



burjeel holdings

THIS IS A PUBLIC OFFER TO SUBSCRIBE FOR SHARES IN A FREE ZONE COMPANY IN A PUBLIC SUBSCRIPTION IN THE UAE ONLY

BURJEEEL HOLDINGS PLC (Free Zone Company) (a public company limited by shares incorporated in the Abu Dhabi Global Market ("ADGM") and subject to the ADGM Companies Regulations 2020 (as amended))

Dated: 24 September 2022

The offer and sale of 550,729,221 (five hundred fifty million seven hundred twenty nine thousand two hundred and twenty one) ordinary shares with a nominal value of USD 0.027 being equivalent to AED 0.10 (Ten Fils) each, and comprising of 200,397,665 (two hundred million three hundred ninety seven thousand and six hundred sixty five) New Shares to be issued by the Company and 350,331,555 (three hundred thirty million three hundred thirty five thousand and fifty five) existing Shares (the "Offer Shares"), to be offered by the Company and sold by one of the Company's Shareholders namely VPS Healthcare Holdings PVT LTD (the "Selling Shareholder") in a public subscription in the United Arab Emirates (the "UAE") only. The Company and the Selling Shareholder reserve the right to amend the size of the Offering and the size of any Tranche (as defined below) at any time prior to the end of the subscription period at their sole discretion, subject to applicable laws and the approval of the Securities and Commodities Authority ("SCA") or the "Authority". The offer price will be in AED and determined based on the offer price range (the "Offer Price Range"), which will be announced on the same day and before opening of the Offer Period on 30 September 2022. The Offer Shares will be duly and validly issued as at the date of listing (the "Listing") of the Offer Shares on the Abu Dhabi Securities Exchange ("ADX"). BURJEEEL HOLDINGS PLC (the "Company"), a public company limited by shares incorporated in the ADGM pursuant to the ADGM Companies Regulations 2020 (as amended) (the "Companies Regulations"), has the pleasure to announce the public offer to subscribe for shares in a public subscription in the UAE (the "Offering"). The final offer price of the Offer Shares ("Final Offer Price") will be determined through the application of a book building process, where a subscription orders ledger will be created through the subscription orders made only by the Second Tranche Subscribers.

Approval of the Competent Authorities

The SCA has approved the publication of this announcement. The SCA's approval on the publication does not constitute an endorsement of the feasibility of investment nor a recommendation to subscribe to the Shares. This announcement shall be read in conjunction with the Prospectus. The SCA is not considered responsible for the accuracy, completeness or adequacy of the information contained in the Prospectus and the SCA does not bear any responsibility for any damages or losses incurred by any person as a result of relying on the Prospectus or any part of it. The members of the Company's board of directors, jointly and severally, bear full responsibility regarding the validity of the information and data contained in the Prospectus, and they confirm, to the extent of their knowledge and belief, and subject to due diligence and after conducting reasonable studies, that there are no other facts or material information, which were not included in the Prospectus that renders any statement contained therein misleading to the subscribers or influencing their decision to invest.

Other than in the ADGM, the Shares have not been registered with any other regulatory authority in any other jurisdiction.

Selling Shareholder

The Selling Shareholder, VPS Healthcare Holdings PVT LTD, own, prior to the Offering, 79.80% of the Shares with a nominal value of a nominal value of USD 0.027 being equivalent to AED 0.10 (Ten Fils) each in the Company. If all of the Offer Shares are subscribed for and allocated and the Offer Size is not increased, the Offer Shares will represent 61.1% of the total issued ordinary shares in the capital of the Company. (This percentage has been calculated based on the total number of Shares in the share capital of the Company as at the date of the Listing).

Prior to this Offering, the Shares have not been listed on any financial market and there has been no public market for the Shares. Following the closing of the Offer Periods in respect of the First Tranche and the Second Tranche and accepting the subscription for Shares, the Company will apply to list its Shares on the ADX.

