



شركة أبو قير للأسمدة والصناعات الكيماوية

Alexandria, August 31, 2025

To: EGX
Disclosure Sector

Dear Sir,

Kindly find attached the following:-

Board of Directors' Annual Report Form attached to the Financial Statements (as Per Article (40) of Listing Rules) for the Fiscal Year Ended June 30, 2025.

Yours faithfully,

Head, Investor Relations
& Media Sector (IRO)


31-8-2025

Acc. Nervana Sabbah Oraby

الأسكندرية في: ٢٠٢٥/٨/٣١

السادة / البورصة المصرية
قطاع الأفصاح

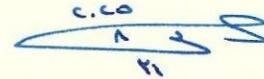
تحية طيبة وبعد،،،

نتشرف بأن نرفق لسيادتكم طيه:-

تقرير مجلس الإدارة السنوي المرفق بالقوائم المالية وفقاً لأحكام المادة (٤٠) من قواعد قيد وشطب الأوراق المالية بالبورصة المصرية، وذلك عن أعمال الشركة عن السنة المالية المنتهية في ٢٠٢٥/٦/٣٠.

وتفضلوا سيادتكم بقبول فائق الإحترام والتقدير،،،

رئيس قطاع علاقات المستثمرين والإعلام
(مسئول علاقات المستثمرين)



محاسبة/ نرفانا صباح عرابي



الشركة حاصلة على شهادات أيزو ٩٠٠١ - أيزو ١٤٠٠١ - أيزو ١٨٠٠١ - أيزو ٢٥٠٢٥



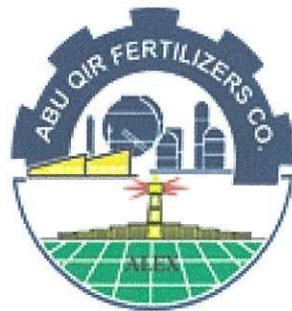
مكتب الأسكندرية: ٩٥ طريق ٢٦ يوليو - برج السلسلة
تليفون: ٣/٤٨٧٩٩١١ - ٣/٤٨٤٧٢٢٩
مكتب القاهرة: ٥ شارع شريف الصغير
تليفون وفاكس: ٢/٢٣٩٣٤١٧٦

تليفون: ٣/٥٦٠٣٠٥٣ (سبع خطوط)
فاكس الإدارة: ٣/٥٦٠٣٠٣٢
فاكس المشتريات: ٣/٥٦٠٣٠٤٦
فاكس التسويق: ٣/٥٦٠٣٠٤٧
E-mail:afc@abuqir.com

الإدارة والمصانع:
الطابية - خط رشيد - إسكندرية
كيس بريدي مخصص
الرقم البريدي: ٢١٩١١
www.abuqir.com



Abu Qir Fertilizers and Chemical Industries Co.



**Board of Directors Annual Report
Fiscal Year 2024 / 2025**



**Board of Directors' Annual Report Form
Attached to the Financial Statements
(As Per Article (40) of Listing Rules)**

The BOD annual report – presented to the general assembly – is prepared in accordance with the data mentioned in Annex 1 attached to Executive Regulation of Law 159 of year 1981 in addition to this form:

Company Name	Abu Qir Fertilizers & Chemical Industries Co.
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General Information:

Company Purpose	Manufacture all types of fertilizers, chemical materials, and other related or derivative substances, as well as those necessary for their production, packaging, purchase, and sale, both inside and outside the Arab Republic of Egypt.		
Duration of the Company	30 years from the date of registration in the commercial register, and renewed for another 30 years starting from July 20, 2006.		
Listing Date	September 12, 1994		
The law under which the company is incorporated	No.:159 Year: 1981	Stock Nominal Value	EGP 1.5
Authorized Capital (updated)	EGP 3000 million	Issued Capital (updated)	EGP 1893 million
Paid-in Capital (updated)	EGP 1893 million	Commercial Registry No. & Registration Date	No.: 87560 Date: July 20, 1976

Investor relations:

Investor Relations Officer	Accountant / Nervana Sabbah Oraby		
Head Office Address	El Tabia, Rasheed Road, Alexandria, EGYPT		
Telephone No.	+2 (03) 560 30 54	PO Box	21911
Website	www.abuqir.net		
E-mail	nervana.sabbah@abuqir.com		

