

Translated from Arabic

Valmore Holding
“Formerly known as Egypt Kuwait Holding Company”
(An Egyptian Joint Stock Company)

Separate Financial Statements
For the financial year ended at December 31, 2025
and independent auditor’s report

Valmore Holding
“Formerly known as Egypt Kuwait Holding Company”
(An Egyptian Joint Stock Co.)

Separate Financial Statements
Financial year ended at December 31, 2025

Translated

Contents	Page
Independent auditor’s report	1-2
Separate statement of financial position	3
Separate statement of profit or loss	4
Separate statement of comprehensive income	5
Separate statement of changes in equity	6
Separate statement of cash flows	7
Notes to the separate financial statements	8 – 44



Shape the future
with confidence

ALLIED FOR ACCOUNTING & AUDITING
P.O. Box 20, Katameya
Podium 1, Building No. P4
Cairo Festival City
New Cairo, Arab Republic of Egypt

Tel: +202 2726 0260
Fax: +202 2726 0100
cairo.office@eg.ey.com
<https://www.ey.com>

Translation of Auditor's report
Originally issued in Arabic

AUDITOR'S REPORT TO THE SHAREHOLDERS OF VALMORE HOLDING (S.A.E) (FORMERLY KNOWN AS EGYPT KUWAIT HOLDING) ON THE AUDIT OF THE SEPARATE FINANCIAL STATEMENTS

Introduction

We have audited the accompanying separate financial statements of **Valmore Holding - S.A.E - (Formerly known as Egypt Kuwait Holding) ("the Company")**, represented in the separate statement of financial position as at 31 December 2025, and the related separate statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility for the separate financial statements

These separate financial statements are the responsibility of the Company's management. Management is responsible for preparing and presenting the financial statements fairly and clearly in accordance with Egyptian Accounting Standards and applicable Egyptian Laws. Management's responsibility includes designing, implementing, and maintaining internal control relevant to the preparation and presentation of financial statements that are free from material misstatement, whether due to fraud or error; management responsibility also includes selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these separate financial statements based on our audit. We conducted our audit in accordance with Egyptian Standards on Auditing and applicable Egyptian laws. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's professional judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are reasonable in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the separate financial statements.



Shape the future
with confidence

Translation of Auditor's report
Originally issued in Arabic

**AUDITOR'S REPORT TO THE SHAREHOLDERS OF
VALMORE HOLDING (S.A.E) (FORMERLY KNOWN AS EGYPT KUWAIT HOLDING)
ON THE AUDIT OF THE SEPARATE FINANCIAL STATEMENTS (Continued)**

Opinion

In our opinion, the separate financial statements referred to above, give a true and fair view, in all material respects, of the separate financial position of the Company as at 31 December 2025, and of its separate financial performance and its separate cash flows for the year then ended in accordance with Egyptian Accounting Standards and the related applicable Egyptian laws and regulations.

Emphasis of a matter

Without qualifying our opinion, we draw attention to note (14), in the accompanying financial statements. The Company has investments in subsidiaries and prepares consolidated financial statements as at 31 December 2025 in accordance with Egyptian Accounting standards and the related applicable Egyptian laws and regulations, for a better understanding of the Group's consolidated financial position as at 31 December 2025 and its consolidated financial performance and its cash flows for the year's end then ended, the matter necessitates reference to the consolidated financial statements.

Report on Other Legal and Regulatory Requirements

The Company maintains proper accounting records that comply with the laws and The Company's articles of association and the separate financial statements agree with The Company's records.

The financial information included in the Board of Directors' Report, prepared in accordance with Law No. 159 of 1981 and its executive regulation, is in agreement with the books of The Company insofar as such information is recorded their in.

Auditor

Ashraf Mohamed Ismail

FESAA
FEST
(RAA 9380)
(EFSA 102)



Cairo: 1 March 2026

Valmore Holding

Translated from Arabic

"Formerly known as Egypt Kuwait Holding Company"

(An Egyptian Joint Stock Company)

Separate statement of financial position as at December 31, 2025

All amounts are presented in US Dollars

	Note No.	31-12-2025	31-12-2024
Assets			
Non-current assets			
Investments in subsidiaries	(14)	941 981 342	1 333 828 053
Equity - accounted investees (associate companies)	(15)	29 865 557	26 747 837
Investments at fair value through other comprehensive income	(16)	1 450	1 904 388
Fixed assets and projects under construction	(17)	16 877 381	14 277 529
Total non-current assets		988 725 730	1 376 757 807
Current assets			
Cash and cash equivalents	(18)	8 387 068	4 574 906
Investments at fair value through profit or loss		-	369 173
Due from subsidiaries, associates & related parties	(1-27)	332 048 358	75 074 816
Other current assets	(19)	2 621 226	3 451 813
Total current assets		343 056 652	83 470 708
Total assets		1 331 782 382	1 460 228 515
Equity and liabilities			
Equity:			
Capital	(20)	295 807 387	281 721 321
Legal reserve	(21)	140 860 661	137 960 942
Fair value reserve	(22)	499	488 050
Retained earnings		106 338 031	115 864 715
Treasury shares	(23)	(6 593 759)	(7 880 436)
Total Equity		536 412 819	528 154 592
Non-current liabilities			
Loans and bank facilities	(24)	304 385 874	219 602 503
Notes payable and other creditors	(25)	1 176 930	1 639 225
Total non-current liabilities		305 562 804	221 241 728
Current liabilities			
Loans and bank facilities	(24)	187 124 128	160 169 222
Due to subsidiaries, associates & related parties	(2-27)	285 208 362	536 936 019
Notes payable and other creditors	(25)	3 206 354	5 108 993
Provisions	(26)	14 267 915	8 617 961
Total current liabilities		489 806 759	710 832 195
Total liabilities		795 369 563	932 073 923
Total equity and liabilities		1 331 782 382	1 460 228 515

* The accompanying notes are an integral part of the separate financial statements and to be read therewith.

Group Chief Financial Officer

Medhat Hamed Bonna



Managing Director

Jon Rokk

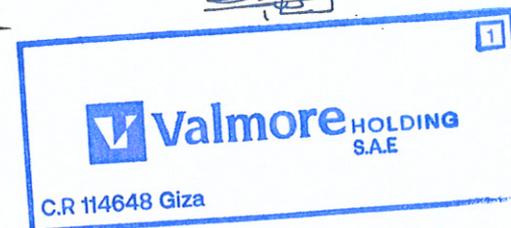


Chairman

Loay Jassim Al-Kharafi



*Independent Auditor's Report "attached "



Valmore Holding

Translated from Arabic

"Formerly known as Egypt Kuwait Holding Company"

(An Egyptian Joint Stock Company)

Separate statement of income for the financial year ended December 31, 2025

All amounts are presented in US Dollars

	Note No.	2025	2024
<u>Operating Revenues</u>			
Income from investments in subsidiaries	(5)	285 420 195	126 848 188
Income from investments in associates	(6)	270 348	364 049
Income from financial investments at fair value through profit or loss		-	23 060
Income from financial investments at fair value through other comprehensive income		-	118 882
Change in fair value of financial investments at fair value through profit or loss		-	8 620
Income from financial assets at amortized cost		-	661 173
Income from selling investments in subsidiaries	(7)	46 382 007	-
Income from selling financial assets at fair value through profit or loss		194 908	-
Total		332 267 458	128 023 972
General and administrative expenses	(8)	(10 456 134)	(15 581 268)
Board members remunerations		(47 000)	(47 000)
Fixed assets' depreciation	(17)	(433 165)	(514 697)
Expected credit Loss (Reversal)	(9)	34 447 030	(6 228 078)
Other revenues	(10)	10 567 213	9 833 869
Other expenses	(11)	(258 607 985)	(178 186)
Gain on sale of fixed assets		3 041	311 846
Total operating profit		107 740 458	115 620 458
Finance income		1 076 994	461 253
Finance costs		(11 881 021)	(43 677 490)
Foreign currency translation differences		(40 089 287)	33 103 314
Net profit before income tax		56 847 144	105 507 535
Income tax	(12)	-	-
Net profit for the year		56 847 144	105 507 535
Basic / diluted earnings per share (US cent / Share)	(13)	3.88	8.02

* The accompanying notes are an integral part of the separate financial statements and to be read therewith.

Valmore Holding

Translated from Arabic

“Formerly known as Egypt Kuwait Holding Company”

(An Egyptian Joint Stock Company)

Separate statement of comprehensive income for the financial year ended December 31, 2025

All amounts are presented in US Dollars

	<u>Note No.</u>	<u>2025</u>	<u>2024</u>
Net profit for the year		56 847 144	105 507 535
Other comprehensive items			
<u>Items may be reclassified in the separate income statement</u>			
Investments at fair value through other comprehensive income		1 005 103	45 056
Total other comprehensive income for the year after deducting tax		1 005 103	45 056
Total comprehensive income for the year		57 852 247	105 552 591

* The accompanying notes are an integral part of the separate financial statements and to be read therewith.

