

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

## PRESS RELEASE

### **Ooredoo completes fully marketed secondary global offering of Ooredoo's Shares held by Abu Dhabi Investment Authority with final offer price of QAR 12.50 per Share**

**Doha, Qatar - 19 November 2025:** Ooredoo Q.P.S.C. (QSE: ORDS) (ADX: ORDS) ("Ooredoo" or "the Company"), an international communications Company operating across the Middle East, North Africa, and Southeast Asia, today announces the successful completion of the previously announced secondary global offering (the "Offering") by the Abu Dhabi Investment Authority ("ADIA" or the "Selling Shareholder") launched on 17 November 2025 at a price of QAR 12.50 per share, a c.5.7% discount from the closing price of the Shares on 19 November 2025.

The Offering is comprised of a secondary global offering on the Qatar Stock Exchange ("QSE") of 160,480,320 existing shares ("the Shares") in Ooredoo by the Selling Shareholder, which constitutes 5.01% of the Company's outstanding share capital. The Offering will generate approximately QAR 2,006,004,000 of gross proceeds for the Selling Shareholder upon settlement. The Offering is expected to close on Monday 24 November 2025 (the "Closing Date").

All investors in the Offering will be able to trade their Shares once the shares have been crossed on the special trade segment of the QSE, which is expected to be shortly after market opening on 20 November 2025.

#### **Aziz Aluthman Fakhroo, CEO, Ooredoo, said:**

*"We are encouraged by the strong investor demand for this offering. It demonstrates investors recognise the strength of our strategy and back our vision to become the leading digital infrastructure provider across our markets. Our proven track record of delivering strong shareholder returns underpins our confidence in the execution of our growth strategy. This offering increases our free float on the QSE from 22% to 27% - an uplift of almost 23%. This supports the full recognition of our fundamental value for all investors as we continue to establish market leadership in digital infrastructure."*

#### **Transaction Highlights**

- A first of its kind transaction in Qatar, which witnessed very strong investor demand for Ooredoo shares.

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

- Books closed multiple times oversubscribed with sizeable demand from domestic, regional and international investors.
- The Offering successfully increases Ooredoo's free float to c.27%, enhancing liquidity and is expected to lead to an accelerated reweighting in the MSCI and FTSE indices that Ooredoo is already part of.
- The Offering will be subject to a customary 180-day lock-up for the Selling Shareholder (to the extent it retains any Shares after the Closing Date), subject to certain exceptions and unless waived by the Joint Global Coordinators.
- Additionally, the Company is restricted from issuing or transferring Shares, or entering into shares related transactions, for 90 days after the Closing Date, in accordance with Qatar regulations.
- Citigroup Global Markets Limited, HSBC Bank Middle East Limited and QNB Capital LLC were appointed as Joint Global Coordinators and Joint Bookrunners.

**END**

## **About Ooredoo Group**

Ooredoo is an international communications Company operating across the Middle East, North Africa, and Southeast Asia. It serves consumers and businesses in nine countries, delivering a broad range of content and services through its advanced, data-centric mobile and fixed networks. As of 31 December 2024, Ooredoo generated revenues of QAR 24 billion. Its shares are listed on the Qatar Stock Exchange and the Abu Dhabi Securities Exchange.

## **About ADIA**

Established in 1976, the Abu Dhabi Investment Authority ("ADIA") is a globally-diversified investment institution that prudently invests funds on behalf of the Government of Abu Dhabi through a strategy focused on long-term value creation. for more information, please visit [www.adia.ae](http://www.adia.ae)

## **Contacts:**

### **Ooredoo Group**

*Investor Relations*

[IR@ooredoo.com](mailto:IR@ooredoo.com)

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

*Portland*

Tristan Peniston-Bird

[tristan.peniston-bird@omc.com](mailto:tristan.peniston-bird@omc.com) / +44 7772 031 886

Rhys Jones

[rhys.jones@omc.com](mailto:rhys.jones@omc.com) / +974 74478711

## **ADIA**

Garry Nickson

[Garry.nickson@adia.ae](mailto:Garry.nickson@adia.ae)

## **DISCLAIMER**

These materials are not for distribution, directly or indirectly, in or into the United States (including its territories and possessions, any State of the United States and the District of Columbia), Canada, Australia, South Africa or Japan. These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for, or otherwise invest in, securities in the United States. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933 (the "**Securities Act**") or with any securities regulatory authority of any state or other jurisdiction in the United States.

