Announcement of Msga Investment Company's intention to list its shares on the Parallel Market (Nomu)

MSGA Investment Company announces its intention to offer eleven million one hundred eleven thousand one hundred eleven (11,111,111) ordinary shares, representing 10.00% of the Company's share capital after the offering and capital increase, through an initial public offering for listing on the Parallel Market (Nomu).

The Company has obtained the approval of the Capital Market Authority on (12/10/1447H corresponding to 31/03/2026G) in relation to the registration of its shares and the offering of eleven million one hundred eleven thousand one hundred eleven (11,111,111) ordinary shares, representing 10.00% of its shares, on the Parallel Market. The offering will be restricted to the categories of qualified investors as defined in the Glossary of Defined Terms Used in the Regulations and Rules of the Capital Market Authority.

The Company will allocate 100% of the net proceeds from the offering to implement its expansion plan aimed at strengthening its market presence and achieving sustainable growth.

We are redefining the concept of affordable housing through the development of modern residential communities that combine quality, efficiency, and sustainability.

Msga Investment

Msga Investment Company is a Saudi real estate company established in 2020 in Riyadh. It operates in real estate development and investment through the development and construction of residential and non-residential units in accordance with modern construction methods and high operational standards.

The Company focuses on developing modern residential projects targeting the affordable housing segment, in addition to providing real estate development, contracting, and brokerage services, thereby enhancing the diversification of revenue streams and supporting sustainable growth.

Msga Investment Company has a strong professional and regulatory track record that supports its operations in the real estate sector. It operates under the relevant licenses approved in the Kingdom of Saudi Arabia, aiming to create long-term value real estate projects that support sustainable growth and enhance returns for shareholders.

Company Overview

Company Activities

Real estate development (sale of residential units)

The Company's real estate development activity focuses on developing modern residential communities through the acquisition of land and its development into high-quality residential units targeting the affordable housing segment, thereby achieving attractive capital returns supported by operational efficiency and optimized development costs.

Real estate brokerage

Real estate brokerage is one of the Company's supporting activities, contributing to strengthening its market presence and diversifying revenue streams through the provision of high-efficiency property marketing, sales, and leasing services, in return for commissions that generate sustainable operating cash flows.

Contracting and third-party development

Contracting and third-party development is one of the Company's key growth drivers, whereby the Company develops and executes real estate projects on behalf of third parties through a flexible operating model focused on quality, efficiency, and the generation of sustainable cash flows while minimizing operational risks.

Company Vision

Building integrated future communities that meet customers' needs while delivering the highest levels of quality at competitive prices.

Company Mission

Making affordable housing a reality by building strong, integrated communities that meet our customers' aspirations and enhance quality of life.

General Company Strategy

- Providing diverse residential real estate products that meet the needs of its target customers.
- Distinguished development of residential and commercial real estate products.
- Innovation in design and high quality in execution.

Strengths and Competitive Advantages

1. Achieving a low break-even point per residential unit to enhance investors' return on investment, while ensuring the sustainability of returns over the long term.

2. Innovation in design to ensure optimal utilization of residential spaces, thereby strengthening the project's competitive advantage and providing a comfortable, modern living environment that meets customer needs.

3. Providing flexible housing solutions that cater to various market needs, thereby attracting a wide range of beneficiaries.

4. Utilizing modern construction technologies to ensure cost efficiency while maintaining high execution quality.

The Company's Ownership Structure Pre and Post-Offering

Name	Pre-IPO		Post-IPO	
	Number of Shares	Ratio to Capital%	Number of Shares	Ratio to Capital%
Mohammed Ali Saud Al Sagri	100,000,000	100%	100,000,000	90%
Eligible Investors	-	-	11,111,111	10%
Total	**100,000,000**	**100%**	**111,111,111**	**100%**

Message from the Chairman of the Board of Directors

MSGA was established in 2020 with an ambitious vision to become one of the leading companies contributing to the urban development renaissance in the Kingdom of Saudi Arabia, while making a meaningful impact on sustainable development in the capital, Riyadh—a city that embodies the pulse of life, the essence of progress, and a symbol of innovation.

