
Difference in value, H1 2023 vs 2022	0.59%
Comments	The derived value is slightly higher considering the reversion of existing passing/contracted rates to the assumed market rental rates upon expiration of the existing rental agreements by the end of 2027, which are slightly higher as detailed above. The latter are captured in the computation of the terminal sale price which represents a significant portion of the future cash flows resulting in the derived Fair Value.

# 21.8 IFRS Commentary

The guidance contained in IFRS 13 indicates that a Fair Value measurement requires an entity to determine the following:

•	
Item	Our Approach
a) The particular asset or liability that is the subject of the measurement (consistently with its unit of account).	In this case the asset comprises the Property described in this report on the basis of the ownership specified.
b) For a non-financial asset, the valuation premises that is appropriate for the measurement (consistently with its highest and best use).	The current use is the highest and best use of the Property.
c) The principal (or most advantageous) market for the asset or liability.	We consider this to be the open market.
d) The valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of fair value hierarchy within which the inputs are categorised.	We have adopted the Income Approach to measure the Fair Value of the Property.

IFRS 13 also requires a commentary to be made on the hierarchy of the inputs used in measuring Fair Value. Our valuation has been prepared using the Income Approach. We have based our inputs on the most appropriate market-based information available to us. However, our model contains a number of 'unobservable inputs' and should therefore be categorised within Level 3 of the fair value hierarchy.

The significant unobservable inputs adopted in our model are as follows:

- Discount rates
- Capitalisation rates (yields)

# 21.9 High-Level Replacement Cost Desktop Analysis (DRC)

We have been asked by the Client to provide a high-level replacement cost analysis for internal decision-making purposes.

This analysis has been undertaken based on limited land comparables sourced in the location and high-level development costs although JLL has not been appointed as a quantity surveyor and has not been instructed to undertake any check measurements or condition assessment for the Property. We have relied on the area figures provided to us by the Client (as stated in the Building Permit excluding boundary walls) and have assumed them to be accurate. Similarly, based on the results of our visual inspection, we have assumed the Property to be in a good condition commensurate with its use and age. If the information provided to us or our assumptions regarding areas and condition prove to be inaccurate, we reserve the right to revisit this analysis.

We have considered land plots listed for sale in the nearby vicinity of the Property, benefiting from similar planning and zoning regulations, and applied adjustments to reflect the size differences, location, negotiation factors and characteristics of the Property. Additionally, we have considered high-level development costs for similar retail plazas in the Kingdom and depreciated the said total cost over a period of 2.5 years (age of the Property).

Replacement Cost Summary

	Area, sq m	SAR/sq m*	Summary, SAR
Plot	6,865.99	6,500	44,628,935
Basement	6,745.9	3,000	20,237,700
Superstructure	9,347.5	5,600	52,346,000
Total (Plot + Structure)			117,212,635

<sup>\*</sup>Inclusive of contingencies, financing fees and soft construction costs for the basement and superstructure

Depreciation

	Years	SAR/Year	Total Depreciation
Depreciation (per year) - Straight Line	35	2,073,820	
Accumulated Depreciation	2.5		(5,184,550)

Depreciated Replacement Cost Summary

	Summary, SAR
Plot	44,628,935
Development Cost	72,583,700
Total (Plot + Structure)	117,212,635
Depreciation	(5,184,550)
Depreciated Replacement Cost	112,028,085
Source: JLL	

We note that the above is a high-level indicative analysis and is provided purely for the Client's internal purposes and should not be communicated or relied upon for investment purposes.

# Valuation

## Fair Value

Having regard to the foregoing, we are of the opinion that the Fair Value of the freehold interest in the Properties as at 30 June 2023 is:

SAR 2,254,926,000

(TWO BILLION, TWO HUNDRED AND FIFTY-FOUR MILLION, NINE HUNDRED AND TWENTY-SIX THOUSAND SAUDI ARABIAN RIYALS)

The aggregate Fair Value reported above is the sum of the Fair Values of each Properties and does not necessarily represent the Fair Value of the Properties if sold as a single portfolio. Please refer to Summary of Values.

# **Confidentiality and Publication**

Finally, and following our standard practice, we confirm that the Report is confidential to the party to whom it is addressed for the specific purpose to which it refers. No responsibility whatsoever is accepted to any third party and neither the whole of the Report, nor any part, nor references thereto, may be published in any document, statement or circular, nor in any communication with third parties without our prior written approval of the form and context in which it will appear.

Yours faithfully

Andrei Shchetinin MRICS

Associate, Value and Risk Advisory MENA Tageem Membership no. 1220002457 Yours faithfully

Simon Brand FRICS

**Executive Director** 

Head of Value and Risk Advisory MEA & Turkey Fellow Tageem Membership no. 1220000635

## Property: SEDCO Capital REIT Assets

# Appendix A. General Terms of Business

#### JLL

JLL means Jones Lang LaSalle Saudi Arabia for Real Estate Valuations (CR No. 1010931286) and/or any subsidiary or holding company or company connected to Jones Lang LaSalle Saudi Arabia for Real Estate Valuations that provides any of the services under the Agreement.

### 1. When the Terms Apply

These General Terms of Business ("the Terms") apply where JLL provides a service to a client and there is no written agreement for the provision of that service or if there is, to the extent that the Terms do not conflict with the terms of that written agreement. In the case of conflict between the Terms and the terms of any written agreement, the terms of the written agreement shall prevail to the extent of the conflict. Reference in these Terms to the agreement means the written or informal agreement that incorporates these Terms ("the Agreement").

#### 2. Service level

JLL is to provide the service to the specification and performance level stated in writing in the Agreement or, if none is stated, to the specification and performance levels that it ordinarily provides in accordance with JLL's duty of care as set out below. Any variations must be agreed in writing.

#### 3. What is not included

JLL has no responsibility for anything that is beyond the scope of the service so defined or if not defined anything that is beyond the scope as interpreted by JLL in its sole discretion. In particular, it has neither obligation to provide nor liability for:

- an opinion on price unless specifically instructed to carry out a valuation;
- advice, or failure to advise, on the condition of a property unless specifically instructed to carry out a formal survey;
- the security or management of Property unless specifically instructed to arrange it;
- the safety of those visiting a property, unless that is specified in its instructions;
- estimates of construction or building costs, unless it has specifically engaged a qualified cost consultant or quantity surveyor to
  provide such estimates.

#### 4. Duty of care and Liability

#### a. Duty of care

JLL owes to the Client a duty to act with reasonable skill and care in providing the service and complying with the Client's instructions where those instructions do not conflict with:

- · the Terms, or
- the Agreement, or
- applicable law, regulations and professional rules. JLL is not obliged to carry out any instructions of the Client which conflict with the applicable law, regulations and professional rules.

#### b. Liability to the Client

JLL has no liability for the consequences, including delay in or failure to provide the services, of any failure by the Client or any agent of the Client:

- to promptly provide information, documentation and/or any other material that JLL reasonably requires at any given time, or where that information, documentation or material provided is inaccurate, misleading or incomplete. The client warrants that, where it provides information, documentation or material to JLL, JLL is entitled to rely on its accuracy.
- to follow JLL's advice or recommendations.

The liability of JLL in contract, tort (including negligence or breach of statutory duty), misrepresentation or otherwise howsoever caused arising out of or in connection with the provision of services or otherwise under the Agreement is not limited for fraud or where its gross negligence causes death or personal injury, but otherwise its liability:

- is excluded to the extent that the Client or someone on the Client's behalf for whom JLL is not responsible is responsible;
- is excluded if caused by circumstances beyond JLL's reasonable control;
- excludes indirect, special and consequential losses;
- (where JLL is but one of the parties liable) is limited to the share of loss reasonably attributable to JLL on the assumption that all other parties pay the share of loss attributable to them (whether or not they do); and
- In any event and in recognition of the relative risks and benefits of the project to both the Client and JLL, the risks have been allocated such that the Client agrees, to the fullest extent permitted by law, to limit the liability of JLL to the Client for

any and all claims, losses, costs, damages of any nature whatsoever or claims expenses from any cause or causes, including attorneys' fees and costs and expert witness fees and costs, so that the total aggregate liability of JLL to the Client shall not exceed and is limited to the professional fees received by JLL from the Client.

Apart from fraud or criminal conduct, no employee of the JLL group of companies has any personal liability to the Client and neither the Client nor anyone representing the Client may make a claim or bring proceedings against an employee or former employee personally

### c. Liability to third parties

JLL owes no duty of care and has no liability to anyone but its Client, unless specifically agreed in writing by JLL. No third party is intended to have any rights under the Agreement unless agreed in writing.

#### d. Liability for others

JLL has no liability for products or services that it reasonably needs to obtain from others in order to provide the service.

#### e. Delegation

JLL may delegate to a third party the provision of the service, or part of it, only where this is reasonable but remains liable for what the third party does unless the Client agrees to rely only on the third party (and the Client must not unreasonably withhold that agreement). If delegation is at the Client's specific request, JLL is not liable for what the third party does or does not do.

The Client shall effect and maintain adequate property and public liability insurance and general third party liability insurance providing coverage for bodily injury and property damage which will either include JLL as a joint insured or a waiver of the insurer's subrogation rights against JLL, its employees or delegates.

#### f. Liability to JLL

The Client agrees to indemnify JLL against all third party (including any insurer of the Client) claims (including without limitation all third party actions, claims, proceedings, loss, damages, costs and expenses) ("Claims")

- for which the Client has agreed to insure under the Agreement;
- that relate in any way to the provision of the service except a Claim that a court of competent jurisdiction decides or JLL acknowledges (whether or not it admits liability) was caused by the fraud, wilful default, material breach of contract or gross negligence of JLL or of a delegate for whom JLL is responsible under the Terms.

#### 5. Delivering the service

#### a. Timetable

JLL is to use reasonable endeavours to comply with the Client's timetable but is not responsible for not doing so unless specifically agreed in writing. Even then, JLL is not liable for delay that is beyond its control.

### b. Intellectual Property

Unless otherwise agreed in writing all intellectual property rights:

- in material supplied by the Client belong to the Client.
- in material prepared by JLL belong to JLL.

Each has a non-exclusive right to use the material provided for the purposes for which it is supplied or prepared. No third party has any right to use it without the specific consent of the owner.

#### c. Confidential material

Each party must keep confidential all confidential information and material of commercial value to the other party of which it becomes aware but it may:

- use it to the extent reasonably required in providing the service;
- disclose it if the other party agrees;
- disclose it if required to do so by law, regulation or other competent authority.

This obligation continues for a period of two (2) years after termination of the Agreement. After this period JLL may destroy any papers or information it retained without having to provide the Client with an advance notice. Equally JLL may retain any information it must to comply with any regulation of legislation applicable to the international JLL group of companies.

### 6. Remuneration and Payment

### a. Fees and Taxes

Where the fees and expenses payable for the service, or for additional or extended services requested by the Client are not specified in writing, JLL is entitled to the fee specified by the RICS or other applicable professional body or, if none is specified, to a fair and reasonable fee by reference to time spent and reimbursement of expenses properly incurred on the Client's behalf. Where the service is not performed in full JLL is entitled to a reasonable fee proportionate to the service provided as estimated by JLL.

Unless specified in writing to the contrary, the Client must pay any additional applicable tax as will be added to such fees invoiced to the Client.

### b. VAT

VAT and/or similar taxes – Including without limitation value added tax, goods and service tax, sales tax or any similar tax as applicable to the Agreement and the supplementary documentation issued thereunder, including but not limited to invoices, credit notes, debit notes and similar, in accordance with the prevailing laws of the KSA, including any transitional VAT legislative provisions, as enacted and as amended from time to time.

**Tax Authority** – The designated government agency that is responsible for managing, collecting and enforcing the relevant tax or any similar competent authority and relevant ministry under which it operates. General Authority for Zakat and Tax in KSA.

- 1. To the extent that the goods and services provided under the Agreement are subject to VAT, JLL shall add VAT to the fee at the prevailing rate as applicable. Where appropriate JLL shall apply any VAT exemption or Subject the supply to zero-rated VAT, whichever may be applicable.
- 2. The VAT for such supply will be calculated as follows:

#### $A \times R$

#### Where:

A is the fee payable for the supply; and

R is the applicable rate of VAT.

- 3. The Client shall indemnify and hold JLL harmless from and against any and all costs of whatever nature and howsoever caused arising as a result of the Client's failure to pay to JLL the amount of VAT shown on the VAT invoice in accordance with the payment terms set out thereon.
- 4. The Client shall pay the fee plus VAT to JLL following receipt of a valid tax invoice in accordance with the prevailing VAT Law.
- 5. The Client shall not be responsible for any such taxes or VAT that relate to any purchases by JLL or subcontractors or its other suppliers.
- 6. For the avoidance of doubt, it shall at all times remain the sole responsibility of JLL to:
  - a. Assess the VAT rate(s) and VAT liability arising out of or in connection with the Agreement; and
  - b. Account for or pay any VAT (and any other tax liability) relating to payments received by JLL under the Agreement to the relevant Tax Authority.
- 7. The Client shall not be liable to JLL in any way whatsoever for any error or failure by JLL (or the Client) in relation to VAT, including without limit:
  - a. Where JLL is subject to a VAT ruling(s), determination, announcement or generally accepted practice in connection with the Agreement.
  - b. Where JLL has assumed that it can recover input VAT and (for whatever reason) and this assumption is subsequently held to be incorrect or invalid; and/or
  - c. Where JLL treatment of VAT in respect of any claim for payment received under the Agreement is subsequently held to be incorrect or invalid

#### c. Payment timeframe

If a duly rendered invoice is not paid in full within the timeframe in the Agreement, or within 30 days if no timeframe is so agreed, JLL will be entitled to suspend work on the assignment where any invoice is outstanding beyond the agreed timeframe for payment.

JLL is entitled to postpone the start of or suspend work on an assignment until its initial payment has been received as stated in the Agreement.

## 7. Communication

The Client will appoint for the purpose of this Agreement a representative who will act as liaison and contact person with JLL.

JLL may use electronic communication and systems to provide services, making available to the Client any software required that is not generally available.

