

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

DIP Holding PLC (Free Zone Company) (the “Company” or “DIP”)

(a public company limited by shares incorporated in the Dubai International Financial Centre (the “DIFC”) and subject to DIFC Law No. 5 of 2018 (as amended) and DIFC Companies Regulations 2018 (as amended) (together the “Companies Regulations”)



Dated: 19 October 2026

The sale of 1,735,243,300 (one billion seven hundred thirty five million two hundred forty three thousand three hundred) ordinary shares with a nominal value of AED 0.20 each, representing 20% (twenty percent) of the total issued shares in the share capital of the Company which amounts to AED 1,735,243,300, divided into 8,676,216,500 (eight billion six hundred seventy six million two hundred sixteen thousand five hundred) Shares with a nominal value of AED 0.20 each (the “Offer Shares”), to be offered by the Company’s sole shareholder, Dubai Investments PJSC (the “Selling Shareholder”), in a public subscription in the United Arab Emirates (the “UAE”) only. The Selling Shareholder reserves the right to amend the size of the Offering and the size of any Tranche at any time prior to the end of the subscription period at its sole discretion, subject to the applicable laws of the UAE and after obtaining the approval of the Capital Market Authority in the UAE (“CMA”). 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 the opening of the Offer Period on 27 October 2026. The Offer Shares will be duly and validly transferred on the date of listing of the Shares (the “Listing”) on the Dubai Financial Market (the “DFM”) in accordance with the content of the Prospectus.

DIP Holding PLC, has the pleasure to announce the public offering of 1,735,243,300 (one billion seven hundred thirty five million two hundred forty three thousand three hundred) ordinary shares with a nominal value of AED 0.20 each, which will be sold by the Selling Shareholder in a public offering whereby the 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 Capital Market Authority has approved the publication of this announcement, the CMA’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 CMA is not considered responsible for the accuracy, completeness or adequacy of the information contained in the Prospectus and CMA 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.

The Shares in the Company have not been registered with any other regulatory authority in any other jurisdiction

Selling Shareholder  
Dubai Investments PJSC

Incorporated in 1995, the Selling Shareholder is a leading investment company based in the UAE with a diversified portfolio spanning multiple sectors and industries, over 35 portfolio companies and approximately AED 23.9 billion in total assets as at 30 June 2026. The Selling Shareholder has a presence across multiple business segments including infrastructure and real estate, building materials, services, healthcare / education, and financial investment. The Selling Shareholder’s shares were listed on the DFM in 2000.

Investment Risks

Investment in the Offer Shares involves a high degree of risk. Subscribers should carefully read the “Investment Risks” and “Important Notice” sections of the Prospectus to inform themselves about factors that should be considered before submitting a subscription application for the Offer Shares.

Supervision and Regulation

DIP Holding PLC is a public company limited by shares incorporated in the DIFC. The DIFC 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. 35 of 2004. As a company incorporated in the DIFC, and in accordance with UAE Federal Law No. 8 of 2004 the Financial Free Zones Law, the Company is not subject to UAE federal civil and commercial laws. In particular, and without limitation, the Company 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, the Company is governed by applicable laws and regulations in the DIFC including the Companies Regulations.

In accordance with the DIFC legal framework applicable to public companies such as DIP Holding PLC, its primary constitutional document is its Articles of Association. Apart from various matters governed by the Companies Regulations and other DIFC legislation, the principal corporate governance and disclosure and transparency rules applicable to the Company are set out in the Governance Rules as issued by the CMA (with which the Company has voluntarily decided to comply with), the provisions of the Chairman of Authority’s Board of Directors’ Decision no. 3 of 2000 concerning the regulations 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 DIFC Board of Directors and, in certain circumstances, the Registrar of Companies 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 DIFC 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 DIFC courts. Shareholders in DIFC companies may also directly seek injunctions from DIFC courts against acts in violation of the Companies Regulations or constitutional documents and can seek to recover damages for such violations from DIFC companies and their directors.

The DFM has the authority to apply the Governance Rules applicable to financial free zone companies such as DIP Holding PLC that list its securities on the DFM.

Investors should familiarize themselves with applicable DIFC laws and regulations as well as the Company’s Articles of Association annexed to this Prospectus.