At MSGA, we believe that real estate development is a civilizational mission and a developmental vision that transforms ambitions into tangible reality, contributing to shaping an advanced urban future worthy of the Kingdom's standing and aligned with the aspirations of Saudi Vision 2030.

Guided by this vision, we are driven to develop residential projects that combine taste, quality, and sustainability, aiming to contribute to increasing homeownership rates among citizens through high-efficiency real estate products that meet the needs of Saudi families and provide them with an integrated residential experience within modern urban environments.

Believing that people are the cornerstone of development and the foundation of success, we focus on designing fully integrated residential communities that achieve a balance between enhancing quality of life and facilitating homeownership, while addressing community needs in terms of comfort, safety, and investment value.

In line with our commitment to society, MSGA places special emphasis on developing affordable housing units that combine high quality with suitable pricing, offering accessible opportunities for ownership and investment, with growing financial returns that enable individuals and future families to build a stable and secure future.

Our values stem from goodness, blessing, and success: goodness in providing housing options that suit every individual's budget; blessing in promising investments with progressively growing returns over time; and success in delivering the optimal real estate choice for living or investment.

At the core of our strategy, we place both people and place, believing that true success is one that balances economic value with social impact, contributing to the prosperity of the nation and society.

With a professional team and partners who share our vision and inspire our ambition, we move confidently toward a brighter future, strengthening MSGA's position as one of the leading real estate developers in the Kingdom, and contributing to shaping the new urban landscape of Riyadh.

Mohammad bin Ali Al Sagri - Chairman of the Board

Managing Director and CEO's Statement

We at MSGA Investment Company believe that real estate development is a responsibility before it is an investment, and a mission aimed at improving quality of life and building sustainable communities that meet the aspirations of today and the needs of the future. Accordingly, we are committed to delivering real estate projects characterized by quality, well-planned development, and modern design, while adhering to the highest standards of transparency and professionalism.

We continuously work on developing residential and investment solutions that align with our clients' aspirations and contribute to supporting urban development objectives and Saudi Vision 2030, through strategic partnerships and an approach that places people at the core of everything we deliver.

We take pride in what we have achieved to date and look forward with confidence to a future full of opportunities and growth, supported by a qualified team, a clear vision, and firmly established values that form the foundation of our success and sustainability.

Ghannam Mohammad Ali Al Sagri - Managing Director & CEO

370+

Developed and sold residential units from 2023 to 2025

465+

Developed residential units under construction for third-party projects

250+

Developed residential units available for sale

+262%

Revenue Compound Annual Growth Rate (CAGR) from 2023 to 2025

620+

Developed residential units under construction

+293%

Net Profit Compound Annual Growth Rate (CAGR) from 2023 to 2025

Key Performance Indicators (KPIs) for the year ended 31 December 2025

349.80%

Revenue Growth

As of 31 December 2025

486.35%

Net Profit Growth

As of 31 December 2025

40.29%

Gross Profit Margin

As of 31 December 2025

42.25%

Return on Assets (ROA)

As of 31 December 2025

38.53%

Return on Equity (ROE)

