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# DJ Makkah & Madinah Holdings Ltd Related Party Disposal/Investment;Capital Reduction

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MAKKAH & MADINAH HOLDINGS LIMITED

("MMH" or the "Company")

General Meeting Notice; Circular; Related Party Transaction and Other Business

Further to the announcement made on 30 March 2016 concerning the change to the Company's accounting reference date and to matters alluded to in the Chairman's Statement which prefaced the 2nd Interim Condensed Consolidated Financial Statements covering the period 1 January 2015 to 31 December 2015 announced on 29 March 2016, the Company wishes to draw shareholders' and the market's attention to an explanatory circular and notice of general meeting (the "Circular") dated 5 May 2016 and posted on 6 May 2016.

The Circular contains information about a proposed related party transaction (the "Related Party Transaction" as this term is defined in the Circular) involving the disposal of the Company's 34.12 per cent interest in Makkah and Madinah Commercial Investment Company JSC ("MMCI") in Saudi Arabia and the acquisition from the Related Party (as defined in the Circular) of a 21.68 per cent interest in the issued share capital of Bonyan Investment International (Holding) Group LLC. The Related Party Transaction entails the surrender to the Company by the Related Party as part-consideration for the purchase by the latter of the MMH's interest in MMCI of 1,018,759,378 class A voting shares ("Shares") of the capital of the Company (the "Cancellation Shares") for cancellation.

A notice of general meeting of the shareholders of MMH to be held on Monday 30 May 2016 forms a part of the Circular. Conditional upon the passing at the shareholders' meeting of an ordinary resolution approving the Related Party Transaction and a special resolution approving the reduction in the Company's issued share capital to the extent of the Cancellation Shares, a further special resolution shall be proposed and considered, changing the name of the Company from Makkah & Madinah Holdings Limited to Dana Group International Investments Limited.

A downloadable copy of the Circular is available from the Company's website at [www.mm-holdings.com/](http://www.mm-holdings.com/) or from the Company's pages on the ISDX website at [www.isdx.com/](http://www.isdx.com/) under the section headed "Shareholder Documents".

K. N. Majdalani, Director,  
Dubai, 8 May 2016

This announcement, for the content of which the Directors of MMH accept responsibility, has been made after due and careful enquiry.

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