Investment Risks
Investment in the Offer Shares involves a high degree of risk. Prospective Subscribers should carefully read the "Investment Risks" and the "Important Notice" sections of the Prospectus to inform themselves about factors that should be considered before investing in the Offer Shares.

Supervision and Regulation

Burjeel Holdings is a public company limited by shares incorporated in the ADGM. The ADGM is a financial free zone within the meaning of UAE Federal Law No. 8 of 2004 (the "Financial Free Zones Law") and was established pursuant to UAE Federal Decree No. 15 of 2013, as a company incorporated in the ADGM, and in accordance with the Financial Free Zones Law, Burjeel Holdings is not subject to UAE federal civil and commercial laws. In particular, and without limitation, Burjeel Holdings is not subject to the provisions of the UAE Commercial Companies Law nor a variety of other legislation which applies to companies incorporated "onshore" in the UAE. Instead, Burjeel Holdings is governed by applicable laws and regulations in the ADGM including the Companies Regulations. In accordance with the ADGM legal framework applicable to public companies such as Burjeel Holdings, its primary constitutional document is its Articles of Association. Apart from various matters governed by the Companies Regulations and other ADGM legislation, the principal corporate governance and disclosure and transparency rules applicable to Burjeel Holdings are set out in the SCA Governance Guide, the provisions of the Chairman of Authority's Board of Directors' Decision no. 3 of 2000 concerning the rules as to disclosure and transparency and in the Articles of Association and related documents (such as charters, policies and procedures adopted by the Board of Directors from time to time). The ADGM Board of Directors and, in certain circumstances, the ADGM Registration Authority has the power and authority to investigate violations of the Companies Regulations, including if it appears to it that there are circumstances suggesting that an ADGM company's affairs are being or have been conducted in a manner which is unfairly prejudicial to some part of its members, and in certain cases to refer such violations to ADGM courts. Shareholders in ADGM companies may also directly seek injunctions from ADGM courts against acts in violation of the Companies Regulations or constitutional documents and can seek to recover damages for such violations from ADGM companies and their directors. Pursuant to the ADX Listing rules, ADX has the authority to apply the governance rules applicable to financial free zone companies such as Burjeel Holdings PLC that list securities on ADX.

Investors should familiarise themselves with applicable ADGM laws and regulations, and Burjeel's Articles of Association annexed to the Prospectus.

The Company decided voluntarily to comply with the governance rules as issued by the Securities and Commodities Authority, as amended from time to time. Accordingly, any contradictions between provisions found in Company's Articles of Association which is listed on the ADGM Companies Regulations, the Company shall comply with the governance rules as issued by the Securities and Commodities Authority and in particular, but not limited to the following: 1) the annual general meeting; 2) Board composition and required eligibility for each member; 3) all provisions related to the Board and in particular the remuneration of the Board; 4) permanent committees; 5) provisions for entering into related parties transactions; 6) insiders; 7) The independence requirements in relation to the Board; 8) provisions on the conflict of interest.

Overview of the Company

The Group is one of the leading regional private healthcare service providers in the UAE and Oman, operating as an integrated network across primary, secondary, tertiary and quaternary medical care services. The Group provides a comprehensive healthcare ecosystem to patients across the full socio-economic spectrum through its four key market leading brands, Burjeel, Medeor, LH and Lifecare, and its fully-funded network of 16 hospitals, 23 medical centres (including polyclinics and specialty medical centres with dental, cosmetic, homecare services, a specialised orthopaedics centre and IVF centres) and 15 pharmacies, as well as seven entities conducting allied services such as central procurement (e.g., GPO), revenue cycle management, centralised diagnostics, central warehousing and patient valid parking services. Leveraging its clinical expertise and strengths in research and development, the Group will also provide medical education and research through its College of Medicine at BMC, beginning in 2023. The Group is a leading healthcare provider in the UAE private market, with an in-patient market share of approximately 17 per cent, and an out-patient market share of approximately 12 per cent, and a total in-patient admission bed capacity of 1,294 beds as at 30 June 2022. The Group treated 105 thousand in-patients and 4.8 million out-patients in 2021 across its network, with comprehensive service offerings for oncology, women and child, orthopaedics and spine, cardiac, science and bariatrics. BMC is also the only European Society for Medical Oncology-accredited cancer centre in the UAE and the largest private hospital in the UAE. The quality of the Group's portfolio of medical facilities is evidenced by its operating 12 hospitals with JCI accreditations, three hospitals with ISO 9001:2015 certifications and eight labs with ISO 15189:2012 certifications.

