

**To: Disclosure Department**

**Egyptian Stock Exchange**

**Greetings ...**

**Kindly provide a summary of the resolutions made during the Ordinary and Extraordinary General Assembly of the company held on 12/04/2025:**

**First: Ordinary General Assembly Resolutions**

- 1) *The assembly approved the annual report of the Board of Directors and governance report on the company's activity during the financial year ended on 31/12/2024.*
- 2) *The Central Auditing report on the company's financial statements for the financial year ended on 31/12/2024, was considered.*
- 3) *The auditor's report on the company's financial statement for the year ended on 31/12/2024, was considered.*
- 4) *The financial statement and final accounts of the company for the financial year ended on 31/12/2024, have been approved.*
- 5) *The distribution of free shares of 0.379 per share has been approved, and to pay an amount of 3.50 EGP / Share as a cash dividend for the financial year ended 31 December 2024 , with the distribution to be made as follows:*
  - *1 EGP / Share will be paid within one month from the date of the General Assembly, in accordance with the legal payment period.*
  - *2.5 EGP / Share will be paid upon availability of cash liquidity, no later than 30 September 2025.*
- 6) *The Chairman and Board of Directors were discharged & disclaimed responsibility for the company's management during the financial year ended 31/12/2024.*
- 7) *The company's Board of Directors was elected for a period of three years using modern voting mechanisms /proportional / cumulative as follows:*

<i>Name</i>	<i>Representative for ;</i>	<i>Job Title</i>
<i>Ahmed Mahmoud Mohamed El-Sayed</i>	<i>Experienced</i>	<i>CEO &amp; Managing Director</i>
<i>Representative Egyptian Petrochemicals Holding Co. (ECHEM)</i>	<i>Egyptian Petrochemicals Holding Co. (ECHEM)</i>	<i>Board Member</i>
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<i>Representative Egyptian Petrochemicals Holding Co. (ECHEM)</i>		<i>Board Member</i>
<i>Representative Saudi Egyptian Investment Company</i>	<i>Saudi Egyptian Investment Company</i>	<i>Board Member</i>
<i>Representative Saudi Egyptian Investment Company</i>		<i>Board Member</i>
<i>Nader Nassry Totongey</i>	<i>Alpha Oryx Limited</i>	<i>Board Member</i>
<i>Ayman Atef Anwar</i>		<i>Board Member</i>
<i>Representative of Egyptian Natural Gas Holding Company ( EGAS)</i>	<i>Egyptian Natural Gas Holding Co. (EGAS)</i>	<i>Board Member</i>
<i>Tarek Hashish</i>	<i>Experienced</i>	<i>Board Member</i>
<i>Hassan Shawkey Kamel</i>	<i>Initial Public Offering</i>	<i>Board Member</i>

- 8) Attendance allowances and travel expenses for the Board of Directors members for the financial year ended 31/12/2025, were determined.
- 9) An auditor was appointed, and his fees was determined for the financial year ended on 31/12/2025.
- 10) The expenditure of donations during the financial year 2024, was approved and authorization was given to the Board of Directors to make donations during 2025.
- 11) Contracts of compensation concluded with related parties were approved, and authorization was given to the Board of Directors to conclude compensation contracts with those parties during 2025.

### **Second: Extraordinary General Assembly Resolutions**

*The amendments of Articles (6, 7) were unanimously approved as follows:*

#### **Article 6 of the company's articles of association before the amendment:**

*The authorized capital of the company is set at (Fifty Billion Egyptian pounds), and the issued capital of the company is set at (20791840110) (Twenty billion, seven hundred ninety-one million, eight hundred forty thousand one hundred and ten Egyptian pounds), distributed over the number of (2079184011) share, all cash shares.*

#### **Article 6 of the company's articles of association after the amendment:**

*The authorized capital of the company is set at (Fifty billion Egyptian pounds), and the issued capital of the company is set at (28681402630) (Twenty eight billion six hundred eighty-one million four hundred two thousand six hundred and thirty Egyptian pounds), distributed over the number of (2868140263) share, with a nominal value of 10 pounds per share.*

#### **Article 7 of the company's articles of association before the amendment:**

*The issued capital of the company consists of a number (2079184011) share, with a nominal value of (Twenty billion, seven hundred ninety-one million, eight hundred forty thousand one hundred and ten Egyptian pounds), and the subscription in the company's capital as follows:*

