

OQ Exploration and Production SAOG (under transformation)

P.O. Box 200, Postal Code 102, Knowledge Oasis Muscat, Sultanate of Oman

Initial Public Offering of 2,000,000,000 Offer Shares

Category I Subscription Price Range: Bzs 370 to Bzs 390 per Offer Share

Category II Subscription Price: For Omani Individuals at a Discounted Maximum Price of Bzs 351 per Offer Share, calculated as the Maximum Price of Bzs 390 less a discount of 10 per cent.

Category II Subscription Price for Non-Omani Individuals at a Maximum Price of Bzs 390 per Offer Share

Category I Offer Period: 30 September 2024 to 10 October 2024

Category II Offer Period: 30 September 2024 to 9 October 2024

P.O. Box 10, Postal Code 133, Dana House, Al Khuwair, Muscat, Sultanate of Oman

This summary has been extracted from the unofficial translation of the original Prospectus prepared in Arabic and approved by the FSA in accordance with Administrative Decision No. KH/54/2024 dated 22 September 2024. This does not constitute an offer to sell or an invitation by or on behalf of the Issuer to subscribe to any of the Shares in any jurisdiction outside of Oman where such distribution is, or may be, unlawful.

OQ Exploration and Production SAOG (under transformation) Commercial registration number Date of registration Registered office P.O. Box 200, Postal Code 102 Knowledge Oasis Muscat KOM/Al Seeb/Muscat Governoration Principal place of business/headquarters Duration Commences on 1 January and ends on 31 December each year Financial Year ssued share capita OMR 80,000,000 divided into 8,000,000,000 Shares with a nomin alue of Bzs 10 per Share Issue Manager ational Bank SAO Joint Global Coordinators Sohar International Bank SAOG P.O. Box 44, Postal Code 114, Ruwi, Muscat, Sultanate of Oman Oman Investment Bank SAOC

General Information on the Offer and the Company

Articles of Association
The principal objectives for which the Company is established are: the extraction of crude petroleum; the extraction of natural gas; the drilling of oil and natural gas wells; service activities incidental to the extraction of petroleum and natural gas (excluding surveying); exploration and prospecting activities for oil or gas fields; electric power generation; desaination of water; sewage treatment; the disposal of hazardous industrial waste; the treatment and disposal of hazardous waste; the disposal of industrial waste; and the mobilisation of private gas stations (Diesel).

A copy of the Memorandum and Articles is available for perusal at the registered office of the Company during business hours on any Comp husiness day.

And two international banks.

urs on any Oman business day Shareholding

Name of Shareholder	Number of Shares (nominal value of Bzs 10) Held	% of Issued Share Capital
OQ SAOC	8,000,000,000	100 %
Brief profile of the Salling Shareholder		

OQ SAOC OQ was established in 1996 to pursue investment opportunities in the energy sector both inside and outside Oman. OQ

er with its wholly-owned subsidiaries, the **"OQ Group"**) is wholly owned by the Government through th ent Authority. The OQ Group is Oman's leading integrated energy group managing and developing inve (together with its wholly-ov across the energy value chair The OQ Group's core businesses operate in three principal integrated business streams: (i) upstream, comprising oil and gr

exploration, development and production through the Company, and gas transportation throughout Oman through OGSN: (ii) commercial and downstream, comprising oil refining and the manufacture of a range of petrochemicals, the manufacture of a range of specialty chemical products, petrochemicals products, the adding operations relating to crude oil, refined products, petrochemical products, LNG and dry bulk (principally petroleum coke, sulphur and urea and retail and commercial fuel and related product distribution), principally in Oman; and (iii) alternative energy, which focuses on the development of green hydrogen and clean energy assets to support Oman's objective to achieve carbon neutrality by 2050.

Anchor Investors

The Company has received irrevocable commitments from the Anchor Investors, subject to the terms and conditions contained within the Anchor Investment Agreements, to subscribe to the Offer at the Maximum Price. The following table provides details regarding such subscriptions:

Name of Anchor Investor	Number of Offer Shares Subscribed		
Social Protection Fund	160,208,062	62,481,144	8.01%
Al-Hosn Investment Company SAOC	120,156,047	46,860,858	6.01%
Mars Development and Investment LLC	52,015,605	20,286,086	2.60%
Salim & Partners LLC	26,007,802	10,143,043	1.30%
Bank Dhofar SAOC	20,806,242	8,114,434	1.04%
Oman National Investments Development Company SAOC	20,806,242	8,114,434	1.04%
Total	400,000,000	156,000,000	20%

The Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and production company and its only wholly-Government of the Company is Oman's largest pure-play oil and gas exploration and gas e owned upstream oil and gas operator. It currently ranks among the top three oil and gas producers and is also one of the largest holders of oil and gas reserves in Oman. The Company, founded in 2009, is a wholly owned subsidiary of OQ, Oman's flagship energy company, and is one of its core assets, with its Adjusted EBITDA1 accounting for approximately 40 per cent. of OQ's adjusted EBITDA in 2023.