"Formerly known as Egypt Kuwait Holding Company"

(An Egyptian Joint Stock Company)

Separate statement of changes in equity for the financial year ended December 31, 2025

All amounts are presented in US Dollars	Issued & paid up	Legal	Fair value	Retained	Treasury	
<u>Description</u>	capital	reserve	reserve	earnings	shares	Total
Balance as of January 1, 2024	281 721 321	133 896 975	442 994	90 451 740	(3 349 840)	503 163 190
<u>Comprehensive income</u>						
Net profit for the year	-	-	-	105 507 535	-	105 507 535
Other comprehensive income for the year	-	-	45 056	-	-	45 056
Total comprehensive income for the year	-	-	45 056	105 507 535	-	105 552 591
<u>Transactions with shareholders</u>						
Transferred to legal reserve	-	4 063 967	-	(4 063 967)	-	-
Employees' dividends	-	-	-	(1 064 287)	-	(1 064 287)
Shareholders' dividends	-	-	-	(67 592 622)	-	(67 592 622)
Board members' remunerations	-	-	-	(7 123 742)	-	(7 123 742)
Purchase of treasury shares	-	-	-	-	(14 510 318)	(14 510 318)
Sale of treasury shares	-	-	-	(249 942)	9 979 722	9 729 780
Total transactions with shareholders	-	4 063 967	-	(80 094 560)	(4 530 596)	(80 561 189)
Balance as of December 31, 2024	281 721 321	137 960 942	488 050	115 864 715	(7 880 436)	528 154 592
Balance as of January 1, 2025	281 721 321	137 960 942	488 050	115 864 715	(7 880 436)	528 154 592
<u>Comprehensive income</u>						
Net profit for the year	-	-	-	56 847 144	-	56 847 144
Other comprehensive income for the year	-	-	(487 551)	1 492 654	-	1 005 103
Total comprehensive income for the year	-	-	(487 551)	58 339 798	-	57 852 247
<u>Transactions with shareholders</u>						
Capital	14 086 066	-	-	(14 086 066)	-	-
Transferred to legal reserve	-	2 899 719	-	(2 899 719)	-	-
Employees' dividends	-	-	-	(2 415 402)	-	(2 415 402)
Shareholders' dividends	-	-	-	(39 117 121)	-	(39 117 121)
Board members' remunerations	-	-	-	(8 500 000)	-	(8 500 000)
Purchase of treasury shares	-	-	-	-	(7 353 615)	(7 353 615)
Sale of treasury shares	-	-	-	(848 174)	8 640 292	7 792 118
Total transactions with shareholders	14 086 066	2 899 719	-	(67 866 482)	1 286 677	(49 594 020)
Balance as of December 31, 2024	295 807 387	140 860 661	499	106 338 031	(6 593 759)	536 412 819

* The accompanying notes are an integral part of the separate financial statements and to be read therewith.

Valmore Holding
“Formerly known as Egypt Kuwait Holding Company”
(An Egyptian Joint Stock Company)

Translated from Arabic

Separate statement of cash flows for the financial year ended December 31, 2025

All amounts are presented in US Dollars

	<u>Note No.</u>	<u>2025</u>	<u>2024</u>
<u>Cash flows from operating activities</u>			
Net profit for the year before income tax		56 847 144	105 507 535
<u>Adjustments for:</u>			
Fixed assets' depreciation	(16)	433 165	514 697
Income from investments in subsidiaries	(5)	(285 420 195)	(126 848 188)
Income from investments in associates	(6)	(270 348)	(364 049)
Income from investments at fair value through other comprehensive income		-	(118 882)
Income from investments at fair value through profit or loss		-	(23 060)
Changes in fair value of investments at fair value through profit or loss		-	(8 620)
Income from financial investments at amortized cost		-	(661 173)
Income from sale of investments at fair value through profit or loss		(194 908)	-
Income from sale of investments in subsidiaries		(46 382 007)	-
Gain on sale of fixed assets		(3 041)	(311 846)
Gain on sale of fixed assets		6 308 140	(32 641 065)
Impairment losses inSubsidiaries		250 958 031	-
Reversal of impairment losses for investments accounted for in equity method (associate companies)		(3 117 720)	(9 833 869)
Expected credit Loss (Reversal)		(32 449 000)	(113 492)
Finance income		40 089 287	43 677 490
Finance costs		(1 076 994)	(461 253)
		(14 278 446)	(21 685 775)
<u>Change in:</u>			
Other current assets		(347 517)	2 907 438
Financial investments at fair value through profit or loss		564 081	-
Due from subsidiaries, associates & related parties		(135 230 808)	(408 923 480)
Due to subsidiaries, associates & related parties		(251 727 657)	481 691 750
Notes payable and other creditors		(2 364 934)	(1 115 416)
Provisions		5 649 954	108 892
Cash provided (used in) from operating activities		(397 735 327)	52 983 409
<u>Cash flows from investing activities</u>			
Collected credit interest		1 076 994	461 253
Payments for acquisition of fixed assets and projects under construction		(3 033 017)	(354 057)
Proceeds from the sale of fixed assets		3 041	386 073
proceeds from financial investments at amortized cost		-	6 055 503
Proceeds from financial investments at fair value through other comprehensive income		35 357 041	118 882
Payments for the acquisition of investments in subsidiaries		(1 477 224)	(713 671)
Proceeds from the sale of investments in subsidiaries	(7)	67 005 177	-
Dividends collected from investments in subsidiaries		286 597 953	19 318 965
Dividends collected from sale of investments at fair value through profit or loss		-	23 060
Dividends collected from investments in associates		270 348	345 847
Net cash provided from investing activities		385 800 314	25 641 855
<u>Cash flows from financing activities</u>			
Payments of loans & facilities		(280 642 696)	(229 445 682)
Proceeds from loans & facilities		345 983 891	224 371 243
Payments for purchasing treasury shares		(7 353 615)	(14 510 318)
Proceeds from sale of treasury shares		7 792 118	9 729 780
Dividends payments		(50 032 523)	(74 716 364)
Net cash from (used in) financing activities		15 747 175	(84 571 341)
Net change in cash and cash equivalents during the year		3 812 162	(5 946 077)
Cash and cash equivalents at beginning of the year		4 901 945	10 848 022
Cash and cash equivalents at end of the year	(18)	8 714 107	4 901 945

* The accompanying notes are an integral part of the separate financial statements and to be read therewith.

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company

“(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

1- Background and activities

- Valmore Holding Co. “formerly known as - Egypt Kuwait Holding Company “(The Company) was incorporated by virtue of the Chairman of General Investment Authority's resolution No. 197 of 1997, according to the provisions of Investment Law No. 230 of 1989 and according to Law No. 72 of 2017, concerning Investment Incentives & Guarantees and Law No. 95 of 1992 concerning Capital Market. The Company was registered in Giza Governorate Commercial Registry under No. 114 648 on 20/7/1997. The duration of the Company according to the Company's Statute, is 25 years starting from the date of registration in the Commercial Registry.
- On 6 November 2025, the company’s commercial register was annotated to reflect a change in the company’s name, whereby the company’s name was amended to “Valmore Holding” instead of its former name, “Egypt Kuwait Holding Company.”
- On March 31, 2022, the General Assembly of the shareholders of the Holding Company approved to extend the duration of the Company for additional 25 years.
- The parent company is listed on the official schedule of the stock exchange in the Arab Republic of Egypt and the State of Kuwait.
- The registered office of the Company is located at 14 Hassan Mohamed El Razaz St.-Dokki- Egypt. Mr. Loay Jassim Al-Kharafi is the Chairman of the Company.

2- Basis of preparation of separate financial statements

- The separate financial statements have been prepared in accordance with Egyptian accounting standards and in compliance with Egyptian Laws.
- The separate financial statements were authorized for issuance by the Board of Directors of the Company on March 1, 2026.
- The details of the most important accounting policies of the company are included in Note No. 30.

3- Functional and presentation currency

- The separate financial statements are presented in USD which is the Company’s functional currency.

4- Basis of measurement and assumptions

- The preparation of separate financial statements in conformity with the Egyptian Accounting Standards requires management to make judgment, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclose about contingent liabilities on each reporting date. However, uncertainty about these assumptions and estimates may lead to results that would require a material adjustment to the carrying amount of the related asset or liability in the future.
- The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

A- Judgments

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

- Note No. 31-2 – revenue recognition: revenue is recognized as detailed in the accounting policies applied.
- Note No. 31-8 – equity-accounted investees (associates Companies): whether the company has significant influence over an investee.

B- Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties on December 31, 2025, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

- Note No. 31-2 – revenue recognition: estimation of expected revenues.
- Note No. 31-13 – measurement of ECL for cash at banks, due from related parties, debtors and other debit balances.
- Note No. 31-14 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

C- Measurement of fair value

- A certain number of the Co.’s accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.
- The Company has established control framework with respect to measurement fair of values. This includes the presence of valuation team that has overall responsibility for reviewing all fair values including fair value up to level (3), and a report of those values and methods of measuring is being issued directly to the CFO.
- Valuation team regularly reviews important non-observable inputs and evaluation adjustments.
- If third party information is used to measure fair values, such as broker quotations or pricing services, the valuation team evaluates the evidence obtained from third parties to support the conclusion that such valuations meet the requirements of accounting standards, including the level in the fair value hierarchy in which the valuations should be classified.
- Material valuation issues are reported to the Company's Audit Committee.
- Accreditation is measured in the fair value of assets and liabilities mainly on available market data, and the data that is relied upon in the evaluation is classified according to the following hierarchy:
 - Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
 - Level 2: inputs of the quoted prices included in level (1) that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
 - Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).
- If the inputs used to measure the fair value of an asset or liability are located at different levels in the fair value hierarchy, the entire fair value measurement will be classified at the same level as the lowest level of the material input for the entire measurement.
- The Company recognizes transfers between levels of the fair value hierarchy at the end of the financial period during which the change has occurred.

