

## Objection and Redemption Form

The shareholders of Investcorp Holdings B.S.C. (the "Company") issued a resolution in the extraordinary general meeting ("EGM") held on 2 June 2021 approving the delisting and conversion of the Company. A notice of conversion was published as per the Commercial Companies Law ("CCL") requirements on \_\_\_\_\_ 2021.

In application of Articles 306 and 307 of the CCL, an objection period starts from the date of the publication of the conversion notice and lasts for fifteen (15) working days (the "Objection Period"). During the Objection Period, shareholders who voted against the conversion resolution at the EGM are entitled to submit a written request (this "Objection and Redemption Form") to the Company to object to the conversion, redeem the entirety of their shares and fully exit the Company.

### 1. Key dates

\_\_\_\_\_

Objection Period Opening Date: \_\_\_\_\_ 2021

Objection Period Closing Date: \_\_\_\_\_ 2021

**IMPORTANT: Shareholders who voted against the conversion resolution at the EGM have the right, but are not obligated, to object to the conversion and request an exit from the Company. However, if you are a shareholder who voted against the conversion resolution at the EGM, and you wish to exit the Company, then you must indicate your request to do so, by fully completing this Objection and Redemption Form.**

### **Adherence to Deadline:**

**Objection and Redemption Forms that are received after the Objection Period closing date or that are otherwise incomplete, inaccurate or provide insufficient or incorrect supporting documents may not be accepted.**

### 2. Identification Data (please complete where applicable)

#### A. Individual

<i>Shareholder</i>	<b>Primary Shareholder</b>	<b>Joint Shareholder(s)(if any)</b>
<b>Name:</b>		
<b>Nationality:</b>		
<b>CPR / National ID Number:</b>		

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<b>CPR / National ID Issuing Country:</b>		
<b>CPR / National ID Expiry Date:</b>		
<b>Second ID Type:</b>		
<b>Second ID Number:</b>		
<b>Second ID Issuing Country:</b>		
<b>Second ID Expiry Date:</b>		
<b>Bahrain Clear Investor Number:</b>		

## B. Institution

<b>Registered Name:</b>	
<b>Institution Type:</b>	
<b>Authorised Signatory:</b>	
<b>ID Type of the Authorised Signatory:</b>	
<b>CPR/National ID number of the Authorised Signatory:</b>	
<b>Commercial Registration No:</b>	
<b>Country of Registration:</b>	
<b>Bahrain Clear Investor Number:</b>	

## 3. Contact Information

**Address** (primary residential address for individuals and registered address for institutions, which must match proof of address):

Office/Flat/  
House No.:  
City:

Building:

Country:

Mobile No.:

Road:

P.O. Box/  
Postal Code:

Fax:

Telephone:  
Email:

## **4. Submissions Procedures**

### ***Objection and Redemption Form Submission Procedures for Shareholders Currently Residing in the Kingdom of Bahrain***

Shareholders residing in the Kingdom of Bahrain and who voted against the conversion resolution at the EGM, and want to exit the Company, are required to complete the Objection and Redemption Form (together with all supporting documents depicted herein) and deliver a signed copy thereof to SICO BSC (C) ("SICO") by hand at SICO's acceptance desk at the trading floor of the Bahrain Bourse on the 4th floor, BFH Mall, Bahrain Financial Harbour by no later than 2 pm on the Objection Period Closing Date. No mailed submissions will be accepted by shareholders resident in the Kingdom of Bahrain.

### ***Objection and Redemption Form Procedures for Shareholders Currently Residing outside of the Kingdom of Bahrain***

Shareholders residing outside of the Kingdom of Bahrain (but in the GCC or FATF member state) and who voted against the conversion resolution at the EGM, and want to exit the Company are required to complete the Objection and Redemption Form (together with all supporting documents depicted herein) and are required to certify copies of the supporting documents through the following mechanism:

Presenting such original signed Objection and Redemption Form and supporting documents to

- (a) a registered lawyer;
- (b) a registered notary;
- (c) a chartered/certified accountant;
- (d) an official of a government ministry;
- (e) an official of an embassy or consulate; or
- (f) an official of a regulated bank,

and having such certifying individual write the words 'original sighted', together with the date and his signature. The individual making the certification must give clear and direct contact details (by attaching a business card and company stamp, direct telephone number, website, and address) and be available to confirm such certification.

For shareholders residing outside of the Kingdom of Bahrain, clear, scanned copies of the signed and certified Objection and Redemption Form and original certified copies of supporting documents must be emailed to SICO at [agent@sicobank.com](mailto:agent@sicobank.com). A confirmation of receipt email will be sent to such submitting shareholder without which such submission may be deemed unreceived.

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The certified Objection and Redemption Form and original certified copies of supporting documents must be couriered to SICO at their headquarters in the Kingdom of Bahrain: Attention Head of Investment Banking, SICO BSC (C), First Floor, BMB Centre, Diplomatic Area, Manama, Kingdom of Bahrain and received by SICO no later than 2pm on the Objection Period Closing Date.

## **5. Details of shares owned in the Company:**

As of the date of submission of this Objection and Redemption Form, I/we declare that the total number of ordinary shares I/we directly own in the Company and request to be redeemed is \_\_\_\_\_.

I/we further declare that if there is a discrepancy between the number of ordinary shares stated herein and the number of shares stated under my ownership with the Company's registrar Bahrain Clear, the number stated in the register of shareholders shall prevail.