Since 2009, the Company has witnessed significant growth, expanding its average daily production nearly 14 times averaging 249 kboeld on a working interest basis by 2023. Its total production in 2023 constituted approximately 14 pc cent of Omaris total oil, gas and condensate production for that year. As at 30 June 2024, based on Company estimates, had 2P working interest reserves of approximately 0.974 bboe and 2C working interest contingent resources of 820 mmbo The Company benefits from Oman's fundamental advantages, including: (i) its strategic location in a prolific hydrocarbor province with direct access to global shipping routes and logistics hubs; (ii) its well-developed oil and gas sector, which is a major driver of macro-economic fundamentals and a significant contributor to Oman's GDP, (iii) a stable and highly prospective oil and gas operating environment which has attracted many international investors; (iv) the Government's encouragement of investment in gas-intensive industries to support economic diversification and hydrocarbon value optimisation across several industrial cities and zones; (v) an established and competitive regulatory and fiscal framework for the hydrocarbon sector, and (vi) its stable currency, with the Omani Rial having been pegged to the U.S. Dollar since 1973. The Company has benefited from being the only entity since 2009 assigned or nominated by the Government to exercise its participation rights in oil and gas developments in Oman when a DOC is made by the incumbent explorer and holder of an oil and gas contract area in the country.

The Company has also been supported and strategically positioned by the Government as a participant in several key oi and gas projects. These range from the development of new major oil and gas discoveries, the renewal or extension of ar international oil and gas company's development and production license of a legacy contract area, to the redevelopment of small peripheral fields or the deployment of technology at scale to enhance production and maximise the recovery of

The Company has a high-quality portfolio of 14 upstream oil and gas assets in Oman (excluding those assets that it is relinquishing or otherwise exiting). These assets range from those in the development and production phase to others being appraised for commerciality or undergoing exploration programmes. Some assets are operated by the Company, while in others, the Company is a participant/non-operator alongside one or more joint venture partners.

Investing in and holding the Shares involves financial risk. Prospective investors in the Shares should carefully review all of the information contained in this Prospectus and should pay particular attention to the following risks associated with an investment in the Company and the Shares, that should be considered together with all other information contained in this Prospectus. If one or more of the following risks were to arise, the Company's business, financial condition, results of operations and prospects or the price of the Shares could be materially and adversely affected, and investors could lose all or part of their investment. The risks set out below may not be exhaustive and do not necessarily include all of the risks associated with an investment in the Company and the Shares. Additional risks and uncertainties not currently known to the Company or which the Company currently deems immaterial may arise or become material in the future and may have a material adverse effect on the Company's business, financial condition, results of operations and prospects, prospects or the origine of the Shares. or the price of the Share

in and holding the Shares involves financial risk. Prospective investors in the Shares should carefully review a

Board of Directors

S/N Name

The current board was elected by the saming shareholder at the constitutive general meeting grown lead of 18 July 224 and its members' term of office will remain in force for a period of three years and until the third AGM, which follows this date. In the event that the date on which the third AGM is held is more than three years following the date on which the current Board was elected, then the term of the Board shall be extended up to the date of the relevant AGM.

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1	Ashraf Al Mamari	Chairman	Non-Independent
2	Abdulwahhab Al Hinai	Deputy Chairman	Non-Independent
3	Dr. Sulaiman Al Toubi	Member	Independent
4	Aflah Al Lawati	Member	Non-Independent
5	Al Waleed Al Shukaili	Member	Independent

The current composition of the Management is as follow

Chief Executive Officer	
Chief Financial Officer	
Chief Executive - Commercial	
Chief Operations Officer	
Chief Executive for People, Technology and Culture	
General Counsel	
Vice President of Joint Ventures	

Subscription Conditions and Procedures Based on the Price Range, this Offer is being offered to Category I Applicants through a bookbuild offering (as described in

more detail in the Prospectus) and to Category II Applicants who are Non-Omani Individuals at the Maximum Price and to Category II Applicants who are Omani Individuals at the Discounted Maximum Price. The Offer Price is the final price at which Offer Shares will be issued and allotted pursuant to the terms of this Prospectus. The Offer Price will be decided by the Selling Shareholder in consultation with the Joint Global Coordinators and the FSA on the Pricing Date.The Category II Offer process will be conducted through the E-IPO Mechanism as described in the Prospectus

