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**THIS ANNOUNCEMENT IS FOR INFORMATION PURPOSES ONLY AND IS NOT AN OFFER OF SECURITIES IN ANY JURISDICTION.**

## **IDH proposing to delist its shares from the Egyptian Exchange**

*IDH is proposing to delist its shares from the EGX in light of continuing low liquidity and trading volumes on the EGX, whilst maintaining its existing standard listing on the LSE.*

**16 May 2024**

### **1. Proposed EGX Delisting**

**(Cairo and London)** - Integrated Diagnostics Holdings plc ("**IDH**", the "**Company**" or the "**Group**"), a leading consumer healthcare company with operations in Egypt, Jordan, Sudan, Nigeria and Saudi Arabia, today announces that the directors of the Company (the "**Board**" or the "**Directors**") have decided to proceed with a proposed voluntary delisting of the Company's ordinary shares (the "**Shares**") from the Egyptian Exchange (the "**EGX**") (the "**EGX Delisting**").

Consistent with Egyptian regulations and practice for Egyptian-incorporated companies seeking to delist from the EGX, the EGX Delisting is subject to certain conditions. These include, among others, that the Company obtain approval from the holders of its Shares ("**Shareholders**"), as well as the EGX, for the EGX Delisting. As noted below, the Company expects to publish later this month a shareholder circular (the "**Circular**") convening an extraordinary general meeting of the Company's Shareholders (the "**EGM**") to consider and, if thought fit, approve the EGX Delisting and certain related matters. The Circular will also contain further details of the EGX Delisting.

**Commenting on the decision to proceed with the EGX Delisting, CEO Dr. Hend El Sherbini said:** "At the time of putting in place the EGX listing in May 2021, our intention had been to improve the liquidity in the Company's shares and drive up trading volumes by offering Egypt-based investors an opportunity to capitalise on the Company's strong growth and prospects, and widen the Company's investor base across an enlarged pool of geographically diverse investors. Whilst the EGX Listing has helped the Company to increase its local visibility in the market where it generates the majority of its business, we have unfortunately seen continuing low liquidity and trading volumes of the Company's shares on the EGX and the absence of any investment potential in maintaining the listing on this secondary market. As such, the board has determined that it would be in the best interests of the Company and its shareholders generally to cancel the EGX listing and, accordingly, we will be seeking the approval of our shareholders to delist from the EGX".

The EGX Delisting will have no impact on the Company's day-to-day operations in Egypt, the Middle East and Africa where the Company remains committed to being a leading consumer healthcare company. The EGX Delisting will also not impact the Company's existing standard listing on the London Stock Exchange (the "**LSE**"), and the Company will remain fully committed to meeting the disclosure requirements of companies listed on the LSE. As noted below, Shareholders who currently hold their interests in the Company's Shares on the EGX (EGX ticker code IDH.CA and ISIN code EGS99021C015) will be able to transfer those interests to the LSE (LSE ticker code IDHC and ISIN code JE00BLKGSR75). Further details in this regard will be contained in the Circular when published.

### **2. Transfer Suspension**

In connection with the Company's listing on the EGX in 2021, a share transfer mechanism was established pursuant to which:

- (i) Shareholders who hold Shares traded on the LSE within the CREST settlement system ("**LSE Shares**") can move their LSE Shares across to the EGX to be held as EGX Shares (an "**LSE to EGX Share Transfer**"); and
- (ii) Shareholders who hold Shares traded on the EGX whereby such Shares are held by Misr for Central Clearing, Depository and Registry ("**EGX Shares**", and such Shareholders "**EGX Shareholders**") can move their EGX Shares across to the LSE to be held as LSE Shares (an "**EGX to LSE Share Transfer**"),

(the "**Share Transfer Mechanism**").

Details of the Share Transfer Mechanism can be found on the Company's website at <https://investors.idhcorp.com/en/share-transfer-mechanism-and-documents>.

**In preparation for the EGX Delisting, the Company hereby suspends all LSE to EGX Share Transfers, and no further LSE to EGX Share Transfers will be processed with effect from 7:00 am (British Summer Time) on the date of this announcement (the "Transfer Suspension"). It should be noted that EGX to LSE Share Transfers will not be suspended and EGX Shareholders will continue to be able to move their EGX Shares across to the LSE to be held as LSE Shares.**

The Transfer Suspension will be in force until the earlier of:

- (a) the date on which the EGX Delisting is completed, in which case the Share Transfer Mechanism will no longer be in operation;
- (b) in the event any of the Delisting Resolutions (as defined below) are not passed at the EGM, the conclusion of the EGM; and
- (c) in the event the EGX Delisting does not otherwise proceed, such other time and date as announced by the Company.

