

## Rights Issue Application Form (for Reference purposes only)

Issue Price for the Rights Issue is 280 Baisas consisting of 100 Baisas par value, premium of 178 Baisas and 2 Baisas for Issue Expenses

No. of Shares as on September 01, 2013 \_\_\_\_\_

Maximum Rights Eligibility of 15% of the existing holding

I/we \_\_\_\_\_ acknowledge and confirm that I/we have reviewed and understood the contents of the Prospectus pertaining to this Rights Issue and the subscription conditions on the back of this application form. I/We confirm the number of shares held by me and take full responsibility regarding the correctness of the information filled in the Application Form. I/We hereby agree to participate in this Rights Issue by subscribing to \_\_\_\_\_ shares. I/We also agree to pay the full value of the shares subscribed amounting to \_\_\_\_\_ Rial Omani, \_\_\_\_\_ (in words) Rial Omani which represents the full value of the share at 280 Baisas per share paid in cash/cheque no \_\_\_\_\_ drawn on Bank \_\_\_\_\_ Branch \_\_\_\_\_.

Date: \_\_\_\_\_ Subscriber's Signature \_\_\_\_\_ Tel. No.: \_\_\_\_\_

Issue Manager's Copy



Shareholder's No.: \_\_\_\_\_

No. of Shares on \_\_\_\_\_

We have received from \_\_\_\_\_ the application form for \_\_\_\_\_ rights issue shares. We have also received the amount of RO \_\_\_\_\_ in cash or by cheque no \_\_\_\_\_ drawn on bank \_\_\_\_\_ branch \_\_\_\_\_.

### Refund Bank Account Details

Name of Account Holder: \_\_\_\_\_ Account No.: 

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Bank name and branch \_\_\_\_\_

Subscriber's Signature \_\_\_\_\_ Date: \_\_\_\_\_ Tel. No.: \_\_\_\_\_ Collecting Banker Copy



Shareholder's No.: \_\_\_\_\_

No. of Shares on \_\_\_\_\_

We have received from \_\_\_\_\_ the application form for \_\_\_\_\_ rights issue shares. We have also received the amount of RO \_\_\_\_\_ in cash or by cheque no \_\_\_\_\_ drawn on bank \_\_\_\_\_ branch \_\_\_\_\_.

Bank name and branch \_\_\_\_\_ Date: \_\_\_\_ / \_\_\_\_ / 2013

Bank seal and signature of authorized Personnel \_\_\_\_\_

(The receipt is to be cancelled is dishonored)

Shareholder's Copy

## SUBSCRIPTION CONDITIONS AND PROCEDURES

### Eligibility for subscription of shares offered

The subscription for the rights issue is open to the Bank's shareholders appearing on the Bank register with the MCDC as the record Date. Every shareholder is entitled to subscribe to the rights issue with respect to the ownership of shares as on the Record Date. It is pertinent to mention her that it is permissible for foreign individuals/corporate to own shares of the Bank to an extent of 70% of the share Capital, in accordance with the Articles of Association of the Bank and the Law. Every shareholder may subscribe for a number of Rights shares that is equal to 15 shares for every 100 shares currently held by the shareholders in the Bank as of the Record Date. The rights entitlement will be listed on the MSM and can be sold or purchased through the MSM.

### Subscription on behalf of Minor Children

- For purpose of this issue, any person born after September 22, 1995 shall be treated as Minor.
- Only the father may subscribe on behalf of his minor child(ren)
- If the subscription is made on behalf of a minor by any person other than the father, he shall be required to attach a valid Sharia (Legal) Power of Attorney issued by the competent authorities to deal in the funds of the minor through sale, purchase and investment.

### Offering Period

The subscription shall commence on Wednesday, September 11, 2013 and end on Thursday, September 26, 2013 with the end of the official working hours of the Collecting Bank. The entitlement to the Rights Issue will lapse if valid Application is not made in the Offering Period.

