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TALABAT HOLDING PLC PRICES ITS IPO AT THE TOP OF THE RANGE, RAISING \$2 BILLION IN THE LARGEST GLOBAL TECH IPO IN 2024 TO DATE

Dubai, UAE, 29 November 2024: Talabat Holding plc ("talabat" or the "Company"), the leading ondemand online food ordering, delivery, takeaway, and groceries and convenience retail marketplace in the MENA region, today announces the successful completion of the bookbuild and public subscription process for its initial public offering ("IPO" or the "Offering") on the Dubai Financial Market ("DFM").

KEY HIGHLIGHTS

- talabat confirms that the Final Offer Price for its shares (the "Shares", each a "Share") has been set at AED 1.60 per share, at the top end of the previously announced Offer Price Range, implying a market capitalisation at listing of c. AED 37.3 billion (c. US\$ 10.1 billion).
- The Offering raised gross proceeds of c. AED 7.5 billion (c. US\$ 2.0 billion), with substantial demand from international, regional, and local investors resulting in a double-digit oversubscription level.
- To accommodate the substantial investor demand, which included a number of sizeable anchor orders from global long-only and technology sector investors, the Offering was upsized to 20% from 15% of the Company's total issued share capital.
- The record-breaking Offering was the largest global technology IPO in 2024 to date, the largest IPO in the GCC this year to date and the first ever technology sector IPO on DFM.
- Admission of the Shares to trading on DFM (the "Admission") is expected to take place on or around 10 December 2024 under the ticker symbol "TALABAT".

DETAILS OF THE FINAL OFFER PRICE

The Final Offer Price has been set at AED 1.60 per share, at the top end of the previously announced Offer Price Range, raising offer proceeds of c. AED 7.5 billion (c. US\$ 2.0 billion). talabat and the Selling Shareholder confirm the Offering size of 4,657,648,125 Shares, equivalent to 20% of the Company's total issued share capital. As announced on 27 November 2024, the total Offering size was increased during the book-building period to accommodate significant demand from international, regional and local investors.

The Offering achieved a double-digit oversubscription level, with a number of sizeable anchor orders from global long-only investors and technology sector specialists.

Tomaso Rodriguez, Chief Executive Officer of talabat, commented:

"The overwhelming response to talabat's IPO, which saw substantial demand across both tranches, is a testament to the exceptional work and achievements of our teams over the past 20 years. Having raised AED 7.5 billion and attracted a double-digit oversubscription level, it is clear that talabat's Offering presented both international and local investors with a unique opportunity to gain exposure to a leading player in MENA's technology-driven and dynamic on-demand delivery market.

"As we celebrate today's milestone and look forward to welcoming our new shareholders, everyone at talabat is deeply proud of our local growth story. Starting out in Kuwait back in 2004, talabat's two-decade journey has been truly remarkable and speaks to the tremendous ambition and innovation that exists in the MENA region. This entrepreneurial spirit saw us expand to eight markets, partner with thousands of restaurant and grocery businesses and serve millions of customers every day. As we look ahead, we are confident that our growth strategy focused on enhancing our product offering and increasing our market penetration, investing in our loyalty programmes, scaling our advertising offerings and exploring adjacent categories, will power the next phase of talabat's success."

Based on the final offer price, talabat's market capitalisation upon listing will be c. AED 37.3 billion (c. US\$ 10.1 billion). Investors who subscribed through the First Tranche (the "UAE Retail Offering") will receive an SMS confirmation of their respective allocation on 6 December 2024, with refunds due to commence from the same date.

The completion of the Offering and Admission is expected to take place on 10 December 2024, under the ticker symbol "TALABAT" and ISIN "AEE01569T248", subject to market conditions and obtaining relevant regulatory approvals in the UAE, including approval of admission to listing and trading on DFM.

Emirates NBD Capital PSC acted as Listing Advisor.

Emirates NBD Capital PSC, J.P. Morgan Securities PLC, and Morgan Stanley & Co International PLC acted as joint global coordinators and joint bookrunners.

Abu Dhabi Commercial Bank PJSC, Barclays Bank PLC, EFG-Hermes UAE Limited (acting in conjunction with EFG Hermes UAE LLC), First Abu Dhabi Bank PJSC, Goldman Sachs Bank Europe SE, ING Bank N.V., and UniCredit Bank GmbH acted as joint bookrunners.

Emirates NBD Bank PJSC acted as the Lead Receiving Bank. Abu Dhabi Commercial Bank PJSC, Abu Dhabi Islamic Bank PJSC, Al Maryah Community Bank LLC, Dubai Islamic Bank PJSC, Emirates Islamic Bank PJSC, First Abu Dhabi Bank PJSC, Mashreq Bank PSC, and Wio Bank PJSC also acted as Receiving Banks.

