



Invitation

to the Shareholders of JIYAD HOLDING COMPANY KSCP Commercial Register No. 103939 To subscribe in the capital increase of the company By 250% of the issued and paid-up capital

Jiyad Holding Company KSCP (formerly Zima Holding Company), pursuant to the resolution of the extraordinary general assembly held in 12 / 6 / 2017 the approval of the Capital Markets Authority on the public placement prospectus on 20 / 8 / 2017 and the approval of the Ministry of Commerce and Industry, would like to invite the shareholders to subscribe in the capital increase of the issued and paid-up capital for the amount of KD 25,000,000, by 250% of the share capital by offering 250,000,000 (two hundred fifty million) shares for public subscription available to the shareholders registered in the books of the company as on the due date of 28 / 9 / 2017.

Share price: 100 Fils, without a share premium.

Subscription period: 21 days starting on 1 / 10 / 2017 and ending on 21 / 10 / 2017 during the official working hours from 8:00 a.m. to 3:00 p.m.

Method of payment:

- 1- Bank cheque payable to Jiyad Holding Company KSC (Public).
- 2- Or deposit or transfer to the account of Jiyad Holding Company KSC (Public) with the Commercial Bank of Kuwait account No. (9548759010) – (IBAN: KW25COMB0000019548759100414010), or deposit or transfer to the company's account with any other banks.

Subscription of the surplus shares: The surplus shares that have not been subscribed to by the shareholders who have a priority to subscribe thereto, may be subscribed to by any existing shareholders of the company who wish to subscribe to additional shares.

Subscription Conditions:

- 1- Whoever wishes to subscribe should visit the company's office at Sharq, Jaber Al-Mubarak Street, Behbehani Building, Third Floor, at 8:00 a.m. until 3:00 p.m. to receive a notice stating the name and number of the shareholder, and the number of shares owned by him as at the due date.
- 2- The applicant for subscription should pay the required amount in the account of Jiyad Holding Company as stated in the "Method of Payment", above.
- 3- Contact the company's office to submit the subscription application supported by the following documents:
 - Payment Advice of the subscription amount, showing the IBAN number of the subscriber.
 - Submit the attached declaration in respect of the subscription application signed by the subscriber.
 - For individuals: Submit a photocopy of the civil card ID of the subscribers or copy of the passport for subscribers from the Gulf Cooperation Council Countries.
 - For companies: Submit a copy of the Commercial Register, a copy of the certificate of the authorized signatories persons on behalf of the company, a copy of the signature accreditation from the Ministry of Social Affairs for the person authorized to sign, and a copy of the civil card of the authorized signatory.
- 4- The subscription Application should be submitted by the applicant or his legal representative as follows:
 - If the subscriber is a minor, he should be represented by his guardian and if he is interdicted by his receiver.
 - By means of a power of attorney.
- 5- Individuals should write their names clearly as in the identification document and if the subscription is in the name of a company the name of the company should be written as in the commercial register.
- 6- If the application is submitted in the name of a minor who is less than 16 years of age, a copy of the identification card of the father or guardian should be submitted.
- 7- All the required data should be fully written according to the subscription conditions mentioned in the prospectus.
- 8- The company retains the right to reject incomplete applications, without referring to the subscribers.
- 9- The subscription should be serious. Fictitious subscriptions and those submitted in fictitious names will be rejected. Repeated applications or those that do not provide the required information or that are in violation of the law will be rejected.
- 10- A company may submit only one application for subscription and may not submit applications in the names of its branches.
- 11- The surplus amounts after the allocation or the amounts of the applications that have been allocated no shares will be transferred to the account which was debited with the value of the shares.
- 12- A receipt will be issued for the shares that have been allocated to the subscriber, and will be delivered through Jiyad Holding Company.
- 13- The subscription application should be submitted during the official working days from Sunday to Thursday, from 8:00 a.m. to 3:00 p.m., taking the official holidays into account.
- 14- The company will subsequently announce the data of the allocation, if any.
- 15- In the event where the shareholder does not subscribe this will be considered a waiver of his priority right to subscribe to the shares of the capital increase in favor of the other existing shareholders of the company.
- 16- Subscription to the remaining shares to which the shareholders who have the priority right to subscribe have not subscribed, may be subscribed to by the existing shareholders of the company who wish to subscribe to additional shares.
- 17- The shares will be allocated in full to the shareholders who have the priority right. The board of directors shall allocate the surplus shares which were not subscribed to those shareholders of the company who wish to increase their shareholding. The board of directors is authorized to dispose of the share fractions, if any, according to the law.
- 18- All the terms and conditions contained in the public placement prospectus shall apply to everything that has not been mentioned in this announcement.
- 19- Prospective investors should review all the information contained in the public placement prospectus before taking any investment decision. Prospective investors are advised to conduct an independent evaluation and consult with their professional advisers in studying the risk factors.
- 20- Securities Risk Factors: Investment in shares involves several risks including those related to the operations of the issuing company, its exposure to geopolitical and economic risks, political and security Risks in the Middle East, the extent to which the company is affected by the nature of the sectors in which it operates, competition faced by the issuer company, credit risks, risks to the environment, risks of non-availability of liquidity in a continuous manner or its availability at a high cost, various kinds of market risks, policies and procedures of risk management, in addition to the other risks as described in detail in the public placement prospectus.
- 21- Waiver of responsibility: Neither the Capital Market Authority nor any supervisory authority in the State of Kuwait will bear any responsibility for the contents of this announcements or the accuracy thereof or for any loss that may arise from reliance on any part of this announcement.
- 22- Investors should refer to the public placement prospectus for obtaining more detailed information. The public placement prospectus is available at the website of the Company at www.jiyadholding.com

For further details, please contact the head office of the company at Sharq, Behbehani Complex, Third Floor .