

Elsewedy Electric S.A.E

Board of Directors report for the period from 1st of January 2025 and ending on 31/12/2025
Attached with the standalone financial statements
(prepared in accordance with article 40 of the listing rules)

Company Name	Elsewedy Electric S.A.E		
Company Purpose	The company's purpose is to establish and operate a factory for the production of electrical cables, electrical poles, towers, transformers, electrical circuit breakers, and all accessories for connections or terminations for insulated and non-insulated copper and aluminum conductors at low, medium, and high voltage, and to produce plastic granules (PVC) in its various forms and derivatives, and to design, construct, manage, operate, and maintain generating stations. Electricity from various sources and distribution networks.		
Company's term	25 years	EGX listing date	18/5/2006
Company's law	No. 72 for year 2017	Par value	EGP 1
Authorized Capital	5,000,000,000	Issued Capital	2,140,777,876
Paid up Capital	2,140,777,876	No. and date of commercial register	
IR	Noha Agaiby		
Head office address	Plot 13C03 - Cairo Festival City- Fifth settlement- New Cairo - Cairo		
Telephone No	27599700/701	Fax	27599731
Website	www.elsewedyelectric.com		
E-Mail	Noha.Agaiby@elsewedy.com		

Auditor:

Auditor's Name	Mohamed Tarek Mostafa Nagy (Partner in KPMG Hazem Hassan and partners)		
Hiring Date	28/12/2021		
Authority registration number	392/2005	Date of registration with the Authority	5/2005

Shareholders General Assembly

Shareholders Structure

Holder's Name	Number of shares	%
Sadek Ahmed Sadek Elsewedy	534,980,391	24.99%
Ahmed Ahmed Sadek Elsewedy	534,980,391	24.99%
Mohamed Ahmed Sadek Elsewedy	385,602,690	18.01%
Electra Investment Holding RSC Ltd	403,997,835	18.87%
Total	1,891,672,975	86.86%

Board Member ownership	No. of Shares	Percentage %
Sadek Ahmed Sadek Elsewedy	534,980,391	24.99%
Ahmed Ahmed Sadek Elsewedy	534,980,391	24.99%
Mohamed Ahmed Sadek Elsewedy	385,602,690	18.01%
Amr Mohamed Ahmed Labib	None	-
Azza Ahmed Sadek Elsewedy	64,916,280	3.03%
Abdelrahman Ahmed Ahmed Sadek Elsewedy	11,876,729	0.55%
Ahmed Sadek Ahmed Sadek Elsewedy	5,761,215	0.27%
Ahmed Saad Eldein Abdou Abou Hendia	None	-
Shahinaz Nabil Amin Foda	None	-
representative of Electra Investment Holding RSC Ltd	403,997,835	18.87%
Total BoD ownership	1,942,115,531	90.71%

Treasury shares	No. of treasury shares as per a previous disclosure	Percentage %
Total Treasury shares	None	-

Board of Directors

Name	Title	Representation Entity	Excutive/ independent non/
Sadek Ahmed Sadek Elsewedy	Chairman	None	Non-Executive
Ahmed Ahmed Sadek Elsewedy	CEO	None	Executive
Mohamed Ahmed Sadek Elsewedy	Board member	None	Executive
Amr Mohamed Ahmed Labib	Board member	None	Executive
Azza Ahmed Sadek Elsewedy	Board member	None	Non-Executive
Abdelrahman Ahmed Ahmed Sadek Elsewedy	Board member	None	Executive
Ahmed Sadek Ahmed Sadek Elsewedy	Board member	None	Non-Executive
Ahmed Saad Eldein Abdou Abou Hendia	Board member	None	Non-Executive
Shahinaz Nabil Amin Foda	Board member	None	Independent
Her Excellency/ Mariam Almheiri	Board Member	Electra Investment Holding RSC Ltd	Non Executive

Changes for the board of directors throughout the year:

No Change

Board of directors' meetings:

Number of the board of directors' meetings in the period of 1 January 2025 to 31 December 2025: 4

Audit, Compliance and Risk Committee

The latest Structure of the Audit, Risk and compliance Committee:

Name	Representation Entity
Ahmed Saad Eldein Abdou Abou Hendia	Committee Chairman
Sadek Ahmed Sadek Elsewedy	Member
Shahinaz Nabil Amin Foda	Member