As of 31 December 2025

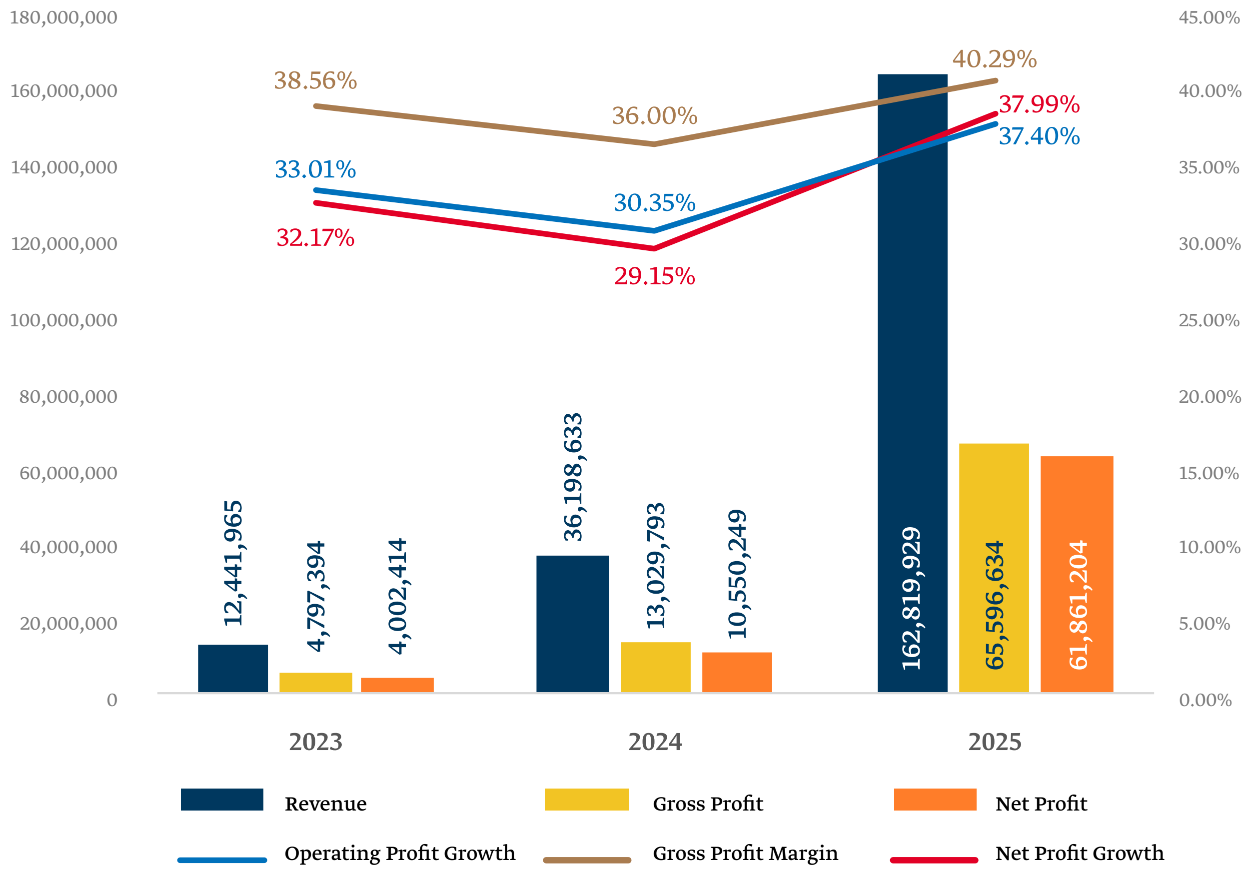
Financial Statements Summary

Balance Sheet	2023	2024	2025
Tota Assets	84,565,771	125,064,766	160,571,074
Total Liabilities	80,516,160	14,564,060	14,140,736
Total Equity	4,049,611	110,500,706	146,430,338