A notice is valid if in writing addressed to the last known address of the addressee and is to be treated as served:

- when delivered, if delivered by hand or through a Notary Public of the Client's jurisdiction (if that is during normal business hours) otherwise when business hours next commence;
- two business days after posting, if posted by recorded delivery;
- when actually received, if sent by ordinary mail or fax;

Notice may not be given by electronic mail.

## 8. Estimates, Valuations and Financial models

The Client acknowledges that unless specified as such in the Agreement and in reports or deliverables prepared by JLL, any financial estimates relating to real estate interests or assets are not opinions of value and may not be construed as valuations.

Where valuations are provided by JLL in accordance with the Agreement, such valuations are based on information reasonably available to JLL at the time of the Valuation and its knowledge of the market. JLL will use reasonable skill and care in providing any valuations but the Client acknowledges that the valuations are estimates only and the Client further acknowledges that market conditions and assumptions may change and reliance on valuations will be at its own risk. All such valuations are prepared in accordance with the terms, conditions and limitations specified in the valuation report.

Financial estimates, cash flow models and valuations may be prepared using business models and software that are the sole Property of JLL. JLL has no obligation to share with the Client its proprietary models.

#### 9. Termination

#### a. Termination

The Client or JLL may terminate the Agreement immediately by notice to the other if the other:

- has not satisfactorily rectified a substantial or persistent breach of the Agreement within the reasonable period as specified
  in an earlier notice to rectify it;
- is insolvent according to the laws of its country of incorporation.

#### b. Effect of termination on claims

Termination of the Agreement does not affect any claims that arise before termination or the entitlement of JLL to its proper fees (pro-rata i.e total fee divided by the total number of days in the agreed programme/schedule payable for the duration of programme) up to the date of termination or to be reimbursed its expenses.

In the event that the assignment is suspended or terminated by reasons outside the direct control of JLL, it shall be entitled to retain in full all payments made or due at the date of suspension or termination, including any initial payment.

#### 10. Compliance

The Client is aware of JLL's obligation to comply with prevailing anti-corruption rules, such as but not limited to the US Foreign Corrupt Practices Act ("FCPA") and anti-money laundering provisions relevant to the contracting parties and the Client therefore warrants that it will not use money or any other consideration paid by JLL for unlawful purposes, including purposes violating anti-corruption laws, such as make or cause to be made direct or indirect payments to any government official in order to assist JLL or any of its subsidiaries, affiliates, holding-companies or anyone acting on their behalf, in obtaining or retaining business with, or directing business to, any person, or securing any improper advantage. In addition the Client warrants that it is not aware of any (potential) breach of any relevant prevailing anti-money laundering provision.

The Client declares and warrants that:

- its members, officers and employees are not a government official(s) and does not and will not employ or otherwise compensate or offer to compensate any government officials, or make or cause another to make any direct or indirect offers or payments to any government officials, for the purpose of influencing or inducing any decision for the benefit of JLL.
- it will not employ any sub-contractor, consultant, agent or representative in connection with the Agreement without a thorough documented examination of his person, reputation and integrity.
- it will not employ any subcontractor, consultant, agent or representative who does not comply with the prevailing anticorruption rules and in case any such violation comes to its attention it informs JLL immediately.
- it shall not make any payment (including any offer to pay, promise to pay or gift of money or anything else of value) to any JLL employee in connection with the solicitation or award of any services.
- any payments client shall make to third parties related to any services related to the Agreement shall be supported by written, detailed invoices.
- JLL may immediately terminate the Agreement if the Client violates any of the prevailing anti-corruption laws and/or the provisions defined in this compliance clause.

Civil servants, government employees and officials can provide certain services to JLL if the provision of such services does not violate the conflict of interest provisions of the laws governing their position or does not involve the use of their official position to assist JLL in obtaining or retaining business.

Client represents, warrants and covenants the following:

- a. It is JLL policy not to violate any anti-bribery or anti-corruption laws, and we have never had a significant violation of any anti-bribery or anti-corruption laws, rules or regulations in the jurisdictions in which we operate.
- b. It is JLL policy not to violate any anti-money laundering (AML) laws, and JLL has never had a significant violation of any applicable AML laws in the jurisdictions in which we operate.
- c. JLL has not been the Subject of any government indictment, nor has JLL had any fines, penalties or settlement agreements with any government agency in the past 5 years that resulted in material financial costs to JLL's company or affected its ability to conduct business operations.
- d. It is JLL policy to conduct the business ethically, and to uphold standards of fair business dealings, competition, and customer privacy.

- e. It is JLL policy to uphold standards of equal opportunity and anti-discrimination. JLL has never had a discrimination claim that involved a significant percentage of its employees or resulted in significant fines, penalties, or settlement amounts.
- f. (i) It is JLL policy to support and respect the protection of human rights; (ii) JLL does not use, or engage in, any of the following: forced or compulsory labour, child labour, physical abuse, withholding of identity papers, or retaliation in any form; (iii) JLL has satisfactory labour relations, including with respect to working hours, wages, benefits and humane treatment; (iv) JLL and its officers, employees, agents and subcontractors comply with all applicable anti-slavery and anti-human trafficking laws including, without limitation, the Modern Slavery Act 2015 and have not engaged in any activity, practice or conduct that would constitute an offence under sections 1, 2 or 4, of the Modern Slavery Act 2015 if such activity, practice or conduct were carried out in the UK; (v) Neither JLL nor its officers, employees, agents or subcontractors have been investigated for, or convicted of, slavery-related or human trafficking-related offences; (vi) JLL has in place adequate due diligence procedures for the operations as well as for the suppliers, subcontractors and other participants in the supply chains, to ensure that there is no slavery or human trafficking in JLL supply chains; (vii) JLL does not engage any third-party including recruiting agency that engages in modern slavery and will require the supply chain to contractually agree to the same.
- g. It is JLL policy to provide a safe and healthy work environment to its employees, and JLL has a health and safety program that is appropriate for the services. JLL has not had a violation of any health or safety laws, rules or regulations in the jurisdictions within which JLL operate in the past 5 years that resulted in a significant financial cost to JLL's company or affected the ability to conduct business operations.
- h. It is JLL policy to uphold principals of environmental responsibility, and in its operations, JLL seeks to minimise adverse effects on the community, environment, and natural resources. JLL has not had a violation of any environmental laws, rules or regulations in the past 5 years that resulted in a material financial cost to JLL's company or affected its ability to conduct business operations.

Client shall notify JLL's Legal Department at Andrew.Hatherly@jll.com if it has any exceptions to the above representations, warranties and covenants, cc'ing its business contact at JLL, stating "EMEA Client Ethics Compliance" as the Subject heading of the email. Client shall notify JLL as soon as it becomes aware of any actual or suspected slavery or human trafficking in its own operations or supply chain. Client shall maintain a complete set of records to trace the supply chain of all goods and services provided under this Agreement and make available such records for audit and inspection. JLL may terminate this Agreement with immediate effect by giving written notice to Client if Client commits a breach of the representations, warranties and/or covenants in clause 9.

### 11. Miscellaneous

#### a. Waiver

Failure to enforce any of the Terms is not a waiver of any right to subsequently enforce that or any other term of the Agreement.

#### b. Severability

The invalidity, illegality and unenforceability in whole or in part of any of the provisions of the Agreement shall not affect the validity, legality or enforceability of its remaining provisions which shall remain in full force and effect.

## c. Governing law/Arbitration

The Agreement shall be governed by, construed and interpreted in accordance with the laws in force in the laws of Kingdom of Saudi Arabia.

This Agreement shall be governed by, and construed in accordance with, the laws of the Kingdom of Saudi Arabia. Any disputes or conflicts arising between the Parties in relation to this Agreement shall be referred to arbitration to be conducted in accordance with the rules of the Saudi Center for Commercial Arbitration (SCCA). Arbitration shall be held in Riyadh, Kingdom of Saudi Arabia and shall be conducted in English by one (1) arbitrator. An award rendered by the arbitrators shall be final and binding on the parties, their successors and assigns. Such award shall not be subject to appeal to any other court or body and the parties shall forthwith give it full effect.

The Parties hereby agree and accept that nothing in this clause limits the right of JLL to bring proceedings, including third party proceedings, in the competent Courts of Riyadh, against the Client for all disputes or conflicts among them arising out of, connected with, related to, or incidental to the claims related to delay and/or default in payment by the Client.

# d. Assignment and Novation

- JLL and the Client each binds itself and its partners, successors, executors, administrators, assigns and legal representatives to the other party to this Agreement and to the partners, successors, executors, administrators, assigns and legal representatives of the other party in respect of all covenants and obligations of this Agreement.
- JLL may assign, novate, sublet or transfer any right or obligation under the Agreement without the written consent of the Client. The Client shall not assign, novate, sublet or transfer any right or obligation under the Agreement without a prior written consent from JLL which consent shall not be unreasonably withheld or delayed.
- Sub-consultancy: Nothing contained in this clause shall prevent JLL from employing within its fee such persons or companies as it may deem appropriate to assist it in the performance of the Agreement. JLL shall subcontract any part of the services to a sub-consultant without the prior approval of the Client. Where the Client has required JLL to appoint

selected consultants as the JLL's sub-consultants, fees owed to those sub-consultants shall be due to JLL in addition to the JLL's own fees.

### e. Non-competition

The Client herein commits not to recruit or seek to recruit to join the client or any related company any JLL employees directly or indirectly involved in this assignment within a period of twenty-four (24) months from the date of payment of the final invoice. If the Client breaches this provision then the Client agrees to pay JLL a sum equivalent to six (6) months of the total remuneration of such employee based on his salary prevailing at the time of the breach.

#### f. No partnership

Nothing contained in the Agreement shall be construed as creating a partnership or joint venture between any of the Parties to the Agreement.

#### g. Corporate power

Each of the parties hereby represents and warrants to the other as follows:

- that it is duly established and is validly existing under the laws of its incorporation;
- that it has full corporate power and has taken on all corporate acts to enable it to effectively enter into and perform its obligations under the Agreement.

#### h. Force Majeure

It is agreed that the obligations of both parties herein will be affected by an event of Force Majeure including but not limited to, civil disturbances, riots, strikes, act of God, war, epidemic and/ or pandemic, governmental decisions or any other acts of a similar nature which is beyond the control of either party, to be sufficient excuse for delay and non-performance traceable to any of these causes.

In the event either party is unable to perform its obligations under the terms of this Agreement because of a Force Majeure event (including but not limited to coronavirus disease), damage reasonably beyond its control, or other causes reasonably beyond its control, such party shall not be liable for damages to the other party for any damages resulting from such failure to perform, or otherwise from such causes. JLL shall be entitled to an extension of time under this Agreement if there is a delay in provision of the Services which form part of this Agreement. client agrees to pay JLL for all unpaid and undisputed fees, charges due, costs associated with this Force Majeure event and reimbursable expenses accrued.

#### Change in Law

JLL shall be entitled to reimbursement of any cost and the fee shall be adjusted, to take account of any increase or decrease in fee resulting from a change in an Applicable Law (including the introduction of a new Applicable Law and the repeal or modification of an existing Applicable Law) or in a judicial or official governmental interpretation of such Applicable Laws implemented, enacted, notified and/or released before or after the date of signature of the Agreement, or which require a change in the manner of Service performance. For the purposes for this Contract, Applicable Law shall mean means any decree, resolution, statute, act, order, rule, ordinance, law (by-law), decision, code, regulation (including any implementing regulation), license, treaty or directive (to the extent having the force of law) as enacted, introduced or promulgated in the Kingdom, including any amendments, modifications, replacements or re-enactments thereof.

#### j. Conflict of Interest

If JLL becomes aware of a conflict of interest it will advise the Client promptly and recommend an appropriate course of action.

#### k. Binding documents

The engagement letter or agreement instructing JLL as well as the preamble and its attachments, including the Terms form an integral and indivisible part of the Agreement. No amendment to the Agreement shall be valid unless executed in writing and signed by both the parties hereto. Neither party hereto may assign its interest hereunder without the prior written consent of the other party hereto. Words importing the singular number include the plural and vice versa. The obligations of each party shall be binding upon its heirs and assigns. The parties hereto hereby agree and undertake to take all such steps as may be necessary to give effect to the provisions contained in the Agreement.

#### I. Entire Agreement

This Agreement constitutes the entire agreement between the Parties hereto with respect to the Services and supersedes all prior negotiations, representations or agreements related to the Agreement, either written or oral. No amendments to this Agreement shall be effective unless evidenced in writing and signed by the Parties to this Agreement.

### Property: SEDCO Capital REIT Assets

# Appendix B. General Principles

#### Adopted in the preparation of Valuations and Reports

These General Principles should be read in conjunction with JLL's General Terms and Conditions of Business except insofar as this may be in conflict with other contractual arrangements.

#### 1. Saudi Authority for Accredited Valuers (Tageem)

All work is carried out in accordance with the Saudi Authority for Accredited Valuers (Taqeem) and the International Valuation Standards ("IVS") published by the International Valuation Standards Committee ("IVSC") and the RICS Valuation-Global Standards, by valuers who conform to the requirements thereof. Our valuations may be subject to monitoring by these entities. The valuations are undertaken by currently Registered RICS Valuers and appropriately qualified Taqeem valuers.

#### 2. Valuation Basis

Our reports state the purpose of the Valuation and, unless otherwise noted, the basis of Valuation is as defined in the "the Red Book". The full definition of the basis, which we have adopted, is either set out in our Report or appended to these General Principles.

### 3. Assumptions and Special Assumptions

Where we make an 'assumption' or 'special assumption' in arriving at our valuations, we define these terms in accordance with the "IVS" as follows:

These types of assumptions generally fall into one of two categories:

- a) assumed facts that are consistent with, or could be consistent with, those existing at the date of Valuation ("Assumption"), and
- b) assumed facts that differ from those existing at the date of Valuation ("Special Assumption").

All assumptions and special assumptions must be reasonable under the circumstances, be supported by evidence, and be relevant having regard to the purpose for which the Valuation is required.

We will not take steps to verify any assumptions.

#### 4. Disposal Costs Taxation and Other Liabilities

No allowances are made for any expenses of realisation, or for taxation, which might arise in the event of a disposal. All Property is considered as if free and clear of all mortgages or other charges, which may be secured thereon. However, we take into account purchaser's costs in investment valuations in accordance with market conventions.