Overview

DIP Holding PLC, a wholly-owned subsidiary of the Selling Shareholder, is the sole shareholder of Dubai Investments Park Development Company LLC (“DIPDC”), the operator of Dubai Investments Park, a leading infrastructure-like ground rent and services platform. Dubai Investments Park is an integrated and self-contained mixed-use “city-within-a-city”, created by over 25 years of commitment, located in Dubai on Sheikh Mohammed Bin Zayed Road in close proximity to Al Maktoum International Airport and Jebel Ali Port. The Group provides critical recurring services to the tenants of Dubai Investments Park across over 1,270 plots and four key zones: logistics, industrial, commercial, and residential. Dubai Investments Park is home to over approximately 1,000 tenants, approximately 5,700 subtenants, and over 150,000 residents as at the date of the Prospectus. Dubai Investments Park’s strategic location, infrastructure, services, and facilities have resulted in high demand from tenants, with an average occupancy rate for ground leases of approximately 98.0% between 2020 and 2025.

Primary activities of the Company:

- The activities of the Company are:
- Holding Company; and
  - Investment in Commercial Enterprises & Management.

Statement of Capital Development

The following table illustrates the Company’s ownership structure before and after completion of the Offering:

Before Offering:

| Name                   | Nationality / Country of Incorporation | Type of shares | Number of shares owned | Total value of shares owned* | Ownership proportion |
|------------------------|----------------------------------------|----------------|------------------------|------------------------------|----------------------|
| Dubai Investments PJSC | United Arab Emirates                   | Ordinary       | 8,676,216,500          | AED 1,735,243,300            | 100%                 |

*\*Based on a nominal value of AED 0.20 (twenty fils) each.*

After Offering

| Name                   | Nationality / Country of Incorporation | Type of shares | Number of shares owned | Total value of shares owned* | Ownership proportion |
|------------------------|----------------------------------------|----------------|------------------------|------------------------------|----------------------|
| Dubai Investments PJSC | United Arab Emirates                   | Ordinary       | 6,940,973,200          | AED 1,388,194,640            | 80%                  |
| Successful subscribers | Variable                               | Ordinary       | 1,735,243,300          | AED 347,048,660              | 20%                  |

*\*Based on a nominal value of AED 0.20 (twenty fils) each.*

The capital of the Company has been fixed at AED 1,735,243,300, divided into 8,676,216,500 (eight billion six hundred seventy six million two hundred sixteen thousand five hundred) Shares with a nominal value of AED 0.20 each. All Shares are equal in respect of all rights.

Upon the completion of the Offering, the Company’s paid-up share capital shall be AED 1,735,243,300, divided into 8,676,216,500 (eight billion six hundred seventy six million two hundred sixteen thousand five hundred) Shares with a nominal value of AED 0.20 per Share.

Assuming all of the Offer Shares are allocated and the Offer size is not increased, the Selling Shareholder will hold in aggregate 80% of the total share capital of the Company. The Company has presented its plan to the CMA for the Selling Shareholder to sell 20% of the total share capital of the Company. The Selling Shareholder reserves the right to amend the size of the Offering and size of any Tranche at any time prior to the end of the subscription period at its sole discretion, subject to the applicable laws of the UAE and after obtaining the approval of the CMA.

Board of Directors

The Board consists of 6 (six) Directors, all of whom are non-executive Directors and 3 (three) of whom are independent Directors, as set out below:

| Name                                    | Nationality          | Capacity                            |
|-----------------------------------------|----------------------|-------------------------------------|
| Khalid Jassim Mohd Bin Kalban           | United Arab Emirates | Non-executive Chairman              |
| Abdulaziz Bin Yagub Bin Yousef AlSerkal | United Arab Emirates | Non-executive Vice-Chairman         |
| Obaid Mohamed Ahmed Salim AlSalami      | United Arab Emirates | Non-executive Director              |
| Rashid Ahmad Mohamed Binfahad*          | United Arab Emirates | Independent, Non-executive Director |
| Humaid Tariq Humaid Matar AlTayer*      | United Arab Emirates | Independent, Non-executive Director |
| Sheikha Saif Darwish Ahmed AlKetbi*     | United Arab Emirates | Independent, Non-executive Director |

Notes:

- (\*) denotes that the Director is considered “independent” under the Governance Rules.
- The business address of each of the Directors is: IH-00-01-01-OF-01 Level 1, IH-00-01-CP-05, Dubai International Financial Centre, Dubai, United Arab Emirates.

