

## Frequently Asked Questions on Capital Increase of Kuwait Projects Company (Holding) K.S.C.P.

1. **What is the percentage of share capital increase? How many shares will the Company offer for subscription?**  
The percentage of share capital increase represents 32.0% of the Issuer's existing issued share capital. The number of shares offered is 640,000,000 ordinary shares.
2. **What will be the Offer Price?**  
The Offering will have a price of 125 fils per Issue Share (reflecting the nominal value of 100 fils per Issue Share and the issuance premium of 25 fils per Issue Share.)
3. **Who are the eligible subscribers?**  
Eligible subscribers are the Eligible Shareholders and the Pre-Emption Rights Holders.
4. **Who are the eligible shareholders?**  
Shareholders eligible to subscribe for Issue Shares through Rights Issue are registered holders of Existing Shares recorded in the Company's shareholder register with the Kuwait Clearing Company K.S.C. ("Clearing Agent and Depository") at the close of trading on Boursa Kuwait on Sunday, 31 October 2021 (the "Record Date"). For clarity sake, any trade of the Company's shares prior to the Record Date, but which have not completed the trade settlement process of Boursa Kuwait as of the Record Date, and as a result have not yet been registered on the Company's shareholder registry, will not be considered in determining the eligible shareholders of Company's shareholder register as of the Record Date.
5. **How many shares can be subscribed to during the Subscription period?**  
Subscribers who apply for Issue Shares and submit the Subscription Application Form to the Clearing and Depository Agent prior to the end of the Subscription Period will be entitled to 327 Issue Shares for every 1,000 Existing Shares that they hold as on the Record Date, after taking the treasury shares held by the Issuer into consideration. If the Subscribers have not fully subscribed to their entitlement to the Issue Shares, such unsubscribed Issue Shares will be allocated to those Subscribers who applied for more than their entitlement to the Issue Shares.
6. **Can an eligible shareholder subscribe for more than the amount entitled to them?**  
Yes. Each Subscriber is entitled to subscribe to any number of shares, but the Right Issue is limited to 327 Issue Shares for every 1,000 shares Existing Shares held in the Issuer by the Eligible Shareholders as at the Record Date. If the Subscribers have not fully subscribed to their entitlement to the Issue Shares, such unsubscribed Issue Shares will be allocated to those Subscribers who applied for more than their entitlement to the Issue Shares. If the aggregate number of the Additional Issue Shares exceeds the number of available unsubscribed Issue Shares, such shares will be allocated to those Subscribers applying for such Additional Issue Shares pro rata to their subscription for the Additional Issue Shares.
7. **What is the Subscription Procedure? How to subscribe and pay for the subscription amount?**  
Subscribers may subscribe in the Issue Shares via one of the following two methods:
  - First: Subscription through the Subscription Website for individual subscribers only:**  
The Subscription Website allows subscription in the Offering for individual subscribers only, whereby Payment shall be made by K-NET service. The Subscriber shall:
    1. Login to the website via the link: <https://www.ipo.com.kw>
    2. Register the civil ID number, thereafter the system shall verify whether the subscriber is eligible to the subscription or not.
    3. Record the number of shares to be subscribed for.
    4. Be transferred to the payment portal via the K-NET service, where the Subscriber can pay from their own account up to the limit allowed by the Subscriber's bank which issued their K-net card (no other person may pay on behalf of the Subscriber except in the cases provided for under law "Required documents shall be reviewed when submitting the subscription application". The Subscriber shall bear all legal consequences in case of violation).
  - Second: Subscription through referral to the Kuwait Clearing Company office for individual subscribers who wish to subscribe in more than 80,000 (Eighty Thousand) shares or corporate subscribers:**
    1. Login to the Subscription Website via the link: <https://www.ipo.com.kw>
    2. In the event that the Subscriber is an individual, the Subscriber shall register the civil ID number; the system to verify whether the Subscriber is eligible to subscribe or not.