	Category I Offer (For Non-Individual Applicants)	Anchor Investors	Category II Offer (small retail) (For Individual Applicants)	Category II Offer (large retail) (For Individual Applicants)
Offer Size	800,000,000 Offer Shares	400,000,000 Offer Shares	400,000,000 Offer Shares	400,000,000 Offer Shares
Percentage of Offer Size	40%	20%	20%	20%
Basis of Allotment	Proportionate. See section "Basis of Allotment" for more details	Allotment confirmed by the Selling Shareholder before the commencement of the Offer Subscription. Some "Chapter XV—Subscription and Sale" for more details.	Proportionate See section Basis of Allotment' for more details. The FSA may decide that a minimum number of Category II applicants be distributed equally armog Category II Applicants (small retail and the remaining Category and Category II applicants (small retail and the remaining Category II applicants (small retail and the remaining Category II applicants) and the second category II applicants (small retail and the remaining Category II applicants) and the second category II applicants (small and the second category III applicants) and the second category II applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category III applicants (small and the second category III applicants) and the second category (small and the secon	Proportionate. See section 'Basis of Allotment' for more details. Category II Applicants large retail) Offer Shares shall be allocated or a pro-rata basis.
Minimum Subscription	100,000 Offer Shares and thereafter in multiples of 100 Offer Shares	N/A	500 Offer Shares and thereafter in multiples of 100 Offer Shares	28,600 Offer Shares and thereafter in multiples of 100 Offer Shares
Maximum Subscription	No maximum subscription size	400,000,000 Offer Shares (20% of the Offer Size)	28,500 Offer Shares	No maximum subscription size
Terms of Payment	Applicant must make payment to the designated bank account of one of the Joint Global Coordinators or one of the Collection Agents and the Joint Global Coordinators and Collection Agents and the Joint Global Coordinators and Collection Agents will transfer the subscription amount due against the Offer Shares allotted, at least one Oman business day prior to the Settlement Date to the designated bank account of the Issue Manager, For Category I Applicants placing orders through the Joint Global Coordinators, see section Terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on terms of Payment for Category I Offer for details on the Payment for Category I Offer for details on the Payment for Category I Offer for details on the Payment for Category I Offer for Offer f	Anchor Investors must make payment to the designated bank account of the Collection Agents and the Collection Agents will transfer the subscription amount due against the Offer Shares allotted, at least one Oman business day prior to the Settlement Date to the designated bank account of the Issue Manager.	100% of the Category II (small reali) Application Money to be paid at the time of submission of the Application	100% of the Category II Application (large retail) Money to be paid at the time of submission of the Application
Offer Subscription Period	30 September 2024 to 10 October 2024	N/A	30 September 2024 to 9 October 2024	30 September 2024 to 9 October 2024

additional details on the circumstances under which the allocations between Category I Applicants and Category II licants could change, see "—Basis of Allotment" in the Prospectus.

 $\hbox{\bf Eligibility for the Subscription of Category I Offer Shares} \\ \hbox{\bf The Category I Offer will be open in Oman to Category I Applicants only who have their accounts with MCD.}$

Eligibility for the Subscription of Category II Offer Shares
The Category II Offer will be open in Oman to Omani Individual Applicants and Non-Omani Individual Applicants (individuals) who have their accounts with MCD.

The Applicants need to consider the Minimum Subscription and Maximum Subscription applicable to them when making Application. No Applicant may be allotted more than 10 per cent. of the Offer (200,000,000 Offer Shares) without the approof the FSA. Prohibitions with Regard to the Applications for Subscription

The following persons shall not be permitted to subscribe to the Offer:
(i) Sole proprietorship establishments – The owners of sole proprietorship establishments may only submit Applications in

Trust accounts - Applicants registered under trust accounts may only submit Applications in their personal names (except

Multiple Applications – An Applicant may not submit more than one Application (iv) Joint Applications - Applicants may not submit applications in the name of more than one individual (including on behalf of

Related parties – The related parties of the Company cannot participate in the Category I Offer except where such relationship is due to common shareholding or control exercised by units of the administrative apparatus of the Government or their primary activity is investment related.

Any Applications not complying with the above criteria may be rejected without contacting the relevant prospective investor, although Applications by trust accounts may be accepted in the Offer, at the discretion of the Joint Global Coordinators or the Collection Agents (as applicable), if they are satisfied that none of the underlying subscribers applying through such trust accounts have also applied using their individual names or their sole proprietorship establishments. The John Global Coordinators or Collection Agents (as applicable) may reject such Application if they become aware that there are multiple applications from such investors applying through trust accounts.

The acceptance by the Joint Global Coordinators or Collection Agent(s) (as applicable) of Applications made by trust accounts will require issuance of an undertaking signed by the concerned investor providing further details of the underlying investors/beneficiaries on whose behalf the Application has been made. The Joint Global Coordinators or Collection Agents (as applicable) will clearly communicate to each investor that in case of multiple Applications through a trust account and its underlying investor(s) in their own names or their sole proprietorship establishment's name, all Applications may be rejected at the discretion of the Joint Global Coordinators or Collection Agents) (as applicable).

Subscription on Behalf of Minor Children (for Category II Offer) For the purpose of this Offer, any person under 18 years of age on the date of submission of an Application will be defined

Only a father may subscribe on behalf of his minor children

If an Application is made on behalf of a minor by any person other than the minor's father, the person submitting the Application will be required to attach a valid Sharia (Legal) Power of Attorney issued by the competent authorities in Oman authorising him or her to deal in the funds of the minor through sale, purchase and investment. Applicant's Number with MCD

nt who subscribes for the Offer Shares must have an account and Inv may apply to obtain an Investor Number and open an account by completing the "MCD Application". This me MCD's Head Office or its website at www.mcd.om, or from brokerage companies licensed by the FSA.

