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ASX Company Announcements

20 Bridge Street

Sydney NSW 2000

MARKET RELEASE

MOU to explore the establishment of the KSA Commodities and Securities Exchange Saudi Arabia (CSXSA)

- 1. MOU signed with Ajlan & Bros Holding Group Company (“Ajlan”) trading as Abilitii.**
- 2. Enter into discussions concerning the establishment of a regulated exchange in the Kingdom of Saudi Arabia (“Second Exchange”).**
- 3. The Second Exchange will seek to trade a variety of financial products with an initial focus on mining Issuers and metals (commodities) trading in the Kingdom of Saudi Arabia.**
- 4. Tapping pent up demand for issuer listing and commodities trading.**

Melbourne: NSX Limited (ASX NSX) (“NSXL”) is pleased to advise that NSX and Ajlan have entered into an MOU with the purpose of establishing a Second Exchange in Saudi Arabia to be known as the KSA Metals and Mining Exchange.

The Core objective is to explore the establishment of a second regulated exchange that allows for trading by participants of financial products including securities, bonds, warrants, exchange traded products, derivatives, and commodities, in the Kingdom of Saudi Arabia.

The initial objective is to focus on the financial products associated with Mining issuer securities and Metals (Commodities) exchange.

Secondary objectives include expanding the financial products into other areas where licensing permits.

The parties will work towards delivering a business plan, agree on a financial model and agree on potential joint venture agreement terms.

If the arrangements under the MOU are successful it would be expected that a Joint Venture agreement would be entered into which will be capitalised appropriately to do all things necessary to acquire a Market Operator Licence in the Kingdom of Saudi Arabia, implement rules, procedure, governance, trading, clearing and settlement systems and build connectivity with participants and information vendors.

The parties believe that there is an untapped pool of potential issuers and those wishing to trade commodities on the exchange.

NSX, via its wholly owned subsidiary, National Stock Exchange of Australia, will provide knowhow in the management of technology, admissions, compliance, and operations of a regulated securities exchange to the joint venture should that eventuate after the MOU exploratory work is complete.

Abilitii will provide management, government and market contacts and capitalisation to the joint venture should that eventuate after the MOU exploratory work is complete.

Managing Director, NSX Limited John Karantzis stated *"We are excited by this venture, and the opportunity to develop a commodities and securities exchange in the Kingdom of Saudi Arabia. We are honoured to be signing this MOU with our partners Abilitii, which is a first step in NSX plans to provide additional exchange services in other parts of the world to enhance its business operations. NSX currently provides services to SPX in Fiji, and has previous experience with running various trading markets."*

Mr Mohammed, Deputy Chairman, Abilitii, stated that *"Abilitii is honoured with this agreement, which aims to support the program's strategy to transform the Kingdom into a leading industrial power, increasing the economic impact of the mining sector and the sustainability of its growth, and creating an attractive investment environment, in a way that contributes to the goals of 2030 Vision. Mr. Mohammed stressed that "Abilitii" is aiming to increase its investments in these promising sectors."*

About Abilitii

Ajlan & Bros Group (Abilitii) is one of the largest private sector conglomerates in the Middle East region, employing over 10,000 people in more than 10 countries and across 70 companies. Established originally as a textile business in 1979 - a segment where it remains a dominant player in the Middle East region - the Group has expanded speedily into real estate and is now among the top 5 real estate companies in the Kingdom. In line with the Vision 2030, the Group has now embarked on a significant diversification program.

The Group aims to become a leader in selected sectors by building businesses in partnership with international firms to achieve a dominant regional position, these sectors include infrastructure, water, power, petrochemicals, ports, airports, mining, technology, food, industrial manufacturing, education, healthcare, entertainment, hospitality, financial services, logistics.

