



Governance Annual Report 2024

Of GB Corp SAE



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LIMITED ASSURANCE REPORT
OF THE BOARD OF DIRECTORS' REPORT ON THE CORPORATE GOVERNANCE
RULES FOR GB Corp (S.A.E.)

To the Board of Directors GB Corp (S.A.E.)

Introduction

We were engaged to provide a limited assurance report on the preparation and presentation of the Board of Directors' report on the corporate governance rules for GB Corp (S.A.E) for the year ended December 31, 2024, prepared as per the illustrative guidance referred to in the Egyptian Stock Exchange commission letter to the Board of Directors dated December 25, 2018.

Management responsibilities

The Board of Directors is responsible for preparation and presentation of its report on applying of corporate governance rules as per the illustrative guidance referred to in the Egyptian Stock exchange commission letter to the Board of Directors dated December 25, 2018. The Board of Directors is also responsible of ensuring applying the corporate governance rules as per the illustrative guidance issued by the Financial Regulatory Authority and the Egyptian Guidance for Corporate Governance issued by virtue of the Board of the Financial Regulatory Authority decree No. 84 dated July 26, 2016, the Board of Directors as well is responsible for determination of the non compliance areas and reasons for non compliance.

Our Responsibility

Our responsibility is to report thereon in the form of an independent limited assurance conclusion on the Company's compliance on the preparation and presentation of the Board of Directors report referred to above as per the Board of Directors report's illustrative guidance referred to in the Egyptian Stock Exchange commission letter dated December 25, 2018 based on the procedures we have performed and the evidence obtained. We conducted our engagement in accordance with Egyptian Standard on Assurance Engagements (3000) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" which requires complying with independence and other ethical requirements.

That standard requires that we plan and perform our procedures to obtain a meaningful level of assurance through observation and inquiries to the persons in charge of preparation and presentation of the compliance to the corporate governance rules report and obtaining the supporting documentation when relevant, we believe that the evidence obtained is sufficient and appropriate as the basis for our limited assurance conclusion.



Hazem Hassan

As per the requirements of para (49 - D) of the Standard (3000), our procedures were limited to the precise measurable contents and cannot be extended to the qualitative aspects in terms of operating effectiveness, accuracy and completeness, such as management procedures to comply with corporate governance rules, assessing the performance of the Board of Directors, committees, executive management, violations and resolutions. Accordingly, our responsibility, procedures on the report to provide a limited assurance on the preparation and presentation of the board of directors' report on the corporate governance rules cannot be extended to the assessment of the operating effectiveness of the internal control system, compliance and operating effectiveness of the corporate governance system.

Our report is solely prepared to fulfil the requirements of article No. 40 of the Egyptian Stock Listing and Delisting rules and should not be used for any other purpose or to be distributed to any other parties.

Conclusion

In our opinion, the Board of Directors report on the compliance of the Company to the corporate governance rules referred to above for the year ended December 31, 2024, includes information and presented in all material respects as per the illustrative guidance of Board of Directors report referred to in the Egyptian Stock Exchange commission.

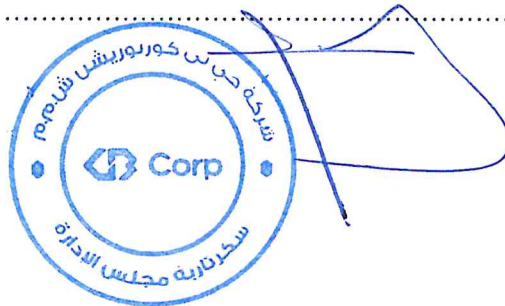
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Cairo February 27, 2025

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Introduction:

GB Corp SAE seeks to implement and adhere to the governance rules, not only in compliance with laws and regulatory instructions, but also because of the many benefits that governance brings, in addition to developing the investment climate and increasing economic growth in general.

GB Corp SAE also recognizes the necessity of adhering to best practices in governance field, which stems from the importance of applying good governance policies and procedures that GB Corp SAE takes as a general culture, vision and long-term strategy that is applied in a sustainable manner and not Only in the short term. The company also seeks to spread and promote the culture of governance, put these rules into practice, and consider them one of the signs of its success and distinction.

Basic Company's data:

Company Name	GB Corp SAE		
Company's Activities	Trade, distribution and marketing of all means of transportation, including heavy and semi-transportation, passenger cars, buses, minibuses, microbuses, agricultural tractors, cranes, mechanical machines, construction, earth-moving equipment, and motors of all shapes & types, manufactured locally & imported, new and used ones, trading in their spare parts and supplies manufactured locally & imported, and trading in tires. Means of transportation and equipment of all kinds, locally manufactured and imported, export, and sale of all imported & local products & goods for cash or on credit & financial leasing.		
The specified term of the company	25 years	Date of listing on EGX	July - 2007
The law to which the company is subject	Law 159 of 1981	Par Value	1 EGP
Authorized Capital	5,000,000,000 EGP	Issued Capital	1,085,500,000 EGP
Paid -Up Capital	1,085,500,000 EGP	Number and date of registration in the commercial register	15-7-1999
Contact Person	Sarah Maged/ Farida Ahmed El Baz		
Headquarter Address	KM 28, Cairo Alexandria Desert Road, Abu Rawash, Giza		
Telephone	(+202) 39100458	Fax	(+202) 35390139
Website	www.gb-corporation.com		
E-Mail Address	sarah.maged@gb-corporation.com / farida.elbaz@gb-corporation.com ir@gb-corporation.com		

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The basic axes of governance:

Corporate governance is defined as the foundations regulating the relationships between the main parties in the company (Board Members, executive management, shareholders) with the aim of distributing rights and responsibilities among the various relevant participants, achieving transparency, justice and accountability, ensuring the protection of shareholders' rights and other interests, and ensuring that the company is managed in a manner Serves its stakeholders.

Corporate governance is considered an integral part of the culture of GB Corp SAE and its subsidiaries, with the aim of achieving the following:

- **Responsibility:** The company's responsibility to recognize the rights of stakeholders granted by law, and to encourage communication and participation between the company and its stakeholders in creating opportunities, jobs and sustainability.
- **Accountability:** Shareholders have the right to hold organizational management accountable for its performance. This right is guaranteed by the law and the company's bylaws. It also includes the responsibility of the executive management before the board and the responsibility of the board before the shareholders.
- **Justice:** Equality between small and large investors, both local and foreign, the company's articles of association guarantee this principle in terms of equality in voting rights, accountability, nomination, and the right to access information.
- **Transparency:** Openness in the company's operational and investment operations, avoiding ambiguity, secrecy and deception, and making all matters verified and confirmed.

GB Corp SAE is committed to implementing these axes through the following:

First: The General Assembly of Shareholders

The General Assembly consists of all the company's shareholders, each according to the percentage of shares he owns. Each shareholder has the right to attend the General Assembly. The company takes the necessary measures that will facilitate shareholders' attendance at the General Assembly meetings. The General Assembly of the shareholders is held no later than three months after the end of the fiscal year. Commitment to the provisions of the law and the company's bylaws related to the procedures and dates set for calling the Ordinary General Assembly and how to manage it. The invitation is published in two daily newspapers.

The General Assembly is managed in a way that allows shareholders to express their opinions in light of what is regulated by the law and the bylaws and in accordance with the Assembly's agenda, so that every topic presented on the agenda of the ordinary or extraordinary General Assembly is accompanied by data and information that enables shareholders to make their decisions properly. It is thoughtful and thoughtful, and all inquiries received from shareholders are answered, whether they were sent before the meeting, to be included in the agenda.

GB Corp SAE shall fully and adequately disclose everything included in the Assembly's agenda, including topics, decisions taken, and all essential events, as well as publish the minutes of the General Assembly meeting on the company's website. The company is also committed to providing the FRA and the EGX with the decisions The ordinary and extraordinary general assembly

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immediately after its conclusion and at the latest before the start of the first trading session following the end of the meeting in order to ensure that information is made available to all in a fair manner.