y I Offer Period will commence on 30 September 2024 and end on 10 October 2024. The Category II Offer Period ce on 30 September 2024 and end on 9 October 2024. **CATEGORY I OFFER**

per cent, of Offer Shares (i.e. 800,000,000,000 Offer Shares) shall be reserved for subscription by Category I Applicants

Subscription and Application Process for Category I Applicants
Category I Applicants may place Applications with any of the Joint Global Coordinators, or with any of the Collection Agents during official banking hours prior to or on the Category I Offer Closing Date. Applications, once submitted, are binding and can only be modified once by submitting an Application Revision Form for a higher quantity of Shares, a higher price or both, on or before the Category I Offer Closing Date. Applications shall contain a maximum of three price and quantity combinations (bids). the highest Bid Amount from all the bids in the Application for Category I Offer. Each Col verifying if the Application complies with the instructions set out in the Prospectus.

Minimum and Maximum Limit of Subscription

For Category I Applicants
The minimum subscription is 100,000 Offer Shares and there is no maximum limit on the number of Offer Shares that may be subscribed pursuant to an Application for Category I Applicants. No Applicant may be allotted more than 10 per cent. of the Offer (200,000,000 Offer Shares) except with the approval of the FSA.

For Anchor Investors
There is no minimum subscription requirement, while maximum number of Offer Shares that may be subscribed by Anchor Investors in aggregate is equivalent to 20 per cent. of the Offer, (i.e., equivalent to 400,000,000 Offer Shares). No Anchor Investor may subscribe for more than 400,000,000 Offer Shares.

For Category II Applicants

For Category II Applicants (Small Retail) The minimum subscription is 500 Offer Shares and the maximum limit on number of Offer Shares that may be subscribed pursuant to an Application for Category II Applicants (small retail) is equivalent to no more than 28,500 Offer Shares.

e minimum subscription is 28,600 Offer Shares and is there is no maximum limit on the number of Offer Shares that may be subscribed pursuant to an Application for Category II Applicants (large retail). No Applicant may be allotted more than 10 per cent. of the Offer (200,000,000 Offer Shares) except with the approval of the

inge has been fixed at Bzs 370 to Bzs 390 per Share, with Bzs 370 being the minimum price and Bzs 390 being

the maximum price.

Subscription and Application Process for Category I Applicants

Category I Applicants may place Applications with any of the Joint Global Coordinators, or with any of the Collection Agents during official banking hours prior to or on the Category I Offer Closing Date. Applications, once submitted, are binding and can only be modified once by submitting an Application Revision Form for a higher quantity of Shares, a higher price or both, on or before the Category I Offer Closing Date.

Applications shall contain a maximum of three price and quantity combinations (bids). Category I Application Money means the highest Bid Amount from all the bids in the Application for Category I Offer. Each Collection Agent shall be responsible for verifying if the Application complies with the instructions set out in this Prospectus.

Payment for the Offer Shares subscribed for by Category I Applicants shall be made in Omani Rials. Category I Applicants will be required to make full payment for the Offer Shares allotted to them to the designated bank account of one of the Joint Global Coordinators or Collection Agents will transfer the

Global Coordinators or one of the Collection Agents, and the Joint Global Coordinators or Collection Agents will transfer the sousar Coordinators or one of the Collection Agents, and the Joint Global Coordinators or Collection Agents will transfer the subscription proceeds, at least one Oman business day prior to the Settlement Date to the designated bank account of the Issue Manager in accordance with the provisions of "Terms of Payment for Category I Applicants".

All Applicants placing orders through the Joint Global Coordinators would be required to fund the designated bank account of one of the Joint Global Coordinators at least two Oman business days prior to the Settlement Date.

In the event of a failure to make timely payment, Category I Applicants may incur significant charges and/or enforcement action against them.

Price Discovery and Determination of Offer Price and Allocation

After the Category I Offer Closing Date, and once all Applications have been submitted to the Issue Manager by the Joint Global Coordinators and Collection Agents, the Selling Shareholder in consultation with the Joint Global Coordinators will determine the Offer Price, which will be within the Price Range

the Offer Price, which will be within the Price Range.

The allocation of Offer Shares to Category I Applicants shall be completed on a pro-rata basis relative to the Applicant's application bid amount.

If there is undersubscription in the Category II Offer (such that it comprises less than 40 per cent. of the Offer) and provided that there is oversubscription in the Category I Offer, the Selling Shareholder will make any unsubscribed Offer Shares of the Category II Offer available for allocation to the Category I Applicants.

If the Category I Applicants do not take up all of such unsubscribed Offer Shares, the Issue Manager shall complete a second round of bookbuilding within 15 days from the end of the Category I Offer period in which the Price Range must be lowered by the Company considering the amounts of bids received at the lower price, as compared to the Offer size. In case the Offer size is not subscribed fully even in the second round, the Offer will be considered as failed and the Company must withdraw the Offer and file a fresh application if it desires to pursue the Offer again.

Offer and file a fresh application if it desires to pursue the Offer again. Immediately after receiving FSA approval of the proposed allotment, (i) the Offer Price will be announced by the Company on the MSX and (ii) the Issue Manager will send the investor allocation details to the MCD and the Joint Global Coordinators. The Joint Global Coordinators will notify Category I Applicants of their allocations.