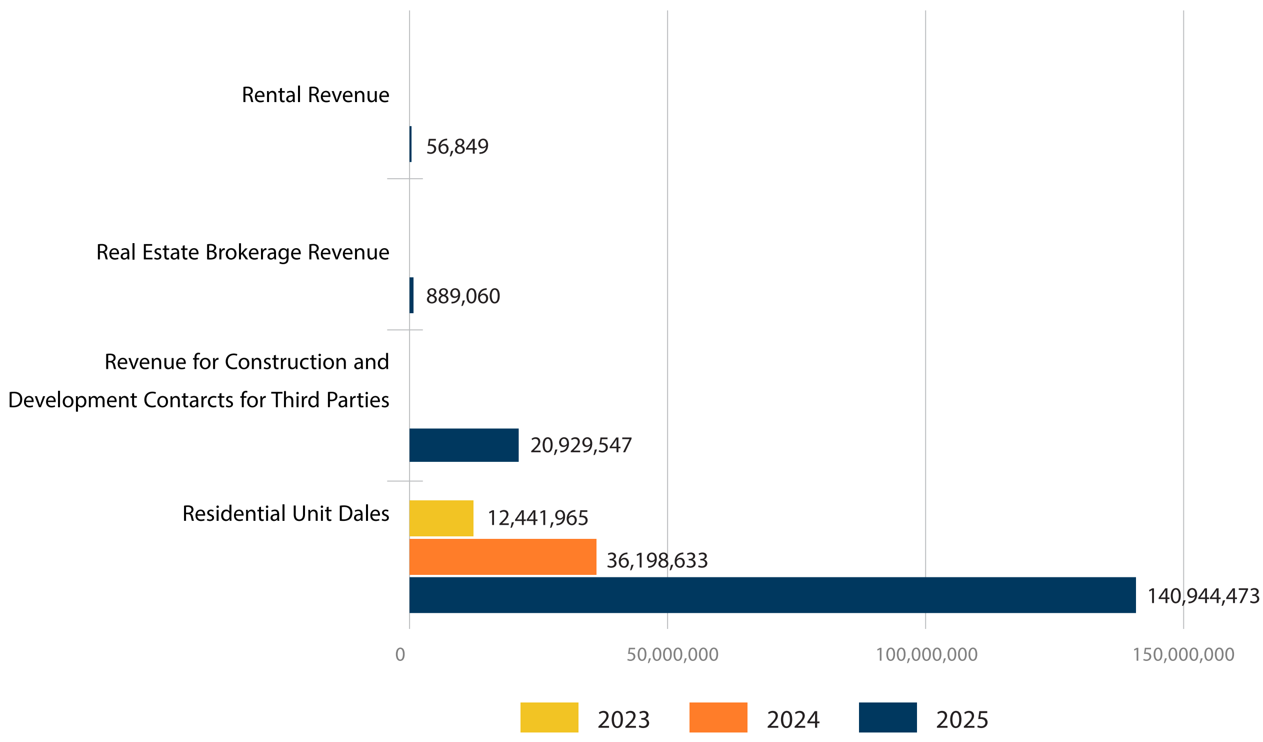
Income Statement	2023	2024	2025
Revenues	12,441,965	36,198,633	162,819,929
Cost of Revenues	(7,644,571)	(23,168,840)	(97,223,295)
Gross Profit	4,797,394	13,029,793	65,596,634
Operating Profit	4,107,439	10,985,587	60,895,572
Net Profit	4,002,414	10,550,249	61,861,204

Cash Flow Statement	2023	2024	2025
Net Cash from Operating Activities	(38,310,063)	(40,081,577)	75,187,272
Net Cash from Investing Activities	_	(14,470)	3,404,551
Net Cash from Financing Activities	51,893,087	27,390,816	(36,450,910)

Income Statement Analysis - SAR



Sales by Segment



Expected Offering Timetable

Date	Event
Offering Period	Subscription begins on Wednesday 02/01/1448H (corresponding to 17/06/2026G) and continues for six business days, ending at the close of Wednesday 09/01/1448H (corresponding to 24/06/2026G).
Deadline for Submitting Subscription Applications	End of Wednesday 09/01/1448H (corresponding to 24/06/2026G).
Deadline for Payment of Subscription & Acceptance	End of Wednesday 09/01/1448H (corresponding to 24/06/2026G).
Announcement of Final Allocation & Notification	Sunday 13/01/1448H (corresponding to 28/06/2026G).
Refund of Excess Funds - if any	Tuesday 15/01/1448H (corresponding to 30/06/2026G).
Expected Trading Start Date	It is expected that the Company's shares will begin trading on the Parallel Market after fulfilling all regulatory requirements and completing all related procedures. The announcement regarding the start of trading will be made through local newspapers and the Saudi Exchange website(www.saudiexchange.sa)