URL : ajlanbros-holding.com

Authorised by the Chair and Managing Director

Abilitii and NSX JV for KSA Mining & Metals Exchange

Briefing to KSA Ministerial Forum



September 2021



About NSX



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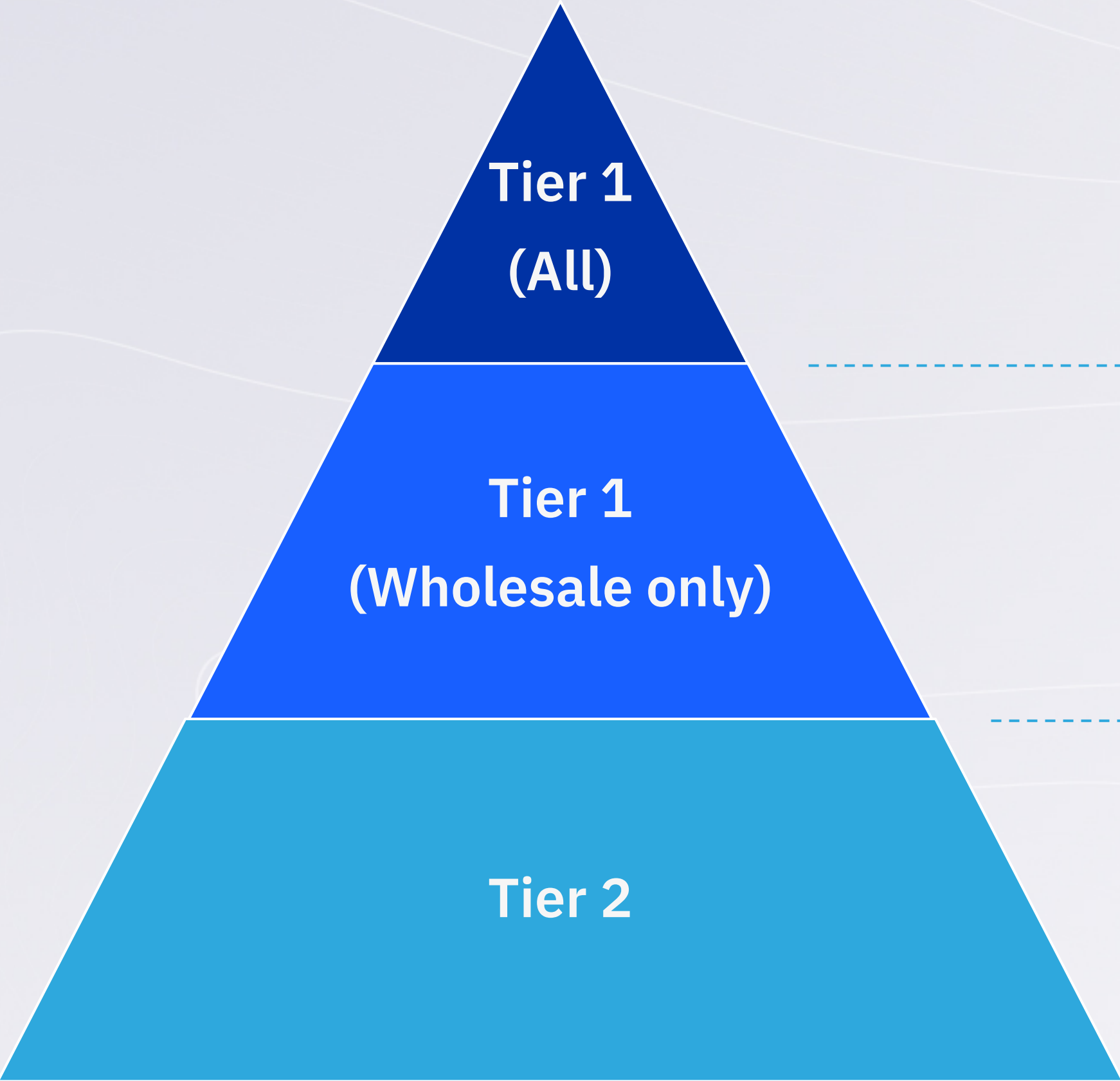
NSXL was incorporated with the primary purpose to invest, support, operate and be the holding company of businesses that are involved in the listing and trading of various asset classes.

NSXL currently wholly owns the National Stock Exchange of Australia Limited, an Australian Market Licencee and owns 41% of the ClearPay joint venture which will provide clearing and settlement services for various asset classes.

NSX Limited is listed on the Australian Securities Exchange (ASX) and as such has extensive corporate governance, shareholder, financial reporting and continuous disclosure obligations.

NSX competes with ASX for corporate listings and is now targeting its monopoly position in clearing and settlement through ClearPay.

NSX Is a Tier 1 All Inclusive Securities Exchange



The principal markets allowed to call themselves a “Securities Exchange” for retail & wholesale investors. Full listing and trading capabilities for equity and debt products with access to retail and wholesale investors.

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Wholesale market operators. Limited matching functionality. Products are quoted not listed. Typically restricted to wholesale and sophisticated investors.

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BCG Partners (Australia) Pty Limited, Bloomberg Tradebook Australia Pty Ltd, IMB Ltd, Imperium Markets Pty Limited, Mercari Pty Limited, Thomson Reuters Transaction Services Pte Limited, Yieldbroker Pty Limited

Facilities that have been exempted by the Minister from the markets licensing provisions in accordance with Chapter 7 of the Corporations Act.

