



**Resolutions of the Ordinary General Assembly  
of Alexandria Container and Cargo Handling Company**

**Held at the Meeting Hall of the Holding Company for Maritime and Land Transport Building 71 Elhoreya  
Road, Alexandria On Thursday, April 16, 2026**

1. Approval of the Board of Directors' report on the company's activities for the transitional financial period ending on 31/12/2025.
2. Review the reports of the two auditors on the final financial statements and the accompanying notes for the transitional financial period ending on 31/12/2025, along with the company's responses on it.
3. Approval of the Corporate Governance report and review of the auditor's report thereon for the transitional financial period ended December 31, 2025.
4. Approval of the final financial statements and their accompanying notes for the transitional financial period ended December 31, 2025, which reflect a net profit before tax of EGP 3.319 billion (three billion, three hundred and nineteen million Egyptian Pounds). The Board of Directors is authorized to take all necessary actions regarding the observations raised in the auditors' reports
5. The Ordinary General Assembly of the Company has approved the following:
  - Distribution of dividends in accordance with the attached distribution statement, allocating 10% of the net profit to employees, provided that such allocation does not exceed the total annual wages of the Company's employees, in compliance with Article 196 of the Executive Regulations of Law No. 159 of 1981 and its amendments, and Article 55 of the Company's Articles of Association.
  - Disbursement of dividends for the transitional financial period ended December 31, 2025, to employees hired under fixed-term contracts in leadership positions, in accordance with the amounts approved by the Company's Board of Directors for the said period. Such dividend payments shall be charged to the "employees' share of profits" account, pro-rated based on their duration of service during the transitional financial period ended December 31, 2025.
  - Distribution of profits to shareholders in accordance with the attached distribution statement.
6. The Ordinary General Assembly was notified that no donations were made during the transitional financial period ended December 31, 2025. Furthermore, the Assembly approved authorizing the Board of Directors to approve donations for the 2026 financial year in the amount of EGP 10,000,000 (ten million Egyptian Pounds), as follows:
  - A. An amount of EGP 2,175,000 (only two million one hundred and seventy-five thousand Egyptian pounds), exclusive of value-added tax, representing the remaining contribution toward the sponsorship and support of the Logivators Program for the benefit of PMAESTRO.
  - B. An amount of EGP 7,825,000 (seven million, eight hundred and twenty-five thousand Egyptian Pounds) to be allocated for expenditures toward entities determined by the Board of Directors, in accordance with the regulations and policies approved by the Board in this regard. Such donations shall be restricted to governmental hospitals (such as Cancer and Oncology hospitals) and charitable organizations.
7. Approval of transactions with related parties for the transitional financial period ending on 31/12/2025, and authorization of the Board of Directors to enter into related-party transactions for the fiscal year 2026
8. Approval of the discharge and release of liability of the Chairman and members of the Board of Directors for the transitional financial period ending on 31/12/2025
9. The Ordinary General Assembly approved the following
  - A. Approval of the payment of remuneration—net of taxes—to the Chairman and members of the Board of Directors in recognition of their efforts and the results achieved during the transitional financial period ending on 31/12/2025, as follows:
    - ❖ EGP 2,250,000 (only two million two hundred and fifty thousand Egyptian pounds) to the Non-Executive Chairman of the board of directors .
    - ❖ EGP 2,250,000 (only two million two hundred and fifty thousand Egyptian pounds) to the Managing Director (Executive).



- ❖ "EGP 1,550,000 (only one million, five hundred and fifty thousand Egyptian Pounds) to each member of the Board of Directors. The disbursement shall be pro-rated based on the member's meeting attendance record during the transitional financial period ended December 31, 2025. In the event of a change in Board membership during the said period, the bonus shall be calculated on a pro-rata basis according to the duration of the member's tenure. The full bonus amount shall be disbursed if the member's attendance rate is 75% or higher of the total Board meetings held during their tenure within the transitional financial period ended December 31, 2025. If the attendance rate is less than 75% during their tenure within the said period, the bonus shall be calculated in proportion to their actual attendance relative to the total number of meetings held. In all cases, the bonus disbursed to any Board member shall not exceed the total bonus amount allocated per seat.

