

February 2020

Research Highlights:

Provides a review of M&A transactions in the GCC region.

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GCC M&A Report – Q4 2019

Transactions decreased by 8% compared to Q4 2018

During Q4 2019, there was a total of 49 closed transactions within the GCC, which is a slightly lower number relative to O4 2018. However, in comparison to the previous quarter, the total number of transactions increased by 63%. The UAE prevailed to dominate the market yet again as it accounted for 45% of the total transactions closed, followed by Kuwait and Saudi Arabia, who accounted for 23% and 20%, respectively. These three markets also witnessed the highest level of growth quarter over quarter. In addition, Bahrain and Oman closed three transactions each, which is a significant improvement compared to the last quarter during which there were no transactions closed. Qatar, on the other hand, witnessed a slower season as there were no closed transactions throughout the quarter.

Furthermore, GCC companies were successful in attracting both foreign and GCC investors to the market however, a majority of the transactions completed were taken on by regional acquirers. Overall, GCC acquirers accounted for 71% of the total number of closed transactions, which is higher relative to the previous quarter, in which GCC acquirers accounted for 67%. In addition, these transactions spanned across multiple sectors unlike the previous quarter, whereby 60% of the total activity was concentrated within four sectors. With that being said, the sectors that witnessed the greatest level of activity throughout the guarter were the Industrials sector and the Financials sector, who modestly accounted for 17% and 15% of the total number of transactions. The Real Estate sector witnessed the greatest growth quarter over quarter, while the Energy and IT sectors recorded a substantial drop in the level of activity.

Overall, a majority of the GCC acquirers preferred to acquire local companies as opposed to targeting foreign players. Aside from Bahrain, the remaining GCC acquirers only closed a minimum of one transaction outside of the GCC whereas UAE acquirers were active in both the local, regional and foreign markets. Emirati acquirers reported a total of seven closed transactions that involved foreign targets. In addition, Qatari acquirers didn't complete any transactions within their home country however, they completed transactions in the region and internationally.

Figure: Number of Closed GCC M&A Transactions

Country	Q4 2019	Q3 2019	Q4 2018		% Change (Q4 2018)
Bahrain	3	0	1	N/A	200%
Kuwait	11	8	18	38%	-39%
Oman	3	0	4	N/A	-25%
Qatar	0	1	3	-100%	-100%
Saudi Arabia	10	8	7	25%	43%
United Arab Emirates	22	13	20	69%	10%
Total	49	30	53	63%	-8%

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis Kindly note that % changes are in comparison to Q4 2019.

GCC Merger & Acquisition Deals

Q4 2019



M&A Transactions within GCC



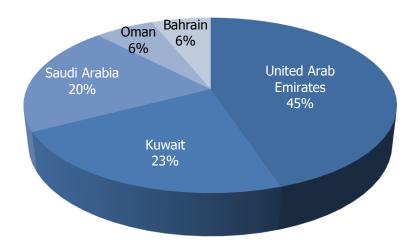
GCC Mergers & Acquisitions - Transaction History (Closed)

GCC M&A Transactions – Number of Transactions

Country	Q4 2019	Q3 2019	Q4 2018	% Change (Q3 2019)	% Change (Q4 2018)
Bahrain	3	0	1	N/A	200%
Kuwait	11	8	18	38%	-39%
Oman	3	0	4	N/A	-25%
Qatar	0	1	3	-100%	-100%
Saudi Arabia	10	8	7	25%	43%
United Arab Emirates	22	13	20	69%	10%
Total	49	30	53	63%	-8%

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis Kindly note that % changes are in comparison to Q4 2019.

GCC M&A Transactions – Geographical Distribution by Number of Transactions (Q4 2019)



- During Q4 2019, the GCC market witnessed a significant increase in the level of activity relative to last quarter. This can be demonstrated by the fact that the total number of closed transactions increased by 63% relative to Q3 2019. However, this number decreased by 8% when compared with Q4 2018.
- UAE experienced the highest level of activity accounting for 45% of the total number of transactions, followed by Kuwait and Saudi Arabia, who accounted for 23% and 20%, respectively.
- The UAE recorded the highest growth in its level of activity, as the total number of closed transactions increased by 69% relative to the previous quarter. Kuwait also witnessed a higher level of M&A activity relative to the previous quarter, recording a 38% increase in the total number of closed transactions.
- There were no transactions involving Qatari targets during Q4 2019.



