

Nomination and Remuneration Committee

According to meeting of the Board of Directors held on Thursday, 02 November 2017, It was decided to organize the Nomination and Remuneration Committee according to Article (7) of the rules of listing on the Egyptian Stock Exchange and according to (EFSA) Board of Directors decision no. 84 for the year 2017 dated 26 July 2017 and the Egyptian Corporate Governance Code:

Members of Nomination and Remuneration Committee:

Alaa El Din Lotfy Ahmed Samaha	Head – Non-executive – Independent
Mohamed Essam El Din Al Sayed Ghorab	Member – Non-executive – Independent
Omar Mansour Abd El Maguid Amer	Member – Non-executive

Role and Responsibilities of Nomination and Remuneration Committee:

- Review regularly and continuously the appropriate skills needed for membership in Board of Directors and top management positions and draw up statement of the qualifications required under the succession plan
- Define the responsibilities of executive , non-executive and independent members of the Board and delineate the job descriptions of senior executive management in the organization
- Check, on an ongoing basis, the independence of independent directors, and ensure that there is no conflict of interests, Should a member join membership of a Board of Directors of another company.
- Propose clear policies of remuneration and the compensation of the directors of the Board, committee members and the senior executives in the company; adopt performance – based criteria in determining such compensation; and regularly review such policies every year, after conducting the necessary studies and survey on remuneration packages
- Prepare a detailed annual report to be submitted to the General Assembly on all remuneration, benefits, advantages received by the members of the Board and top management.
- Develop and follow-up the claw back policy for directors of the Board, committee members and senior executives, in the event of malfeasance or embezzlement of the company's property.

Translated from the Arabic Language. In case of discrepancy the Arabic version supersedes.

Signature



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