**B. Approval of attendance allowances for the Chairman and members of the Board of Directors as follows:**

Description	Amount	Disbursement Criteria
Board of Directors Meeting Attendance Allowance	EGP 35,000	Capped at EGP 125,000 per financial quarter; amounts are net of taxes and social insurance
General Assembly Meeting Attendance Allowance	EGP 35,000	Capped at EGP 125,000 per financial quarter; amounts are net of taxes and social insurance
Board Committee Meeting Attendance Allowance	EGP 35,000	Capped at EGP 125,000 per financial quarter; amounts are net of taxes and social insurance

Attendance allowance shall be payable whether attendance is in person or through modern communication technologies (audio or video), in accordance with Resolution No. (160) dated 18/03/2020 issued by the General Authority for Investment and Free Zones.

10. Approval of the following:

**First:** Renewal of the appointment of Mr. Kamel Magdy Kamel Saleh, Executive Partner at Saleh, Barsoum & Abdel Aziz (Grant Thornton), as the Company's Auditor for the financial year ending on 31 December 2026, for fees exclusive of value-added tax, to be allocated as follows in accordance with the schedule below:

- EGP 1,600,000 (only one million six hundred thousand Egyptian pounds), for the audit of the annual financial statements and issuance of the auditor's report thereon in both Arabic and English in accordance with Egyptian Accounting Standards; the limited review of periodic financial statements (quarterly and semi-annual) and issuance of the related limited review reports; the issuance of a report on the review and evaluation of internal control systems; and the issuance of an independent assurance report on the Board of Directors' compliance with corporate governance rules for the financial year ending 31 December 2026. These fees shall be borne by the Company.
- EGP 1,400,000 (only one million four hundred thousand Egyptian pounds), for the audit of the annual financial statements and issuance of the auditor's report thereon in both Arabic and English in accordance with International Financial Reporting Standards (IFRS). These fees shall be borne by Black Caspian Logistics Limited.



NO	Description	Value (EGP)
1	Audit of the annual financial statements and issuance of the auditor's report thereon in both Arabic and English, in accordance with Egyptian Accounting Standards.	1,000,000
2	Limited review of the interim financial statements and issuance of the limited review reports thereon (quarterly and semi-annual).	550,000
3	Issuance of a report on the assessment and evaluation of internal control systems and issuance of an independent assurance report on the Board of Directors' corporate governance compliance report for the financial year ended.	50,000
4	Audit of the annual financial statements and issuance of the auditor's report thereon in both Arabic and English, in accordance with International Financial Reporting Standards (IFRS).	1,400,000
<b>Total fees, including the auditor's report in accordance with International Financial Reporting Standards, excluding VAT.</b>		<b>3,000,000</b>

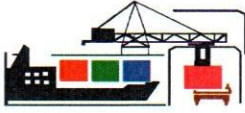
Under the following terms:

- 50% of the total fees shall be paid as an advance upon acceptance of the engagement and signing of the engagement letter.
- 50% of the contract value shall be paid upon completion of the scope of work.
- The fees for issuing specialized professional and tax certificates, if requested by the Company, shall be added at an amount of EGP 50,000 (only fifty thousand Egyptian pounds)

**Second:** The fees of the Central Auditing Organization shall be equivalent to the cost of auditing the financial statements in accordance with Egyptian Standards, in the amount of EGP 1,550,000 (only one million five hundred and fifty thousand Egyptian pounds), exclusive of value-added tax. This amount is net of EGP 50,000 (only fifty thousand Egyptian pounds), representing the cost of issuing the report on the examination and evaluation of internal control systems and the issuance of an independent assurance report on the Board of Directors' compliance with corporate governance rules for the financial year ending 31 December 2026.

