الشركة الدولية للمحاصيل الزراعية
شركة مساهمة مصرية
International Co. For Agricultural Crops
معاً نحصد الخير

Minutes of the Board of Directors Meeting
International Company for Agricultural Crops

No. 236 (6-2026)
Held on Sunday, September 6, 2026

Following the invitation extended by Eng. Abdelsalam Abdelsalam Mostafa El-Gebaly, Chairman of the Board of Directors, to the esteemed Board members to convene a meeting on Sunday, September 6, 2026, at 2:30 PM at the following address: 22 Syria Street – Mohandessin – Giza.
The meeting was held and participated in through physical attendance as well as modern communication methods via Zoom.
The meeting was attended by the following individuals:

S.N.	Name	Capacity
1	Eng. Abdelsalam Abdelsalam Mostafa El-Gebaly	Chairman of the Board - Non-Executive (does not engage in management duties)
2	Mr. Ahmed Shawky Mohamed El-Sayed Montaser	Managing Director and Chief Executive Officer (CEO)
3	Ms. Nourhan Abdelsalam Abdelsalam Mostafa El-Gebaly	Managing Director representing the International Company for Fertilizers and Chemicals (S.A.E.)
4	Ms. Nahla Abdelsalam Abdelsalam Mostafa El-Gebaly	Board Member - Non-Executive representing the International Company for Fertilizers and Chemicals (S.A.E.)
5	Mr. Magdy Mohamed Nabil Mahmoud	Board Member - Non-Executive
6	Mr. Mohamed Abdelfattah Mohamed Abdelsalam	Board Member - Non-Executive (Part-time)
7	Mr. Mohamed Abdallah Sherif Farag	Board Member - Non-Executive
8	Mr. Hamdy Abdellatif Abdelsalam Abdellatif	Board Member - Independent Non-Executive
9	Mr. Abdelhamid Badr Mohamed El-Shaboury	Board Member - Independent Non-Executive
10	Mr. Ahmed Nafeh Fahmy Fahmy Abdelmajeed	Representing Medfert Egypt for Investment by virtue of an authorization

The previous Board of Directors minutes No. 235 (5-2026), held on Monday, July 20, 2026, were reviewed.
The meeting's Chairman, Eng. Abdelsalam Abdelsalam Mostafa El-Gebaly, declared the validity and legality of the meeting in accordance with Article (28) of the Company's Articles of Association. Mr. Mohamed Said Abdelmonem was appointed as Secretary. Following discussions, the Board unanimously resolved to issue the following decisions:

Board Secretary | **Chairman of the Board**

Accountant / Mohamed Said Abdelmonem | **Eng. / Abdelsalam Abdelsalam Mostafa El-Gebaly**

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First decision:

The Board unanimously approved the ratification of the Audit Committee's minutes regarding the financial statements for the period from July 1, 2025, to June 30, 2026.

Second decision:

Discussion and approval of the Company's financial statements (separate and consolidated) for the period from July 1, 2025, to June 30, 2026, along with the Board of Directors' Report on the Company's activities for the same period, to be submitted and presented to the Company's Ordinary General Assembly.

Third decision:

Discussion of the Corporate Governance Report for the fiscal year ended June 30, 2026.

Fourth decision:

Discussion of the Annual Disclosure Report on Environmental, Social, and Governance practices related to sustainability (ESG) for the fiscal year ended June 30, 2026.

Fifth decision:

The Board resolved not to distribute dividends to shareholders and to carry forward the profits to the next year, and to present this proposal to the Ordinary General Assembly.

Sixth decision:

The Board of Directors resolved to form a permanent Investment Committee consisting of five non-executive members as follows:

S.N.	Member Name	Capacity
1	Mr. Nafeh Fahmy Fahmy Abdelmajeed	Chairman (Board Member - Non-Executive representing Medfert Egypt for Investment)
2	Mr. Magdy Mohamed Nabil Mahmoud	Vice Chairman (Board Member - Non-Executive.)
3	Ms. Nahla Abdelsalam Abdulsalam Mostafa El-Gebaly	Member (Board Member - Non-Executive representing the International Company for Fertilizers and Chemicals S.A.E.)
4	Mr. Hamdy Abdellatif Abdelsalam Abdellatif	Member (Board Member - Independent Non-Executive)
5	Mr. Abdelhamid Badr Mohamed El-Shaboury	Member (Board Member - Independent Non-Executive)

Board Secretary **Chairman of the Board**

Accountant / Mohamed Said Abdelmonem **Eng. / Abdelsalam Abdelsalam Mostafa El-Gebaly**

Mr. Mohamed Said Abdelmonem Mohamed was appointed as the Committee's Rapporteur and Secretary. The Committee shall be responsible for reviewing and developing the Company's current and proposed activities and investments, including subsidiaries and affiliates, and studying investment decisions, funding sources, dividend distribution proposals, and expansion and restructuring alternatives based on financial, technical, and economic feasibility studies.