Name	Nationality	Num. of shares	Nominal Value (EGP)	Cash shares	Contribution percentage
Egyptian Petrochemicals Holding Co. (ECHEM)	Egyptian	654380645	6543806450	Cash shares	31.47%
Saudi Egyptian Investment Co. (SEIC)	Saudi	499764560	4997645600	Cash shares	24.04%
Alpha Oryx Limited	Emirati	415836798	4158367980	Cash shares	20%
Egyptian Natural Gas Holding Co. (EGAS)	Egyptian	205657495	2056574950	Cash shares	9.89%
Arab petroleum Investments corporation (APICORP)	Saudi	63072153	630721530	Cash shares	3.03%
Public Offering	-	240472360	2404723600	Cash shares	11.57%
Total		2079184011	20791840110		100%

*The company's issued capital amounts to 20,791,840,110 EGP (Twenty billion, seven hundred ninety-one million, eight hundred forty thousand, one hundred and ten Egyptian pounds), fully paid up in accordance with the conclusion of the committee report formed under the decision of Professor Dr. / Minister of Investment No. 226 of 2019, which was approved by the Economic Performance Sector of the General Authority for Investment on 21/09/2023, and concluded with:*

- The net book equity of Misr Fertilizers Production Company (MOPCO), (the merging company) on 31/12/2022 amounts to 29,644,073,400 EGP (twenty-nine billion, six hundred forty-four million, seventy-three thousand, four hundred Egyptian pounds).*
- The net book equity of Egyptian Nitrogen Products Company (ENPC) (the merged company) as of 31/12/2022 amounts to 375 USD (three hundred seventy-five US dollars), equivalent to 9,287 EGP, according to the exchange rate announced by the Central Bank of Egypt for selling the US dollar on 29/12/2022, which was 240765 EGP per dollar.*
- The total book equity of both the merging and merged companies' amounts to 29,644,082,687 EGP (twenty-nine billion, six hundred forty-four million, eighty-two thousand, six hundred eighty-seven Egyptian pounds).*
- The total book equity of both the merging and merged companies will be distributed according to a distribution ratio that reflects the market value of both companies, with 99.999968% allocated to the merging company and 0.000032% to the merged company.*
- It has been agreed to allocate the total equity of both companies, amounting to 29,644,082,687 EGP (twenty-nine billion, six hundred forty-four million, eighty-two thousand, six hundred eighty-seven Egyptian pounds), as follows: 20,791,840,110 EGP (twenty billion, seven hundred ninety-one million, eight*

*hundred forty thousand, one hundred and ten Egyptian pounds) as issued capital; 542,474,870 EGP (five hundred forty-two million, four hundred seventy-four thousand, eight hundred seventy Egyptian pounds) as legal reserve; 352,383,742 EGP (three hundred fifty-two million, three hundred eighty-three thousand, seven hundred and forty-two Egyptian pounds) as general reserve; and 7,957,383,965 EGP (seven billion, nine hundred fifty-seven million, three hundred eighty-three thousand, nine hundred sixty-five Egyptian pounds) as retained earnings.*

**Article 7 of the company's articles of association after the amendment:**

*The issued capital of the company consists of (2868140263) share with a nominal value (Twenty eight billion six hundred -eighty one million four hundred and two thousand six hundred and thirty Egyptian pounds), all of which are cash shares, and the subscription in the company's capital as follows:*

Name	Nationality	Num. of shares	Nominal Value (EGP)	Cash shares	Contribution percentage
Egyptian Petrochemicals Holding Co. (ECHEM)	Egyptian	902688490	9026884900	Cash shares	31.47%
Saudi Egyptian Investment Co. (SEIC)	Saudi	689402597	6894025970	Cash shares	24.04%
Alpha Oryx Limited	Emirati	573628047	5736280470	Cash shares	20%
Egyptian Natural Gas Holding Co. (EGAS)	Egyptian	283695209	2836952090	Cash shares	9.89%
Arab petroleum Investments corporation (APICORP)	Saudi	87005181	870051810	Cash shares	3.03%
Public Offering	-	331720739	3317207390	Cash shares	11.57%
Total		2868140263	28681402630		100%

*Financed from the financial statements for the financial year ended 31/12/2024 as follows:*

- The amount of 7889562509 EGP resulting from the merger.
- The amount of eleven Egyptian Pounds from the Retained Earnings.

*Yours sincerely,*

*Assistant Vice President for IR*

*Ahmed El-Sayed*

*Accountant / Ahmed El-Sayed*