Financial Auditor

Name	Hazem Hassan KPMG
Date of Appointment	OGM Resolution – September 2023
Listing No. in FRA Register	4200

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[Signature]



Shareholder's Structure and BOD's ownership on June 30, 2025

(a) Shareholders of 5% or more of company's' shares

Name	No. Owned Shares	Percentage of Ownership
Alpha Oryx Limited	271573655	21.52%
Saudi Egyptian Investment Company	257405245	20.40%
Egyptian General Petroleum Corporation	241153540	19.11%
Nasser Social Bank	74477970	5.90%
Holding Company for Chemical Industries	69055673	5.47%
Shareholders Employees Union	65000000	5.15%
Total	978666083	77.56%

(b) BOD's ownership in the company

Board Member Name	No. Owned Shares	Percentage of Ownership
-	-	-
Total	-	-

(c) Treasury stocks as of date of purchase

Date	Outstanding balance as of the last disclosure statement	Percentage%
-	-	-
Total	-	-

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Board of Directors

A) Current structure as of June 30, 2025

Name	Title	Entity Represented	Description
Eng. Hany Sayed Mohamed Dahy	Chairman & CEO	Experienced	Executive
Mr. Omar Mohamed Hassan Mehana	Board Member	Alpha Oryx Limited	Non-executive
Mr. Khalfan Saeed Mohamed AlQemzi	Board Member		Non-executive
Mr. Nasser Abdulaziz A Abanmi	Board Member	Saudi Egyptian Investment Company	Non-executive
Mr. Ahmad Khalil A Kordi	Board Member		Non-executive
Eng. Ebrahim Abulkader Mekky Mahgoub	Board Member	Egyptian General Petroleum Corporation	Non-executive
Acc. Amal Mohamed Hassan Ali Tantawy	Board Member		Non-executive
Mr. Ossama Elsayed Mohamed Khalil	Board Member	Nasser Social Bank	Non-executive
Acc. Emad Eldeen Moustafa Khaled	Board Member	Holding Company for Chemical Industries	Non-executive
Eng. Salah Eldin Elsayed Abd El Kerim	Board Member	Experienced	Non-executive
Ms. Salma Khalfan Salem Sahmi Alhajeri	Board Member	Independent	Non-executive
Ms. Huda Ali Redha Al Lawati	Board Member	Independent	Non-executive
Mr. Ahmed El-Yamani Abd El-Hay	Board Member	Employees & Shareholders Employees Union	Executive

All amendments during the Financial Year 2024 - 2025

- Nomination of Eng. Salah El-Din El-Sayed Abdel-Karim Awad as a member of the Company's Board of Directors, representing the Egyptian General Petroleum Corporation, in accordance with the resolution of the Company's Ordinary General Assembly in its meeting held on September 28, 2024 regarding the approval of changes to the Board of Directors' composition up to that date.
- Nomination of Mr. Osama El-Sayed Abdo Mohamed Khalil as a member of the Company's Board of Directors, representing Nasser Social Bank, in place of Dr. Mohamed Abdel Fadil Mohamed Helal, effective from November 04, 2024, pursuant to Board Notification Resolution No. (19), in the meeting held on November 07, 2024.
- Appointment of Eng. Hany Sayed Mohamed Dahy as Chairman of the Board of Directors and Chief Executive Officer, succeeding Eng. Abed Ezz El Regal Abdel Aal (may he rest in peace), in accordance with Board Resolution No. (83), during the emergency meeting held on March 27, 2025.
- Inclusion of Acc. Amal Mohamed Hassan Ali Tantawy as a member of the Company's Board of Directors, representing the Egyptian General Petroleum Corporation, pursuant to Board Resolution No. (115), in the meeting held on June 25, 2025.
- Amendment of the representation status of Eng. Salah El-Din El-Sayed Abdel-Karim Awad, from a representative of the Egyptian General Petroleum Corporation to an experienced member, pursuant to Board Resolution No. (115), in the meeting held on June 25, 2025.