Key Terms of the Offering

- Name of the Company:** DIP Holding PLC (Free Zone Company).
- Share capital:** The share capital of the Company as at the date of the Prospectus has been set at AED 1,735,243,300 divided into 8,676,216,500 Shares paid-in-full, with the nominal value of each Share being AED 0.20.

- Percentage, number and type of the Offer Shares:** 1,735,243,300 (one billion seven hundred thirty five million two hundred forty three thousand three hundred) 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 20% of the Company’s total issued share capital which is being offered for sale by the Selling Shareholder. All Shares are of the same class and carry equal voting rights, as well as equal rights and obligations.

The Selling Shareholder reserves the right to amend the size of the Offering and the size of any Tranche at any time prior to the end of the subscription period at its sole discretion, subject to the applicable laws of the UAE and after obtaining the approval of the Capital Market Authority in the UAE.

- Offer Price Range per Offer Share:** The Offer Price Range will be in UAE dirhams and will be announced on the same day and before the start of the Offer Period on 27 October 2026.
- Offer Period:** The subscription period for the First Tranche, the Second Tranche, the Third Tranche, and the Fourth Tranche will start on 27 October 2026 and will close on 3 November 2026.
- Subscription costs / Offering expenses:** All expenses of the Offering (including selling commissions and any discretionary fees) will be borne by the Selling Shareholder.
- Receiving Banks:**
  - Lead Receiving Bank:** Emirates NBD PJSC.
  - Receiving Banks:** Lead Receiving Bank, Abu Dhabi Commercial Bank PJSC, Abu Dhabi Islamic Bank PJSC, Dubai Islamic Bank PJSC, Emirates Islamic Bank PJSC, First Abu Dhabi Bank PJSC, and WIO.

- Eligibility of the qualified categories of Subscriber to apply for the acquisition of the Offer Shares:**

- First Tranche:** The First Tranche of the Offering will be open to First Tranche Subscribers as described on the cover page of the Prospectus and the “Definitions and Abbreviations” section of the Prospectus. All Subscribers in the First Tranche must hold a NIN with DFM and a bank account number. 5% (five per cent) of the Offer Shares, representing 86,762,165 (eighty six million seven hundred sixty two thousand one hundred sixty five) Shares are allocated to the First Tranche. Each Subscriber in the First Tranche will be guaranteed a minimum allocation of 2,000 Shares, provided that such allocation shall not exceed the number of Shares applied for by the relevant Subscriber. The Minimum Guaranteed Allocation is further subject to the aggregate number of Shares allocated pursuant to such minimum allocation not exceeding the total number of Shares available in the Tranche. The Selling Shareholder reserves the right to amend the size of the First Tranche at any time prior to the end of the subscription period at its sole discretion, after obtaining the approval of the CMA, provided that the subscription percentage of the Subscribers in the Second Tranche does not fall below 60% of the Offer Shares and the subscription percentage of the Subscribers in the First Tranche, the Third Tranche, and the Fourth Tranche does not exceed 40% of the Offer Shares in aggregate..

- Second Tranche:** The Second Tranche of the Offering will be open to Second Tranche Subscribers as described on the cover page of the Prospectus and the “Definitions and Abbreviations” section of the Prospectus. All Subscribers in the Second Tranche must hold a NIN with DFM. 92% (ninety two per cent) of the Offer Shares, representing 1,596,423,836 (one billion five hundred ninety six million four hundred twenty three thousand eight hundred thirty six) Shares are allocated to the Second Tranche. The Selling Shareholder reserves the right to amend the size of the Second Tranche at any time prior to the end of the subscription period at its sole discretion, after obtaining the approval of the CMA, provided that the subscription percentage of the Subscribers in the Second Tranche does not fall below 60% of the Offer Shares and the subscription percentage of the Subscribers in the First Tranche, the Third Tranche, and the Fourth Tranche does not exceed 40% of the Offer Shares in aggregate.