### **3. Extraordinary General Meeting**

The Company will be seeking certain approvals from Shareholders in respect of the EGX Delisting (the "**Delisting Resolutions**"), and in this regard the Company expects to publish later this month the Circular which will contain a notice convening the EGM to consider and, if thought fit, approve the EGX Delisting and the Delisting Resolutions. The Circular will also contain further details in relation to the EGX Delisting.

The Board believes the EGX Delisting is in the best interests of the Company and of Shareholders generally and will be unanimously recommending that Shareholders vote in favour of the Delisting Resolutions at the EGM.

### **4. Certain Egyptian legal and regulatory matters**

A summary of the resolutions passed by the Board in relation to the proposed EGX Delisting, along with a disclosure report containing various disclosures prescribed by certain applicable Egyptian legal and regulatory requirements (the "**Disclosure Report**"), is set out in the Appendix to this announcement.

### **5. Delisting Share Buyback**

As set out in the Disclosure Report, and consistent with Egyptian regulations and practice for Egyptian-incorporated companies seeking to delist from the EGX, all EGX Shareholders, as well as any creditor who has the benefit of a mortgage over any EGX Shares ("**Mortgaged Creditors**"), will have the ability to require the Company to acquire the EGX Shares held by them or mortgaged in favour of them (as the case may be) (the "**Delisting Share Buyback**").

Further details of the Delisting Share Buyback, including the relevant timeline and buyback period, and the actions an EGX Shareholder or Mortgaged Creditor needs to take to sell its EGX Shares (or EGX Shares mortgaged in favour of it), will be announced by the Company in due course.

## **6. Advisers**

Clifford Chance LLP (as to English law), Matouk Bassiouny & Hennawy (as to Egyptian law) and Ogier (Jersey) LLP (as to Jersey law) are acting as legal advisers to the Company.

## **7. Market abuse regulation information**

The information contained in this announcement is deemed by the Company to constitute inside information as stipulated under the UK version of the Market Abuse Regulation (EU) No. 596/2014 as it forms part of UK law by virtue of the European Union (Withdrawal) Act 2018. Upon the publication of this announcement, this inside information is now considered to be in the public domain. Company Matters, IDH's Company Secretary, is responsible for the release of this announcement for the purposes of such regulation.

For further information please contact:

### **Integrated Diagnostics Holdings plc**

#### **Tarek Yehia**

Investor Relations Director

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### **Company Secretary**

#### **Company Matters**

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-Ends-

## **About Integrated Diagnostics Holdings (IDH)**

IDH is a leading diagnostics services provider in the Middle East and Africa offering a broad range of clinical pathology and radiology tests to patients in Egypt, Jordan, Nigeria, Sudan and Saudi Arabia. The Group's core brands include Al Borg, Al Borg Scan and Al Mokhtabar in Egypt, as well as Biolab (Jordan), Echo-Lab (Nigeria), Ultralab and Al Mokhtabar Sudan (both in Sudan), and Biolab KSA (Saudi Arabia). With over 40 years of experience, a long track record for quality and safety has earned the Company a trusted reputation, as well as internationally recognised accreditations for its portfolio of over 3,000 diagnostics tests. From its base of 601 branches as of 31 December 2023, IDH served over 8.5 million patients and performed more than 36.1 million tests in 2023. IDH will continue to add laboratories through a Hub, Spoke and Spike business model that provides a scalable platform for efficient expansion. Beyond organic growth, the Group targets expansion in appealing markets, including acquisitions in the Middle Eastern, African, and East Asian markets where its model is well-suited to capitalise on similar healthcare and consumer trends and capture a significant share of fragmented markets. IDH has been a Jersey-registered entity with a Standard Listing on the Main Market of the London Stock Exchange (ticker: IDHC) since May 2015 with a secondary listing on the EGX since May 2021 (ticker: IDHC.CA).

Learn more at [idhcorp.com](http://idhcorp.com).

## **Important disclaimers (including in relation to securities law restrictions)**

This announcement is for information purposes only and is not intended to and does not constitute or form part of an investment recommendation or any offer to buy or sell or subscribe for or any invitation to buy, sell or subscribe for any securities or the solicitation of any vote or approval in any jurisdiction. Any decision or response in relation to the proposed EGX Delisting should be made solely on the basis of the information to be contained in the Circular, as and when published.

This announcement may include statements that are, or may be deemed to be, forward-looking statements. These forward-looking statements involve known and unknown risks and uncertainties, many of which are beyond the Group's control and all of which are based on the Directors' current beliefs and expectations about future events. Forward-looking statements are sometimes identified by the use of forward-looking terminology

such as “believe”, “expects”, “may”, “will”, “could”, “should”, “shall”, “risk”, “intends”, “estimates”, “targets”, “aims”, “plans”, “predicts”, “continues”, “assumes”, “positioned” or “anticipates” or the negative thereof, other variations thereon or comparable terminology. These forward-looking statements include all matters that are not historical facts. These forward-looking statements and other statements contained in this announcement regarding matters that are not historical facts involve predictions. No assurance can be given that such future results will be achieved; actual events or results may differ materially as a result of risks and uncertainties facing the Group. Such forward-looking statements contained in this announcement speak only as of the date of this announcement. Save as required by applicable law, the Company expressly disclaims any obligation or undertaking to publicly revise any forward-looking statements in this announcement, whether following any change in its expectations or to reflect events or circumstances after the date of this announcement.

