



Summary of Resolutions for the Board of Directors Meeting Held on 16/11/2025

Resolution(1): The Board approved the ratification of the detailed assessment report issued from the specified committee formed by the minister of Investment and International Cooperation, which was approved by GAFI's Chief Executive Officer on 29/9/2025 to validate the preliminary assessment of the company's assets and liabilities, as well as the committee's findings regarding the shareholder's equity in the Demerged companies and to present the report to the Extraordinary General assembly for approval.

Resolution (2): The Board approved Submitting a proposal to the Extraordinary General Meeting (EGM) regarding the demerge of Arabian Food Industries Company Domty S.A.E. into two companies (a demerging company and a demerged company), in accordance with the horizontal demerger method based on the book value per share on the Company's financial statements as of 31/12/2024, which is the date adopted for the demerger. The Board also approved determining the net shareholders' equity of both the demerging and demerged companies in accordance with the valuation report issued by the Economic Performance Sector regarding the report of the committee formed to verify the preliminary assessment of the assets and liabilities of Arabian Food Industries Company Domty S.A.E. for the purpose of the demerger into two companies (a demerging company and a demerged company). The valuation concluded that the net shareholders' equity as of 31/12/2024 amounts to EGP 1,200,656,520, distributed as follows:

Net shareholders' equity of the demerging company: EGP 246,111,570.

Net shareholders' equity of the demerged company: EGP 954,544,950.

Accordingly, Arabian Food Industries Company Domty S.A.E. shall be the demerging company, with its share capital set at EGP 113,043,478 distributed over 282,608,695 shares, with a nominal value of EGP 0.40 per share.

The demerger results in the incorporation of a new company under the name:
Dairy Products Euro Arabian for Food Industries with an issued and paid-in capital of EGP 438,043,477.25 distributed over 282,608,695 shares, with a nominal value of EGP 1.55 per share.

The companies resulting from the demerger shall be owned by the same shareholders of Arabian Food Industries Company Domty S.A.E., maintaining the same ownership percentages and the same number of shares held by each shareholder prior to the demerger.

Resolution (3): The Board approved submitting a proposal to the Extraordinary General Assembly to approve the following justifications for the demerger:

- 1- The proposed demerge shall create two separate companies listed on the EGX, which should result in an increased stock liquidity due to attracting a larger base of investors showing interest in each activity separately.
- 2- Providing additional opportunities for the demerging and demerged companies to grow and participate in new investments that align with the nature of each activity separately.
- 3- Enhancing management focuses on each activity to achieve the highest levels of performance through specialized management for each company.



- 4- Improving and clarifying the financial position of both the demerging and demerged companies by allocating the assets and liabilities of company according to the activity of each company.

Resolution (4): The Board approved submitting a proposal to the Extra-Ordinary General Assembly regarding the division of assets, liabilities, and the shareholders' equity between the Demerging and the Demerged company in accordance with the terms and conditions of the detailed demerger contract and the auditor's report thereon, and presenting the assessment report issued by the Economic Performance Authority to the Extra-Ordinary General Assembly for its ratification, the Board also approved presenting the proforma financial statements and the auditor's report concerning it to the Extra-Ordinary General Assembly for approval.

Resolution (5): The Board approved main term of the demerger contract and submitted it to the Extra-Ordinary General Assembly for approval, as follows:

- Executing the demerger at the book value stated in the financial statements ending on 31/12/2024, and in accordance with the report of the committee formed to verify the accuracy of the preliminary valuation of the company's assets and liabilities which indicated that the shareholders' equity of Arabian Food Industries Domty S.A.E. as of 31/12/2024 amounts to EGP 1,200,656,520.
- The demerger will be conducted horizontally by dividing the assets, liabilities, and equity of Arabian Food Industries Domty S.A.E. (demerging company) at the book value on the date of the demerge, taking into account the valuation differences for the net assets and liabilities of the company as outlined in the report of the committee formed to verify the accuracy of the preliminary valuation of the company's assets and liabilities. Accordingly, each item of assets, liabilities, revenues, and expenses will be divided according to its book value as stated in the report of the committee formed to verify the accuracy of the preliminary valuation of the company's assets and liabilities.
- The demerger will be carried out by distributing the net assets pertaining to both the demerging company and the demerged company according to the draft of the demerge and the report of the committee formed to verify the accuracy of the preliminary valuation of the assets and liabilities of Arabian Food Industries Company Domty, which concluded with the determination of the net equity of the dividing company at 246,111,570 EGP and the divided company at 954,544,950 EGP.
- The liabilities will be distributed between the demerging company and the demerged company according to the relationship of those items with the companies resulting from the demerger based on the book value as of 31/12/2024, as detailed in the report of the committee formed to verify the accuracy of the preliminary valuation of the company's assets and liabilities, so that they are transferred to the demerged company or retained in the demerging company based on the activity of each company.
- Transfer of the subsidiary's ownership to Dairy Products Euro Arabian for Food Industries (Demerging Company) as presented to the Board and authorizing the managing director to complete all procedures for the transfer of ownership, particularly applying to the Financial



Regulatory Authority for an exemption from cash payment in light of the restructuring of the subsidiary's ownership after the division.

- Approval of the Articles of Incorporation and the Bylaws of the demerging company under the name Dairy Products Euro Arab for Food Industries and the determination of its authorized capital at EGP 2 billion and its issued capital at EGP 438,043,477.25, distributed over 282,608,695 shares with a par value of EGP 1.55 per share.

Resolution (6): The Board approved submitting a proposal to the Extra-Ordinary General Assembly that the demerged company shall continue to be listed, and the demerging company shall be listed on the Egyptian Exchange as all terms and conditions for the listing of both companies shall be satisfied.

Resolution (7): The Board approved the ratification of the disclosure report in accordance with Article (48) of the Egyptian Exchange Listing and Delisting rules to invite the Extra-Ordinary General Assembly to consider approving the demerger and authorizing the Managing Director to make any non-material amendments required by FRA to ratify the disclosure report.

Resolution (8): The Board approved submitting a proposal to the Extra-Ordinary General Assembly regarding the amendment of Articles (3, 6, and 7) of the company's Articles of Association.

Resolution (9): The Board approved Inviting the Extra-Ordinary General Assembly to convene and authorizing the Chairman to determine the agenda, time, and place of meeting after the FRA ratifies the disclosure report and its publication on the EGX Trading screens.

Ahmed Mohy

Head of IR

16-11-2025

A. Mohy