- **Third Tranche:** The Third Tranche of the Offering will be open to Third Tranche Subscribers as described on the cover page of the Prospectus and in the “Definitions and Abbreviations” section of the Prospectus. All Subscribers in the Third Tranche must hold a NIN with DFM and have a bank account. 1% (one per cent) of the Offer Shares, representing 17,352,433 (seventeen million three hundred fifty two thousand four hundred thirty three) shares are allocated to the Third Tranche. Each Subscriber in the Third Tranche will be guaranteed a minimum allocation of 5,000 Shares, provided that such allocation shall not exceed the number of Shares applied for by the relevant Subscriber. The Minimum Guaranteed Allocation is further subject to the aggregate number of Shares allocated pursuant to such minimum allocation not exceeding the total number of Shares available in the Tranche. The Selling Shareholder reserves the right to amend the size of the Third Tranche at any time prior to the end of the subscription period at its sole discretion, after obtaining the approval of the CMA, provided that the subscription percentage of the subscribers in the Second Tranche does not fall below 60% (sixty per cent) of the Offer Shares and the subscription percentage of the subscribers in the First Tranche, the Third Tranche, and the Fourth Tranche does not exceed 40% (forty percent) of the Offer Shares in aggregate.

- **Fourth Tranche:** The Fourth Tranche of the Offering will be open to Fourth Tranche Subscribers as described on the cover page of the Prospectus and in the “Definitions and Abbreviations” section of the Prospectus. All Subscribers in the Fourth Tranche must hold a NIN with DFM and have a bank account. 2% (two per cent) of the Offer Shares, representing 34,704,866 (thirty four million seven hundred and four thousand eight hundred sixty six) shares are allocated to the Fourth Tranche. Each Subscriber in the Fourth Tranche will be guaranteed a minimum allocation of 5,000 Shares, provided that such allocation shall not exceed the number of Shares applied for by the relevant Subscriber. The Minimum Guaranteed Allocation is further subject to the aggregate number of Shares allocated pursuant to such minimum allocation not exceeding the total number of Shares available in the Tranche. The Selling Shareholder reserves the right to amend the size of the Fourth Tranche at any time prior to the end of the subscription period at its sole discretion, after obtaining the approval of the CMA, provided that the subscription percentage of the subscribers in the Second Tranche does not fall below 60% (sixty per cent) of the Offer Shares and the subscription percentage of the subscribers in the First Tranche, the Third Tranche, and the Fourth Tranche does not exceed 40% (forty percent) of the Offer Shares in aggregate.

• **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 which apply to the Subscriber or by the laws of the jurisdiction to which the Subscriber is situated. It is the Subscriber’s responsibility to determine whether the Subscriber’s application for, and investment in, the Offer Shares conforms to the laws of the applicable jurisdiction(s).

Minimum subscription: 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). The minimum subscription for Offer Shares in the Third Tranche has been set at AED 5,000 (five thousand UAE dirhams) with any additional investment to be made in increments of at least AED 1,000 (one thousand UAE dirhams). The minimum subscription for Offer Shares in the Fourth Tranche has been set at AED 5,000 (five thousand UAE dirhams) with any additional investment to be made in increments of at least AED 1,000 (one thousand UAE dirhams).

• **Maximum Subscription: No maximum subscription in Offer Shares has been set.**

• **Subscription by the Selling Shareholder:**

The Selling Shareholder may not subscribe for Offer Shares, whether directly or indirectly, or through any of its subsidiaries.

• **Lock-up period:**

Pursuant to an underwriting agreement to be entered into between the Company, the Selling Shareholder and the Joint Bookrunners prior to the date of Listing (the “**Underwriting Agreement**”), the Shares held by the Selling Shareholder following Listing shall be subject to a lock-up which starts on the date of Listing and ends 180 days thereafter.

Shariah pronouncement issued in relation to the Offering does not extend in scope to the transactions listed above and the parties involved in any transactions that lead to a lock-up waiver request should undertake their own assessment as to whether such transactions are structured in a Shariah compliant manner.

• **Subscription Applications**

Each Subscriber in the First Tranche, the Third Tranche, and the Fourth 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 Lead Receiving Bank and the Lead Managers 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 any Receiving Bank together with the subscription amount during the Offer Period for the First Tranche, the Third Tranche, and the Fourth Tranche.

The completed subscription application should be clear and fully legible. If it is not, the Receiving Banks shall refuse to accept the subscription application from the Subscriber until the Subscriber 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 Receiving Banks’ 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 in which the subscription was made. Each subscription application shall be clearly signed or certified by the Subscriber or his or her representative.

