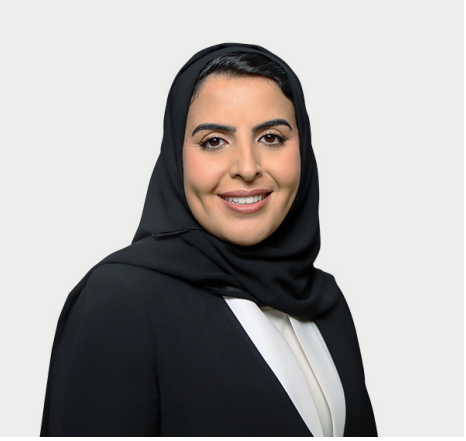
Najla Al-Gadi

Partner

nalgadi@gibsondunn.com
T: +966 11 211 9010
Riyadh



Najla S. Al-Gadi is a partner in the Riyadh office of Gibson Dunn and is a member of the firm's Capital Markets practice group.

Najla constantly advises clients on complex capital markets matters across a broad range of industries.

With dual qualifications in New York and the Kingdom of Saudi Arabia, Najla brings deep transactional expertise in the KSA market to counsel issuers, investment banks, boards of directors, and capital markets institutions across a wide spectrum of capital markets transactions. Her practice spans initial public offerings (IPOs), secondary equity offerings, and other securities issuances. Najla has represented clients across a diverse range of sectors, including oil and gas, information technology, telecommunications, manufacturing, healthcare, real estate, and financial services.

Najla is also a trusted adviser to boards of directors and senior management on corporate governance matters. Her advisory work includes the design and enhancement of governance frameworks, board and committee structures, directors' duties and fiduciary obligations, disclosure and compliance requirements, shareholder engagement, and regulatory interactions. She also advises on governance considerations in the context of IPOs, M&A transactions, and ongoing public company operations in Saudi Arabia.

In addition to her practice, Najla is a visiting lecturer at Prince Sultan University, College of Law, where she teaches a capital markets course.

Representative Experience*

- Haji Abdullah Alireza Co. on the sale of a minority stake in the Arabian Petroleum Supply Company to The Arab Energy Fund.
- Vision invest on the sale of 10% of its stake on Miahona to multiple investors through private transactions on Tadawul.
- The underwriters on Saudi Aramco's SAR 96 billion IPO on Tadawul — the world largest IPO to date.
- The joint bookrunners on Saudi Arabian Oil Company (Saudi Aramco)'s SAR 42.1 billion secondary public offering.
- The underwriters on Saudi Aramco's establishment of a global medium term note program and debut issuance of US$ 12 billion notes thereunder.
- The underwriters on Saudi Aramco Base Oil Company (Luberef)'s SAR 4.95 billion IPO on Tadawul.
- PIF on the SAR 7.5 billion acquisition of 54% of MBC Group's shares from Istedamah Holding Company.

Capabilities

Capital Markets
Mergers and Acquisitions
Public Companies
Securities Regulation and Corporate Governance

Credentials

Education

Harvard University - 2017 Master of Laws (LL.M.)
Prince Sultan University - 2014 Bachelor of Arts

