



## Frequently Asked Questions for a Rights Issue

### 1. What is a rights issue?

A Right is a financial instrument granted to all the existing shareholders of Gulf Navigation on the eligibility date, being 1 February, which entitles each Right holder the right to subscribe for the newly issued shares. If you are a current shareholder of Gulf Navigation Holding you will be issued "rights", which are tradable securities. Granting their holder the eligibility to subscribe for new shares in Gulf Navigation Holding. You will be issued 1 right for every 1.23 shares you own, and each such right entitles you to subscribe to one new share at a price of 1.00 Dirhams per new share. You may also sell these rights to other investors on the DFM during the rights trading period

### 2. Is a Right different from a Share?

Yes. The Right is an instrument that entitle its holder to subscribe for an equivalent number of shares. If the Right is not used or traded by the respective Right holder, the Right will lapse and shall have no value upon the expiration of the subscription period or the trading period, respectively.

### 3. Why is Gulf Navigation raising funds through a rights issue? Or Will Gulf Navigation use the proceeds to pay its debt

GULFNAV intends to use the net proceeds raised from the rights issue to primarily grow the Company's fleet of ships to reach 20 (twenty) vessels by 2020 and to enter into strategic business relationships to support the Company's strategic and growth plans, as previously announced

### 4. Can you please give us a brief about the company?

Gulf Navigation Holding PJSC (GULFNAV) is a fully integrated and synergized organization with a multi-functional business. It is the only maritime and shipping company listed in the Dubai Financial Market since February 2007 under the symbol "GULFNAV". The company is headquartered in Dubai, with own branch offices inside port of Fujairah, Khorfakan, Abu Dhabi and overseas office in the Kingdom of Saudi Arabia in addition to other offices in more than 9 countries worldwide. GULFNAV owns and operates a fleet of Chemical Tankers and Offshore Vessels. The company's fleet is expected to double (20 ships) by Q2, 2020.

As an ISO 9001:2008 certified company accredited by Bureau Veritas, GULFNAV is committed to adhering to the requirements of the international management code for the safe operations of vessels, pollution prevention and environmental control including compliance with all the

applicable international laws, regulations and requirements. GULFNAV constantly works to upgrade its operations and provide high-quality services to local and international markets. This opens new opportunities to improve GHN's services to existing customers while attracting new customers.

**5. What is the company's capital, and How much is GNH raising?**

The rights issue will increase Gulf navigation's paid and issued share capital from AED 551,666,666 to the authorized capital amount of AED 1,000,000,000, an increase of AED 448,333,334 through the issuance of 448,333,334 new shares at an issue price of AED 1 per share reflecting the nominal value of AED 1 per share.

**6. Is the company shari'a compliant?**

Yes.

**7. How will Gulf Navigation shareholders be affected?**

Each shareholder of Gulf Navigation will receive the right to subscribe for 1 new issued share for every 1.23 shares they own as of the rights eligibility date, which is 01 Feb 2018. Shareholders will be entitled to: (i) exercise their rights to subscribe for one new share at the issue price for each right held by them; (ii) trade their rights through a securities broker registered and licensed by the DFM; or (iii) take no action. The issue price of each new share is 1.00 Dirhams.

**8. How do I subscribe for new shares?**

In order to exercise your rights and buy the new shares that Gulf Navigation is offering you, you must subscribe by:

1. The rights holder can approach any of the collections branches and complete the subscription formalities. Rights holder can fund their subscription through:
  - a Manager's Cheque favoring 'Gulf Navigation Holding Rights Issue.
  - Transfer the funds thru UAEFTS mentioning a valid NIN (National Investor Number) in transaction details. The investor choosing the UAE FTS method will be required to provide their valid National Investor Number (NIN) along with the number of shares subscribed for in the special instructions field. Detailed remittance instruction for the Rights Issue will be available on the DFM website.