11. After reviewing the letter received from the Holding Company for Maritime and Land Transport to the Company on Tuesday, 14 April 2026, regarding approval of the cash purchase alternative for the Company's entire shareholding in the issued capital of Egypt Maritime Ports Company (S.A.E.), and following discussion, the General Assembly resolved as follows:

**First:** Approval of the sale of the Company's entire shareholding in the issued capital of Egypt Maritime Ports Company (S.A.E.), amounting to (182,735,927) shares, representing (6.01%), to the Holding Company for Maritime and Land Transport (S.A.E.), as a consideration-based transaction, provided that the share price shall not be less than the value resulting from the fair value study prepared by an independent



شركة الاسكندرية لتداول الحاويات والبضائع  
ALEXANDRIA CONTAINER & CARGO HANDLING CO  
شركة مساهمة مصرية (ش.م.م)  
خاضعة لأحكام القانون (١٥٩) لسنة ١٩٨١

financial advisor. Payment shall be made in US dollars or in Egyptian pounds at the exchange rate announced by the Central Bank of Egypt on the date of execution of the transaction.

**Second:** Authorizing the Board of Directors (or whomever it delegates) to:

- Appoint an independent financial advisor, prepare and approve the fair value study, and approve the report of the Company's auditor thereon
- Take all necessary procedures for the transfer of ownership and sign all required documents and contracts to complete and implement the transaction.

The Holding Company shall be excluded from voting, as it is an interested party in the commutative contract, and the Alexandria Port Authority shall also be excluded from voting, as it is a related party to the Holding Company.

**Yours Sincerely,**

**Investors Relationship Manager**

**Acct /Salma Saad Zaghlol**



**Profit Distribution Project for the Transitional Period from 1 July 2025 to 31 December 2025**

Total	Partial	Description	Comparative
3,319,007,927.58		<b>Net Profit Before Tax</b>	<b>6,643,739,844.40</b>
(946,788.89)		Due Taxes	(11,092,579.65)
(205,108.80)		Deferred Tax	(5,079,031.28)
3,317,856,029.89		<b>Net Profit After Deducting Taxes, Carried Forward Losses and Capital Gains</b>	<b>6,627,568,233.47</b>
		<b>.Deducted</b>	
	0.00	5% Legal Reserve	0.00
16,589,280.15	16,589,280.15	0.5% Sports Club Contribution	33,137,841.17
3,301,266,749.74		<b>Remaining Amount After Deducting Legal Reserves, Other Reserves, and Sports Club Contribution</b>	<b>6,594,430,392.30</b>
		<b>.Deducted</b>	
330,126,674.97		Employee Profit Share (10%) paid in cash not exceeding the total annual wages	659,443,039.23
74,487,670.00		5% of Capital (First Distribution)	74,487,670.00
2,896,652,404.77		<b>Remaining Amount</b>	<b>5,860,499,683.07</b>
20,000,000.00		Deducted: Board of Directors' Remuneration	32,500,000.00
2,876,652,404.77		<b>Net Amount (Second Distribution)</b>	<b>5,827,999,683.07</b>
	1,944,444.46	Added to Net: Surplus of Undistributed Management Bonuses from the Fiscal Year 2024/2025	1,833,333.34
2,878,596,849.23		<b>Total Net Amount Available for Second Distribution</b>	<b>5,829,833,016.41</b>
2,953,084,519.23		<b>Shareholders' Portion: First and Second Distribution</b>	<b>5,904,320,686.41</b>
	0.00	Dividend in USD	497,400,000.00
	2,953,084,519.23	Dividend Coupon No. (35) – Paid in Egyptian Pounds	5,406,920,686.41
2,953,084,519.23		<b>Total</b>	<b>5,904,320,686.41</b>
		<b>Total Distribution Summary for Fiscal Year 2024/2025</b>	
	16,589,280.15	Total Reserves and Sports Club Contribution	33,137,841.17
	330,126,674.97	Employee Profit Share (10%), paid in cash not exceeding the total annual wages	659,443,039.23
	2,953,084,519.23	Shareholders' Portions	5,904,320,686.41
	20,000,000.00	Board of Directors' Remuneration	32,500,000.00
3,319,800,474.35		<b>Total Distribution Summary</b>	<b>6,629,401,566.81</b>

0.9911319951 Dividend per Share (Coupon No. 35)

2,979,506,800.00 Number of Shares