Ownership structure:

Owners up to 5% of company's shares	The Ultimate beneficiary	Number of shares at the date of the financial statements	The ratio %
RG TRUST	RG TRUST	687,313,011	63,317643%
The Miri Strategic Emerging Markets Fund LP	The Miri Strategic Emerging Markets Fund LP	80,341,754	7,401359%
El Olayan Saudi Investment Company	El Olayan Saudi Investment Company	55,348,029	5.098851%
Total		823,002,794	75,817853%

Second: Board of Director

Board of Director Composition

The company is managed in accordance with the bylaws by a board composed of at least 3 (three) members and a maximum of 11 (eleven) members appointed by the General Assembly. All board members have the experience and knowledge necessary to perform their duties effectively and efficiently to achieve the interest of the company, its shareholders and customers, also have full knowledge of their role. The supervisory board and their role in establishing governance rules. The current composition of the board of directors consists of seven members as follows: -

	Member	Member status (executive/non-executive/independent)	#of owned shares	Joining Date	Representation
1	Mohamad Naguib Ibrahim	Chairman- Non- Executive	-----	24-3-2019	
2	Nader Raouf Kamal Ghabbour	Managing Director- Executive	720,820	28-3-2012	
3	Mansour Mohamad Hisham Kabbani	Board Member- Non- Executive	3,841,609	19-4-2017	
4	Abbas Hassan Abbas Al-Sayed	Board Member-Executive	-----	24-3-2019	
5	Mounir Amin Fakhry Abdel Nour	Board Member- Independent	-----	2-4-2016	
6	Lobna Abdel Hadi Mohamad El Desouki	Board Member- Independent	-----	26-3-2020	
7	Marwa Moustafa Kamel Mohamad El Azab El Ayouti	Board Member- Independent	-----	24-3-2022	

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Roles and responsibilities of the Board of Directors:

The Board of Directors is the main administrative entity of the company, and GB Corp SAE is managed by an effective Board of Directors to manage its affairs based on the mandate issued to it by the General Assembly. The Board is responsible for managing the company in the optimal manner, with the aim of maximizing the value of shareholders' investments and achieving the targeted results. For the business plan and to preserve the rights of customers and the rights of all interested parties, the board of directors presents the annual report of the board of directors on the business results for the ending fiscal year to the Ordinary General Assembly within the following three months from the year end.

The basic aspects of the roles and responsibilities of the Board of Directors can be defined as follows: -

- Establishing mechanisms and systems that ensure the compliance of all company employees with the company's laws, charters and internal policies.
- Setting the company's values and standards and ensuring the fulfillment of obligations towards shareholders and other related parties.
- Setting a plan for the succession of authority within the company for senior administrative positions as well as members of the Board of Directors to ensure the sustainability of the company and the effective conduct of its business.
- Providing an effective control system for internal Audit with the aim of assessing risks and dealing with them, in addition to creating an appropriate framework for risk management.
- Submitting financial reports to shareholders regarding the company's activity and business.
- General supervision of the data disclosure process and communication channels, ensuring the integrity of the financial and accounting reports issued by the company, as well as ensuring the independence of both the internal audit activity and the company's compliance.
- Ensuring the application of governance principles in accordance with the company's activities and business, its position in the market and other relevant economic factors.
- The Board is keen to ensure that sufficient and timely information is available to all board members to enable them to carry out their duties efficiently and effectively.
- Appointing a secretary to the Board of Directors who has experience and understanding of all the company's work. The Board can also create an organizational unit for the secretariat according to the size and needs of the company.
- Determine the powers delegated to one of its members, committees, or others, determine the duration of the delegation, the periodicity of the reports it obtains from the committees and the executive management, and follow up on the results of exercising those delegated powers.

Chairman of the Board:

The Chairman of the Board is responsible for the good performance of the board in general and for guiding and directing the board and ensuring the effectiveness performance. He also possesses the required experience, competencies and personal qualities that enable him to fulfill his responsibilities. The responsibilities of the chairman of the board are in accordance with the powers entrusted to him as follows:



- Inviting the Board of Directors to convene, setting its agenda, and managing its sessions.
- Inviting the ordinary and extraordinary general assembly to convene to consider the agenda presented by the Board of Directors
- Ensuring that decisions are made on a sound basis and based on comprehensive knowledge of the issues, with the need to ensure that there is an appropriate mechanism to ensure the effective implementation of those decisions in a timely manner.
- Receiving reports and recommendations from all committees and presenting them to the board on a periodic basis to take the necessary action regarding them.
- Ensuring the Board's commitment to fully carrying out its duties in the best practice of the company, while avoiding conflicts of interest.
- Ensuring the effectiveness of the governance system applied by the company, as well as the effectiveness of the performance of the board committees.

Managing Director or CEO:

The Managing Director or CEO is at the top of the company's executive management, his duties and responsibilities are in accordance with the powers granted to him by the board as follows:

- Implementing the company's strategy and annual plan developed and approved by the board of directors.
- Heading the executive work of the company and managing its daily affairs, supervising the progress of work in all departments and divisions, following up the performance of all activities, and making whatever decisions he deems appropriate to ensure regular work and achieve goals.
- Working to implement all the company's internal policies, regulations and systems approved by the board of directors.
- Supervising the preparation of periodic financial and non-financial reports on the company's business results and evaluating its performance, as well as the corporate governance report, and reviewing all responses to auditors' inquiries before preparing these reports.
- Active participation in building and developing a culture of ethical values within the company and proposing reward and motivation systems and authority relay mechanisms adopted by the Council to ensure employee loyalty and maximize the company's value.
- Determine the competencies and responsibilities of all employees of the company in accordance with the applicable work regulations and the board of directors' decisions.

Secretary of the Board of Directors

Mr. Rafik Ramzi Attia, Secretary of the board, whose role is not only limited to recording the minutes of meetings but goes beyond that to form a continuous bond between the members of the Council and the company's management. He is also a source of information they request and the Board of Directors grants him the necessary powers to carry out his work efficiently. Among his duties are the following: -

- Preparing and managing the logistics of the board and committee meetings, assisting the Board President in preparing the meeting agenda, information, data and details on these topics and sending them to the members sufficient time before the meeting.



- Assisting the Chairman of the Board in setting up and preparing for the General Assembly meetings of shareholders and managing its logistics.
- Adopting the dissemination of understanding of governance principles among members of the Board of Directors, senior leadership, and all employees of the company in a way that does not conflict with the role of other concerned departments in the company.
- Follow up on the issuance and implementation of Board of Directors decisions and inform the concerned departments of them, as well as prepare follow-up reports on what was done regarding them.
- Preserving and documenting everything related to the board's decisions and the issues presented to it, while ensuring that the board obtains important information in a timely manner.
- Coordination with all board committees to ensure effective communication between committees and the board.
- Coordination with the relevant committees within the framework of providing the necessary information to support the Chairman of the board in the process of evaluating board members and committee members, and the proposals that the board presents to the General Assembly regarding the selection or replacement of a member.
- Ensure that board members are aware of the most important supervisory or legal responsibilities that may arise as a result of developments in the company's activities or in the legal framework to which they are subject, within the limits of their responsibilities and without conflicting with the role of the departments concerned with these issues.
- Providing the necessary information about the company to new members and presenting it to the rest of the members.

Third: Board of Directors committees

Committees Composition

In implementation to the governance rules and to achieve the strategic objectives of the company, the company's board of directors has formed a number of committees emanating from the board to support and assist it in implementing its responsibilities and tasks assigned to it, in accordance with a work regulation approved by the board, which includes specifying the tasks of the committee, the duration of its work, the powers granted to it during this period, and how the board monitors it and its financial treatment, and the committees present their reports and recommendations to the board to take the necessary decisions.

Taking into account that the committees do not take decisions on behalf of the board and their role is limited only to submitting recommendations to the board to take appropriate decisions regarding them, the board follows up the work of the committees periodically to verify that they are carrying out the work assigned to them and is responsible for the performance of those committees and the performance of the company as a whole.

The annual report and the company's website also include a brief overview of the formation of each committee and the number of its meetings during the year.

