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# OASISBAUEN

HOLDINGS LIMITED

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## Pre-IPO Roadmap

*Our pathway from private holding company  
to listing on the Nigerian Exchange (NGX)*

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**OasisBauen Holdings Limited**

Abuja, Nigeria

# Executive Summary

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OasisBauen Holdings Limited is a private holding company headquartered in Abuja, Nigeria. Through our five operating platforms, we are engaged in real estate development, civil engineering and infrastructure, architecture, cross-border compliance, and investment management. This document outlines the milestones we intend to complete before approaching the public capital markets via an Initial Public Offering on the Nigerian Exchange ("NGX").

We are not seeking to list today. Our intention is to reach a sustained level of profitability, build out our governance and reporting infrastructure, and establish a track record of audited financial statements before formally engaging with the NGX listing process.

## Where we stand today

- We are **making steady progress** across all five operating platforms, with management teams in place and operations expanding.
- Our **group brand and digital presence** is being rolled out in stages as each subsidiary matures.
- A **diaspora marketing programme** targeting Nigerian investors in North America and Europe is in early production, including a dedicated video campaign.
- Our **five-platform holding structure** is formalised, with each subsidiary running its own management team and P&L; accountability under a parent governance framework.
- A **pre-IPO governance build-out** is actively underway. We are recruiting independent directors, audit-committee members, and external advisors with sector experience.

*This document is forward-looking and inherently uncertain. See the Risk Factors and Disclaimer sections at the end for important context.*

# Company Overview

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OasisBauen Holdings was formally constituted as a holding entity in 2026, building on more than two decades of operational track record across its founder-led businesses. The group is engaged in real estate, infrastructure, design, advisory, and asset management activities — primarily across Nigeria, with growing cross-border exposure to Europe and North America.

## Our five operating platforms

Platform	Focus
<b>Oasis Real Estate Development</b>	Residential and mixed-use estate development, primarily in the Federal Capital Territory and surrounding states.
<b>BaumeisterCivil</b>	Civil engineering, infrastructure, and contracting services across the construction lifecycle.
<b>OasisBridge Management</b>	Cross-border compliance and advisory services for diaspora and institutional real estate investors.
<b>OasisArc Studio</b>	Architecture, design, and master-planning across the group portfolio and external commissions.
<b>Oasis CapFund</b>	Investment management vehicle for real estate, infrastructure, and platform-level capital allocation.

Each platform operates with a dedicated head and a separate cost centre. Capital allocation between platforms is decided at the holding-company level by the Chairman, CFO, and an Investment Committee currently being formalised as part of our pre-IPO governance work.

# Pre-IPO Milestones

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The Nigerian Exchange has clear listing requirements. Beyond formal admission criteria, we intend to give the market a credible, observable track record before approaching listing. Our work programme is grouped into four tracks.

## 1. Operational maturity

- Continue building scale and resilience across all five operating platforms.
- Establish a unified group brand and digital presence as each subsidiary reaches operational readiness.
- Achieve a sustained level of group profitability, supported by a diversified mix of revenue across our platforms.
- Roll out the diaspora marketing programme and supporting video campaign to drive awareness and grow our investor pipeline.

## 2. Financial reporting and audit

- Engage a top-tier external audit firm as the group auditor.
- Produce consecutive annual audited financial statements prepared under IFRS.
- Stand up quarterly management accounts and a shareholder-style annual report.
- Publish the first formal Annual Report well ahead of the listing application.

### 3. Governance and board

- Recruit a Chairman of the Board independent of executive management.
- Add independent non-executive directors with relevant sector experience and connections.
- Establish standing Audit, Remuneration, and Nominations committees, each chaired by an independent director.
- Adopt a Code of Conduct, related-party transactions policy, and disclosure framework aligned with NGX listing rules.

### 4. Capital structure and shareholder readiness

- Formalise the share register, articles of association, and shareholder agreements ahead of any pre-IPO round.
- Conduct one or more private pre-IPO funding rounds to widen the cap table and build institutional credibility.
- Engage transaction advisors — issuing house, registrar, legal counsel, and investor relations partner — well ahead of filing.
- Where appropriate, pursue interim listing options such as the NASD OTC platform as a step toward the NGX.