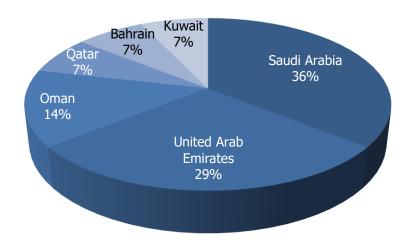
GCC Mergers & Acquisitions - Announced Transactions in the Pipeline

GCC M&A Transactions – Announced Pipeline Transactions

Country	Q4 2019	Q3 2019
Bahrain	1	0
Kuwait	1	1
Oman	2	0
Qatar	1	0
Saudi Arabia	5	4
United Arab Emirates	4	7
Total	14	12

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis Kindly note that % changes are in comparison to Q4 2019.

GCC M&A Transactions – Geographical Distribution by Number of Announced Pipeline Transactions (Q4 2019)



- By the end of Q4 2019, there was a total of 14 announced transactions within the pipeline, which translates into a 17% increase in activity relative to the previous quarter.
- Roughly 36% of these transactions involved Saudi targets, followed by the UAE and Oman, who accounted for 29% and 14% of the announced transactions, respectively.
- Although the UAE recorded the greatest number of closed transactions throughout Q4 2019, the number of transactions it had in the pipeline by the end of the quarter decreased significantly. In comparison to Q3 2019, the number of announced transactions decreased by 43%.
- Bahrain, Kuwait and Qatar had each announced one transaction throughout the quarter. This is a slight increase in the level of activity relative to the previous quarter in which they predominantly had no transactions.



GCC Mergers & Acquisitions - Top 5 Deals by Reported Value

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Buyer Country	Percent Sought	Deal Value (USDmn)	Status
SABIC Agri- Nutrients Investment	Saudi Arabia	Saudi Arabian Fertilizers Co.	Saudi Arabia	100	1,224	Closed
Oman Electricity Transmission	Oman	State Grid Corporation of China	China	49	1,000	Announced
Banque Saudi Fransi	Saudi Arabia	Ripplewood Advisors	United States	6	578	Closed
Global Environment Management Services	Saudi Arabia	Saudi Investment Recycling	Saudi Arabia	100	453	Closed
Bahrain Islamic Bank	Bahrain	National Bank of Bahrain	Bahrain	71	234	Announced

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Reuters, Markaz Analysis. These companies were selected based on available information.

- The largest transaction that closed during Q4 2019 was taken on by the Saudi Arabian Fertilizers Company ("SAFCO"). SAFCO has acquired 100% of SABIC Agri-Nutrients Investment Company for a total consideration of USD 1.2 billion.
- Oman's state-owned Electricity Holding Company has announced its plan to sell a 49% stake in Oman Electricity Transmission Company to the State Grid Corporation of China for USD 1 billion.
- Ripplewood Advisors has acquired a 6% stake in Banque Saudi Fransi for an estimated USD 578 million, at USD 8.0 per share.
- The Saudi Investment Recycling Company, wholly owned by Public Investment Fund, has fully acquired Global Environmental Management Services, a Saudi waste management and recycling company, for a total consideration of USD 453 million.
- The National Bank of Bahrain ("NBB") has announced its intent to acquire a 71% stake in Bahrain Islamic Bank for a total consideration of USD 234 million.



