

Cairo, May 25, 2023

(Translated from Arabic)  
**Invitation to attend the Annual General Assembly**  
**Industrial Engineering Co. for Construction and Development ("ICON") S.A.E**  
**An Egyptian joint stock company with authorized capital of EGP 1.5 billion, and issued and paid-in capital of EGP 485 million, registered under no. 182224 at Commercial Registry of Cairo.**

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The Chairman of the Board kindly invites its shareholders to attend the company's annual general assembly, which will be held at plot 46, the Industrial Zone, Wadi Houf, Helwan, Cairo, and through remote participation and e-voting at 2:30 pm CLT on Tuesday June 20, 2023.

The shareholders who wish to attend and vote remotely to use the following link or scan QR code:

<https://rebrand.ly/iconegypt>

Or via the following email:

[i.r@iconegypt.com](mailto:i.r@iconegypt.com)



In order to consider the following agenda:

1. Approve the Board of Directors report on the company's activities for the fiscal year ended 31/12/2022.
2. Approve the auditor's report on the financial statements for the fiscal year ended 31/12/2022.
3. Ratify the financial statements for the fiscal year ended 31/12/2022.
4. Approve the corporate governance report for the fiscal year ended 31/12/2022 and the auditor's report on it.
5. Approving the dividend distribution project for the fiscal year ended 31/12/2022.
6. Ratification of all decisions of the Board of Directors during the year 2022.
7. Discharge the Chairman and members of the Board from all liabilities with regard to the company's activities during the fiscal year 2022.
8. Election of the Board of Directors to a new legal term (2023-2026) and Determine the signature authorities of the Chairman of the Board of Directors and the Chief Executives Officer.
9. Approval of dealing with associated companies.
10. Determine the Board of Directors' remunerations, attendance, and travel allowances for the fiscal year 2023.
11. Authorizing the Board of Directors to conclude and sign related parties contracts.
12. Authorizing the Board of Directors to donate and its limits during the fiscal year 2023.
13. Appointing the company's auditors for the fiscal year 2023 and determine their fees.



Industrial Engineering Co. for Construction & Development

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**In this respect, please note the following:**

**First:** Each shareholder has the right to attend the meeting in person or to delegate another shareholder (who is not a member of the Board of Directors) with a special written proxy.

**Second:** Shareholders willing to attend the meeting of the assembly must freeze their shares with the custodians at least three working days before the meeting and submit a statement of their shares deposited with the custodian, emphasizing in it that the balance of the deposited shares has been temporarily reserved for the purpose of attending the assembly, and the shares remain frozen until the end of the assembly.

**Third:** Elections for membership of the Board of Directors will be held by the cumulative voting system, taking into account the representation of the female element in the formation of the Board. Nominees running for Board seats are required to submit the following documents: (i) an application for nomination; (ii) the candidate's resume; (iii) shares freezing certificate (for shareholders); (iv) copy of the personal identification for natural persons or a copy of the commercial register (after reviewing the original) and the letter of nomination of the legal entities. Final date for accepting applications for candidacy is Thursday June 8<sup>th</sup>, 2023, and the final list of candidates will be available to any shareholder for review at the company's headquarters five working days prior to the general assembly meeting date.

**Fourth:** The shareholders who wish to attend and vote remotely in the company's general assembly meeting are kindly requested to submit the following data/documents: (i) copy of personal identification/passport (for natural persons), commercial registry and letter of nomination (for legal entities); (ii) mobile number; (iii) an email address; (iv) shares freezing certificates (issued at least three days prior to the meeting date and stating that the shares will be frozen until the end of the general assembly. After the shareholder completes all the above procedures, the company will send the electronic link for remote voting by e-mail and/or mobile SMS to the shareholder's mobile number before the meeting so that the shareholder can vote. Shareholders' participation through the electronic link for remote voting is considered an actual presence according to Article 240 bis of the Law No. 159 of 1981 with regard to remote voting.

**Fifth:** It is required to submit any questions related to the agenda items through the e-voting platform or by registered mail at least three days prior to the general assembly.

**Sixth:** All the data contained in Articles 218, 219, 220, and 221 of the executive regulations of Law 159/1981 are available to any shareholder for viewing at the company's headquarters.

**Seventh:** The meeting shall be considered valid upon the attendance or representation of at least 25% of the company's total outstanding. In the event that the legal quorum for the first meeting is not met, the assembly will convene in a second meeting on Tuesday, 06/27/2023 in the same place, at 2:30 pm CLT, and with the same e-voting platform, and will be valid irrespective of the percentage of shares represented thereat.

Looking forward for your participation in the upcoming annual general meeting.

Arafat Sakr  
Chairman of the Board



**Head Office**

**Alex. Office**