**The Receiving Banks and the Lead Managers may reject subscription applications submitted by any Subscriber in the First Tranche, the Third Tranche, and the Fourth 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 subscribers 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, the Third Tranche, and the Fourth Tranche offers;
- 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 Banks 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 DFM 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 Lead Receiving Bank and the Lead Managers);
- 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, the Second Tranche, the Third Tranche, and the Fourth Tranche), nor is it permitted to apply in any of the Tranches more than once; any acceptance of such duplicate / multiple application(s) is solely at the discretion of the Lead Receiving Bank and the Lead Managers;
- If the Subscriber is a natural person and 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, the Second Tranche, the Third Tranche or the Fourth 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 CMA or the DFM; 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 Banks and the Lead Managers 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.

**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 nationals of any other country:**

- DFM NIN details;
- The original and a copy of a valid passport or Emirates ID; and

In case the signatory is different from the Subscriber:

- the duly notarized power 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 passport/Emirates ID of the Subscriber for verification of signature; or

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;
- The original and a copy of the passport/Emirates ID of the signatory; and
- DFM NIN details.

**Foreign corporate bodies:** the documents will differ according to the nature of the corporate body and its domicile. Accordingly, please consult with the Lead Managers to obtain the list of required documents.

**For individuals who are Dubai Investments PJSC Group Eligible Employees participating in the Third Tranche:**

- NIN details must be included in the Dubai Investments PJSC share register as of the Record Date;
- a subscription request must be submitted through one of the Receiving Bank’s applications;
- the original and a copy of a valid passport or Emirates ID.

**For individuals who are Dubai Investments PJSC Eligible Shareholders participating in the Fourth Tranche:**

- NIN details must be provided to the DFM through the available platforms;
- a subscription request must be submitted through one of the Receiving Bank’s applications;
- the original and a copy of a valid passport or Emirates ID.

In case the signatory is different from the Subscriber:

- the duly notarised power 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
- DFM NIN details.

**Electronic Subscription**

**DFM E-subscription**

The DFM provides the following ways to subscribe to IPOs:

- IPO Subscription platform: [www.dfm.ae/ipos](http://www.dfm.ae/ipos)
- The DFM mobile application
- The DFM iVESTOR application

All you need to start subscribing is an Investor Number (NIN), which can be obtained via DFM app or a broker, below are the payment methods available for subscriptions:

- iVESTOR Card
- Direct debit from the account through the Central Bank’s Direct Debit System (DDS)
- Bank transfer option

The Receiving Banks and securities brokerage firms may also have their own electronic channels (Online internet banking applications, mobile banking applications, ATMs, securities brokerage firms’ applications and subscription channels provided by DFM etc.) interfaced and integrated with the DFM IPO system.

By submitting the electronic subscription form the customer who is submitting the application is accepting the Offering Terms and Conditions on behalf of the Subscriber and is authorising the iVESTOR Card issuing bank and the Receiving Bank to pay the total subscription amount by debiting the amount from the respective iVESTOR Card or the bank account of the customer and transferring the same to the Offering account in favor of “DIP Holding – IPO” held at the Lead 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 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 earned profits 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 original application for subscription was submitted.

In the event any of the Subscribers do not comply with the Prospectus, especially in relation to the electronic subscription and iVESTOR Card or direct debit from the account (DDS), neither the DFM, the Company, the Board, the Lead Receiving Bank, the Receiving Banks nor the iVESTOR Card issuing bank shall, in any way, be liable for the use of the electronic subscription facility by the customer of the bank or the Subscriber, the debiting of the customer account of the Lead Receiving Bank, Receiving Banks, nor the debiting of the iVESTOR Card by the iVESTOR Card issuing bank, in respect of all and any losses or damages suffered, directly or indirectly as a result of the electronic subscription facility the iVESTOR Card, , or direct debit from the account (DDS).

**Emirates NBD PJSC E-Subscription**

Account holders with Emirates NBD Bank can subscribe via the bank’s online internet banking and mobile application channel as well as through ATMs. Eligible persons can access Emirates NBD Bank’s ATMs with their debit card, and online banking or mobile application using their relevant username and password (as is customary with these channels). This will be deemed sufficient for the purposes of identification and accordingly the supporting documentation in relation to application set out elsewhere in the Prospectus will not apply to electronic applications.