#### Appendix – Summary of Board Resolutions and Disclosure Report

<p><u>Minutes of the Board of Directors Meeting held on 15<sup>th</sup> May 2024 of Integrated Diagnostics Holdings PLC in accordance with the Companies (Jersey) Law 1991 as amended (the "Law")</u></p>	<p><u>محضر اجتماع مجلس الإدارة المنعقد بتاريخ 2024/5/15</u> <u>لشركة انتجريتيد دياجنوستكس هولدينجز بي ال سي</u> <u>طبقا لأحكام قانون شركات جيرسي لسنة 1991 وتعديلاته</u> <u>("القانون")</u></p>																				
<p>On Wednesday 15<sup>th</sup> May 2024 at 4:30 PM London Time, the Board of Directors of Integrated Diagnostics Holdings PLC (the “Company”) established under the Law, registered with the Jersey Companies Register under no. 117257, with an issued capital amounting to (150,000,000 United State dollars) is held via video conference, based on the invitation issued by the Chairman.</p>	<p>انه في يوم الاربعاء الموافق 2024/ 5 /15 في تمام الساعة الرابعة والنصف عصرا بتوقيت لندن، اجتمع مجلس إدارة شركة انتجريتيد دياجنوستكس هولدينجز بي ال سي ("الشركة") خاضعة لأحكام القانون، ومقيدة بسجل شركات جيرسي تحت رقم 117257، برأسمال مصدر وقدرة (150,000,000 دولار أمريكي) وذلك عن طريق وسائل الاتصال الحديثة (الفيديو كونفرنس) ، بناء على الدعوة الموجهة من السيد رئيس مجلس الإدارة.</p>																				
<p>The meeting was attended by the following Board of Directors’ members:</p>	<p>وقد حضر الاجتماع السادة/ أعضاء مجلس الإدارة التالي أسماؤهم:</p>																				
<table> <tr> <td data-bbox="201 1467 497 1574">Lord Anthony Tudor St. John</td><td data-bbox="504 1467 786 1574">Chairman</td></tr> <tr> <td data-bbox="201 1579 497 1776">Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini</td><td data-bbox="504 1579 786 1776">Managing Director</td></tr> <tr> <td data-bbox="201 1780 497 1888">Mr. Hussien Hassan Choucri</td><td data-bbox="504 1780 786 1888">Board Member</td></tr> <tr> <td data-bbox="201 1892 497 2000">Mr. Dan Johan Filmar Olsson</td><td data-bbox="504 1892 786 2000">Board Member</td></tr> </table>	Lord Anthony Tudor St. John	Chairman	Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini	Managing Director	Mr. Hussien Hassan Choucri	Board Member	Mr. Dan Johan Filmar Olsson	Board Member	<table> <tr> <td data-bbox="809 1467 1098 1574">اللورد/ أنتوني تودور سانت جون</td><td data-bbox="1104 1467 1391 1574">رئيس مجلس إدارة</td></tr> <tr> <td data-bbox="809 1579 1098 1686">أ. د / هند محمد معتز مصطفى كامل الشربيني</td><td data-bbox="1104 1579 1391 1686">العضو المنتدب</td></tr> <tr> <td data-bbox="809 1691 1098 1762">السيد/ حسين حسن شكرى</td><td data-bbox="1104 1691 1391 1762">عضو مجلس إدارة</td></tr> <tr> <td data-bbox="809 1767 1098 1874">السيد/ دان يوهان فيلمار أولسون</td><td data-bbox="1104 1767 1391 1874">عضو مجلس إدارة</td></tr> <tr> <td data-bbox="809 1879 1098 1951">السيد/ ريتشارد هيتري فيليبس</td><td data-bbox="1104 1879 1391 1951">عضو مجلس إدارة</td></tr> <tr> <td data-bbox="809 1955 1098 2000">السيدة/ إيفون ستيلهارت</td><td data-bbox="1104 1955 1391 2000">عضو مجلس إدارة</td></tr> </table>	اللورد/ أنتوني تودور سانت جون	رئيس مجلس إدارة	أ. د / هند محمد معتز مصطفى كامل الشربيني	العضو المنتدب	السيد/ حسين حسن شكرى	عضو مجلس إدارة	السيد/ دان يوهان فيلمار أولسون	عضو مجلس إدارة	السيد/ ريتشارد هيتري فيليبس	عضو مجلس إدارة	السيدة/ إيفون ستيلهارت	عضو مجلس إدارة
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السيدة/ إيفون ستيلهارت	عضو مجلس إدارة																				