Audit, Compliance and Risk Committee Responsibilities:

1. Financial Reports

Review significant accounting and reporting issues and understand their impact on the financial statements. These issues include:

- Complex or unusual transactions and highly judgmental areas.
- Major issues regarding accounting principles and financial statement presentations, including any significant changes in the group's selection or application of accounting principles.
- Review analyses prepared by management and/or the external auditor setting forth significant financial reporting issues and judgments made in connection with the preparation of the financial statements, including analyses of the effects of alternative IFRS methods on the financial statements.
- Review with management and the external auditor the results of the audit, including any difficulties encountered. This review will include any restrictions on the scope of the external auditor's activities or on access to requested information, and any significant disagreements with management.
- Discuss the annual audited financial statements and quarterly financial statements with management and the external auditor, in addition to related announcements to the group's financial performance.
- Discuss earnings press releases. This review may be general (i.e., the types of information to be disclosed and the type of presentations to be made). The Committee does not need to discuss each release in advance.

2. Internal control

Review the adequacy, and effectiveness of the group's internal controls, with the group's Chief Internal Auditor (CIA), the group's Chief Financial Officer (CFO), and any other relevant parties. Including whether the group's management is communicating the importance of internal controls, evaluating the security of the computers' systems and applications, and any contingency plans for recovering the financial and other information in the event of a breakdown in the company's information systems.

3. Internal audit

- Review and approve the internal audit charter.
- Review with the group's CIA the preparation, execution, and results of the group's annual internal audit plan, as well as any activities conducted outside the annual plan.
- Review with the CIA and then report to the Board about the adequacy of the charter, plans, activities, staffing, and organizational structure of the internal audit department.
- Ensure that the Internal Audit Department maintains its independence and there are no unjustified restrictions or limitations on the Internal Audit scope of work.
- Review the effectiveness of the Internal Audit department, including compliance with The IIA's International Standards for the Professional Practice of Internal Auditing.
- Review and approve the appointment and change of the Chief Internal Auditor and annually review the performance of the Internal Audit Department.

4. External audit

- Review the external auditors' proposed audit scope and methodology, including coordination of the audit works with the internal audit.
- Review the external auditor's terms of service and notify the board of directors and the General Assembly with the committee's recommendations regarding the fees and the terms of service that will be provided by the External Auditor.
- An annual evaluation of the company's external auditor's qualifications, independence, and performance, and to submit a report to the Board of Directors and the General Assembly of the company's shareholders with the opinion of the committee regarding the independence and performance of the external auditor. The report shall include the committee's recommendations regarding the reappointment or dismissal of the company's external auditor. In case the Board of Directors does not agree on the evaluation and recommendations of the committee, the committee must submit its report to the general assembly of shareholders and to include it in its meeting agenda.
- Review the issues and obstacles that the company's external auditor encountered while performing his duties in the group, including any restrictions on the scope of work or the accessibility to the information or the people, or any disputes with the company's management or members of the internal audit department or the financial control department.
- Review and confirm the independence of the external auditors by obtaining statements from the auditors that clarify the relationships between the auditors and the company, its management, its shareholders, or any of its affiliates including providing non-audit services, and to discuss the relationships with the company's External Auditors.

- Regularly, meet separately with the External Auditors to discuss any matters that the Committee or Auditors believe should be discussed clandestinely.
- Review in advance the terms of all non-audit services proposed by the company's management to be performed by the External Auditor, assess such services in accordance with the company's policy regarding the independence of the External Auditor, and to report to the Board the Committee's opinion as to whether or not the company should engage the External Auditor to perform such services.

5. Compliance

Review the compliance control system's effectiveness with internal and external laws and regulations and the results of management's investigation and follow-up (including disciplinary actions) of any cases resulting from non-compliance or fraud.

Ensure that procedures are in place to:

- Receive, retain, and process the received complaints/cases related to accounting matters, internal control procedures, or audit-related matters.
- Confidential or anonymous reporting by employees regarding suspicious cases related to accounting or auditing.
- Review the results of any audits conducted by regulatory bodies and any observations by auditors.
- Reviewing the process of spreading the rules of the ethical code of conduct to the company's employees, and monitoring compliance with it.
- Obtaining periodic updates from management and the company's legal advisor regarding compliance issues.

