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Minutes of the Board Meeting
Ferchem Misr for Fertilizers and Chemicals Co. (S.A.E.)
Session No. (142) (04/2026) Held on Wednesday, 22-04-2026

On Wednesday, 22-04-2026, at exactly 3:00 P.m., the Board of Directors of Ferchem Masr for Fertilizers and Chemicals Co. (S.A.E.), subject to the provisions of Law No. (8) of 1997 and its Executive Regulations, with an issued capital of EGP 800,000,000, and registered under Commercial Registration No. 5318 with the Investment Commercial Registry Office – Cairo, convened its meeting at 17 Kasr El Nile Street– 4th Floor – Abdeen – Cairo Governorate, based on an invitation from Eng. Ali Maher Mohamed Ali Salem Ghoneim, Chairman of the Board of Directors of the company.

The meeting was attended by the following members:

Name	Position
1. Eng. Ali Maher Mohamed Ali Salem Ghoneim	Chairman of the Board (representing Polyserve for Fertilizers) – Non-Executive
2. Eng. Samir Ahmed Abdelnaby Hassan	Vice Chairman & CEO (representing Polyserve for Fertilizers & Chemicals)
3. Eng. Mohamed Abdelhamid El-Sayed Nasser	Board Member (representing Polyserve for Fertilizers)
4. Eng. Ahmed Abdelhamid El-Sayed Nasser	Board Member (representing Polyserve for Fertilizers)
5. Eng. Tarek Mohamed Montaser Fouad Ali Sabry	Managing Director (representing Polyserve for Fertilizers)
6. Ms. Nourhan Abdelsalam Abdelsalam Mostafa El-Gebaly	Board Member (representing Polyserve for Fertilizers)
7. Ms. Nahla Abdelsalam Abdelsalam Mostafa El-Gebaly	Board Member (representing Polyserve for Fertilizers)
8. Dr. Mohamed Abdelrahman Ahmed Zaid	Board Member (representing Polyserve for Fertilizers)
9. Eng. Mohamed Kamal El-Din Mohamed Nasser	Board Member (Independent)
10. Mr. Saleh Abou El-Yazid Saleh Nasif	Board Member (Independent)

Eng. / Ali Maher Mohamed Ali Salem Ghoneim, Chairman of the meeting, welcomed the attendees. He then nominated Ms. / Tahany Mahmoud Douhan to act as Secretary of the meeting, and the Board approved this appointment.

Chairman of the board

Eng. Ali Maher Mohamed Ali Salem Ghoneim

Board secretary

Mrs. Tahany Mahmoud Douhan

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After deliberating on the agenda items, the Board of Directors unanimously resolved the following decisions:

Type of arrangement	Details
b- Marketing commission for local products	Up to 2% of the value of the items marketed by the company

First:

Approval of the profit distribution proposal for 2025

Resolution:

The Board of Directors unanimously approved the proposed profit distribution for the fiscal year 2025, to be submitted to the nearest Ordinary General Assembly of the Company for approval.

Proposed Profit Distribution up to 31-12-2025

Item	Amount
Retained earnings from 2024	175,790,346
Net profit for the year ended 31-12-2025	2,184,285,878
Total retained earnings & annual profit	2,360,076,224
(-) 5% Legal reserve	109,214,294
(-) 5% Statutory reserve	109,214,294
Employees' share	55,268,412
Board of Directors' bonus (2%)	38,517,146
Cash dividends to shareholders (EGP 1.25 per share) or equivalent in USD at the exchange rate on the date of the General Assembly	500,000,000
Remaining balance (retained earnings)	1,547,862,078

Second:

Approval of related party (reciprocal) contracts for 2026

Resolution:

The Board of Directors unanimously approved the related party (reciprocal) contracts for the year 2026, to be submitted to the nearest Ordinary General Assembly of the Company for approval.

