

**Board of Directors' Annual Report Form
Attached to the Financial Statements of e-
finance for Digital and Financial Operations
for the period from 01-01-2024 to 31-12-2024**

Company Name	e-finance For Digital and Financial Investments
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General Information:

Company Purpose	Leading the digital transformation process for financial transactions through its subsidiaries		
Duration of the company	25 Years	Listing date	04/10/2021
The law under which the company is incorporated	No: 72 Year: 2017	Stock nominal value	EGP 0.5
Authorized capital (updated)	EGP four billion	Issued Capital (updated)	EGP 1,155,555,555.5
Paid-in Capital (updated)	EGP 1,155,555,555.5	Commercial registry number & registration date	15026 dated 08 June 2005

Financial Auditor:

Name	Mohamed Tarek Mostafa Nagy		
Date of appointment	15/09/2021		
Listing No.	392	Listing Date	01/08/2021

Shareholder's Structure and BOD's ownership on the date of financial:

Shareholders of 5% or more of company's' shares	No. owned shares	Percentage of ownership
Saudi Egyptian Investment Company (owned by the Kingdom of Saudi Arabia's Public Investment Fund)	595,017,102	25.75%
National Investment Bank	504,041,019	21.81%
Banque Misr	154,545,301	6.69%
Egyptian Company for Investment Projects (ECIP)	154,545,301	6.70%
Egyptian Banks Company	154,545,299	6.70%
National Bank of Egypt	154,545,299	6.70%
Total	1,717,239,321	74.35%



Board of Directors:

e-finance for Digital and Financial Investment's Board of Directors is made up of a select number of experts with extensive experience across a variety of fields. This diversity in experience and expertise provides the Group with a strategic ability to direct the operations of e-finance and its subsidiaries towards achieving the highest possible level of efficiency, and plays an important role in consolidating e-finance's leading position in the domestic market, as well as its ability to expand regionally.

Current structure:

Name	Position	Entity represented	Description (Executive/ Non-executive – Independent)	Share Ownership
Ibrahim Aly Iahaa-El-Din Mahgoub Sarhan	Chairman of the Board of Directors and Managing Director	Himself	Executive	%0.08
Ibrahim Abdelsalam Ibrahim Aly	Board of Directors Member	Himself	Experienced Member	-
Ahmed Bin Mohamed Bin Samran AlAnzy	Board of Directors Member	Saudi Egyptian Investment Company	Non-executive	25.7%
Ayman Esmat Mahmoud Hussein	Board of Directors Member	Egyptian Banks Company	Non-executive	6.7%
Ehab Elsayed Dorra	Board of Directors Member	Banque Misr	Non-executive	6.7%
Khaled Bin Abdullah Bin Nasser AlHussan	Board of Directors Member	Saudi Egyptian Investment Company	Non-executive	25.7%

Khaled Zakaria Mohamed Amin Abueidhab	Board of Directors Member	National Investment Bank	Non-executive	21.8%
Dalia Mostafa Kamel Abdelfattah Anwar	Board of Directors Member	National Investment Bank	Non-executive	21.8%
Tarek Mahmoud Ahmed Elmahmoudy	Board of Directors Member	Himself	Independent	-
Mohamed Gameel Mahmoud Kandeel	Board of Directors Member	National Bank of Egypt	Non-executive	6.7%
Nada Mohamed Wasfy Hussein Masood	Board of Directors Member	Herself	Independent	-
Hisham Ibrahim Mohamed Shaarawy	Board of Directors Member	Egyptian Company for Investment Projects (ECIP)	Non-executive	6.7%

Board of Directors Meetings:

The Board of Directors convened nine times during 2024. The Board discussed a number of important topics which included;

- Approving the Group's financial statements, auditor reports, and profit distribution plan.
- Notifying the Board of e-finance's strategic plan and investment strategy for 2024.



- Approving the acquisition of a 25% stake in Al Ahly Momken and a 13% stake in EasyCash, as well as studying the acquisition of shares in another digital payments company.
- Approving the issuance of bonus shares.
- Discussing the Audit, Investment, Risk, Information Security, and Nomination and Remuneration Committees' reports and recommendations, and taking the necessary actions.

Audit and Governance Committee:

Current structure:

Member Name	Entity Represented
Mohamed Tarek Youssef	Committee Chair (Independent)
Khaled Zakariya	Committee Member (National Investment Bank)
Ramzy Ali	Committee Member (Saudi Egyptian Investment Company)

Audit committee's responsibilities, and the assigned tasks:

- Supporting the Board of Directors in overseeing the company's financial controls and preparing regular reports and recommendations for presentation to the Board. The committee is also responsible for reviewing the company's financial statements and ensuring that they have been prepared in accordance with Egyptian accounting standards, as well as studying any unusual issues and making recommendations regarding them.
- Obtaining an opinion from the external auditor regarding the quality of the company's financial statements and whether they reflect the accounting principles and standards followed, as well as assessing the main risks that the company faces, the company's degree of exposure to these risks, and the plans required to reduce exposure to these risks.
- The committee also reviews the financial data included in the Board of Directors Report, as well as any legal matters that may affect the preparation of the company's financial statements.