6. Reports preparation responsibility

- Regularly report to the Board of Directors about Committee activities and issues that arise concerning the quality or integrity of the company's financial statements, the company's compliance with laws or regulatory requirements, the performance and independence of the company's External Auditors, and the performance of the Internal Audit Department.
- Provide an open channel of communication between the Internal Audit, the External Auditor, and the Board of Directors.
- Submitting an annual report to the company's shareholders, specifying the composition and responsibilities of the committee and how it is implemented, and any other information required.
- Review any other reports that the company issues that are related to the committee's responsibilities.

7. Other responsibilities

- Perform other activities related to committee's charter based on a request from the company's Board of Directors.
- Review and evaluate the adequacy of the committee's charter annually, requesting board approval for proposed changes, and ensure disclosure in an appropriate manner in accordance with the requirements of rules and laws.
- Annual confirmation that all responsibilities outlined in the committee's charter have been carried out.
- Reviewing with the company's management and any other parties, according to the committee's vision, the details of any investigations, audits, or inquiries made by a public regulatory authority regarding the implementation of the company's activities or preparing the company's financial statements and submitting a report to the board of directors with the evaluation results.
- Review the programs established by the company's management to monitor compliance with the code of business ethics and conduct for the top management, and the employees.
- Review any management decision to seek a second opinion from Independent External Auditors other than Elsewedy Electric Group and its subsidiaries' External Auditors regarding any significant accounting matters.
- The committee shall conduct an annual performance evaluation itself based on the committee chairman's recommendation.

The committee submits at least quarterly reports directly to the company's Board of Directors. The company's Board of Directors and the relevant parties should respond to the committee's recommendations within fifteen days from the date of notification. The Committee Chairman should notify the stock exchange and the Financial Supervision Authority in case of failure to respond within sixty days to the fundamental observations that are submitted to the board.

Committee duties throughout the period of January 1 2025 to December 31 2025:

Number of times the audit committee meets	4
Have the committee's reports been presented to the company's board of directors?	yes
Did the committee's reports include essential observations that must be addressed?	None
Has the Board of Directors addressed the essential observations?	None

Company's employee's data:

The average number of employees in the group during the financial period from January 1, 2025 to December 31, 2025	23,504
Average worker income during the financial period from January 1, 2025 to December 31, 2025	42,245 EGP

The reward and motivation system for the company's employees and managers (if any):

Nothing

Violations and procedures related to the capital market law and listing rules:

Violations and fines imposed on the company during the year	Disclosures

A statement of details of transactions carried out with related parties

Nothing

A statement of the commitment of internal personnel (including members of the Board of Directors, major shareholders, and managers) and groups associated with them to disclose to the Board of Directors all information related to any case of conflict of interest and any material interests or transactions that affect the company's activity or interests.

There are no reported cases

The company's contribution during the year to community development and environmental preservation

The company's policy of supporting social and environmental responsibility is explained in the sustainability report published on the official website of the United Nations 2030 Program.

<https://www.unglobalcompact.org/what-is-gc/participants/128851-Elsewedy-Electric->

Community development

Social Responsibility

United Nations Global Compact Initiative

Contributing to improving the quality of education

El Sewedy Technical Academy – Egypt

Elsewedy Technical Academy was established with the aim of contributing to finding practical solutions to overcome the following challenges:

- Weak education and vocational training programs in the Egyptian market
- Following traditional methods in technical education and training
- The current shortage of skilled workers in the field of electrical industries
- High prices for vocational training programs for students
- The spread of globalization and the attraction of workers from abroad
- Increased reliance on information and communications technology and the Internet in carrying out all work

Elsewedy Electric's business portfolio includes 5 main business sectors:

1. Wires and cables: wires, cables, wire coils, special cables, cable supplies, high voltage lines, fiber optic cables and insulators.
2. Electrical products: transformers and fiberglass.
3. Construction (electrical and civil): for power generation, transmission and distribution projects, civil construction, public works and water treatment plants.
4. Smart infrastructure: energy management solutions, communications networks, data center solutions, and government solutions.
5. Investment in infrastructure: development of industrial and logistics projects and investment in energy, water and facilities management projects.

Elsewedy Electric's long list of regional and international clients and its distinguished history of work with regional government entities and industrial giants in the world represent a global testimony to the company's exceptional quality, speed in performance and accuracy in providing services.

