



The Arab Dairy Products Co.
الشركة العربية لمنتجات الألبان - أراب ديري - باندأ
ش.م.م - خاضعة لقانون الإستثمار



The Arab dairy products Co. Panda
report of the board attached to the financial statements For the fiscal year ended
December 31, 2025

(Prepared in accordance with the provisions of Article 40 of the registration rules)

The Arab Dairy Products co. (Arab Dairy) Panda	Company name
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Basic data

Production of all dairy products and all types of cheese, especially dry and cooked cheese			Company purpose
24/1/2001	Date of listing on the stock exchange	25 years	Duration of the company
One pound	Nominal value of the share	Law No. 72 of 2017	The law to which the company is subject
500 million pounds	Latest Capital Source	500 million pounds	The last authorized capital
No. 151100	Commercial registration number	500 million pounds	Last paid-up capital
15/7/2020	Date of registration in the commercial register		

Investor Relations:

Hany Ibrahim Megahed			Investor Relations Manager
Mobile: 01001644511 Email:Hmegahed@arabdairy.com			Head Office Address
Sandbis - Qanater Charity Center - Qalyubia			Phone Numbers
26241884	Fax Numbers	2604484 2604482	Website
www.arabdairy.net			E-mail Address
info@arabdairy.com			

Auditor of accounts:

Mohammed Ahmed Abu Al Qasim (United Audit, Tax, Consulting and Financial Services Office United office members) UHY			Name of the auditor
06/ 07/2022			Date of appointment
02/09/2003	Date of registration with the authority	359	Registration number of the authority



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The structure of shareholders and the percentage of ownership of the members of the board of directors:

The ratio %	Number of shares at the date of the financial statements	Holders of 5% of the company's shares and more
%36.219	181093734	Gadwa Industrial Development
% 12.188	60938806	Baraka for trade and investment
% 8.761	43807587	El Hessn For Consulting Co.
% 57.168	285840127	Total

The ratio %	Number of shares at the date of the financial statements	Ownership of the company's shares by the members of the board of directors
%36.658	181093734	Gadwa Industrial Development
%12.188	60938806	Baraka for trade and investment
%0.000661	3303	PFA consulting co. PFA
%48.407	242035843	Total ownership of board members

The ratio %	Number of shares according to the last previous disclosure statement	Treasury shares of the company according to the date of purchase
1.13 %	5.650.000	From 04/09/2024 to 02/10/2024
0.496 %	2.480.000	From 10/10/2024 to 07/11/2025
1.626 %	8.130.000	Total treasury shares

Board of directors:

The last composition of the board of directors:

Adjective (Executive-Non-Executive-Independent)	Representative body	Career	Name
Non-Executive	Representative of gadwa Industrial Development Company	Chairman of the Board	Ahmed Abd El , Halim Rushdi Mohamed
Executive	Representative of gadwa Industrial Development Company	Vice Chairman & Managing Director of Investment	Yasser Mohamed Zaki Ibrahim
Executive	Representative of gadwa Industrial Development Company	Board Member	Khaled Muhamad Osama Alsadiq
Non-Executive	Representative of Baraka Trading & Investment Company	Board Member	Asma Muhammad Ibrahim Ali Al-Attar
Non-Executive	Representative of PFA Consulting	Board Member	Yara Mohamed Hisham Mustafa Kamal
Independent		Board Member	Nevine Ahmed Mohamed Mahmoud El-Missiri
Independent		Board Member	Ahmed Abd El , Rahman Mohamed Mohamed

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* Changes in the composition of the council during 2025:

There is no

Board of directors meetings:

(Number of board meetings held during the year) 06 times during 2025

Annual Self-Assessment of Board Members' Performance:

In accordance with the Egyptian Stock Exchange's listing rules and the Board of Directors' commitment to implementing best governance practices and promoting transparency, the Company's Board of Directors conducted an annual self-assessment of the performance of its members. The purpose of this assessment was to evaluate the efficiency and effectiveness of the Board and its members in fulfilling their duties and responsibilities. It was found that the Board of Directors comprises members with extensive and diverse expertise in various fields, which drives the improvement of the company's performance.

Furthermore, the diversity of expertise and competencies within the company's Board of Directors serves as a significant catalyst for the development of the company's business results.

The members of the Board of Directors attended the Board meetings held during 2025, and all members participated positively and effectively in the Board's work while contributing strategically to decision-making processes. The governance report for the same financial period indicates the members' commitment to attending Board and committee meetings.