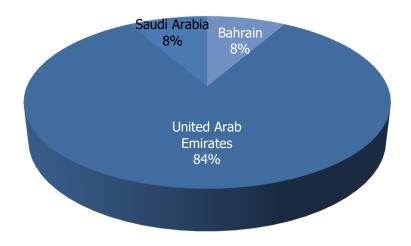
GCC Mergers & Acquisitions - Foreign (Non-GCC) Buyers (Closed)

Number of Foreign Buyers' Deals in GCC

Country	Q4 2019	Q3 2019	Q4 2018
Bahrain	1	0	0
Kuwait	0	0	0
Oman	0	0	1
Qatar	0	1	1
Saudi Arabia	1	1	0
United Arab Emirates	10	7	7
Total	12	9	9

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

GCC M&A Transactions – Geographical Distribution by Number of Transactions involving Foreign Buyers (Q4 2019)



- The market received a great level of interest from foreign buyers during Q4 2019, recording a total of 12 closed transactions. This number increased by 33% in comparison to Q3 2019 as well as Q4 2018.
- A majority of the transactions involved UAE targets, which has proven to be a trend based on the previous quarters. During Q4 2019 specifically, foreign buyers acquired a stake in 10 different UAE companies, which constitutes roughly 84% of the total transactions completed by foreign buyers.
- The remaining transactions involved Bahraini and Saudi targets, each of whom represented roughly 8% of the total transactions completed.
- After a year of no activity, Bahrain has recently attracted foreign investors while Kuwait, Oman and Qatar recorded no activity for this quarter.



GCC Mergers & Acquisitions - Top Deals by Reported Value (Foreign)

Targets & Foreign (Non-GCC) Buyers - Q4 2019

Target Company	Target Country	Buyer	Buyer Country	Percent Sought	Deal Value (USDmn)	Status
Oman Electricity Transmission	Oman	State Grid Corporation of China	China	49	1,000	Announced
Banque Saudi Fransi	Saudi Arabia	Ripplewood Advisors	United States	6	578	Closed
Cosco Shipping Ports Limited (Abu Dhabi)	United Arab Emirates	Qingdao Port International Development	China	33	59	Announced
FutureCard Industries LLC	United Arab Emirates	Toppan Gravity	China	100	22	Closed
Nai Arabia Food	United Arab Emirates	Fine Hygienic Holding	Jordan	30	10	Closed

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

- Oman's state-owned Electricity Holding Company has announced its plan to sell a 49% stake in Oman Electricity Transmission Company to the State Grid Corporation of China for USD 1 billion.
- Ripplewood Advisors has acquired a 6% stake in Banque Saudi Fransi for an estimated USD 578 million, at USD 8.0 per share.
- Qingdao Port International Development, the Chinese terminal operator, has entered in a sale purchase agreement to acquire 33% of Cosco Shipping Ports Limited (Abu Dhabi) for USD 59 million.
- Toppan Gravity has fully acquired FutureCard Industries LLC for a total consideration of USD 22 million. The target is a global end-to-end solutions provider that is based in the UAE.
- Fine Hygienic Holding further expanded into the wellness industry by acquiring a 30% stake in Nai Arabia Food Company ("Nai Arabia"), one of the leading natural beverage producers in the region for USD 10 million.



GCC Mergers & Acquisitions - By Sector (Closed)

Sector-wise Classification of Deals - Q4 2019

Sector	GCC Acquirers	Foreign Acquirers	Other*	Grand Total	%
Industrials	6	1	1	8	17
Financials	5	2	0	7	15
Consumer Discretionary	3	2	0	5	10
Consumer Staples	3	1	1	5	10
Healthcare	4	1	0	5	10
Real Estate	5	0	0	5	10
Information Technology	3	1	0	4	8
Media	0	3	0	3	6
Materials	2	0	0	2	4
Utilities	2	0	0	2	4
Education	1	0	0	1	2
Energy	1	0	0	1	2
Logistics	0	1	0	1	2
Grand Total	35	12	2	49	100

Sector-wise Classification of Deals - Q3 2019

Sector	GCC Acquirers	Foreign Acquirers	Other*	Grand Total	%
Financials	3	2	0	5	17
Industrials	5	0	0	5	17
Consumer Discretionary	4	0	0	4	13
Information Technology	0	4	0	4	13
Insurance	1	2	0	3	10
Energy	1	0	1	2	7
Healthcare	2	0	0	2	7
Consumer Staples	2	0	0	2	7
Real Estate	1	0	0	1	3
Education	1	0	0	1	3
Media	0	1	0	1	3
Grand Total	20	9	1	30	100