Terms of Payment for Category I Offer

w account entitled the "OQ E&P IPO Issue Manager" account for the collection of the ow account entitled the "OQ E&P IPO Issue Manager" account to receive the subscript The Issue Manager will open an e

proceeds from the Collection Agents at least one Orman business day prior to the Settlement Date The subscription managed by the Issue Manager for the Category I Offer After deduction of all applicable fees and VAT determined until that date, the Issue Manager for the Category I Offer will transfer the net proceeds in such account to the escrow account of the MCD on the Settlement Date.

Each Category I Applicant shall be required to make full payment for the Offer Shares allotted to them to the designated bank account of one of the Joint Global Coordinators or one of the Collection Agents. However, at the time of accepting the Application, the Collection Agent may block the Category I Applicant's account maintained by the respective Collection Agent for an amount equal to the Category I Application Money. The Collection Agents will transfer the subscription proceeds at least one Oman business day prior to the Settlement Date to the designated bank account of the Issue Manager. In the event of failure by a Category I Applicant to make timely payment,

the concerned Category I Applicant may incur significant charges and/or enforcement action against It. Prospective investors can pay for their subscription by drawing a demand draft issued by a bank in Oman or by instructing an account transfer for the amount payable at the time stated above. All Applicants placing orders through the Joint Global Coordinators would be required to fund one of the Joint Global

Coordinators at least two Oman business days prior to the Settlement Date, who will then fund the escrow account entitled the OQEP IPO – Category I" of the Issue Manager no later than one Oman business day prior to the Settlement Date. Delivery of the Offer Shares is expected to be made on the Settlement Date to the accounts of the Category I investors through

Subscription Process for Category II Applicants Mode of Application: The Category II Offer process will be conducted through the E-IPO Mechanism.

Collection Agent E-IPO Platform

be able to submit Applications to the Collection Agents during official banking working hours on or before the fer Closing Date. Prospective investors will need to contact a Collection Agent for further guidance on the E-IPO Category II Offer Closing Date. Prospective inv channel provided by the respective Collection Agent

The Applicant will be required, before completing the Application through E-IPO, to carefully read this Prospectus, including the conditions and procedures governing the E-IPO Application. Copies of this Prospectus will be available to the Applicants through the Collection Agents, on the Company's IPO microsite or can be downloaded from the websites of the FSA and MSX, as follows: www.FSA.gov.om and www.msx.om, respectively. The Category II Application Money will be paid by the Investor as per the terms of the E-IPO Mechanism used by each

MCD E-IPO Platform

Applicants can provide their particulars in the E-IPO Platform on the MCD website (www.mcd.om)

Applicants and produce their particulars in the E-IPO Applicant will need to print the E-IPO Application. The Applicant needs to submit the E-IPO Application along with supporting documents and Category II Application Money to one of the Collection Agents. The Applicant will need to contact its respective Collection Agent for further guidance on the E-IPO channel provided by the respective Collection Agent. The Category II Application Money will be paid by the Applicant as per the terms of the E-IPO collection process utilised by each Collection Agent. The Collection Agent will, after verifying the supporting documents and confirming the receipt of the Category II Application Money validate the E-IPO Application in the E-IPO Patform and share a copy of the acknowledgement of the E-IPO Application with each Applicant. The Applicant needs to ensure that they receive a copy of the acknowledgement for the E-IPO Application with each Applicant. copy of the acknowledgement from the Collection Agent as a valid proof of their Application The Application must be completed in full in accordance with the instructions contained in this Prospectus. Incomplete

Each Applicant is eligible to submit only one Application. Applications once submitted cannot be cancelled by the Applicant. Submission of a second Application to either the same or to another Collection Agent will be treated as such investor having

submitted multiple applications and may result in all Applications submitted by the investor being rejected at any point in time prior to the allotment of Shares in the Offer. Application Money Along with submission of the Application, all Category II Applicants must make a payment of 100 per cent. of the subscription

For Omani Individuals who are Category II Applicants, this is calculated as the total number of Offer Shares applied for multiplied by the Discounted Maximum Price, which is Bzs 351 per Share; and, for Non-Omani Individuals who are Category II Applicants, this is calculated as the total number of Offer Shares applied for multiplied by the Maximum Price, which is Bzs 390 per Share (the "Category II Application Money").

Terms of Payment for Category II The Collection Agents will open an escrow account for the collection of the Category II Application Money. This account will be managed by each Collection Agent, who will within the next one Oman business day after the re

of Category II Application Money transfer the collection proceeds to the common escrow account maintained by the MCD. Category II Applicant can pay by cash, drawing a demand draft issued by a bank in Oman or instruct an account transfer for the amount payable at the time of submission of the Application. Refunds

Omani Individuals who are Category II Applicants will be allotted Offer Shares at the Offer Price less a discount of 10 per ce Non-Omani Individuals who are Category II Applicants will be allocated Offer Shares at the Offer Price. The Offer Price will determined by the outcome of the bookbuilding offering to Category II Applicants at the Offer Price. The Offer Price will determined by the outcome of the bookbuilding offering to Category II Applicants. Any refunds due to an Omani Individual who is a Category II Applicant and (ii) the number of Offer Shares allotted to such Category II Applicant multiplied by the Offer Price less a discount of 10 per cent.