Mr. Richard Henry Phillips	Board Member	السيد/ شريف الزيني	عضو مجلس إدارة
Mrs. Yvonne Stillhart	Board Member		
Mr. Sherif El Zeiny	Board Member		
The meeting was chaired by Mr. Lord Anthony Tudor St. John (the "Chairman") who welcomed the attendees and appointed Ms. Nadira Hussein, representing Company Matters, as the secretary of the meeting and the Board has approved such appointment. The Chairman noted that all directors had previously disclosed their interests and were entitled to attend and vote at the meeting pursuant to the Law and the Company's articles of association having done so.		ورأس الاجتماع السيد/ اللورد/ أنتوني تودور سانت جون ("رئيس مجلس الإدارة") وقام رئيس الاجتماع بالترحيب بالسادة الحضور ورشح تعيين السيدة/ ناديرا حسين، ممثلاً لقطاع شئون الشركة، للقيام بأعمال أمانة سر الاجتماع ووافق المجلس على هذا التعيين.	
After deliberating and discussing the meeting's agenda, the Board of Directors (Board) present at the meeting have unanimously approved the following resolutions:		وبعد المداولة والمناقشة في جدول الاعمال فقد قرر أعضاء المجلس الحاضرين الموافقة بالإجماع على القرارات التالية:	
<u>Resolution No. 1</u>		<u>القرار الأول</u>	
The attendees have unanimously approved the convening of an Extraordinary General Meeting (EGM) of the Company's shareholders to pass resolutions in order to voluntarily delist the Company's shares from the Egyptian Stock Exchange (the "EGX") (the secondary market) while maintaining the registration on the London Stock Exchange (the primary market), and approve i) the delisting announcement to be submitted to the London Stock Exchange on 7:00 am BST on Thursday 16 <sup>th</sup> May 2024 ii) the establishment of a Board sub-committee comprising of any two Board Members to approve the final EGM circular and; iii) the buyback and, if the shareholders determine, the holding in treasury of the Company's shares on the EGX and to determine the mechanism of calculating the purchase price of the shares of the affected shareholders and/or those objecting to the voluntary		<p>وافق الحضور بالإجماع على انعقاد الجمعية العامة غير العادية لمساهمي الشركة وذلك للموافقة على قرارات متعلقة بشطب قيد أسهم الشركة من البورصة المصرية (السوق الثانوي) شطباً اختيارياً مع الإبقاء على القيد ببورصة لندن (السوق الرئيسي) والموافقة على:</p> <p>(أ) منشور الشطب المقرر تقديمه لبورصة لندن في الساعة السابعة صباحاً (بالتوقيت الصيفي البريطاني) يوم الخميس الموافق 16 مايو 2024؛</p> <p>(ب) تشكيل لجنة منبثقة من مجلس إدارة الشركة مكونة من عضوين من أعضاء مجلس الإدارة للموافقة على إعلان الجمعية العامة غير العادية بشكل نهائي؛</p> <p>(ج) قيام الشركة بشراء أسهم الشطب من البورصة المصرية والاحتفاظ بأسهم الشطب كأسهم خزينة في حالة موافقة مساهمي الشركة، وتحديد طرق احتساب سعر شراء أسهم المساهمين المتضررين و/ أو المعترضين على الشطب الاختياري و/أو الدائنين المرتتهنين وفقاً لأعلى سعر للسهم مما يلي:</p>	