The following table shows the committees composition emanating from the company's Board of Directors:

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	Member's Name	Committee			Member status (non-executive /independent)	Position	Joining Date
		Audit	Remuneration	Governance			
1	Lobna Abdel Hadi Mohamed El Desouki	✓			Independent	Head	14-5-2020
2	Mohamed Naguib Ibrahim	✓			Non- Executive	Member	12-5-2019
3	Mounir Amin Fakhry Abdel Nour	✓			Non- Executive	Member	4-5-2016
1	Lobna Abdel Hadi Mohamed El Desouki		✓		Independent	Head	14-5-2020
2	Mohamed Naguib Ibrahim		✓		Non- Executive	Member	12-5-2019
3	Mounir Amin Fakhry Abdel Nour		✓		Non- Executive	Member	4-5-2016
1	Lobna Abdel Hadi Mohamed El Desouki			✓	Independent	Head	14-5-2020
2	Mohamed Naguib Ibrahim			✓	Non- Executive	Member	12-5-2019
3	Mounir Amin Fakhry Abdel Nour			✓	Non- Executive	Member	4-5-2016

Conduct of Board of Directors meetings and its committees
Schedule for monitoring the Board of directors attendance at Board meetings,
committees, and general assembly's meetings year 2024

	Member	Board of Directors	Audit. Com	Rem Com	Gov Com	OGAM	EOGAM
1	Mohamed Naguib Ibrahim	5/5	6/6	1/1	1/1	1/1	1/1
2	Nader Raouf Kamal Ghabbour	5/5	-/-	-/-	-/-	1/1	1/1
3	Mansour Mohamed Hisham Kabbani	5/5	-/-	-/-	-/-	1/1	1/1
4	Abbas Hassan Abbas El Sayed	5/5	-/-	-/-	-/-	1/1	1/1
5	Mounir Amin Fakhry Abdel Nour	5/5	6/6	1/1	1/1	1/1	1/1
6	Lobna Abdel Hadi Mohamed El Desouki	5/5	6/6	1/1	1/1	0/1	0/1
7	Marwa Mostafa Kamel Mohamed El Azab El Ayouti	4/5	-/-	-/-	-/-	0/1	0/1

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Audit Committee:

The Audit Committee is formed of three non-executive and independent board members, with the need to have sufficient experience and knowledge of financial topics and the areas and standards of auditing and accounting, Committee meetings held every three months during the year.

The various tasks carried out by the Audit Committee:

- Study the company's internal control system and prepare a written report on its opinion and recommendations regarding it.
- Studying the financial statements before presenting them to the board of directors and giving its opinion and recommendations regarding it.
- Study the accounting policies used and express its opinion and recommendations regarding it.
- Reviewing the auditor's audit plan and making comments on it.
- Ensuring the company's commitment to following internal and external systems, regulations and laws in accordance with the reports submitted to it by the Compliance Department or other concerned departments.
- Discussing and approving the annual plan for the internal audit department, monitoring its efficiency, and ensuring that it includes all departments and activities of the company.
- Study the observations or violations received from the regulatory authorities and follow up on what was done regarding it.
- Recommending to the board of directors to appoint one or more auditors for the company, as well as their qualifications, competence and independence. The decision to appoint them and determine their fees is within the jurisdiction of the company's ordinary general assembly.
- Studying the auditor's observations and recommendations on the financial statements and those contained in the management letter received from the auditor and following up on what was done regarding it.
- Study and evaluate security systems, information and data, and how to protect them from any internal or external intrusions.
- Implementing and following up on any other work assigned by the board.

The recommendations of the Audit Committee during its meetings in year 2024:

- 1- Activating the principle of separation of functional competencies to achieve the absence of any conflict of interest in a way that guarantees the objectivity and independence of the work carried out by each employee.
- 2- Establishing and developing the governing policies and procedures regulating the work and activities of each department.
- 3- Activating the principle of automation in performing, monitoring and reporting on all activities and operations of each department by relying on strong information systems that help in decision-making.
- 4- Increasing the efficiency and effectiveness of the system of control over customer accounts as well as debit balances.



- 5- Raising the efficiency and effectiveness of the credit management control system, including the procedures governing credit granting as well as the procedures governing credit follow-up and collection.
- 6- Adopting more effective professional security and safety systems by re-evaluating and developing the current systems and comparing them with both the Egyptian and international codes.

Remuneration Committee:

The remuneration committee is formed from non-executive and independent members of the board of directors. It specializes in matters related to the company's human resources and proposes clear policies for the rewards and benefits of members of the board, committee and senior executives of the company. These policies are reviewed annually after conducting the necessary studies and investigations regarding compensation packages. The committee is held at least once a year and its report is presented to the board.

Governance Committee:

The Governance Committee is formed from non-executive and independent members of the Board of Directors and is responsible for the following:

- Periodically evaluating the company's governance system and formulating guides, charters, and internal policies on how to apply governance rules within the company.
- Preparing an annual report on the company's compliance with corporate governance rules, while establishing appropriate procedures to complete the implementation of those rules.
- Reviewing the company's annual report and the Board of Directors' report, especially regarding disclosure items and other items related to corporate governance.
- Saving, documenting, and following up on reports to evaluate the board's performance.
- Studying the observations of the regulatory authorities on the application of governance in the company, taking them into account, and following up on what was done regarding them.

Fourth: The regulatory environment

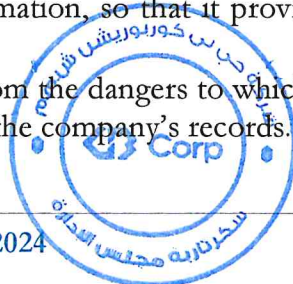
• Regulatory environment system:

The company's Board of Directors is the body responsible for the company's internal control system, reviewing it annually and ensuring its effectiveness, by adopting responsibilities and governance structures that will effectively achieve internal control tasks and ensure the efficiency and continuity of the company's internal control aspects. The Audit Committee evaluates the company's internal control system in a comprehensive manner periodically and submit recommendations to the board of directors regarding it.

The following present the most important objectives of the internal control system of GB Corp SAE: -

- Complete separation of the responsibilities and powers of all company employees.
- Ensuring the accuracy and quality of information, so that it provides the company or others with correct and accurate information.
- Protecting the company's physical assets from the dangers to which they may be exposed, and documenting and recording those assets in the company's records.

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- Increasing the company's production efficiency and achieving its goals at the lowest costs and with the same quality.
- Ensuring the accuracy of the execution of instructions, with the aim of ensuring that all instructions are executed as they should.
- Ensuring the application of governance rules, through careful implementation of various governance instructions and rules.

Evaluating the adequacy and efficiency of the company's internal control system:

- **Board level metrics:** by applying quantitative key performance metrics e.g. Annual Audit, annual audit per employee, % of time spent on audit against estimated budget.
- **Top management level Metrics:** by obtaining management's views on the performance of internal control, for example, does internal control understand the nature of activities and operations? Does internal control have the necessary skills and experience to provide value-added advice to the business? Were audit findings adequately communicated to management? Were the audit recommendations practical?

The efficiency of the control system is reviewed by the board of directors on an ongoing basis.

• **Internal Audit Department:**

The company's internal audit activity is an independent and objective activity, the role and scope of work of the internal audit department is as follows:

Roles of audit department	Scope of work	Is it a permanent department in the company or an external audit company?	Name of the internal audit official/or external audit Company	Periodic Reports
Assess risk exposure in relation to achieving the organization's strategic objectives.	The internal audit scope of work extends to reviewing and evaluating all operations and activities of the facility. It includes financial auditing, administrative auditing, and systems	The company's internal audit department is a permanent department	Ms. Odette Gamil Zaki	quarterly
Evaluate the reliability and integrity of information and the means used to identify, measure, classify and report this information.				
Assess means of protecting assets and, where appropriate, verify the existence of such assets.				
Evaluate the effectiveness and efficiency with which resources are used.				
Evaluate processes or programs to check whether results are consistent with established goals and objectives and whether Operations or programs are being implemented as planned				

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Monitoring and evaluating governance processes.	auditing, and may examine some technical and engineering aspects.			
Evaluating the performance of external auditors and the degree of coordination with internal audit.				
Perform advisory services related to governance, risk management and control as appropriate for the organization.				
Providing periodic reports on the purpose, authority, responsibility and performance of the internal audit activity in relation to its plan.				
Significant risk communication about risks and control issues, including fraud risks and fraud issues quantity and other matters requested by the board.				
Evaluate specific operations at the request of the board or management, as appropriate.				