5- Income from investments in subsidiaries

	<u>2025</u>	<u>2024</u>
Bawabet Al Kuwait Holding Co.	21 687 726	105 513 015
Alexandria for Fertilizers	11 220 753	18 695 826
International Financial Investments Co.	250 000 000	-
Delta Insurance	2 506 402	2 638 859
Fayoum Gas	-	218
National Gas “Natgas”	5 314	270
	<u>285 420 195</u>	<u>126 848 188</u>

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

6- Income from investments in associates

	<u>2025</u>	<u>2024</u>
EL - Mohandas Insurance Co.	270 348	364 049
	<u>270 348</u>	<u>364 049</u>

7- Income from selling investments in subsidiaries

On 22 October 2025, the Company's Board of Directors unanimously approved the sale of the Company's entire shareholding in Delta Insurance Company at the price offered under the mandatory tender offer submitted by Wafa Insurance Company, amounting to EGP 40 (forty Egyptian pounds) per share, for a total consideration of EGP 3.169 billion (equivalent to USD 67,005,177). The transaction was completed on 30 October 2025, resulting in a gain of USD 46,382,007.

8- General and administrative expenses

	<u>2025</u>	<u>2024</u>
Salaries	2 091 187	1 310 879
Professional & consultants fees	1 074 577	1 721 238
Subscriptions	1 202 729	1 094 764
Governmental fees	1 929 628	5 631 186
Travel, accommodations & transportations	337 569	253 959
Project studies	213 305	-
Social solidarity contributions	172 666	267 390
Gifts	130 036	90 935
Rent and utilities	321 708	114 701
Maintenance, cleaning, and security	120 482	209 989
Insurance	270 792	283 461
Training	614 778	1 834 765
Withholding tax on dividend distributions	1 436 504	2 019 777
Others	540 173	748 224
	<u>10 456 134</u>	<u>15 581 268</u>

9- Expected credit reverse (loss)

	Note	<u>2025</u>	<u>2024</u>
Other financial assets at amortized cost	(16)	32 449 000	(81 955)
Due from related parties	(27)	1 998 030	6 341 570
Cash & cash equivalents		-	(31 537)
		<u>34 447 030</u>	<u>(6 228 078)</u>

10- Other Revenues

	<u>2025</u>	<u>2024</u>
Reversal of impairment losses for investments accounted for in equity method (associate companies)	3 117 720	9 833 869
Waived payables	3 149 100	-
Reversal of accrued Training and Qualification Fund expense	2 288 683	-
Provisions no longer required	2 000 000	-
Other revenues	11 710	-
	<u>10 567 213</u>	<u>9 833 869</u>

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

11- Other expenses

	<u>2025</u>	<u>2024</u>
Impairment losses	250 958 033	-
Provisions formed during the year	7 649 954	178 186
	<u>258 607 987</u>	<u>178 186</u>

12- Income tax

	<u>2025</u>	<u>2024</u>
Current income tax expense	-	-
Deferred income tax benefit	-	-
	-	-

	<u>2025</u>	<u>2024</u>
<u>Adjustments to calculate effective tax rate</u>		
Net accounting profit before income tax	56 847 144	105 507 535
Tax rate	22.5%	22.5 %
Expected income tax on accounting profit	12 790 607	23 739 195
Expenses not applicable to tax deduction	372 707	(818 880)
Tax exemptions	(65 057 625)	(22 920 315)
Impact of provisions	49 284 728	-
Depreciation effect	(63 648)	-
Effect of foreign exchange differences	2 673 231	-
Tax according to separate income statement	-	-
Effective tax rate	-	-

13- Basic / diluted earnings per share

The calculation of basic / diluted earnings per share on December 31, 2025, was based on the profit attributable to shareholders and weighted average number of outstanding shares as follows:

	<u>2025</u>	<u>2024</u>
Net profit for the year	56 847 144	105 507 535
Employees share in profit- estimated / Approved	(3 180 174)	(2 415 402)
Board member’s remuneration share in profit- estimated / Approved	(8 059 119)	(8 500 000)
Shareholders’ share in profit for the year	45 607 851	94 592 133
Weighted average number of outstanding shares at the year end	1 174 962 770	1 179 817 193
Basic / diluted earnings per share (US cent / Share)	3.88	8.02

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

Weighted average number of outstanding shares is calculated as follows:

	<u>2025</u>	<u>2024</u>
The number of outstanding shares at the beginning of the year	1 117 642 474	1 122 887 407
Effect of Bonus Share Issue (Note 20 – Issued and Paid-up Capital)	56 344 264	56 344 264
Weighted average of treasury shares sold during the year	3 682 090	8 135 657
Weighted average of treasury shares purchased during the year	(2 706 058)	(7 550 135)
Weighted average of outstanding shares at year end	<u>1 174 962 770</u>	<u>1 179 817 193</u>

Valmore Holding
“Formerly known as Egypt Kuwait Holding Company”
(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate financial statements for the financial year ended December 31, 2025 (Cont.)

All amounts are presented in US Dollars

14- Investments in subsidiaries

The balance is represented in the book value of company's share in subsidiaries' capital as follows:

Description	Legal form	Capital contribution %	Paid contribution %	Book Value as of 31/12/2025	Book Value as of 31/12/2024
Globe telecom	S.A.E	99,93	100	871 483	871 483
Globe Fiber for Communications and Information	S.A.E	44,9	10	119 098	119 098
International Financial Investments Co.	S.A.E under private free zone system	99,99	100	379 962 000	379 962 000
Bawabet Al Kuwait Holding Co. (a)	K.S.C.	94.67	100	290 529 930	290 529 930
Delta Insurance	S.A.E	63.39	100	-	20 623 170
Globe for Communications & Information technology	S.A.E	99	25	435 039	435 039
ECO for Industrial Developments	S.A.E	99	25	837 091	837 091
VHN Co.	Limited liability Co. at Netherlands	100	100	363 126 114	484 868 848
MAT For Trading Co.	S.A.E	99	100	27 903	27 903
Alexandria for Fertilizers Co. * (a)	S.A.E	18.6958	100	51 851 401	51 851 401
National Gas co. " NATGAS" *(a)	S.A.E	0,008	100	8 756	8 756
Sprea Misr for Chemicals and Plastics *	S.A.E	0,022	100	25 990	25 990
National Co. for Electricity Technology *(a)	S.A.E	0,0072	100	6 530	6 530
Fayoum Gas Company *	S.A.E	0,3	100	34 175	34 175
Henosis for Constructions and Real State Development *	S.A.E	5,4	53,33	97 407	97 407
Egyptian Company for Petrochemicals *	S.A.E	0,4	100	13 416	13 416
Asprea for Petrochemicals *	S.A.E	0,000667	100	106	106
Kahraba Future Co.*	S.A.E	0,002	25	16	16
Gas Technology Co. "Go Gas" *	S.A.E	0,01	25	15 895	15 895
Bedayty for Microfinancing Co. *	S.A.E	25,002	100	2 414 434	2 414 434
Bedayty for Consumer finance Co. *	S.A.E	49,996	25	2 549 985	1 059 687
MEGA ME For trading Co.	S.A.E	95	100	120 942	120 942
OGI Capital Limited	S.A	100	100	100 000 000	100 000 000
Egyptian Kuwaiti Advanced Company for Operation and Maintenance	S.S.C	100	100	26 655	39 729
				1193 074 366	1333 963 046
Impairment losses				(251 093 024)	(134 993)
				941 981 342	1333 828 053

* The Company indirectly owns over 50% of these companies' shares through some of its subsidiaries (all these investments under common control).

(a) All shares are pledged to a bank against bank loans granted to the company in US Dollars.

Valmore Holding

Translated from Arabic

“Formerly known as Egypt Kuwait Holding Company”

(An Egyptian Joint Stock Company)

Notes to the separate financial statements for the financial year ended December 31, 2025 (Cont.)

All amounts are presented in US Dollars

14- (continue) Investments in subsidiaries

(**)The impairment loss balance as follows:

	<u>Balance as of 31/12/2024</u>	<u>Formed during the year</u>	<u>Balance as of 31/12/2025</u>
Globe Fiber for Communications and Information	(119 098)	-	(119 098)
Gas Technology Co. "Go Gas" *	(15 895)	-	(15 895)
International Financial Investments Co.	-	(250 000 000)	(250 000 000)
ECO for Industrial Developments	-	(837 091)	(837 091)
MEGA ME For trading Co.	-	(120 940)	(120 940)
	<u>(134 993)</u>	<u>(250 958 031)</u>	<u>(251 093 024)</u>

15- Investments in associates

	<u>Ownership %</u>	<u>31/12/2025</u>	<u>31/12/2024</u>
<u>Investments listed in stock exchange</u>			
El Mohandas Insurance Co.	24.99	16 913 968	16 913 968
<u>Investments not listed in stock exchange</u>			
Egyptian for Oil Tankers Co.	30	15 000 000	15 000 000
Building Materials Industries Co.	15.07	18 891 771	18 891 771
		<u>50 805 739</u>	<u>50 805 739</u>
Impairment losses "Egyptian Tankers Co."		(4 033 475)	(5 166 131)
Impairment losses " Building Materials Industries Company "		(16 906 707)	(18 891 771)
		<u>29 865 557</u>	<u>16 913 968</u>

The Company exercises significant influence over the above investee companies based on its meaningful representation of the board of directors and the decision-making process.