No allowance is made for the possible impact of potential legislation which is under consideration. Valuations are prepared and expressed exclusive of VAT payments, unless otherwise stated.

#### 5. Sources of Information

Where we have been provided with information by the Client, or its agents, we assume that it is correct and complete and is up to date and can be relied upon. We assume that no information that has a material effect on our valuations has been withheld.

In respect of valuations for loan security purposes, commissioned by a lending institution, we may also rely on information provided to us by the borrower or its advisors. In such cases, we have similarly assumed that all information is correct, complete, up-to-date and can be relied upon and that no pertinent information has been withheld.

#### 6. Title and Tenancy Information

We do not normally read leases or documents of title. We assume, unless informed to the contrary, that each Property has a good and marketable title, that all documentation is satisfactorily drawn and that there are no encumbrances, restrictions, easements or other outgoings of an onerous nature, which would have a material effect on the value of the interest under consideration, nor material litigation pending. Where we have been provided with documentation we recommend that reliance should not be placed on our interpretation without verification by your lawyers. We have assumed that all information provided by the Client, or its agents, is correct, up to date and can be relied upon.

#### 7. Tenants

Although we reflect our general understanding of a tenant's status in our valuations i.e. the markets general perception of their creditworthiness, enquiries as to the financial standing of actual or prospective tenants are not normally made unless specifically requested. Where properties are valued with the benefit of lettings, it is therefore assumed, unless we are informed otherwise, that the tenants are capable of meeting their financial obligations under the lease and that there are no arrears of rent or undisclosed breaches of covenant.

#### 8. Measurements/Floor Areas

All measurement is carried out in accordance with either the International Property Measurement Standards (IPMS) or the Code of Measuring Practice (6th Edition) issued by the Royal Institution of Chartered Surveyors, except where we specifically state that we have relied on another source. The areas adopted are purely for the purpose of assisting us in forming an opinion of capital value. They should not be relied upon for other purposes nor used by other parties without our written authorisation.

Where floor areas have been provided to us, we have relied upon these and have assumed that they have been properly measured in accordance with the International Property Measurement Standards (IPMS) or the Code of Measuring Practice referred to above.

#### 9. Site Areas

Site areas are generally calculated using proprietary digital mapping software and are based on the site boundaries indicated to us either at the time of our inspection, or on plans supplied to us. No responsibility is accepted if the wrong boundaries are indicated to us.

#### 10. Estimated Rental Values

Our assessment of rental values is formed purely for the purposes of assisting in the formation of an opinion of capital value and is generally on the basis of Market Rent, as defined in the IVS. Where circumstances dictate that it is necessary to utilise a different rental value in our capital valuation, we will generally set out the reasons for this in our Report. Such a figure does not necessarily represent the amount that might be agreed by negotiation, or determined by an Expert, Arbitrator or Court, at rent review or lease renewal or the figure that might be obtained if the Property or unit were being let on the open market.

#### 11. Town Planning, Acts of Parliament and Other Statutory Regulations

Information on town planning is, wherever possible, obtained either verbally from local planning authority officers or publicly available electronic or other sources. It is obtained purely to assist us in forming an opinion of capital value and should not be relied upon for other purposes. If reliance is required we recommend that verification be obtained from lawyers that:-

- . the position is correctly stated in our Report;
- II. the Property is not adversely affected by any other decisions made, or conditions prescribed, by public authorities;
- III. that there are no outstanding statutory notices.

Our valuations are prepared on the basis that the premises (and any works thereto) comply with all relevant statutory regulations, including fire regulations, access and use by disabled persons, control and remedial measures for asbestos in the workplace and any applicable by laws.

### 12. Structural Surveys

Unless expressly instructed, we do not carry out a structural survey, nor do we test the services and we, therefore, do not give any assurance that any property is free from defect. We seek to reflect in our valuations any readily apparent defects or items of disrepair, which we note during our inspection, or costs of repair which are brought to our attention. Otherwise, we assume that each building is structurally sound and that there are no structural, latent or other material defects. Unless stated otherwise in our reports we assume any tenants are fully responsible for the repair of their demise either directly or through a service charge.

#### 13. Deleterious Materials

We do not normally carry out or commission investigations on site to ascertain whether any building was constructed or altered using deleterious materials or techniques (including, by way of example high alumina cement concrete, woodwool as permanent shuttering, calcium chloride or asbestos). Unless we are otherwise informed, our valuations are on the basis that no such materials or techniques have been used.

#### 14. Site Conditions

We do not normally carry out or commission investigations on site in order to determine the suitability of ground conditions and services for the purposes for which they are, or are intended to be, put; nor do we undertake archaeological, ecological or environmental surveys. Unless we are otherwise informed, our valuations are on the basis that these aspects are satisfactory and that, where development is contemplated, no extraordinary expenses, delays or restrictions will be incurred during the construction period due to these matters.

#### 15. Environmental Contamination

Unless expressly instructed, we do not carry out or commission site surveys or environmental assessments, or investigate historical records, to establish whether any land or premises are, or have been, contaminated. Therefore, unless advised to the contrary, our valuations are carried out on the basis that properties are not affected by environmental contamination. However, should our site inspection and further reasonable enquiries during the preparation of the Valuation lead us to believe that the land is likely to be contaminated we will discuss our concerns with you.

### 16. Insurance

Unless expressly advised to the contrary we assume that appropriate cover is and will continue to be available on commercially acceptable terms. In particular, we will have regard to the following:

#### Composite Panels

Insurance cover, for buildings incorporating certain types of composite panel may only be available Subject to limitation, for additional premium, or unavailable. Information as to the type of panel used is not normally available. Accordingly, our opinions of value make no allowance for the risk that insurance cover for any property may not be available, or may only be available on onerous terms.

#### Terrorism

Our valuations have been made on the basis that the properties are insured against risks of loss or damage including damage caused by acts of Terrorism.

Flood and Rising Water Table

Our valuations have been made on the assumption that the properties are insured against damage by flood and rising water table. Unless stated to the contrary our opinions of value make no allowance for the risk that insurance cover for any property may not be available, or may only be available on onerous terms.

#### 17. Outstanding Debts

In the case of Property where construction works are in hand, or have recently been completed, we do not normally make allowance for any liability already incurred, but not yet discharged, in respect of completed works, or obligations in favour of contractors, subcontractors or any members of the professional or design team.

#### 18. Confidentiality and Third Party Liability

Our Valuations and Reports are confidential to the party to whom they are addressed and for the specific purpose to which they refer, and no responsibility whatsoever is accepted to any third parties. Neither the whole, nor any part, nor reference thereto, may be published in any document, statement or circular, or in any communication with third parties, without our prior written approval of the form and context in which it will appear.

#### 19. Statement of Valuation Approach

We are required to make a statement of our valuation approach. In the absence of any particular statements in our Report the following provides a generic summary of our approach.

The majority of institutional portfolios comprise income producing properties. We usually value such properties adopting the investment approach where we apply a capitalisation rate, as a multiplier, against the current and, if any, reversionary income streams. Following market practice we construct our valuations adopting hardcore methodology where the reversions are generated from regular short term uplifts of market rent. We would normally apply a term and reversion approach where the next event is one which fundamentally changes the nature of the income or characteristics of the investment. Where there is an actual exposure or a risk thereto of irrecoverable costs, including those of achieving a letting, an allowance is reflected in the Valuation.

Vacant buildings, in addition to the above methodology, may also be valued and analysed on a comparison method with other capital value transactions where applicable.

Where land is held for development we adopt the comparison method when there is good evidence, and/or the residual method, particularly on more complex and bespoke proposals.

There are situations in valuations for accounts where we include in our valuation properties which are owner-occupied. These are valued on the basis of existing use value, thereby assuming the premises are vacant and will be required for the continuance of the existing business. Such valuations ignore any higher value that might exist from an alternative use.

#### 20. Capital Expenditure Requirement

Where buildings are undergoing works, such as refurbishment or repairs, or where developments are in progress, we have relied upon cost information supplied to us by the Client or their appointed specialist advisors.

### 21. Goodwill, Fixtures and Fittings

Unless otherwise stated our Valuation excludes any additional value attributable to goodwill, or to fixtures and fittings which are only of value, in situ, to the present occupier.

#### 22. Plant and Machinery

No allowance has been made for any plant, machinery or equipment unless it forms an integral part of the building and would normally be included in a sale of the building.

### 23. Services

We do not normally carry out or commission investigations into the capacity or condition of services. Therefore we assume that the services, and any associated controls or software, are in working order and free from defect. We also assume that the services are of sufficient capacity to meet current and future needs.

## 24. Land and Building Apportionments

When instructed, we will provide apportionments between land and buildings for depreciation purposes only. Such apportionments are not valuations and should not be used for any other purpose unless specified in the Report.

#### 25. Portfolio Valuations

In respect of valuations of portfolios of properties, our overall Valuation is an aggregate of the individual values of each individual Property. The Valuation assumes, therefore, that each Property would be marketed as an individual property and not as part of a portfolio. Consequently no portfolio premium or discount has been reflected and any consequence of marketing a range of individual properties together has also not been reflected in our valuations. However, if adjoining or complimentary properties might achieve a higher value by being marketed together (known as "prudent lotting"), we have reported the higher value that would emerge.

### 26. Plans and Maps

All plans and maps included in our Report are strictly for identification purposes only, and, whilst believed to be correct, are not guaranteed and must not form part of any contract. All are published under licence. All rights are reserved.

# Appendix C. Fair Value

- 7.1. Definitions and Interpretive Commentary reproduced from the RICS Valuation Global Standards January 2022, VPS 4 and IVS with an effective date of 31 January 2022.
  - Fair value (the definition adopted by the International Accounting Standards Board (IASB) in IFRS 13) is:
  - 'The price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.'
- 7.2. The guidance in IFRS 13 includes an overview of the fair value measurement approach.
- 7.3. The objective of a fair value measurement is to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions. It is thus sometimes described as a 'mark to market' approach. Indeed the references in IFRS 13 to market participants and a sale make it clear that for most practical purposes the concept of fair value is consistent with that of market value, and so there would ordinarily be no difference between them in terms of the valuation figure reported.
- 7.4. A fair value measurement requires an entity to determine all of the following:
  - the particular asset or liability that is the Subject of the measurement (consistently with its unit of account)
  - for a non-financial asset, the valuation premise that is appropriate for the measurement (consistently with its highest and best use)
  - the principal (or most advantageous) market for the asset or liability
  - the valuation technique(s) appropriate for the measurement, considering the availability of data with which to develop inputs that represent the assumptions that market participants would use when pricing the asset or liability and the level of the fair value hierarchy within which the inputs are categorised.
- 7.5. Valuers undertaking valuations for inclusion in financial statements should familiarise themselves with the relevant requirements see also VPGA 1.

# Appendix D. Taqeem IDs

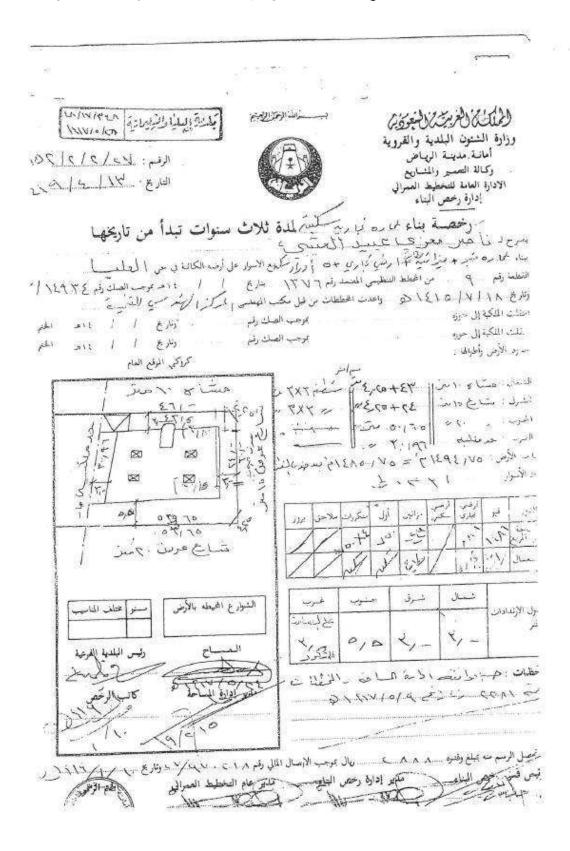






# Appendix E. Received from Client Documents

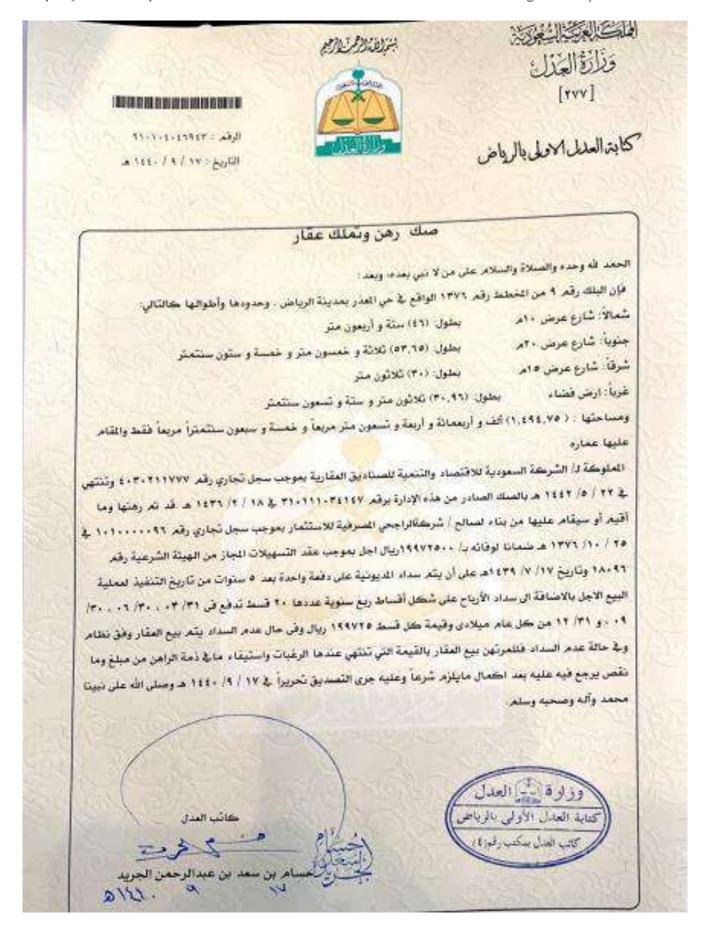
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### Al Hayat Tower Apartments Hotel, Riyadh - Title Deed:





## Al Jazeera Residential Compound, Riyadh – Building Permit:

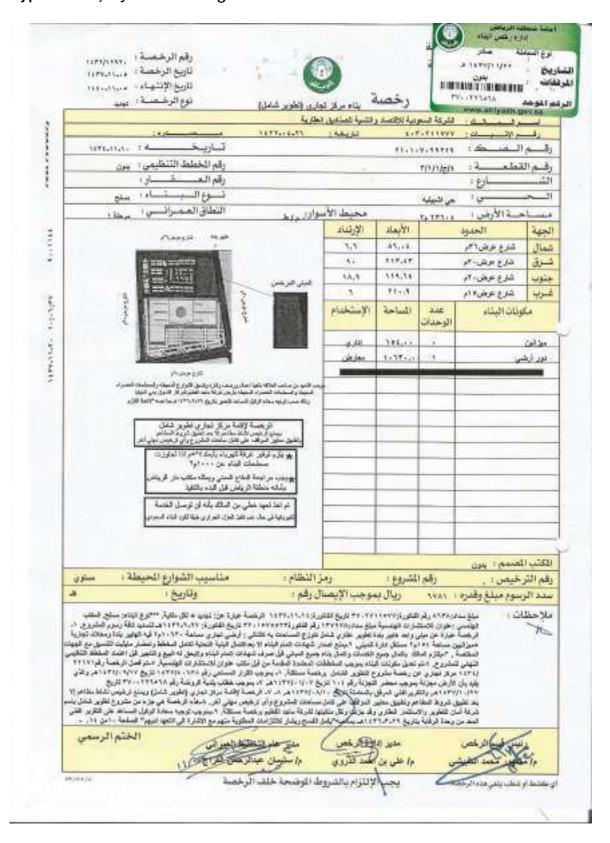
رقم الرخصة : ١٠٠١ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ - ١٢٠٠ -	G		4191	، العربيـة السعر خون البلدية والة ة منطقة الرياذ	وزارة الث
ا تابیخ الانتیاه ، ۱٬۴۰۰ (۱٬۴۰۰ (۱٬۴۰۰ ) نووالرخمسة ، ضاة مترنان ب	يناء موسع سلني	رخميد		فارة رهص البثاء	
			الوافيدين	م الساطان	
: •	[AND	12.6	*****	· 175	1.
1174		V1+174	1717	لصنك	رقسما
وقم الخطط اللثاليسي : ٨٩٧			55/30	12 44	رقع الـ
رقم العسطسار ا			200	ارع ا	-5-31
تسوع السيستساء ، مسلح		په	مي النئيما	11.2	الح
	محيط الأسوار :		. 1.704	حسة الأرض ا	-
	الإرقداد	الأبعاد		الحدود	الجهد
	T_A	153		شترع عوض ۱۹	كمال
	1	1.4		شاوع عوض ۲۰	شرق
	1,6	141		شنرع عرض ۱۹	چئوپ
	7	37.9		شترع عرض ۱۰	غسرب
	الإستخدام	المساحة	عبد الوحدات	ئات البناء	مكو
	توغيهي	¥A	14		já
	مكلي	¥7.4.	rı.		بور ارش
	سكلي	****	.0		أول سكام
	Charle	10'-11	Či.	ملاعق طرية	
	Clash	Acres	9		أسوار
		ومطروه		السمم د رزيث	الكتبال
و: مناسيب الشوارع الحيطة ، ستري	رمز النظاء	لشروع ا		NAME OF TAXABLE PARTY.	رقم الــر
	وجب الإيصال رقم ،			بعوم ميلغ والمرد	
بالحجاء ( ١٩٠٤ م. سعو أمين منطقة الرياض على العرض العرفوع لسموه بتاريخ سعو أمين منطقة الرياض على العرض العرفوع للسموء بتاريخ	ة رقم ( - 4۷۲) وتاريخ ١ ١٠ وتاريخ ١ - ١ - ١ - ١ - ١ در هية رقم ( ١ - ١ - ١ - ١) ر على خدمي بحوجب توجيه - ١ - ١ ( ١ - ١ ) وتاريخ ٢ - ١ - ١ -	ئية رقع (14) طفي البادية ال وسعة لميلىء	ئىر خلونة 55 قة يموجب ك يخقة على الله 1 1 هـر	اء بموجب مده ۱- انطقي المواق عاء انطقي المو 1-1-1-1	ملاحظ بر بر
LVC/ BUTT	(1)		_		<b>—</b>
مدير عام التخطيط العراقي الخذم الرسمي	ارة الركافل	مدير إ		وكالمرم الرخص	NYS.

### Al Jazeera Residential Compound, Riyadh - Title Deed:



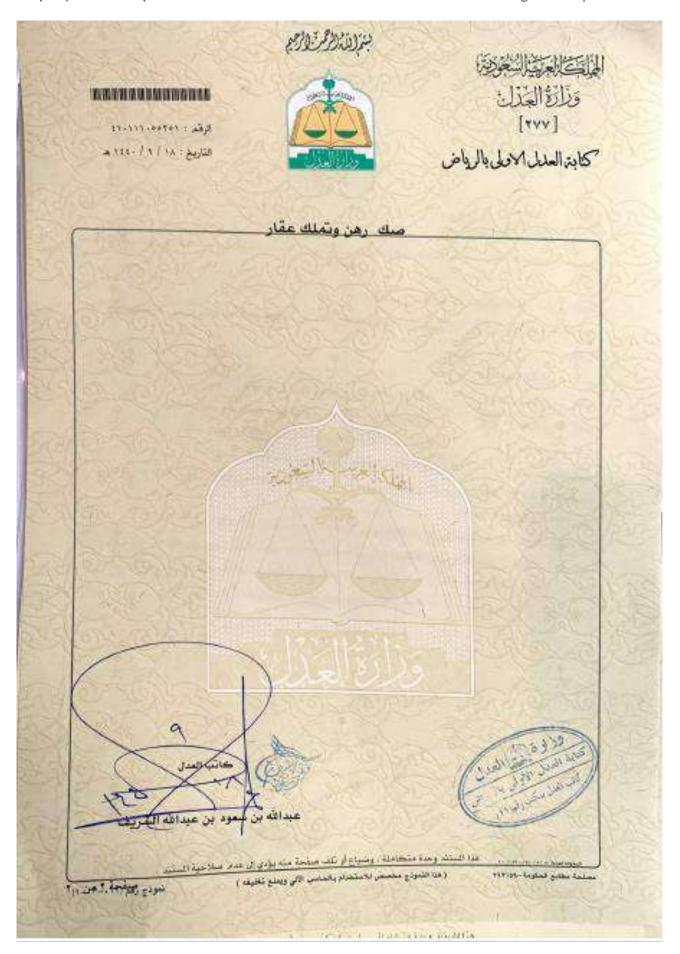


### Hyper Panda, Riyadh - Building Permit:



### Hyper Panda, Riyadh - Title Deed:







### Al Hamra Plaza, Riyadh - Building Permit:



### Al Hamra Plaza 1, Riyadh - Title Deed:



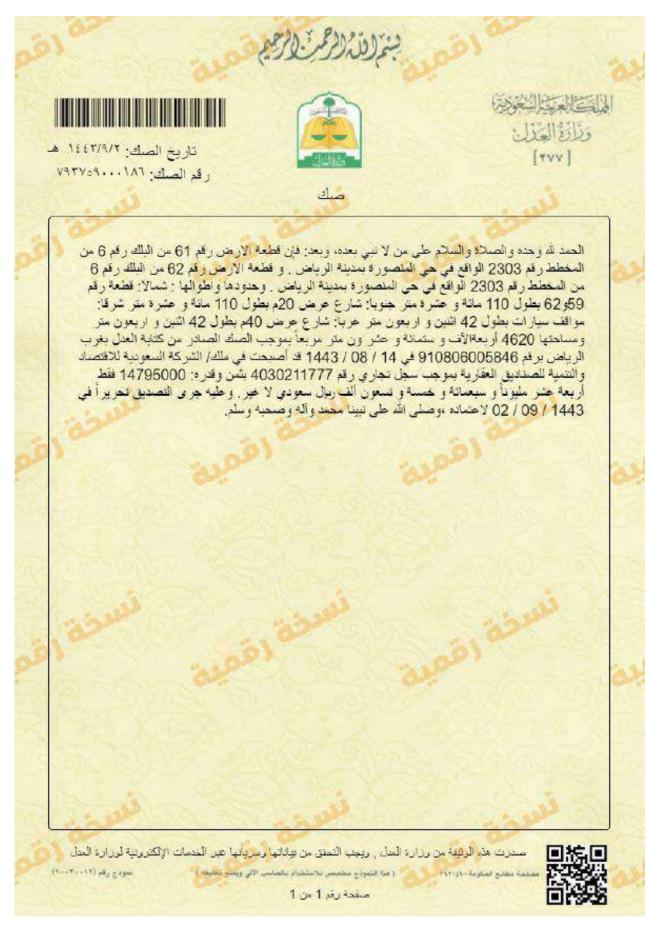
### Al Hamra Plaza 2, Riyadh - Title Deed:



### Al Hamra Plaza 3, Riyadh - Title Deed:



### Al Hamra Plaza 4, Riyadh - Title Deed:



### Al Hamra Plaza 5, Riyadh - Title Deed:



### Irqa Plaza, Riyadh - Building Permit:



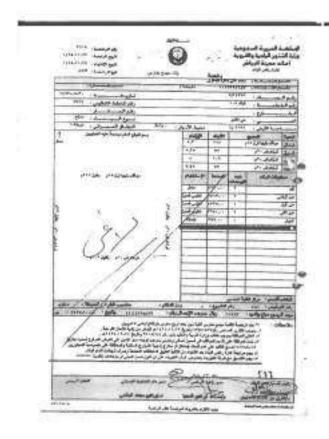
### Irqa Plaza, Riyadh - Title Deed:



# Al Manahij School, Riyadh – Building Permit:



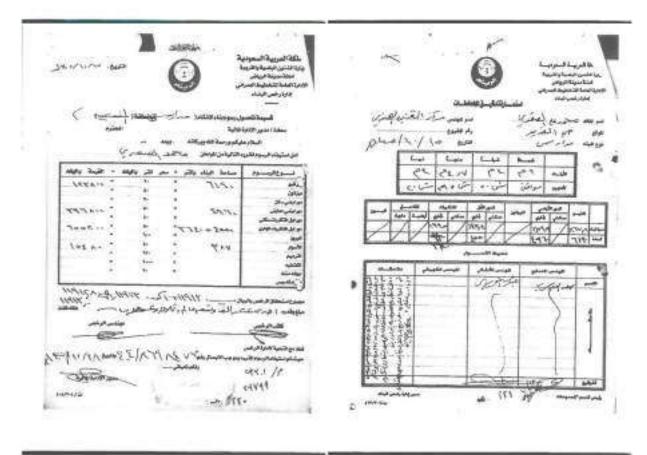




















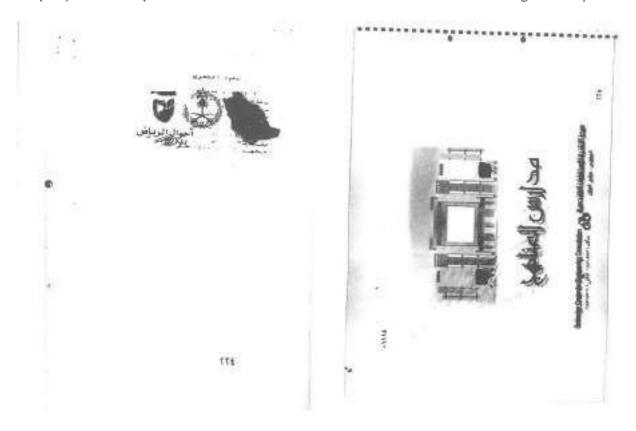


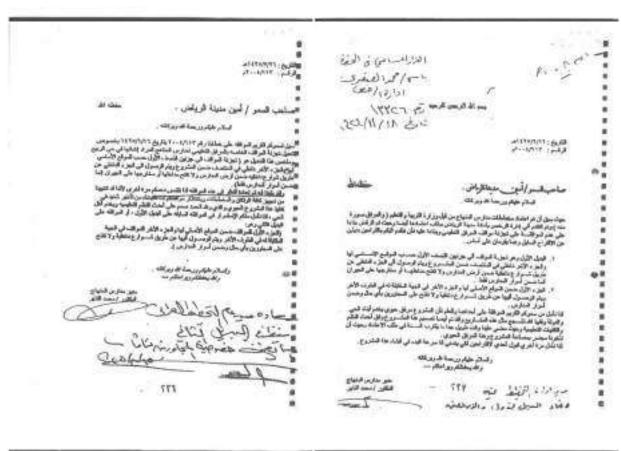






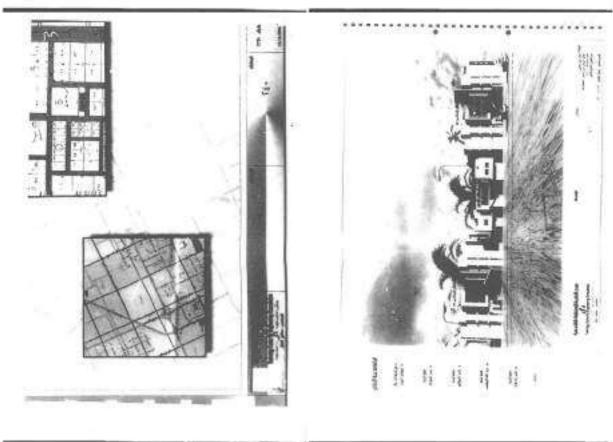
### Property: SEDCO Capital REIT Assets



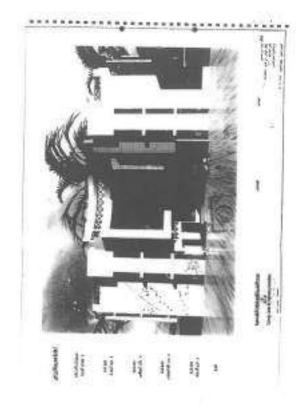


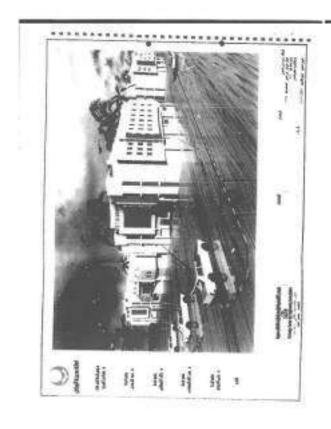
### Property: SEDCO Capital REIT Assets



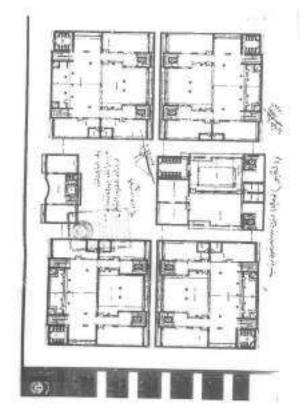


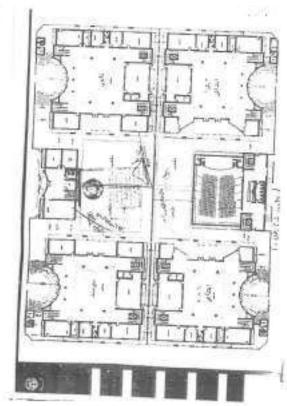


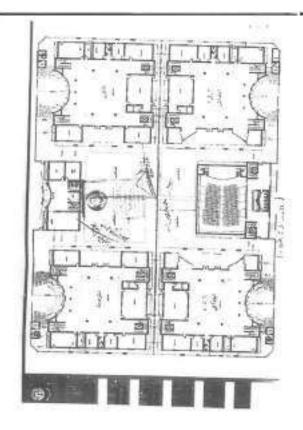


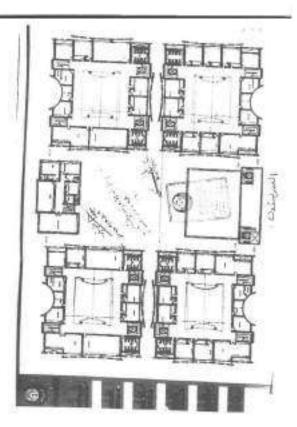


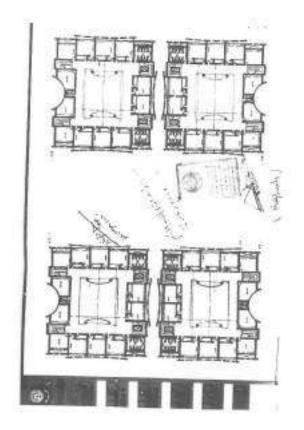


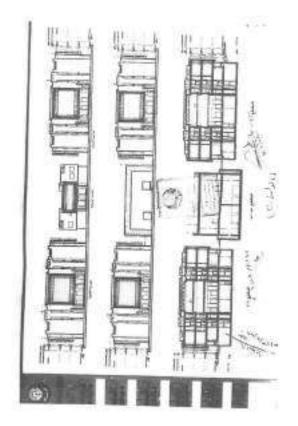


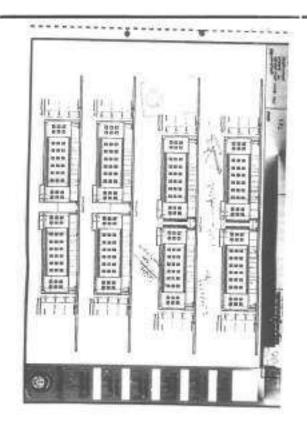


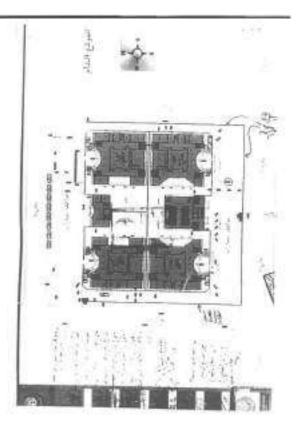




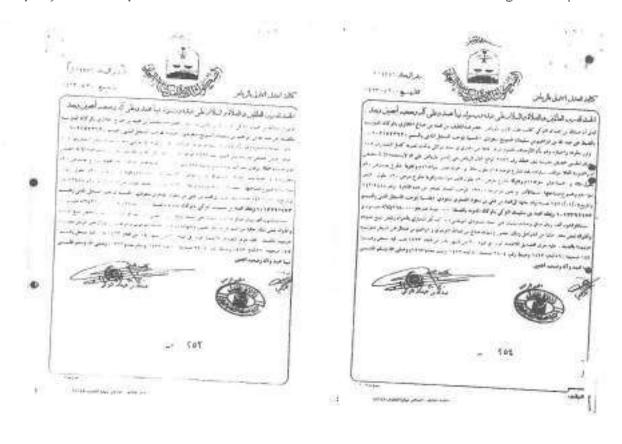








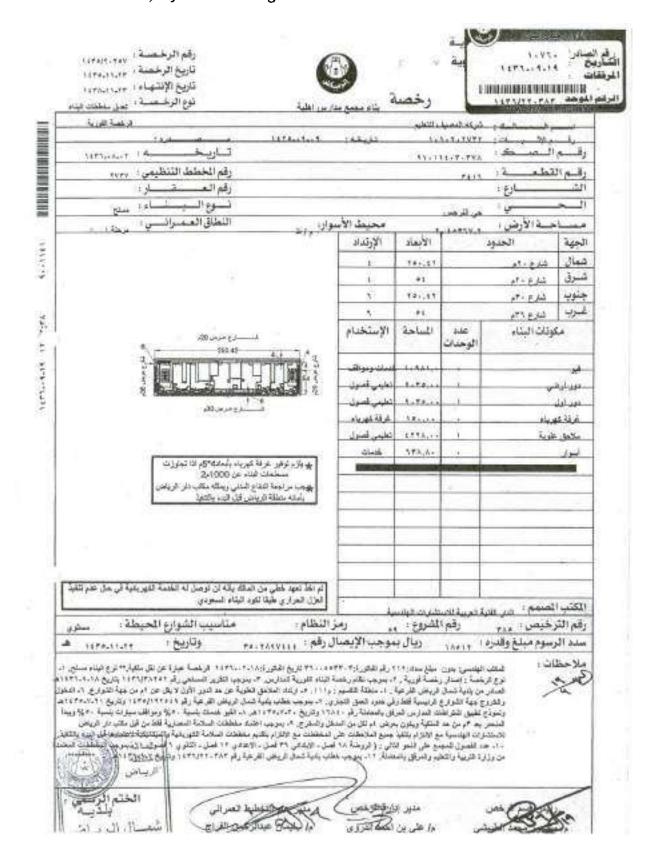
### Property: SEDCO Capital REIT Assets



### Al Manahij School, Riyadh - Title Deed:



### Dar Al Baraa School, Riyadh - Building Permit:



### Dar Al Baraa School, Riyadh - Title Deed:



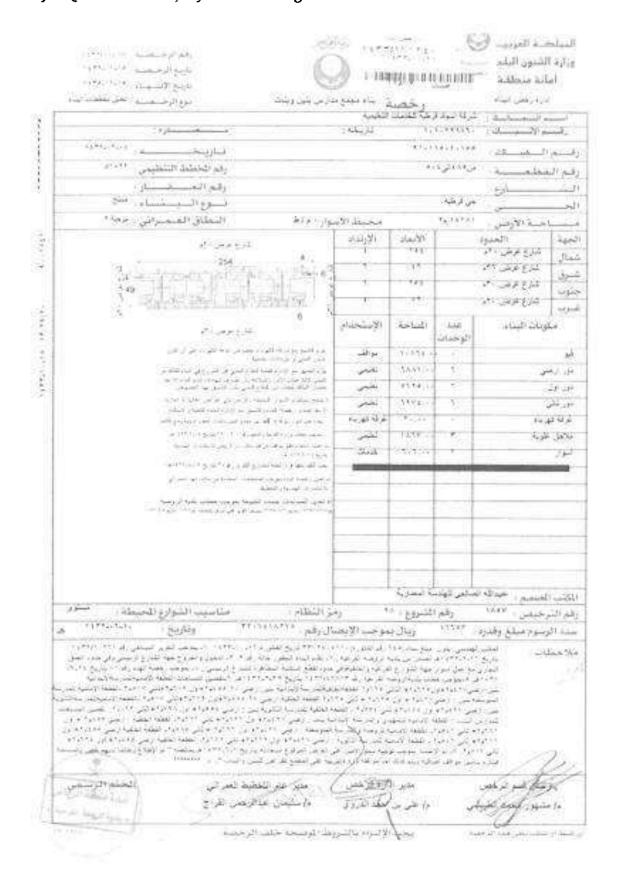
### Olaya School, Riyadh - Building Permit:



### Olaya School, Riyadh - Title Deed:



### Amjad Qortuba School, Riyadh - Building Permit:



### Amjad Qortuba School, Riyadh - Title Deed:



صفحة رقم 1 من 1

# Public Prosecution Building, Jeddah - Building Permit:



# Public Prosecution Building, Jeddah - Title Deed:

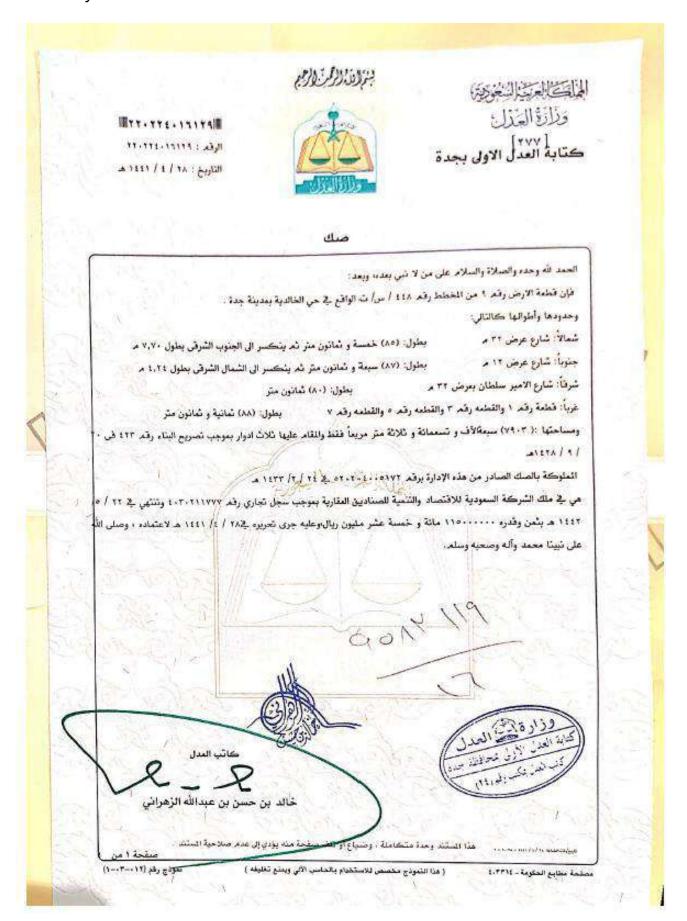




# Al Khaladiyah Business Centre - Building Permit:



# Al Khaladiyah Business Centre - Title Deed:







|||| ۱۳۰۲۰۲۰۲۹ ||||| ۱۳۰۲۰۲۰۲۹ | | الرقم : ۲۰۲۱۰۰۲۰۲۱ | | الكاريخ : ۲ / ۲ / ۱۹۹۲ هـ

# صك رهن وتملك عقار

الحمد لله وحده والصلاة والسلام على من لا نبي بعده، ويعد:

قإن قطعة الارض رقم ٩ من المخطط رقم ٤٤٨ / س/ ت الواقع في حي الخالدية بمدينة جدة . وحدودها وأطوالها كالتالي:

شمالاً: شارع عرض ٣٢ م بطول: (٨٠) خمسة و ثمانون متر ثم ينكسر الى الجنوب الشرقي بطول ٧٠٧٠ م

جنوباً: شارع عرض ١٢ م بطول: (٨٧) سبعة و ثمانون متر ثم يتكسر الى الشمال الشرقي بطول ٤،٢٤ م

شرقاً: شارع الامير سلطان بعرض ٣٢ م بطول: (٨٠) ثمانون متر

غرباً: قطعة رقم ١ والقطعه رقم ٣ والقطعه رقم ٥ والقطعة رقم ٧ بطول: (٨٨) ثمانية و ثمانون متر

ومساحتها : ( ٧٩٠٢) سبعة لأف و تسعمانة و ثلاثة متر مربعاً فقط والمقام عليها ثلاث ادوار بموجب تصريح البناء رقم ٢٣٠ في

-1111 / 1 / Y.

الماوكة 1/ الشركة السعودية للاقتصاد والتنعية للصناديق العقارية بعوجب سجل تجاري رقد ٢٠٠١١٧٧٧ و وتنتهي في ٢٢ / ٥ ا ١٤٤٢ هـ بالصك الصادر من هذه الإدارة برقم ٢٢٠١٢٤ - ٢٢٠٢٢٤ في ١٤٤١ / ٤/ /٤٤١ هـ .قد تم رهنها وما أقيم أو سيقام عليها من بناء لصالح / شركةالراجعي المصرفية للاستثمار بعوجب سجل تجاري رقم ٢٩٠١٠٠٠١ وننتهي في ٢٩ / ٥/ ١٤٤٢ هـ ضمانا لوفائه بـ/ ٢٠٠٠٠٠٠٧ريال على أن يتم سداد أصل المديزنية المذكور أعلاه على دفعه وأحده بعد ٥ سنوات من تأريخ التنفيذ للعملية البيع الاجل بالاضافة الى سداد الازبح على شكل أفساط ربع سنوية عددها ٢٠قسط وقيمة كل قسط ٢٢٠٠٠٠ ريال تقريبا وفي عدم السداد فللمرتهن بيع العقار بالقيمة التي تنتهي عندها الرغبات واستيفاء مافي ذمة الراهن من مبلغ وما نقص يرجع فيه عليه بعد أكمال مايلزد شرعاً وعليه جرى التصديق تحريراً في ١/ ٢٠/ ١٤٤١ هـ وصلى الله على تبينا محمد وأله وصحبه وسلم.

