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USD \$1 billion Convertible Bond offering due 2024

Dubai, June 12, 2014: DP World Limited today (June 12, 2014) announces the final terms of its offering of USD \$1 billion senior unsecured convertible bonds due 2024 (the "**Bonds**") convertible into ordinary shares of DP World. The Bonds will bear interest at an annual rate of 1.75% and the conversion price has been set at USD \$27.1396, a 37.5% premium over the share price.

The net proceeds of the Bonds will be used to take advantage of organic and inorganic growth opportunities, diversify funding sources and general corporate purposes.

DP World Chairman, Sultan Ahmed Bin Sulayem, said: "The proceeds from the convertible bond provide us with additional financial flexibility at an extremely low interest rate to take advantage of further organic or inorganic investment opportunities in order to enhance returns to shareholders over the medium term."

DP World Group Chief Executive, Mohammed Sharaf, said: "We are taking advantage of the current low-cost financing opportunities in the convertible market to secure long-term financing so we can continue to grow our business to meet the changing needs of our customers. The issuance also allows us to diversify our funding sources and access a broader investor base."

It is intended that, following settlement of the Bonds, an application will be made for the Bonds to be listed on the Open Market (Freiverkehr) segment of the Frankfurt Stock Exchange.

J.P. Morgan Securities plc is acting as Global Coordinator, Joint Bookrunner and settlement agent on the Bond offering. Citigroup Global Markets Limited, HSBC Bank plc and UBS Limited are each acting as Joint Bookrunners on the Bond offering.

For full details please see Regulatory Announcements in the Investors section at www.dpworld.com

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About DP World

DP World has a portfolio of more than 65 marine terminals across six continents⁽¹⁾, including new developments under way in India, Africa, Europe and the Middle East.

Container handling is the company's core business and generates more than three quarters of its revenue. In 2013, DP World handled 55 million TEU (twenty-foot equivalent container units). With its committed pipeline of developments and expansions, capacity is expected to rise to more than 100 million TEU by 2020, in line with market demand.

DP World has a dedicated, experienced and professional team of around 30,000 people serving its customers around the world, and the company constantly invests in terminal infrastructure, facilities and people to provide quality services today and tomorrow, when and where customers need them.

In taking this customer-centric approach, DP World is building on the established relationships and superior level of service demonstrated at its flagship Jebel Ali facility in Dubai, which has been voted "Best Seaport in the Middle East" for 19 consecutive years.

www.dpworld.com

(1) As of February 2014.

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The offering of the Bonds (the "**Offering**") is addressed to, and directed in member states of the European Economic Area which have implemented the Prospectus Directive (the "**Prospectus Directive**") at, persons who are "qualified investors" within the meaning of Article 2(1)(e) of the Prospectus Directive (directive 2003/71/EC, as amended) ("**qualified investors**"). In addition, in the United Kingdom, the Offering is directed only at qualified investors (i) who have professional

experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Order**") and qualified investors falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "**relevant persons**"), and (ii) to whom it may otherwise lawfully be communicated under the Order. This communication must not be acted on or relied on by persons who are not relevant persons in the United Kingdom or qualified investors as the case may be. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons or qualified investors as the case may be.

Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing all of the amount invested. Persons considering making such investments should consult an authorised person specialising in advising on such investments. This announcement does not constitute a recommendation concerning the Bonds. The value of the Bonds can decrease as well as increase. Potential investors should consult a professional advisor as to the suitability of the Bonds for the person concerned.

The Joint Bookrunners, which are authorised and supervised by the Prudential Regulation Authority and are subject to regulation by the Financial Conduct Authority, are acting exclusively for the Company and no one else in connection with the Offering and will not be responsible to any other person for providing the protections afforded to clients of the Joint Bookrunners respectively or for providing advice in relation to the Offering, the Bonds or any other transaction, matter or arrangement referred to in this announcement.

Each of the Company, the Joint Bookrunners and their respective affiliates expressly disclaims any obligation or undertaking to update, review or revise any statement contained in this announcement whether as a result of new information, future developments or otherwise.

In connection with the Offering, the Joint Bookrunners and any of their respective affiliates, acting as investors for their own accounts, may subscribe for or purchase securities and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own accounts in such securities and any other securities of the Company or related investments in connection with the Bonds, the Company or otherwise. Accordingly, references to the Bonds being issued, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Joint Bookrunners and any of their respective affiliates acting as investors for their own accounts. The Joint Bookrunners 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.

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This announcement relates to an exempt offer in accordance with the Markets Rules 2012 (the "**Rules**") of the Dubai Financial Services Authority (the "**DFSA**"). This announcement is intended for distribution only to persons who meet the professional client criteria set out in Rule 2.3.2 of the DFSA Conduct of Business Rules. It must not be delivered to, or relied on by, any other person. The DFSA has no responsibility for reviewing or verifying any documents in connection with exempt offers. The DFSA has not approved this document nor taken steps to verify the information set out in it, and has no responsibility for it.