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

- The majority of the transactions completed during Q4 and Q3 2019 were carried out by GCC acquirers. During the fourth quarter, GCC acquirers accounted for 71% of the total number of transactions while foreign acquirers accounted for 25%. The remaining 4% is comprised of closed transactions for which the buyer information is not available.
- During Q3 2019, GCC acquirers accounted for 67% of the total number of transactions while foreign acquirers accounted for 30%.
- Moreover, the transactions during Q4 2019 spanned across multiple sectors unlike the previous quarter whereby 60% of the total activity was concentrated within four sectors.
- The sectors that witnessed the greatest level of activity throughout Q4 2019 were the Industrials sector and the Financials sector, which accounted for 17% and 15% of the total number of transactions respectively. This is also similar with the previous quarter.
- The Real Estate sector witnessed the greatest growth quarter over quarter, while the Energy and IT sectors recorded the greatest drop in the level of activity.



^{*}Other refers to deals where buyer information is not available.

M&A Transactions by GCC Acquirers



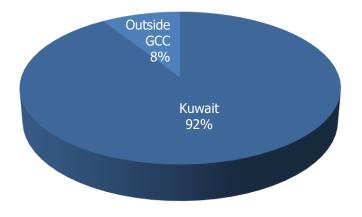
Merger & Acquisition Watch - By Kuwaiti Acquirers

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Percent Sought	Deal Value (USDmn)	Status
Bank of London and the Middle East	United Kingdom	Boubyan Bank	72	158	Announced
Gulf Cable	Kuwait	Al Khair Global	28	105	Closed
Gulf Cable	Kuwait	Ejabi Holding	12	46	Closed
Al Qumam Regional Co.	Kuwait	Al Bareeq Holding	100	45	Closed
Al Qumam Al Arabia Trading	Kuwait	Al Bareeq Holding	100	39	Closed

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

Target Companies – Geographical Distribution by Number of Transactions (Closed) (Q4 2019)



- Boubyan Bank has announced its intent to acquire the entire issued share capital of the Bank of London and the Middle East ("BLME") through an all cash offer. Based on their agreement, Boubyan Bank will acquire a 72% stake in BLME for a total consideration of USD 158 million. Boubyan Bank and its subsidiaries already own a 28% stake in the British bank.
- Al Khair Global for Buying and Selling Shares has acquired a 28% stake in Gulf Cable & Electrical Industries for a total value of USD 105 million.
- Ejabi Holding Company acquired a 12% stake in Gulf Cable & Electrical Industries for a total consideration of USD 46 million.
- Moreover, two of the largest transactions that closed were completed by Al Bareeq Holding (previously known as AlSanad Holding). Within the first transaction, the firm acquired 100% of Al Qumam Al Arabia Trading Company for USD 39 million. Shortly after, Al Bareeq Holding acquired 100% of Al Qumam Regional Company for USD 45 million.



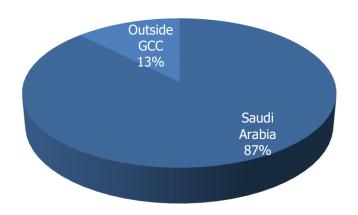
Merger & Acquisition Watch - By KSA Acquirers

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Percent Sought	Deal Value (USDmn)	Status
SABIC Agri- Nutrients Investment	Saudi Arabia	Saudi Arabian Fertilizers	100	1,224	Closed
Hyundai Oil Bank	South Korea	Saudi Arabian Oil Company	17	1,200	Closed
Global Environment Management	Saudi Arabia	Saudi Investment Recycling	100	453	Closed
Al Masane Al Kobra Mining	Saudi Arabia	Existing Shareholders	33	70	Closed
Trade Center	Saudi Arabia	Kingdom Investment & Development	100	60	Closed

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

Target Companies – Geographical Distribution by Number of Transactions (Closed) (Q4 2019)