Objectives of the Company

- Investments in the health industry including hospitals, pharmacies, and health centres.

Shareholders

The Company was established with a capital of 200,000 dollars, and the company's capital was increased accordingly to reach to AED 50 million, equivalent to USD 149,863,760.

Subsequent Change in Share Capital

After the issuance of the unaudited interim condensed consolidated financial statements as at and for the six months ended 30 June 2022, on 15th September 2022, the Company reduced its share capital to absorb accumulated losses balance (These losses were generated as part of the Company's normal growth trajectory, and the young nature of a large part of the Company's assets. Since 2017, the company has added 13 new assets to its network including 4 hospitals and 9 medical centres. Please refer to Part 2 of the Third Section for further clarification). There were no changes to any other component of the share capital, and this adjustment does not impact the total shareholder equity. Please refer to Section 3 (part 2) of the Prospectus ("Financial Disclosures"), for a detailed explanation of the nature of the accumulated losses as well as an explanation of the adjustments that took place to the share capital.

As at the date of the Prospectus:

Shareholder	Number of Shares	Value of Shares*	Percentage
VPS HEALTHCARE HOLDINGS PVT LTD	3,993,769,325	AED 399,376,932 (equivalent to USD 108,747,973)	79.80%
Quant Lase Lab L.L.C	750,710,477	AED 75,071,048 (equivalent to USD 20,441,402)	15%
SYA HOLDINGS PVT. LTD	260,256,708	AED 26,025,670 (equivalent to USD 7,086,636)	5.20%

As at the date of the Prospectus:

Name	Nationality / Country of incorporation	Type of shares	Number of shares owned	Total value of shares owned*	Ownership proportion
VPS HEALTHCARE HOLDINGS PVT LTD	United Arab Emirates	Ordinary	3,643,437,769	AED 364,343,776 (equivalent to USD USD99,276,233)	70.00%
Quant Lase Lab L.L.C	United Arab Emirates	Ordinary	750,710,476	AED 75,071,047 (equivalent to USD 20,455,326)	14.42%
SYA Holdings PVT. LTD	United Arab Emirates	Ordinary	260,256,708	AED 26,025,670 (equivalent to USD 7,091,463)	5.00%

Upon the completion of the Offering and subject to no increase in the Offer Size, the Company's paid-up share capital shall be AED 520,512,119 (five hundred twenty million and five hundred thirteen thousand and four hundred eighteen dirhams), divided into 5,254,736,510 (five billion and two hundred fifty-four million seven hundred sixty-three thousand and five hundred ten) Shares with a value of USD 0.027 (being equivalent to AED 0.10) per Share.

Assuming the maximum number of existing shares is sold in the Offering, the Selling Shareholder shall hold (70%) of the Shares. The Company and the Selling Shareholder reserve the right to amend the size of the Offering and the size of each Tranche at any time prior to the end of the subscription period at their sole discretion, subject to applicable laws and the SCA's approval.