16- Financial investments at fair value through other comprehensive income

The following investments are classified as financial investments at fair value through other comprehensive income , as per the company management's intention to keep these investments as long term investments for strategic purposes .

<u>Description</u>	<u>Legal Form</u>	<u>Capital contribution %</u>	<u>Paid contribution %</u>	<u>Book value as of 31/12/2025</u>	<u>Book value as of 31/12/2024</u>
Government bonds	-	-	-	-	90 041 645
Cairo Poultry Co.	S.A.E	1.48	100	-	1 903 213
Others	-	-	-	1 450	1 175
				<u>1 450</u>	<u>91 946 033</u>
Expected credit losses *				-	(90 041 645)
				<u>1 450</u>	<u>1 904 388</u>
Non-current				1 450	1 904 388
Current				-	-
				<u>1 450</u>	<u>1 904 388</u>

(*) Expected credit losses

Balance at the beginning of the year	90 041 645	90 041 645
Reversal of expected credit losses	(32 449 000)	-
Balance closure due to disposal of investment	(57 592 645)	-
	<u>-</u>	<u>90 041 645</u>

16- Property, plant and equipment and projects under construction

	Headquarter Land	Headquarter Building	Furniture & office equipment	Furnishing & decorations	Vehicles & transportation	Air Conditions	Computers & software	Advance payments for purchasing fixed assets	Projects under construction	Total
Cost as of 1/1/2024	4 302 476	9 468 944	416 503	751 822	2 096 064	85 590	1 072 388	-	666 941	18 860 728
Additions	-	-	12 814	350 372	395 650	-	67 711	-	(472 490)	354 057
Disposals	-	-	-	-	(1 378 860)	-	(4 141)	-	-	(1 383 001)
Cost as of 31/12/2024	4 302 476	9 468 944	429 317	1 102 194	1 112 854	85 590	1 135 958	-	194 451	17 831 784
Cost as of 1/1/2025	4 302 476	9 468 944	429 317	1 102 194	1 112 854	85 590	1 135 958	-	194 451	17 831 784
Additions	-	-	12 204	-	-	-	107 679	1 265 094	1 648 040	3 033 017
Disposals	-	-	(82 679)	-	(101 951)	(39 141)	(737 771)	-	-	(961 542)
Cost as of 31/12/2025	4 302 476	9 468 944	358 842	1 102 194	1 010 903	46 449	505 866	1 265 094	1 842 491	19 903 259
Accumulated depreciation as of 1/1/2024	-	430 050	354 039	620 238	1 899 042	75 424	969 539	-	-	4 348 332
Depreciation	-	205 463	16 272	46 379	165 773	3 183	77 627	-	-	514 697
Accumulated depreciation of disposals	-	-	-	-	(1 304 633)	-	(4 141)	-	-	(1 308 774)
Accumulated depreciation as of 31/12/2024	-	635 513	370 311	666 617	760 182	78 607	1 043 025	-	-	3 554 255
Accumulated depreciation as of 1/1/2025	-	635 513	370 311	666 617	760 182	78 607	1 043 025	-	-	3 554 255
Depreciation	-	173 812	15 384	51 359	127 362	2 116	63 132	-	-	433 165
Accumulated depreciation of disposals	-	-	(82 679)	-	(101 951)	(39 141)	(737 771)	-	-	(961 542)
Accumulated depreciation as of 31/12/2025	-	809 325	303 016	717 976	785 593	41 582	368 386	-	-	3 987 420
Net Book value as of 31/12/2024	4 302 476	8 833 431	59 006	435 577	352 672	6 983	92 933	-	194 451	14 277 529
Net Book value as of 31/12/2025	4 302 476	8 659 619	55 826	384 218	225 310	4 867	137 480	1 265 094	1 842 491	16 877 381

Profit form selling Fixed assets is calculated as follows :

	2025-12-31	2024-12-31
Cost of Fixed assets disposed	961 542	1 383 001
accumulated depreciation of Fixed assets disposed	(961 542)	(1 308 774)
Net carrying amount for assets disposed	-	74 227
Proceeds from selling fixed assets	3 041	386 073
profit form selling fixed assets	3 041	311 846

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

18- Cash and cash equivalents

	<u>31/12/2025</u>	<u>31/12/2024</u>
Banks – current accounts	7 864 750	2 076 387
Banks – time deposits (less than three months)	795 329	2 729 894
Cash on hand	54 028	95 664
	<u>8 714 107</u>	<u>4 901 945</u>
Expected credit losses- Note No. (9)	(327 039)	(327 039)
	<u>8 387 068</u>	<u>4 574 906</u>

For the purpose of preparing the separate statement of cash flows, cash and cash equivalents item is represented as follows:

	<u>31/12/2025</u>	<u>31/12/2024</u>
Cash and cash equivalents	8 714 107	4 901 945
Cash and cash equivalent according to separate cash flow statement	<u>8 714 107</u>	<u>4 901 945</u>

19- Other current assets

	<u>31/12/2025</u>	<u>31/12/2024</u>
Accrued revenues	6 416	1 184 520
Deposits with others	571 474	538 673
Prepaid expenses	1 095 430	528 019
Reimbursements & employee’s custodies	573 859	609 595
Tax Authority	20 973	19 670
Letters of guaranteed insurance	23 929	22 441
Other debit balances	329 145	548 895
	<u>2 621 226</u>	<u>3 451 813</u>

20- Share Capital

- The Company’s authorized capital is USD 500 million (Five hundred million USD).
- The issued capital was initially determined amounted to USD 120 million (One hundred & twenty million USD) distributed over 12 million shares at a par value of USD 10 per share. The Founders and subscribers through methods other than public subscription have subscribed to 9 million shares at a value of USD 90 million (Only ninety million USD) 3 million shares at USD 30 million (Only thirty million USD) were offered for public subscription and they were fully underwritten. The issued capital was fully paid. The issued capital has been increased and the share of the Company was split several times to reach an amount of USD 281 721 321.75 distributed over 1 126 885 287 shares of par value of US Cent 25 each fully paid and has been noted in the commercial register.
- On April 8, 2025, the shareholders of Egypt Kuwait Holding Company approved the distribution of a stock dividend of 5% of the Company’s issued and paid-up capital, equivalent to USD 14 086 066 representing one bonus share for every twenty existing shares. This resulted in an increase in the issued and paid-up capital from USD 281 721 321.75 to USD 295 807 387.75, distributed

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

over 56 344 264 bonus shares with a par value of 25 US cents per share. As a result, the issued and paid-up capital becomes \$295,807,375 distributed over 1 183 229 551 shares, with a par value of \$0.25 per share fully paid. This was recorded in the commercial register on June 25, 2025.

21- Legal reserve

The balance amounting to USD 140 860 661 represents the legal reserve balance as of December 31,2025 (December 31,2024: USD 137 960 942), formed according to the Companies' Law and the Parent Company's article of association, the Company is required to set aside 5% of the annual net profit of the Holding Company to from the legal reserve. The transfer to legal reserve ceases once the reserve reaches 50% of the issued share capital of the Holding Company. The reserve is not distributable. However, it can be used to increase the share capital or offset losses by a decision of extraordinary general assembly of the Company.

22- Fair value reserve

The item represents the cumulative net change in the fair value of financial assets at fair value through other comprehensive income until the investment is derecognized.

The fair value reserve comprises:

- the cumulative net change in the fair value of equity securities designated at FVOCI; and
- the cumulative net change in fair value of debt securities at FVOCI until the assets are derecognized or reclassified. This amount is adjusted by the amount of loss allowance.

