

Summary of Ibnsina Pharma

Extraordinary General Assembly Meeting's Decisions

Held on 05/10/2025

Based on the invitation from the Chairman of the Board of Directors of Ibnsina Pharma (subject to the provisions of Law No. 159 of 1981, registered in the Commercial Register under No. 10724, Cairo Investment Commercial Registry Office) to the company's shareholders, the auditor, and the administrative authorities, to attend the 2nd round of the Extraordinary General Assembly meeting of the company on Sunday, 5 October, at 2:30 PM, the assembly convened. The meeting was managed from the company's headquarters located at 234 Street, North 90th Street, Fifth Settlement, New Cairo. Participation took place via remote communication and voting technology without the usual physical presence, in implementation of Resolution No. 150 of 2022 issued by the Financial Regulatory Authority's Board of Directors. This resolution allows the attendance of general assemblies through modern communication techniques and remote voting, enabling all shareholders to participate in the assembly, whether inside or outside the Arab Republic of Egypt. The company contracted with Misr Information Dissemination Company (EGID) of the Egyptian Stock Exchange, using the EMAGLES application designed for remote attendance and voting procedures.

The Chairman of the meeting announced the quorum and confirmed the validity and legality of the meeting. The Assembly then proceeded to discuss the agenda and made the following decisions:

1-Approval of adding a new chapter to the company's articles of association for "Rewarding and incentivizing employees and managers (ESOP)" as follows:

- Article (66) General Provisions

Subject to the provisions of Article 48 of Law No. 159 of 1981 and Articles 149, 150, 151, 151', 152, 152', and 196 of the executive regulations of the Law for Joint Stock Companies, partnerships Limited by Shares, and Limited Liability Companies No. 159 of 1981, the Extraordinary General Assembly of the company may, based on a proposal from the Board of Directors, adopt one or more of the following systems to Employee Stock Ownership Plan ESOPs for employees and managers, or both:

- 1- Granting free shares.
- 2- Granting shares at preferential prices or through easy payment methods.
- 3- A promise to sell shares after a specified period or periods and upon fulfilling certain conditions according to the company's pledge to sell.



The extraordinary general assembly determines how to provide the necessary shares to implement any of these systems, whether through issuing new shares, the company repurchasing its shares, or converting the reserve funds, or part of them, into share purchases that increase the issued capital.

The approval of the extraordinary general assembly for one or more of the above-mentioned schemes shall be in accordance with the rules and procedures stipulated in the Minister of Investment's Decision No. 282 of 2005 and any other amendments.

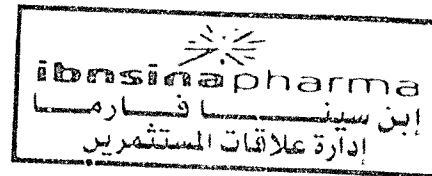
The decision of the extraordinary general assembly shall determine the eligibility conditions for employees and directors to the shares allocated under the scheme, including conditions related to the duration of service, rank, competence, and other requirements. In all cases, the company may entrust the management of one or more of the schemes approved by the extraordinary general assembly, based on a decision by the board of directors, to any of the following entities:

- Licensed custodians authorized to carry out this activity by the Financial Regulatory Authority:
- One of the companies operating in the field of securities.
- The contributing workers union.

Article (67) Distribution of Profits and Liquidation

Proceeds Subject to the provisions of Articles (55), (56), (57), and (58) of these Articles of Association, every employee or director to whom ownership of any of the company's shares has been transferred under any of these schemes shall be entitled to the share of those shares in any profit distribution or liquidation proceeds, provided that they have fully paid the price for them to the company legally or by judgment, unless the shares are granted for free. Nevertheless, if the extraordinary general assembly approves a scheme that grants shares to employees or directors, or both, under facilitated payment conditions, the owner of each share from those shares must receive at least a proportion of the profit distribution equivalent to the portion of the price they have paid for those shares.

The employee or director, as the case may be, shall also be entitled, in the event of the company's liquidation before fully paying the value of the transferred shares, to a proportion of the liquidation proceeds equivalent to the portion of the price they have paid for those shares.



Article (68) Voting at General Assembly Meetings

Each employee or manager, as the case may be, who has had ownership of any of the company's shares transferred to them under any of these regulations, and provided that the full value of those shares has been legally or judicially paid, has the right to attend the general assembly meetings and participate in voting. However, in the event that the company adopts any of the aforementioned regulations, which would grant shares to employees, managers, or both under facilitated conditions, the holders of such shares have the right to attend ordinary and extraordinary general assembly meetings and participate in voting on the decisions issued, provided that the employee or manager, as the case may be, has paid at least 50% of the total price of the allocated shares within a period not exceeding five years from the date of transfer of ownership of those shares to them.