Risk Department:

The company does not have an independent risk department, but the company has an implicit risk department in each department.

Implied responsibilities for risk management:

1. Develop a comprehensive current and future strategy regarding the type and level of acceptable risks for all the company's activities and approve it from the board of directors, and work to review and develop it periodically in light of the surrounding influences and variables at the local, regional and international levels.
2. Develop risk management policies in the company and have them approved by the Board, commensurate with the status and specificity of the company, the size and diversity of its activities, and the nature of the risks it faces in accordance with the strategies approved by the Board, while setting upper ceilings for risk exposure.
3. Preparing the appropriate risk structure for the company's activities, setting proposed ceilings for these risks, and approving them from the executive management and the Board.
4. Develop, implement and develop appropriate systems and procedures to manage the risks to which the company is exposed, in line with the strategies, policies, type and limits of risks approved by the Board.
5. Procedures followed in assessing the risks associated with and potential deficiencies in internal controls, the risk environment, and methods for managing these risks, when approving new products or significant changes to existing products, introducing new lines of business, entering new markets, or carrying out mergers or acquisitions.

Methodology for dealing with different risks

After defining the types of risks, a maximum limit, an average limit, and a minimum limit are determined for each risk separately, and the conditions for each limit are determined. If they are met, the risk is classified into high/medium/low risk, and procedures are developed to deal with each level of risk for each risk individually, in cooperation between the operations department /

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financial department / Information systems department and the internal audit department, the risks were divided into four main risks, which are strategic risks, operations risks, financial risks, as well as market risks. The risks were also divided into four sub-risks, which are liquidity risk, information technology risk, and reputation risk, as well as Risk of non-compliance.

Report periodicity: on an ongoing basis.

Compliance Department:

The compliance officer or internal observer is considered an independent position in the company that monitors and prepares reports on the risks of non-compliance with laws, systems and regulatory instructions issued by various authorities. Among the most prominent responsibilities of this department during the year 2024 as follows:

1. Approving the policy to ensure compliance, in addition to establishing appropriate mechanisms to report any violations in a timely manner and holding those responsible accountable, conducting an annual review of this policy and procedures and ensuring that internal audit tasks include reviewing the activities of the director of the compliance department.
2. On an annual basis, ensure that the responsibilities of the compliance management function are defined and clear, including its position in the organizational structure and its relationship with the rest of the departments and functions in a way that ensures it the necessary independence and effectiveness, providing sufficient resources and quick and clear channels for submitting reports to the board and executive management and providing them with the necessary powers. to access information within the framework of a clear and adequate policy and procedures guide.
3. Ensure that the company adheres to all laws, instructions and regulations.
4. On an annual basis, ensure that the compliance department procedures manual includes, but is not limited to the following:
 - A. Evaluate violations associated with the company's activities and any new products.
 - B. Providing advice to management on laws, instructions and standards and keeping management informed on a daily basis about the latest developments in applicable laws, instructions and standards.
 - C. Providing written instructions to employees regarding the appropriate application of applicable laws, instructions and standards if it deems this appropriate.
 - D. Evaluating the suitability of internal procedures and directives to laws and instructions, revealing any deficiencies in policies and procedures, formulating proposals to improve them, or issuing instructions and directives in this regard.
 - E. Conduct a permanent and comprehensive examination, submit reports, and continuously issue directives to the executive management regarding observations and violations related to compliance to take the necessary corrective measures.
 - F. Reviewing the reports submitted to it on the extent of executive management's compliance with laws, instructions and standards, as well as the violations and deficiencies that were discovered and the corrective measures that were taken, in addition to information about the compliance training that was provided to employees, and submitting any recommendations or directives that it may deem appropriate in this regard.

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- G. Monitoring the work of the compliance department as an inquiry center for company employees to answer compliance-related inquiries.
- H. Separating the tasks of the compliance department from the tasks of the legal affairs department in the company, which is responsible for providing advice to management regarding the laws.

Governance Department

The Governance Department aims to help consolidate and establish governance principles, follow up on their application and increase their effectiveness, it's reporting subordinate to the governance committee.

Responsibilities and tasks of the Governance Department during 2024

- Monitoring the availability of the basic principles and elements that help develop and improve the company's performance in a way that contributes to achieving the strategic goals set by the Board.
- Monitoring the application of the principle of disclosure, transparency, and governance culture in all of the company's work and activities.
- Improving and developing the general framework and work principles of the company through the company's charter of professional conduct, while defining its social responsibility towards employees and society as a whole.
- Monitoring the application of the conflict-of-interest policy to all company employees.
- Applying the concept of transparency, clarity and fairness in dealing with all shareholders.
- Clarity of relationships between the Board of Directors and stakeholders.
- Developing internal governance guides for the company and formulating various internal policies that regulate the relationship between all employees, as well as contributing to preparing the report on the extent of the company's commitment to corporate governance.

The External Auditor

The company appoints an auditor for the company who meets the conditions stipulated in the Law for practicing the profession of accounting and auditing. The general assembly, based on a nomination from the board of directors and after the recommendation of the audit committee, appoints an auditor who is completely independent from the company and the members of the board. The decision to appoint him and estimate his fees shall be made through the ordinary general assembly of the company.

Disclosure and Transparency

Material information and financial and non-financial disclosure

The company carries out the disclosure process by notifying the Egyptian Stock Exchange on the electronic disclosure system and sending an e-mail to the disclosure department, which is uploaded and disclosed on the website regarding the company's financial information that is of interest to shareholders and stakeholders, such as its annual and periodic financial statements and the auditor's annual and periodic reports, as well as a report. Board of Directors, accounting policies, discretionary budgets, asset valuation methods, and dividends.

(R)

As well as the company's non-financial information that is of interest to current and prospective shareholders and investors, including:

- Internal information that includes the company's goals, vision, nature of its activity, and the company's plans and future strategy.
- Systems for raising competencies, training, rewarding and caring for its employees.
- Ownership structures in the company's sister and subsidiary companies.
- Transactions with related parties and netting contracts.
- The most important risks that you may face and ways to confront them.
- Disclosure to its shareholders and to regulatory authorities about treasury shares.
- Violations and rulings issued against the company during the year (none).

Investors Relation:

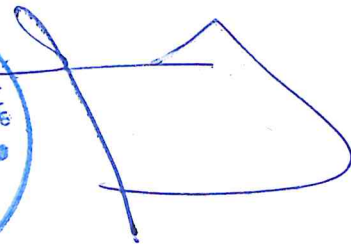
The company is keen to have an investor relations function as one of the main activities that aim to stimulate and consolidate the relationship with current and prospective investors, and open channels of communication with those involved in the financial and investment market. the most prominent things that the investor relations officer did during year 2024 is as follows:

- Develop a strategy for the investor relations program by understanding the market and company requirements.
- Participating in developing the company's disclosure policy and having it approved by the Board of Directors
- Maintaining current investors and attracting new investors by educating the market about the company's business, hypothesizing its future growth, and identifying the factors that affect its profitability.
- Communicating with analysts, investors, and media representatives and providing information to reduce rumors and surprises that lead to fluctuations in trading prices and volumes.
- Communicating with investors through various communication tools such as the company's website and social networking sites and participating in preparing the annual report of interest to current and prospective investors.
- Preparing the disclosure report required from the company and preparing the investor relations pages on the company's website and updating them on an ongoing basis.

Disclosure Tools

➤ **The Annual Report**

The company issues an annual report in English that includes a summary of the Board of Directors' report and the financial statements, in addition to all other information of interest to shareholders, current and prospective investors, and other stakeholders.



➤ Board of Directors Report

The company's Board of Directors issues an annual report on the consolidated and independent financial position in accordance with the provisions of Companies Law No. 159 of 1981 and its executive regulations, for presentation to the General Assembly of shareholders and regulatory authorities.