Subscribers without an Emirates NBD Bank account, who are either in the UAE or outside the UAE, can subscribe through the dedicated IPO website <https://IPO.EmiratesNBD.com> and pay through Online Banking via the UAE Central Bank Payment Gateway (“PGS”) or through UAE Central Bank Fund Transfer (“FTS”) or SWIFT.

In case of any issues or support, please contact the dedicated Emirates NBD Bank IPO team through our call center 800 ENBD IPO (800 3623 476).

ADCB E-Subscription

Process Steps:

- Step # 1 ADCB customers to visit the https://www.adcb.com/DIP and click IPO Subscription Link.  
Step # 2 Complete login authentication using UAE Pass or (Customer ID, Mobile Number and OTP).  
Step # 3 Enter NIN.  
Step # 4 Select Broker, Enter Subscription Amount, Select Account and Submit.

ADIB E-Subscription

ADIB’s electronic subscription channels, including online internet banking, are accessible via ADIB’s official website www.adib.ae and mobile banking app. These are duly interfaced with the DFM database and are only available to ADIB account holders.

ADIB account holders will access ADIB’s electronic subscription channels with their relevant username and password and this will be deemed to be sufficient for the purposes of fulfilling the identification requirements.

ADIB account holders complete the electronic application form relevant to their Tranche by providing all required details including an updated DFM NIN, an active ADIB account number, the amount they wish to subscribe for, and by selecting the designated brokerage account.  
By submitting the electronic subscription form, the ADIB account holder accepts the Offering terms and conditions, authorises ADIB to debit the amount from the respective ADIB account and to transfer the same to the IPO account in favour of the issuer account held at ADIB, as detailed in the subscription application.

ADIB account holders with a successful subscription automatically receive an acknowledgement of receipt by email and have to keep this receipt until they receive the allotment notice.  
In case of any issues or support, please contact ADIB call centre at +971 2 652 0878.

Dubai Islamic Bank IPO E-Subscription

DIB Customers can submit an application to subscribe through DIB’s official website.  
For any further queries kindly contact DIB on +971 4 609 2222 or visit the DIB website: www.dib.ae

Emirates Islamic Bank IPO E-Subscription

Account holders with Emirates Islamic Bank can subscribe via the bank’s mobile application channel as well as through ATMs. Eligible persons can access Emirates Islamic Bank’s ATMs with their debit card, and mobile application using their relevant username and password (as is customary with these channels). This will be deemed sufficient for the purposes of identification and accordingly the supporting documentation in relation to application set out elsewhere in the Prospectus will not apply to electronic applications.

E-subscription through the Emirates Islamic Bank PJSC - General Terms

By submitting the electronic subscription application, the customer is accepting the offering terms and conditions on behalf of the subscriber and authorise Emirates Islamic Bank PJSC to retrieve Investor details from DFM Market to submit the subscription application and 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 favour of “DIP Holding – IPO” held at the Emirates Islamic Bank PJSC.

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 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 returns thereon following the closing of the offer period shall be performed solely by, and processed through, the Receiving Banks in which the electronic subscription application was submitted.

In the event any of the Subscribers do not comply with the Prospectus, especially in relation to the electronic subscription, neither the DFM, the Selling Shareholder, the Company, the Board, Emirates Islamic Bank PJSC shall in anyway be liable for the use of the electronic subscription facility by the customer of the bank or the Subscriber, the debiting of the customer account of the Receiving Banks, in respect of all and any losses or damages suffered, directly or indirectly as a result of the electronic subscription facility.

FAB EIPO-Subscription

Access https://www.bankfab.com/en-ae/cib/iposubscription.  
Refer to the “How to subscribe page” and follow the instructions and submit subscriptions for the Public Tranche.

FAB Mobile Banking application (For FAB Client)  
If you need any support, please call FAB Call Centre No. 026161800.

Mbank E-Subscription

To subscribe through Mbank, download the Mbank UAE app on your mobile from the App store, Google Play or Huawei App Gallery. For instructions on the process of applying for the IPO through the app, visit https://www.mbank.ae/IPO and refer to the section “How to Subscribe” for a step-by-step guide.

Applications for Minors can also be applied through the app.  
Applicants can also issue NINs from the Mbank UAE app.  
Only UAE residents are eligible to submit subscription applications through Al Maryah Community Bank LLC.