Audit committee achievements during the year:



No. of meetings during the year	6 meetings
If the committee reports had been presented to the BOD?	Yes
If the committee reports mention any substantive observations that should be addressed?	No
If the BOD took any actions to remedy the substantive observation?	There were no substantive observations

Investment Committee:

Current structure:

Member Name	Entity Represented
Ibrahim Abdlesalam Ibrahim Aly	Experienced Member (Committee Chair)
Dalia Mostafa Kamel Abdelfattah Anwar	Committee Member (National Investment Bank)
Khaled Alhussan	Committee Member (Saudi Egyptian Investment Company)
Ahmed Elsaeed	Committee Member (National Bank of Egypt)
Ahmed Sobhi	Committee Member (Banque Misr)

Investment committee's responsibilities, and the assigned tasks:

- Supporting the Board of Directors in managing investments and setting the company's investment principles, as well as overseeing investment activities in accordance with the Board's approval.
- Setting the company's investment strategy, policies, and procedures (to be approved by the Board).
- Assesses investment opportunities and provides an opinion regarding the feasibility of the investment to the Board.
- Submits periodical reports to the Board on the overall performance of the company's investments.



Company Employees:

Average no of employees during the year	2,643
Average income of employees during year	19,996

Employee Stock Ownership Plan (ESOP):

Total no. of shares available according to ESOP	71,111,111 shares
Total no. of shares granted during the year	4,589,921 shares
No. of beneficiaries from ESOP	173
Total no. of shares granted since the implementation of ESOP	36,259,239 shares
Owner of 5% or more of shares according to ESOP shares, or 1% of company's shares	N/A

Violations and Actions Taken related to Capital market law and Listing rules:

e-finance for Digital and Financial Investments is committed to complying with all the laws and regulations governing the financial market. The company also fully complies with the principles of integrity and transparency, protecting the rights of the company's shareholders, as well as the company's track record and reputation. Accordingly, no actions have been taken by the Financial Regulatory Authority or by the Egyptian Stock Exchange against the company, its Board of Directors, or its management during 2024.

Transactions with relevant parties:

There are no new compensation contracts

The company's contributions in the field of community development and environmental preservation:

Social Sustainability:

e-finance's social sustainability strategy adopts Egypt's "Vision 2030" sustainable development strategy as a general framework that aims to enhance quality of life. Accordingly, the sustainability approach adopted by e-finance focuses on four main pillars:

- Infrastructure



- Education
- Female Empowerment
- Health

Infrastructure:

e-finance, in collaboration with Sonaa El Kheir Foundation, supported the Sakan Kareem initiative by developing and rehabilitating the Village of Khartoum, located in Badr, Behaira, through raising the quality of over 15 houses to ensure decent housing and improve the quality of life for locals. Following its rehabilitation, Al Khartoum village was reopened in December 2024. The development initiative included raising the quality of damaged homes, distributing food and winter blankets as part of the Sonaa Al Dafa'a initiative, and delivering medical services as part of the Einak Fe Eneina initiative.

Over the past three years, e-finance has implemented a number of development initiatives in three local villages, namely Al Farisiya in Luxor, Al Safeeh in Fayoum, and Al Khartoum in Badr, Beheira. Through those initiatives, e-finance has enhanced the quality of over 100 homes and improved the overall quality of life within the villages by providing medical services.

Education:

In 2022, e-finance, in collaboration with the Ministry of Higher Education and Sonaa El Kheir Foundation, has supported the "Takafoa" initiative in financing university scholarships covering the educational expenses of 200 university students over a period of four years with an investment of EGP 8 million provided to students in need of support to study in technological universities. In 2024, the Group implemented the third phase of its full and partial scholarship program for university students. The Group also supported students who were financially unable to continue their education across a number of universities including: Assiut University, Beni Suef University, Delta University, New Cairo University, Misr International Technological University, October University, Burj Al Arab University, Samannoud University, and the Integrated Technical Education Cluster.

Economic and Female Empowerment:

In 2023, e-finance invested in the establishment of a sustainability center in the governorate of Fayoum. Six crafts were chosen to be implemented, with training sessions provided to the residents of the village and surrounding villages to gain experience that would assist in providing employment opportunities and sources of income by learning new crafts.

In 2024, the Group, in collaboration with Sonaa El Kheir, trained a total of 120 women at the center.