Translated with DeepL.com (free version)

Audit committee:

The last composition of the audit committee

Adjective	Name
Chairman of the Committee	Mr. Ahmed Abdel Halim Roshdy Mohamed Al-Arousi
Committee Member	Mr. Hany Ibrahim Abdel Rahman Mostafa
Committee Member	Mr. Ahmed Hamdi Helmy Kassem

Statement of the committee's terms of reference and the tasks assigned to it:

A- examining and reviewing the company's internal control procedures and the extent of compliance with their application.

B- studying the accounting policies followed and the changes resulting from the application of new accounting standards.

C- examining and reviewing internal audit mechanisms and tools, procedures, plans and results, studying internal audit reports and following up on the implementation of its recommendations.

D - examine the procedures followed in the preparation and review of the following: - Periodic and annual financial statements. - Prospectuses of subscription and public and private offering of securities. - Estimated budgets, including cash flow statements and estimated income statements.

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E-examining the draft preliminary financial statements before presenting them to the board of directors in preparation for sending them to the auditor.

F-propose the appointment of auditors, determine their fees and consider matters related to their resignation or dismissal in a manner that does not violate the provisions of the law.

G-expressing an opinion on the authorization to assign auditors to perform services for the benefit of the company other than auditing the financial statements and on the estimated fees thereof, without prejudice to the requirements of their independence.

H-studying the auditor's report on the financial statements and discussing it with the comments and reservations contained therein, following up on what has been done about it and working to resolve differences in views between the company's management and the auditor.

I-ensure that a report is submitted to the board of directors by one of the unrelated specialized experts on the nature of the operations and transactions concluded with the related parties and the extent to which they violate or harm the interests of the company or its shareholders.

The work of the committee during the year:

(4) Time	Number of times the Audit Committee meets
Yes	Have the committee's Reports been presented to the company's Board of directors
There is no	Did the Committee's reports contain substantive observations that needed to be addressed
There is no	Has the Board of Directors addressed the substantive observations

Company personnel data:

2.087 workers	Average number of employees in the company during the year
149.784 EGP	Average income of a worker during the year

The system of proof and motivation for employees and managers of the company (if any):

There is no

Violations and procedures related to the capital market law and registration rules:

No penalties have been imposed on the company (except for fines for late submission of financial statements due to the large volume of business)

The company is committed to complying with the listing rules, Companies Law No. 159 of 1981, Capital Market Law No. 95 of 1992, and their implementing regulations, particularly with regard to the disclosures and statements made available to shareholders in a timely manner.

A statement of the details of the transactions made with the related parties:

- Execution of a contract for the sale of all the Company's products at the best available prices with Panda Trading & Distribution LLC (a related party), as approved by the Company's Ordinary General Assembly on 05/05/2025.
- Execution of a contract for the sale of all the Company's products at the best available prices with Arab Advanced Trading LLC (a related party), as approved by the Company's Ordinary General Assembly on 05/05/2025

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ت/ف: ٤٢٤٤٤٠٠٥ - ٤٢٤٤٤٠٠٧ - ٤٢٤٤٤٠٢٢ - ٤٢٤٤٤٠٢٣ (+٢٠٢)
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The Ordinary General Assembly approved on 05/05/2025 the following contracts:

Terms and details	The value of the contract / transactions (in thousand pounds)	The Associated group	Major contributors
Supply, manufacturing, and distribution of food products in accordance with supply orders	135.955.898	Panda Trading & Distribution	Arab Dairy Products Co. – Arab Dairy Panda
Supply, manufacturing, and distribution of food products in accordance with supply orders	-	Arab Advanced Trading	Arab Dairy Products Co. – Arab Dairy Panda

The company's contribution during the year to community development and environmental conservation

There is no

Report

Board of Directors Report on Company Activities for the Fiscal Year Ended December 31, 2025

To the esteemed members of the Company's General Assembly,
Greetings and respect,

The Board of Directors of the company is pleased to present its report on the company's activities during the fiscal year ended December 31, 2025, as follows:

Introduction:

During the fiscal year ended December 31, 2025, the company commenced its specified production activities, which primarily involve the production of white, dried, and cooked cheese for sale in both domestic and international markets (export).

Firstly, Income Statement Items:

-The company's total production during the fiscal year ended on December 31, 2025, amounted to 25,653 tons compared to 36,013 tons in the previous year, representing an decrease of approximately 28 %.

-The company's total sales amounted to 2.47 billion pounds, distributed between domestic sales of about 1.51 billion pounds and external sales (exports) of about 960 million pounds.