No. of total Subscribers' Shares (assuming all Offer 550,729,221 (five hundred fifty million seven hundred Shares are allocated including all Tranches twenty-nine thousand two hundred and twenty-one) mentioned under the "Distribution" in the Prospectus for further details. The Shares covers all Tranches of Offer Shares set out in the Prospectus:

Board of Directors

The Board consists of 7 Directors of which there are 1 Executive Director and 6 Non-Executive Directors, 5 of whom are independent Directors as set out below:

Name	Year of birth	Position	Year of appointment
Dr. Shamsheer Yavall Parambath	1977	Chairman	2022
H.E. Ahmed Jaaim Youssif Naser Alzabai	1980	Vice Chairman - Non-Executive (Independent)	2022
Mr. Omran Mohamedaleh AlKhoori	1981	Executive Director	2022
Dr. Ghuwaya Mohammed Khuwaidem Abdulula Al-Neyadi	1974	Non-Executive Director (Independent)	2022
H.E. Dr Thani bin Ahmed Al Zeyoudi	1982	Non-Executive Director (Independent)	2022
Dr. Mohan Chellappa	1948	Non-Executive Director (Independent)	2022
Mr. Mohd Loay T. A Abdelfattah	1978	Non-Executive Director (Independent)	2022

Key Terms of the Offering

- Name of the Company: Burjeel Holdings PLC (Free Zone Company).
- Share capital: The share capital of the Company as at the date of the Prospectus has been set at AED 500,473,651 (equivalent to 136,388,842 in USD) divided into 5,004,736,510 Shares paid-in-full, with the nominal value of each Share being AED 0.10 (Ten Fils). Refer to the "Statement of Capital Development" in the Prospectus for further details.
- Percentage, number and type of the Offer Shares: 550,729,221 (five hundred fifty million seven hundred twenty nine thousand two hundred and twenty one) Shares, all of which are ordinary shares, all Shares are of the same class and shall carry equal voting rights and shall rank pari passu in all other rights and obligations, and which constitute of 11% of the Company's issued share capital (this percentage has been calculated based on the total number of Shares in the capital as at the date of the Listing Date).
- Offer Price Range per Offer Share: The Offer Price Range will be in UAE dirhams and announced prior to the day of opening of the Offer Period and on the same day and before opening of the Offer Period on 30 September 2022.
- Offer Period: The Offer Period for the First Tranche and the Second Tranche (as described in the Prospectus) starts on 30 September 2022 and will close on 4 October 2022 for the First Tranche and the Second Tranche.
- Subscription costs / Offering expenses: All expenses of the Offering (including selling commissions and any discretionary fees) will be borne by the Company and the Selling Shareholder on a pro-rata basis as determined by the percentage of Shares sold by the Company and the Selling Shareholder, respectively, relative to the total number of Shares sold in the Offering.
- Receiving Bank: • Lead Receiving Bank: First Abu Dhabi Bank PJSC. • Receiving Bank: First Abu Dhabi Bank PJSC a list of Receiving Bank's branches attached in Annex 3 of the Prospectus.
- Eligibility of the qualified categories of Subscriber to apply for the acquisition of the Offer Shares: First Tranche: The First Tranche offer will be made pursuant to the Prospectus, 10% (ten per cent) of the Offer Shares, representing 55,072,922 (fifty-five million seventy-two thousand nine hundred twenty-two) Shares, are allocated to the First Tranche. The First Tranche is restricted to the following persons: • Individual Subscribers

Natural persons (including natural persons constituting Assessed Professional Investors) who do not participate in the Second Tranche)

who have a bank account (except for any person who is resident in the United States within the meaning of the US Securities Act 1933, as amended (the "US Securities Act"). There is no citizenship or residence requirements to qualify as an Individual Subscriber. Minors are permitted to apply for Offer Shares in accordance with the procedures applied by the Receiving Bank and the laws in force in this regard.