23- Treasury shares

	<u>31/12/2025</u>	<u>31/12/2024</u>
Balance at beginning of the year	7 880 438	3 349 840
Cost of purchase of treasury shares during the year	7 353 615	14 510 320
Cost of sale of treasury shares during the year	(8 640 292)	(9 979 722)
Balance at the end of the year	6 593 759	7 880 438
<u>The movement of the balance of treasury shares:</u>		
Balance at beginning of the year	9 242 813	3 997 880
Numbers of treasury shares purchased during the year	10 445 623	17 474 470
Numbers of treasury shares sold during the year	(10 912 644)	(12 229 537)
	8 775 792	9 242 813

24- Loans and bank facilities

	<u>31/12/2025</u>	<u>31/12/2024</u>
Loans	236 819 062	223 520 906
Bank facilities	249 991 410	151 148 086
Accrued interest income	4 699 530	5 102 733
	491 510 002	379 771 725
<u>Classified as follows:</u>		
Current	187 124 128	160 169 222
Non- current	304 385 874	219 602 503
	491 510 002	379 771 725

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

24-1 Loans

	<u>Currency</u>	<u>Granted Amount</u>	<u>Maturity</u>	<u>31/12/2025</u>	<u>31/12/2024</u>
Loan guaranteed by investment portfolio	USD	60 000 000	2025-2026	60 000 000	26 000 000
Loan guaranteed by investment portfolio	EGP	3 015 000 000	2025-2025	63 235 726	45 604 239
Loan guaranteed by investment portfolio	USD	200 000 000	2023-2027	93 583 336	126 916 667
Loan guaranteed by investment portfolio	USD	25 000 000	2025-2029	20 000 000	25 000 000
Total				236 819 062	223 520 906
Current				68 235 725	100 937 573
Non- Current				168 583 337	122 583 333
				236 819 062	223 520 906

24-2 Bank facilities

	<u>Currency</u>	<u>Granted Amount</u>	<u>31/12/2025</u>	<u>31/12/2024</u>
Facility without guarantee	USD & EGP	83 000 000	82 670 622	15 319 288
Facility guaranteed by investment portfolio for one of the subsidiaries	USD & EGP	50 000 000	-	8 418 318
facility guaranteed by investment portfolio	USD	136 000 000	135 802 528	90 973 001
Facility without guarantee	EGP	400 000 000	3 053 387	142 534
Facility without guarantee	USD & EGP	30 125 208	27 913 666	29 920 567
Facility guaranteed by investment portfolio for one of the subsidiaries	EGP	30 000 000	-	6 046 169
Facility without guarantee	USD	1 000 000	551 207	328 209
Total			249 991 410	151 148 086
Current			114 188 873	54 128 916
Non- Current			135 802 537	97 019 170
			249 991 410	151 148 086

*The above-mentioned secured loans are subject to specific covenants.

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

25- Suppliers, contractors, notes payable and other creditors

	<u>31/12/2025</u>	<u>31/12/2024</u>
Notes payables*	1 747 844	2 114 963
Accrued expenses	1 032 308	3 218 664
Shareholders dividends payables	1 196 640	1 196 640
Other credit balances	406 492	217 951
	<u>4 383 284</u>	<u>6 748 218</u>
Current	3 206 354	5 108 993
Non- current	1 176 930	1 639 225
	<u>4 383 284</u>	<u>6 748 218</u>

* Notes payables represents the remaining unpaid balance of the cost of Company’s new headquarter, which is due over quarterly installments ends at September 27, 2028, and the notes payables balance consists of the following:

	<u>31/12/2025</u>	<u>31/12/2024</u>
Notes payables	2 077 953	2 657 448
Less: present value	(330 109)	(542 485)
	<u>1 747 844</u>	<u>2 114 963</u>

26- Provisions

	<u>Balance at the beginning of the year</u>	<u>Provisions Formed</u>	<u>Provisions Used</u>	<u>Balance at year end</u>
Contingent liabilities Provision *	8 617 961	7 649 954	(2 000 000)	14 267 915
	<u>8 617 961</u>	<u>7 649 954</u>	<u>(2 000 000)</u>	<u>14 267 915</u>

* The management believes disclosing certain information related to the provisions recognized would negatively impact the Company’s negotiations and business position.

27- Transactions with related parties

Related parties are represented in the Company’s shareholders and Companies in which they own directly shares giving them significant influence or controls over the Co. as well as the board members of the Co. companies. The Co.’s companies made several transactions with related parties and these transactions have been done in accordance with the terms determined by the Board of Directors of these companies.

Executive directors and board members are not granted any amounts for their role in managing the company unless approved by the general assemblies and the company’s boards of directors. These amounts were recorded as expenses in the separate income statement during the year for an amount of USD 752 395 in addition to the board members’ remuneration, which was recorded under shareholders’ equity.

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

Significant transactions are represented in following: -

Party	Relationship	Transaction nature	31/12/2025	31/12/2024
			Volume of transaction	Volume of transaction
			Debit (credit)	Debit (credit)
International Financial Investments Co.	Subsidiary	Co's share in Dividends	233 447 231	8 699 647
		Net transfers and payments	189 659 808	(429 173 956)
Fayoum Gas Co.	Subsidiary	Net transfers and payments	(942 264)	6 337 450
National Co. For Electricity technology (Kahraba)	Subsidiary	Net transfers and payments	6 017 023	(2 460 756)
Building Materials Industries Co.	Associate	Net transfers and payments	4 084 831	(233 690)
Bawabet Al Kuwait Holding	Subsidiary	Net transfers and payments	(10 470 737)	(42 831 126)
		Co's share in Dividends	220 700	85 513 015
Nubaria For Natural Gas	Subsidiary	Net transfers and payments	4 081 520	2 653 112
AL Sherouk for Melamine	Subsidiary	Net transfers and payments	72 416	(500 734)
Shield Gas	Subsidiary	Net transfers and payments	(3 544 200)	(576 705)
Sprea Misr for Plastics and Chemicals	Subsidiary	Net transfers and payments	23 367 218	975 265
Alexandria for Fertilizers Co.	Subsidiary	Dividend	296 691	-
Bedayty for Microfinance	Subsidiary	Net transfers and payments	480 405	42 663
Nat Energy	Subsidiary	Net transfers and payments	(1 445 490)	14 599 625
		Dividend	(5 684)	-
National gas Co. NATGAS	Subsidiary	Net transfers and payments	-	517 511
		Co's Share in Salaries Cost allocation	786 386	614 534
VHN Co.	Subsidiary	Net transfers and payments	162 707 566	22 986 452
		Financing to increase capital	1 229 347	-
OGI Capital Limited	Subsidiary	Net transfers and payments	(184 468 870)	-

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

Party	Relationship	Transaction nature	31/12/2025	31/12/2024
			Volume of transaction	Volume of transaction
			Debit (credit)	Debit (credit)
Egyptian Advanced Company for Operation and Maintenance	Subsidiary	Net transfers and payments	5 937 423	8 741 872
Bedayti Consumer Finance Company		Net transfers and payments	2 579 892	42 663
		Financing to increase capital	(2 458 694)	-

27-1 Due from subsidiaries, associates, and related parties

	31/12/2025	31/12/2024
International Financial Investments Co.	41 797 182	-
VHN Co.	223 931 681	59 994 768
Fayoum Gas Co.	155 934	1 098 198
Shield Gas (*)	-	3 544 221
Bedayti for Microfinance	710 735	230 330
Building Materials industries Co. (*)	5 997 287	1 919 956
AL Shorouk for Melamine	466 222	393 806
National Gas Co. “ NATGAS “	-	583 832
Delta Insurance Co.	88 353	96 691
Gas Serve Co.	-	3 811
MAT Trading Co.	9 617	9 020
Egyptian Kuwaiti advanced Co. For Operation and Maintenance	19 205 921	13 268 498
EKHB Co.	-	55 527
Nile Wood Co.	38 700 426	-
Gas Chill Co.	681 590	-
EK Microfinance Co.	-	666 394
Alexfert Co.	259 249	-
Gas Line Co.	1 370 220	-
	333 374 417	81 865 052
Expected credit loss (*)	(1 326 059)	(6 790 236)
	332 048 358	75 074 816

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

(*) Expected credit loss

	<u>31/12/2025</u>	<u>31/12/2024</u>
Balance at the beginning of the year	6 790 236	1 326 059
Expected credit loss	-	5 464 177
Reversal of expected credit loss	(1 998 030)	-
Bad debts	(3 544 221)	-
Foreign Exchange differences	78 074	-
	<u><u>1 326 059</u></u>	<u><u>6 790 236</u></u>

27-2 Due to subsidiaries, associates, and related parties

	<u>31/12/2025</u>	<u>31/12/2024</u>
Bawabet Al Kuwait Holding	68 293 751	58 043 714
International financial investments Co. (IFIC)	-	381 309 877
Spree Misr for Plastics and Chemicals	-	23 367 218
Nat Energy	28 870 288	27 419 114
Nubaria For Natural Gas	-	4 081 520
OGI Capital Investment Holding	184 468 789	
MERT Co.	-	3 149 100
EEK Investment Holding	1 201 279	-
Gas Technology Co. “Go Gas”	530 764	500 822
Globe Telecom	460 096	432 260
Globe Trading and Agencies Co.	447 155	482 111
Henosis for Construction and Real Estate Development	201 712	231 747
Egyptian Petrochemical Co.	187 851	178 773
Globe for Communications and Information Technology	191 543	179 844
ECO for Industries Development	28 840	48 532
Midor El Suez for Oil refinery	253 072	254 935
Alexandria for Fertilizers Co.	-	37 442
MEGA ME for Trading	18 406	19 762
Gas Line Co.	-	31 052 859
Bedayty for Consumer Finance	1 038	122 236
National Co. For Electricity Technology (Kahraba)	-	6 017 023
Gas Serve	53 614	-
Gas Chill	-	7 130
	<u><u>285 208 362</u></u>	<u><u>536 936 019</u></u>

28- Financial instruments**Accounting classifications and fair values of financial assets**

A- The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities that are not measured at fair value if the carrying amount is a reasonable approximation of fair value.