عبدالحسن بن محمد بن بخيت الدرع

و ذارة من العدل كالما المال الأول المعافلة جلما المال المال الكسرية الأال

هذا المستند وحدة متكاملة ، وضياع أو تلف صفحة منه يؤدي إلى عدم صلاحية المستند .

n sa ran mi finth Galacia/gat

نعوذج رقم (۱۲-۱۳-۱۰)

( هذا النعوذج مخصص للاستخدام بالصاسب الألي ويعثع تغليقه )

مملحة مطابع الحكومة – ٢٣١١، ا

# Hyper Panda, Jeddah - Building Permit:



# الإحارة المركزية لرخص البناء

قم رخصة البناء	300416699	330			تاريخها	28- جمادي الثانيا	1433	البلدية		
حصة بناء:	20			صالحة إلى	. 28- جمادي الثانية-1438					
سم المالك:	شرعة البزيزية	زية بندة المتحده		11111		- 13-	5451			
رع هوية:	ذات مسؤلية م	٨ مدد رفمها 7	101013741		ناريحها		مصدرها	الرياض		
ىك ملكية رقم:	9632		بثاريخ	-15	يبع الأول-426		مصدر	كتابة عدل جدد		
قم المبنى:	غور مزقم		شارع	أغيره		- 44	جدى	الحمدانية /3		
قم القطعة:	الموقع مقصص	سمن من المخطط	385عان		رقم الكروكي		شرقيات	20475.26	شماليات	5744.65
د رخص للمالك بين			الحدود و الأ	عاد و الإ	يندادات و البرو	رات				
20		سكنى		تجاري				a.	T	
محنوبات	+-	- America	محلا	ن	مكاتب مر	واقف السيارات	وحدات	أخرى	مساحة الدو	25
يدروم				-						
ابق المواقف				4			_			
طابق الأرضى	+		34.00	12		2550:00		4624.00	3.00	5858
نابق الميزانيين			-	_			_			
طابق الأول				-			_			
طابق التاس				_						
طابق الثالث				_						
طابق المكرر			_		3.5		_			
ضى فيلا السطح			_	-						
لوي فبلا السطح			_							
ملحق العلوي			- 4							
حداث أخرى			_	_						
دد الوحدات السك	:4,	27	طول ا	لأسوار	177.00	-			. 12	
سم المكتب الهندي	ىق	الرند للإستشار ا	ث الهندسية			L	E 2			
فم رخصة المكتب	المشرف	الرند للإستشار اد	د الهندسية							
الرسوم	رفم	رفم الإيصال ناريخ الإيصال						14		
9262.40	6743	23 - جىلاي (ئالية 1433		1433-	1		6	4 4		
تم إحضار العقود	لمطلوبة حسب									
مدفق الإداري	ALAR HOUSE			1			38			
مدقق الفانوني وا							- 1			
عدير		بسام الراهمي								
لاحظة هامة	t e	يجب الإلتزام بالته	لبمات خلف	الرخصة	الخنم					



سوجب موفقة اللبنة لترضية بتاريخ 2012/3/4 ووائش والدور درام 46704 2000 وتاريخ 1433/6/14 هـ ولتناخ النتني برام 6959 والروم 1433/6/11 هـ طي النكاب الهلمس تزويد ادارة الأقل والدور والمتطابات وعلى الناك عم تشرار المنجورين





# الإحارة المركزية لرجس البناء رخصة بناء مفعلة

#### الشروط العامة :

- ١. مدة الترخيص ثلاث سنوات تبدآ من تاريخ الاعتماد عند تجديد الترخيص أذا لم يتم الشروع في البناء خلال هذه المدة تطبق الشروط المستجدة للأمانة ، وكل بناء يتم بدون الحصول على الترخيص يجازي الثالك طبقاً لما يقضي به نظام لائحة الغرامات والجزاءات الصادرة بشرار مجلس الوزراء ٢١٨ في ٢٢/٨/٢٦ هن ،
  - ٢٠. يعتبر ترخيص البناء لأغيا حتى ولو كان معتمداً بشكل رسمي دون مسؤولية على البلدية وخاصة في الحالات الآتية :
     ١ مخالفة شروط الترخيص من ناحية الارتدادات ونسبة تغطية البناء ومساحة الأرض والارتفاع وعبد الأدوار
    - - ب-إذا كان البناء ضعيفا من الناحية الإنشائية ويخشى من سقوطه وتصدعه
        - ح-حدوث أي إضافات على الترخيص غير نظامية.
        - ٧ وعثبر المهندس المصمم مسئولا مسئولية كاملة عن سلامة التصميم
    - ٤. يجب وجود صورة من الترخيص وصورة المخططات المعتمدة من البلدية بمنطقة العمل للرجوع إليها في اي وقت
      - ٥. يجب مراجعة البلدية قبل التنفيذ لتحديد مناسيب الشوارع المحيطة بالبناء إذا لم تكن مسفلته
- إلى حالة وجود اختلاف بسيط في مناسب الشوارع المحيطة هيجب أن لا يزيد ارتفاع أرضية الدور الأرضي عن ١٥٠ متر من منسوب الشارع الرئيسي أمالخ حالة وجو اختلاف كبيرية المناسيب فيجب الحصول على موافقة البلدية
  - ٧. يجب التقيد بما جاء بالترخيص والمخططات المعتمدة وفي حالة ضرورة اجراء تعديل أو تغيير في المخططات فيجب اخطار الأمائة رسميا والحصول على الموافقة قبل التنفيذ
    - ٨. يجب اتخاذ الاحتياطات اللازمة لمنع أي ضرر على مبائي المجاورين
- \*. في حالة طهور أي من الشبكات الأرضية للمزافق الفامة مياه مجاري كهرباء هاتف الخ بالموقع أثناء عمليات الحضر هيجب الاتصال فورا بالجهات ذات العلاقة للإبلاغ عن ذلك وسيكون المالك مستولا مستولية عن أي اضرار تتيجة عدم
- ٠١. يجب المحافظة على الأشجار الموجودة على الأرصفة عند البناء ولا يجوز نقل اي شجرة من معكانها إلا بعد موافقة البلدية ١١. يجب على صاحب الرخصة إلقاء مخالفات البناء ( الهدم - الترميم ) في المردم المعتمد من الأمانة باستخدام البطاقات المعنطة الممتوحة له عند إصدار الرخصة و في حال تقاعس صاحب الرخصة في حالة عن توريد الدمارات المقررة ستطيق الجزاءات والعقوبات اللازمة لضمان إزالة المخلفات
- ١٢. يجب عدم إشغال الأرصفة والشوارع المحيطة وحمايتها وإصلاحها وإعادتها لحائثها ومراعاة ما يقضي به النظام في هذا الشأن مع وضع حواجز مناسبة ضمن الحقود إذا كان البناء على شارع عام واتخاذ الاحتياطات اللازمة لوهاية المارة. ١٢. للمهندس ومراقبي البلدية الحق في الكشف على الأعمال في أي وقت أشاء الدوام الرسمي ويجب تسهيل مهمتهم والالتزام
  - ١٤. كل إنشاء يخرج عن ما هو مرخص به مخالفاً للمقاسات و الأوضاع الإنشائية بيلغ المخالف بإزالة المخالفة وفي حالة عدم التنفيذ تباشر البلدية بإزالة المخالفة على نفقة اثالك أما في حالة موافقة البلدية على ما تم تنفيذه فيطبق لاتحة الجزاءات والقرامات المنادرة بشرار مجلس الوزراء ٢١٨ في ٢٢/٨/٢٦ هم
    - ١٥. يجب الالتزام بالألوان التي تحددها البلدية للواجهات وتوعية مواد البناء التي تستعمل بها
- ١٦. لتصريف مياه الأمطار يجب عدم استعمال الميازيب التي تصب مباشرة من السطح الى الشارع وإنما يكون ذلك بواسطة
- ١٧ ـ في حالة وجود مسبح يجب أن يكون هناك إمكانية لتفريغه من خارج المنزل لإمكانية استخدامه في أغراض الدفاع المدني ٧٠١٨ يسمح بتوصيل المبنى بالخدمات المامة ( مياه – مجاري عمومية – كهرباء – هائف .... الخ ) إذا كان المبنى مخالف
  - ١٩. تطبيق أشتراطات العزل الحراري للمبنى ٣٠. التعاقد مع إحدى الشركات / المؤسسات المتخصصة في مجال مكافحة حشرات الصعة العامة ومكافعة البعوض مع تزويد الأمانة بنسخة من العقد وتقرير من شركة المكافحة ( تعهد لا ضرر ولا ضرار )
  - ٢١. [لزام المالك بالتنفيذ عن طريق مفاول معتمد وفي حالة عدم فيامه بذلك يتحمل المالك الغرامات المفروضة على المقاول في حالة عدم تقديمه لعقد المقاول مع يقية المستندات المقدمة
  - ٢٢. إلزام المائك بالتعاهد مع مكتب هندسي معتمد للأشراف على عملية البناء مع تقديم مبورة من عقد الأشراف وفي حالة عدم قيامه بذلك بتحمل المالك الغرامات المفروضة على المكتب المشرف.

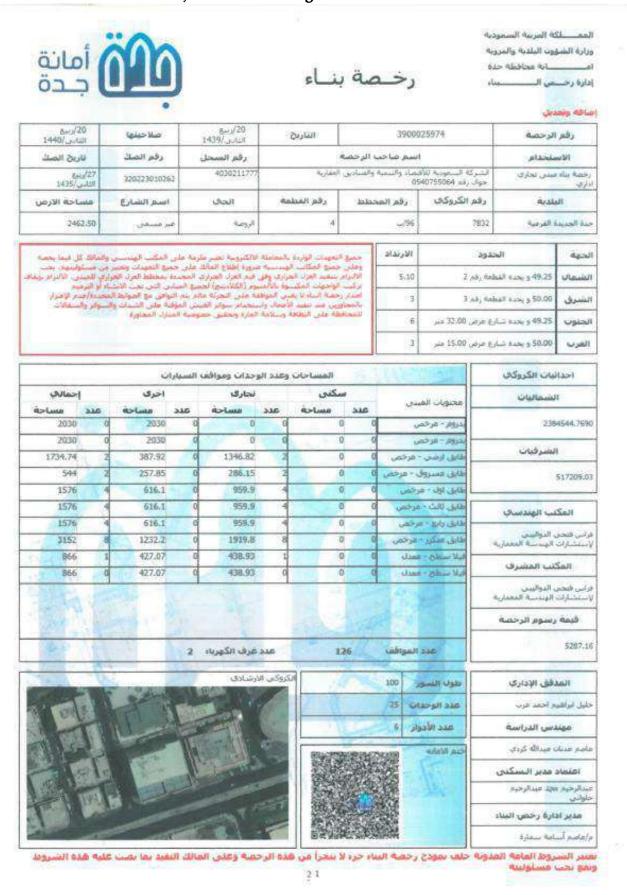
    - ٢٢. عدم كشف الجوار
       ٢٤. أعدم الله بتنفيذ الشروط أعلاه وأتحمل مسؤولية أي مخالفة



