

Dangote Petroleum Refinery & Petrochemicals FZE (DPRP) Initial Public Offering (IPO)

Frequently Asked Questions

This FAQ is provided for informational and educational purposes only. It is not investment advice. The information is based solely on the Prospectus and is subject to change. Please read the full Prospectus carefully before making any investment decision. If you are unsure about the contents of the Prospectus or the action to take, consult your stockbroker, accountant, banker, solicitor, or a registered investment adviser.

Section A: About the Enterprise

1. *Who is Dangote Petroleum Refinery & Petrochemicals FZE?*

Dangote Petroleum Refinery & Petrochemicals FZE (“DPRP” or the “Enterprise” or the “Issuer”) is the enterprise that owns and operates Africa's largest oil refinery. The refinery is located in the Lekki Free Trade Zone in Lagos, Nigeria. It takes crude oil (the raw material pumped from the ground) and turns it into everyday products like petrol (PMS), diesel (AGO), aviation fuel (jet fuel), cooking gas (LPG), polypropylene (a plastic used in packaging and manufacturing), and other petroleum products. The refinery can process up to 650,000 barrels of crude oil every day, making it one of the largest single-site refineries in the world.

2. *When did DPRP start operating?*

DPRP began commercial operations in January 2024. It produced its first petrol in September 2024 and started making polypropylene before the end of that year. By February 2026, the refinery successfully completed performance testing at its full designed capacity of 650,000 barrels per day. It has since achieved processing rates of up to 700,000 barrels per day.

3. *Who owns DPRP?*

DPRP is owned by: Dangote Oil Refining Company Limited (65.83%), Dangote Industries Limited (14.90%), Nigerian National Petroleum Company Limited (6.82%), Greenview International Corporation (6.50%), and other shareholders (5.95%). After the IPO, members of the public who buy shares will also become shareholders of DPRP.

4. *Who leads DPRP?*

The Chairman of the Board is Alhaji Aliko Dangote, GCON. The Chief Executive Officer is Mr. David Bird. The Board includes ten directors with experience across energy, finance, and industry. The Enterprise Secretary is Mr. Christian Meseko.

5. *What products does DPRP make?*

For the 12-month period ended 30 June 2026, the refinery's production was made up of petrol (PMS) at 39.9%, diesel (AGO) at 21.4%, jet fuel (ATF) at 20.6%, industrial fuel oil at

16.6%, cooking gas (LPG) at 1.3%, and polypropylene (plastic) at 0.2%. The refinery produces fuels that meet Euro V standards, a strict international quality benchmark.

6. *Where does DPRP sell its products?*

DPRP sells to both the Nigerian market and international buyers. In Nigeria, as at May 2026, DPRP supplied substantially all domestically produced petrol, representing approximately 87.6% of total petrol supply in the country (including imports). DPRP also exports to other African countries (including Ghana, Togo, Cameroon, South Africa, and Morocco) and to international markets (including Singapore, the United States, Brazil, and several European countries).

7. *What is the Enterprise's functional currency?*

Whilst the Enterprise operates primarily in US Dollars because its revenues (from selling its products at international prices) and most of its costs are in US Dollars, some of its transactions are conducted in Naira.

8. *Does DPRP plan to grow?*

Yes. DPRP has plans to expand its refining capacity to approximately 1.4 million barrels per day by 2029 by building a second processing unit. Construction on this expansion began in January 2026. The Enterprise also plans to increase its polypropylene production capacity to 2.4 million tonnes per year by 2030. These plans are subject to regulatory approvals, financing, and timely construction.

9. *Where does DPRP get its crude oil?*

About 70% of DPRP's crude oil comes from Nigeria, including through supply agreements with NNPC Limited. The remaining 30% is purchased from international markets. The refinery has processed 36 different types of crude oil from Africa, the Americas, the Middle East, and other regions, giving it flexibility to choose the most cost-effective supply.