The securities may not be offered or sold in the United States absent registration except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There will be no public offer of securities in the United States.

This communication is being distributed to and is only directed only at (i) persons who are outside the United Kingdom; (ii) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"); (iii) high net worth entities falling within Article 49(2)(a) to (d) of the Orders; and (iv) other persons to whom it may lawfully be communicated (all such persons in (i), (ii), (iii) and (iv) above) together being referred to as "**relevant persons**"). Any invitation, offer or agreement to subscribe for, purchase or otherwise acquire securities will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this communication or any of its contents.

In any member state of the European Economic Area, this communication is only addressed to and is only directed at qualified investors in such member state within the meaning of the Prospectus Regulation EU 2017/1129 (the "**Prospectus Regulation**"), and no person that is not a qualified investor may act or rely on this communication or any of its contents. In the United Kingdom, this communication is only addressed to and is only directed at qualified investors within the meaning of the Prospectus

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

Regulation as it forms part of domestic law by virtue of European Union (Withdrawal) Act 2018, and no person that is not a qualified investor may act or rely on this communication or any of its contents.

This document, its contents and any information provided or discussed in connection with it, are strictly private and confidential and are being distributed to a limited number of recipients and qualified investors. They may not be reproduced, redistributed, referenced, or passed on, directly or indirectly, to any other person or published, in whole or in part, for any other purpose. Acceptance of delivery of any part of this document by you constitutes unconditional acceptance of the terms and conditions of this notice.

This document does not constitute an offer or invitation or solicitation of any offer to subscribe for or purchase any Shares or other securities or recommendation to invest in any Shares or other securities. Any offer to acquire Shares pursuant to the Offering will be made pursuant to, and any investor should make its investment decision solely on the basis of the information that is contained in, an international offering memorandum published by the Company and addressed only to certain qualified institutional investors located within certain jurisdictions and in compliance with the laws and regulations of such jurisdictions.

This document is not intended to be relied upon as the basis for an investment decision, and is not, and should not be assumed to be, complete. It is provided for information purposes only. Any investment is subject to various risks, none of which are outlined herein. All such risks should be carefully considered by prospective investors before they make any investment decision.

Whilst this document has been published in good faith, none of the Company, the Selling Shareholder, Citigroup Global Markets Limited ("**Citigroup**"), HSBC Bank Middle East Limited ("**HSBC**") and QNB Capital LLC ("**QNB**", together with Citigroup and HSBC, the "**Banks**") provides any guarantees, repress releases, warranties or other assurances (express or implied) regarding the accuracy or completeness of this information. None of the Banks and their respective affiliates are responsible for the contents of this announcement.

The contents of this document are not to be construed as legal, financial or tax advice.

Statements contained in this document that are not historical facts are based on current expectations, estimates, projections, opinions and beliefs. Such statements involve known and unknown risks, uncertainties and other factors, and reliance should not be placed thereon. In addition, this document contains "forward-looking statements." Actual events or results or the actual performance may differ materially from those reflected or contemplated in such forward-looking statements. Each of the Company, the Selling Shareholder, the Banks and their respective affiliates expressly disclaims any obligation or undertaking to update, review or revise any forward looking statement contained in this announcement whether as a result of new information, future developments or otherwise.

This document has not been submitted to or not been approved by the Qatar Financial Markets Authority or any other state or jurisdiction.

Citigroup is regulated by the Financial Conduct Authority and the Prudential Regulation Authority and authorised by the Prudential Regulation Authority. HSBC is lead-regulated by the Dubai Financial Services Authority and regulated by the Central Bank of the United Arab Emirates and the Securities and Commodity Authority for licensed activities in the United Arab Emirates. QNB is authorised by the

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

Qatar Financial Centre Regulatory Authority. Each of the Banks is acting exclusively for the Company and the Selling Shareholder and no-one else in connection with the Offering. They will not regard any other person as their respective clients in relation to the Offering and will not be responsible to anyone other than the Company and the Selling Shareholder for providing the protections afforded to their respective clients, nor for providing advice in relation to the Offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

In connection with the Offering of the Shares, the Banks and any of their affiliates, may take up a portion of the Shares in the Offering as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such Shares and other securities of the Company or related investments in connection with the Offering or otherwise. Accordingly, references to the Shares being offered, subscribed, acquired, placed or otherwise dealt in should be read as including any offer to, or subscription, acquisition, placing or dealing by, the Banks and any of their affiliates acting in such capacity. In addition the Banks and any of their affiliates may enter into financing arrangements (including swaps, warrants or contracts for differences) with investors in connection with which the Banks and any of their affiliates may from time to time acquire, hold or dispose of Shares. The Banks do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

