

Dice Sport & Casual Wear S.A.E.

شركة دايس للملابس الجاهزة (ش.م.م)

**Translation of the decisions of the Extraordinary General Assembly Meeting of
Dice Sports & Casual Wear SAE
Held on Saturday, 20/04/2024**

Based on the invitation from Chairman of the Board of Directors of Dice Sports & Casual Wear, SAE (subject to the provisions of Law No. 159 of 1981, registered in the Commercial Register under No. 306985, Cairo Investment Commercial Registry Office) to the Company's shareholders, the auditors and the administrative authorities, the assembly convened and the meeting was managed from the Company's headquarters located at 5, 6 Petrol St., from Gessr El Suez St., Industrial Area, Heliopolis, Cairo, Egypt.

The meeting was attended by the following members of the Board of Directors:

- Ms. Suhair Sami Riad, Chairman
- Mr. Nagi Samir Touma Thomas, Vice Chairman and Managing Director
- Mr. Maged Samir Touma Thomas, Member of the Board of Directors
- Ms. Marianne Ramzy Ghaly, Member of the Board of Directors
- Mr. Amr Raouf Hassan Mohamed, Member of the Board of Directors
- Mr. Victor Fakhry Abdel Malek, Member of the Board of Directors

The shareholders attended the meeting according to the attached attendance sheet.

The meeting also was attended by Mr. Hisham Ahmed Labib (of Tiag Office) and Mr. Yousry Ahmed Ibrahim authorized by Mr. Beshire Sherine Nour (of Moore Egypt) – the Company's auditors.

The representative of the Financial Regulatory Authority did not attend.

The representative of the General Authority for Investment and Free Zones did not attend.

The Meeting was chaired by Mrs. Suhair Sami Riad in her capacity as Chairman of the board of Directors, and suggested the appointment of:

Mrs. Nancy Wahib	Meeting Secretary
Mr. Remon Gerges	Vote Count
Mr. Abdel Hamid Kamal	Vote Count

This appointment was approved by the majority.

The Chairman of the meeting requested the auditors and vote counters to review the quorum of the meeting, and the auditors stated the attendance of (1347154007) shares in authenticity and (120) shares on behalf from the total company's shares (1786644781) and therefore the attendance rate reached 75.40%.



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The Assembly approved the following decisions as follows

1) Approval of majority of the shares present and represented at the meeting to amend Article (3) of the company's bylaws:

• Article (3) before amendment:

- Manufacturing of all types of ready-made garments.
- Import of raw materials, production requirements, machinery, equipment and spare parts.
- Exporting the company's products to foreign markets.
- Production of knitted fabrics made from different yarn.
- Import, export and commercial agencies.
- Textile industry for all products.
- Production of circular knitted fabrics made of polyester, viscose, cotton, cotton blends, and all other products made from different yarns.
- Embroidery.
- Printing.
- Dyeing and preparing fabrics made from cotton yarns, manufactured synthetic yarns and all types of fabrics for the purpose of manufacturing ready-made clothes of all kinds or for the purpose of selling them in the local market or foreign markets.

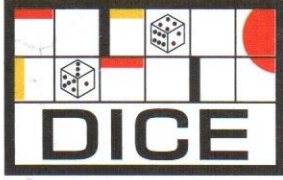
• Article (3) after amendment:

- Manufacturing of all types of ready-made garments.
- Import of raw materials, production requirements, machinery, equipment and spare parts.
- Exporting the company's products to foreign markets.
- Production of knitted fabrics made from different yarn.
- Import, export and commercial agencies.
- Textile industry for all products.
- Production of circular knitted fabrics made of polyester, viscose, cotton, cotton blends, and all other products made from different yarns.
- Embroidery.
- Printing.
- Dyeing and preparing fabrics made from cotton yarns, manufactured synthetic yarns and all types of fabrics for the purpose of manufacturing ready-made clothes of all kinds or for the purpose of selling them in the local market or foreign markets.
- Manufacture of various types of clothing accessories (for example, socks, zippers, buttons, snaps, elastics, etc.).

2) Approval of majority of the shares present and represented at the meeting to amend Article (4) of the company's bylaws:

• Article (4) before amendment:

The main headquarters of the company and the location of the activity shall be: 5, 6 Petrol St., Industrial Zone - Gesr El Suez – Cairo, with production branches located in;



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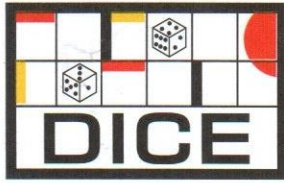
- Plot No. 30 – B3, Industrial Zone – 10th of Ramadan City – Sharkia.
- Abu Zaabal district - Factories Road - Al-Khanka - Qalyubia - behind the Daico Chemicals Factory.
- 67 Alexandria Agricultural Road - Qalyoub - Qalyubia Governorate.
- Plots No. 25/3 - 29/3 under the control of the Misr Spinning and Weaving Company - Kafr El Dawar.
- Plot 88, Petroleum Anbeeb Street - Gesr Al Suez - Al Salam City - Cairo.
- location of the rest of the activities is all over the Republic, except for the Sinai Peninsula region. The authority's prior approval is required to open branches there, taking into account what was stated in Prime Minister's Resolution No. 350 of 2007 and taking into consideration President of the Arab Republic of Egypt's Resolution No. 356 of 2008 and Law No. 14 of 2012 regarding development. Integrated Sinai Peninsula.