Article (69) Delay in Payment

The Board of Directors may take any measures it deems appropriate in accordance with the powers granted to it by the Articles of Association and the provisions of the law governing joint stock companies, limited partnership companies with shares, and limited liability companies No. 159 of 1981 and its executive regulations, against the employee or manager, as the case may be, who delays the payment of the value of the shares transferred to them at the specified dates. This includes, but is not limited to, depriving them of dividend distributions, the right to attend general assembly meetings, and the right to vote, as well as other measures in accordance with the general rules outlined in the law and its executive regulations.

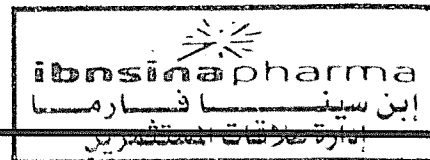
Article (70) Prohibition of Disposal

If the company adopts one or more of the systems mentioned in Article (66) for rewarding and incentivizing employees and directors, or both, the holders of those shares are prohibited from disposing of them during the period determined by the extraordinary general assembly. The prohibition period shall be calculated from the date of transfer of ownership of the share or shares to the employee or director, as the case may be.

The system issued by the extraordinary general assembly may specify a longer prohibition period for employees or directors whose employment with the company ends before the expiry of the initially determined prohibition period.

Article (71) Resignation of the Employee or Manager

In the event that an employee or manager resigns from the company before fully paying the total value of the shares transferred to them under any employee or manager reward and incentive scheme, the company must refund what has been paid for those shares, calculated based on their market value at the time of acceptance of the resignation, in exchange for transferring the



ownership of the shares back to the company, unless the employee or manager has requested in writing from the company to pay the remaining amounts for those shares within a period not exceeding seven days from the date of acceptance of the resignation. These provisions also apply to the heirs of the employee or manager in the event of their death before fully paying for those shares. The rules governing unpaid amounts of the value of those shares in the case of obtaining exceptional leave, disciplinary dismissal, suspension from work, or any other disciplinary measures taken by the company against the employee or manager in relation to the employment relationship shall be determined by the system approved by the Extraordinary General Assembly.

Article (72) Amendment and Cancellation

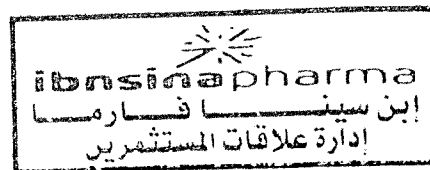
Without prejudice to the provisions of Ministerial Decree No. 282 of 2005 regarding beneficiaries of promise-to-sell contracts, if applicable, the Extraordinary General Assembly has the right, by a decision it issues, to amend the terms or cancel any of the incentive and reward systems for employees, managers, or both, that are in effect in the company.

Article (73) Resolutions of the General Assembly

In the application of the provisions of this chapter, a two-thirds majority of the shares represented or present at the General Assembly meeting shall issue resolutions of the Extraordinary General Assembly.

2 - Approval of the sale of certain non-strategic assets not related to the company's activity as follows:

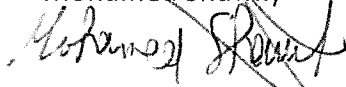
- Approval to sign a promise to sell with an investor for an amount of 402 million EGP, provided that the investor pays the financial lease contracts for the Haram land and building and pays the remaining value of the deal to the company, and terminates the financial lease contract between the company and Ibnsina Pharma, in implementation of the Board of Directors' policy to make non-strategic assets available for sale and reduce costs from interest and depreciation, which has positive effects on the company's profitability. It should be noted that the appraisal report for the Haram administrative/residential land and building (Al-Noor Consulting Group – Registrar No. 46) and the auditor's report on this appraisal indicate that the value according to the study amounted to 392,273,560 EGP, after excluding assets (equipment/furniture) valued at 12,426,300 EGP, which were utilized by the subsidiaries.



- Approval to sign an agreement with an investor to replace Ibsina Pharma Company in the financial lease contracts and their annexes related to the land, building, and equipment of Al-Shorouk Hospital for 670 million Egyptian pounds, in implementation of the Board of Directors' policy to make non-strategic assets available for sale and reduce the financial leasing cost of the asset in terms of interest and depreciation, which has positive effects on the company's profitability. It is noted the financial and technical report of the real estate appraiser and the machinery appraiser for the land, building, and equipment of Al-Shorouk Specialized Hospital (Al-Noor Consulting Group - Engineer Mahmoud Hassan Abbas, General Authority for Financial Control Certificate No. 46) and the auditor's report on that report, indicating that the value according to the study amounted to 611,618,600 Egyptian pounds.

- Approval to sell the medical building and its administrative annex owned by the company in the Fifth Settlement area for a value of 92 million Egyptian pounds.

Mohamed Shawky



Director of Investor Relations and Corporate Communications

Date: 08/09/2025