B) Board of Directors Meeting

No. of meetings during the year	11
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Audit and Governance Committee:

A) Current structure as of June 30, 2025

Member Name	Entity Represented	Title
Mrs. Maha Marwan Abdullah Arafa	Independent	Chairman
Acc. Emad Eldeen Moustafa Khaled	Holding Company for Chemical Industries	Member
Mr. Omar Mohamed Hassan Mehana	Alpha Oryx Limited	Member
Mr. Nasser Abdulaziz A Abanmi	Saudi Egyptian Investment Company	Member
Ms. Salma Khalfan Salem Sahmi Alhajeri	Independent	Member
Ms. Huda Ali Redha Al Lawati	Independent	Member
Acc. Mohamed Abd El Moneim Mohamed	Deputy Head, Financial Affairs Sectors	Rapporteur

B) Audit committee's responsibilities, and the assigned tasks:

The Committee operates independently from the Company's management and submits its reports directly to the Board of Directors, including its proposals and recommendations, which are as follows:

- Reviewing the accounting policies used and providing its opinion and recommendations thereon.
- Reviewing the financial statements before their submission to the Board of Directors and providing its opinion and recommendations thereon.
- Studying the observations and recommendations of the auditors on the financial statements and others stated in the management letter received from the auditors and following up on the actions taken.
- Ensuring the company's compliance with internal and external policies, regulations, and laws, based on reports submitted by the relevant departments within the company.
- Reviewing the internal control system and preparing a written report with its opinion and recommendations thereon.
- Reviewing the audit plan of the external auditor and providing comments on it.
- Evaluating the performance, independence, experience, and competence of the external auditor and recommending to the Board of Directors the appointment of one or more auditors for the company and determining their fees.
- Recommending approval for the external auditor to undertake additional non-audit services and recommending approval of the related fees in proportion to their annual remuneration.
- Discussing the approval of the annual plan of the internal audit department, monitoring its effectiveness, and ensuring it covers all departments and activities of the company.
- Reviewing internal audit reports, identifying areas and causes of deficiencies in the company, if any, and following up on corrective actions.
- Reviewing and evaluating the information and data security system and the means of protecting it from any internal or external breaches.
- Reviewing observations and violations reported by regulatory bodies and following up on the actions taken in response.
- Inviting the external auditor, internal audit manager, or any person deemed appropriate from inside or outside the company to attend meetings whenever necessary.
- Reviewing the accounting treatment and disclosure of all investment transactions and ensuring their compliance with Egyptian accounting standards.

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C) Audit committee achievements during the year:

- No. of meetings during the year	11
- If the committee reports had been presented to the BOD?	Yes
- If the committee reports mention any substantive observations that should be addressed?	Yes
- If the BOD take actions to remedy the substantive observation?	Yes

Company Employees

Average no of employees during the year	2487
Average income of employees during year	EGP 883 thousands

Employee Stock Ownership Plan (ESOP) (For employees and managers-if any)

Total no. of shares available according to ESOP	None
Total no. of shares granted during the year	
No. of beneficiaries from ESOP	
Total no. of shares granted since the implementation of ESOP	
Owner of 5% or more of shares according to ESOP shares, or 1% of company's shares	

Violations and Actions Taken related to Capital market law and Listing rules

List of all actions taken either by FRA or the stock exchange against the company, its board of directors, or any of its managers during the year due to violations and breaches related to capital market law and its executive regulations, or listing rules. In addition, their reasons, procedures of addressing and avoiding repeating them in the future "if any".

Violations & Actions Taken related to Capital market law & Listing rules	None
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Transactions with relevant parties

Mention all commutative contracts entered into by the company with one of its founders or major shareholders and associated groups during the previous year, the value of each contract, its terms and details, and the date of prior approval of each contract by the General Assembly.

Contract Subject	Relevant Parties	Major Shareholder	Contract Value
Natural Gas Supply	GASCO	Egyptian General Petroleum Corporation	EGP 235 million

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The company's contributions in the field of community development and environmental preservation

1- Environmental Protection Activities

- Monitoring the installation and connection of the continuous self-monitoring device for the ZLD unit with the Environmental Affairs Agency.
- Collecting hazardous and non-recyclable medical waste and safely disposing of it through specialized companies.
- Collecting hazardous waste and used oil and reselling it to companies specialized in recycling this type of waste.
- Completing the procedures for installing sensors on boiler stacks and linking them to the Environmental Affairs Agency.
- Updating the emergency response plan for the marine pipeline based on the directives of the Environmental Affairs Agency, and obtaining official approval for the plan.