With regard to manufacturing activity, the company is fully responsible for obtaining licenses to practice the activity at this site, and in particular obtaining the approval of the Industrial Development Authority in the event of establishing the project inside or outside the industrial zones, without the slightest responsibility on the General Authority for Investment and Free Zones in this regard. The Board of Directors may establish branches, offices or agencies in the Arab Republic of Egypt or abroad, except for the Sinai Peninsula region, in which case the Authority's prior approval is required to open branches there.

• Article (4) after amendment:

The main headquarters of the company and the location of the activity shall be: 5, 6 Petrol St., Industrial Zone - Gesr El Suez – Cairo, with production branches located in;

- Part of the fourth floor of the headquarters located in Plot No. 30 and its outskirts - B3 Industrial Zone - 10th of Ramadan City – Sharkia.
- Abu Zaabal district - Factories Road - Al-Khanka - Qalyubia - behind the Daico Chemicals Factory.
- Plots No. 25/3 - 29/3 under the control of the Misr Spinning and Weaving Company - Kafr El Dawar.
- Plot 88, Petrol St., - Gesr Al Suez - Al Salam City – Cairo
- 4 Masoud St.- from Khedive Ismail Qalyoub Al-Mahatta - Qalyubia.
- 7 Cairo-Alexandria Agricultural Road - Qalyoub – Qalyubia, previously 63.
- 12 Khedive Ismail St., in front of Qalyoub Central - Qalyoub Al Mahatta – Qalyoubiya, previously 20.
- 10 Khedive Ismail St., in front of Qalyoub Central - Qalyoub Al-Mahatta – Qalyoubiya, previously 18.
- 14A Khedive Ismail St., in front of Qalyoub Central - Qalyoub Al Mahatta – Qalyoubiya, previously 24.
- Kafr Al-Alou, Helwan – Misr Helwan Spinning and Knitting Company.



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- Amal Industrial Zone (1) - Al-Khanka – Qalyubia.
- Block No. (20) in the third industrial zone in New Borg El Arab City - Borg El Arab Section, Alexandria.

And warehouses located in;

- 6 Khedive Ismail St., in front of Qalyoub Central - Qalyoub Al-Mahatta – Qalyoubiya
- 18 Horrya St., Emad Nasr Plot - Industrial Area - Cairo Ismailia Desert Road - Cairo

- location of the rest of the activities is all over the Republic, except for the Sinai Peninsula region. The authority's prior approval is required to open branches there, taking into account what was stated in Prime Minister's Resolution No. 350 of 2007 and taking into consideration President of the Arab Republic of Egypt's Resolution No. 356 of 2008 and Law No. 14 of 2012 regarding development. Integrated Sinai Peninsula.

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- 3) Approval of majority of the shares present and represented at the meeting to amend Article (7) of the company's bylaws:

- Article (7) before amendment:

The company's capital consists of 1,786,644,781 shares. All of the company's shares are nominative. All capital has been subscribed as follows:

Name and nationality	Number of shares	Nominal value	Currency of payment
Nagi Samir Touma Thomas	269,255,000	53,851,000	Egyptian Pounds
Maged Samir Touma Thomas	264,005,000	52,801,000	Egyptian Pounds
Other shareholders	1,253,384.781	250,676,953.20	Egyptian Pounds
Total	1,786,644.781	357,328,956.20	Egyptian Pounds

The participation rate of Egyptians is 81.18% and the participation rate of foreigners is approximately 18.82%.

The company's issued capital was paid before the increase according to notation in the commercial registry.

The full amount of the increase, amounting to 251,328,956.20 Egyptian pounds, was paid according to the bank certificate issued by Qatar National Bank AlAhli (QNB AlAhli) on 25/07/2022, so that the total of the company's issued and paid-up capital after the increase amounted to 357,328,956.20 Egyptian pounds, fully paid.



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• **Article (7) after amendment:**

The company's capital consists of 1,786,644,781 shares. All of the company's shares are nominative. All capital has been subscribed as follows:

Name and nationality	Number of shares	Nominal value	Currency of payment
Toma for Commercial and industrial investments	494,536,182	98,907,236.40	Egyptian Pounds
Nagi Samir Touma Thomas	377,830,000	75,566,000	Egyptian Pounds
Maged Samir Touma Thomas	205,430,000	41,086,000	Egyptian Pounds
Other shareholders	708,848,599	141,769,719.80	Egyptian Pounds
Total	1,786,644.781	357,328,956.20	Egyptian Pounds

The participation rate of Egyptians is 86.18% and the participation rate of foreigners is approximately 13.82%.

The company's issued capital is paid in full.

The attendees approved the authorization of Mr. Abd El Hamid Kamal, Mr. Safwat Khela jointly or individually to take all necessary procedures to approve the minutes of the extra ordinary general assembly meeting at the General Authority for Investment and Free Zones and they have the delegation to receive and submit documents and sign on behalf of the company Infront of the authorities to complete the procedures for approving the minutes and representing the company Infront of Misr Company for Clearing, Depository and Central Registration and Infront of the commercial register and they have the right collectively or individually to sing the amendment contract in front of the real estate registry.

The meeting ended at 3:00 o'clock in the afternoon of the same day.

Acknowledgement

I/ Suhair Sami Riad, in my capacity as Chairman of the Board of Directors and Chairman of the meeting, acknowledge my full legal responsibility for the validity of the statements, facts and procedures in this minute in the face of third parties, shareholders and the General Authority for Investment and Free Zones.

شركة دايس للملابس الجاهزة
شركة مساهمة مصرية
من ت ٣٠٦٩٨٥