

KEY RISKS AND CONSIDERATIONS

Below is a summary of the key risks and considerations that investors should be aware of prior to investing in the Shares. A more comprehensive list of risk factors is included in the Prospectus in section 12 under the heading "Risk Factors".

- **Market risk:** The capital invested is not guaranteed. The investment relates to ordinary shares, the value of which can go up as well as down and may have no value in case of a winding up of the Company.
- **General economic conditions:** The health of the leisure industry is directly related to conditions of the global economic, political and social environment. Any slowdown in economic growth, be it domestic or foreign, could adversely affect the Issuer's financial performance as it relies heavily on the number of visitors.
- **Visitors:** The number of visitors could be adversely impacted by factors other than the Pandemic such as decrease in public interest for marine ecology, marine life and the ocean, changes in tastes and appetite for leisure activities, or a fall in the purchasing power.
- **Forward looking statements and financial estimates:** Any dividends will be dependent on the profitability of the Company in the future. Estimates and assumptions made by the Issuer are subject to risks and uncertainties and actual events as well as the future results of the Issuer may be materially different from that expected or indicated by such statements.
- **Liquidity risk:** The Shares will be listed on the DEM market of the Stock Exchange of Mauritius which is less liquid than the Official main market. Additionally, only a maximum of 12.2% of the shareholding will be in public hands and the shares may therefore not trade actively and/or may trade at a discount to its net asset value.
- **Covid-19:** The current Pandemic shed significant uncertainty on the recovery of the leisure industry and in the event of force majeure such as new national lockdown or restrictions with respect to the recreational activities, the business may be adversely impacted. However, the Management of OML is of view that global vaccination programmes will gradually improve the situation and has taken appropriate measure to ensure appropriate sanitary protocols have been put in place at the Oceanarium.



Sponsoring Broker:

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Scan me for the
simplified prospectus

Disclaimer:

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INVEST TODAY, PROTECT TOMORROW



Odysseo
Océanarium - Île Maurice

INVEST TODAY, PROTECT TOMORROW

Your opportunity to show that you really care.
Today is the time to **ACT** and not just to **TALK**.

Join us in supporting a good cause. Odysseo* is the largest oceanarium in the Mascarene region with the ambition of raising public awareness on the role and importance of the aquatic environment for sustainability of life on our planet.

The company is today providing all our citizens an opportunity to become a shareholder alongside other key players and show that they also care for tomorrow.



*Odysseo is the trading name of Oceanarium (Mauritius) Limited. The main shareholder of OML is Société Aquarius (Eclosia Group and Clear Reef International). Other shareholders are Promotion and Development Ltd, MCB Equity Fund Ltd, Swan Life Ltd, Mauritius Ports Authority and Currimjee Jeewanjee & Co Ltd

KEY ADVANTAGES OF THE OFFER

The main advantages of the offer are:

- an opportunity to become a shareholder of OML and to tangibly support a company whose main objective is to raise public awareness on the role and importance of the aquatic environment and safeguarding of the ocean as a vital prerequisite for sustainable development;
- as a shareholder, you will also be entitled to any dividend or other distributions that OML may make to ordinary shareholders in the future;
- you will be offered a privilege status with the following advantages as from the completion of the IPO:
 - A discount of 15% on ticket prices during the first 3 years *(inclusive of any other discounts granted on entry tickets)* subject to a maximum of 10 tickets per annum;
 - A discount of 10% on all purchases at Odysseo's Gift Shop during the first year *(inclusive of any other discounts granted at Odysseo's gift shop)*.

SUBSCRIBING TO THE OFFER

To subscribe to the Offer, applicants are required to fill-in an application form which is available from the Sponsoring Broker (see contact details below) or from their usual Investment Dealer.

Below is a list of documents which should reach the Sponsoring Broker or your usual Investment Dealer at latest noon on 15 December 2021.

Please ensure that any applications sent by post are mailed sufficiently in advance so as to reach the Sponsoring Broker or your usual Investment Dealer by noon on 15 December 2021. Applications received at the offices of the Sponsoring Broker and or your usual Investment after this deadline will not be considered. The Issuer or the Sponsoring Broker or your usual Investment Dealer cannot be held responsible for applications rejected due to late reception.

DOCUMENTS NEEDED FOR INDIVIDUAL APPLICANTS:

Documents needed for individual applicants:

If you already have a CDS account:

- Duly completed and signed application form
- Signed bank transfer instruction

If you do not have a CDS account:

- Duly completed and signed application form
- Signed bank transfer instruction
- Certified copy of a Proof of Identity (NIC or Passport)
- Certified copy of a Proof of Address (utility bill not older than 6 months)
- Certified copy of an IBAN letter or the upper part of your bank statement

Please note that you can produce the original documents to the Sponsoring Broker or an Investment Dealer of your choice who will be pleased to certify the documents for you free of charge.

Documents needed for non-individual applicants:

Please contact the Sponsoring Broker or your usual Investment Dealer for a list of documents required.

CASH AND PERSONAL CHEQUES WILL NOT BE ACCEPTED



| Terms | Description |
|--------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Issuer or the Company | Oceanarium (Mauritius) Ltd ("OML") |
| No of Shares being offered | 7,000,000 |
| Offer Price per Share | MUR 10.00 |
| Maximum Amount to be raised | MUR 70,000,000 |
| Purpose of the Offer | Make the oceanarium a national project with broad ownership by offering the possibility to a large number of individual investors to hold a stake in OML. |
| Use of the Proceeds | To finance the project |
| Minimum Investment | 200 shares (MUR 2,000) |
| Offer Start Date | 01 December 2021 |
| Offer End Date | 15 December 2021 |
| Settlement Date | 15 December 2021 |
| Allotment Date | 29 December 2021 |
| First day of Trading | 06 January 2022 |
| Entry Fees | Nil |
| Listing of the Shares | Development Enterprise Market (DEM) of the Stock Exchange of Mauritius |
| Rights attached to the Shares | Each ordinary share shall give the following rights to its holder: <ul style="list-style-type: none">• one vote on a poll at a meeting of the Company on any resolution;• an equal share in dividends authorised by the Board; and• an equal share in the distribution of surplus assets of the Company |
| Form of the Shares | The Shares will be issued in registered form. No certificates will be issued |
| Shares not subscribed for | Full amount of MUR 70,000,000 is undertaken by Société Aquarius, MCB Equity Fund Ltd, Swan Life Ltd, Promotion and Development Ltd and Currimjee Jeewanjee & Co Ltd |
| Sponsoring Broker | MCB Stockbrokers Ltd |
| Registrar | MCB Registry & Securities |
| Privilege Status | Investors subscribing to this IPO will be offered a privilege status with the following advantages as from the completion of the IPO: <ul style="list-style-type: none">• A discount of 15% on ticket prices during the first 3 years <i>(inclusive of any other discounts granted on entry tickets)</i> subject to a maximum of 10 tickets per annum;• A discount of 10% on all purchases at Odysseo's Gift Shop during the first year <i>(inclusive of any other discounts granted at Odysseo's gift shop)</i>. |
| Oversubscription and allotment | In case of an oversubscription, OML intends to allocate shares between investors in a such a manner as to maximize the number of individual shareholders in OML, in line with the main objective of the IPO |