Any refunds due to a Non-Omani Individual who is a Category II Applicant will be calculated based on the difference between (i) the Category II Applicant and (ii) the number of Offer Shares allotted to such Category II Applicant multiplied by the Offer Price. Particulars of the Bank Account of the Category II Applicants

The details of the Applicant's bank account listed in the records of the MCD will be used for transferring any refund. However, if an Applicant takes a leverage facility for the IPO from a Collection Agent, the refund will be made into the Applicant's loan account with the respective Collection Agent. Collection Agents

Applications received from Category II Applicants (large retail) and Category II Applications (small retail) will be grouped together to determine the total admand under Category II Offer. The allotment to Omani Individuals who are Category II Applicants will be at the Offer Price less a discount of 10 per cent. The allotment to Non-Omani Individuals who are Category II Applicants will be made at the Offer Price.

OQGroup

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If the aggregate demand in the Category II Offer is less than or equal to 40 per cent. of the Category II Offer (800,000,000 Offer Shares), the full allotment will be made to the Category II Applicants up to the number of Offer Shares in their valid applications. If there is oversubscription in the Category I Offer and the aggregate demand in Category II is less than 40 per cent. of the Offer, then after full allocation to the Category II Applicants, the balance of the Offer Shares shall be made available to Category I Applicants for allocation at the Offer Price.

If the aggregate demand in Category II is greater than 40 per cent. of the Offer Shares, the FSA may decide that a minimum number of Category II Offer Shares be distributed equally among Category II Applicants (small retail), and the remainder of Category II Offer Shares shall be allocated on a pro-rata basis. ent Confirmation and Refund of Money for Category II

The MCD will send an SMS to investors who have been allotted Offer Shares to their mobile number registered with the MCD after the end of the Category II Offer Period following receipt of the approval of the FSA on the proposed allotments. The MCD is also expected to commence refunds of any excess money to eligible investors within three Oman business days after receiving the approval of the FSA on the proposed allotments. **Documentation Required**

A copy of a valid power of attorney duly endorsed by the competent legal authorities is required if the subscription is on behalf of another person (with the exception of a subscription made by a father on behalf of his minor children). Collection Agents Receiving the Applications
The Collection Agent receiving the Applications is required to accept the Application, after confirmation of the Application's compliance with the procedures set out in the Prospectus. The Collection Agent must instruct the Applicants to comply and fulfil any requirements set out in the Application. Applicants must submit an Application to one of the Collection Agents on o

Acceptance of the Applications
The Issue Manager or the Collection Agents may not accept an Application if:

the Application does not bear the signature of the Applicant;

the Application Money is not paid by the Applicant in accordance with the conditions set out in this Prospectus;

the Application Money is not paid by the Applicant in accordance with the Conditions set out in this Prospectus;

the Application does not include the Applicant's Investor Number registered with the MCD;

the Application does not include the Applicant's Investor Number registered with the MCD; the Application is submitted in joint names; the Applicant is a sole proprietorship or trust account; the Investor Number furnished in the Application is incorrect; the Applicant submits more than one Application in the same name, in which case all of them may be rejected; the supporting documents are not enclosed with the Application;

the Application does not contain all the particulars of the bank account of the Applicant

the particulars of the bank account provided for in the Application are found to be inco

with the exception of Applications submitted in the names of minor children, who are allowed to make use of the particulars of the bank accounts held by their father;

of the bank accounts held by their father:

the power of attorney is not attached to the Application in respect of an Applicant who subscribes on behalf of another person (with the exception of the fathers who subscribe on behalf of their minor children); or

the Application does not comply with the legal requirements as provided for in this Prospectus. If the Issue Manager or a Collection Agent receives an Application that does not comply with the procedures set out in this Prospectus, reasonable effort will be taken to contact the investor so that the mistake may be corrected. If the investor does not rectify the Application within a specified period, the Issue Manager or the respective Collection Agent will return the Application together with the Application Money to the prospective investor.

Refusal of Applications

The Issue Manager may reject any Application under any of the conditions referred to above, subject to securing the approval of the FSA and submission of a comprehensive report furnishing the details of the Applications that are rejected and the reasons behind the rejection Enquiries and Complaints ntend to seek clarification or file complaints with regard to issues related to the allotment of Shares or rejected refunds may contact the Collection Agent through which the subscription was made whose contact details

Proposed Timetable
The following table shows the expected timetable for completion of the subscription procedures:

Category I Offer Opening Date 30 September 2024 Category II Offer Opening Date 30 September 2024 Category I Offer Closing Date 0 October 2024 9 October 2024 subscription
14 October 2024 inalisation of the Offer Price and notification to the FSA of the outcome of the subscription and the 16 October 2024 Approval of the FSA on the proposed allotment 17 October 2024 Commencement of refund for Category II Applicants 20-22 October 2024 Settlement Date 24 October 2024

Listing and Trading of the Offer Shares

The Offer Shares will be listed on the MSX in accordance with the laws and procedures in force on the date the application is made for the listing and registration. The Listing Date is an estimated date and the exact date will be published on the MSX

Responsibilities and Obligations The Issue Manager, the Collection Agents and the MCD must abide by the responsibilities and obligations set out under applicable law and by the directives and regulations issued by the FSA.