Other investors

Other investors (companies and establishments) who do not participate in the Second Tranche and who have a bank account (except for any person who is resident in the United States within the meaning of the US Securities Act). All First Tranche Subscribers must hold a NIN with the ADX. The Company and the Selling Shareholder reserve the right to amend the size of the First Tranche at any time prior to the end of the subscription period at their sole discretion, subject to the approval of the SCA, provided that the subscription percentage of the shares in the Second Tranche does not fall below 16% of the Offer Shares and the subscription percentage of the subscribers in the First Tranche does not exceed 16% of the Offer Shares. If all of the Offer Shares in the First Tranche are not fully subscribed, the unsubscribed Offer Shares will be available to Second Tranche Subscribers, or alternatively (in consultation with the SCA) the Selling Shareholder may (i) extend the Closing Date for the First Tranche at the Second Tranche does not fall below 16% of the Offer Shares and the subscription percentage of the subscribers in the First Tranche does not exceed 16% of the Offer Shares. The minimum application size for subscribers in this Tranche is AED 5,000 (five thousand UAE dirhams) with any additional application in increments of AED 1,000 (one thousand UAE dirhams). There is no maximum application size for subscribers in this Tranche.

A. Second Tranche

The Second Tranche offer will be made pursuant to the Prospectus, 90% (ninety per cent) of the Offer Shares, representing 495,656,299 (four hundred ninety-five million six hundred fifty-six thousand two hundred ninety-nine Shares, are allocated to the Second Tranche, which is restricted to "Professional Investors" (as defined in the SCA Board of Directors' Chairman Decision No. 133 of 2022 (as amended from time to time)), which specifically include those investors which can be categorised in the following manner:

"Deemed Professional Investors" which include:

- international corporations and organisations whose members are state, central banks or national monetary authorities; governments, government institutions, their investment and non-investment bodies and companies wholly owned by them; central banks or national monetary authorities in any country, state or legal authority; capital market institutions licensed by the SCA or regulated by a supervisory authority equivalent to the SCA;
- financial institutions;
- regulated financial institutions, local or foreign mutual investment funds, regulated pension fund management companies and regulated pension funds;
- any entity whose main activity represents investment in financial instruments, asset securitisation or financial transactions;
- any company whose shares are listed or accepted to trade in any market of an IOSCO member country;
- a trustee of a trust which has, during the past 12 months, assets of AED 35,000,000 or more;
- licensed family offices with assets of AED 15,000,000 or more;
- joint ventures and associations which have or had, at any time during the past two years, net assets of AED 25,000,000 or more (excluding partner and shareholder loans);
- a body corporate who fulfils (on the date of its last financial statements) a "large undertaking" test, whereby it fulfils at least two of the following requirements:
 - holds total assets of AED 75,000,000 or more (excluding short-term liabilities and long-term liabilities);
 - has an annual revenue of AED 150,000,000 or more; or
 - an aggregate total of cash and investments on its balance sheet; or its total equity (after deducting paid up share capital), is not less than AED 7,000,000.
- "Assessed Professional Investors" which include:
 - a natural person who owns net assets, excluding the value of their main residence, of not less than AED 4,000,000 ("HNWI"); a natural person who is:
 - approved by the SCA or a similar supervisory authority;
 - an employee of a licensed entity or a regulated financial institution who has been employed for the past two years;
 - assessed to have sufficient knowledge and experience in respect of the relevant investments and their risks (following a suitability assessment); or
 - represented by an entity licensed by the SCA;
 - a natural person (the "account participant") with a joint account for investment management with a HNWI (the "main account holder");
 - the account participant must be an immediate or second degree relative of the main account holder;
 - the account is used to manage the investments of the main account holder and their subscribers; and
 - written confirmation is obtained from the subscriber (i.e. the account participant) confirming that investment decisions relating to the joint investment account are made on their behalf by the main account holder;
- an undertaking which satisfies the following requirements:
 - an aggregate total of cash and investments on its balance sheet; or its total equity (after deducting paid up share capital), is not less than AED 4,000,000;
 - it is assessed to have sufficient knowledge and experience in respect of the relevant investments and their risks (following a suitability assessment); or
 - it has a controller (e.g. a person controlling the majority of the shares or voting rights in the relevant undertaking or possesses the ability to appoint or remove the majority of the relevant undertaking's board of directors).
- a holding or subsidiary company or
- a joint venture partner that meets the definition of a Deemed Professional Investor or an Assessed Professional Investor.