31/12/2025	Note No.	Carrying amount	Level 1	Level 2	Fair Value Level 3	Total
Financial assets at fair value						
Investments at fair value through other comprehensive income - equity instruments	(16)	1 450	1 450	-	-	1 450
Investments assets at fair value through profit or loss-shares		-	-	-	-	-
		1 450	1 450	-	-	1 450
Financial assets other than fair value						
Due From subsidiaries, associates, and related parties	(27-1)	333 374 417	-	-	-	-
Cash and cash equivalent	(18)	8 714 106	-	-	-	-
Other current assets	(19)	2 621 226	-	-	-	-
		344 709 749	-	-	-	-
Financial liabilities other than fair value						
Loans & bank facilities	(24)	491 510 002	-	-	-	-
Due To subsidiaries, associates, and related parties	(27-2)	285 208 362	-	-	-	-
Suppliers, contractors, notes payable and other creditors	(25)	4 383 284	-	-	-	-
		781 101 648	-	-	-	-

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

31/12/2024	Note No.	Carrying amount	Level 1	Fair Value		Total
				Level 2	Level 3	
Financial assets at fair value						
Investments at fair value through other comprehensive income - equity instruments	(16)	1 904 388	1 904 388	-	-	1 904 388
Investments assets at fair value through profit or loss- shares		369 173	369 173	-	-	369 173
		2 273 561	2 273 561	-	-	2 273 561
Financial assets other than fair value						
Due From subsidiaries, associates, and related parties	(27-1)	82 742 445	-	-	-	-
Cash and cash equivalent	(18)	4 901 945	-	-	-	-
Other current assets	(19)	3 451 813	-	-	-	-
		91 096 203	-	-	-	-
Financial liabilities other than fair value						
Loans & bank facilities	(24)	379 771 725	-	-	-	-
Due To subsidiaries, associates, and related parties	(27-2)	536 936 019	-	-	-	-
Suppliers, contractors, notes payable and other creditors	(25)	6 748 218	-	-	-	-
		923 455 962	-	-	-	-

B- The following table shows the valuation methods used to measure level 1 and level 3 of the fair value of financial instruments in the separate statement of financial position, in addition to the significant inputs used that cannot be observed.

	Valuation Method	Unobservable Significant inputs
Investments at fair value through other comprehensive income - debt instruments	Market Comparison Method: The fair value is determined according to the prices declared in the financial markets.	None

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

Investments at fair value through other comprehensive income - equity instruments	Market Comparison Method: The fair value is determined according to the prices declared in the financial markets.	None
Investments at fair value through profit or loss	Market Comparison Method: The fair value is determined according to the prices declared in the financial markets.	None

C- Sensitivity Analysis

There is no impact on the measurement of financial assets as at 31 December 2025 due to the disposal of those investments. However, a 1% increase (decrease) in the prices of listed securities as at 31 December 2024 would have affected the measurement of financial assets as follows.

<u>December 31, 2024</u> Description	<u>Effect on Equity</u>		<u>Effect on income statement</u>	
	<u>Increase</u>	<u>Decrease</u>	<u>Increase</u>	<u>Decrease</u>
Investments at fair value through other comprehensive income - equity instruments	19 044	(19 044)	-	-
Investments at fair value through profit or loss- shares	3 962	(3 962)	3 962	(3 962)
	<u>23 006</u>	<u>(23 006)</u>	<u>3 962</u>	<u>(3 962)</u>

Financial risk management

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Currency risk
- Interest rate risk
- Other market price risk.

This disclosure presents information about the Co.'s exposure to each of the above risks, the Co.'s objectives, policies and processes for measuring and managing risk, and the Parent Company's management of capital. Further quantitative disclosures are included throughout these separate financial statements.

The Board of Directors of the Parent Company has overall responsibility for the establishment and oversight of the Co.'s risk management framework. The Board also is responsible for identifying and analyzing the risks faced by the Co., to set appropriate risk limits and controls, and to monitor risks and adherence to limits.

The Co. management aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Board of Directors of the Parent Company is assisted in its oversight role by the Audit Committee and Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the result of which are reported to the Board of Directors.

Credit risk

Credit risk is the risk of financial loss to the Co. if a counterparty of a financial instrument fails to meet its contractual obligations and arises principally from the Co.’s debtors and other receivables.

Other current assets

The company's exposure to credit risk is mainly affected by the characteristics of each debtor, but most of the company's debtors are related parties' receivables, which do not constitute a significant concentration of credit risk from the transactions made with them during previous years and did not result in any loss from dealing with them.

Investments

The Co. limits its exposure to credit risk by only investing in active and liquid securities. Management does not expect any counterparty to fail to meet its obligations.

Liquidity risk

Liquidity risk is the risk that the Co. will not be able to meet its financial obligations as they fall due.

The Co.’s approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Co.’s reputation. Typically, the Co. ensures that it has sufficient cash on demand to meet expected operational expenses for an appropriate period including the servicing of financial obligations, this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Co.’s income or the value of its holdings of financial instruments.

The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk

The Co. is exposed to currency risk on borrowings that are denominated in a currency other than the respective functional currency of the Co., primarily the US Dollar.

Interest on borrowings is denominated in currencies that match the cash flows generated by the underlying operations of the Co. This provides an economic hedge and no derivatives are entered into.

The Company’s investments in other subsidiaries are not hedged as those currency positions are considered to be long-term in nature.

Interest rate risk

The Co. adopts a policy of ensuring that the exposure to changes in interest rates on borrowings is on fixed rate basis. The Company does not enter into interest rate swap.

Other market price risk

Equity price risk arises from equity instruments measured at fair value through other comprehensive income and management of the Co. monitors the equity securities in its investment portfolio based on market indices.

Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Board of Directors of the Company.

The primary goal of the Co.’s investment strategy is to maximize investment returns. Management is assisted by external advisors in this regard.

In accordance with this strategy certain investments are designated as held for trading investments because their performance is actively monitored, and they are managed on a fair value basis.

Capital management

The Co. policy is to maintain a strong capital base to maintain investors, creditors and market confidence and to sustain future development of the business.

The Board of Directors of the Company monitors the return on capital, which the Company defines as net profit for the period divided by total shareholders’ equity, the Board of Directors also monitors the level of dividends to shareholders.

The Board of the Company seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

There were no changes in the Co.’s approach to capital management during the year; the Company is not subject to externally imposed capital requirements.

Credit risk exposure

The book value of financial assets, represented by financial investments at fair value through profit or loss, financial assets at amortized cost and accrued by related parties, and items of a monetary nature in other current assets represent the maximum exposure to credit risk at the date of the separate financial statements.

Assessing expected credit loss for debt instruments

The Company limits its exposure to credit risk by investing only in liquid debt securities and only with counterparties that have a good credit rating from S&P

The Group monitors changes in credit risk by tracking published external credit ratings to determine whether published ratings remain up to date and to assess whether there has been a significant increase in credit risk at the reporting date that has not been reflected in published ratings, the Group supplements this by reviewing changes in bond yields, available press and regulatory information about debtors.

12-month and lifetime probabilities of default are based on historical data supplied by S&P for each credit rating and are recalibrated based on current bond yields. Loss given default parameters generally reflect an assumed recovery rate of 55% for sovereign exposures with local and foreign currency and 25% for other exposures with foreign currency except when a security is credit-impaired, in which case the estimate of loss is based on the instrument’s current market price and original effective interest rate

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

The exposure to credit risk for debt securities at amortized cost, FVOCI and FVTPL at the reporting date by geographic region was as follows.

	<u>2025</u>	<u>2024</u>
Egypt	-	1 903 213
Switzerland	1 450	1 175
	<u>1 450</u>	<u>1 904 388</u>

Assessment of expected credit losses of cash and cash equivalents

The Company holds cash and cash equivalents amounting to USD 8 714 106 on December 31, 2025 (2024: USD 4 901 945). Cash and cash equivalents are held by banks and financial institutions, which are classified according to the following table, based on the classifications of Standard & Poor's.

	<u>2025</u>	<u>2024</u>
Egypt	B-	B-
UAE	AA	AA
Kuwait	AA-	AA-
Switzerland	AAA	AAA

Expected credit losses in cash value and cash equivalents are measured on the basis of the expected loss for 12 months and reflect short maturity periods of exposure. The Company believes that cash and cash equivalents have low credit risk based on the credit ratings of third parties. The Company uses a similar method to assess expected cash and similar credit losses to those used in debt instruments. Expected credit losses amounted to USD 327 039 as of December 31, 2025 (2024: USD 327 039).

