



Press Release

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Amsterdam, the Netherlands / 18 February, 2013 10:30 AM

OCI N.V. Submits Mandatory Tender Offer to Egyptian Financial Supervisory Authority

OCI N.V. announced today that it has formally filed a mandatory tender offer (MTO) to acquire all outstanding ordinary shares of Orascom Construction Industries S.A.E. (OCI S.A.E.) listed on the Egyptian Stock Exchange (EGX) with the Egyptian Financial Supervisory Authority (EFSA), in accordance with Chapter XII of Egypt's Capital Markets Law No. 95 of the year 1992.

The ordinary shares total 47,169,862 and represent 22.5% of OCI S.A.E.'s total outstanding shares. The remaining 75.5% of OCI S.A.E.'s shares were converted to OCI N.V. shares through the Company's Global Depository Receipts (GDR) Exchange Offer.

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OCI N.V. stock symbols: OCI / OCINA / OCLAS

This press release is an advertisement and not a prospectus and investors should not subscribe for any shares or other securities referred to in this press release except on the basis of information in the Offering Circular or the Supplement to the Offering Circular published by the Company in connection with the admission of the OCI N.V. Shares to listing and trading on NYSE Euronext Amsterdam. Each of the Offering Circular and the Supplement to the Offering Circular constitutes a supplement published in connection with a takeover offer for the purpose of article 16 of the European Union Directive 2003/71/EC as amended, and has been prepared in accordance with the Dutch Financial Supervision Act and the rules promulgated thereunder. Copies of the Offer Document, the Offering Circular and the Supplement to the Offering Circular are available to eligible participants on the Company's website (www.ocinv.nl). This press release does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any shares or other securities of the Company, nor shall any part of it nor the fact of its distribution form part of or be relied on in connection with any contract or investment decision relating thereto, nor does it constitute a recommendation regarding the securities of the Company.

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does not constitute an extension into the United States of the offer mentioned in this press release, nor does this press release constitute nor form part of an offer to sell securities or the solicitation of an offer to buy securities in the United States. OCI GDR Holders located or resident in the United States or who are acting for the account or benefit of, such persons will not be eligible to participate in the offer described in this press release. Offer documents, including the Offer Document and Offering Circular describing the terms of the offer will not be distributed or sent into the United States.

Some of the information in this press release may contain projections or other forward-looking statements regarding future events or the future financial performance of the Company. You can identify forward-looking statements by terms such as "expect", "believe", "anticipate", "estimate", "intend", "will", "could", "may", or "might", the negative of such terms or other similar expressions. These statements are only predictions and actual events or results may differ materially. The Company does not intend to update these statements to reflect events and circumstances occurring after the date hereof or to reflect the occurrence of unanticipated events. Many factors could cause the actual results to differ materially from those contained in the Company's projections or forward-looking statements, including, among others, general economic conditions, its competitive environment, as well as many other risks specifically related to the Company and its operations.

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