All Second Tranche Subscribers (Professional Investors) must hold an NIN with the ADX.

If all of the Offer Shares in the Second Tranche are not fully subscribed, then the Offer will be withdrawn.

The minimum application size for the subscribers in the Second Tranche (Professional Investors) is AED 1,000,000 (one million UAE dirhams). There is no maximum application size for subscribers in the Second Tranche (Professional Investors).

Every Subscriber must hold a NIN with ADX and bank account number in order to be eligible to apply for Offer Shares. Subscribers may apply for Offer Shares in only one Tranche. In the event a person applies in more than one Tranche, the Receiving Bank and the Lead Manager may disregard one or both of such applications.

- Minimum investment:** The minimum subscription in Offer Shares in the First Tranche has been set at AED 5,000 (five thousand UAE dirhams) with any additional investment to be made in AED 1,000 (one thousand UAE dirhams) increments. The minimum subscription for Offer Shares in the Second Tranche has been set at AED 1,000,000 (one million UAE dirhams).
- Maximum investment:** No maximum subscription in Offer Shares has been set.
- Public subscription in the Offer Shares is prohibited as follows:** Public subscription is prohibited to any Subscriber whose investment is restricted by the laws of the jurisdiction where the Subscriber resides or by the laws of the jurisdiction to which the Subscriber belongs. It is the Subscriber's responsibility to determine whether the Subscriber application for, and investment in, the Offer Shares conforms to the laws of the applicable jurisdiction(s).

Subscription by the Selling Shareholder: The Selling Shareholder may not subscribe for Offer Shares, whether directly or indirectly, or through its subsidiaries.

Lock-up period: The Shares held by the Selling Shareholder following completion of the Offering shall be subject to a lock-up which starts on the date of Listing of the Shares and ends 180 days thereafter.

Subscription Applications

Each Subscriber in the First Tranche may submit one subscription application only (i) in the case of a subscription application by a natural person, in his or her personal name (unless he or she is acting as a representative for another Subscriber, in which case the subscription application will be submitted in the name of such Subscriber); or (ii) in the case of a subscription application by a corporate entity, in its corporate name. In case a Subscriber submits more than one application in his or her personal name or its corporate name, the Receiving Bank and the Lead Manager reserve the right to disqualify all or some of the subscription applications submitted by such Subscriber and not to allocate any Offer Shares to such Subscriber.

Subscribers must complete all of the relevant fields in the subscription application along with all required documents and submit it to the Receiving Bank together with the subscription amount during the Offer Period for the First Tranche. The completed subscription application should be clear and fully legible. If it is not, the Receiving Bank shall refuse to accept the subscription application from the Subscriber until the latter satisfies all the required information or documentation before the close of the subscription.

Subscription for Offer Shares would deem the Subscriber to have accepted the Articles of Association of the Company and complied with all the resolutions issued by the Company's general meeting. Any conditions added to the subscription application shall be deemed null and void. No photocopies of subscription applications shall be accepted. The subscription application should only be fully completed after reviewing the Prospectus and the Company's Articles of Association. The subscription application then needs to be submitted to any of the Lead Receiving Bank's branches mentioned herein or through electronic channels (see "Electronic subscription").