Liquidity risk

The following are the cashflow contractual maturities of financial liabilities:

December 31, 2025

	<u>Due date</u>				<u>More than 5 years</u>
	<u>Carrying amount</u>	<u>During 1 year</u>	<u>1-2 years</u>	<u>2-5 years</u>	
Loans and bank facilities	491 510 000	187 124 131	264 885 870	39 500 000	-
Suppliers, contractors, notes payable and other creditors and due to subsidiaries and related parties	289 554 955	287 797 111	1 213 505	534 338	-
	<u>781 064 955</u>	<u>474 921 242</u>	<u>266 099</u>	<u>40 034 338</u>	<u>-</u>

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

December 31, 2024

	<u>Due date</u>				<u>More than 5 years</u>
	<u>Carrying amount</u>	<u>During 1 year</u>	<u>1-2 years</u>	<u>2-5 years</u>	
Loans and bank facilities	379 771 725	160 169 222	182 685 836	36 916 667	-
Suppliers, contractors, notes payable and other creditors and due to subsidiaries and related parties	543 684 237	541 569 275	1 011 186	1 103 777	-
	<u>923 455 962</u>	<u>701 738 497</u>	<u>183 697 022</u>	<u>38 020 444</u>	<u>-</u>

Currency risk**Currency risk exposure**

The following is a statement explaining the position of currencies and the extent of the company's exposure to the risk of foreign exchange rates based on original currencies in which the company deals:

December 31, 2025

	<u>EGP</u>	<u>KWD</u>	<u>EURO</u>	<u>GBP</u>	<u>SAR</u>	<u>AED</u>
Cash & cash equivalents	12 622 113	9 740	2 031	1 341	-	19 422
Investments at fair value through profit or loss- shares	-	-	-	-	-	-
Investments at fair value through other comprehensive income - equity instruments	-	-	-	-	-	-
Other current assets	2 111 359 693	-	-	121 920	19 125 369	-
Loans and bank facilities	(3 734 890 940)	-	(671)	(961 192)	-	-
Suppliers, contractors, notes payable and other creditors	(217 270 966)	-	-	-	-	-

December 31, 2024

	<u>EGP</u>	<u>KWD</u>	<u>EURO</u>	<u>GBP</u>	<u>SAR</u>	<u>AED</u>
Cash & cash equivalents	22 794 286	14 590	9 020	13 490	-	18 371
Investments at fair value through profit or loss- shares	18 768 751	-	-	-	-	-
Investments at fair value through other comprehensive income - equity instruments	96 759 349	-	-	-	-	-
Other current assets	199 695 078	-	-	106 772	19 125 609	-
Loans and bank facilities	(3 329 349 621)	-	(214 130)	(338 928)	-	-
Suppliers, contractors, notes payable and other creditors	(1 938 424 919)	-	-	-	-	-

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

The exchange rates during the year are as follows:

31 December 2025

	<u>USD</u>				<u>Closing rate as of</u> <u>31/12/2025</u>
	<u>31/3/2025</u>	<u>Average exchange rate during the year</u>			
		<u>30/6/2025</u>	<u>30/9/2025</u>	<u>31/12/2025</u>	
EGP	50.51	50.42	48.65	47.51	47.68
KWD	0.3085	0.3067	0.3054	0.3068	0.3079
EURO	0.9510	0.8816	0.8553	0.8590	0.8508
GBP	0.7949	0.7491	0.7407	0.7517	0.7426
AED	3.6735	3.6723	3.6717	3.6716	3.6733
SAR	3.7526	3.7515	3.7684	3.7498	3.7514

31 December 2024

	<u>USD</u>				<u>Closing rate as of</u> <u>31/12/2023</u>
	<u>31/3/2023</u>	<u>Average exchange rate during the year</u>			
		<u>30/6/2023</u>	<u>30/9/2023</u>	<u>31/12/2023</u>	
EGP	35.81	47.58	48.54	49.54	50.84
KWD	0.3076	0.3073	0.3056	0.3071	0.3081
EURO	0.9210	0.9286	0.9100	0.9377	0.9607
GBP	0.7882	0.7926	0.7691	0.7805	0.7971
AED	3.6728	3.6741	3.6717	3.6723	3.6730
SAR	3.7545	3.7524	3.7512	3.7559	3.7576

Sensitivity analysis

A 10% increase (decrease) in the exchange rates of other currencies against the US dollar on December 31 would have affected the measurement of financial instruments in foreign currency and would affect equity and profit or losses in the amounts shown below. This analysis assumes the stability of all other variables, especially interest rates, and ignores any impact on expected sales and purchases.

<u>31/12/2025</u> <u>Description</u>	<u>Effect on Profit or Loss</u>		<u>Effect on Equity</u>	
	<u>Increase</u>	<u>Decrease</u>	<u>Increase</u>	<u>Decrease</u>
EGP	7 382 838	(7 382 838)	7 382 838	(7 382 838)
EURO	(160)	160	(160)	160
GBP	112 837	(112 837)	112 837	(112 837)
KWD	(3 163)	3 163	(3 163)	3 163
AED	(529)	529	(529)	529
SAR	(520 659)	520 659	(520 659)	520 659

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

<u>31/12/2024</u> Description	Effect on Profit or Loss		Effect on Equity	
	Increase	Decrease	Increase	Decrease
EGP	9 506 290	(9 506 290)	9 696 611	(9 696 611)
EURO	21 350	(21 350)	21 350	(21 350)
GBP	27 432	(27 432)	27 432	(27 432)
KWD	(4 735)	4 735	(4 735)	4 735
AED	(500)	500	(500)	500
SAR	(520 708)	520 708	(520 708)	520 708

Interest rate risk

the Company's financial instruments interest rate as of the date of the separate financial statements is represented as follows: -

<u>Financial assets</u>	<u>31/12/2025</u>	<u>31/12/2023</u>
Financial assets at fixed rate	796 779	2 729 894
Financial assets at variable rate	-	-
	<u>796 779</u>	<u>2 729 894</u>

Financial liabilities

Financial liabilities at fixed rate	-	-
Financial liabilities at variable rate	491 510 001	379 771 681
	<u>491 510 001</u>	<u>379 771 681</u>

Sensitivity analysis

A 1% increase (decrease) in the interest rates on December 31 would have affected the measurement of financial assets and liabilities at fixed rate as follows:

<u>31/12/2025</u> Description	Effect on Equity		Effect on Profit or Loss	
	Increase	Decrease	Increase	Decrease
Financial Assets at variable rate	-	-	-	-
Financial liabilities at variable rate	4 915 100	(4 915 100)	4 915 100	(4 915 100)

<u>31/12/2023</u> Description	Effect on Equity		Effect on Profit or Loss	
	Increase	Decrease	Increase	Decrease
Financial Assets at variable rate	-	-	-	-
Financial liabilities at variable rate	3 797 717	(3 797 717)	3 797 717	(3 797 717)

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

29- Capital Commitments

- Total capital commitments are represented in contributions in investments in subsidiaries which have not been requested to be paid till the separate statement of financial position date, amounting to USD 170 484 (year 2024: an amount of USD 170 484).
- Projects under constructions for which payment has not yet been requested till the separate statement of financial position date amounts to approximately 833 630 USD.

30- Tax Position

Corporate income tax

- The Company had a tax exemption for 5 years according to Investment Law No. 8 of 1997 and ended on December 31, 2003.
- Tax inspection since inception till year 2009 was carried out and the resulted differences were settled.
- Years from 2010 to 2020 are inspected and under reconciliation.
- The annual tax returns are submitted on the due date according to the provisions of Law No. 91 of 2005.
- Years 2021-2022 under inspection.

Salary tax

- The tax inspection for salary tax since inception till year 2021 was carried out, and the resulted differences were settled.
- Years 2022-2023 under inspection.
- Years 2024-2025 under inspection the due tax is paid monthly on the legal dates.

Stamp tax

- Inspection for the stamp tax from inception till year 2016 was carried out, and the resulted differences were settled.
- Years 2017 till 2019 was carried out and the resulted differences were settled.
- The due tax is paid on the legal dates.

Property tax

- The company has been notified by the accrued tax related to some properties owned by the company till year 2024 and the due tax is paid, no notifications have been received regarding other properties.

31- Significant accounting policies applied

The company has consistently applied the following accounting policies during all financial periods presented in these separate financial statements.

31-1 Foreign currencies

Foreign Currencies transactions

Transactions in foreign currencies are translated into the respective functional currencies of the company at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date.

Assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined.

Assets and liabilities of a non-monetary nature measured at historical cost in foreign currency are translated into the exchange rate on the date of the transaction.

Currency differences are generally recognized on the income statement. With the exception of currency differences resulting from the translation of what is recognized in other comprehensive income items:

- Investments available for sale - equity instruments (excluding impairment, where currency differences and other comprehensive income items are reclassified to the income statement).
- Financial obligations that have been allocated as a risk hedging instrument to cover the risk of net investment in foreign activity as long as the coverage is effective.
- Cash flow risk hedging instruments as long as hedging is effective.

31-2 Revenue recognition

Investments Revenue

The return on investments is recognized in the income statement on the date on which the company has the right to collect the amount.

Gain on sale of investments

Gain on sale of financial investments are recognized when ownership transfers to the buyer, based on the difference between the sale price and its carrying amount at the date of the sale.

31-3 Employees' Social insurance

The Co. contributes to the government social insurance system for the benefit of its personnel in accordance with the social insurance law. Under this law, the employees and the employers contribute into the system on a fixed percentage-of-salaries basis. The Co. liability is confined to the amount of its contribution. Contributions are charged to the statement of profit or loss using the accrual basis of accounting.

the Co. contribute to the Company Insurance plan for the benefit of their employees at an insurance Company. According to this plan, employees are granted end of service benefit on retirement, death and full disability during the service years. End of service benefits are repayable by the insurance company. The Company contribution is confined to the annual insurance premiums. The Co. contributions are charged to the separate statement of profit or loss as they are incurred according to accrual basis of accounting.