For more information, visit https://ipo.talabat.com.

About talabat

Since launching in Kuwait in 2004, talabat, the MENA region's leading on-demand food, grocery, and retail platform for everyday deliveries, has been offering convenience and reliability to its customers. talabat's local roots run deep, offering a real understanding of the needs of the communities we serve in eight countries across the region. We harness innovative technology and knowledge to simplify everyday life for our customers, optimise operations for our restaurants and local shops, and provide our riders with reliable earning opportunities daily. At talabat, we foster an innovative environment where our talabaty employees can strive to create a positive impact across the region through the use of our platform.

MEDIA & INVESTOR RELATIONS ENQUIRIES

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LISTING ADVISOR

Emirates NBD Capital PSC

JOINT GLOBAL COORDINATORS

Emirates NBD Capital PSC
J.P. Morgan Securities PLC
Morgan Stanley & Co International PLC

JOINT BOOKRUNNERS

Abu Dhabi Commercial Bank PJSC
Barclays Bank PLC
EFG-Hermes UAE Limited (in conjunction with EFG Hermes UAE LLC)
First Abu Dhabi Bank PJSC
Goldman Sachs Bank Europe SE
ING Bank N.V.
UniCredit Bank GmbH

LEAD RECEIVING BANK

Emirates NBD Bank PJSC

RECEIVING BANKS

Abu Dhabi Commercial Bank PJSC
Abu Dhabi Islamic Bank PJSC
Al Maryah Community Bank LLC
Dubai Islamic Bank PJSC
Emirates Islamic Bank PJSC
First Abu Dhabi Bank PJSC
Mashreq Bank PSC
Wio Bank PJSC

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This announcement does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for any shares or any other securities nor shall it (or any part of it) or the fact of its distribution, form the basis of, or be relied on in connection with or act as an inducement to enter into, any contract or commitment whatsoever. Investors should not purchase any shares referred to in this announcement except on the basis of information in the International Offering Memorandum published by talabat in connection with the proposed Admission. The IPO and the distribution of this announcement and other information in connection with the IPO in certain jurisdictions may be restricted by law and persons into whose possession this announcement, any document or other information referred to herein comes should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

In particular, this announcement does not contain or constitute an offer of, or the solicitation of an offer to buy or subscribe for, securities to any person in the United States of America, Australia, Canada, South Africa, the UAE or Japan, or in any jurisdiction to whom or in which such offer or solicitation is unlawful. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United States of America, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with applicable state law. The offer and sale of the securities referred to herein has not been and will not be registered under the Securities Act or under the applicable securities laws of the United States of America, Australia, Canada, South Africa or Japan. Subject to certain exceptions, the securities referred to herein may not be offered or sold in Australia, Canada, South Africa or Japan or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada, South Africa or Japan. Any securities sold in the United States of America will be sold only to qualified institutional buyers (as defined in Rule 144A under the Securities Act) in reliance on Rule 144A. There will be no public offer of the securities in the United States of America or any jurisdiction other than the UAE. Copies of this announcement are not being, and should not be, distributed in or sent into the United States of America, Australia, Canada, South Africa or Japan.

In the European Economic Area (the "EEA"), this announcement and this Offering are only addressed to and directed at persons in member states of the EEA who are "qualified investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 (as amended) ("EU Prospectus Regulation") ("EU Qualified Investors"). In the United Kingdom, this announcement and this Offering are only addressed to and directed at persons who are "qualified investors" within the meaning of Article 2(e) of the EU Prospectus Regulation, which forms part of EU retained law by virtue of the European Union (Withdrawal) Act 2018 (as amended and together with any statutory instruments made in exercise of the powers conferred by such Act, the "EUWA")) who are also (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professional" in Article 19(5) of The Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"); (ii) persons who are high net worth bodies corporate, unincorporated associations and partnerships and trustees of high value trusts as described in Article 49(2) (a) to (c) of the

Order; or (iii) other persons to whom it may lawfully be communicated (all such persons being referred to as "Relevant Persons"). In the Republic of South Africa ("South Africa"), this announcement and this Offering are only addressed to and directed at investors who fall within the exemptions set out in section 96(1)(a) or (b) of the South African Companies Act, 71 of 2008, as amended (the "South African Companies Act") (the "Exempted Institutions"). Accordingly, this Offering will not constitute an "offer to the public" or a "secondary offering" (as such term is defined in the South African Companies Act). This announcement must not be acted or relied on: (i) in any member state of the EEA, by persons who are not EU Qualified Investors; (ii) in the United Kingdom, by persons who are not Relevant Persons; and (iii) in South Africa, by persons who are not Exempted Institutions. Any securities, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities, and any investment activity, to which this announcement relates: (i) in any member state of the EEA is available only to, and may be engaged in only with, EU Qualified Investors; (ii) in the United Kingdom is available only to, and may be engaged only with, Relevant Persons; and (iii) in South Africa is available only to, and may be engaged Institutions.

