



## Naba Alsaaha Medical Services Company Supplementary Prospectus

This supplementary prospectus (referred to hereinafter as the "Supplementary Prospectus" is supplementary to the prospectus dated 16/11/1443H (corresponding to 15/06/2022G), issued by Naba Alsaaha Medical Services Company "the Company" in relation to the offering of one million and four hundred thousand (1,400,000) shares on the Saudi Stock Exchange "Tadawul - parallel market "Nomu" (referred to hereinafter as the "Red Herring Prospectus"). It must be read in conjunction with the Red Herring Prospectus and the definitions and glossary used herein and which are not defined, shall have the same meanings and definitions stated in the Red Herring Prospectus

### Financial Advisor



### Lead Manager and Receiving Entity



### Receiving Entity



## Important notice

This Supplementary Prospectus includes information provided in compliance with the Rules on the Offer of Securities and Continuing Obligations of the Capital Market Authority of the Kingdom of Saudi Arabia (the "CMA" or the "Authority"). The directors, whose names appear on page (iv) of the Red Herring Prospectus collectively and individually accept full responsibility for the accuracy of the information contained in this Supplementary Prospectus and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omissions of which would make any statement in the Supplementary Prospectus misleading. The Authority and the Exchange do not take any responsibility for the contents of this Supplementary Prospectus, do not make any representation as to its accuracy or completeness, and expressly disclaim any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this document. Those wishing to purchase the Offer Shares under the Red Herring Prospectus and this Supplementary Prospectus shall verify the information related to the shares being offered; and consult a licensed financial advisor when facing any difficulty understanding the contents of this Prospectus.

This Supplementary Prospectus was issued on 04/01/1444H (corresponding 02/08/2022G)





نبع الصحة  
NABA ALSAHA

## Advisors

### Financial Advisor

#### Aldukheil Financial Group

Riyadh - Wazarat District, Naeem bin Hammad Street

P.O. Box 2462 Riyadh 11451

Kingdom of Saudi Arabia

Tel: +966-11-430 9800

Fax: +966-11-4787795

Website: www.aldukheil.com.sa

Email: info@aldukheil.com.sa



### The Company's Auditor for the year 2021G

#### Allied Accountants Professional Services

Riyadh Olaya District, Al Oruba Road - Building No. 3193, First Floor

P.O. Box 8335 Riyadh 12333

Kingdom of Saudi Arabia

Tel: + 966 11 4169361

Fax: + 966 11 4169349

E-mail: Info@rsmsaudi.com

Website: www.rsmksa.com



### Lead Manager

#### Derayah Financial Company

Riyadh, Al-Wurud District, Al Olaya Street

P.O. Box 28654 Riyadh 11323

Kingdom of Saudi Arabia

Tel: +966-11-2998000

Fax: +966-11-1998071

email: support@derayah.com

Website: web.derayah.com



### Receiving Entities



#### Derayah Financial Company

Riyadh, Al-Wurud District, Al Olaya Street

P.O. Box 28654 Riyadh 11323

Kingdom of Saudi Arabia

Tel: +966-11-2998000

Fax: +966-11-1998071

email: support@derayah.com

Website: web.derayah.com



#### Al Rajhi Bank

King Fahd Road, Riyadh

P.O Box 28 Riyadh 11411

Kingdom of Saudi Arabia

Tel: +966 11 211600

Fax: +966 11 2119368

Website: www.alrajhi.com

email: contactcenter1@alrajhibank.com.sa

## 1. The Company

Naba Alsaha Medical Services Company (referred to hereinafter as “ the Company” or “the Issuer”) is a closed joint stock company under the Ministerial Resolution no. (Q/122), dated 23/05/1440H (corresponding to 29/01/2019G), and is registered under commercial registration no. 2051065568, dated 06/05/1439H (corresponding to 23/01/2018G).

The Company current capital is seventy million (70,000,000) Saudi Riyals divided into seven million (7,000,000) ordinary shares of equal value of ten (10) Saudi Riyals per share.