31-4 Finance income and costs

The Co. finance income and finance costs include:

- Interest income.
- Interest expense.
- Dividends paid
- Net gain or loss on disposal of investments in debt securities measured at FVOCI
- Net gain or loss on financial assets at FVTPL.
- Foreign currency gains or losses from financial assets and financial liabilities. Impairment losses (and recoveries) on investments in debt securities carried at amortized cost or other comprehensive income.
- Loss of the fair value of the contingent consideration classified as a financial liability.
- Ineffective hedge recognized in profit or loss. And
- Reclassification of net gains and losses previously recognized in other comprehensive income on cash flow hedges of interest rate risk and foreign currency risk

Interest income or expense is recognized using the effective interest method. Dividend income is recognized in profit or loss on the date on which the Company’s right to receive payment is established.

The ‘effective interest rate’ is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- The gross carrying amount of the financial asset; or
- The amortized cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortized cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortized cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

31-5 Income tax

The Company has determined that interest and penalties related to income taxes, including uncertain tax liabilities, do not meet the definition of income taxes and are therefore accounted for under IAS 28 Provisions, Contingent Liabilities and Contingent Assets.

Current income tax

Current taxes for the current and prior periods which have not yet been paid are recognized as a liability. If the taxes were actually paid in the current and prior periods exceed the amount due for these periods, then this increase is recognized as an asset. The value of current tax liabilities (assets) for the current and prior periods are measured by the value expected to be paid to (recovered from) the tax authority. Using the applicable tax rates (and effective tax laws) or in the process of being issued on the financial period ended. Current tax also includes any tax arising from dividends. Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is recognized for all temporary differences that are expected to be

taxed except for the following:

- Temporary differences in the initial recognition of assets and liabilities in a transaction that is not a business combination and that does not affect accounting or taxable profits or losses.
- Temporary differences relating to investments in subsidiaries, associates, and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.
- Taxable temporary differences arising from the initial recognition of goodwill.

Temporary differences in relation to the origin of the right of use and the lease obligation of a specific lease are considered as a net package (lease) for the purpose of recognizing deferred tax. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used.

Temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;

Taxable future profits are determined on the basis of reflection of temporary taxable differences. If the amount of taxable temporary differences is insufficient to fully recognize the principal of deferred tax, then adjusted future taxable bonuses reversing the current temporary differences are considered based on the business plans of individual subsidiaries in the company. Deferred tax assets are reviewed at the date of each report and reduced to the extent that the relevant tax benefit is no longer likely to be realized; These reductions are reversed when the likelihood of future tax profits improves.

The deferred tax measurement reflects the tax consequences that will result from the way in which the company expects, at the reporting date, to recover or reconcile the book value of its assets and liabilities.

Deferred tax assets and liabilities are settled only if certain conditions are met.

31-6 Basic / diluted earnings per share of profit

Basic / diluted earnings per share of profit is calculated by dividing the profit attributable to ordinary shareholders of the Company (After excluding the employees' profit share and the remuneration of the Board of Directors members) by the weighted average number of ordinary shares outstanding during the year

31-7 Investments in subsidiaries

-Investments in subsidiaries are recognized at cost and in the event of a permanent decline in their market value or the value of assets calculated from their book value - according to the studies carried out in this regard .

- The book value is adjusted by the value of impairment losses in the value of assets and charged to the income statement for each investment separately, and the impairment value previously recorded in previous periods is reversed so that the book value of these investments does not exceed their original net value before recording impairment losses in the value of assets.

31-8 Investments in associates

- Investments in associate companies are recognized at cost and in the event of a permanent decline in their market value or the value of assets calculated from their book value - according to the studies carried out in this regard.
- The book value is adjusted by the value of impairment losses in the value of assets and charged to the income statement for each investment separately, and the impairment value previously recorded in previous periods is reversed so that the book value of these investments does not exceed their original net value before recording impairment losses in the value of assets.

31-9 Fixed assets

Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Any gain and loss on disposal of an item of property and equipment is recognized in statement of income.

Subsequent costs

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

Depreciation

Depreciation is calculated to write off the cost of items of fixed assets less their estimated residual values using the straight-line method over their estimated useful lives for each type of property, plant and equipment, and is generally recognized in statement of income and other comprehensive income. Land is not depreciated.

The estimated useful lives of fixed assets for current and comparative periods are as follows:

<u>Asset</u>	<u>Years</u>
Buildings & constructions	50
Vehicles and transportation	6.67
Furniture & office equipment	10
Machinery & equipment	3 – 20
Equipment and decorations	10
Computer and software	3 – 6.67
Conditioning units	3 – 6.67

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Projects under construction

Projects under construction are recognized initially at cost. Cost includes all expenditures directly attributable to bringing the assets to a working condition for its intended use. Projects under construction are transferred to property, plant and equipment caption when they are completed and are ready for their intended use.

31-10 Cash and cash equivalents

For the purpose of preparing the separate statement of cash flows, "cash & cash equivalents" includes cash at banks & on hand, time deposits with maturities of three months or less, also treasury bills due within three months, and bank overdrafts deducted.

31-11 Financial instruments

1) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

2) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortized cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is to hold assets to collect future cash flows.
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets .
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets- Business Model Assessment

The Company assesses the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

- The stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management’s strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- How the performance of the portfolio is evaluated and reported to the Company’s management; and
- The risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- How managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- The frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company’s continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, ‘principal’ is defined as the fair value of the financial asset on initial recognition. ‘Interest’ is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- Contingent events that would change the amount or timing of cash flows;
- Terms that may adjust the contractual coupon rate, including variable-rate features;
- Prepayment and extension feature; and
- Terms that limit the Company’s claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount

or premium to its contractual per amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses

Financial assets classified at FVTPL	Financial assets at FVTPL are measured at fair value. Changes in the fair value, including any interest or dividend income, are recognized in profit or loss.
Financial assets at amortized cost	These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

3) Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of

the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognized in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

4) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

31-12 Share capital

Ordinary shares

Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity net of income tax (if any)

Repurchase and re-issue of ordinary share (treasury shares)

When shares recognized as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs is recognized as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserve. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

Dividends

Dividends are recognized as a liability in the period in which they are declared.

31-13 Impairment

1) Non-derivative financial assets

Financial instruments and contract assets

The Company recognizes loss allowances for ECLs on:

- Financial assets measured at amortized cost;
- Debt investments measured at FVOCI; and
- Contract assets.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- Debt securities that are determined to have low credit risk at the reporting date; and
- Other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.
- Loss allowances for trade receivables and lease receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company’s historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- The debtor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as releasing security (if any is held); or
- The financial asset is more than 90 days past due.

The Company considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of ‘investment grade’.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortized cost and debt securities at FVOCI are credit impaired. A financial asset is ‘credit-impaired’

when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- Significant financial difficulty of the borrower or issuer;
- A breach of contract such as a default or being more than 120 days past due;
- The restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- It is probable that the borrower will enter bankruptcy or other financial reorganization;
- or
- The disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

For debt securities at FVOCI, the loss allowance is charged to profit or loss and is recognized in OCI.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Company has a policy of writing off the gross carrying amount when the financial asset is two years past due based on historical experience of recoveries of similar assets. For corporate customers, the Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company’s procedures for recovery of amounts due.

2) Non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories, work in progress, and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset’s recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest company of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or group of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized in the previous years.

31-14 Provisions

Provisions are recognized when the company has legal or constructive obligation from past event, and settlement of obligations is probable, and its value can be measured reliably. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date taking into account the risks and uncertainties surrounding the obligation, when the provision is measured using the estimated cash flows to settle the current obligation, its carrying amount is the present value of those cash flows. In the event that some or all of the economic benefits required are recoverable settle the provision from a third party, the amount due is recognized as an asset if it is certain to be recovered and can be measured in a reliable manner.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the carrying amount of the provision resulting from the use of the discount to figure out the present value, which reflects the passage of time, is recognized as a finance cost.

31-15 Operating profit

Operating profit is the result generated from the continuing principal revenue-producing activities of the Company as well as other income and expenses related to operating activities. Operating profit excludes net finance costs, the share equity-accounted investees, and income taxes.

31-16 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When one is available, the Company measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

Valmore Holding

“Formerly known as Egypt Kuwait Holding Company “

(An Egyptian Joint Stock Company)

Translated from Arabic

Notes to the separate Financial Statements for the financial year ended December 31, 2025

All amounts are presented in US Dollars unless otherwise indicated

If there is no quoted price in an active market, then the Company uses valuation techniques that maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The chosen valuation technique incorporates all the factors that market participants would consider in pricing a transaction.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Company measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e., the fair value of the consideration given or received. If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognized in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data, or the transaction is closed out.

32- Significant Events

The monetary policy committee of the central bank of Egypt decided in its meeting on Thursday, February 12, 2026, to cut the overnight deposit and lending rates and the central bank's main operation rate by 100 basis points to 19%, 20%, and 19.5%, respectively. It also decided to reduce the discount and credit rate by 100 basis points to reach 19.5%.

33- Comparative Figures

Some comparative figures have been reclassified to align with the presentation of the financial statements for the current financial year.