

Voting Card
Attendee Shareholder at
The Ordinary General Assembly Meeting
Of Orascom Investment Holding S.A.E
Which convened on Sunday the 8th of May 2022
Via conference call

Meeting zoom link: <https://www.zoom.us/j/86883293456>

First: Shareholder Details:

Name of shareholder	No. of shares	Attendance		Signature
		in person	By proxy	

Second: Voting:

Resolu tion no.	Resolution	Voting		Comments
		Approved	Not approved	
1	Ratification of the Board of Directors' report on the Company's activities during the fiscal year ending on December 31, 2021;			
2	Ratification of the Auditor's report on the Company's activities for the fiscal year ending on December 31, 2021;			
3	Ratification of the financial statements and the distribution of the dividends for the fiscal year ending on December 31, 2021;			
4	Ratification of the Corporate Governance Report for the fiscal year ending on December 31, 2021;			
5	Ratification of the Board of Directors resolutions during the fiscal year ending on December 31, 2021;			

6	Discharge of the Chairman and Members of the Board of Directors for their work during the fiscal year ending on 31/12/2021;			
7	Ratification of the changes in the Board of Directors;			
8	Determining the remuneration and allowances of the Board Members for the fiscal year 2022;			
9	Approve the change of the Auditor that has occurred at the end of the fiscal year 2021 and the appointment of the Company's Auditor for the fiscal year ending on December 31, 2022 and determining his fees;			
10	Authorizing the Board to enter into related party agreements in accordance with the provisions of Law No. 159 of 1981 and its executive regulations;			
11	Authorize the Board to enter into loans, mortgages, pledges and issue guarantees and warranties to lenders and co-contracting parties with the Company and the subsidiaries under its control as well as delegating the Board to enter into related party agreements with the Company's subsidiaries and sister companies; and			
12	Approve the donations made during the fiscal year ending on 31/12/2021 and authorize the Board to donate during the fiscal year ending on 31/12/2022.			

Based on Orascom Investment Holding S.A.E's ("**OIH**") role towards its shareholders, and our commitment to take the precautionary measures imposed by the State towards suspending all activities that include large gatherings of citizens to avoid Covid-19 virus;

In light of the above and what OIH has disclosed on the screens of the Egyptian Stock Exchange, and the agenda of the general assembly's meeting published in both Al Mal and Al Borsa journals, the summary of the board of directors report, the financial statements, the auditor's report, and the corporate governance report, OIH is pleased to present the proposal for the below items to be discussed and approved by the ordinary general assembly, provided that they are approved and

voted by the shareholders of OIH in accordance with the law and the articles of association of the company.

First Resolution Proposal:

Ratification of the Board of Directors' report on the Company's activities during the fiscal year ending on December 31, 2021.

Second Resolution Proposal:

Ratification of the Auditor's report on the Company's activities for the fiscal year ending on December 31, 2021.

Third Resolution Proposal:

Ratification of the financial statements and the distribution of the dividends for the fiscal year ending on December 31, 2021 and differing all dividends.

Fourth Resolution Proposal:

Ratification of the Corporate Governance Report for the fiscal year ending on December 31, 2021.

Fifth Resolution Proposal:

Ratification of the Board of Directors resolutions during the fiscal year ending on December 31, 2021.

Sixth Resolution Proposal:

Discharge of the Chairman and Members of the Board of Directors for their work during the fiscal year ending on 31/12/2021.

Seventh Resolution Proposal:

Ratification of the changes in the Board of Directors, so that the structure of the board will be as follows:

1. Eng. Akil Hamed Beshir, Non-executive Chairman (independent);
2. Eng. Naguib Onsi Sawiris, CEO and Managing Director;
3. Mr. Hassan Mostafa Abdo, Non-Executive Board Member;
4. Eng. Iskandar Shalaby Naguib Shalaby, Executive Board Member;
5. Mr. Ashraf Abdel Tawab Salman, Non-Executive Expert Board Member;
6. Mr. Oussama Daniel Nassif, Executive Board Member;
7. Mr. Mohamed Hamdan Ashmawy, Non-Executive Expert Board Member; and
8. Mrs. Wafaa Shoukry Zaklama, Non-Executive Board Member.

Eighth Resolution Proposal:

Approving the remuneration and allowances of the Board Members and the investment committee and the audit committee, in accordance with the following:

1. The remuneration of the Chairman:
 - USD 35,000 annual remuneration.

- USD 1,000 attendance allowance.
- 2. Managing Director's remuneration:
The remuneration of Mr. Naguib Sawiris shall remain as determined since 2013.
- 3. Members of Board of Directors:
 - USD 17,500 dollars as annual remuneration.
 - USD 1,000 attendance allowance.
- 4. Members of the Audit Committee:
 - USD 7,500 - annual remuneration.
 - USD 500 - attendance allowance.
- 5. Members of the Investment Committee:
 - USD 7,500 - annual remuneration.
 - USD 500 - attendance allowance.

Ninth Resolution Proposal:

Ratification of changing Mr. Hatem Abdelmoneim Montasser-Partner at Hazem Hassan and Partners (KPMG) for the fiscal year 2021, and the appointment of Mr. Mohamed Hassan Youssef Montasser-Partner at Hazem Hassan and Partners (KPMG) as the auditor of the company during the fiscal year ending on 31/12/2022 and suggesting an amount of EGP 198,000 (one hundred and ninety-eight thousand Egyptian pounds) as his annual professional fees.

Tenth Resolution Proposal:

Conclusion of a technical collaboration agreement with one of the subsidiaries of Ora Developers in its capacity as the service provider to provide services for OIH for the projects to be held in Africa, and delegating Mr. Marwan Hussein, Chief Financial Officer, in negotiating, contracting and sign on the agreement.

Eleventh Resolution Proposal:

Delegating the board of directors to conclude loan and mortgage contracts, as well as issuing guarantees to lenders of OIH's subsidiaries and sister companies in which OIH holds a majority stake and delegating the board of directors to conclude related party contracts with subsidiaries and sister companies of OIH.

Twelfth Resolution Proposal:

Ratifying the donations made during the fiscal year ending on 31/12/2021 amounting EGP 100,000 and authorizing the Board of Directors to donate during the fiscal year 31/12/2022