10. *What is the Nelson Complexity Index and why does it matter?*

The Nelson Complexity Index (NCI) is a scoring system used in the oil and gas industry to measure the sophistication, capability and value of a petroleum refinery. DPRP's Refinery has an NCI of 11.5, compared to a weighted average of 8.9 for emerging markets refineries. A higher NCI indicates that the Refinery can efficiently process a broader range of crude oil grades and convert heavier crude fractions into higher-value refined products and petrochemical feedstocks, thereby enhancing product yield and refining margins.

11. *What are DPRP's expansion plans?*

DPRP intends to expand its refining capacity to approximately 1.4million bpd by 2029 through the addition of a second Crude Distillation Unit (CDU) and associated processing units. Construction with respect to this expansion commenced in January 2026. The

Enterprise also intends to expand its polypropylene production capacity to 2.4 million tpa by 2030. Aggregate capital expenditure for the expansion programme is estimated at approximately US\$14.3 billion. The expansion programme remains subject to the receipt of requisite regulatory approvals, the availability of financing, and the timely execution of construction and commissioning activities.

12. What is the regulatory framework governing DPRP?

As a Free Zone Enterprise within the DIFZ, DPRP is subject to the OGFZ Act and the regulatory supervision of the OGFZA; and as a entity whose securities will be offered to the public and listed on the NGX, DRPR will be subject to the ISA 2025, SEC Rules, NGX Rulebook and continuing disclosure obligations.

Section B: About the IPO

13. What is an IPO?

An Initial Public Offering ("IPO") is the first time a private company offers its shares to the public. When you buy shares in an IPO, you become a part-owner of the entity. If the entity does well over time, the value of your shares may increase, and you may receive dividends (a share of the company's profits).

14. What type of offering is this?

This is an "Offer for Subscription", which means the entity is creating and selling brand-new shares to the public. The money raised goes to the company itself. This is different from an "Offer for Sale" where existing shareholder(s) sell their own shares and the money raised goes to the selling shareholder(s).

15. What is the Offer Price?

₦525.00 per share.

16. How is the share price determined?

This is a "Fixed Price" offer, which means the price per share is set in advance by the Issuer and its advisers (the Issuing Houses). Every investor pays the same price per share.

17. How many shares are being offered?

4,100,000,000 ordinary shares of US\$0.000013 each

18. What currency will the shares be sold?

The shares offered under this IPO is sold in Nigerian Naira.

19. How much money does the Enterprise plan to raise?

DPRP is raising ₦2,152,500,000,000.00 (Two Trillion, One Hundred and Fifty-Two Billion, Five Hundred Million Naira only) through this IPO.

20. When does the IPO open and close?

The IPO will open on 14 September 2026 and close on 13 October 2026

21. What will the money raised be used for?

The proceeds of this IPO will be used to partly fund DPRP's expansion plans. Please refer to the section headed "Use of Proceeds" on page 156 of the Prospectus for additional detail on the Use of Proceeds from the Offer.

22. What happens if more people want shares than are available (oversubscription)?

If demand exceeds the number of shares available, the DPRP is able absorb up to 30% more shares than originally offered, subject to approval from the SEC. Beyond that, the

Issuer will decide how to allocate shares fairly among applicants, and some people may receive fewer shares than they requested. Details of how shares are allocated will be published in the Allotment Announcement after the Offer closes.

23. *What is the timeline after the IPO closes?*

After the closing date, the Issuing Houses will submit a proposed Basis of Allotment to the SEC for approval. Once approved, the Allotment Announcement will be published, surplus or rejected application monies will be returned within five (5) business days, and successful applicants' CSCS accounts will be credited with their shares within fifteen (15) business days. The Indicative Timetable in the Prospectus outlines these steps.

24. *Is the Offer Shariah-compliant?*

Buraq Capital Limited, the appointed Shariah Adviser, conducted a Shariah assessment of the Issuer and the Offer by reference to AAOIFI Shariah Standard No. 21 and the screening criteria adopted for the purposes of the Offer. The Shariah Adviser expressed the opinion that, subject to the assumptions, limitations and continuing obligations outlined in their opinion, the Issuer satisfies the applicable Shariah business-activity and financial screening criteria, and the Offer does not contain any feature that would render it non-compliant with Shariah principles. The Offer has also received certification from CBN's Financial Regulation Advisory Council of Experts (FRACE). Accordingly, investment in the Offer Shares is permissible under Shariah.