### Particulars of the BANK Account:

- Each Application shall be required to furnish the particulars of his Bank Account (Registered in the name of the Applicant). The Applicant shall not use the Bank Account Number of any other person except in case of minor children.
- If the BANK Account of the Applicant is registered with a Bank other than the one receiving the subscription, he shall be required to submit a document in evidence of correctness of the Bank Account Particulars as provided for in the Application Form. This can be done by submitting any document from the Bank of the subscriber furnishing therein Number and Name of the Account Holder like the upper Portion of the Account Statement issued by the Bank containing these particular only or a letter or any document issued by the said Bank containing the said information. The Applicant shall ensure that the evidence submitted is readable in a clear manner, containing Number and Full Name of the Account Holder. As additional clarification, it is made known that the subscriber is not obliged to submit the evidence with regard to correctness of his Bank Account if he is subscribing through the Bank wherein he is maintaining his account. In this case, the Bank shall be required to verify and confirm the correctional clarification, it is made known that the subscriber's Account through its specific System and Procedure or through the evidence submitted to it by the Applicant.
- In accordance with the instructions issued by the CMA, the particulars of the Bank Account referred to above shall be recorded in the registers of the MCD. This shall be used in the transfer of the excess funds of the subscription, distribution of the dividend payable to the shareholder available with the CMA issuing the securities listed with the MSM. Whereas, with regard to the subscribers who have their Bank Accounts registered presently with the Registers of the MCD, the Bank Account Number provided for in the Application form for the subscription would be utilized only for the purpose of transfer of the excess sums.
- The Application for subscription containing the Bank Account Number of a person other than the subscriber shall be rejected, with the exception of the applications made on behalf of Minor Children that contain Bank Account particulars of their father

### Documentation Required:

- Submission of a document confirming correctness of the Bank Account Number as provided for in the Application Form for subscription in one case only that is being subscription through a Bank other than the one with whom the Applicant has his account.
- Copy of availed Power of Attorney duly endorsed by the competent legal authorities in the event the subscription is on behalf of another person with the exception of the subscription made by a father on behalf of his minor children.

### Mode of Subscription:

- The Applicant shall be responsible for furnishing all his particulars, ensuring correctness and validity of the information provided for in application. While emphasizing on it, the Bank receiving the subscription have been instructed to accept the applications for subscription that comply with all the requirements are provided for in the Application Form for subscription and Prospectus.
- The Applicant shall be required, before filling the Application Form for subscription, to peruse the Prospectus and read the conditions and procedures governing the subscription with total care and importance.
- Applicants should update their essential information, like full name, postal address, identification record and the bank account information through MCD before applying for their rights, if required.
- Only original Application form (with preprinted details) sent to eligible shareholders should be used. Photocopies of application forms will not be accepted. If any eligible shareholder did not receive the Application forms, such person must contact the issue Manager sufficiently in advance of the issue closing date to obtain duplicate Application Form duly stamped by the issue Manager.
- Those who validly purchase the rights entitlement in the MSM during the rights trading period should contact the issue Manager and submit a copy of their purchase invoice issued by their broker or statement of account issued by MCDC showing their holding for the rights entitlement. Issue Manager will issue the application form to such applicant. Only the application Form issued by issue Manager should be used by such investors.
- The Applicant are required to fill in the application Form for the subscription and furnish all his particulars including the shareholder Number available with MCDC, Civil Number/Passport Number, Date of Birth in case of minor children.
- The Applicant shall submit the Application Form to the collecting Bank receiving the subscription referred to in the Prospectus, and make the full payment towards the offer shares applied as specified in the Prospectus and ensure that the documents in support of the information furnished (referred to above) are enclosed.
- If any overseas investor or shareholder wishes to subscribe to the rights issue, he has to pay in the currency of the Sultanate of Oman, i.e. Rial Omani, in the form of cheque only.
- In case of payment of the value of the subscription by cheque, it shall be in favor of 'Galfar Engineering & Contracting Rights Issue'.
- In case of [payment through bank transfer, the applicant is responsible for insuring the successful transfer of the subscription amount to the Collecting Bank within the Subscription Period.

### Acceptance of the Applications for subscription

The Bank receiving the subscription shall neither receive nor accept the Application Forms for subscription under the following circumstances:

- If the Application Form for subscription does not bear the signature of the Applicant;
- In case of failure to pay the value of the Shares subscribed in accordance with the conditions provided for in the Prospectus;
- If the value of the Shares subscribed is paid through Cheque and if the same is dishonored for whatever be the reason;
- If the Application Form for subscription is not bearing the Shareholder No., available with the MCDC;
- If the Shareholder Number furnished in the Application Form for subscription is noted to be incorrect;
- If the Applicant submits more than one application in the same name, all of them shall be rejected;
- If the supporting documents referred to in the Prospectus are not enclosed with the Application Form for subscription;
- If the Application Form does not contain all the particulars of the Bank Account of the Applicant;
- If all the particulars of the Bank Account held by the Applicant as provided for in the Application Form are noted to be incorrect;

10. If the particulars of the Bank Account provided for in the Application Form are found to be not relevant to the Applicant, with the exception of the applications submitted in the name of minor children, who are allowed to make use of the particulars of the Bank Accounts held by their fathers;

11. In case of failure to have the powers of Attorney attached with the Application Form as provided for in the Prospectus in respect of the person who subscribes and (sign) on behalf of another person (with the exception of the fathers who subscribe on behalf of their minor children); or

12. If the Application Form has not complied with the legal and organizational requirements as provided for in the Prospectus;

13. If the Application Form is not the original form sent by the Bank or a form which is not duly issued and stamped by the Issue Manager.