Admissions

New York Bar
Saudi Arabia

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- PIF on the SAR 3.86 billion accelerated bookbuild offering of a portion of its shares in stc.
- PIF on the SAR 2.3 billion accelerated bookbuild offering of a portion of its shares in Saudi Tadawul Group.
- PIF on the SAR 491.19 million sale of its 10.92% stake in the National Gas and Industrialization Co. (GASCO) to Jadwa on behalf of its managed investment funds and client portfolios.
- The underwriters on Savola Group's SAR 6 billion rights issue and offering on Tadawul.
- Saudi Arabian Mining Company (Ma'aden) on its SAR 5.6 billion rights issue.
- Saudi Basic Industries Corporation (SABIC) on the SAR 4.59 billion sale of its shares in SABIC Agri-Nutrients Investment Company (SANIC) to the Saudi Arabian Fertilizer Company (SAFCO) in exchange for newly issued shares in SAFCO.
- Flynas on its SAR 4.1 billion IPO on Tadawul.
- solutions by stc on its SAR 3.624 billion IPO and listing on Tadawul, which GFC Media Group named its Equity Capital Markets Deal of the Year in 2022.
- Elm on its SAR 3.072 billion IPO on Tadawul.
- Emaar, The Economic City (EEC), on its SAR 2.8 billion capital increase by way of debt conversion and issuing new shares to PIF.
- Al-Futtaim on the SAR 2.5 billion acquisition of 49.95% of Cenomi Retail.
- The National Agricultural Development Company (NADEC) on its SAR 2 billion rights issue and offering on Tadawul.
- Umm Al Qura for Development and Construction on its SAR 1.96 billion IPO on Tadawul.
- Al-Dawaa Medical Services Company on its SAR 1.861 billion IPO on Tadawul.
- Middle East Healthcare Company on its SAR 1.8 billion IPO on Tadawul.
- Almoosa Health Company on its SAR 1.69 billion IPO on Tadawul.
- Jahez on its SAR 1.6 billion IPO on Tadawul's Parallel Market, Nomu.
- The underwriter on Retal Urban Development Company's SAR 1.44 billion IPO on Tadawul.
- The joint lead managers on the Saudi Electricity Company's inaugural US$ 1.3

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billion green sukuk.

- Alamar Foods Company on its SAR 1.22 billion IPO on Tadawul.
- Alsaif Gallery on its SAR 1.2 billion IPO on Tadawul.
- The underwriters on Nayifat Finance Company's SAR 1.19 billion IPO on Tadawul.
- The underwriters on Modern Mills Company's SAR 1.178 billion IPO on Tadawul.
- The underwriter on Lumi Rental Company's SAR 1.089 billion IPO on Tadawul.
- The underwriter on First Milling Company's SAR 999 million IPO on Tadawul.
- Impact46 on the SAR 918 million accelerated bookbuild offering of its funds stake in Rasan Information Technology Company.
- Takween Advanced Industries on its SAR 910 million acquisition of Savola Packaging.
- Rasan Information Technology Company on its SAR 831.3 million IPO on Tadawul.
- The underwriters on MBC Group's SAR 831.2 million IPO on Tadawul.
- The joint lead managers on the Arab National Bank's US$ 750 million tier II sukuk.
- Maharah Human Resources Company on its SAR 776 million IPO on Tadawul.
- The managers on the SAR 750 million accelerated bookbuild offering of shares in the Saudi British Bank (SABB).
- The underwriter on Saudi Home Loans' SAR 600 million IPO on Tadawul.
- Al-Yamamah Steel Industries Company on its SAR 556 million IPO on Tadawul.
- Miahona on its SAR 555.1 million IPO on Tadawul.
- East Pipes Integrated Company on its SAR 504 million IPO on Tadawul.
- Alandalus Real Estate Company on its SAR 380 million IPO on Tadawul.
- The underwriter on Ataa Educational Company's SAR 348 million IPO on Tadawul.
- Jahez International on its transition from the Tadawul's Parallel Market, Nomu to the Main Market.

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- HSBC, as financial advisor to Qassim Cement Company, on Qassim's merger with Hail Cement Company.
- HSBC, as financial advisor to Dur Hospitality Company, on Dur's merger with Taiba Investments Company.
- HSBC, as financial advisor to the Saudi International Petrochemical Company (SIPCHEM), on SIPCHEM's merger with Sahara Petrochemicals Company.
- The Capital Market Authority on drafting the Mergers & Acquisitions Regulations.
- Several publicly listed companies and shareholders on attempted sales and acquisitions of listed shares.
- Several international and local investors on incorporation of companies and corporate restructurings in Saudi Arabia.
- International and local clients on various corporate, commercial and employment matters relating to Saudi Arabian law.

**Includes representations prior to Najla's association with Gibson Dunn.*

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