In case of any inquiries or support needed, please contact the Mbank Customer Engagement Centre at 600 571 111.

WIO E-Subscription

Wio Bank’s digital IPO subscription allows customers to generate a NIN with DFM instantly and submit their IPO subscription requests. Eligible clients can obtain leverage on their IPO subscriptions.

Existing Wio Personal customers can visit the IPO section within the app and subscribe for active IPOs instantly. New customers can avail the service by first opening their Wio Personal account: downloading the Wio Personal app from the App Store or Google Play onto your mobile device and apply for an account in minutes. Once your application is approved, you can subscribe to active IPOs from within the app immediately.

Subscription applications through Wio Bank will only be accepted if they are made by UAE residents. For any queries or support, please refer to the FAQs under the IPO section in the Wio Personal app. Alternatively, please contact us on 600-500-946. To learn more, visit wio.io.

Important Dates

- Subscription amounts paid by way of cheque must be submitted by 01:00 p.m. on 31 October 2026.
- Subscription applications received through the UAE Central Bank Payment Gateway (“PGS”), FTS and SWIFT must be made before 01:00 p.m. on 2 November 2026.
- Subscription applications received through ATM, Internet Banking, Mobile Application & Website must be made before / by 01:00 p.m. on 3 November 2026.

Notice of Allocation

A notice to successful Subscribers in the First Tranche, the Third Tranche, and the Fourth Tranche will be sent by way of SMS initially confirming allocation of offered Shares to them. This will be followed by a notice setting out each Subscriber’s allocation of Offer Shares, which will be sent by registered mail or via e-mail to the registered address in the subscription application to each Subscriber.

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” section of the Prospectus to inform themselves about factors that should be considered before investing in the Offer Shares.

| Event                                                                                                                                                                                                                           | Date             |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|
| Offering commencement date                                                                                                                                                                                                      | 27 October 2026  |
| Closing Date of the First Tranche, the Third Tranche and the Fourth Tranche                                                                                                                                                     | 3 November 2026  |
| Closing Date of the Second Tranche                                                                                                                                                                                              | 3 November 2026  |
| Announcement of Final Offer Price                                                                                                                                                                                               | 4 November 2026  |
| Allocations for First Tranche, the Third Tranche and the Fourth Tranche                                                                                                                                                         | 10 November 2026 |
| SMS to successful subscribers and commencement of refunds of investment surplus and commencement of dispatch of registered mail relating to allotment of shares for the First Tranche, the Third Tranche and the Fourth Tranche | 10 November 2026 |
| Expected date of Listing the Shares on the Dubai Financial Market                                                                                                                                                               | 11 November 2026 |

The approval of the CMA has been obtained for publication of the Prospectus for the sale of the Offer Shares in a public subscription in the UAE (outside the DIFC and the ADGM). Other than in the DIFC, the Shares have not been registered with any other regulatory authority in any other jurisdiction.

The publication of the Arabic version of the Prospectus has been approved by the CMA on 16 October 2026

A copy of the offering document for the Second Tranche (in English only), referred to as the “**Second Tranche Document**”, which was not sighted or endorsed by the CMA, will be available at [ipo.dipark.com](https://ipo.dipark.com). No information contained in, or referred to in, the Second Tranche Document, forms part of, or is incorporated into the Prospectus.

**The Prospectus and the details of this IPO are also available on the following website:**

[ipo.dipark.com](https://ipo.dipark.com).

**The attention of Subscribers is drawn to the “Risk Factors” and “Important Notice” of the Prospectus, which should be carefully considered prior to submitting an application**