2- Sustainability Activities

- The Sustainability Report for fiscal years 2021 and 2022 has been issued.
- Data collection is underway to prepare the fourth Sustainability Report for the fiscal years 2023 and 2024.
- The company's Sustainability Award application file was completed and submitted to the Arab Fertilizer Association on June 30, 2025.

3- Corporate Social Responsibility (CSR) Activities

- CSR contributions are divided into several key areas, including:
 - Supply the Ministry of Agriculture with approximately 17 million fertilizer bags during the year.
 - **Health Sector:**
 - Providing medical equipment and supplies to Alexandria hospitals.
 - Covering medical treatment costs for underprivileged residents of surrounding areas.
 - Donating medical devices and medications to the Egyptian Red Crescent.
 - Supporting the Regional Blood Transfusion Center by providing essential medical supplies.
 - Providing support to Baheya Cancer Hospital.
 - **Education Sector:**
 - Paying school and university tuition fees for financially underprivileged students in surrounding areas.
 - Sponsoring ceremony to honor top-performing students.
 - Conducting routine maintenance for the Fertilizer School Complex.
 - Donating clothing and food to El-Nour School for the Blind.
 - Supporting the Faculty of Science in Moharam Bek area to repair its main staircase.
 - Training university students and celebrated the academic achievements of employees' children.
 - **Infrastructure Sector:**
 - Road repairs and paving from the Air Defense College to the Naval Academy, in collaboration with Alexandria Fertilizer Company and Al-Montaza district authorities.
 - Financing Idku road project in Beheira Governorate.
 - Funding the construction of a pedestrian bridge between Rakta crossing and the residential city.
 - Participating with Alexandria Company in paving and widening the road linking Mahmoudia Axis to Al-Ameyya Road.

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○ **Livelihood Improvement:**

- Upgrading homes in the villages of Abu Masoud, Halab, and Khaled Ibn Al-Walid in El-Amiriya, in cooperation with EGPC and Orman Charity Association.
- Distributing food packages to neighboring communities through local charities during Ramadan.
- Providing support to widows of employees not eligible for supplementary pensions.
- Supporting the Houd 6 Clinic with the supply of rebar and cement.
- Assisting the Retirees' Association for former Abu Qir Fertilizer Company employees facing difficult conditions.
- Conducting field visits to neighboring communities to identify the most in-need area for establishing a biogas generation project.
- Supporting Zohour Al-Hayat Association for Orphans with Special Needs by contributing to the installation of fire hose piping in the association's facilities.

The Board of Directors' Report prepared for presentation to the Company's General Assembly

1- The overall status of the company and the outcome of the business and its future plans.

	EGP million	
	FY 2024/2025	FY 2023/2024
Revenues	22916	18528
Net Profit after tax	9353	13477

2- Proposed profits to be distributed to the shareholders.

Proposed Dividend	EGP 5.00 / share
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3- Proposals for transfer of profits to provisions.

Proposals for transfer of profits to provisions	None
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4- The main activities of the company and its affiliates and any changes in ownership of affiliates during the year.

Manufacturing all types of nitrogen-based fertilizers and chemical substances, particularly chemical fertilizers, as well as related, derivative, or necessary materials for their production, packaging, purchasing, selling, and trading.

5- Present value of assets – if the book value is significantly different from the current market value.

	EGP million	
	30/06/2025	30/06/2024
Present value of assets	42219	42329



6- The percentage of business size and net profit or loss distributed across the company's main activities.

Net Profit	EGP million				
	Abu Qir (1)	Abu Qir (2)	Abu Qir (3)	Others	Total
FY 2024/2025	2863	77	3578	2835	9353
FY 2023/2024	2082	60	2835	8500	13477

7- Volume of exports.

	000's tons	
	FY 2024/2025	FY 2023/2024
Prilled Urea	380	462
Ammonium Nitrate	1.4	0
Granular Urea	461	572
Ammonia	8	33

8- Statement of Voluntary contributions.

	EGP thousand	
	FY 2024/2025	FY 2023/2024
Donation	33136	22407

These contributions are directed to government and local authorities, hospitals under governmental supervision, registered NGOs, educational institutions and scientific research organizations, individuals, and others.

9- Statement of shares and bonds issued during the year.

Shares and bonds issued during the year	None
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Engineer Hany Daly
Chairman & CEO
(Company's Legal Representative)

31 /08 /2025