Section C: Eligibility and How to Invest

25. Who can buy shares in this IPO?

The IPO is open to individual and institutional investors in Nigeria. There are three categories of investors: Retail Investors (individual members of the public), Qualified Investors (institutional and professional investors), and African Investors (investors from other African countries, investing through designated financial intermediaries). The IPO is not being marketed to investors in the United States, United Kingdom, Canada, Australia, or Japan.

26. How do I apply as a retail (individual) investor?

Retail Investors must apply exclusively through an approved Electronic Application Channel. These channels are listed on pages 187-189 of the Prospectus. Retail Investors cannot submit paper application forms.

27. What do I need before I can apply?

Before applying, it is recommended that you have: (a) a stockbroking account with a registered stockbroker; (b) a CSCS (Central Securities Clearing System) account number; and (c) a CHN (Clearing House Number). If you do not have these, you are encouraged to visit a registered stockbroker to set them up before applying. . If you do not yet have these, visit any registered stockbroker to set them up. You will also need a valid bank account and a Bank Verification Number (BVN).

28. What if I don't have a CSCS account when I apply?

It is recommended that you set up your CSCS account before applying. If you do not have any existing CSCS account at the time of application, you will be required to select a broker that is integrated with the NGX platform, and a CSCS account will be opened for you with the selected broker as your application is processed.

29. What is the minimum number of shares I can buy?

The minimum number of shares you can buy is 10 shares. Any additional amount must be in multiples of 10 (for example, 10, 20, 30, 50, 100, and so on). At the Offer Price of ₦525.00 per share, the minimum investment is ₦5,250.00.

30. How do I pay for my shares?

Payment must be made in full at the time you submit your application. The specific payment methods are those acceptable through the Electronic Application Channels specified in the Prospectus.

31. Can investors outside Nigeria participate?

The Offer is primarily for investors in Nigeria. Nigerians in diaspora who possess a valid BVN and bank account may participate. Eligible African Investors (from certain other

African countries) may participate through designated African Distribution Channels, specifically SBG Securities (Pty) Limited, Ecobank Transactional Incorporated, or their affiliates, subject to the securities laws of their respective jurisdictions. The Offer is not being made to investors in the United States, United Kingdom, Canada, Australia, Japan, or any other jurisdiction where it is unlawful to do so.

Section D: Allotment, Settlement and Listing

32. What does "allotment" mean?

Allotment is the process by which a company decides how many shares each applicant will receive. After the application list closes, the company reviews all applications and determines the "Basis of Allotment," which is the rule for distributing shares. This must be approved by the SEC before shares are allocated.

33. Will I definitely get all the shares I applied for?

Not necessarily. If the IPO is oversubscribed (more shares are requested than are available), you may receive fewer shares than you applied for. An allotment threshold will be determined, below which all applications will be fulfilled in full. Above that threshold, shares may be scaled back proportionally.

34. How will I get my shares?

The shares allotted under this IPO will be credited to your existing or new depository account with Central Securities Clearing System Plc.

35. When will my CSCS account be credited with my shares?

All things being equal, the shares will be credited to your CSCS account within fifteen (15) business days after receipt of the SEC's clearance of the Basis of Allotment.

36. What happens to my money if I don't get all the shares I applied for?

If you are allotted fewer shares than you applied for, or if your application is rejected, the unused portion of your payment will be refunded. Refunds will be made in Naira to the bank account you provided in your application.

37. When will I know how many shares I received?

The Issuer will publish an Allotment Announcement after the SEC clears the Basis of Allotment. The exact timeline will follow the Indicative Timetable published in the Prospectus.

38. Where will DPRP shares be traded?

An application has been made for the shares to be listed and admitted to trading on the Main Board of the NGX. The shares will be listed shortly after receipt of the SEC's clearance of the basis of allotment. Once listed, you will be able to buy or sell DPRP shares through a registered stockbroker, just like any other stock on the Exchange.