➤ The Disclosure Report

The company issues a quarterly financial disclosure report prepared by the company's management with the assistance of its Investor Relations Department.

➤ The Sustainability Report

The company issues a balanced report on sustainability, which includes the company's achievements in the economic, environmental and social fields.

*Attached is the annual disclosure report on the financial disclosure practices related to climate change (TCFD) and the annual report on the disclosure of environmental, societal, and governance practices related to sustainability (ESG), in implementation of the Commission's decisions No. (107) and (108) of 2021.

➤ The Website

The website availability of the company on the international information network in Arabic and English, through which financial and non-financial information is disclosed in a user-friendly manner.

Charters and Policies

Charter of ethics and professional conduct

GB Corp SAE is keen to adhere to the application of the policy of the list of values and work behaviors to all the company's entities in terms of integrity, teamwork, individual respect, the spirit of innovation, professional and ethical behavior, honesty, development and concern for customer satisfaction and other values that It is the cornerstone of making the right decisions and managing effectively and successfully.

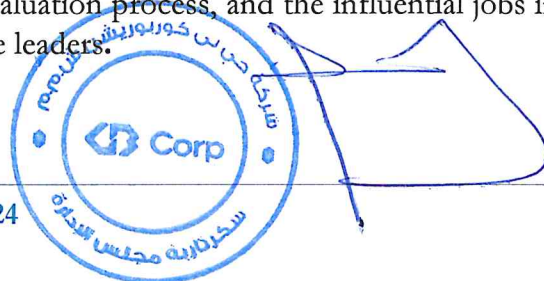
To achieve this end, the company has established various communication channels for employees to ask questions, give suggestions, and report any practices that violate the rules of ethical conduct or any illegal acts.

Power relay policy (Succession Planning)

The company focuses its recruitment activities on strategic talent acquisition for the purpose of attracting personnel who can support and achieve the company's various expansion plans.

We always strive to keep our selection process equal opportunity and fair for all applicants; Since the main pillar of GB Corp's recruitment policies is to evaluate all applicants without any reference to their age, race, gender, religion or other individual characteristics, and this is based solely on qualifications and competencies to ensure demographic diversity in our company. The company also identifies all talents, after passing a specific evaluation process, and the influential jobs in each business unit to prepare a new generation of future leaders.

(R)



Thank you.. The Annual Report on the Environmental, Social and Governance Disclosures has been successfully Registered and your Registration Code Number is 41741. You are kindly Requested to print the report and attach it to the annual report of the Board of Directors attached to the annual financial statements for the year 2024/2025.



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FINANCIAL REGULATORY AUTHORITY



Annual report for FY 2024/2025

On Financial Disclosures Related To Climate Change (TCFD)

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

First: Introduction

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

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

Therefore, please be careful, accurate and transparent when filling out this form, and please attach the report form within the annual report prepared by



the Board of Directors attached to the annual financial statements for the year 2024/2025 In case of any inquiries related to this matter, you can contact sustainable development department via email sustainable.development@fra.gov.eg

Secand: Basic Data on The Status of Company

Select the company's name:GB Corp .1

Select the company's sector:Industrial Goods , Services and .2
Automobiles

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

Name :Sarah Maged .1

Job Title:Investor Relations - CSR Manager .2

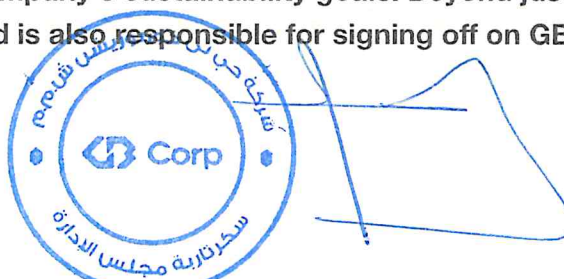
Email:sarah.maged@gb-corporation.com .3

Fourth: TCFD KPIs

Governance KPI (Climate Related Governance).1

Does the board have oversight of climate-related risks and opportunities? Yes

Yes, the Board of GB Corp plays a critical role in the company's climate-related efforts and sustainability commitments. As the top executives, the Board approves budgets for projects and initiatives focused on addressing climate change and environmental impacts. This includes allocating financial resources towards investments, programs, and strategies that support the company's sustainability goals. Beyond just budget approvals, the Board is also responsible for signing off on GB



Corp's targets and future plans for climate, as a core part of its operations and long-term vision. The Board sends a clear signal both internally and externally that climate change mitigation and sustainability are of priority for GB Corp. The leadership and approval of climate-related budgets and plans helps to ensure the company remains firmly committed to these critical priorities, and that sufficient resources and focus are directed towards achieving the organization's environmental objectives and strategies. Furthermore, the Board's role in this process reinforces GB Corp's accountability to its stakeholders, including employees, customers, investors, and the broader community. For more information, please refer to our 2023 Sustainability Report (p.35-45) and our 2023 CDP response.

Does the management have a role in assessing and managing climate related risks and opportunity? Yes

Yes, the management plays a key role in assessing and managing climate-related risks and opportunities and has been actively involved since the inception of the company's sustainability initiatives. The company established a sustainability strategy for 2022-2030, aligning with Vision 2030, and developed a sustainability policy for GB Corp. As part of its commitment, the company has initiated a new ESG system and continues to track progress on its targets and Carbon Footprint. Management provides leadership and oversight throughout the entire process of monitoring and addressing climate-related risks and opportunities, ensuring continuous improvement and alignment with sustainability goals.

For more information, please refer to our 2023 Sustainability Report (p.35-45) and our 2023 CDP response.

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

Does the organization identify any climate related risks and opportunities over the short, medium and long run? Yes

Yes, GB Corp identifies climate-related risks and opportunities over the short, medium, and long term. These risks and opportunities were recognized before establishing the 2022-2030 strategy, and they continue to be regularly assessed to ensure ongoing commitment. GB Corp evaluates the emissions resulting from the organization's processes through detailed carbon footprint reports and sustainability reports, both of which are publicly available on the company website.



:These reports outline several climate-related commitments, including
Reducing Scope 1 and 2 emissions by 45% by 2030 compared to 2022
levels.

Conducting an annual climate risk assessment to stay ahead of potential
impacts.

Achieving Carbon-neutrality in the business by 2040

.Ensuring all factories acquire the ISO50001 certificate

.Improving energy efficiency in manufacturing processes by 40%

.Using 75% renewable energy across all the company's factories

For more information, please refer to our 2023 Sustainability Report ,

.2023 Carbon Footprint Report and 2023 CDP response

Does the company reflect the climate-related risks opportunities on .2
the organization's business, strategy, and financial planning? Yes

Yes, GB Corp reflects climate-related risks and opportunities in its
business, strategy, and financial planning through its company's
sustainability strategy for 2022-2030 which includes commitments such
as achieving 90% zero industrial waste by 2030, improving energy
efficiency by 40%, and using 75% renewable energy across factories. GB
Corp also conducts annual climate risk assessments and has increased
CAPEX in renewable energy to reduce operational costs. Investments in
clean energy and low-carbon vehicles align with national goals for a low-
carbon economy, while water efficiency measures further support the
company's environmental objectives.

For more info, please refer to our 2023 Sustainability Report , 2023
.Carbon Footprint Report and 2023 CDP response

Does your company invest, annually, in climate-related infrastructure, .3
resilience, and product development? Yes

Yes, GB Corp has contributed to climate resilience by supplying 7,192
vehicles for the presidential CNG initiative and 30 EV buses for COP27.

GB Corp has also made significant investments in the low-carbon
market, focusing on electric vehicles (EVs), battery technology, and the
conversion of diesel vehicles to CNG. In 2023, it supplied 1,017 CNG
vehicles and is investing in employee training, particularly in EVs.
Additionally, the company is exploring electric two- and three-wheelers
and using digitalization to enhance product efficiency and sustainability.