- The Saudi Arabian Fertilizers Company fully acquired SABIC Agri-Nutrients Investment Company for a total consideration of USD 1.2 billion. The target provides fertilizer products such as urea and ammonia.
- The Saudi Arabian Oil Company has acquired a 17% stake in Hyundai Oil Bank, a private oil refining company based in South Korea, for USD 1 billion. The oil giant acquired this stake through its subsidiary, Aramco Overseas Company.
- The Saudi Investment Recycling Company has fully acquired Global Environmental Management Services, a Saudi waste management and recycling company, for a total consideration of USD 453 million.
- Existing shareholders of AlMasane AlKobra Mining ("AMAK"), have acquired Trecora Resource's 33% equity stake in AMAK for USD 70 million.
- Kingdom Investment Development Company has fully acquired the Trade Center Company for USD 60 million. The Kingdom Holding subsidiary has acquired the firm from Fawaz Abdulaziz Al Hokair & Company for an all cash consideration. The target owns Kingdom Centre, a skyscraper based in Riyadh, KSA.



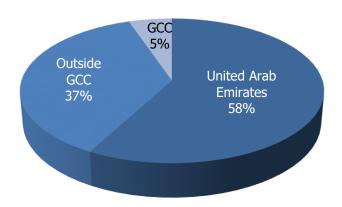
Merger & Acquisition Watch - By UAE Acquirers

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Percent Sought	Deal Value (USDmn)	Status
LGC Group	United Kingdom	Abu Dhabi Investment Authority and Consortium	100	3,920	Announced
Gulf of Suez Petroleum Company	Egypt	Dragon Oil	N/A	600	Closed
Hero Futures Energy	India	Abu Dhabi Future Energy Co.	20	150	Announced
Saudi Tabreed	Saudi Arabia	National Central Cooling Co.	8	34	Closed
VR Technology	Russia	Tawazun Holding	50	N/A	Announced

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

Target Companies – Geographical Distribution by Number of Transactions (Closed) (Q4 2019)



- Abu Dhabi's sovereign wealth fund has partnered with Astorg Partners and Cinven to acquire LGC Group total consideration of USD 3.9 billion. LGC group is a scientific measurement and testing company based in the United Kingdom.
- Dragon Oil has acquired BP's stake in the Gulf of Suez Petroleum Company ("GUPCO") for USD 600 million.
 GUPCO is a joint venture that was established by BP and the Egyptian General Petroleum Company.
- The Abu Dhabi Future Energy Company has acquired a 20% stake in Hero Future Energies for USD 150 million. The target is a private renewable energy company based in India.
- ♦ The National Central Cooling Company has acquired an additional stake (~8%) in Saudi Tabreed, a district cooling service provider, for USD 34 million, raising its total ownership share to 28%.
- Tazawun Holding has announced that they will be acquiring a 50% stake in VR Technology, a unit of the Russian Helicopters Holding Company. The two firms will inject a total of USD 441 million into the subsidiary, USD 221 of which will be funded by Tawazun Holding.



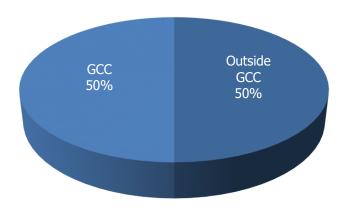
Merger & Acquisition Watch - By Qatari Acquirers

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Percent Sought	Deal Value (USDmn)	Status
Adani Electricity Limited	India	Qatar Investment Authority	25	450	Announced
OSG Nakilat Corporation	Marshall Islands	Nakilat Marine Services	50	123	Closed
Amin Renewable Energy Company	Oman	Nebras Power	10	N/A	Closed
Kigali International Airport	Rwanda	Qatar Airways	60	N/A	Announced
Universal Music Group	United States	Qatar Investment Authority	10	N/A	Announced

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

Target Companies – Geographical Distribution by Number of Transactions (Closed) (Q4 2019)