39. When can I start trading my shares?

You will be able to trade your shares once your CSCS account has been credited with your allotted shares and the Enterprise is officially listed on the NGX. According to the

Prospectus, CSCS accounts of successful applicants should be credited no later than fifteen (15) business days after receipt of the SEC's clearance of the Basis of Allotment.

40. How do I sell my shares after listing?

To sell your shares, contact your stockbroker and instruct them to sell on your behalf through the NGX. Your stockbroker will execute the trade, and the proceeds (less any brokerage fees and charges) will be paid to you. Where your stockbroker has a digital trading portal, you may be able to sell your shares by yourself.

Section E: Risks

41. Is this investment risky?

Yes. All investments in shares carry risk, and you could lose some or all of the money you invest. The Prospectus devotes a full section to Risk Factors, and you should read it carefully. Some investments go up in value and some go down — there is no guarantee either way.

42. What are the main risks?

Key risks highlighted in the Prospectus include: changes in global crude oil prices (the main raw material), which are affected by events like OPEC decisions and geopolitical conflicts; changes in refining margins (the difference between the cost of crude oil and the price of finished products); currency fluctuations between the US Dollar and the Naira; risks related to the planned expansion (potential delays, cost overruns, or difficulty in obtaining financing); competition from other refineries in Africa and globally; regulatory changes, including possible changes to the free zone tax benefits the Enterprise currently enjoys; and reliance on key personnel whose departure could affect operations.

43. Could the Enterprise lose money in the future?

Yes. While DPRP has reported profits, the Enterprise's financial performance depends on factors like oil prices, refining margins, and global demand for refined products. In its early years of operation (2023–2024), the Enterprise recorded losses as it was ramping up production. Future profitability is not guaranteed.

44. Can the value of my shares go down after listing?

Yes. Share prices on the NGX move up and down based on many factors including the entity's performance, investor sentiment, the broader economy, and global events. You should only invest money you can afford to hold for the long term and that you are prepared to lose in a worst-case scenario.

45. What are the risks related to the expansion programme?

The expansion programme carries execution risks including potential construction delays, cost overruns, difficulties in obtaining financing, and regulatory approvals. The programme is estimated to cost approximately US\$14.3 billion over a five-year period. The balance of the expansion programme beyond the IPO proceeds will be funded through a combination of internally generated cash flows and other financing sources, the availability of which is not guaranteed.

46. What is the free zone tax position and could it change?

The Issuer operates within the DIFZ under the OGFZ Act and currently benefits from certain tax incentives, including exemption from tax on qualifying profits. These benefits are conditional on, among other things, not more than 25% of the Issuer's sales arising

from sales into the Nigerian customs territory. With effect from 1 January 2028, profits derived from sales into the Nigerian customs territory may become subject to applicable Nigerian taxes. Changes to the free zone framework or applicable tax legislation could affect the Issuer's profitability.

Section F: Dividends and Returns

47. Will I receive dividends?

Whether the Enterprise pays dividends and how much it pays will depend on its profitability, cash flow, capital needs, and the Board's decision at the time. The shares being offered carry the right to receive dividends if and when declared by the Enterprise.

48. When might dividends start?

There is no guaranteed date for dividend commencement. Dividend payments will depend on the Enterprise generating sufficient profits and free cash flow after meeting its operational and investment needs.

49. In what currency will dividends be paid?

Dividends or other cash distributions may be paid in US Dollars, Naira, or such other currency as the Enterprise determines, in accordance with applicable law.

50. How else can I make money from this investment?

Besides dividends, you may benefit from capital appreciation — that is, if the price of the shares increases after listing, you can sell your shares on the NGX at a profit. However, share prices can also fall, so capital appreciation is not guaranteed.

Section G: Retail Investor Incentive Programme

51. Is there an incentive programme for retail investors?

Yes, subject to the receipt of all required corporate, shareholder, regulatory and other applicable approvals. The Issuer intends to implement a Retail Investor Incentive Programme designed to encourage long-term shareholding.