# NGX Listing Pathway

The Nigerian Exchange operates two principal boards relevant to a company of our scale: the **Main Board** and the **Growth Board**. The Growth Board has lighter capitalisation and track-record requirements and is designed for emerging companies with strong growth potential. Our intent is to assess both options as we approach the readiness threshold.

Step	Description	Indicative Timing
1	Appoint Issuing House and prepare Information Memorandum	T-12 months
2	NGX listing committee pre-application engagement	T-9 months
3	Submission of formal listing application and prospectus	T-6 months
4	Securities and Exchange Commission (SEC) review and approval	T-3 months
5	Public offering and admission to trading	T-0

*Indicative timing assumes a target listing window subject to operational readiness and market conditions. We will update prospective investors as our schedule firms up.*

# Roadmap Timeline

The schedule below is our working plan. Specific dates will shift with market conditions, audit cadence, and the regulatory review timetable. We have intentionally kept this directional rather than calendar-precise.

Phase	Focus	Key deliverables
<b>Foundation</b>	<b>Today</b>	Operational scale-up across all five platforms. Diaspora marketing programme and video campaign in production. First IFRS-aligned management accounts.
<b>Build-out</b>	<b>Near-term</b>	Group brand and digital presence completed across all platforms. First independent director appointed. Audit firm engaged.
<b>First audit cycle</b>	<b>Near-term</b>	Initial full audited consolidated annual financial statements. Audit, Remuneration, and Nominations committees established.
<b>Audit cycle two</b>	<b>Mid-term</b>	Second consecutive audited financial year. Pre-IPO funding round(s). Issuing House and listing advisors appointed.
<b>Listing window</b>	<b>Target horizon</b>	NGX listing application submitted. Admission to trading targeted, subject to regulatory approval and market conditions.

# Use of Capital

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Pre-IPO capital and any future IPO proceeds will be deployed in line with the priorities below. These weights are indicative and will be refined as the listing approaches.

Allocation	Use	% Indicative
<b>Platform scale-up</b>	Operating teams, technology, and working capital across the five subsidiaries.	<b>35%</b>
<b>Project pipeline</b>	New residential estate land acquisition and infrastructure project working capital.	<b>30%</b>
<b>Marketing and diaspora outreach</b>	Diaspora video campaign, brand spend, and channel partnerships in North America and Europe.	<b>15%</b>
<b>Governance and compliance</b>	Audit, listing, legal, registrar, and investor relations infrastructure.	<b>10%</b>
<b>Reserves</b>	Working capital and contingency.	<b>10%</b>

# Risk Factors

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The path from a private holding company to a publicly listed issuer involves material risks. Prospective investors should consider the following non-exhaustive list before engaging.

- **Execution risk.** Our work programme spans operations, governance, audit, and capital structure. Delays in any of these tracks can push the entire listing schedule out.
- **Market and regulatory risk.** NGX listing requirements, Securities and Exchange Commission review timelines, and Nigerian capital markets conditions can change. Our schedule is indicative, not a commitment.
- **Profitability risk.** The roadmap assumes a sustained run of group profitability. Macro conditions, project delays, FX volatility, or capital cost increases may push that horizon out.
- **Governance risk.** We are still building our independent board and committee structure. Until that work completes, the company is governed primarily by the founder-led executive team.
- **Foreign exchange risk.** A material portion of our addressable diaspora investor base transacts in foreign currency. Naira volatility against USD, GBP, and EUR affects both pricing and reported results.
- **Concentration risk.** Our current operations are concentrated in the Federal Capital Territory and surrounding states. Geographic and segment diversification is part of the roadmap but is not yet fully realised.
- **No assurance of listing.** Nothing in this document constitutes an assurance that any IPO will occur, or that any IPO, if it occurs, will be at any particular valuation or timing.

# Contact

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