3. In the event that the Subscriber is a corporate entity, the Subscriber shall register the commercial registration number; the system shall verify whether the Subscriber is eligible to subscribe or not.
4. Record the number of shares to be subscribed for
5. The Subscriber shall print the subscription form
6. The Subscriber shall visit his/her/its own bank and submit a copy of the Subscription Document printed from the above link and transfer the amount required to the Bank Account (non-interest bearing) by way of electronic funds transfer (net amount without any charges by the transferring bank and the receiving Bank) stated below:

Name of the Bank	: Burgan Bank
Account number	: 6015378046
IBAN	: KW53 BRGN 0000 0000 0000 6015 3780 46
SWIFT	: BRGNKWKW
Beneficiary	: KIPCO – Capital Increase
Reference/Narration	: KIPCO Capital Increase + Shareholder Trading ID + Shareholder Contact Number

7. The Subscriber shall get an original deposit voucher of the amount transferred from his own bank and then refer to the Clearing and Depository Agent to complete the remaining procedures.
8. The Subscriber shall go to the headquarters of the Clearing and Depository Agent located at the Arabian Gulf Street, Ahmad Tower, the Fifth floor to submit the documents listed in the «Documents Required when Submitting Subscription Application» in the Prospectus during normal working hours Sunday through Thursday and fill in the Subscription Application form.
9. The Clearing and Depository Agent shall provide the Subscriber with a deposit receipt of the Subscription.

Failure of any Subscriber to submit a duly completed Subscription Application Form (together with all applicable supporting documentation thereto) at the offices of Kuwait Clearing Company, after the transfer or deposit of the subscription monies (the "Subscription Monies") as required in the Prospectus, shall render the Subscription Application Form of a Subscriber null and void. Subscription Monies shall not be accepted in cash.

**8. What documents should be attached with the subscription application?**

The Subscription Application must be accompanied by the following documents, as applicable. Staff at the offices of the Clearing and Depository Agent (Kuwait Clearing Company) will match the copies with the originals and return the originals to the subscriber:

Individual subscribers:

1. Original and copy of the personal civil identification card;
2. Original and copy of the passport for citizens of GCC states;
3. Original and copy of special legal proxy for subscribing for shares (for proxy subscribers);
4. Original and copy of Certificate of Guardianship for orphans;
5. Original and copy of Certificate of Guardianship for minors; or
6. Original and copy of a Limitation of Succession Deed for heirs.

Corporate subscribers:

1. Original and copy of Commercial Registration Certificate;
2. Original and copy of the Authorized Signatories Certificate or the Extract of the Commercial Register;
3. Original and copy of the personal identification card of the authorized signatory;
4. Original and copy of the specimen signature for the authorized signatory issued by the Public Authority of Manpower or attested by the Chamber of Commerce and Industry; and
5. Letter issued by the authorized signatory on behalf of the entity authorizing the subscription.

Non-Kuwaiti subscribers:

Non-Kuwaiti subscribers (whether corporates or individuals (as applicable)) are required to provide the equivalent of the aforementioned documentation as issued by their jurisdictional authorities if they do not have Kuwait issued documentation as highlighted further above.

Cash will not be accepted. The Subscription Monies must be paid in full upon submitting the Subscription Application Form at the office of the Clearing and Depository Agent according to the subscription method through the Clearing and Depository Agent office mentioned above. Subscription amounts will be deposited in full in the Issuer's non-interest-bearing bank account designated by the Issuer. The Subscribers must ensure that the bank debit or the bank transfer has been processed from their respective bank account and that Issuer's designated subscription account has been credited with the appropriate amount at the time of the submission of the Subscription Application Form to the Clearing and Depository Agent.

Without prejudice to the other grounds of rejection of the Subscription Application Forms, the Clearing and Depository Agent and the Company shall have the right to reject the Subscription Application Form in the event the Subscription Monies are not received in the subscription account at the time of submission of the Subscription in Kamco Investment Company (“Subscription Agent”)

**9. In case no shares have been allocated for me or the allocation is less than the amount paid to the bank, how will the paid amounts be refunded?**

The Subscription Monies and the excess offering monies and amounts paid by declined applications (if any) will be refunded without any interests, fees or deductions within five (5) working days from the announcement of the allocation results by means of a bank transfer to the designated account stated in the subscription application.