- The Qatar Investment Authority ("QIA") is set to acquire a 25% stake in Adani Electricity Limited. The sovereign wealth fund will acquire the firm for USD 450 million, which is comprised of both equity and debt commitments.
- Nakilat Marine Services has acquired a 50% stake in OSG-Nakilat Corporation, a joint venture it established in partnership with International Seaways Inc. The firm will buy out its partner's stake for USD 123 million.
- Nebras Power has acquired 10% of Amin Renewable Energy Company for an undisclosed amount. The target is owned by a consortium that includes Oman Gas Company, Marubeni Corporation, Bahwan Renewable Energy Company.
- Qatar Airways has agreed to purchase a 60% stake in the Kigali International Airport in Rwanda for an undisclosed amount. The new airport is worth over USD 1 billion and is expected to be completed by 2032.
- QIA has joined a consortium to acquire a 10% stake in Universal Music Group. The Tencent-led consortium will be acquiring this stake from Vivendi for an undisclosed amount.



Merger & Acquisition Watch - By Bahraini Acquirers

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Percent Sought	Deal Value (USDmn)	Status
Bahrain Islamic Bank	Bahrain	National Bank of Bahrain	71	234	Announced
Arab Shipbuilding & Repaid Yard Co.	Bahrain	The Oil & Gas Holding Company	N/A	N/A	Closed
Solara Joinery & Interiors Co.	Bahrain	Dividend Gate Capital	50	N/A	Closed

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

Target Companies – Geographical Distribution by Number of Transactions (Closed) (Q4 2019)



- The National Bank of Bahrain ("NBB") has announced its intent to acquire a 71% stake in Bahrain Islamic Bank ("BISB") for a total consideration of USD 234 million. Based on the latest offer, NBB will acquire over 754 million shares of BISB at USD 0.3 per share or 0.167 NBB shares per BISB share. On January 4, the National Bank of Bahrain received the necessary minimum acceptance threshold of 70% by Bahrain Islamic Bank ("BISB") shareholders.
- The National Oil and Gas Authority has announced that the Oil and Gas Holding Company ("Noga Holding") has acquired the government's stake in the Arab Shipbuilding and Repair Yard Company for an undisclosed amount. Noga Holding is the investment arm of Bahrain's National Oil and Gas Authority.
- Dividend Gate Capital, a Bahraini private equity firm, has acquired a 50% stake in Solara Joinery & Interiors Company, a leading carpentry firm based in Bahrain, for an undisclosed price.



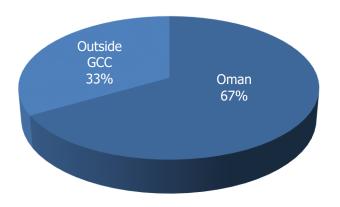
Merger & Acquisition Watch - By Omani Acquirers

Targets & Buyers - Q4 2019

Target Company	Target Country	Buyer	Percent Sought	Deal Value (USDmn)	Status
Oman Aluminum Processing Industries	Oman	Oman Cables Industry	49	8	Closed
Financial Corporation	Oman	Oman & Emirates Investment Holding	100	N/A	Announced
Weatherford Drilling International Unit	Oman	Shaleem Petroleum	100	N/A	Closed
Golden Corporation Sendirian Berhad	Brunei	Oman Brunei Investment Company	50	N/A	Closed

Source: S&P Capital IQ, GCC Stock Exchanges, Local Newspapers, Markaz Analysis

Target Companies – Geographical Distribution by Number of Transactions (Closed) (Q4 2019)



- Oman Cables Industry has acquired a 49% stake in Oman Aluminum Processing Industries for a total consideration of USD 8 million. The firm has acquired this stake from Takamul Investment Company.
- Oman & Emirates Investment Holding Company ("OEIH") has expressed its intention to merge with the Financial Corporation Company. OEIH is a dually listed company in Muscat and Abu Dhabi stock exchanges.
- Shaleem Petroleum Company has acquired the Omani unit of Weatherford International Drilling ("Weatherford") for an undisclosed amount. Based on the terms of this deal, Weatherford will completely relocate its business operations, equipment and staff (comprised of 300 Omani employees) to Oman .
- The Oman Brunei Investment Company has acquired a 50% equity stake in Golden Corporation for an undisclosed amount. Golden Corporation is the an integrated seafood company and is one of the largest players in the region.



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