Financial Advisor & Lead Manager

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Receiving Parties

Disclaimer

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This announcement is published in accordance with the Rules on the Offer of Securities and Continuing Obligations (the "Offering Rules") issued by the Capital Market Authority Board for the purpose of assessing the willingness of potential investors to participate in the Company's potential offering. This announcement does not constitute any binding commitment to purchase shares or subscribe to the offering, nor does it form the basis of, or be relied upon in connection with, any offer or obligation whatsoever in any jurisdiction. In other words, it shall not be relied upon for such purposes. Investors may only subscribe for the shares referred to in this announcement on the basis of the approved Arabic prospectus to be issued and published by the Company in due course (the "Prospectus"). The information contained in this announcement is subject to change.

Pursuant to Article 51(d) of the Offering Rules, copies of the Prospectus will be made available following its publication on the Saudi Exchange website (www.saudiexchange.sa), the Capital Market Authority website (www.cma.gov.sa), as well as the Financial Advisor's website (www.yaqeen.sa).

This announcement does not constitute an offer document for the purposes of the Offering Rules and should not be construed as such. Neither the Capital Market Authority nor the Saudi Exchange assumes any responsibility for the contents of this announcement, makes any representation as to its accuracy or completeness, and expressly disclaims any liability whatsoever for any loss arising from reliance on this announcement or any part thereof.

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Forward-looking statements reflect the Company's current views regarding future events and are subject to risks, uncertainties, and assumptions relating to the Company's business, operations, financial position, liquidity, prospects, growth, and strategies. Various factors may cause actual results to differ materially from those expressed or implied in such statements, including but not limited to risks related to the Company's operations, economic and industry conditions, and political, social, and economic developments in the Kingdom. For further details, please refer to the Prospectus. Forward-looking statements relate only to the period in which they are made, and neither the Company nor the Financial Advisor nor their affiliates undertake any obligation to update, revise, or amend them as a result of new information or future developments.

There is no guarantee that the offering will take place, and financial decisions should not be based on the Company's intentions regarding the offering at this stage. This announcement does not constitute a recommendation regarding the offering. Investment in the shares referred to herein may expose investors to significant risks, including the loss of all invested capital. Investors should consult a qualified professional with expertise in this type of investment and assess the suitability of the offering for their circumstances.

The Financial Advisor acts exclusively for the Company and not for any other party in connection with the offering. The Financial Advisor will not treat any other person as its client in relation to the offering and will not be responsible to anyone other than the Company for providing the protections afforded to its clients or for providing advice in relation to the offering or the contents of this announcement.

The Company has prepared the contents of this announcement and is solely responsible for it. Neither the Financial Advisor nor any of its affiliates, directors, officers, employees, advisors, or agents accept any responsibility whatsoever, nor make any representation or warranty, express or implied, regarding the accuracy, completeness, or adequacy of the information contained herein.

In connection with the offering, the Financial Advisor and its affiliates may acquire, hold, dispose of, or trade securities related to the offering for their own account. Accordingly, references in the Prospectus to shares being issued, offered, subscribed for, acquired, allocated, or otherwise dealt with shall be interpreted as including any such activities by the Financial Advisor or its affiliates acting in that capacity.

Furthermore, the Financial Advisor and its affiliates may enter into financing arrangements (including swaps or contracts for difference) with investors in relation to the shares they may acquire or hold. The Financial Advisor does not intend to disclose the extent of such holdings or transactions, except as required by applicable laws or regulations.

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