For more info, please refer to our 2023 Sustainability Report , 2023
.Carbon Footprint Report and 2023 CDP response

Risk Management KPI (Climate-Related Risks) 1.3



Does the company set a defined process for identifying and assessing the climate related risks? Yes

Yes, GB Corp releases annual carbon footprint reports that assess the largest emitting processes and guide the implementation of a decarbonization plan. Additionally, the 2022-2030 sustainability strategy sets climate-related targets and goals. GB Corp also conducts annual climate risk assessments overseeing the performance and risk management. The company is investing in renewable energy, clean energy projects, and low-carbon vehicles, and is implementing an environmental and social management system across the group to address climate-related risks

For more information, please refer to our 2023 Sustainability Report , 2023 Carbon Footprint Report and 2023 CDP response

Does the company have a solid process for managing the climate related risks? Yes

Yes, GB Corp conducts annual climate risk assessments, identifying key areas of concern and integrating these insights into its sustainability strategy. It has established a decarbonization plan based on its carbon footprint reports and continues to monitor emissions through regular assessments. Additionally, GB Corp is investing in renewable energy and clean technologies, such as solar power at its facilities, to mitigate operational risks. The company's environmental and social management system further incorporates climate-related risk management, ensuring that climate risks are addressed across all levels of the organization

For more information, please refer to our 2023 Sustainability Report , 2023 Carbon Footprint Report and 2023 CDP response

Does the company incorporate climate-related risks in the company's overall risk management? Yes

Yes, GB Corp is working on an environmental and social management system across the group, which includes a social and environmental risk management framework addressing climate-related risks. Additionally, GB Corp conducts annual carbon footprint assessments to identify high-emission processes and implement a decarbonization plan. The 2022-2030 sustainability strategy further integrates climate-related targets and goals, ensuring that climate risks are systematically managed within the company's broader risk management approach

For more info, please refer to our 2023 Sustainability Report , 2023 Carbon Footprint Report and 2023 CDP response



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

Does the company use any metrics to assess climate-related risks and .1 opportunities in line with its strategy and risk management process? Yes

GB Corp uses various metrics to assess climate-related risks and opportunities in alignment with its strategy and risk management process. The company publishes annual carbon footprint reports and sustainability reports, with total Scope 1, 2, and 3 emissions recorded at 47,519 tCO₂e in 2023, down from 51,422 tCO₂e in 2022. Additionally, GB Corp's 2022-2030 sustainability strategy includes measurable climate-related targets, such as reducing Scope 1 and 2 emissions by 45% by 2030, carbon-neutrality in the business by 2040, improving energy efficiency in manufacturing by 40%, and transitioning to 75% renewable .energy across all factories

For more information, please refer to our 2023 Sustainability Report , .2023 Carbon Footprint Report and 2023 CDP response

Total amount, in CO₂ equivalents, for Scope 1 (if applicable) ? Yes .2

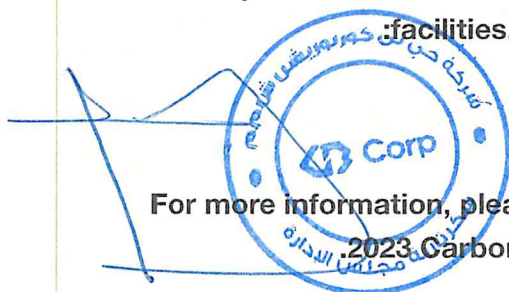
The total operational carbon footprint across GB Corp's facilities amounted to 47,519 tCO₂e in 2023. By activity, GB Corp achieved a 5% reduction in Scope 2 emissions from purchased electricity compared to 2022. Additionally, a 49% reduction in emissions associated with stationary combustion of natural gas and diesel oil, primarily across manufacturing facilities, was achieved in 2023. This reduction is mainly attributed to decreased production during 2023 and the continued implementation of the diesel oil phase-out plan in manufacturing facilities. The breakdown of emissions is as follows

Scope 1: 12,428 tCO₂e •

Scope 2: 11,590 tCO₂e •

Scope 3: 23,501 tCO₂e •

For more information, please refer to our 2023 Sustainability Report , .2023 Carbon Footprint Report and 2023 CDP response



Thank you.. The annual report on the Environmental, Social And Governance Disclosures has been successfully registered and your registration code number is 41742. You are kindly requested to print the report and attach it to the annual report of the Board of Directors .attached to the annual financial statements for the year 2024/2025



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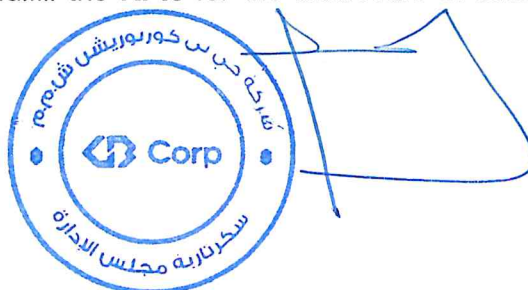
Annual report for FY 2024/2025

on Environmental, Social and Governance Disclosures Related to Sustainability (ESG)

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

First: Introduction

This report on the disclosure of Environmental, Social and Governance (ESG) reflects the strength of the company's management to implement the principles of sustainable development and integrate sustainability practices into the company's activities and operations, which generates confidence among investors that enables them to make informed investment decision, By identifying risks and opportunities that may not be monitored by traditional financial reports, especially in light of the increasing demand by investors for **ESG** Data and how companies integrate sustainability practices into the daily operations and activates in order manage the risks and opportunities associated with the various dimensions of sustainability, and thus enhance its financial position. Based on the **FRA** responsibility towards **NBFI** including listed Companies on the Egyptian Stock Exchange, and within the framework of assisting these companies to submit annual reports to disclose ESG sustainability standards in accordance with the **FRA** decisions No. 107 and 108 of 2021, and to facilitate them, the **FRA** has prepared this electronic form to companies to fulfill the **KPIs** for the disclosure of sustainability standards **ESG**.



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

sustainable.development@fra.gov.eg

Secand: Basic Data on The Status of Company

Select the company's name:GB Corp .1

Select the company's sector:Industrial Goods , Services and .2
Automobiles

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

Name :Sarah Maged .1

Job Title:Investor Relations - CSR Manager .2

Email:sarah.maged@gb-corporation.com .3

Fourth: Environmental KPIs

Environmental Operations & Oversight (E1).1

Has the company developed any official Environmental and Social .1
?(E&S) or Sustainability policies

Yes

Yes, GB Corp implemented the Sustainability Strategy 2022–2030 and a dedicated ESG Policy (available on our Website) aligned with Vision 2030.

Additionally, GB Corp is developing an environmental and social

management system and strengthening corporate governance. The company also has key policies in place that support its Sustainability Strategy, including the Whistleblowing Policy, Compliance Policy, and Anti-Money Laundering and Combating the Financing of Terrorism Policy.

.For more information, please refer to our 2023 Sustainability Report

Is this policy originating from within the company or derived from .2
?global or national policies

Yes

Yes, GB Corp's sustainability policy originates from within the company and is aligned with global and national frameworks. It is based on GB Corp's core values and incorporates principles from the United Nations Sustainable Development Goals (SDGs), Egypt's Vision 2030, and the United Nations Global Compact.

.For more information, please refer to our 2023 Sustainability Report

Does the company identify and assess the environmental and social .3
?risks arising from its economic activity

Yes

Yes, GB Corp prepares its annual sustainability reports in accordance with Global Reporting Initiative (GRI) standards and sector standards of the Sustainability Accounting Standards Board (SASB). The company also considers the frameworks of the Task Force on Climate-related Financial Disclosures (TCFD) and the United Nations Global Compact (UNGC). These reports include a comprehensive materiality assessment, evaluating the company's actual and potential positive and negative impacts on the environment, economy, society, and human rights. .For more information, please refer to our 2023 Sustainability Report

Does the company follow specific policies concerned with waste .4
?recycling, water consumption, or energy consumption

Yes

Yes, GB Corp adheres to ISO 14001 for environmental management and has set goals for 2022-2030 to integrate circular economy principles, optimize resource use, and reduce greenhouse gas emissions. GB Corp also conducts annual circularity assessments, aims for carbon neutrality by 2040, and is transitioning to renewable energy across all manufacturing facilities by 2030.