While visiting the receiving bank branch, you will need to provide NIN issued by DFM (Dubai Financial Market), copy of Emirates ID/Passport, Account Number to be debited/Manager's cheque and number of share for subscription.

2. ENBD Customers can subscribe for this rights issue through ATM, Online Banking (BankNet) and by visiting any of the 9 collection Branches spread across the country. In case of

subscription through ATM or Online Banking, ATM, a maximum of 2,000,000 shares can be subscribed for. However, if the customer wishes to subscribe more, please visit any of our collecting branches.

3. The DFM will make its official website ([www.dfm.ae](http://www.dfm.ae)) available to subscribers to apply for New Shares. Subscribers must hold a NIN and a valid iVESTOR Card, which is activated and provided sufficient funds are held, to submit their electronic subscription via the eIPO platform. Subscribers will also need a Username and Password for DFM eServices (if you are not registered, please register at [www.dfm.ae](http://www.dfm.ae))

#### **9. Can I subscribe to just some of the rights?**

Yes. You may decide to use a portion of your rights to buy new shares, and sell or do nothing with the rest of your rights.

#### **10. Do I have to subscribe?**

It is for you, as a shareholder, to decide for yourself whether to subscribe. If you decide not to subscribe, you may sell your rights or do nothing with them. The rights will be tradable on the DFM from 04 Feb 2018 until 15 Feb 2018.

#### **11. Can I sell my rights - can they be traded?**

Yes, a right is an option to buy shares - but you are not obligated to do so. You may decide that you do not want to exercise your rights to subscribe to some or all of the new shares that you are entitled to. In this case, you may sell some or all of your rights to another investor at their market value. In order to sell your rights, you should contact a broker registered and licensed by the DFM. The rights will be tradable on the DFM under the ticker "Gulf Navigation Holding-RI." during the rights trading period, which runs from 04 Feb 2018 until 15 Feb 2018.

#### **12. Can I subscribe to more shares than my rights allow?**

Yes. If holders of rights do not exercise their rights to subscribe in full for all of the new shares, the remaining shares will be allocated to individuals or organizations that subscribed for a number of shares above their allocation, on a pro rata basis. There is no guarantee that you will receive the number of shares that you applied for, in which case you will receive a refund for the shares that you subscribed for, but did not receive.

#### **13. If I apply for additional shares, am I guaranteed to receive them?**

While holders of rights can apply for additional shares, there is no guarantee that they will receive all of the shares that they applied for beyond what their rights allow. Additional shares remaining after the initial allocation will be distributed to holders of rights who applied for additional shares over and above what they are entitled to through the number of rights they hold, on a pro rata basis.

#### 14. What happens if I don't subscribe?

If you choose not to exercise all of the rights you were issued to subscribe for new shares, your percentage ownership of Gulf Navigation will decrease and you will suffer an immediate dilution in your interest in the company

This is because, while the total number of shares of Gulf Navigation will increase through its capital increase which will be implemented in connection with the rights issue, the number of shares that you own will not increase in the same proportion, unless you exercise all of the rights you were issued to subscribe for new shares. This will have implications - for example, your share of the total dividends paid by Gulf Navigation will decrease, and your share of votes at shareholder meetings will decrease.

#### 15. Can I subscribe to the rights issue if I am not a shareholder of Gulf Navigation?

Yes. You can buy rights to subscribe for Gulf Navigation Holding shares on the DFM during the rights trading period. You can do this through an DFM-registered broker. Once you own the rights, you can subscribe to shares during the subscription period.

#### 16. Can I subscribe if I am outside the UAE?

The subscription will be open in UAE only to UAE, GCC, Non-GCC Individuals and Institutional subscribers

UAE residents who are temporarily outside the UAE during the subscription period can subscribe either by giving someone else in the UAE a power of attorney to subscribe on their behalf or through the electronic subscription methods described above.