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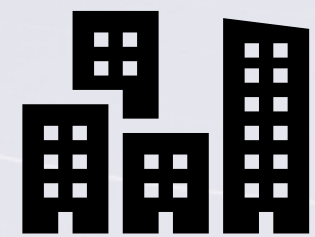
360 Trading Networks Inc, 360 Treasury Systems AG, ASX Settlement Pty Limited (mFund), BCG Brokers LP, Bloomberg SEF LLC, BrokerTech Europe Limited, Creditex Brokerage LLP, Currenex Inc, EBS Service Company Limited, EquiLend LLC, GFI Group Pte Ltd, ICAP Brokers Pty Ltd, Integral Development Corp, LMAX Limited, MarketAxess Europe Limited, MarketAxess Corporation, OTCX Trading Limited, State Street Bank & Trust Company, SwapEx, LCC, Thomson Reuters (SEF) LLC, TFS ICAP Ltd, TradeWeb Europe Limited, Tri-Optima AB, trueEx LLC, Tullet Prebon (Australia) Limited, TW SEF LLC. Numerous (200+) Low Volume Financial Markets

** Chi X is a trading venue rather than a listings exchange but do quote ETPs and structured products*

NSX Market Snapshot



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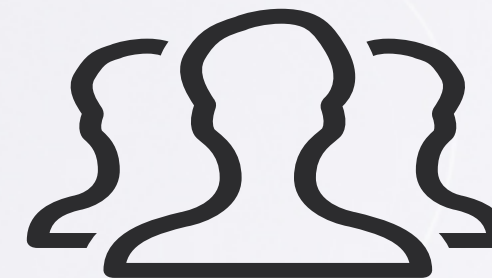
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SECURITIES



\$3B

MARKET CAPITALISATION



45

BROKERS & NOMINATED ADVISERS



\$50M

AVERAGE MARKET CAP

Our Credentials



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- ✓ NSX is a stock exchange built on solid foundations, regulated by the Australian Securities & Investment Commission (ASIC)
- ✓ Strong long-term Partnership with Nasdaq for supply of leading-edge Trading Technology
- ✓ Provision of trading and market support services to the South Pacific Stock Exchange
- ✓ High calibre Leadership Team with over 150 years of Financial Markets Experience
- ✓ Built our exchange from scratch to high Regulatory Standards and know what must be done
- ✓ Our competitive resilience brings expertise to complement Abilitii's credentials & build the KSA Metals & Mining Exchange, creating a platform for the next mining powerhouse in MENA
- ✓ We are excited to work with Abilitii and significantly contribution towards KSA's Vision 2030

