

Summary of Resolutions for the Board of Directors Meeting Held on 18/3/2025

Cairo, March 19th, 2025: EFG Holding Board of Directors convened on Tuesday 18/3/2025 at 12:00 p.m. (CLT) and:

1. The Board approved FY2024 consolidated and standalone financial statements, along with the board report and the auditor's report thereon.
2. The Board of Directors of the Company unanimously approved the restructuring of the share capital of U Consumer Finance S.A.E., an indirect subsidiary of EFG Holding S.A.E., through EFG Finance Holding S.A.E. and other subsidiaries, in the following manner:
 - transfer (i) 100% of the shares owned by Hermes Securities Brokerage S.A.E., (ii) 100% of the shares owned by Hermes Portfolio and Fund Management S.A.E., and (iii) a portion of the shares owned by EFG Finance Holding S.A.E., in each case, in the share capital of U Consumer Finance S.A.E., to EFG Holding S.A.E., whereby, as a result of the foregoing restructuring, the direct ownership of EFG Holding S.A.E. in the share capital of U Consumer Finance S.A.E. will amount to 20.488%, which is the percentage that will be distributed on the shareholders of EFG Holding S.A.E., as is further detailed under Resolution No. 3;
 - the restructuring referred to above shall be executed at the book value of the shares of U Consumer Finance S.A.E., based on the consolidated financial statements of U Consumer Finance S.A.E., for the financial year ending on 31 December 2024, approved by the Ordinary General Assembly of the Shareholders of U Consumer Finance S.A.E.; and
 - include the aforementioned restructuring transaction in the trading disclosure report (the "Disclosure Report") which will be submitted to the Financial Regulatory Authority (the "FRA"), to be ratified by the same.
3. The Board of Directors of the Company unanimously approved inviting the Ordinary General Assembly of the Shareholders of the Company to convene to consider the following:
 - the utilization of a portion of the distributable profits of EFG Holding S.A.E., based on the financial statements of the Company for the financial year ending on 31 December 2024, for the purposes of an in-kind dividend distribution (in lieu of a cash dividend distribution) to the shareholders of EFG Holding S.A.E., in the form of shares in the share capital of U

Consumer Finance S.A.E., representing the 20.488% to be owned by EFG Holding S.A.E. in the share capital of U Consumer Finance S.A.E., as a result of the aforementioned restructuring, which is referred to under Resolution No. 2;

- that the aforementioned distribution shall be based on the book value of the shares of U Consumer Finance S.A.E., and on the consolidated financial statements of U Consumer Finance S.A.E. for the financial year ending on 31 December 2024, approved by the Ordinary General Assembly of the Shareholders of U Consumer Finance S.A.E.;
 - that the aforementioned distribution shall be effected on a pro-rata basis to all the shareholders of EFG Holding S.A.E. (with fractional shares allocated to minority shareholders), for the purposes of trading the shares of U Consumer Finance S.A.E. on the Egyptian Exchange (the "EGX"), following the finalization of the listing procedures before the EGX, the registration of the same with the FRA, and the ratification of the Disclosure Report; and
 - that the shareholders of EFG Holding S.A.E., including the Employee Stock Option Program (the "ESOP"), pursuant to Paragraphs 7 & 8 of Article 2 of the ESOP Statutes, on the record date to be disclosed as per the details and procedures to be disclosed at a later stage after the Ordinary General Assembly of the Shareholders of EFG Holding S.A.E. is held, shall be entitled to the shares in the share capital of U Consumer Finance S.A.E.
4. The Board of Directors of the Company unanimously approved the listing of the shares of U Consumer Finance S.A.E. on the EGX, the finalization of the procedures related to the registration of the same with the FRA, and the ratification of the Disclosure Report, ahead of such shares being traded on the EGX based on the Disclosure Report, which will be submitted to the FRA for ratification purposes, via the shares that will be distributed to the shareholders of EFG Holding S.A.E., based on the book value thereof, following the approval of the Ordinary General Assembly of the Shareholders of EFG Holding S.A.E. and the completion of the aforementioned restructuring. It should be noted that, following the completion of the aforementioned restructuring and distribution of shares, EFG Holding S.A.E. will, indirectly, through its subsidiaries, continue to own a minimum of 67% of the share capital of U Consumer Finance S.A.E.
5. The Board of Directors of the Company has been informed of the following:
- the fair value report prepared in respect of U Consumer Finance S.A.E. by the Independent Financial Advisor (IFA), Keys Financial Consulting S.A.E. (BDO), approved by the General Assembly of the Shareholders of U Consumer Finance S.A.E., which has determined that the fair value of U Consumer Finance S.A.E. amounts to approximately EGP 15.586 billion

- (fifteen billion and five hundred eighty six million Egyptian Pounds), it being noted that the fair value report is indicative;
- that the distribution of the shares of U Consumer Finance S.A.E. to the shareholders of EFG Holding S.A.E. shall be executed via Misr for Central Clearing, Depository, and Registry (MCDR) and the EGX, in accordance with the steps and timelines stipulated in the Disclosure Report, which will be submitted to the FRA for ratification; and
 - the opening price and price limits for the first trading session of the shares of U Consumer Finance S.A.E. shall be determined based on the mechanism ratified by the EGX.
6. The Board approved 4Q2024 Audit and Risk Committees Reports for EFG Holding and its subsidiaries.
 7. The Board approved the Annual Corporate Governance Report 2024 issued by the Audit Committee and the Auditor's report thereon.
 8. The Board approved the Internal Audit Department's Standard Operational and Procedures Manual 2025, the Department's organizational chart and the IA Annual Plan for the year 2025.
 9. The Board approved the EFG Holding Group Information Security Policy.
 10. The Board approved the EFG Holding Information Risk Policy.
 11. The Board authorized the Chairperson to set the date as well as the agenda and invite the ordinary general assembly meeting.

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