This announcement has not been reviewed, verified, approved and/or licensed by the Central Bank of the UAE (the "UAE CB"), the SCA and/or any other relevant licensing authority in the UAE, including any licensing authority incorporated under the laws and regulations of any of the free zones established and operating in the territory of the UAE, including the Financial Services Regulatory Authority (the "FSRA"), a regulatory authority of the ADGM, the DFSA, a regulatory authority of the Dubai International Financial Centre ("DIFC") or any other authority in any other jurisdiction.

Exempt offer statement (DIFC): This announcement relates to a potential Exempt Offer which may be made in the DIFC in accordance with the DFSA's Rulebook. It is intended for distribution only to persons of a type specified in those rules. It must not be delivered to, or relied on by, any other person. The DFSA has no responsibility for reviewing or verifying any documents in connection with Exempt Offers. The DFSA has not approved this announcement nor taken steps to verify the information set out in it and has no responsibility for it. The securities to which this announcement relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers and subscribers of the securities referred to herein should conduct their own due diligence on the securities. If you do not understand the contents of this announcement, you should consult an authorised financial advisor.

This announcement is for distribution only to persons who: (a) are outside the DIFC; (b) are persons who meet the Professional Client criteria set out in Rule 2.3.4 of the DFSA Conduct of Business Module; or (c) are persons to whom an invitation or inducement in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons" for the purposes of this paragraph). This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.

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This announcement is for distribution only to persons who: (a) are outside the ADGM; (b) are Authorised Persons or Recognised Bodies (as such terms are defined in the Financial Services and Markets Regulations 2015 ("FSMR")); or (c) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 18 of FSMR) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons" for the purposes of this paragraph). This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.

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The Capital Market Authority does not make any representation as to the accuracy or completeness of this announcement, and expressly disclaims any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this announcement. Prospective purchasers of the securities referred to herein should conduct their own due diligence on the accuracy of the information relating to the securities. If you do not understand the contents of this announcement, you should consult an authorised financial advisor.

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For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of Chapters 9A or 10A respectively of the FCA Handbook Conduct of Business Sourcebook; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the securities.

In connection with the withdrawal of the United Kingdom from the European Union, the Joint Global Coordinators and the Joint Bookrunners may, at their discretion, undertake their obligations in connection with the potential Offering by any of their affiliates based in the EEA.

If you do not understand the contents of this announcement you should consult an authorized financial advisor.

None of the Selling Shareholder, talabat, the Joint Global Coordinators, the Joint Bookrunners and/or any of their respective subsidiary undertakings, affiliates or any of their respective directors, officers, employees, advisors, agents or any other person(s) accepts any responsibility or liability whatsoever for, or makes any representation or warranty, express or implied, as to the truth, accuracy, completeness or fairness of the information or opinions in this announcement (or whether any information has been omitted from this announcement) or any other information relating to talabat or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

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No assurance can be given that such future results will be achieved; actual events or results may differ materially as a result of risks and uncertainties facing talabat. Such risks and uncertainties could cause actual results to vary materially from the future results indicated, expressed or implied in such forward-looking statements. The forward-looking statements contained in this announcement speak only as of the date of this announcement. The Selling Shareholder, talabat, the Joint Global Coordinators, the Joint Bookrunners and/or their respective affiliates, expressly disclaim any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained in this announcement to reflect any change in its

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The Joint Global Coordinators and the Joint Bookrunners are acting exclusively for the Company and no-one else in connection with the Offering. They will not regard any other person as their respective clients in relation to the Offering and will not be responsible to anyone other than the Company for providing the protections afforded to their respective clients, nor for providing advice in relation to the Offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

In connection with the Offering, each of the Joint Global Coordinators, the Joint Bookrunners, and any of their affiliates, may take up a portion of the Shares in the Offering as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such shares and other securities of talabat or related investments in connection with the Offering or otherwise. Accordingly, references in the International Offering Memorandum to the shares being issued, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, each of the Joint Global Coordinators, the Joint Bookrunners and any of their affiliates acting in such capacity. In addition, certain of the Joint Global Coordinators, the Joint Bookrunners or their affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which they or their affiliates may from time to time acquire, hold or dispose of shares. None of the Joint Global Coordinators, the Joint Bookrunners or any of their respective affiliates intends to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.