## **6. Settlement Method**

Upon the expiry of the Objection Period, I/we hereby direct the Company to pay the value of the redeemed shares by direct deposit or wire transfer to the following account:

Account Holder Name :  
Account Number :  
Account Currency : USD  
SWIFT code :  
IBAN :  
Bank Name :  
Bank Address :  
  
Telephone number(s) :  
(for callback purposes)

### **Notes:**

- 1- The account holder name must match the name of the registered shareholder, failing which the payment may not be processed and may be delayed until such time that the discrepancy is addressed as determined by SICO in its sole discretion.
- 2- Account details provided in a non-USD currency will result in conversion rates applied by the banks. All bank-related charges, including on wires and conversion rates, will be borne by the recipient.

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## **7. Representations and declaration**

- (a) I/we have, understood, and hereby request the Company to redeem the entirety of my/our shares and fully exit the Company in accordance with the terms contained herein.
- (b) I/we understand that my/our submission of the completed Objection and Redemption Form is binding and irrevocable and cannot be withdrawn.
- (c) I/we confirm that the shareholder names provided hereinabove are the legal and beneficial owners of the shares subject matter of this Objection and Redemption Form.
- (d) All consents required to be obtained and all legal requirements necessary to be complied with or observed for this Objection and Redemption Form to be lawful and valid under the laws of any jurisdiction to which I am/ we are subject to have been obtained and complied with.
- (e) I confirm that my/our shares declared above are free and clear from any mortgages, attachments or other rights preventing or affecting my/our right to have the same redeemed following the Objection Period.
- (f) I/we further acknowledge and accept that in the case where third parties' rights exist in relation to my/our shares then my/our right to redeem the shares may be affected, made subject to further requirements (including, without limitation, requesting a clearance letter/non-objection letter), or become un-exercisable.
- (g) All the information I/we provided herein is true, complete and accurate.

I/we, the shareholder in the Company, submit this Objection and Redemption Form with the full understanding of the legal and financial implications once SICO or the Company acts upon the powers granted hereinabove.

**Date:**

**Signature:**

**Name:** \_\_\_\_\_

**Acting by:** \_\_\_\_\_

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## **Supporting Documents:**

- I. Shareholders who are individuals (including joint shareholders) and who wish to request an exit from the Company and execute the Objection and Redemption Form must submit the following documents:
  1. The original or certified copy and a copy of any two of the following three forms of identification:
    - a) the individual's valid passport or valid international travel document;
    - b) the individual's valid national identification card or an equivalent document; and
    - c) the individual's valid driving licence.
  2. Proof of permanent residential address. The proof can consist of a copy of a recent utility bill, bank statement or similar statement from another bank or financial institution licensed in the country, which have been issued within three months prior to their presentation, or official documentation, such as a smartcard, from a public/governmental authority, or a tenancy agreement;
  3. Original (where available) and a copy of share certificates or a statement of account from the Bahrain Bourse in respect of their shares held in electronic form;
  4. Bank account details from the shareholder's bank in the name of the shareholder in the form of a bank statement (financial details other than the bank details, bank account number, IBAN and account holder name may be crossed out), a bank online system print-screen or a bank letter indicating the IBAN or other account details and bank name. Such bank account details will be utilised for any settlement following the Objection Period; and
  5. Any Objection and Redemption Forms submitted on behalf of shares in the Company that have been pledged or mortgaged are to be accompanied by a signed original letter of no objection from the mortgagee/pledgee.

Should the application and the above documents be hand delivered by another person on behalf of the shareholder, then an original shareholder-signed authorization letter naming the person delivering the documents on behalf of the shareholder (with all the above documents as stated, including original identification of the shareholder for verification and immediate return) must be presented along with the delivery person's own original identification.

- The following additional documents are required when a person is signing on behalf of an individual shareholder by way of a power of attorney:
  - a) The original or certified copy and copy of the valid passport or international travel document of the person applying and signing on behalf of the individual shareholder;
  - b) The original or certified copy and copy of the valid national identification card or an equivalent document of the person applying and signing on behalf of the individual shareholder; and
  - c) The original or certified copy and copy of the notarised power of attorney.
- The following additional documents are required for Objection and Redemption Forms submitted on behalf of minors:
  - a) The original or certified copy and copy of the valid passport or valid international travel document of the legal guardian applying and signing on behalf of the minor;

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- b) The original or certified copy and copy of the government-issued valid national identification card or an equivalent document of the legal guardian applying and signing on behalf of the minor; and
- c) Unless the legal guardian signing on behalf of the minor is the minor's father, the original or certified copy and copy of the proof of guardianship to the applying minor.

## II. All institutions must provide the following documentation:

1. A copy of a valid commercial registration certificate of the institution;
2. A copy of the memorandum and articles of association, or equivalent, of the institution;
3. The original or certified copy and a copy of two of the following three forms of identification in respect of the individual signing on behalf of the institution:
  - a) the individual's valid passport or valid international travel document;
  - b) the individual's valid national identification card or an equivalent document; and
  - c) the individual's valid driving licence.
4. Original (where available) and a copy of share certificates or a statement of account from the Bahrain Bourse in respect of their shares held in electronic form.
5. The original and copy of the document authorising the person(s), whose signature(s) appear(s) on the Objection and Redemption Form to sign such document on behalf of the institution. Such a document can be either a power of attorney or a resolution of the board of the institution; and
6. Bank account details from the shareholder's bank in the name of the shareholder in the form of a bank statement (financial details other than the bank details, bank account number, IBAN and account holder name may be crossed out), a bank online system print-screen or a bank letter indicating the IBAN or other account details and bank name. Such bank account details will be utilised for any settlement following the Objection Period.
7. Any Objection and Redemption Forms submitted on behalf of shares in the Company that have been pledged or mortgaged are to be accompanied by a signed original letter of no objection from the mortgagee/pledgee.

### **Questions**

If you have questions regarding this Objection and Redemption Form, please contact Mr. Firas El Amine, the Company's Head of Corporate Communications, on +973 17532000.