## Hyper Panda, Jeddah - Title Deed:

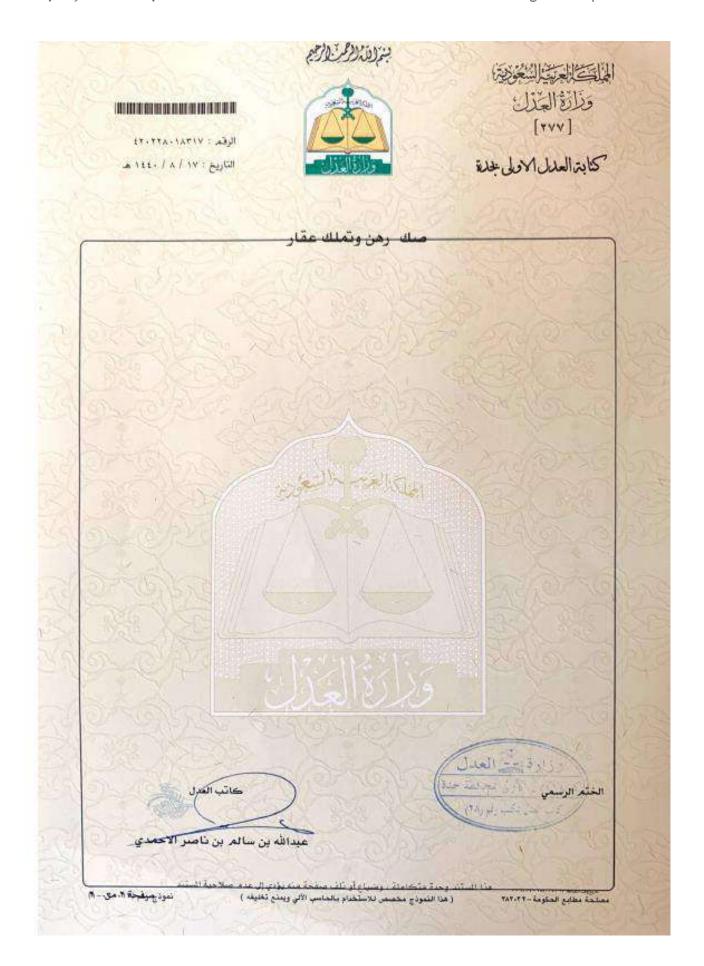


# Al Rawdah Business Centre, Jeddah - Building Permit:

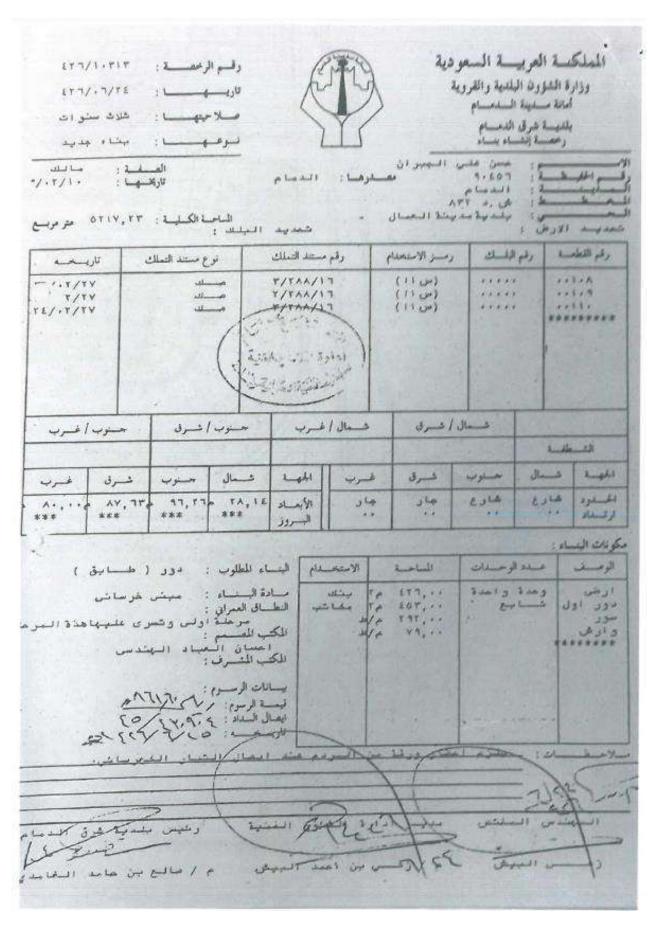


# Al Rawdah Business Centre, Jeddah - Title Deed:





# Banque Saudi Fransi Building, Dammam - Building Permit:

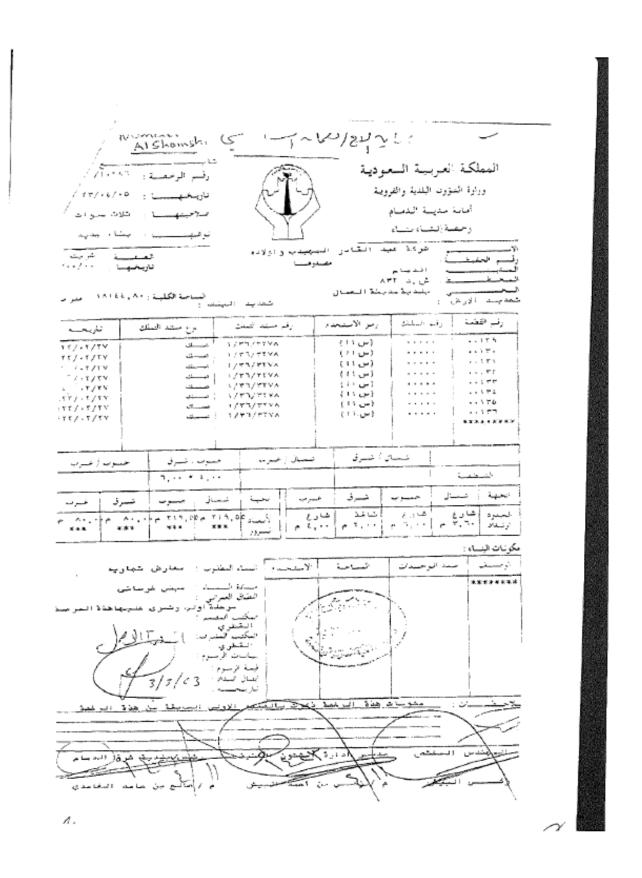


# Banque Saudi Fransi Building, Dammam - Title Deed:





# Hyper Panda, Dammam - Building Permit:

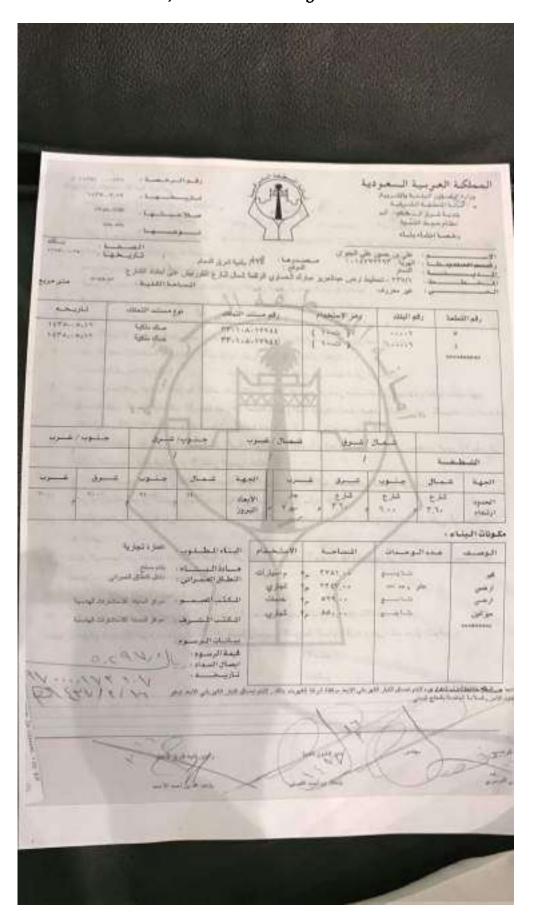


# Hyper Panda, Dammam - Title Deed:





# Al Hokair Time Centre, Dammam - Building Permit:



# Al Hokair Time Centre, Dammam - Title Deed:





الرقم : ۲۲۰٬۱۰۷۰۲۹۰۷۲ التاریخ : ۲۲/۲/۲۱ هـ





# صك رهن وتملك عقار

الحمد لله وحده والصلاة والسلام على من لا ثبي بعده، وبعد:

فإن قطعة الارض ٣ و قطعة الارض \$ البلك ١ المجاورة الاولى الحي الاول من المخطط رقم ٣٣٧ / ١ بمدينة الدمام .

وحدودها وأطوالها كالتالي:

شمالاً: شارع عرض ۱۸ متر بطول: (۷۱) اربعة و سبعون متر

جنوباً: شارع عرض ۱۰ متر بطول: (۷٤) اربعة و سبعون متر

شرقاً: شارع عرض ۱۸ مثر بطول: (۲۰) سبعون متر

غرياً: قطعة رقم ٢ بطول: (٧٠) سبعون متر

ومساحتها : ( ۵٬۱۵۸٬۵۲) خمسقالاف و مائة و خمسة و خمسون مثر مربعاً و إثنين و خمسون سنتمثراً مربعاً فقط بناء على خطاب امانه الدمام رقم ۵٬۱۷/۷٬۱۴۲۹ فت في ۹/۷/۱۴۲۹هـ و المقيد لدينا برقم ۴۹۴۷ في ۴۹۴۹ هـ

الملوكة لـ/ الشركة السعودية للاقتصاد والتنمية للصناديق العقارية بموجب سجل تجاري رقم ١٤٢٧ ع. ١٤٢٢ وتنتهي في ٢٢ / ٥/ ١٤٢٢ هـ بالصك الصادر من هذه الإدارة برقم ٢٢ / ٣٠١٠٥٠ ٢١٤ هـ قد تم رهنها وما أقيم أو سيقام عليها من بناء لصالح / شركة لراجعي المصرفية للاستثمار بموجب سجل تجاري رقم ١٠٢٠٠٠٠ في ١٠١٠/ ١٠٢٠ هـ ضمانا لوفائه ب/ ١٠١٠٠٠٠ ريال ستة عشر مليون و ستمائة و خمسة و عشرون ألف ريال وذلك على أقساط ربع سنوية عددها (٢٠) قسطاً قيمة كل قسط ( ١٦٦٢٥٠ ) مائه وسته وستون الف ومئتان وخمسون ريال وفي حالة عدم السداد فللمرتهن بيع العقار بالقيمة التي تنتهي عندها الرغباث واستيفاء ما في ذمة الراهن من مبلغ وما نقص يرجع فيه عليه بعد اكمال مايلزم شرعاً . وعليه جرى التصديق تحريراً في ٢ / ١/ ١٤٤٠ هـ . وصلى الله على نبينا محمد وآله وصحبه وسلم.

وزارة التي العدل كتابة العدل باندمام النِعْتُم الرسِمِينَ بِيَبِ نِيرٍ:

عبدالرحمن بن محمد ابن عبدالرحمن الشمراني

عذا المستند وحدة منكاملة ، وضياع أو تلف صفحة منه يؤدي إلى عدم كوبة كيبة

عيرزمانسيا (۱۰۰ - ۲۰۰۰) مصلحة مطابع الحكومة – ۲۸۲۰۲۲

نموذج رقم (۱۳، ۳۰۰۱)

( هذا التعودج مخصص للاستخدام بالحاسب الألي ويعلم تُغليفه )

# Adjan Walk, Dammam - Building Permit:

#### AJDAN WALK INFORMATION MEMORANDUM



#### 8. BUILDING PERMIT



Confidential 14 July 2018

## Adjan Walk, Dammam - Title Deed:



الرقم: ۲۰۲۰۲۰۰۹۲۹۰ التاريخ: ۱۹/۱۱/۱۹





# صك رهن وتملك عقار

الحمد لله وحده والصلاة والسلام على من لا نبي بعده، وبعد: ﴿

فإن قطعة الارض رقم ١٢ / ٤ من الخطط رقم ٣٥٦ / ٢ بمدينة الخبر .

وحدودها وأطوالها كالتالي:

شمالاً: شارع عرض ۲۰ متر

جنوباً: شارع عرض ۲۰ متر

شرقاً: شارع عرض ۲۰ متر

يطول: (٩٧٠,٥) مائة و سبعون مثر و خمسون سنتمثر

TA,067 + V, TY + V, YY + V, TY + Y1, . . () : ()

بطول: (١٥٧,٨٥) مائة و سبعة و خمسون مثر و خمسة و ثمانون سنتمتر

غرباً: شارع الامير تركي عرض ٢٠ متر

ومساحتها : (١٩,٩٢٥,٧٧) ستة عشر ألفا و تسعمانة و خمسة و ستون متر مربعاً و سبعة و سبعون سنتمتراً مربعاً فقط تم خصم الشطفات الواقعة بالركن الشمالي الشرقي والركن الشمالي الغربي والركن الجنوبي الغربي وذلك بموجب خطاب امانة المنطقة الشرقية رقم ٤٧٦٨ ١٤٣٦ أن ٢٣ ١٨ ١٤٣٦ه هواقيد برقم ٢٣٠٠٠٠٥ في ٢٢ / ١٩٤١ ها المنوكة لل الشركة السعودية للاقتصاد والتنمية للصناديق العقارية بموجب سجل تجاري رقم ٢٣٠٢١١٧٧٧ وتنتهي في ٢١ / ١٠ / ١٤٤٠ هـ قد تم رهنها وما في ١٤٤٠ / ١ / ١٠ / ١٠٤٠ هـ قد تم رهنها وما اقيم أو سيقام عليها من بناء لصالح / شركةالواجعي الصرفية للاستثمار بموجب سجل تجاري رقم ٢٩٠٠٠٠١ في ١٠ / ١٠ / ١٩٠٠ هـ قد تم رهنها وما اقيم أو سيقام عليها من بناء لصالح / شركةالواجعي الصرفية للاستثمار بموجب سجل تجاري رقم ٢٩٠٠،١٠٠ في المدلها أو يلغيها وان تنفيذ هذا العقد المعين النشيء للمدلونية على العملي قد تم أو سيتم وفق قرارات الهيئة الشرعية لا يخلافها على أن يتم سداد أصل المديونية الذكور أعلاه على دفعة واحدة بعد ٥ سنوات من تاريخ تنفيذ عملية التمويل بالاضافة الى سداد الارباح على شكل اقساط ربع سنويه عددها ٢٠ قسط وتقدر قيمة كل قسط من مربع وما نقص برجع فيه عليه بعد اكمال مايلزم شرعاً وعليه جرى التصديق تحريراً في ١٩ / ١/ ١٤٤٠ هـ وصلى الله على دبينا محمد يرجع فيه عليه بعد اكمال مايلزم شرعاً وعليه جرى التصديق تحريراً في ١٩ / ١/ ١٤٤٠ هـ وصلى الله على دبينا محمد يرجع فيه عليه بعد اكمال مايلزم شرعاً وعليه جرى التصديق تحريراً في ١٩ / ١/ ١٤٤٠ هـ وصلى الله على دبينا محمد

يطول: (۱۱۱) مائة و أحد عشر متر



لي من د مستعدد المراسب التي النسب منه حدد الوكار ال المناسب الله المناسب الألي والمتعدد المناسبة ا

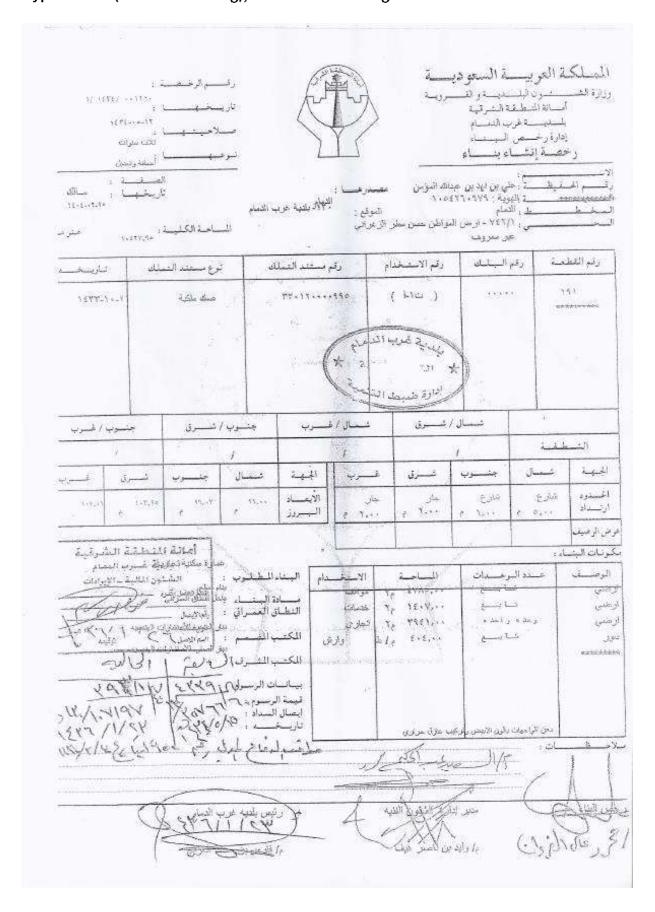
مصلحة مطابع المكومة -٢٩٣١٥٩

أية العدل الأزلى عجافظة الح

وآله وصحبه وسلم.