<p>delisting and/or mortgaged creditors according to the highest share price of the following:</p>	
<ul style="list-style-type: none"> <li>• The highest closing price of the Company's shares (on the EGX) during the month preceding the date of the Board of Directors' resolution to call for a general assembly meeting to consider delisting; or</li> <li>• The highest closing price of the Company's shares (on London Stock Exchange) during the month preceding the date of the Board of Directors' resolution to call for a general assembly meeting to consider delisting; or</li> <li>• The average closing price of the Company's shares (on the EGX) during the three (3) months preceding the date of the Board of Directors' decision to call for a general assembly meeting to consider delisting; or</li> <li>• The average closing price of the Company's shares (on London Stock Exchange) during the three (3) months preceding the date of the Board of Directors' decision to call for a general assembly meeting to consider delisting.</li> </ul>	<ul style="list-style-type: none"> <li>• اعلى سعر إقفال لأسهم الشركة (بالبورصة المصرية) خلال الشهر السابق على تاريخ صدور قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب؛ <u>أو</u></li> <li>• اعلى سعر إقفال لأسهم الشركة (ببورصة لندن) خلال الشهر السابق على تاريخ صدور قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب؛ <u>أو</u></li> <li>• متوسط سعر إقفالات أسهم الشركة (بالبورصة المصرية) خلال الثلاثة أشهر السابقة على تاريخ قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب؛ <u>أو</u></li> <li>• متوسط سعر إقفالات أسهم الشركة (ببورصة لندن) خلال الثلاثة أشهر السابقة على تاريخ قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب.</li> </ul>
<p>The price of buying back the Company's shares shall be determined in Egyptian pounds provided that when calculating the average closing price of the Company's shares on the London Stock Exchange over the mentioned three-month period, the calculation shall take into account the average exchange rate in Egyptian pounds for the same duration. With respect to the shares which did not respond to the delisting, the same shall be obligatorily transferred to the London Stock Exchange after the issuance of the EGX's Listing Committee's decision to delist the Company's shares and remove the same from the EGX database. The aforementioned is due to the fact that the Egyptian Exchange is the secondary market for the listing of such shares and the primary market is the London Stock Exchange. The aforementioned shall be without prejudice to the Company's commitment to</p>	<p>على ان يتم تحديد سعر شراء أسهم شطب الشركة بالجنيه المصري مع مراعاة احتساب متوسط الثلاثة شهور ببورصة لندن مقوم بالجنيه المصري، وبالنسبة للأسهم التي لم تستجيب للشطب سوف يتم تحويلها اجباريا الى بورصة لندن بعد صدور قرار لجنة القيد بالبورصة المصرية على شطب قيد أسهم الشركة وحذفها من قاعدة البيانات وذلك لكون البورصة المصرية هي السوق الثانوي لقيد تلك الأسهم وان السوق الرئيسي هي بورصة لندن، مع التزام الشركة باستيفاء أي مستحقات للسادة المساهمين المقيدة أسهمهم بالبورصة المصرية وعلى الأخص غير الراغبين في الاستجابة لشطب الأسهم والمقرر تحويل اسهمهم الى بورصة لندن.</p>

settle any dues owed to the shareholders whose shares are registered on the EGX, particularly those who did not respond to the delisting of the shares and whose shares will be transferred to the London Stock Exchange.	
<u>Resolution No. 2</u>	<u>القرار الثاني</u>
<p>The attendees have unanimously approved, after coordinating with the Misr for Central Clearing, Depository and Registry (MCDR) and the EGX, that the date specified for the suspension of the transfer of any shares from the London Stock Exchange to the Egyptian Exchange shall be as of Thursday 16<sup>th</sup> May 2024.</p> <p>The attendees have unanimously delegated Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini, solely, to take all necessary procedures in this regard before all administrative and non-administrative authorities for the implementation of such decision.</p>	<p>وافق الحضور بالإجماع على أن يكون التاريخ المحدد لوقف تحويل أي أسهم من بورصة لندن الى البورصة المصرية اعتباراً من يوم الخميس الموافق 2024/5/16 وذلك بالتنسيق مع شركة مصر للمقاصة والادعاء والحفظ المركزي والبورصة المصرية وتفويض أ. د / هند محمد معتز مصطفى كامل الشربيني، منفردة، في اتخاذ كافة الإجراءات اللازمة لهذا الشأن امام كافة الجهات الإدارية وغير الإدارية لتنفيذ هذا القرار.</p>
<u>Resolution No. 3</u>	<u>القرار الثالث</u>
<p>The attendees have unanimously approved the disclosure report prepared in accordance with Article 74 of the Executive Regulations of the Listing Rules in relation to the procedures of the voluntary delisting of the Company's shares from the Egyptian Exchange and delegated Mrs. Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini or any person who is authorized by the Board, solely, to take all necessary procedures in this respect to notify the Financial Regulatory Authority and the Egyptian Exchange of the disclosure report attaching the Board of Directors' meeting minutes in order to disclose the same to those who are trading in the Company's shares.</p>	<p>وافق الحضور بالإجماع على اعتماد بيان الإفصاح المعد وفقاً للمادة 74 من الإجراءات التنفيذية لقواعد القيد بشأن السير في إجراءات شطب قيد أسهم الشركة شطباً اختيارياً من البورصة المصرية وتفويض أ. د / هند محمد معتز مصطفى كامل الشربيني او من يفوضه المجلس منفرداً في اتخاذ كافة الإجراءات في هذا الشأن بإخطار الهيئة والبورصة المصرية بتقرير الإفصاح مرفقاً بمحضر مجلس إدارة الشركة للإفصاح عنه لكافة المتعاملين على أسهم الشركة.</p>
<u>Resolution No. 4</u>	<u>القرار الرابع</u>
<p>The attendees have unanimously approved to delegate Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini or any person who is authorized by the Board, solely, in taking all necessary procedures</p>	<p>وافق الحضور بالإجماع على تفويض أ. د / هند محمد معتز مصطفى كامل الشربيني او من يفوضه المجلس منفرداً في اتخاذ كافة الإجراءات اللازمة لشطب قيد اسهم الشركة من البورصة المصرية شطباً اختيارياً وشراء اسهم المساهمين المتضررين و/او المعترضين</p>

