

This announcement is prepared for promotional purposes and does not omit any essential information related to the investment in the financial security subject of this announcement

Announcement invitation to participate in the increase of the share capital of Gulf Insurance Group K.S.C.P.



The Board of Directors of Gulf Insurance Group K.S.C.P. (the "Issuer") would like to invite the shareholders who are registered on the share register of the Issuer at the end of trading on 18 August 2021 ("Record Date") and the holders of the pre-emption rights who received the pre-emption rights ("Pre-Emption Rights") during the subscription period to subscribe in the increase of the Issuer's share capital by 83,333,333 new ordinary shares (the "Issue Shares") with a nominal value of KWD 8,333,333 at an Offer Price of 600 fils per Issue Share (including the nominal value and the issuance premium) during the Offering Period commencing on 19 August 2021 (inclusive) and closing on 2 September 2021 (inclusive) according to the following terms:

Overview of the offering

Issuer:
Gulf Insurance Group K.S.C.P

Commercial Registration No:
9390

Total Value of the Offering:
KD 50,000,000

Offering Price:
600 fils per share (including the nominal value of 100 fils and the issuance premium of 500 fils).

Eligible Shareholder:
Shareholders who are recorded in the shareholder register of the Issuer as at close of Record Date ("Eligible Shareholders") and the holders of the pre-emption rights who received the pre-emption rights ("Pre-Emption Rights") during the subscription period set forth above. In the event a shareholder does not subscribe, the right to subscribe shall be deemed waived for the benefit of existing or new shareholders and the holders of Pre-Emption Rights may transfer their rights during the subscription period to shareholders or to others with or without consideration and the transfer may be full or partial. The holders of the Pre-Emption Rights may sell their rights in Boursa Kuwait from the date of the opening of the subscription period until five (5) business days prior to the closing of the subscription period and they may waive it without consideration to existing shareholders or to others during the subscription period.

Subscriber:
Eligible Shareholder and Holder of Pre-Emption Right

Entitled Shares:
Eligible Shareholders will be entitled to 414 Issue Shares for every 1000 existing shares that they hold.

Minimum Subscription:
One (1) share

Subscription Agent:
Kamco Investment Company K.S.C. (Public) - "Kamco Invest"

Clearing and Depository Agent:
Kuwait Clearing Company K.S.C.

Subscription for Additional Issue Shares:
Subscribers have the right to subscribe to additional Issue Shares in addition to their entitled Issued Shares and such subscription shall be made at the Offering Price

Offering Period:
The Offering Period will commence on Thursday 19 August 2021 during normal business hours Sunday through Thursday and shall close on Thursday 2 September 2021 at 1:00 pm Kuwait local time.

Pre-Emptive Rights Trading Period:
Commences on Thursday 19 August and ends on Thursday 26 August (inclusive)

Pre-Emptive Rights ISIN Code:
KW0EQ0360010

Risk Factors
There are some risks related to investing in the Offer Shares, such as risks related to the activity of the Issuing Company and its operations - developing markets are exposed to greater risks than those exposed to developed markets, including political, social and economic risks - risks related to insurance activity - risks related to disruptions in financial markets - Risks related to renewal of licenses required - Risks related to contracts with related parties - Risks related to contracts with other parties - Risks of reliance on intermediaries and agents - Risks of reliance on key employees - Risks related to employee misconduct and mistakes - Risks related to insufficient capital and minimum requirements Capital - Risks of obtaining adequate financing - Risks related to liquidity and investments - Risks related to adequacy of provisions and reserves - Risks related to acquisition of insurance portfolios - Risks related to business concentration - Risks related to reinsurance - Risks related to miscalculation of risks - Risks related to cancellation or failure Renewal of insurance policies - related risks Board committee duties and meetings - Risks related to operating systems and information technology - Risks related to credit rating - Risks related to counterparties - Risks related to risk management policies - Risks related to disputes and litigation - Risks related to non-development and expansion - Risks related to an increase in doubtful debts - Risks Related to brand protection - Risks related to zakat differences - Risks related to the vacancy of key positions in the company - Risks related to currency exchange rates - Risks related to changes in accounting standards and the issuance of new standards - Risks related to the region in which the company operates - Legal systems continue in the State of Kuwait and other countries The other Gulf Cooperation Council (GCC) in development, and this creates an unstable environment for investment and business - Risks related to the growth of the insurance market - Risks related to competition - Risks related to consumer confidence - Risks related to the role of insurance business - Risks related to weak price control - Legal and regulatory systems - Bankruptcy in Kuwaiti legal - Force Majeure - Risks related to offering shares - Investing in securities in developing and emerging markets generally includes a high risk ratio - Appropriateness of investment - Liquidity and fluctuations in stock prices - Paying dividends - Reducing the ownership of existing shareholders - Risks related to the possibility of issuing new shares - Risks Related to non-exercise of rights by major shareholders - Risks relating to the Exercise of Pre-Emption Rights- Risks of Taxes on payment of offering shares - Risks of Income tax can be applied to companies and other bodies in Kuwait and value added tax applied - change of law - Risks of taxation on dividends - Risks of the GCC countries may enter into a monetary union.