52. What does the Retail Incentive Programme Entail?

A Retail Investor who subscribes for and is allotted Offer Shares equal to or greater than the Minimum Subscription (10 shares) and maintains Continuous Shareholding of not less than the Minimum Subscription for twelve (12) months from the Allotment Date will become eligible to receive one (1) Incentive Share at no additional cost. A Retail Investor who maintains such Continuous Shareholding for a further twelve (12) months will become eligible to receive one (1) additional Incentive Share at no additional cost. The maximum entitlement under the Programme is two (2) Incentive Shares per eligible Retail Investor.

53. Is the Incentive Programme guaranteed?

No. The Programme is subject to the receipt of all required approvals, including shareholder approval for the issuance of the Incentive Shares and the requisite approvals of the SEC, OGFZA and NGX. As at the date of the Prospectus, these approvals have not been obtained. If any required approval is not obtained or is obtained subject to conditions that the Issuer considers unacceptable, the Issuer may amend, suspend, withdraw or discontinue the Programme.

54. What does "Continuous Shareholding" mean?

Continuous Shareholding means the beneficial ownership by a Retail Investor of Offer Shares equal to or greater than the Minimum Subscription throughout the applicable qualification period, as evidenced by the records of the CSCS and the register of members of the Issuer. If, at any time during the qualification period, the Retail Investor sells, transfers, or otherwise disposes of shares such that its holding falls below the Minimum Subscription, the Retail Investor will cease to be eligible. Subsequent acquisitions during that qualification period will not restore eligibility.

Section H: Tax Considerations

55. Will I pay tax on my dividends?

Yes. Under the Nigeria Tax Act 2025 (NTA), withholding tax of 10% is deducted at source on dividends distributed to shareholders. For non-resident shareholders, the tax deducted constitutes the final tax on such dividend income in Nigeria. Where the recipient is resident in a country with which Nigeria has a Double Taxation Agreement (DTA), a reduced rate of 7.5% or 10% may apply depending on the jurisdiction and the terms of the treaty. Investors should consult their own tax advisers for guidance specific to their circumstances.

56. Will I pay tax if I sell my shares at a profit?

The Prospectus includes information on the tax treatment of share disposals under Nigerian law. Capital gains tax rules may apply depending on the nature of the transaction and the investor's status. Please consult a tax adviser for personalised guidance.

Section I: Other General Information

57. What is a prospectus?

A prospectus is the official document that a company must prepare and register with the SEC before offering shares to the public. It contains detailed information about the company, its finances, the terms of the offering, and the risks involved. It is the most important document for any investor to read before deciding whether to invest.

58. Where can I get a copy of the prospectus?

The Prospectus can be viewed or downloaded from the Enterprise's website at <https://refinery.dangote.com/>. You can also obtain a copy from any of the Issuing Houses or Receiving Banks on the Transaction.

59. Who are the Issuing Houses?

The Issuing Houses are the financial institutions managing the IPO on behalf of the Enterprise. The Lead Issuing House is Vetiva Advisory Services Limited. There are 25 Joint Issuing Houses, including FirstCap Limited, Stanbic IBTC Capital Limited, Chapel Hill Denham Advisory Limited, and others as listed in the Prospectus.

60. Who is the Registrar?

The Registrar is Coronation Registrars Limited. The Registrar maintains the official register of shareholders and handles matters like share transfers, allotment, and the Investor Incentive Programme verification.

61. Who audits the Enterprise's accounts?

The Enterprise's financial statements are audited by Deloitte & Touche, Chartered Accountants. The Reporting Accountant (who prepared the financial information included in the Prospectus) is KPMG Professional Services.

62. Does the SEC's approval mean this is a safe investment?

No. The SEC reviews and registers the Prospectus to ensure it meets legal and regulatory requirements, but the SEC does not endorse or recommend the shares. The Prospectus states clearly: "The clearance of this Prospectus and registration of the securities shall not be taken to indicate that the Commission endorses or recommends the securities." Every investment decision is yours to make.

63. What should I do if I have more questions?

You can contact any of the Issuing Houses, Stockbrokers or Receiving Banks listed in the Prospectus during business hours. You can also visit the Enterprise's website at <https://refinery.dangote.com/> for updates. If you are unsure whether this investment is right for you, consult a stockbroker, financial adviser, or investment professional registered with the SEC.