to voluntarily delist the Company's shares from the Egyptian Exchange and purchase the shares of the affected shareholders and/or those objecting to the voluntary delisting and/or mortgaged creditors. In this respect, such persons shall have all the powers and authorities to represent the Company before all governmental and non-governmental entities, the Egyptian Exchange, the Financial Regulatory Authority and the Misr for Central Clearing, Depository and Registry and have been authorized severally to take all procedures in relation to the publication of any announcements or disclosures concerning the implementation of the delisting procedures. Such persons shall have the right to entirely or partially delegate the aforementioned to third parties.	على الشطب و/أو الدائنين المرتتهين ولهم في ذلك كافة السلطات والصلاحيات في تمثيل الشركة امام كافة الجهات الحكومية وغير الحكومية والبورصة المصرية و الهيئة العامة للرقابة المالية وشركة مصر للمقاصة والاديع والحفظ المركزي وتفويضهم منفردين في اتخاذ كافة الإجراءات المتعلقة بنشر أي إعلانات او افصاحات خاصة بتنفيذ إجراءات الشطب ولهم الحق في تفويض او توكيل الغير في كل او بعض ما سبق.
<u>Resolution No. 5</u>	<u>القرار الخامس</u>
The attendees have unanimously approved inviting the Extraordinary General Meeting of the Company to resolve the delisting of the Company's shares which are listed on the Egyptian Exchange and additional resolutions to allow the buyback of shares on the EGX and the holding of such shares in treasury and authorized the Chairman in serving the invitations of the Extraordinary General Meeting and determining the agenda, place and time of convening the same.	وافق الحضور بالإجماع على دعوة الجمعية العامة غير العادية للشركة للنظر في شطب أسهم الشركة المقيمة بالبورصة المصرية واتخاذ ايه قرارات إضافية تتيح إمكانية شراء الشركة لأسهم الشطب من البورصة المصرية والاحتفاظ بها كأسهم خزينة وتفويض رئيس مجلس الإدارة في توجيه دعوة الجمعية العامة غير العادية للشركة وتحديد بنود جدول الاعمال وموعد ومكان الانعقاد.
At 05:30 PM British Summer Time, the meeting ended after the Chairman has thanked the attendees.	وحيث كانت الساعة الخامسة عصرًا بالتوقيت الصيفي البريطاني، انتهى الاجتماع بعد ان قام السيد/ رئيس الاجتماع بتوجيه الشكر للسادة الحضور.

Chairman: Lord Anthony Tudor St. John

Secretary of the Board: Company Matters

<u>The Disclosure Report in accordance with Article 74 of the Executive Regulations of the Listing Rules in relation to the Procedures of the Voluntary Delisting</u>	<u>بيان الافصاح وفقا للمادة 74 من الاجراءات التنفيذية لقواعد القيد بشأن</u>
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of the Shares of Integrated Diagnostics Holdings PLC from the Egyptian Exchange (Secondary Market)		السبر في إجراءات الشطب الاختياري لأسهم شركة انتجريتيد دياجنوستكس هولدينجز بي ال سي من البورصة المصرية (السوق الثانوي)	
Item	Disclosure	الإفصاح	البند
Name of company	Integrated Diagnostics Holdings PLC (the "Company")	انتجريتيد دياجنوستكس هولدينجز بي ال سي ("الشركة")	اسم الشركة
Type of meeting	Board of Directors Meeting	اجتماع مجلس إدارة	نوع الاجتماع
Party calling the meeting	The Chairman	رئيس مجلس الإدارة	الجهة الداعية للاجتماع
Date of board of directors' meeting	15 <sup>th</sup> May 2024	15 مايو 2024	تاريخ انعقاد مجلس الإدارة
Reasons and justifications of the voluntary delisting of the shares	Due to the limited trading activity of the shares listed on the Egyptian Stock Exchange ("EGX") and the absence of any investment potential in maintaining the listing on the secondary market (i.e., the EGX).	بسبب ضعف التداول على الأسهم المقيدة بالبورصة المصرية وعدم وجود أي جدوى استثمارية من الإبقاء على القيد بالسوق الثانوي للأسهم.	اسباب ومبررات الشطب الاختياري للأسهم
Expected impact of the voluntary delisting of the shares on the Company's shareholders and financial position	<p><u>Firstly, the expected outcome on the Company's shareholders:</u></p> <p>There will be no negative impact on the Company's shareholders resulting from the voluntary delisting, as the affected shareholders and/or those objecting to the delisting of the Company's shares have the right to dispose of their shares by selling them to the Company using Egyptian pounds according to the highest share price of the following:</p>	<p><u>أولا الأثر المتوقع على مساهمي الشركة:</u></p> <p>لن يكون هناك أثر سلبي عليهم نتيجة الشطب الاختياري حيث انه يحق للمساهمين المتضررين و/او المعترضين على شطب قيد أسهم الشركة اختيارياً التصرف في اسهمهم ببيعها للشركة بالجنيه المصري وذلك وفقاً لأعلى سعر للسهم مما يلي:</p> <ul style="list-style-type: none"> <li>• أعلى سعر إقفال لأسهم الشركة (البورصة المصرية) خلال الشهر السابق على تاريخ صدور قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب؛ او</li> <li>• أعلى سعر إقفال لأسهم الشركة (ببورصة لندن) خلال الشهر</li> </ul>	<p>الأثر المتوقع للشطب الاختياري للأسهم على مساهمي الشركة وعلى المركز المالي للشركة</p>