The Subscribers or their representatives shall affirm the accuracy of the information contained in the application in the presence of the bank representative at the ADX ePortal IPO system. By submitting the electronic subscription application, the customer submitting the application or his or her representative. The Receiving Banks and the Lead Managers may reject subscription applications submitted by any Subscriber in the First Tranche for any of the following reasons:

- If the subscription application form is not complete or is not correct with regard to the amount paid or submitted documents (and no Offer Participant takes responsibility for non-receipt of an allotment of Offer Shares if the address of the subscriber is not filled in correctly);
- If the subscription application amount is paid using a method that is not a permitted method of payment;
- If the subscription application amount presented with the subscription application does not match the minimum required investment or the increments set for the First Tranche offer;
- If the completed subscription application form is not clear and fully legible;
- If the Manager's Cheque is returned for any reason;
- If the amount in the bank account mentioned in the subscription application form is insufficient to pay for the application amount mentioned in the subscription application form or the Receiving Bank is unable to apply the amount towards the application whether due to signature mismatch or any other reasons;
- If the NIN is not made available to ADX or if the NIN is incorrect;
- If the subscription application is found to be duplicated (any acceptance of such duplicate application is solely at the discretion of the Company and the Selling Shareholder);
- If the subscription application is otherwise found not to be in accordance with the terms of the Offering;
- If the Subscriber is found to have submitted more than one application (it is not permitted to apply in more than one of the First Tranche or the Second Tranche, nor is it permitted to apply in either Tranche more than once), any acceptance of such duplicate / multiple application(s) is solely at the discretion of the Company and the Selling Shareholder;
- If the Subscriber is found to have submitted the subscription application other than in his or her personal name (unless he or she is acting as a representative for another Subscriber);
- If a Subscriber has not adhered to the rules applicable to the First Tranche or the Second Tranche offers;
- If it is otherwise necessary to reject the subscription application to ensure compliance with the provisions of the Companies Regulations, the Articles of Association, the Prospectus or the requirements of the UAE Central Bank, the SCA or the ADX; or
- If for any reason FTS/SWIFT/online/mobile/ATM subscription Channels transfer fails or the required information in the special fields is not enough to process the application.
- The Receiving Bank and the Lead Manager may reject the application for any of the reasons listed above at any time until allocation of the Offer Shares and have no obligation to inform the subscribers before the notification of the allocation of Shares to such rejected Subscribers.

Electronic subscription (E-subscription)

The Receiving Bank may also have its own electronic channels (on-line internet banking applications, mobile banking applications, etc.) interface with the ADX ePortal IPO system. By submitting the electronic subscription application, the customer submitting the application is accepting the Offering terms and conditions on behalf of the Subscriber and is the relevant Receiving Bank to pay the total subscription amount by debiting the amount from the respective bank account of the customer and transferring the same to the Offer account in favor of "Burjeel Holdings PLC IPO" held at the Receiving Bank, as detailed in the subscription application. The submission of an electronic application will be deemed to be sufficient for the purposes of fulfilling the identification requirements and accordingly, the supporting documentation in relation to the applications set out elsewhere in the Prospectus will not apply to Electronic Applications under this section. Notification of the final allocation of Offer Shares and the refund of proceeds for unallocated Offer Shares (if any) and any profit thereon following the closing of the Offer Period and prior to the Listing of the Shares shall be performed solely by, and processed through, the Receiving Bank in which the electronic subscription application was submitted.

First Abu Dhabi Bank PJSC – E-subscription

FAB IPO-Subscription

1. Access: <https://www.bankfab.com/en-ae/cib/ipo/subscription>.

Refer to the "How to subscribe page" and follow the instructions and submit subscriptions for the UAE Retail Tranche.

2. FAB Mobile Banking Application (for FAB client)

In case of any issues or support required, please contact FAB call center at +971-26161800

ADX ePortal Subscription:

For applying through ADX ePortal Subscriptions:

Please access -

For Arabic - <https://www.adx.ae/Arabic/Pages/ProductsandServices/ipo.aspx>

For English - <https://www.adx.ae/English/Pages/ProductsandServices/ipo.aspx>
Refer to the "ADX IPO ePortal Subscription Instructions" page and follow the instructions. Click on the IPO Subscription Link provided to subscribe for the First Tranche. (Applicable only for investors who do not have accounts with any of the Receiving Banks)

Important dates relevant to the methods of payment of the subscription amounts

- Subscription amounts paid by way of cheque must be submitted by 12pm (mid-day) on 1 October 2022.
- Subscription applications received through Internet Banking, Mobile Banking and Website/ UAEPGS must be made before 12pm (mid-day) on 3 October 2022.