| NAME AND CONTACT DETAILS OF THE OFFER PARTICIPANTS                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name and Contact Details of the Offer Participants                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                             |
| LEAD MANAGERS                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                             |
| <b>Emirates NBD Capital LLC</b><br>1st Floor, Emirates NBD Head Office Building<br>Baniyas Road, Deira<br>P.O Box 2336<br>Dubai, United Arab Emirates<br>Tel: +971 4 201 2940                                                                                                                                                                  | <b>HSBC Bank Middle East Limited</b><br>HSBC Tower, Downtown Dubai<br>P.O. Box 66<br>Dubai, United Arab Emirates<br>Tel: +971 4 228 8007                                                                                                                                                    |
| <b>Abu Dhabi Commercial Bank PJSC</b><br>ADCB Head Office<br>Sheikh Zayed 1st Street<br>P.O. Box 939<br>Abu Dhabi, United Arab Emirates<br>Tel: +971 6 005 02030                                                                                                                                                                               | <b>EFG HERMES UAE LLC</b><br>Office 106, The Offices 3<br>One Central, DWTC<br>P.O. Box 112736<br>Dubai, United Arab Emirates<br>Tel: +971 4 3069449                                                                                                                                        |
| <b>Dubai Islamic Bank PJSC</b><br>DIB Head Office<br>Al Maktoum Street, Deira<br>P.O. Box 1080<br>Dubai, United Arab Emirates<br>Tel: +971 4 2953000                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                             |
| <b>LEAD RECEIVING BANK</b><br><b>Emirates NBD Bank PJSC</b><br>Headquarters, Baniyas Road, Deira<br>P.O Box 777<br>Dubai, United Arab Emirates<br>Tel: +971 4 316 0018                                                                                                                                                                         |                                                                                                                                                                                                                                                                                             |
| <b>RECEIVING BANKS</b><br>As per the list of banks attached in Annex 3 to the Prospectus.                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                             |
| <b>LISTING ADVISOR</b><br><b>Emirates NBD Capital LLC</b><br>1st Floor, Emirates NBD Head Office Building Baniyas Road, Deira<br>P.O Box 2336<br>Dubai, United Arab Emirates<br>Tel: +971 4 2012940                                                                                                                                            |                                                                                                                                                                                                                                                                                             |
| <b>Abu Dhabi Commercial Bank PJSC</b><br>ADCB Head Office<br>Sheikh Zayed 1st Street<br>P.O. Box 939<br>Abu Dhabi, United Arab Emirates<br>Tel: +971 6 005 02030                                                                                                                                                                               | <b>EFG HERMES UAE LLC</b><br>Office 106, The Offices 3<br>One Central, DWTC<br>P.O. Box 112736<br>Dubai, United Arab Emirates<br>Tel: +971 4 3069449                                                                                                                                        |
| IPO SUBSCRIPTION LEGAL COUNSEL                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                             |
| <b>Legal advisor to the Company as to English and U.S. law</b><br>White & Case LLP<br>ICD Brookfield Place – Level 8 Reception,<br>Al Mustaqbal St.<br>Dubai International Financial Centre<br>P.O. Box 9705<br>Dubai, United Arab Emirates                                                                                                    | <b>Legal advisor to the Company as to UAE and DIFC laws</b><br>IBRAHIM .N. PARTNERS<br>11th Floor, Sky Tower, Shams Abu Dhabi,<br>Al Reem Island<br>E-mail: <a href="mailto:Info@inp.legal">Info@inp.legal</a><br>P.O. Box 26942<br>Abu Dhabi, United Arab Emirates<br>Tel: +971 4 250 5099 |
| <b>Legal advisor to the Lead Managers as to English, U.S., and DIFC laws</b>                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                             |
| <b>Allen Overy Shearman Sterling LLP</b><br>11th Floor, Burj Daman Building<br>Al Mustaqbal Street PO Box 506678<br>Dubai, United Arab Emirates<br>Independent Auditor of the Company<br>KPMG Lower Gulf Limited<br>The Offices 5 at One Central, Level 4, Office No: 04.01<br>Sheikh Zayed Road, P.O. Box 3800<br>Dubai, United Arab Emirates |                                                                                                                                                                                                                                                                                             |
| <b>IPO Subscription Auditors</b><br>KPMG Lower Gulf Limited<br>The Offices 5 at One Central, Level 4, Office No: 04.01<br>Sheikh Zayed Road, P.O. Box 3800<br>Dubai, United Arab Emirates                                                                                                                                                      |                                                                                                                                                                                                                                                                                             |
| <b>Investor Relations</b><br>Mr. Mohammed Abdulaziz Alshamsi<br>Email: <a href="mailto:mohammed.alshamsi@dubaiinvestments.com">mohammed.alshamsi@dubaiinvestments.com</a><br>Tel: +9714 8122400<br>Address: P.O. Box: 28171<br>Dubai, United Arab Emirates                                                                                     |                                                                                                                                                                                                                                                                                             |
| The Prospectus is available on the website of the Company at <a href="https://ipo.dipark.com">ipo.dipark.com</a>                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                             |