The parties concerned will be required to take remedial measures with regard to the damages arising from any negligence continted in the performance of the functions and responsibilities assigned to them. The Issue Manager and the function and responsibilities assigned to them. The Issue Manager and the function and responsibilities assigned to them. The Issue Manager and the function and the function of the fu PLEASE READ THIS ADVERTISEMENT IN RELATION TO THE PROSPECTUS OF THE IPO. ALL ABBREVIATIONS HAVE THE SAME MEANING AS MENTIONED THEREIN. THE SOFT COPY OF THE PROSPECTUS WILL BE AVAILABLE ON THE FSA

WEBSITE AT WWW.FSA.GOV.OM, COMPANY WEBSITE AT WWW.OQEP.COM AND MUSCAT STOCK EXCHANGE WEBSITE AT WWW.MSX.OM. THE APPLICATIONS FOR CATEGORY I WILL BE AVAILABLE AT THE HEAD OFFICE BRANCHES OF COLLECTION AGENTS. CATEGORY II APPLICATION WOULD BE ACCEPTED THROUGH THE E-IPO MECHANISM ONLY.

United Arab Emirates (excluding the ADGM and the DIFC)

United Arab Emirates (excluding the ADGM and the DIFC)
This Prospectus is strictly private and confidential and is being distributed to a limited number of investors and must not be provided to any person other than the original recipient and may not be reproduced or used for any other purpose. If you are in any doubt about the contents of this Prospectus, you should consult an authorised financial adviser.

By receiving this Prospectus, the person or entity to whom it has been issued understands, acknowledges and agrees that neither the Offer Shares nor this Prospectus have been approved by the United Arab Emirates ("UAE") Central Bank, the UAE Ministry of Economy, the UAE Securities and Commodities Authority or any other authorities in the United Arab Emirates. The Joint Global Coordinators and the Collection Agents have not received authorisation or Icensing from the UAE Central Bank, the UAE Ministry of Economy, the UAE Securities and Commodities Authority or any other authorities in the United Arab Emirates to market or self the Offer Shares within the United Arab Emirates. No marketing or offer of the Offer Shares has been or will be made from within the United Arab Emirates and no subscription to the Offer Shares may or will be consummated within the United Arab Emirates, in each case other than in compliance with the laws of the United Arab Emirates to not the assumed that any Joint Global Coordinator or Collection Agent is a licensed broker, dealer or investment adviser under the laws applicable in the United Arab Emirates, or that either advises individuals resident in the United Arab Emirates so to the appropriateness of investing in or purchasing or selling securities or other financial products. The Offer Shares may not be offered or sold directly or indirectly to the public in the United Arab Emirates. This Prospectus does not constitute a public offer of securities in the United Arab Emirates in accordance with the UAE Commercial Companies Law, Federal Law No. 32 of fere of securities in the Unit offer of securities in the United Arab Emirates in accordance with the UAE Commercial Companies Law, Federal Law No 2021 (as amended) or otherwise.

Nothing contained in this Prospectus is intended to constitute investment, legal, tax, accounting or other professional advice. This Prospectus is for your information only and nothing in this Prospectus is intended to endorse or recommend a particular course of action. You should consult with an appropriate professional for specific advice rendered on the basis of your situation. Abu Dhabi Global Market (ADGM)

This Prospectus relates to an Offer which is not subject to any form of regulation or approval by the Financial Services Regulatory Authority (FSRA*) of the Abu Dhabi Global Market (*ADGM*). The FSRA has not approved this document nor does it have any responsibility for reviewing or verifying any document or other documents in connection with this CFRA Accordingly, the FSRA has not approved this document or any other associated documents nor taken any steps to verify the information set out in this document, and has no responsibility for it.

The Offer Shares have not been offered and will not be offered to any persons in the ADGM except on the basis that an offer is: an "Exempt Offer" in accordance with the FSRA Financial Services and Markets Regulations and Markets Rules; and

made only to persons who are 'Authorised Persons' or 'Recognised Bodies' (as such terms are defined in the Financial Services and Markets Regulations 2015 (FSMR') or persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 18 of the FSMR) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated.

The FSRA has not taken steps to verify the information set out in this Prospectus, and has no responsibility for it. If you do not understand the contents of this Offer or are unsure whether the securities to which the Offer relates are suitable for your individual investment objectives and circumstances, you should consult an authorised financial adviser.