For further details on any such risk factors, please refer to the downloadable/printable version of the Prospectus relating to the offering on the Issuer's website (www.gulfinsgroup.com), Kamco Invest's website (www.kamcoinvest.com), www.ipo.com, or www.boursakuwait.com.kw.

Subscription Instructions

Subscribers may subscribe to the Issue Shares by following the below instructions:

First: Subscription through the Subscription Website for shareholders only for 16,666 (Sixteen Thousand, Six Hundred and Sixty Six) shares, equivalent to KD 10,000 (Ten Thousand Kuwaiti Dinars) or less:

The Subscription Website allows subscription in the capital increase for subscription to 16,666 (Sixteen Thousand, Six Hundred and Sixty Six) shares, equivalent to KD 10,000 (Ten Thousand Kuwaiti Dinars) or less, whereby payment shall be made by K-NET service.

The Subscriber shall:

- Login to the Subscription Website via the link: <https://www.ipo.com.kw>
- Register the civil ID number, thereafter the system shall verify whether the subscriber is eligible to the subscription or not.
- Record the number of shares to be subscribed for.
- Be transferred to the payment portal via the K-NET service, where the Subscriber can pay from his/her/its own account (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 corporates or to subscribe in number of shares exceeding 16,666 (Sixteen Thousand, Six Hundred and Sixty Six) shares:

- The Subscriber shall login the link <https://www.ipo.com.kw> to print the Subscription Document, including but not limited to the name of the subscriber, the civil ID number in the event that the Eligible Shareholder is an individual and commercial registration number in the event that the Eligible Shareholder is a corporate, the number of shares to be subscribed and their value.
- 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 by way of electronic funds transfer (net amount without any charges by the transferring bank and the receiving Bank) stated below:

a. Beneficiary name:	GULF INSURANCE GROUP
b. Beneficiary address:	Sharq, Building 1, Block 5, Floor 40, Office 1, Kuwait City, Kuwait - P.O. Box 1040 Safat 13011
c. Beneficiary account number:	023160025980014600001
d. Beneficiary IBAN:	KW96BRGN0000000000006002598007
e. Beneficiary bank:	Burgan Bank
f. Beneficiary bank branch:	Corporate Office
g. SWIFT:	BRGNKWKW
h. Purpose of payment/ description:	Capital Increase of Gulf Insurance Group + Subscriber Trading Account Number + Subscriber contact number
- 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.
- 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.
- The Clearing and Depository Agent shall provide the Subscriber with a deposit receipt of the Subscription.

Documents required for subscription

The Subscription Application Form must be accompanied by the following documentation, as applicable, and the IBAN number of the bank account he/she wishes to subscribe through. Staff at the offices of the Clearing and Depository Agent will compare copies with originals and return originals to the Subscribers:

General Requirements:

- Copy of the notice issued by Kuwait Clearing Company containing the name, shareholder identification and the number of shares owned by an Eligible Shareholder; and
- Transfer receipt of the Subscription Monies along with the Subscriber's IBAN number

Individual subscribers

- Original and copy of personal civil identification card (residents of the State of Kuwait and minors);
- Original and copy of passport for non-residents of the State of Kuwait;
- Original and copy of special legal proxy for subscribing in shares (for proxy subscriber);
- Original and copy of Certificate of Guardianship for orphans/minors;
- Original and copy of a Limitation of Succession Deed for beneficiaries; and
- In the event that the subscriber does not appear in person, the original authorization issued by the subscriber to the person authorized to conduct administrative transactions regarding the subscription application (provided that the signature contained in the authorization is attested by the subscriber's bank).

Corporate subscribers

- Original and copy of Commercial Registration Certificate;
- Original and copy of the Authorized Signatories Certificate or the Extract of the Commercial Register;
- Original and copy of the personal identification card of the authorized signatory;
- Original and copy of the specimen of signature for the authorized signatory issued by the Public Authority of Manpower or attested by the Chamber of Commerce and Industry; and
- In the event that the authorized signatory does not appear in person, the original authorization issued by the authorized signatory to the person authorized to conduct administrative transaction regarding the subscription application.

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.

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

Prior to investing in any Issue Shares, prospective investors should carefully consider, together with all other information contained in the Prospectus relating to the Offering, the risk factors highlighted above and seek professional advice before investing (for further details on any such risk factors, please refer to the downloadable/printable version of the Prospectus relating to the offering found in the above websites. This announcement does not contain all the information that prospective investors should consider before deciding to invest in the Issue Shares and does not purport to be complete.

Subscription Information

The necessary information regarding the investment in the Issue Shares is included in the Prospectus.

The terms and conditions in the Prospectus and the Subscription Application Form shall apply. You are hereby advised to seek the advice of an advisor licensed by law and which specializes in advising on the subscription prior to making a decision to subscribe.

The Kuwait Capital Markets Authority or any regulatory organization in the State of Kuwait shall not bear any liability for the contents of this announcement or its accuracy, and not for any loss arising from reliance on any part of this announcement.

Subscription Agent
Kamco Investment Company K.S.C. (Public)

KAMCO
INVEST

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