1- International Fertilizers Company for the year 2026

Type of transaction	Value (EGP million)
a- Dealing in all products of Ferchem Masr Fertilizers & Chemicals	2000

Type of arrangement	Details
b- Marketing commission for local products	Up to 2% of the value of the items marketed by the company

Chairman of the board

Eng. Ali Maher Mohamed Ali Salem Ghoneim

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Board secretary

Mrs. Tahany Mahmoud Douhan



2- International Agricultural Crops Company – Year 2026

Type of transaction	Value (EGP million)
a- Dealing in all products of Ferchem Masr Fertilizers & Chemicals	2000

3- Al Safa International Company – Year 2026

Type of transaction	Value (EGP million)
Dealing in all products of Ferchem Masr Fertilizers & Chemicals	2000

4- Global Fertilizers Company – Year 2026

Type of transaction	Value (EGP million)
Dealing in all products of Ferchem Masr Fertilizers & Chemicals	126

5- Sanabel Shipping & Transport Company – Year 2026

Type of transaction	Value (EGP million)
Transport, shipping & storage services	170

6- Polyserv Export & Import Company – Year 2026

Service Type	Export	Import
Export services	—	USD 3
Import services	USD 2	—

7- Avofco Company – Year 2026

Type of transaction	Value (EGP million)
Warehouse rental	10
Sale of production supplies	5

8- C-Service Company – Year 2026

Type of transaction	Value (EGP million)
Unloading and transport of sulfur	50

Chairman of the board

Eng. Ali Maher Mohamed Ali Salem Ghoneim

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Board secretary

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Mrs. Tahany Mahmoud Douhan

9- Alltech Egypt Company – Year 2026

Type of transaction	Value (EGP million)
Supply of consumables and maintenance services	5

10- Agreen Serve Company – Year 2026

Type of transaction	Value (EGP million)
Dealing in all products of Ferchem Masr Fertilizers & Chemicals	151

11- Ibteda for Chemical Industries – Year 2026

Type of transaction	Value (EGP million)
Dealing in all products of Ferchem Masr Fertilizers & Chemicals	800

The Chairman of the Board is authorized to issue the invitation, determine the date and venue of the meeting, and set the agenda items.

The Board authorized each of the following:

Mr. Mohamed Abdel Fattah Mohamed, Ms. Engy Hussein El-Ashiry, Mr. Khaled Abdel Wahab Hashem, Mr. Mohamed Galal Kamel, Mr. Mohamed Abdel Meguid Ahmed, Ms. Heba Abdel Kawi Mohamed, Mr. Mohamed Hany Saeed, Mr. Youssef Tamer Tawfik, Mr. Ahmed Ayman Abdel Halim, Mr. Omar Abou Bakr Mohamed, and Mr. Marwan Wael Aziz, attorneys at Matouk Bassiouny & Hennawy Law Firm, each individually, to take all necessary actions to register the Board Meeting Minutes with the General Authority for Investment and Free Zones (GAFI).

They are granted full authority to receive and deliver documents, sign on behalf of the company before the competent authorities, and complete all formalities required for the registration of the minutes and updating the Commercial Register accordingly.

At the end of the meeting, the Chairman thanked all attendees, and the meeting was adjourned at 3.30 Pm. on the same day.

Chairman of the board

Eng. Ali Maher Mohamed Ali Salem Ghoneim

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Board secretary

Mrs. Tahany Mahmoud Douhan

Declaration:

I, Eng. Ali Maher Mohamed Ali Salem Ghoneim, in my capacity as Chairman of the Board and Meeting Chairman, hereby assume full legal responsibility for the accuracy of the information, events, and procedures recorded in this minutes of meeting, as well as for the validity of signatures therein, in relation to third parties, shareholders, and the General Authority for Investment and Free Zones. I further acknowledge the retention of all supporting documents and records related to this meeting at the company's headquarters, ensuring their compliance with the provisions of the law, the company's Articles of Association and its amendments, and the company's contract and its amendments, with a commitment to providing them upon request.

Chairman of Board

Eng. Ali Maher Mohamed Ali Salem Ghoneim

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Declaration

I, Ali Maher Mohamed Ali Salem Ghoneim, non-executive Chairman of Ferchem Misr for Fertilizers & Chemicals Co. (S.A.E), registered under Commercial Registration No. 5318 with the Cairo Investment Commercial Registry, hereby declare that the company does not operate in the Sinai Peninsula region, and that it does not have any locations, branches, offices, or agencies in that area.

I also confirm that the Articles of Association submitted with the documents related to the Board of Directors meeting held on 22/04/2026 reflect the most current status of the company.

This is a declaration made by me, and I assume full legal responsibility for the accuracy of the information provided herein, in relation to all parties, with no liability for the General Authority for Investment and Free Zones (GAFI).

Chairman of Board

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Eng. Ali Maher Mohamed Ali Salem Ghoneim