نموذج رافم ١٩٦٠ ممار ١٠

# Hyper Panda (Branch & Parking), Dammam - Building Permit:

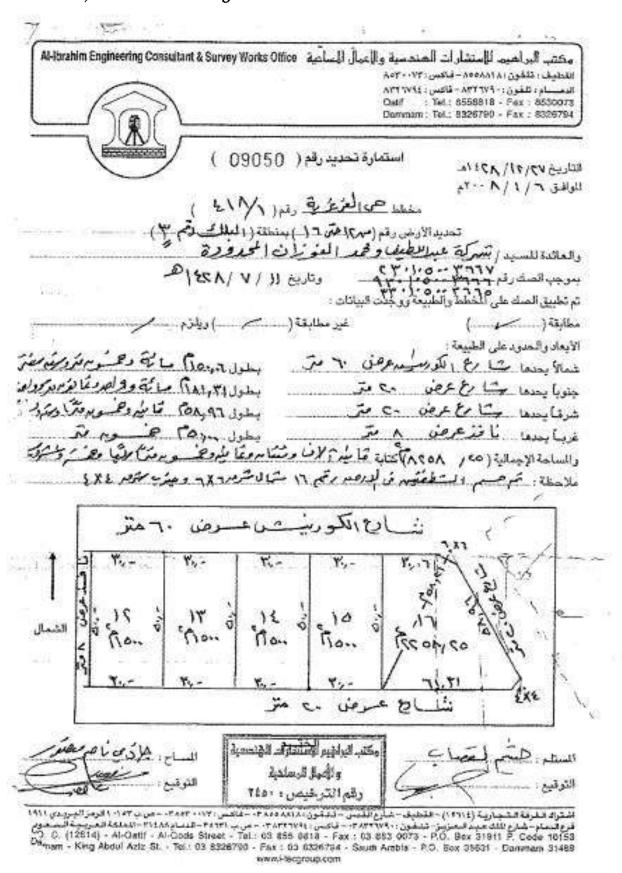


# Hyper Panda (Branch & Parking), Dammam - Title Deed:





# Extra Store, Dammam - Building Permit:



# المملكة العربية السعودية وزارة الشؤون البلدية والقروية أمانة مدينة الدمام رخصة إنشاء بنساء

تاریخه : ۲۹/۰۳/۰۱ صلاحیته : خلاک سنوات توضه : جناء جدید

تاريخىهسا : ١٠٠/٠٠٠,

رقسم الرخمسة: ٤٢٩/١٠٠٩٤

منهام مخط الله المرام مخط المرام الم

ـد الارش :

المساحة الكثيبة: ١٢٥٨,٢٥ متر عربع البيلك :

١٨١ م ١٨١ م

\*\*\*

意宠家

. ۱۵۰ ما

الأبعسادة

البسروز

رقم القطعة رقم البلك ومز الاستخلام وقم مستند التعلك نوع مستند التملك تاريخس . . . 18 (س ۱۱) rr.1.0..777V 8- 17.47/11 . . . 18 .... (س ۱۱) \*\*.1.0..\*\*\*\*\*\* £ ... V. Y/11 31111 (11) . . . . \* 98.1.0.1277 .. 4/11 ...10 (ص ۱۱) . . . . . \*\* . 3 . 0 . . \*7770 ..... 44.1.0.14110 (ص ۱۱) \*\*\*\*\*\* شمسال / تسبرق شمال / غبرب جشوب / شبرق 7, . . \* 7, . . النسطنية £; · · \* £, · · شسال جنسوب

خاضد

A 7. \* \*

هارع

p. E, ..

شارع

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			"		. 16	مكونات النساء		
	،: ممارش شهارید	م البناء المطلوب	الاستخدا	المساحة	عند الوحسات	الوحست		
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الشركة المعودية تلكهربساء فرج المنطقة الشرقيــة - منطقة اعسال المدهام مكتب الدبسام شعبة علاقيات البيشتركيين

> الرحسم : ۱۹۸۰-۲۹۰۰۲۰۰۰ ئلماريخ : 1-1-1-7

الموهوع : امكانية ايصال التيسار الكهربسات

سحادة/ وكيل الامين لمشئون المتعبير والمحشاريع

المعلام عليكم ورحمة الملد وبركححصادة.

تقيدكم بأده دقدم لدا السبد/ شركة عبد اللطيف ومحمد المفوزان بوهيدة العبول على خطاب ببين أمكانية أبسال النساشة الكهرباشية للبحباء برهبته العمول على معاب يبين المستعلق منه وفي الموقع الهبين أدناه حسب طالب المعرضين المسادر منكم برقم ۲۲۸٬۱۰۵۲ ويساريخ ۲۰/۱۱/۰۲ هـ. المترقيس المصادر مشكم برقم ۱۰۵۱ - ۲۸۱ ويستريخ ۱۰۵ (۱۸۱۰ م...

بدراست الطلب أخضاج ان البيني مكون من عدد ( دور ومساحتها الأجمالية ۲۸۲۲،۰۰ متر جريح ويحتوي على ۱۰ مدد - وهدة مسكنية بأحسال أميير - عدد آ وهدة شهارية بأحسال الالالا أميير - عدد - وحدة بتأمية بأحسال أميير - عدد - عدد مسداد خدوة بأحسال أميير - عدد - عدد الالمحدد المحدد ال

أجسحالن أحبمال المسبدي ٢٧٥٠

وحيث ان الأحمال الأجمالية حزيد عن --تُ أمبير، فطبقا لقرار مجلس الوزراء المصحوفر رفسم ١٠٢٣ وشاريخ ١٣٩٥/٨/١٧ جد، فقد عسم دوفيع محقد مع المصالك المدكور على تخصيص محساحة ١١٠٠٠ م ٢٠٠٠ م لمعددات الشركسة على أرخى المبتى كما هنو موضيح على تعسخنة من المخسطسة المسرفسق والتدي حقدم بها البالك النيساء

وبدراسة أمكانية تزويه المبنى بالتيارالكهرباثي وجدنا أده يقبع خمن نطاق شبكة الدوريج الكهرسائية وأن بالأمكان أبصال الديار اليد حصسب خطة المتركة وبعد أكسال الأجراءات المتطاعية.

شاکرین وٰمقدرین حسن دهاودکم صعضا...،

(لبلك -

اقرار المسالك باستلام الأمل واستلام شروط ومنطلبات العمول الكهربادية والألدرام بها.

الشركة المعودية المكهريساء فرج المنطقة الشرفيسة - منطقة اعسال الدمسام مكتب الدمسام شعبة علاقات المشتركين

المصاريت : ۲۵-۱-۲4

قائبة مقامات وأحبام الكوابل والقواطع التن توسي بها الشركة لقهادة التنسيق

وقللم شهادة التنسيق: ۱۹۸۰-۲۹-۱۰۰ الفوران اسم المختلوك: شركة عبداللطيف ومحمد الفوران

طريشية							
سسائيل	الكي	سر اج	أخــــــــــــــــــــــــــــــــــــ				
اسفل	04 1	المكتابئ	أخراج				
اسفل	0-	الكابر	أخراج				

دحسساسس لايسزيسد	كــــــــــــــــــــــــــــــــــــ	الثاشع	رقسيم الموحدة	نــــوع العد اد
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ZWOCTTA

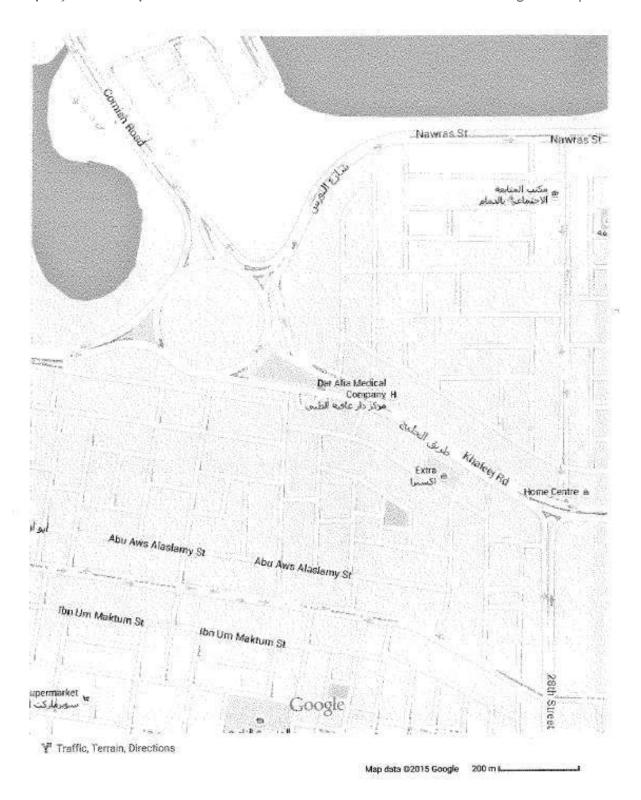
جوعد الكشف البيدني

المشركة السحودية المصوحدة للكهرباء في العنطقة الشرشية - منطقة اعبال العيام سحب : الدوستم شعية علا قبأت المشفركين

التاريخ: ۲۰/۰۸/۰۳ هـ رهم الكفف المبيدشي: ٢٩٠٠-٢٩٠٠د-د تاريخ تقديم الطلب: ٣-٨-١٤٢١هـ اسم المشترك: شركة عبد اللطيف ومعمد الشوزان

سوف يقوم المحوظف المختس لدينا بزيارة المهوشع في تاريخ ١١/٨٠/١٤٢٩هـ قي تمام الساعة ١٠:٠٠ لا تهام اجراءات الكشف المهددي على المديدي المضاص الماعة ١٠:٠٠ لا تهام اجراءات الكشف المهددي على المديدي المضاص كما يبكنكم مراجعة المحكدي بتاريخ ٢٠/٨٠/١٤/٩هـ في تمام المماعة ١٠:٠٠ ولأي استفصار درجوا الا تمال على المهادف رقم ٨٣٥٨٩٩ علاقات المشدركين.

رقم الغرف 10953



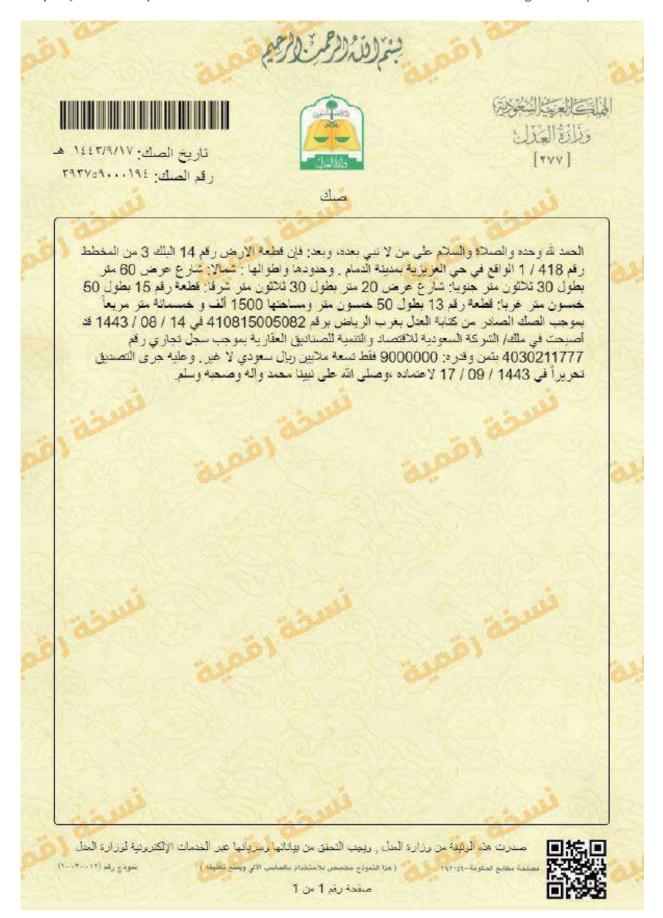
# Extra Store, Damam - Title Deed:





صدرت هذه الوافيقة من وزارة العلل ، ويجب النعقق من بياناتها وسريانها عبر الخدمات الإلكترونية لوزارة العدل شودج رقم (۱۱، ۳۰۰۰) سلمة مطابع المكونة -٢٩٢١٥٩ 💛 🐪 ( هذا التعوذج مخصص للاستخدار بالماسب الألي ويفتع تخليفه )

صفحة رقم 1 من 1



# Adjan Walk Cinema (Entertainment), Dammam - Building Permit:



# Adjan Walk Cinema (Entertainment), Dammam - Title Deed:





#### JLL

Jones Lang LaSalle Saudi Arabia for Real Estate Valuations 3070 Prince Muhammad Ibn Abdulaziz Road, Al Olaya, 6135 Unit No. 1111, Riyadh 12241 Kingdom of Saudi Arabia

+966 11 218 0303 www.jll-mena.com

#### Jeddah

Jameel Square 8th Floor Suite 801 Tahliya & Andalus Streets Junction PO Box 2091 Jeddah 8909-23326, Kingdom of Saudi Arabia Simon Brand FRICS
Executive Director
Head of Valuation and
Transaction Advisory MEAT

+966 11 218 0303 simon.brand@jll.com

### jll-mena.com

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