#### 17. What is the minimum subscription amount?

No Minimum

#### 18. Is there a maximum amount for the Rights Issue subscription?

No Maximum

#### 19. What are the key dates?

Event	Date
Rights eligibility date	01 Feb 2018
Rights trading period	04 Feb 2018 until 15 Feb 2018
Subscription period	11 Feb 2018 to 22 Feb 2018
Final allocation of new shares to be announced	28 Feb 2018

The first key date is the rights eligibility date or the "date of record". Any person holding Gulf Navigation shares as at the close of business on 01 Feb 2018 will be issued with 1 right for every 1.23 shares held on such date. Such rights will be deposited into the clearing account or brokerage account of each such registered shareholder where his or her existing shares are held.

The second key date is the commencement of the rights trading period on 04 Feb 2018. During the rights trading period, the holders of rights will be able to sell their rights to other investors through the DFM. The rights trading period will last until 15 Feb 2018

The third key date is the commencement of the subscription period on 11 Feb 2018, which is when holders of rights (being both shareholders and those who have purchased rights on the DFM during the rights trading period) can subscribe for the new shares. The subscription period will last until 22 Feb 2018.

The last key date is when the final allocation of new shares will be announced. Gulf Navigation will allocate new shares on or around 28 Feb 2018. If you are not allocated all the shares you subscribed to, any excess subscription funds you have paid will soon thereafter refund to you by no later than 01 Mar 2018

## 20. Which branches are open for subscription

ENBD Branches are

Area	Branch	Address	Telephone
Deira	Group Head Office Branch	Ground Floor ENBD Building , Opposite Economic and Land Dept	Deira
New Dubai	Jumeirah Branch	Al Wasl Street	New Dubai
Sharjah	Al Taawun Branch	Taawun 3, Bldg # p-92, Shop #1, Al Taawun Street - Sharjah	Sharjah
Abu Dhabi	Abu Dhabi Main Branch	Al Neem Tower, Khalifa St	Abu Dhabi
Ajman	Ajman Main Branch	Ground Floor ENBD Building, Signal before Lulu Center	Ajman
Al Ain	Al Ain Mall Branch	Sheikh Khalifa Bin Zayed St, Al Ain	Al Ain
Fujairah	Fujairah Main Branch	Hamed Bin Abdulla Road, Merashid	Fujairah
Ras Al Khaimah	Ras Al Khaimah Main Branch	Al Muntasir Road, Al Mamourah Road Intersection, Ras Al-Khaimah	Ras Al Khaimah
Umm Al Quwain	Umm Al Quwain Branch	Gr. Floor ENBD Building, Shaikh Faisal Street after lulu Center	Umm Al Quwain
Deira	Group Head Office Branch	Ground Floor ENBD Building , Opposite Economic and Land Dept	Deira
New Dubai	Jumeirah Branch	Al Wasl Street	New Dubai

Ajman Bank Branches are

Area	Branch	Address	Telephone
Ajman	Head Office	Ajman Bank Building, Ettihad Street, Meshairef, Ajman	Ajman
Ajman	Main Branch	Ajman Bank Building, Ettihad Street, Meshairef, Ajman	Ajman
Ajman	Khalifa	A & F Towers Ground Floor, Shk. Khalifa Street	Ajman
Abu Dhabi	Khalidya	Khalidiya Branch , Shk Zayed 1st Street	Abu Dhabi
Abu Dhabi	Al Ain	Shk Khalifa Bin Zayed Street	Abu Dhabi
Dubai	Garhoud	Red Avenue Bldg., Garhoud Area	Dubai
Sharjah	Buhairah	City Compass Building, Ground Floor, Corniche Area	Sharjah
Abu Dhabi	TCA Branch	Makeen Tower, Plot C31, Secretor E, Salam Street	Abu Dhabi
Dubai	Jumairah	Jumairah 3 , Umm suqeim 1	Dubai

## 21. Company's and DFM Contact Number

### DFM Call Center

04 – 305 5555

### Gulf Navigation Investor Relation

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