In the event of a cancellation of the Offering or a part thereof, the Issuer shall deposit any Subscription Monies in a non-interest-bearing account with the Company until the repayment of such amount has been authorized by the Ministry of Commerce and Industry.

**10. What is the period for subscription?**

The Subscription Period will commence at 10:00 am on Monday 01 November 2021 during normal business hours Sunday through Thursday and shall close on Sunday 21 November 2021 at 1:00 pm Kuwait local time.

**11. What is the period for trading the pre-emption rights?**

Commences on Monday 01 November 2021 and ends on Sunday, 14 November 2021 (inclusive)

**12. When will the share allocation be completed?**

The Issuer shall announce the final allocation not later than 5 business days (which is a day other than a Friday or a Saturday which is not a public holiday and on which the banks are open for business in Kuwait).

**13. What are the voting rights of the issue shares?**

The Company’s shares are of one class i.e. ordinary shares. Each share entitles the holder to one vote, and the Shareholder has the right to attend and vote at the General Assembly Meetings. No shareholder has any preferential voting right.

**14. Will the issue shares be entitled to dividends?**

The shareholder of the Issued Shares will be entitled to receive any dividends declared by the Company in future (same as the current issued shares).

**15. What is the minimum limit for subscription?**

The minimum limit is 1 (One) share, no share fractions will be accepted.

**16. Will the subscriber be charged with the subscription expenses?**

The subscriber will not be charged with any expenses. The Issuer shall be responsible for all costs relating to the Offering which includes Offering Management fees, marketing expenses, printing and distribution expenses.

**17. What are the options available to eligible shareholders?**

Subscribers may resort to the following actions:

- Subscribers may exercise their Preemption Rights in whole or in part to the Issue Shares.
- Subscribers may exercise their Preemption Rights to subscribe to the Issue Shares and to subscribe to additional Issue Shares.
- Subscribers may trade in all or part of the Preemption Rights by sale and/or purchase during the Subscription Period and until prior to the closing of the Subscription Period by at least 5 Business Days in accordance with the relevant rules applied by Bursa Kuwait.
- Subscribers may assign, without consideration, their Preemption Rights in the Issue Shares (and their subscription in additional Issue Shares, as the case may be) or in part thereof according to the set assignment process, during the Subscription Period and until prior to the closing of the Subscription Period by at least 5 Business Days and any such assignment shall be processed in accordance with the relevant rules applied by Bursa Kuwait and the Kuwait Clearing Company, or
- Subscribers may refrain from resorting to any of the previous options, whether by assignment or by trading of the Preemption rights in the Issue Shares and may leave the right to subscribe in the unsubscribed shares to the rest of the Eligible Shareholders.

In all cases, the person who disposed of the Preemption Rights whether by trading in all or in part of it or by assignment without consideration in the manner previously mentioned is not entitled to subscribe to these rights, and their subscription in these disposed rights is considered null. However, the person to whom these rights have been disposed may subscribe to the number of Issue Shares as allocated for these rights and is also entitled to dispose of them in the manner prescribed in the applicable rules in force at the CMA, Bursa Kuwait and the Kuwait Clearing Company until at least five Business Days prior to the closing of the Subscription Period.

**18. Can a subscriber withdraw from subscription after paying shares price?**

Withdrawal of the Subscription Application Form after submission is not permitted, as it represents a legally binding agreement between the Subscriber and the Issuer.

19. **Are there any restrictions on selling the shares issued after being allocated?**

The issued shares will be listed on Boursa Kuwait for trading without any restrictions exactly the same as the current issued shares.

20. **Will the issue shares be listed? How will I receive the shares allocated for me?**

After closing the Subscription Period, finalizing the allocation of the Issue Shares, and completion of all the necessary regulatory procedures, a statement of Issue Shares will be issued, and the Issue Shares will be listed on Boursa Kuwait and will be traded without any restrictions exactly the same as the current issued shares.

21. **In the event that the subscriber is facing issues in paying the subscription amount through K-net card, how can such be resolved?**

The subscriber should contact the bank which issued their K-net card in order to check the payment limit through the K-net card and request the bank to increase such limit.