

**Orascom Investment Holding S.A.E.**

Established pursuant to the provisions of Law 95/1992  
Head Office: Nile City Towers, South Tower,  
2005 A corniche El Nile, Ramlet Beaulac, 11221, Cairo, Egypt  
Commercial register number: 394061 Cairo

**Summary of Board of Directors Resolutions by Circulation  
21 September 2023**

On September 21, 2023, upon the invitation of the Chairman, Eng. Naguib Onsi Sawiris, the following resolutions were taken by circulation by all members of the Board, as per the Company's AoA:

- Eng. Naguib Onsi Sawiris, Chairman;
- Mr. Marwan Hussein Mohamed, OTMT Acquisition S.à r.l representative, Managing Director;
- Eng. Akil Beshir, Non-Executive Expert Board Member;
- Mr. Hassan Mostafa Abdo, OTMT Acquisition S.à r.l representative, Non-Executive Board Member;
- Mr. Ashraf Abdel Tawab Salman, Non-Executive Expert Board Member;
- Mr. Mohamed Hamdan Ashmawy, Non-Executive Expert Board Member (independent); and
- Mrs. Wafaa Shoukry Zaklama, Board Member;
- Mrs. Manal Abdel Hamid; Board Member

Mr. Oussama Daniel Nassif was appointed Secretary of the Board.

**The Resolutions:**

1. To ratify the Audit Committee's report on the standalone financial statements for the fiscal period ending on 30/06/2023.
2. To approve Board of Directors' report on Company's activities for the fiscal period ending on 30/06/2023.
3. To ratify the Auditor's report on the standalone financial statements for the fiscal period ending on 30/06/2023.
4. To ratify the standalone financial statements for the fiscal period ending on 30/06/2023.
5. To appoint Mrs. Mona Salah Zulficar and Mr. Elija Tharwat Thabet Bassily, as independent board members, in compliance with EGX Listing Committee's decision on 07/06/2023.
6. To amend the composition of the Audit Committee ("AC") and delegate the AC to carry out the responsibility of the Governance & Risk Committees, to be as follows:
  - a. Mr. Mohamed Hamdan Ashmawy, Chairman;
  - b. Mr. Ashraf Abdel Tawab Salman, member; and
  - c. Mrs. Wafaa Shoukry Zaklama, member.

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Nile City Towers, South Tower, 29<sup>th</sup> Floor, 2005A Corniche El Nile, Ramlet Beaulac, 11221 Cairo, Egypt  
Tel. +20 2 2461 7300 Fax. +20 2 2461 7355

[www.orascomih.com](http://www.orascomih.com)

Authorized Capital: EGP 2,885,129,841 - Issued Capital: EGP 577,025,968.20 (fully paid)  
Subject to law No. 95/1992 - CR. 394061 Cairo



7. After reviewing the fair market value report of the assets submitted on 18/9/2023 by Zilla for Financial Advisors, as well as the Company auditor's report on the IFA report. Approve IFA's report and the Assets' acquisition offer, through selling 100% of the Company's shares in the subsidiaries owning the above-mentioned assets.

**Head of Investors Relations**

**Malak El-Meteini**



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