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-The sales development during 2025 compared to 2023 is as follows (in thousands of pounds):

Sales	2025	2024	Development	Percentage
Sales Local	1,513,344	1,542,006	(28,662)	-2%
Export Sales	959,528	1,523,761	(564,233)	-37%
Total	2,472,872	3,065,767	(592,895)	-19%

- Financing expenses for the fiscal year ended on December 31, 2025, amounted to approximately 321.9 million pounds, representing 13% of sales, compared to about 238.4 million pounds in 2024, representing 7.77% of sales.
- The net loss (before taxes) for the mentioned fiscal year reached approximately 259.9 million pounds (net loss of approximately 201 million pounds after taxes) compared to a net profit of about 108.1 million pounds before taxes in the previous year (net profit of about 82 million pounds after taxes).

Number of Employees and Total Employee Salaries:

The average number of employees during the year 2025 was 2,087 workers, and the wages and equivalents during 2025 amounted to approximately 313 million pounds, with an average annual income per worker of about 149,784 pounds. Meanwhile, the average number of employees during the year 2024 was 1,908 workers, and the wages and equivalents during the year amounted to approximately 234 million pounds, with an average annual income per worker of about 122,660 pounds.

Donations During the Year 2025:

The company's Ordinary General Assembly, in its session number 73 held on May 5, 2025, approved authorizing the Board of Directors to make donations during the fiscal year ending on December 31, 2025. Accordingly, donations amounted to 53,000 pounds during the year 2025, compared to donations of 513,805 pounds during the year 2024.

Secondly: Company's Financial Position as of December 31, 2025

1- Fixed Assets

1/1 - The total value of fixed assets as of December 31, 2025, amounted to approximately 1.18 billion pounds (net approximately 928.9 million pounds), compared to about 544.5 million pounds as of December 31, 2024 (net approximately 317.9 million pounds).

2/1 - The book value of land amounted to about 108 million pounds.

2- Investments in Subsidiary and associates Companies

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1/2 - The value of investments in the subsidiary company (Arab Trading Development Company) as of December 31, 2025, amounted to 2.25 million pounds, representing 80% of the issued and paid-up capital of the subsidiary company, which amounts to 3 million pounds. This is compared to the same value and percentage as of December 31, 2024. The Arab Trading Development Company engages in trading various raw materials, packaging materials, finished products, industrial and food commodities, retail and wholesale distribution, government and private supplies, as well as commercial agencies, both local and foreign, for distribution and sales.

2/2 - The value of investments in the associates' company (Panda Trading and Distribution Company) as of December 31, 2025, amounted to 1,000,003 pounds, representing 50% plus a share of the issued and paid-up capital of the subsidiary company, which amounts to 2 million pounds. This is compared to the same value and percentage as of December 31, 2024.

Thirdly: Future Plans

1- The company expects to achieve sales of approximately 3.7 billion pounds in 2026, an increase of about 1.3 billion pounds from 2025, with a growth rate of approximately 51%. This increase is manifested as follows:

- An increase in domestic sales by about 339 million pounds from 2025, with a growth rate of approximately 22%.
- An increase in export sales by about 932 million pounds from 2025, with a growth rate of approximately 97%.

2- The investment budget for the year 2026 for all departments of the company is estimated at 50 million pounds.

May God grant success, and every year, you are well

Chief Executive Officer

Ahmed Abdelhalim Alarousy



Ahmed
ع.أ.ر.وسى

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ت/ف: ٢٥١٧٧٩٥١ - ٢٥١٧٧٩٥٢ - ٢٥١٧٧٩٥٣ - ٢٥١٧٧٩٥٤ (+٢٠٢)
ت/ف: ٢٥١٧٧٩٥٩ - ٢٥١٧٨٩٣٥ - ٢٥١٧٨٩٣٦ - ٢٥١٧٨٩٣٧ (+٢٠٢)
لمصنع: سنديس - القناطر الخيرية - قلاويبة
ت/ف: ٢٦٠٤٣٢٠ - ٢٦٠٤٣٣٥ - ٢٦٠٤٤٨٢ - ٢٦٠٤٤٨٤ (+٢٠١٣)
ت/ف: ٤٢٤٤٤٠٠٤ - ٤٢٤٤٤٠٠٥ - ٤٢٤٤٤٠٠٧ - ٤٢٤٤٤٠٢٣ (+٢٠٢)
لخط ساخن: ١٦٩٣٢