- **Training Workshops:** All planned training workshops were held as scheduled with a dropout rate of below 5% till date. All workshops were greatly successful in terms of content and outputs.
- **Outputs are split into two categories:**
 - **Human Factor:** Each workshop consisted of 15 participants, with five standby participants in the event of any dropouts. This was implemented across all workshops.



- **Outputs:** Originally, it was planned that each workshop would produce 15 final products, with each product representing a graduation project. In some workshops, participants produced 45 products, at a rate of three products per participant.

The Group has also transformed the fixed sustainability centers into mobile ones to target a larger number of rural women. The first mobile sustainability center was launched on international women's day during a celebration that was attended by Minister of Social Solidarity Dr. Maya Morsi.

Mobile Centers

The mobile centers initiative aims to revive traditional handicrafts in underprivileged areas, empowering rural women by providing them with raw materials, training them, and supporting them in producing the final products, accessing them using bus trips across the country.

The project, which supports women across the country and promotes sustainable development, relies on:

- Mobile Centers
- Digital Educational Platform
- Educational Tools and Services

The company's general condition, results, and future:

The investments conducted by e-finance over the past few years across various sectors contributed to the Group achieving record results during FY2024. e-finance's consolidated revenues increased by 33.4% y-o-y to EGP 5.2 billion, driven by broad-based growth across all of the Group's subsidiaries. On the profitability front, Group EBITDA expanded by 33% y-o-y to EGP 2.5 billion; however, EBITDA margin remained flat year-on-year at 47% in FY2024. At the bottom-line, e-finance's net profit after NCI rose by 41% y-o-y to EGP 1.8 billion, delivering an associated net profit margin expansion 1.9 percentage points year-on-year to 34% in FY2024. Adjusted net profit, which adds back non-cash ESOP expense on an after-tax basis, reached EGP 2.1 billion in FY2024.

On the profitability front, consolidated gross profit stood at EGP 2,787.3 million, a 30.2% y-o-y increase. However, FY2024 GPM contracted by 1.3 percentage points year-on-year to 53.6%. While net profit margin was around 34.1%.

The Group continued to reap the rewards of its investments in cloud services, with revenue from its cloud hosting services rising by 23.2% y-o-y to EGP 1.6 billion in FY2024. Meanwhile, transaction revenue expanded by 20.8% y-o-y, closing the year at EGP 2 billion. Transaction revenue growth was mainly driven by a 42.2% y-o-y increase in variable-fee revenues to EGP 1.2 billion in FY2024. Additionally, the subsidiary's build & operate segment expanded by 12.8% y-o-y to EGP 952 million during the year.

In parallel, the Group reported significant achievements regarding its efforts in supporting the country's agriculture and tourism sectors. Revenues from both sectors recorded significant increases, supported by the expansion of the number of museum and touristic sites served by the Group's digital offering, as well as the network connecting agriculture associations with fertilizer manufacturers. Additionally,



the financial services provided to farmers in collaboration with the Egyptian Agricultural Bank also witnessed a noticeable increase.

Proposed dividends to be distributed to shareholders:

Based on the record results achieved by the Group during 2024, it was proposed that a total of EGP 391.9 million will be distributed to shareholders (cash dividends), representing a rate of EGP 0.173 per share for the second half of the year, after holding the 5% legal reserve and distributing the shares of the company's employees and Board Members. The proposal will be presented to the General Assembly to deliberate.

Additionally, the Board of Directors' approved a proposal to distribute a bonus share dividend to shareholders at a rate of 0.5 shares for each original share (1 share for every 2 shares). This will be financed from the ESOP reserve and other reserves, so that the Company's issued and paid-up capital increases from EGP 1,155,555,555.5 to EGP 1,733,333,333.5.

The proposed legal reserve:

5% legal reserve in accordance with the relevant laws.

The primary operations of the company and its subsidiaries

e-finance's consolidated revenues reached EGP 5.2 billion in FY2024, a 33.4% y-o-y increase driven by broad-based expansion across all of the Group's subsidiaries. e-finance Digital Operations, the Group's flagship subsidiary, was the primary revenue growth driver, delivering strong growth at all of its revenue streams during the year. Revenue growth was further boosted by solid contributions from all other subsidiaries.

e-finance Digital Operations formed the lion's share of the Group's revenues in FY2024, with a contribution of 87%. In FY2024, the subsidiary's revenue, after inter-company eliminations, stood at EGP 4.5 billion, a 28.8% y-o-y increase. The subsidiary's top-line performance was driven by strong results across its transaction, cloud hosting, and build & operate revenues. Transaction revenue increased by 30.2% y-o-y to EGP 1.8 billion in FY2024, largely on the back of a 42.2% y-o-y rise in variable-fee revenues to EGP 1.2 billion, and was further boosted by a 10.5% y-o-y increase in fixed-fee revenues to EGP 564.6 million during the year. Similarly, cloud hosting revenue rose by 23.3% y-o-y to EGP 1.6 billion in FY2024. Meanwhile, the subsidiary's build & operate segment expanded by 12.5% y-o-y to EGP 932.7 million.