On the other hand, Elsewedy Electric owns various factories in 31 countries, employing more than 19,000 employees, and the group exports its products to more than 110 countries around the world. Therefore, Elsewedy Electric is one of the leading companies in the world of electricity and energy around the world, through the advanced and environmentally friendly technological solutions it provides that are characterized by superior quality and cost efficiency. The company also operates in a wide geographical scope and enjoys a strong presence in the Middle East and Africa region.

Elsewedy Electric focuses on energy sector services based on its strong capabilities and capabilities in providing integrated energy solutions, in addition to the superior production capabilities of the company's wires and cables sector, whose annual capacity reaches 280 thousand tons.

The energy transmission and distribution sector at Elsewedy Electric represents one of the most important leaders in the Egyptian market, as it has a long record of achievements and quickly implemented projects, in addition to its clear footprint in 17 countries in the Middle East and Africa, such as Angola, Egypt, Ethiopia, Ghana, Kuwait, the United Arab Emirates and Zambia.

Standalone income statement for the period ending December 31, 2025:

EL Sewedy Electric Company
(An Egyptian joint stock company)
Separate statement of Profit or loss
For the financial year end 31 December

Translated from Arabic

EGP	Policy / Note	2025	2024
Revenues	(38-11),(5)	3 957 373 531	5 996 963 066
Cost of revenues	(38-12),(6)	(3 199 687 209)	(5 085 222 119)
Gross profit		757 686 322	911 740 947
Other income	(7)	1 981 192 760	565 997 713
Net impairment loss on trade and other receivables and related party	(11)	(652 097 311)	(742 267 951)
Selling and distribution expenses	(38-12),(8)	(123 224 873)	(42 106 858)
General and administrative expenses	(38-12),(9)	(1 995 535 750)	(1 106 890 800)
Other expenses	(10)	(235 121 896)	(713 321 700)
Operating Loss		(267 100 748)	(1 126 848 649)
Finance income	(38-13),(12)	1 097 755 640	619 315 965
Finance costs	(38-13),(12)	(933 771 871)	(684 636 164)
Net financing costs	(12)	163 983 769	(65 320 199)
Dividends income from subsidiaries	(13)	6 353 942 205	3 109 468 151
Profit for the year before tax		6 250 825 226	1 917 299 303
Income tax expense	(38-19),(14-1)	96 134 927	(481 766 978)
Profit for the year		6 346 960 153	1 435 532 325
Basic/Diluted earning per share from year profit (EGP/Share)	(38-5),(36)	2.76	0.57

The notes From no (1) to (38) are an integral part of these separate financial statements.

Proposed dividends distribution for the period ends in December 31, 2025:

2025 Dividend distribution statement	31/12/2025 EGP
Net profit for the year ended 2025	6 346 960 153
Legal reserve by 5% from Net Profit for the year ended 2025	(317 348 008)
Retained profits from previous year	5 665 267 360
Total Earnings available to distribution	11 694 879 505
Distributed as following: -	
Employees distributions	433 950 681
Shareholders' share (1.85 EGP/share after deducting employees shares (1 422 160))	3 957 808 075
Retained profits for next year	7 303 120 749
Shares eligible for distribution 2025	Number of shares
Total number of issued shares	2 140 777 876
Deduct employees shares	(1 422 160)
Total number of eligible shares	2 139 355 716

Key financial indicators for the year ends in December 31, 2025 (consolidated financials):

1. Revenues recorded EGP 281 Bn in 2025 compared to EGP 232 bn in 2024.
2. Net income recorded EGP 17.3 Bn in 2025 compared to EGP 17.4 bn in 2024.

Revenues summary in 2025 from the different sectors compared to 2024:

Sector	Year ends in December 31, 2025 EGP	Year ends in December 31, 2024 EGP	Percentage change (+ / -)
Cables and raw materials	155 792 929 738	144 306 565 789	8%
Electrical products	34 279 601 753	26 983 315 761	27%
Turnkey	90 958 550 228	60 691 954 027	50%
Total revenues	281 049 081 719	231 981 835 577	21%

Donations statement:

Donations throughout the period of January 1, 2025 to December 31, 2025 recorded EGP 75,159,014 compared to EGP 46,541,733 in the period of January 1, 2024 to December 31, 2024.

Stocks and bonds issued during the year:

None

Legal representative of the company

Name: Mr. Sadek Ahmed Sadek Elsewedy

Date: 12/3/ 2026

Signature:



Company's stamp