## 2. Director's Declarations:

The Directors whose names appear on the page (iv) in the Red Herring Prospectus acknowledge and confirm the following:

- a- There have been no significant changes in material matters nor additional significant matters have arisen other than what has been disclosed in this Supplementary Prospectus; and.
- b- This Supplementary Prospectus was submitted to the CMA and issued on 04/01/1444H (corresponding 02/08/2022G), and it supplements the Red Herring Prospectus issued by the Company dated 16/11/1443H (corresponding 15/06/2022G) and published on CMA's website on 18/12/1443H (corresponding 17/07/2022G).

## 3. Notices

- a- The Company, the Selling Shareholders and the Financial Advisor draw the attention of the recipients of this Supplementary Prospectus to the importance of considering and abiding by all of the terms and restrictions relating to the Offering set forth in the Red Herring Prospectus.
- b- This Supplementary Prospectus should be read in conjunction with the Red Herring Prospectus and prior to making an investment decision, each recipient of this Supplementary Prospectus is responsible for obtaining independent professional advice from a CMA licensed financial advisor in relation to the subscription on the Offer Shares to assess the appropriateness of both the investment opportunity and the information herein with regards to the recipient's objectives, financial situation and needs, including the advantages and risks associated with investment in the Offer Shares.
- c- This Supplementary Prospectus may not be published and offer shares may not be sold to any person other than the investors described in the Red Herring Prospectus, and in any country other than the Kingdom of Saudi Arabia.
- d- Defined terms used in this Supplementary Prospectus shall have the same meaning ascribed to them in the Red Herring Prospectus.

## 4. Reasons for the Issuance of this Supplementary Prospectus

In accordance with article (79) of the Rules on the Offer of Securities and Continuing Obligations issued by the Capital Market Authority, the issuer must submit a supplementary prospectus to the CMA if at any time after the publication date of the prospectus and before the offering is completed, any of following has come to the knowledge of the issuer:

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

In consultation with the Financial Advisor, the Company decided to add a receiving entity (Al Rajhi Bank) to the subscription applications, and thereafter amend the method of subscription in the offer shares. Based on this change, the Company has made certain amendments to the Red Herring Prospectus, which are illustrated in section (5) “Amendments to Certain Information in the Red Herring Prospectus” of this Supplementary Prospectus.

## 5. Amendments to Certain Information in the Red Herring Prospectus

### 1- Certain paragraphs in the cover page of the Red Herring Prospectus have been amended to read as follows (after amendment):

- The offering period will begin on Monday, 10/01/1444H (corresponding to 08/08/2022G) and will run for (5) five working days, including the last day of closing the subscription on Sunday, 16/01/1444H (corresponding to 14/08/2022G), (“the Offering Period”). Subscription applications can be submitted by Qualified Investors through the electronic channels of the receiving entities “Derayah Financial Company” and “Al Rajhi Bank” during the offering period. In the event of two subscription applications are submitted, the second application will be invalid and only the first subscription will be considered. (For more information, please refer to section (9) “Information related to the terms and conditions of the offering” of this prospectus”). Each Qualified Investor will be able to study the investment opportunity and review any additional information available through a data room wherein all documents referred to in section 12, “the Documents available for Inspection” of this prospectus are displayed.
- Qualified Investors may subscribe to a maximum of three hundred and forty-three thousand (343,000) shares and a minimum of ten (10) shares. Offer shares can be subscribed to through the electronic channels of the receiving entities “Derayah Financial Company” and “Al Rajhi Bank” during the offering period. The full value of the shares subscribed to will be deducted from the subscriber account with the receiving entity and the funds will be transferred directly to the escrow account of the offer process. The final allocation of the offer shares will be announced no later than 19/01/1444H (corresponding to 17/08/2022G). The surplus amounts will be refunded on 20/01/1444H (corresponding to 18/08/2022G), and no commissions or deductions will be made by the receiving entities of the offering proceeds, the Lead Manager, or the Company (please refer to Section (9) “Information relate to the shares and the terms and conditions of the offering” of this prospectus.)