<p>It is worth noting that the shares of the Company will be delisted using Egyptian pounds provided that when calculating the average closing</p>	<ul style="list-style-type: none"> <li>• The highest closing price of the Company's shares (on the EGX) during the month preceding the date of the Board of Directors' resolution to call for a general assembly meeting to consider delisting; or</li> <li>• The highest closing price of the Company's shares (on London Stock Exchange) during the month preceding the date of the Board of Directors' resolution to call for a general assembly meeting to consider delisting; or</li> <li>• The average closing price of the Company's shares (on the EGX) during the three (3) months preceding the date of the Board of Directors' resolution to call for a general assembly meeting to consider delisting; or</li> <li>• The average closing price of the Company's shares (on London Stock Exchange) during the three (3) months preceding the date of the Board of Directors' resolution to call for a general assembly meeting to consider delisting.</li> </ul>	<p>السابق على تاريخ صدور قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب؛ او</p> <ul style="list-style-type: none"> <li>• متوسط سعر إقفالات أسهم الشركة (بالبورصة المصرية) خلال الثلاثة أشهر السابقة على تاريخ قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب؛ او</li> <li>• متوسط سعر إقفالات أسهم الشركة (ببورصة لندن) خلال الثلاثة أشهر السابقة على تاريخ قرار مجلس الإدارة بدعوة الجمعية العامة للنظر في الشطب.</li> </ul> <p>والجدير بالذكر انه سيتم شطب أسهم الشركة بالجنينة المصري وسيتم احتساب متوسط الثلاثة شهور ببورصة لندن مقومة بالجنينة المصري، وبالنسبة للأسهم التي لم تستجيب للشطب سوف يتم تحويلها اجباريا الى بورصة لندن فضلا عن ذلك يجوز للمساهمين تحويل اسهمهم الى السوق الرئيسي المقيدة به أسهم الشركة (بورصة لندن).</p> <p>على السادة المساهمين والمتعاملين على أسهم الشركة مراعاة انه سيتم وقف تحويل ملكية الأسهم من بورصة لندن الى البورصة المصرية اعتبارا من يوم الخميس الموافق 16 مايو 2024 وذلك بالتنسيق مع شركة مصر للمقاصة والبورصة المصرية.</p> <p>على السادة المساهمين والمتعاملين على أسهم الشركة مراعاة انه بعد صدور قرار لجنة القيد بالبورصة المصرية بشطب قيد أسهم الشركة نهائيا وحذف بيانات الشركة من على قاعدة البيانات، سيتم تحويل كافة الأسهم المقيدة بالبورصة المصرية الى بورصة لندن لكون بورصة لندن هي</p>	
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	<p>prices of the Company's shares on the London Stock Exchange over the mentioned three-month period, the calculation shall take into account the average exchange rate in Egyptian pounds for the same duration. With respect to the shares which did not respond to the delisting, the same shall be obligatorily transferred to the London Stock Exchange.</p> <p>Additionally, all shareholders are entitled to transfer their shares to the primary market on which the shares of the Company are initially listed (London Stock Exchange).</p> <p>After coordinating with the Misr for Central Clearing, Depository and Registry (MCDR) and the EGX, shareholders and those trading in the Company's shares must take into account that the transfer of shares from the London Stock Exchange to the Egyptian Exchange will be suspended as of Thursday 16<sup>th</sup> May 2024.</p> <p>Shareholders and those trading in the Company's shares must take into account that after the issuance of the final decision of the EGX Listing Committee to delist the Company's shares and remove the Company's information from the EGX database, all shares listed on the Egyptian Exchange will be transferred</p>	<p>السوق الرئيسي المقيدة به تلك الأسهم.</p> <p>كما تلتزم الشركة باستيفاء أي مستحقات للسادة المساهمين المقيدة أسهمهم بالبورصة المصرية وعلى الأخص غير الراغبين في الاستجابة لشطب الأسهم والمقرر تحويل أسهمهم الى بورصة لندن.</p> <p><b><u>ثانياً بالنسبة للمركز المالي للشركة:</u></b></p> <p>من المتوقع الا يتعرض المركز المالي للشركة لأي تأثير سلبي.</p>	
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	<p>to the London Stock Exchange as the London Stock Exchange is the primary market in which those shares are initially listed.</p> <p>Lastly, the Company shall settle any dues owed to the shareholders whose shares are registered on the EGX, particularly those who did not respond to the delisting of the shares and whose shares will be transferred to the London Stock Exchange.</p> <p><u>Secondly, in relation to the Company's financial position:</u></p> <p>It is expected that the Company's financial position will not be negatively impacted.</p>		
Proposed sources of funding the purchase of the shares of the shareholders objecting to the delisting	Self-funded by the Company.	تمويل ذاتي من الشركة.	مصادر التمويل المقترحة لتمويل شراء أسهم المساهمين المعارضين على الشطب
Proposed timetable of the procedures of the voluntary delisting	The voluntary delisting procedures will be initiated pursuant to the decision of the Board of Directors of the Company on 15 <sup>th</sup> May 2024 in accordance with Article 55 of the Listing Rules and Article 74 of its Executive Regulations. The date of the extraordinary general assembly of the Company to consider the voluntary delisting will be disclosed later along with the timing of the implementation	سوف يتم البدء في إجراءات الشطب الاختياري بناء على قرار مجلس إدارة الشركة في 15 / 5 / 2024 تنفيذاً للمادة (55) من قواعد القيد وكذلك المادة 74 من الإجراءات التنفيذية لها، وسوف يتم الإفصاح لاحقاً عن تاريخ انعقاد الجمعية العامة غير العادية للشركة للنظر في الشطب الاختياري بالإضافة الى الإفصاح عن توقيتات تنفيذ إجراءات الشطب الاختياري وفتح OPR لشراء ما يعرض على الشركة من اسهم المساهمين المعارضين و/ او المتضررين من الشطب الاختياري او الدائنين	الجدول الزمني المقترح لإجراءات الشطب الاختياري