Publial International Financial Centre (DIFC)

Dubai International Financial Centre (DIFC)

Kingdom of Saudi Arabia

This Prospectus relates to an Offer which is not subject to any form of regulation or approval by the DFSA. The DFSA has not approved this Prospectus nor does it have any responsibility for reviewing or verifying any document in connection with the Offer. Accordingly, the DFSA has not approved this Prospectus or any other associated documents nor taken any steps to verify the information set out in this Prospectus, and has no responsibility for it. The Offer Shares have not been offered and will not be offered to any persons in the DIFC except on the basis that an offer is:

an "Exempt Offer" in accordance with the Markets Rules module of the DFSA; and made only to persons who meet the "Deemed Professional Client" criteria set out in the DFSA Rulebook, Conduct of Business Module, who are not natural persons.

This Prospectus must not, therefore, be delivered to, or relied on by, any other type of person. The Offer to which this document relates may be illiquid and/or subject to restrictions on its resale. Prospective purchasers should conduct their own due

The DFSA has not taken steps to verify the information set out in this Prospectus, and has no responsibility for it. If you do not understand the contents of this Offer or are unsure whether the securities to which this the Offer relates are suitable for your ent objectives and circumstances, you should consult an authorised financial adviser

This document may not be distributed in the Kingdom of Saudi Arabia, except to such persons as are permitted under the Rules on the Offer of Securities and Continuing Obligations issued by the Capital Market Authority. The Capital Market Authority does not make any representation as to the accuracy or completeness of this document, and expressly disclaims any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this document. Prospective purchasers of the securities of fered hereby should conduct their own due diligence on the accuracy of the information relating to the securities. If a prospective purchaser does not understand the contents of this document, they should consult an authorised financial adviser.

The Offer Shares must not be advertised, offered or sold and no memorandum, information oir document has or will be distributed, directly or indirectly, to any person in the KSA other that

orfer of the Offer Shares in the KSA shall not constitute a "public offer" pursuant to the Saudi Regulations. Prospective estors are informed that Article 14 of the Saudi Regulations places restrictions on secondary market activity with respect the Offer Shares. Any resale or other transfer, or attempted resale or other transfer, made other than in compliance with the

npted resale or other transfer, made other than in compliance with the Saudi Regulations shall not be recognised by the Company.

The Offer Shares have not been offered or sold, and will not be offered or sold, to any person in the Kingdom of Bahrain except on a private placement basis to persons who are "accredited investors". For this purpose, an "accredited investor' means:

an individual holding financial assets (either singly or jointly with a spouse) of US\$1,000,000 or more;
a company, partnership, trust or other commercial undertaking which has financial assets available for investment of not less than US\$1,000,000; or

less than U\$\$1,000,000, or

a government, supranational organisation, central bank or other national monetary authority or a state organisation whose
main activity is to invest in financial instruments (such as a state pension fund).

This offer does not constitute an offer of securities in the Kingdom of Bahrain in terms of Article 81 of the Central Bank and
Financial Institutions Law 2006 (Decree Law No. 6 of 2006). This Prospectus and related offering documents have not been
and will not be registered as a Prospectus with the Central Bank of Bahrain. Accordingly, no securities may be offered, sold or
made the subject of an invitation for subscription or purchase enor will this Prospectus or any other related document or material
be used in connection with any offer, sale or invitation to subscribe or purchase securities, whether directly or indirectly, to
persons in the Kingdom of Bahrain, other than to accredited investors for an offer outside Bahrain.

The Central Bank of Bahrain has not reviewed, approved or registered this Prospectus or related offering documents and it has not in any way considered the merits of the securities to be offered for investment, whether in or outside the Kingdom of Bahrain. Therefore, the Central Bank of Bahrain assumes no responsibility for the accuracy and completeness of the statements and information contained in this document and expressly disclaims any liability whatsoever for any loss howsoever arising from reliance upon the whole or any part of the content of this document

This Prospectus has not been licensed for offering, promotion, marketing, advertisement or sale in the State of Kuwait by the Kuwait Capital Markets Authority or any other relevant Kuwait government agency. The offering, promotion, marketing, advertisement or rosale of the Shares in the State of Kuwait on the basis of a private placement or public offering is, therefore, prohibited in accordance with Decree Law No. 31 of 1990 and the implementing regulations thereto, as amended, and Law No. 7 of 2010 and the Executive Bylaws for Law No. 7 of 2010, as amended, which govern the issue, offer, marketing and sale of securities in the State of Kuwait ("Kuwait Securities Laws"). Hence, the Offer Shares have not been and will not be offered, sold, promoted or advertised in the State of Kuwait except on the basis that an offer is made in compliance with the Kuwait Securities Laws, no private or public offering of the Shares is or will

be made in the State of Kuwait, no agreement relating to the sale of the Offer Shares will be concluded in the State of Kuwait, and no marketing or solicitation or inducement activities are being used to offer or market the Shares in the State of Kuwait. Any distribution of this Prospectus shall be at the liability of the distributor.







Issue Manager



Joint Global Coordinators









ahlibank



الأهلي الإسلاه







بنك نزورت

Sohar محال

عصار 🚺 Sohar

صحار 🚺 Sohar

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بنك عجان الشربي OMAN ARAB BANK