If the Bank observes, after receipt of the application and before expiry of the time schedule prescribed for handing over of the application in a final manner to the Issue Manager; that the application has not complied with the legal requirements as provided for in the Prospectus, due effort would be taken for contacting the Applicant so as to correct the mistake detected. In case of failure to have the mistake corrected within the period referred to the Bank receiving the subscription shall be required to return the application for the subscription together with the Subscription Price before expiry of the period specified for handing over of the applications to the Issue Manager.

### Refusal of subscription Applications

The Issue Manager may reject the subscription applications under any of the conditions referred to above, after securing the approval of the CMA and submission of a comprehensive report furnishing the details of the subscription applications that are required to be rejected and reasons behind such rejection. If it is observed, from the register of the final subscribers submitted by the Bank receiving the subscription, that there are subscription applications which bear the same shareholder number or same civil number or same bank account number (with the exception of minor children), all such applications shall be rejected for belonging to the same subscriber.

### Enquiry & Complaints

The Applicants who intend to seek clarification or file complaints with regard to the issues related to the allotment or rejected applications or refund of the funds in excess of the subscription may contact the Branch of the Bank where the subscription was made. In case of refunds, it shall be done net of the bank charges and as per the foreign exchange rate between the RO and the currency of the respective country. In case of absence of any response from the Branch, the subscriber may contact the person concerned as hereunder:

Bank	Contact	Postal Address	Phone	Fax	Email
Oman Arab Bank SAOC	Ms. Lujaina Nasser Al Ismaili	PO Box 2010, Ruwi 112, Muscat, Oman	+968 2475 4663	24827367	corporatefinance@oabinvest.com
National Bank of Oman SAOG	Ms. Koukab Al Hasni	PO Box 751, Ruwi, PC 112, Sultanate of Oman	+968 2477 8757 /8610	24778993	koukabh@nbo.com

If the Bank receiving the subscription fails to arrive at a solution or settlement with the Person who has subscribed, it shall refer the subject matter to the Issue Manager, and keep the subscriber posted of the progress and development in respect of the subject matter of the dispute. The subscriber shall also keep in touch with the Bank receiving the subscription only so as to know the decisions arrived at.

### Unsubscribed Shares

In the event of any Rights Issue remaining unsubscribed after allocation to Shareholders who have applied for the rights shares and to Applicant/s who bought the rights, then the Company at its discretion, reduce the capital of the Company by an amount equivalent to the value of the Rights (of the respective Class of Shares) that finally remain unsubscribed, or offer the unsubscribed shares to public through a public offer, as provided in Article 83 of Commercial Companies Law.

### Allotment & Refund of Surplus Funds

The Shares shall be allotted and the funds refunded within [15] days from the Closing Date.

### Responsibilities and liabilities

The responsibilities and the liabilities of the Issue Manager, Collecting Bank and MCDC shall be in accordance with the responsibilities as specified by the CMA. They should also comply with other responsibilities of the agreement entered into between them and the Company issuing the Shares. All responsible parties shall compensate for damages resulting from any negligence in performing their duties. The Issue Manager shall coordinate with the regulatory authorities in order to take all necessary actions and procedures in this regard.

### Time Table

The following table shows time schedule for completion of the subscription procedures:

Milestone	Date
CMA approval of the Prospectus	22nd August 2013
Date of publication of the announcement	25th August 2013 and 26th August 2013
Date of Record	1st September 2013
Listing of the rights entitlement for trading	8th September 2013
Serving notices on the Shareholders	5th September 2013
Commencement of Offering Period	11th September 2013
End of trading of the rights entitlement	22nd September 2013
End of Offering Period	26th September 2013
Finalization of Refund, Allocation and Listing of shares	7th October 2013

The offer Shares shall be listed, on MSM, in accordance with the listing rules and regulations currently in force.

### For more information, contact



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### Collecting Banks



البنك الوطني العماني  
**National Bank of Oman**