	<p>of the voluntary delisting procedures and the opening of the OPR to purchase the shares offered to the Company by the shareholders objecting to and/or affected by the voluntary delisting and/or mortgaged creditors in accordance with the methods of determining the price of the delisting shares outlined above. The aforementioned shall occur after coordinating with the EGX with regards to the issuance of the final decision of the EGX Listing Committee to delist the Company's shares and remove the Company's information from the EGX database.</p>	<p>المرتبهين وفقا لطرق تحديد سعر اسهم الشطب الموضحة بعالية وذلك بعد التنسيق مع إدارة البورصة وصولا الى صدور قرار لجنة القيد بالبورصة المصرية على شطب قيد أسهم الشركة بصورة نهائية وحذف بيانات الشركة من على قاعدة البيانات.</p>							
<p>I, the undersigned, declare the authenticity of the information included in this template, integrity of the provided documents, acknowledgments and studies supporting the same on the Company's liability and without any liability on the EGX. I undertake to abide by the provisions of the Company's articles of association and the Listing Rules of the Egyptian Exchange.</p>		<p>أقر أنا الموقع أدناه بصحة ما جاء بهذا النموذج من بيانات وبسلامة ما أقدم من مستندات وإقرارات ودراسات مؤيدة لما ورد به وأنها على مسئولية الشركة ودون أدنى مسئولية على البورصة وأتعهد بالالتزام بأحكام النظام الأساسي للشركة وقواعد القيد والشطب بالبورصة المصرية.</p>							
<p>Company's stamp:</p> <p>Dated: 15/5/2024</p>	<table border="1"> <tr> <td>Managing Director</td> </tr> <tr> <td>Name: Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini</td> </tr> <tr> <td>Signature:</td> </tr> </table>	Managing Director	Name: Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini	Signature:	<table border="1"> <tr> <td>العضو المنتدب</td> </tr> <tr> <td>الاسم: أ. د / هند محمد معتز مصطفى كامل الشربيني</td> </tr> <tr> <td>التوقيع:</td> </tr> </table>	العضو المنتدب	الاسم: أ. د / هند محمد معتز مصطفى كامل الشربيني	التوقيع:	<p>ختم الشركة:</p> <p>تحريراً في: 2024/5/15</p>
Managing Director									
Name: Prof. Dr. Hend Mohamed Moataz Mostafa Kamel El Sherbini									
Signature:									
العضو المنتدب									
الاسم: أ. د / هند محمد معتز مصطفى كامل الشربيني									
التوقيع:									