### 2- The paragraph set out in the Important Notice page in the Red Herring Prospectus has been amended as follows (after amendment):

- The offering period will begin on Monday, 10/01/1444H (corresponding to 08/08/2022G) and will run for (5) five working days, including the last subscription closing day on Sunday, 16/01/1444H (corresponding to 14/08/2022G), (“the Offering Period”). Subscription applications can be submitted by Qualified Investors through the electronic channels of the receiving entities “Derayah Financial Company” and “Al Rajhi Bank” during the offering period (for more information please refer to Section (9) “Information related to the shares and the terms and conditions of the offering” from this prospectus.

### 3- The advisors whose names are stated in the Red Herring Prospectus have been amended as follows (after the amendment):

- Derayah Financial Company and Al Rajhi Bank have been added as receiving entities.

### 4- Some of the paragraphs contained in the Offering Summary Section in the Red Herring Prospectus have been amended to be as follows (after the amendment):

<b>Method of subscription in the offer shares</b>	Subscription applications can be submitted by Qualified Investors through the electronic channels of the receiving entities “Derayah Financial Company” and “Al Rajhi Bank” during the offering period (for more details, please refer to section (9) “Information related to the shares and the terms and conditions of the offering”).
<b>Method of allocation and refund</b>	The Lead Manager will open a escrow account to receive the subscription amounts. Upon submitting the subscription application, the full value of the shares subscribed to will be deducted from the subscriber’s account with the receiving entity and the funds will be transferred directly to the escrow account of the offering process. After completion of the offering period, the allocation will be announced by notifying investors no later than Wednesday, 19/01/1444H (corresponding to 17/08/2022G). The offer shares will be allocated as proposed by the Financial Advisor in consultation with the issuer, and the surplus amounts will be refunded no later than Thursday 20/01/1444H (corresponding to 18/08/2022G.) No commissions or deductions will be made by the Receiving Entities (for more details, please refer to section (9) “Information related to the share and the terms and conditions of the offering” of this prospectus).

**5- The paragraph set out in How to Apply for Subscription in the Red Herring Prospectus has been amended as follows (after amendment):**

- Qualified Investors must submit the subscription application through the electronic channels of the receiving entities “Derayah Financial Company” and “Al Rajhi Bank” during the offering period. By completing the subscription application, each investor acknowledges that he has received and read this prospectus, and accordingly is willing to subscribe to the offer shares as set out in the subscription application.

**6- The definition of the subscription application stated in the Terms and Definitions in the Red Herring Prospectus has been amended as follows (after amendment):**

<b>Subscription application</b>	The subscription application that Qualified Investors must submit to the receiving entity if they are willing to subscribe.
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**7- The paragraph set out in the information related to the shares and the terms and conditions of the offering in the Red Herring Prospectus has been amended to as follows (after the amendment):**

- All Qualified Investors willing to participate in this offering must read the terms and conditions of the offering carefully before submitting the subscription application. The submission of the subscription application to the receiving entity is a declaration of acceptance and approval of the mentioned offering terms and conditions.

**8- The paragraph set out in How to Apply for Subscription to Shares in the Red Herring Prospectus has been amended as follows (after amendment):**

- Qualified Investors must submit the subscription application through the electronic channels of the receiving entities “Derayah Financial Company” and “Al Rajhi Bank” during the offering period. The subscriber must approve all the conditions and provisions and complete all relevant sections of the subscription application. The Company shall maintain the right to reject any subscription application in full or in part in the event any of the subscription terms and conditions have not been fulfilled or the required instructions have not been followed. The subscription application form may not be amended or withdrawn after submission as once it has been submitted represents a legally binding agreement between the Company and the subscriber.

**9- The paragraph set out in the allocation notice and refund in the Red Herring Prospectus has been amended as follows (after amendment):**

- The Lead Manager will open a escrow account called “the Initial Public Offering of Naba Alsaha in the parallel market”. The full value of the shares subscribed to will be deducted from the subscriber’s account with the receiving entity and the money will be transferred directly to the escrow account of the offering process.  
The offer shares will be allocated as proposed by the Financial Advisor in consultation with the issuer and the final allocation of the offer shares will be announced on Wednesday, 19/01/1444H (corresponding to 17/08/2022G). The surplus amounts will be refunded on Thursday, 20/01/1444H (corresponding to 18/08/2022G), and no commissions or deductions will be made by the Lead Manager, Receiving Entities or the Company.



نبع الصحة  
NABA ALSAHA