The Committee is also responsible for overseeing the Executive Management's preparation of the business plan, monitoring its execution, reviewing the organizational structure, investment and financing policies, submitting its periodic recommendations and reports to the Board, and adopting its attached charter.
The Committee may seek the assistance of external experts after obtaining the Board's approval regarding the assignment and fees, while strictly observing information confidentiality and conflict of interest guidelines.

Seventh decision: To invite the Extraordinary General Assembly to convene on Wednesday, September 30, 2026, at 2:30 PM at the Company's headquarters (79 El-Geish Street, Mansoura) to amend Articles (25, 31, 32, 39, 56) of the Company's Articles of Association.

Eighth decision: Convocation of the Ordinary General Assembly to meet on Wednesday, October 7, 2026, at 2:30 PM at the Company's headquarters (79 Al-Geish Street, Mansoura) to consider the following agenda:

1. Consider ratifying the Company's Board of Directors' report on the Company's activities for the fiscal year ended June 30, 2026, and its attachments.

2. Consider approving the Company's auditor's report on the financial statements for the fiscal year ended June 30, 2026.

3. Consider approving the Company's financial statements (standalone and consolidated) for the fiscal year ended June 30, 2026.

Board Secretary	**Chairman of the Board**
Accountant / Mohamed Said Abdelmonem	**Eng. / Abdelsalam Abdelsalam Mostafa El-Gebaly**

4. Consider discharging the Chairman and members of the Board of Directors and releasing them from liability regarding the Company's activities for the fiscal year ended June 30, 2026.

5. Discuss the proposal not to distribute dividends to shareholders and to carry forward the profits to the next year.

6. Consider reappointing the auditor and determining their fees for auditing the standalone and consolidated annual financial statements, as well as for the limited review of the standalone and consolidated quarterly financial statements for the fiscal year ending on June 30, 2027.

7. Consider authorizing the Company's Board of Directors to make donations during the fiscal year ending on June 30, 2027, and ratifying donations made during the fiscal year ended on June 30, 2026.

8. Consider approving the report on the implementation of corporate governance rules for the fiscal year ended on June 30, 2026, and the auditor's report thereon.

9. Consider approving the annual report on Environmental, Social, and Governance (ESG) sustainability practices for the fiscal year ended on June 30, 2026.

Ninth decision: The Board unanimously approved the delegation of Mr. Sami Ahmed Abdelrahman, Mr. Hassan Khalifa Fekry, Mr. Mohamed Refaat Mahmoud Zaki, Mr. Ibrahim Mohamed Mohamed El-Metwally, Mr. Amr Mohamed Ibrahim Mohamed Badawy, Mr. Ahmed Said Mohamed Mohamed, Mr. Mohamed Ahmed Mohamed El-Sayed, Mr. Mohamed Said Abdelmonem Mohamed, and Mr. Abdo Mohamed Mohamed Rashad, jointly or severally, to communicate the aforementioned resolution to administrative authorities, register it with the Commercial Registry, Chamber of Commerce, General Authority for Investment and Free Zones (GAFI), and authenticate and sign the contract before (Notary Public).

The meeting ended at 5:30 PM.
Peace be upon you, and the mercy and blessings of Allah.

الشركة الدولية للمحاصيل الزراعية ش.م.م
س.ت ٧٦٤٦٤
إستثمار القاهرة ٢٠٠٥/١٠/٢-٠٦٧/٣/١٤٥
ب.ض
مأمورية ضرائب مركز كبار الممولين

Board Secretary

Accountant / Mohamed Said Abdelmonem

Chairman of the Board

Eng./ Abdelsalam Abdelsalam Mostafa El-Gebaly

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DECLARATION

The Chairman of the meeting declares full legal responsibility for the validity, authenticity, and accuracy of the data, facts, and convention procedures set forth in these minutes dated September 6, 2026, vis-à-vis shareholders, third parties, and the General Authority for Investment and Free Zones (GAFI). The Chairman further acknowledges the retention of all supporting documents and instruments for the proceedings of this meeting at the Company's headquarters, confirming their compliance with the provisions of the law, the Company's Articles of Association and its amendments, or the Company's Incorporation Contract and its amendments, and undertakes to submit them upon request.

Board Secretary	Chairman of the Board
Accountant / Mohamed Said Abdelmonem	Eng. / Abdelsalam Abdelsalam Mostafa El-Gebaly

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