Documents accompanying Subscription Applications

Subscribers shall submit the following documents along with their subscription application forms:

For individuals who are UAE or GCC nationals or share of any other country:

- The original and a copy of a valid passport or Emirates identity card; and
- In case the signatory is different from the subscriber:
 - the duly notarized copy of attorney held by that signatory or a certified copy by UAE-regulated persons/bodies, such as a notary public, or as otherwise duly regulated in the country;
 - the original passport/Emirates ID of the signatory for verification of signature and a copy of the original passport/Emirates ID; and
 - a copy of the signatory's national passport and a copy of the signatory's identification card;
- In case the signatory is a guardian of a minor, the following will be submitted:
 - Original and copy of the guardian's passport/Emirates ID for verification of signature;
 - Original and copy of the minor's passport; and
 - If the guardian is appointed by the court, original and copy of the guardianship deed attested by the court and other competent authorities (e.g. notary public).

For corporate bodies including banks, financial institutions, investment funds and other companies and establishments:

- UAE registered corporate bodies:**
 - The original and a copy of a trade license or commercial registration for verification or a certified copy by one of the following UAE-regulated persons/bodies; a notary public or as otherwise duly regulated in the country;
 - The original and a copy of the document that authorizes the signatory to sign on behalf of the subscriber and to represent the subscriber; to submit the application, and to accept the terms and conditions stipulated in the Prospectus and in the subscription form; and
 - The original and a copy of the passport/Emirates ID of the signatory.
- Foreign corporate bodies:** the documents will differ according to the nature of the corporate body and its domicile. Accordingly, please consult with the Lead Manager to obtain the list of required documents.

Notice of Allocation

A notice to successful Subscribers in the First Tranche will be sent by way of SMS initially confirming the acceptance of subscription and number of offered shares allocated to them. This will be followed by a notice setting out each Subscriber's Share allocation, which will be sent by registered mail to each Subscriber.

Investment Risks

Investment in the Offer Shares involves a high degree of risk. Prospective Subscribers should carefully read the "Investment Risks" section of the Prospectus to inform themselves about factors that should be considered before investing in the Offer Shares.

Timetable for subscription and Listing

Event	Date
Offering commencement date (The Offer Period for the First Tranche shall continue for 4 days, including Saturdays, for the purposes of accepting Subscribers' applications)	30 September 2022
Closing Date of the First Tranche	4 October 2022
Closing Date of the Second Tranche	4 October 2022
Announcement of Final Offer Price	5 October 2022
Allocation of First Tranche	no later than 6 October 2022
SMS refunds to all successful subscribers, commencement of refund of investment surplus to the Subscribers and commencement of dispatch of registered mail relating to allotment of shares	8 October 2022
Expected date of Listing the Shares on the ADX	10 October 2022

The Prospectus and the details of this Offering are also available on the following website: <https://www.burjeelholdings.com/ipo>.

The attention of Subscribers is drawn to the "Risk Factors" and "Important Notice" of the Prospectus, which should be carefully considered prior to submitting a subscription application.

Names and Contact Details of the Offer Participants

Lead Manager

Dubai Islamic Bank PJSC
DIB Head Office Building
Al Maktoum Street Deira
Dubai, United Arab Emirates

Lead Receiving Bank

First Abu Dhabi Bank PJSC
FAB Building
Khalifa Business Park, AlQurm District
P.O. Box 6316
Abu Dhabi, United Arab Emirates

Receiving Bank

First Abu Dhabi Bank PJSC
FAB Building
Khalifa Business Park, AlQurm District
P.O. Box 6316
Abu Dhabi, United Arab Emirates

The list of Receiving Bank's branches attached in Annex 3 of the Prospectus

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