



From: IR Department- Raya Holding for Financial Investments

To: Mr. Hisham Ibrahim – Vice President of Disclosure & Corporate Governance Department- Egyptian Stock Exchange

Company: Egyptian Stock Exchange

Subject: Summary of Resolutions BoD Minutes 14/04/2025

Date: 14/04/2025

Listed Companies Sector  
Disclosure Department

To: Mr. Hisham Ibrahim – Vice President of Disclosure & Corporate Governance Department- Egyptian Stock Exchange

**Summary of Resolutions for the Board of Directors Meeting**  
**Held on 14/04/2025**

Cairo, April 14<sup>th</sup>, 2025: Raya Holding for Financial Investments Board of Directors convened on Monday 14/04/2025 at 2:30 p.m. (CLT) and adopted the following resolutions:

**Resolution 1:** Ratify the Audit Committee Report for the period ending on December 31<sup>st</sup>, 2024.

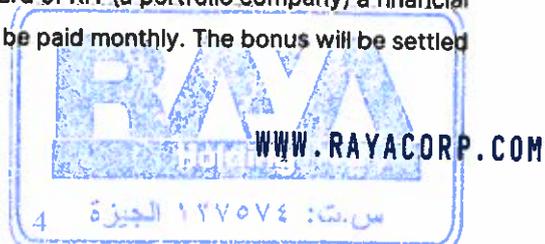
**Resolution 2:** The Board approved the company's preliminary budget for the financial period ended December 31, 2024, after reviewing it, in preparation for its approval by the external auditor.

**Resolution 3:** The Board reviewed and approved the Board of Directors' Report and the Corporate Governance Report regarding the Company's activities for the financial year ended December 31, 2024.

**Resolution 4:** The Chairman of the Board presented a proposal to purchase treasury shares up to EGP 20,000,000 (twenty million Egyptian Pounds only) from the open market, with the intention of using all or part of these shares to fund the Company's Employee Stock Ownership Plan (ESOP). The Board unanimously approved the purchase of these shares, to be self-financed from the Company's own resources, with execution to occur within one month of the Board meeting. The purchase will continue until the legal limit for treasury share purchases is reached, which is 10% of the Company's total shares, without participation from major shareholders, insiders, or their related parties, in accordance with applicable laws. The Company also commits to adhering to all legal provisions regarding treasury shares. The Board authorized the Chairman, the Managing Director, or the Investor Relations Manager to determine the number of shares to be purchased, complete all necessary legal procedures before the stock exchange and relevant authorities, appoint the executing brokerage firm, and carry out the share purchase transaction.

**Resolution 5:** The Board unanimously approved the proposal to reorganize the Board of Directors of Raya Information Technology (RIT) and approved granting the Chairman of the Board of RIT (a portfolio company) a financial bonus not exceeding 1% of the annual profits of the company, to be paid monthly. The bonus will be settled

RAYA HOLDING FOR FINANCIAL INVESTMENTS.  
RAYA STREET OF, 26TH OF JULY CORRIDOR,  
FIRST 6TH OF OCTOBER,  
GIZA GOVERNORATE





at the end of each fiscal year after the financial statements are issued and approved by the Ordinary General Assembly of the subsidiary company.

**Resolution 6:** The Board unanimously approved the investment of USD 2 million in Raya Ventures, as part of the company's strategy to support innovation and encourage investment in emerging startups and promising technologies.

**Resolution 7:** The Board unanimously approved calling for an Extraordinary General Assembly to amend Article 4 of the Company's Articles of Association and authorized the Chairman of the Board to issue invitations to the shareholders, Board members, the external auditor, and the Financial Regulatory Authority.

**Resolution 8:** The Board unanimously approved authorizing the Chairman of the Board of Aman Holding Company to proceed with partnership and acquisition efforts of companies in the Kingdom of Saudi Arabia, in line with the company's expansion strategy. This includes adhering to all applicable regulations and laws in the Kingdom, obtaining the necessary approvals from the relevant regulatory authorities, ensuring compliance with disclosure and transparency requirements, and protecting shareholder rights. This also covers the negotiation phases, financial and legal evaluation, obtaining regulatory approvals, and executing the transaction to ensure the achievement of the company's strategic objectives and maximizing shareholder value.

**Resolution 9:** The Board unanimously approved authorizing the Chief Financial Officer to proceed with the process of obtaining a syndicated loan valued at EGP 4 billion, aimed at improving the financial structure of Raya Holding. This is in line with the company's strategy to strengthen its financial position, diversify funding sources, and reduce reliance on traditional loans.

**Resolution 10:** The Board unanimously approved increasing the capital of Raya Information Technology by EGP 300 million, as part of the company's plan to support future operational expansions and enhance its capacity to execute strategic projects in the information technology and digital services sector. The executive management has been authorized to take all necessary legal and administrative actions to implement the capital increase and coordinate with the relevant authorities to approve the required amendments, in compliance with applicable laws and regulations.

**Resolution 11:** The Board unanimously approved adding the signatures of Eng. Hisham Sayed Abdel-Rasoul, Mr. Hisham Mohamed Hassan Abdel-Rahman Mahfouz, and Mr. Mohamed Mohamed Mahdi Mohamed Al-Haddidi to the authorized signatures of Raya Gulf (a portfolio company of Raya Holding for Financial Investments) to sign before government authorities on all matters related to Raya Gulf. They are also authorized to sign before banks for withdrawal and deposit transactions, issuing letters of guarantee, providing all types of bank statements and certificates, and managing, opening, and closing bank accounts.

RAYA HOLDING FOR FINANCIAL INVESTMENTS.  
RAYA STREET OF, 26TH OF JULY CORRIDOR,  
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**Resolution 12:** The Board agreed to invest an amount of EGP 200 million for the establishment of an SDA factory on the land owned by Tadweer Company, located in the industrial area of 6th of October City.

**Resolution 13:** Ratify the authorization of Mr. Hilal Mohamed Mahmoud El-Hosary, Mr. Ahmed Kamal Hamed Issa, Mr. Abdelrahman Mohamed Ahmed, Mr. Ahmed Mohamed Bakr, or Mr. Ahmed Ashraf Hamza – individually – to take the necessary actions for the approval of the Board of Directors' meeting minutes from the Financial Regulatory Authority (FRA), to submit them to the relevant administrative authorities, and to sign them before the Real Estate Publicity and Notarization Authority. They are also authorized to sign on behalf of the Company on all required documents, represent the Company before the Chamber of Commerce, and register the decisions in the Commercial Registry.

Thank You

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**Raneem Medhat Meligy**  
Investor Relations and  
Corporate Finance Manager  
Raya Holding for Financial Investments

*Raneem Meligy*