None of the Banks or any of their respective directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

**In the United Arab Emirates (outside of the financial free zones established pursuant to UAE Federal Law No.8 of 2004):**

This document is strictly private and confidential and is being distributed to a limited number of investors/recipients and must not be provided to any person other than the original recipient, and may not be reproduced or used for any other purpose. If you are in any doubt about the contents of this document, you should consult an authorised financial adviser. By receiving this document, the person or entity to whom it has been issued understands, acknowledges and agrees that this document has not been approved by or filed with the United Arab Emirates ("UAE") Central Bank, the Securities and Commodities Authority (the "SCA") or any other authorities in the UAE. No marketing of any financial products or services has been or will be made from within the UAE other than in compliance with the laws of the UAE and no subscription to any securities or other investments may or will be consummated within the UAE without the approval of the SCA.

Securities may not be marketed, offered or sold directly or indirectly to the public in the UAE without the approval of the SCA. This document does not constitute a public offer of securities in the UAE in accordance with the Federal Commercial Companies Law, No. 32 of 2021 (as amended or replaced from time to time) or otherwise.

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

This document may be distributed in the UAE only to “professional investors” (as defined in SCA Board of Directors’ Chairman Decision No.13/R.M of 2021 (as amended from time to time)) and may not be provided to any person other than the original recipient.

Nothing contained in this document is intended to constitute investment, legal, tax, accounting or other professional advice. This document is for your information only and nothing in this document is intended to endorse or recommend a particular course of action. Any person considering acquiring securities should consult with an appropriate professional for specific advice rendered based on their respective situation.

## **In the Dubai International Financial Centre:**

This document relates to an offer (“**Offer**”) which is not subject to any form of regulation or approval by the Dubai Financial Services Authority (“**DFSA**”).

The DFSA has not approved this document nor has any responsibility for reviewing or verifying any document or other documents in connection with this the Offer. Accordingly, the DFSA has not approved this document or any other associated documents nor taken any steps to verify the information set out in this document, and has no responsibility for it.

The Offer has not been offered and will not be offered to any persons in the Dubai International Financial Centre except on that basis that an offer is:

- an “Exempt Offer” in accordance with the Markets Rules (“**MKT**”) module of the DFSA Rulebook; and made only to persons who meet the “Deemed Professional Client” criteria set out in the Conduct of Business (“**COB**”) Module of the DFSA Rulebook (the “**COB Module**”).

This document must not, therefore, be delivered to, or relied on by, any other type of person.

The Offer to which this document relates may be illiquid and/or subject to restrictions on its resale. Prospective purchasers should conduct their own due diligence on the Offer.

The DFSA has not taken steps to verify the information set out in this document, and has no responsibility for it. If you do not understand the contents of this Offer or are unsure whether the securities to which this Offer relates are suitable for your individual investment objectives and circumstances, you should consult an authorised financial adviser.

This communication is only addressed to and is only directed at “Deemed Professional Clients” as defined in the DFSA Rulebook, COB Module. This communication is not directed at Retail Clients as defined in the COB Module.

## **In the Abu Dhabi Global Market (“ADGM”):**

This document relates to an offer (“**Offer**”) which is not subject to any form of regulation or approval by the Financial Services Regulatory Authority (“**FSRA**”).

The FSRA has not approved this document nor has any responsibility for reviewing or verifying any document or other documents in connection with this the Offer. Accordingly, the FSRA has not approved this document or any other associated documents nor taken any steps to verify the information set out in this document, and has no responsibility for it.

# Press release



**NOT FOR RELEASE, PUBLICATION, OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, SOUTH AFRICA OR JAPAN OR ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.**

The Shares have not been offered and will not be offered to any persons in the ADGM except on the basis that an offer is: (i) an "Exempt Offer" in accordance with the FSRA Financial Services and Markets Regulations 2015 and Markets Rules; and (ii) made only to persons who meet the "Deemed Professional Client" criteria set out in the FSRA Conduct of Business Rulebook.

The FSRA has not taken steps to verify the information set out in this document, and has no responsibility for it. If you do not understand the contents of this Offer or are unsure whether the securities to which the Offer relates are suitable for your individual investment objectives and circumstances, you should consult an authorised financial adviser.