.For more information, please refer to our 2023 Sustainability Report



**Does the company set any goals related to reducing greenhouse gas .5
?(GHG) emissions**

Yes

Yes, GB Corp has set a goal to reduce Scope 1 and 2 greenhouse gas emissions by 45% by 2030 compared to the 2022 baseline. The company has calculated its total emissions for 2023 and prepared separate carbon footprint reports outlining reduction targets and identified projects to achieve these goals.
For more information, please refer to our 2023 Sustainability Report

**Does the management have any system/certification regarding the .6
?company's environmental practices (ISO 14001 certification)**

Yes

Yes, GB Corp has maintained its ISO 14001 certification, successfully renewing it in 2022. Several facilities, including Prima, Badr, Sadat, and GB Polo, have obtained this certification.
For more information, please refer to our 2023 Sustainability Report

Carbon Emissions / Greenhouse gases (GHG) (E2).2

**Does the company calculate the total amount of carbon emissions .1
?(Carbon Footprint) in metric tons**

Yes

Yes, GB Corp has calculated and disclosed the total emissions related to the company's operations for 2023 in both its Sustainability Report and Carbon Footprint Report.
For more information, please refer to the 2023 Sustainability Report (p.105-109) and 2023 Carbon Footprint Report

Energy sources usage and diversification (E3).3



**Does the company calculate the total amount of energy directly .1
?consumed**

Yes

Yes, GB Corp's total energy consumption across its five factories in Egypt, service centers, showrooms and warehouses in Egypt and Iraq, in addition to office buildings, amounted to 64,237 MWh in 2023 with 20% reduction compared to 2022

For more information, please refer to the 2023 Sustainability Report (p.116-118) and 2023 Carbon Footprint Report (p.29)

Does the company calculate the percentage of energy consumption .2
?according to the type of generation source

Yes

Yes, in 2023, GB Corp's total energy consumption across its five factories in Egypt, service centers, showrooms, warehouses in Egypt and Iraq, and office buildings reached 64,237 MWh. The primary energy sources included purchased electricity, diesel for emergency generators and equipment such as forklifts, natural gas for thermal energy in factories, and petrol and diesel for company-owned vehicles. The share of renewable energy in total consumption increased from 1% in 2022 to 14% in 2023, with plans to further expand renewable electricity use in the coming years

For more information, please refer to the 2023 Sustainability Report (p.116-118) and 2023 Carbon Footprint Report (p.29)

?Does the company calculate the percentage of annual saved energy .3

Yes

Yes, the total energy consumption in 2023 witnessed a 20% reduction from 2022, mainly attributed to the decreased levels of production

For more information, please refer to the 2023 Sustainability Report (p.116-118) and 2023 Carbon Footprint Report (p.29)

Water Usage (E4).4

Does the company calculate the total amount of water annual .1
?consumed

Yes

Yes, in 2023, GB Corp withdrew a total of 814,599 m3 of municipal water across the facilities in Egypt and Iraq, including factories, service



centers, warehouses, showrooms, and offices
For more information, please refer to the 2023 Sustainability Report
(p.119)

Does the company calculate the total amount of annual water recycled .2
?and treated

Yes

Yes, GB Corp is working towards “net zero liquid discharge”. It is a closed-loop water use and treatment system, The Company is working to implement a wastewater treatment system in the Sadat station to recycle the treated water to the manufacturing process again. The excess water is used to irrigate the green spaces surrounding the .factory

For more information, please refer to the 2023 Sustainability Report
(p.119)

Waste Management (E5).5

Does the company calculate the total amount of waste generated or .1
?recycled and that, which has been treated according to type and weight

Yes

Yes, in 2023, our total waste output amounted to 20,454 tons, comprising 6,689 tons of non- hazardous waste and 13,765 tons of hazardous waste.

Based on our estimations, approximately 22% of the total waste was .recycled, representing about 69% of the non-hazardous waste stream

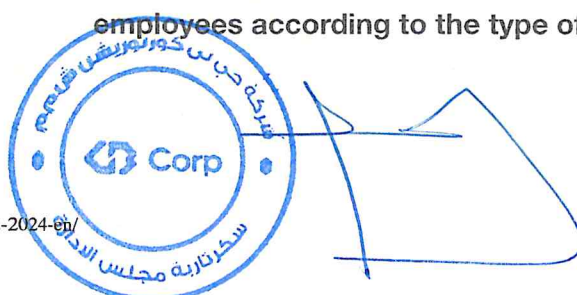
For more information, please refer to the 2023 Sustainability Report
(p.114)

Fifth: Social KPIs

Gender Diversity & Pay Ratio (S1).1

Does the company disclose the number of male and female .1
employees according to the type of employment (temporary or
?permanent)

Yes



Yes, GB Corp discloses workforce composition by employment type and gender. In 2023, the company employed 6,756 full-time workers, with no .part-time employees

For more information, please refer to the 2023 Sustainability Report (p.127)

Does the company disclose the percentage of total employees who .2
?are male and female

Yes, in 2023, GB Corp's total workforce consisted of 6,756 employees, including 6,263 males and 493 females, representing 7%. Among new .hires, female representation stood at 13%

For more information, please refer to the 2023 Sustainability Report (p.83-84, 127)

Does the company disclose the percentage of positions held by males .3
and females (specifically for entry-level and mid-level jobs)

Yes, GB Corp discloses the number and percentages of positions held by .males and females in terms of entry-level and mid-level positions

For more information, please refer to the 2023 Sustainability Report (p.128)

Does the company disclose the percentage of positions held by males .4
?and females (specifically for senior-level and executive positions)

Yes, GB Corp discloses the number and percentages of positions held by .males and females in terms of senior-level and executive positions

For more information, please refer to the 2023 Sustainability Report (p.128)

Does the company disclose the average pay ratio for females .5
?compared to the males

No, this information was not disclosed

Employee Turnover rate (S2).2

Does the company disclose the annual percentage rate of turnover for .1
?full-time employees



Yes, GB Corp discloses the yearly turnover numbers in its annual .Sustainability Reports

For more information, please refer to the 2023 Sustainability Report
(p.129)

Does the company disclose the annual percentage rate of turnover for .2
?part-time employees

No, this information was not disclosed as the company did not have
.part-time employees in 2023

Does the company disclose the annual percentage rate of turnover for .3
?contract employees and consultants

No, this information was not disclosed

Non-Discrimination (S3).3

Does the company follow a policy condemning sexual harassment and .1
a non-discrimination policy based on any racial, religious, or gender
?basis

Yes, sexual harassment is considered a serious violation at GB Corp. Any
such incident is reported to the HR Department immediately as this
crime is subject to a legal investigation. GB Corp also maintains a
comprehensive Framework of policies and procedures, including: Code
.of Ethics & Business Conduct Policy and Whistleblowing Policy
For more information, please refer to the 2023 Sustainability Report
(p.26)

Global Health & Safety Standards (S4).4

Does the company follow an occupational health and safety (OHS) .1
policy and/or a policy related to global health and safety standards (for
example ILO's International Labor Standards on Occupational Safety and
?Health)



Yes, there is an occupational safety and health policy and safety control
procedures and standard operating procedures (SOP) have been
developed, which includes all the company's factories, service centers
and offices. In addition, the company follows the procedures and
requirements of the ISO 45001 Occupational Health and Safety

.Management System

For more information, please refer to the 2023 Sustainability Report
(p.79-82)

2. What is the number of occupational accidents if any?

During 2023, we recorded only 1 injury at Prima Plant compared to 3 injuries in 2022, across our 3 manufacturing facilities – Prima, Badr, and Sadat, achieving a 20.8% reduction in total lost-time

For more information, please refer to the 2023 Sustainability Report
(p.80)

3. Does the company offer trainings related to environmental, social AND Occupational Health and safety (OHS) issues for employees. If the answer is yes, please disclose the number of trainings hours

GB Corp provides extensive training to staff on health and safety to ensure that they are equipped to operate machinery safely and to handle accidents should they occur. With a total attendance of 2,045 employees in 2023, the trainings included Internal Safety Team Training, Civil Protection Training and Health & Safety Committee Training
For more information, please refer to the 2023 Sustainability Report
(p.81)

Children & Forced Labor (S5).5

1. Does the company follow a policy prohibiting child labor and forced labor?

Yes, GB Corp adheres to the Egyptian Labor Law, which prohibits child labor.