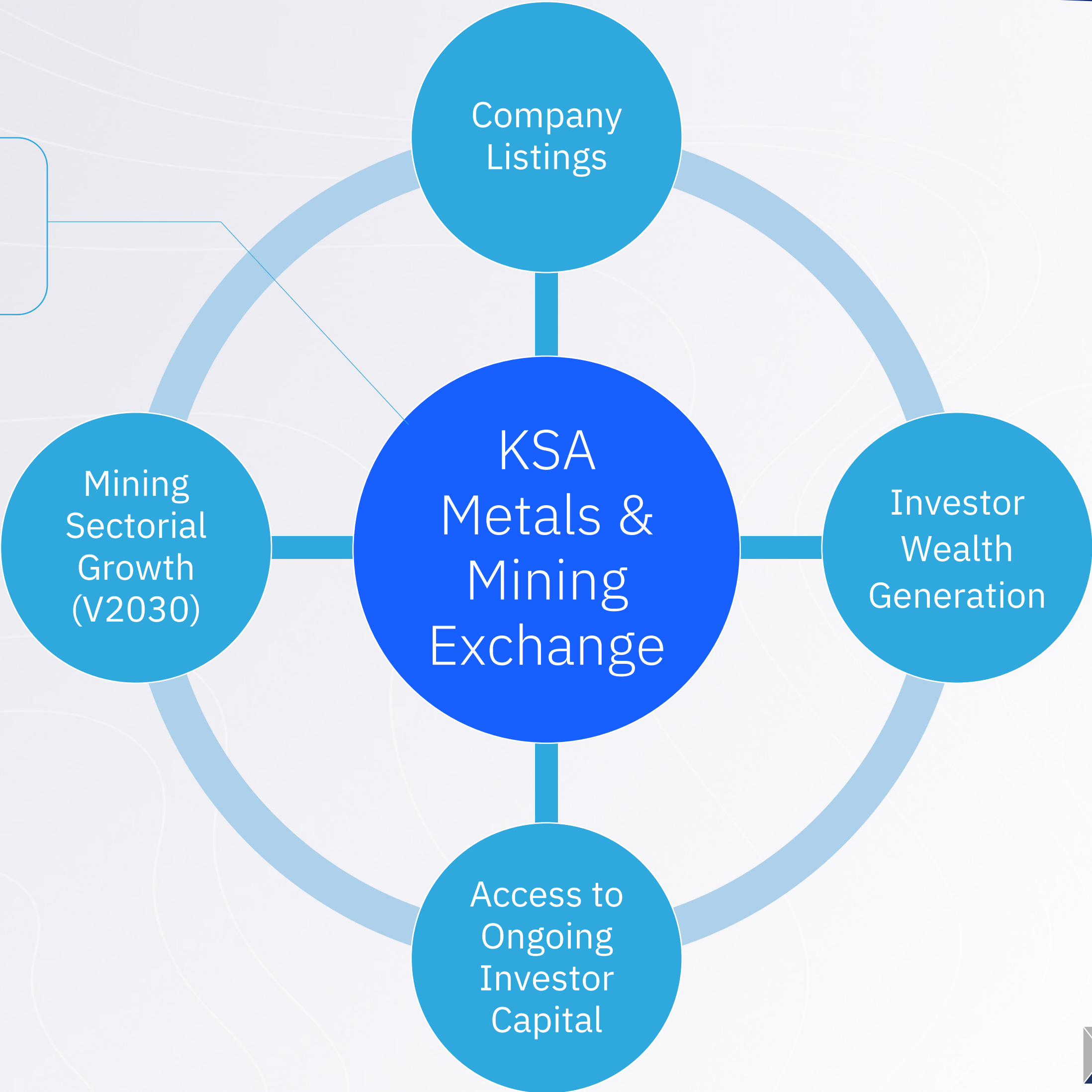
JV as Platform to Drive Mining as 3rd Pillar of Saudi Economy



JV Partnership

**Abilitii**





Key Benefits for Economy

- ❑ The Aabilitii and NSX JV Exchange will be the backbone to support the next mining powerhouse in MENA as it becomes the new pillar in KSA's economic infrastructure:
 - ✓ Become the natural home for mining companies to launch, establish and grow in KSA;
 - ✓ Allow mining companies to efficiently raise capital to fund their explorations and acquisitions;
 - ✓ Enhanced public profile of mining companies in a transparent disclosure and regulatory regime – based on world class exchange;
 - ✓ New and increased investment into KSA by global fund managers and institutions;
 - ✓ Increased talent pool and more diverse employment opportunities KSA citizens;
 - ✓ Access to new investment and wealth creation by KSA Citizens as shareholders.
- ❑ *This in turn will breed competition and innovation, ultimately fuelling KSA's economic growth.*

Key Benefits for the KSA Financial Markets



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- ❑ The Abilitii and NSX JV Exchange will help create a more active and competitive market:
 - ✓ World-class exchange with specific admission framework suitable for mining and exploration;
 - ✓ Increase presence of global market participants to service appetite to invest in KSA;
 - ✓ Build profile of mining sector across MENA and global markets, in turn promoting KSA economy globally;
 - ✓ Create employment growth and more diverse opportunities across market participants and the new JV Exchange;
 - ✓ Drive more innovation through technology employed by the JV Exchange.
- ❑ *This in turn will raise the standards of the market in KSA and develop strategic relationships with global peers.*

Address by NSX Managing Director – John Karantzis



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Good Morning

- Your Excellencies Mr. Bandar Al-Khuraif and Mr. Khalid Mudiefer
- Ambassador Mark Donovan
- Mr. Mohammed AL-Ajlan

On behalf of the NSX Limited, I welcome our new partnership with Abilitii, and look forward to working with Mr Ali Al Hazmi and his team.

The NSX are excited by this venture, and the opportunity to develop a mining and metals focused commodities and securities exchange in the Kingdom of Saudi Arabia.

The new exchange will bring great benefits to the economy of the Kingdom of Saudi Arabia, and foster international investment, consistent with the aim of maximising the non-oil aspects of the economy in line with His Royal Highness Crown Prince Mohammad bin Salman's VISION 2030.

I am honoured to be signing this MOU on behalf of the NSX with our partners Abilitii, and look forward to a prosperous venture.

Finally, I would like to thank the Australian Embassy and Austrade staff, who have provided invaluable assistance & support to the NSX.

Thank You