In FY2024, post-elimination revenue at eKhaless' expanded by 42.2% y-o-y to EGP 93.8 million. Top-line growth was primarily driven by a solid increase in the number of transactions aggregated in FY2024. Post-elimination revenue at eNovate increased by 19.1% y-o-y to EGP 184.6 million, largely supported by an increase in revenues from card production and card management. At eNable, post-elimination rose by 29.1% y-o-y to EGP 82.6 million in FY2024.

The company's external and international expansions:



The company is moving forward with its strategy of expanding outside of Egypt. The company has already started implementing its expansion strategy in the Kingdom of Saudi Arabia as it has started the process of establishing its inaugural branch within the Kingdom in the city of Riyadh.

Donations report:

e-finance for Digital and Financial Investments firmly believes in its leading role in supporting the development of the community. The company always seeks to support economic and social development initiatives for underprivileged communities. e-finance's total donations during 2024 stood at around EGP 15.2 million, which came in the form of donations to a number of charities.

The shares and bonds issued by the company during the year:

462,222,222 free shares were issued using the company's reserves, bringing the total number of issued shares to 2,311,111,111

Company legal representative

Name: *Ibrahim Aly Sorhan*

Signature: *I. Sorhan*

Company stamp



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Thank you.. The Annual Report on the Environmental, Social and Governance Disclosures has been successfully Registered and your Registration Code Number is 41788. You are kindly Requested to print the report and attach it to the annual report of the Board of Directors attached to the annual financial statements for the year 2024/2025

الهيئة العامة للرقابة المالية
FINANCIAL REGULATORY AUTHORITY



Annual report for FY 2024/2025

On Financial Disclosures Related To Climate Change (TCFD)

In implementation of The FRA's Decrees no. (107) and (108) for the year 2021

First: Introduction

The report on financial disclosures related to climate change - recommendations of the Task Force on Climate Financial Disclosure TCFD reflects the company's ability to manage the risks and opportunities associated with climate change, which creates confidence among investors that enables them to make investment decisions that take into consideration the range of financial risks and opportunities associated with climate change and the company's management mechanisms for transitional risks and Physical risks of the effects of climate change on the company's financial performance, thus providing more transparency regarding climate-related risks and opportunities for investors.

Based on the FRA responsibility towards NBFI including listed Companies on the Egyptian Stock Exchange, and within the framework of assisting these companies to submit annual reports to disclose ESG sustainability standards in accordance with the FRA decisions No. 107 and 108 of 2021, and to facilitate them, the FRA has prepared this electronic form to companies to fulfill the KPIs for financial disclosures related to climate change - TCFD recommendations.

Therefore, please be careful, accurate and transparent when filling out this form, and please attach the report form within the annual report prepared by the Board of Directors attached to the annual financial statements for the year 2024/2025 In case of any inquiries related to this matter, you can contact sustainable development department via email sustainable.development@fra.gov.eg

Secand: Basic Data on The Status of Company

Select the company's name:e-finance for digital and financial investments .1

Select the company's sector: **Finance and Banking .2**

Third: Basic Data of The Person Responsible for Completing The Report

Name :Yasmine Rashed .1

Job Title:Group Head of Marketing and CSR .2

Email:yasmine_rashed@efinance.com.eg .3

Fourth: TCFD KPIs

Governance KPI (Climate Related Governance).1

Does the board have oversight of climate-related risks and opportunities? No .1

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

**Does the management have a role in assessing and managing climate related risks and .2
opportunity? No**

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

Strategy KPI (Environmental Operations, Oversight and Mitigation).2

**Does the organization identify any climate related risks and opportunities over the short, medium .1
and long run? No**

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

**Does the company reflect the climate-related risks opportunities on the organization’s business, .2
strategy, and financial planning? No**

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

Does your company invest, annually, in climate-related infrastructure, resilience, and product development? No .3

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

Risk Management KPI (Climate-Related Risks).3

Does the company set a defined process for identifying and assessing the climate related risks? No .1

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

Does the company have a solid process for managing the climate related risks?No .2

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

**Does the company incorporate climate-related risks in the company's overall risk management? .3
No**

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

Metrics & Targets KPI (Carbon/ GHG Emission).4

Does the company use any metrics to assess climate-related risks and opportunities in line with its strategy and risk management process? No .1

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks

Total amount, in CO2 equivalents, for Scope 1 (if applicable) ? No .2

we have not yet started working on our TCFD reporting - we are in process of selecting a specialist support to prepare us for reporting on environmental risks