For more information, please refer to the 2023 Sustainability Report
(p.46)

2. Does that policy apply to the suppliers and vendors dealing with the company?

No, but GB Corp plans to update its supplier assessment to include aspects related to ESG

**Labor Rights (S6).6**

In addition to the requirements of Egyptian Labor Law, does the .1
company follow the laws and standards of the International Labor
Organization or any other international framework, standards, or laws
?related to labor's rights

Yes, all GB Corp policies are developed in accordance with Egyptian
Labor Law as well as international guidelines from the Sustainability
.Standards it reports to
For more information, please refer to the 2023 Sustainability Report
(p.49,79)

Does that policy include the suppliers and vendors dealing with the .2
?company

No, but the Supplier evaluation will be updated to include this policy

Sixth: Governance KPIs

Board Diversity (G1).1

Does the company disclose the number and percentage of the board .1
?of directors occupied by males and females

Yes

Yes, GB Corp discloses the number and percentage of total board seats
held by males and females. In 2023, the total Board of Directors included
.28.6% females and 71.4% males
For more information, please refer to the 2023 Sustainability Report
(p.35-37)

Does the company disclose the number and percentage of committee .2
?chairs occupied by males and females

Yes

Yes, GB Corp discloses the number and percentage of committee chairs
held by males and females, as each committee consists of three
.members, including a female member
For more information, please refer to the 2023 Sustainability Report
(p.43,44)



Bribery / Anti-corruption (G2).2

Does the company issue any decisions related to combating bribery / .1
?corruption and follow them

Yes

GB Corp has established specific procedures regarding anti-corruption policies and integrated them into its Code of Conduct
For more information, please refer to the 2023 Sustainability Report
(p.45)

Ethics and Code of Conduct (G3).3

?Does the company issue code of conduct / Ethic and follow them .1

Yes

Yes, GB Corp has a Code of Conduct that all stakeholders with the corporation follow. Employees are expected to strictly adhere to compliance by following all regulatory rules, regulations, and instructions to achieve company objectives. The code of conduct for employees is distributed as an integral part of the compliance policy
For more information, please refer to the 2023 Sustainability Report
(p.45,47)

Data Privacy (G4).4

In addition to the requirements of the Egyptian data protection law, .1
does the company follow any other international frameworks, rules, or
?recommendations regarding data privacy

Yes

Yes, GB Corp follows international frameworks such as GDPR to prevent unauthorized data transfers. The company enforces NDAs, implements a Customer Coding Process with OTP authentication, monitors strict web browsing policies, and conducts regular cybersecurity checks to ensure data protection and business continuity

For more information, please refer to the 2023 Sustainability Report
(p.77)

Sustainability Reporting & Disclosure (G5).5

Does the company issue sustainability report according to GRI, CDP, .1
SASB, IIRC, UNGC, or any other type of sustainability reports
?frameworks

Yes

Yes, GB Corp issued its 8th sustainability report for the year 2023 in accordance with the reporting standards and principles of the Global Reporting Initiative (GRI), SASB, UNGC, and TCFD. The report was published on the company's official website. In addition, the company issued the second separate carbon footprint report for the years 2020-2021, which was prepared in accordance with international standards for calculating emissions such as: The Greenhouse Gas Protocol, IPCC. GB Corp also discloses its climate-related performance on the CDP platform. The year 2023 has been disclosed, and the reports and results are available on the platform's website.

For more info, please refer to our 2023 Sustainability Report , 2023
.Carbon Footprint Report and 2023 CDP response

Is the company striving to achieve specific goals from the United .2
?Nations Sustainable Development Goals

Yes

Yes, the company works to achieve specific sustainable development goals which are aligned with its 2022-2030 Sustainability Strategy. These include climate action, clean energy, innovation in industry and infrastructure, responsible consumption and production, well-being, gender equality, sustainable cities and communities, and quality education.

For more information, please refer to the 2023 Sustainability Report
(p.26-33)

Does the company identify these goals and report on the progress .3
made within the framework of the United Nations Sustainable
?Development Goals (SDGs)

Yes



Yes, the company tracks progress and works to achieve specific sustainable development goals aligning with its strategy, which are climate action, clean energy, innovation in industry and infrastructure, responsible consumption and production, well-being, gender equality, sustainable cities and communities, and quality education. For more information, please refer to the 2023 Sustainability Report (p.26-33)

Has the company clearly declared its commitment towards corporate .4
?social responsibility standards

Yes

Yes, Corporate social responsibility initiatives at GB Corp integrate sustainability goals within our business strategy. GB Corp, currently operates with the ideals of sustainable and responsible finance, which support the social causes and initiatives as part of our business operations. GB Corp provides targeted donations and material support through initiatives such as disaster relief, supporting NGOs, campaigns, and other activities depending on specific community needs. The Ghabbour Foundation for Development, launched in 2017, serves as the .company's hub for making positive change in society. For more information, please refer to Supporting Society in our 2023 Sustainability Report (p.95-103)

Does the company follow a clear and explicit policy / principle .5
?regarding community investments

Yes

Yes, GB Corp annually invests in community projects as part of its Sustainability Strategy and invested EGP 40 million in 2023 for that cause. The company also continues to build partnerships with ministries, non-governmental organizations and community initiatives as a type of .community investment. For more information, please refer to the 2023 Sustainability Report (p.99-103)

Does the company participate in public or private sector initiatives .6
?concerned with community development

Yes



Yes, the company is working to build partnerships with ministries, non-governmental organizations and community initiatives as a type of community investment. In 2023, the company maintained and initiated

partnerships with organizations such as Goodyear Middle East & Africa, Erasmus +, Banque Misr, Weladna Investment Fund, Face for Children in Need, Misr El Kheir, Tahya Misr Fund and Orman Association for a wide .range of community initiatives

For more information, please refer to the 2023 Sustainability Report (p.99-103)

External Assurance (G6).6

Are the company's ESG disclosures assured by an independent third .1
?party

Yes

Yes, Masader Environmental & Energy Services S.A.E has been engaged by GB Corp to provide Moderate Assurance Type 1 regarding adherence to the AA1000AS v3 (2020) over the GB Corp Sustainability Report 2023.

It has also been appointed to conduct carbon footprint calculations .pertaining to GB Corp's operational activities for 2023

For more information, please refer to the Assurance Letters in our 2023 Sustainability Report (p.122-124) and 2023 Carbon Footprint Report .(p.46)



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Whistleblowing Policy

GB Corp SAE follows the highest possible standards of professional, ethical and legal conduct. In line with the company's commitment to this, these rules were designed to represent a way for employees to provide credible information about illegal practices or violations of the approved policies of the group, while ensuring that the necessary protection from any acts of retaliation or harm is provided to those who report violations in good faith.

Note that there is a designated form for reporting corruption. For sales and after-sales service complaints on the complaints page on the group's website in the event that you encounter a whistleblower.

Policy for dealing with internal parties, related parties, and related parties.

The company is keen to have this policy, which aims to control the internal trading operations of the company's shares, regulate relations with related parties, and conclude compensation contracts in accordance with the rules of the regulatory authorities, this model is used to track these processes:

Table for following up on insiders' transactions in the company's shares:

	Member's Name	#of shares owned at the beginning of the year	Shares purchased during the year by date (added)	Shares sold during the year by date (deducted)	Stock balance at the end of the year
1	RG INVESTMENTS S A R L	639,546,161		639,546,161 (April 2024)	N/A
2	RG TRUST	47,766,850	639,546,161 (April 2024)		687,313,011

Social and environmental responsibility policy

The company follows a clear policy towards social and environmental responsibility and its continued commitment to contributing to economic and societal development through the institution it established for this purpose, the Ghabbour Development Foundation, which aims to create a qualitative shift in the quality of technical education in Egypt by bridging the gap between the skill level of school graduates. Technical education and labor market requirements in accordance with employment standards in various companies and industrial institutions in Egypt and the company's belief that its role in community development is no less important than its economic role.

(R)

GB Corp SAE
CEO

Mr. Nader Ghabbour

