



Invitation to the Ordinary General Assembly of Telecom Egypt S.A.E

FIRST NOTICE

Scheduled to be held on Tuesday, March 28, 2023

The Board of Directors of Telecom Egypt S.A.E. is pleased to invite the company's shareholders to the Ordinary General Assembly Meeting (first meeting). The meeting is scheduled to be held at 8am on Tuesday, March 28, 2023, at Telecom Egypt's headquarters located at Smart Village, 28 km, Cairo-Alexandria desert road, Giza.

In accordance with Decree No.160, issued on 18 March 2020, by the CEO of the General Authority for Investments and Free Zone, the general assembly meetings and participation thereat shall take place virtually (audio and video) through the [E-Magles platform](#) (without the usual physical attendance). The shareholders will be able to vote electronically on the Agenda items and attend the meeting virtually, which will be deemed actual attendance. Attendees are required to register and provide their data using the following link: rebrand.ly/TelecomEgypt

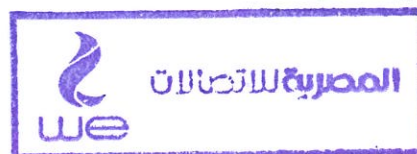


In the event that the requisite legal quorum for validity of the first meeting is not met, the Ordinary General Assembly Meeting shall convene for a second meeting at 8am on Wednesday, March 29, 2023 at the same location using the aforementioned link. The second meeting shall be valid regardless of the number of shares represented in the meeting.

The Agenda items are as follows:

1. Approve the Board of Directors' Report on the company's activities during the financial year ended December 31, 2022
2. Approve the Auditors' Report on the financial statements for the financial year ended December 31, 2022
3. Presentation of the Corporate Governance Report for the year ended December 31, 2022
4. Ratify the company's financial statements for the financial year ended December 31, 2022
5. Approve the auditor appointed to audit the company's consolidated financial statements as of December 31, 2022 in accordance with the international financial reporting standards (IFRS)

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6. Approve the appointment of the company's auditor for the financial year ending December 31, 2023, and determine the fees
7. Approve compensation for the auditor for his fees for the financial year ended December 31, 2022
8. Approve the changes in the composition of the company's Board of Directors during 2022
9. Approve the discharge of Board members from all liabilities related to the activities during the financial year ended December 31, 2022
10. Authorize the Board of Directors to grant donations within the corporate social responsibility framework during the period from the date of the Ordinary General Assembly that will be held to approve the financial statements for the financial year 2022 until the date of the Ordinary General Assembly that will be held to approve the financial statements for the year 2023, and approve what has been disbursed
11. Determine the attendance allowance of the Board members for the financial year ending December 31, 2023
12. Approve the compensatory contracts with related parties including, but not limited to, the company's shareholders or Board members, if any, and authorize the Board of Directors to execute and approve such compensatory contracts with them during the financial year 2023
13. Approve the proposed dividends for the financial year ended December 31, 2022

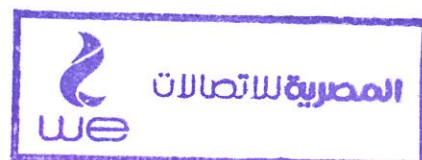
Shareholders are kindly requested to submit the following details using the aforementioned link: (i) full name (four names); (ii) a copy of the national ID/passport; (iii) mobile number; (iv) email address; (v) shares freezing certificate (issued at least three days prior to the meeting date and stating that the shares will be frozen until the Ordinary General Assembly meeting is adjourned); (vi) the standard exchange code; and (vii) a written delegation for attendance and voting (for representatives of legal entities). **Registration will be open as from the date of the invitation up until March 27, 2023.** After authenticating the submitted data, login credentials will be sent to each shareholder via text message and email to be used for the electronic voting process.

Please keep in mind that after entering the requested data, **e-voting** on agenda items **will be available beginning Tuesday, March 21, 2023** and continuing until the meeting is adjourned.

We draw the shareholders' attention to the following:

The Ordinary General Assembly Meeting shall not be valid unless attended by a number of shareholders representing 50% of the Company's share capital.

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- Each shareholder (natural person) shall be entitled to attend the Ordinary General Assembly Meeting either in person or by delegating another shareholder who is not a Board member. To be valid, the proxy must be issued by means of a written authenticated power of attorney and the representative must be a shareholder. A shareholder may not represent by proxy in the Ordinary General Assembly Meeting a number of votes exceeding ten percent (10%) of the nominal shares of the company's share capital or twenty percent (20%) of the shares represented in the meeting.
- Each shareholder (legal entity) shall be entitled to attend the Ordinary General Assembly Meeting either in person (through the attendance of its legal representative as under a legalized commercial register) or by delegating a representative—other than its representative on the Board of Directors—to attend the General Assembly Meeting on its behalf. I.e. to be valid, a proxy must be presented under a written authenticated delegation letter or power of attorney from an accredited notary, while observing Article 239 of the Executive Regulations of the Companies Law No. 159 of 1981, which states that the legal entity's representative at the Board may not be such representatives at the General Assembly Meeting.
- Each shareholder seeking to attend the General Assembly Meeting must present a certified statement issued by the custodian of its shares demonstrating that such shares are frozen until the conclusion of the General Assembly Meeting. This certification must be provided at least three days before the Ordinary General Assembly's convening date.
- Any questions related to the agenda presented to the Ordinary General Assembly must be submitted through the aforementioned website (www.E-Magles.com) and any questions related to registration should be sent to investor.relations@te.eg at least three days before the General Assembly Meeting convenes, in compliance with Article 224 of the Executive Regulations of Law No. 159 of 1981.
- Deliberations at the Ordinary General Assembly Meeting shall be limited to the items on the agenda.
- Attendance of the Ordinary General Assembly Meeting is limited to the shareholders, the shareholder who will vote using e-voting is not entitled to use the proxy right, as e-voting is entitled only through the owner shareholder.
- The documents prepared for the shareholders before the Ordinary General Assembly Meeting, in accordance with the provisions of Law No. 159 of 1981 and its executive regulations, are available on the aforementioned website (www.E-Magles.com) and at the company's headquarters located in K 28 – Cairo Alexandria Desert Road, Smart Village, Building B7, during the official working hours. They can also be obtained by sending an email to investor.relations@te.eg.

Chairman

Dr. Magued Osman

