

**PIONEERS PROPERTIES FOR URBAN
DEVELOPMENT COMPANY - PRE GROUP (S.A.E.)
SEPARATE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025
TOGETHER WITH AUDIT REPORT**

Pioneers Properties for Urban Development Company - PRE Group (S.A.E.)

Separate Financial Statements For The Year Ended 31 December 2025

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Translation Of Review report
Originally Issued in Arabic

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Audit Report on Separate Financial Statements

TO THE SHAREHOLDERS of Pioneers Properties For Urban Development Company (S.A.E.)

Report on Financial Statements

We have audited the accompanying separate financial statements of **Pioneers Properties For Urban Development Company (S.A.E.)** represented in the separate Financial Position as of 31 December 2025, and the related separate statements of profit or loss, comprehensive income, changes in shareholders equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

These financial statements are the responsibility of the Company's Management, as Management is responsible for the preparation and fair presentation of the financial statements in accordance with Egyptian Accounting Standards and applicable Egyptian laws. Management responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. This responsibility also includes selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these separate financial statements based on our audit. We conducted our audit in accordance with Egyptian Standards on Auditing and applicable Egyptian laws. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's professional judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on these financial statements.

Opinion


In our opinion, the separate financial statements referred to above, give a true and fair view, in all material respects, of the separate financial position of **Pioneers Properties for Urban Development Company (S.A.E.)**, as of 31 December 2025 and of its separate financial performance and its cash flows for the year then ended in accordance with Egyptian Accounting Standards and the related applicable Egyptian laws and regulations.

Report on Other Legal and Regulatory Requirements

The Company maintains proper accounting records that comply with the laws and the Company's articles of association and the financial statements agree with the Company's records.

The financial information included in the General managers' Report, prepared in accordance with Law No. 159 of 1981 and its executive regulation, agrees with the books of the Company insofar as such information is recorded therein

Cairo: 2 April 2026

Auditor
Mohamed Ahmed Abu El Kassim

Auditing Tax Advisory & Financial Services
37, Street 200, Maadi
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EFSAR (359)

United For Auditing and Tax
(UHY United)

MEMBER OF THE
FORUM OF FIRMS

SEPARATE STATEMENT OF FINANCIAL POSITION
AS OF 31 DECEMBER 2025

	Notes	31 December 2025 EGP	31 December 2024 EGP
ASSETS			
NON-CURRENT ASSETS			
Fixed assets	(3)	12,732,974	13,633,847
Investments in subsidiaries	(4)	6,549,994,734	5,967,610,297
Paid under the capital increase of subsidiary		-	6,522,302
Investment properties	(5)	52,096,170	54,930,153
Right-of-use assets	(18-1)	12,353,093	14,475,164
Deferred tax – asset	(14)	151,668,493	117,087,094
TOTAL NON-CURRENT ASSETS		6,778,845,464	6,174,258,857
CURRENT ASSETS			
Investments at fair value through profit or loss	(6)	367,491	265,582
Due from related parties	(7-1)	374,666,831	949,756,626
Prepayments and other debit balances	(8)	18,878,230	12,734,861
Financial assets at amortized cost - current	(9)	-	117,630,425
Cash on hand and at banks	(10)	1,902,232	2,180,272
TOTAL CURRENT ASSETS		395,814,784	1,082,567,766
TOTAL ASSETS		7,174,660,248	7,256,826,623
EQUITY AND LIABILITIES			
EQUITY			
Capital Issued and Paid	(11)	4,712,175,720	4,746,623,220
Treasury Stocks	(11)	(33,432,867)	(111,280,771)
Legal reserve		29,109,729	104,716
Retained earnings		1,183,611,840	705,292,337
Profit for the year		358,018,060	580,100,251
TOTAL EQUITY		6,249,482,482	5,920,839,753
LIABILITIES			
NON-CURRENT LIABILITIES			
Non-current portion of lease liabilities	(18-2)	65,270,411	96,029,885
TOTAL NON-CURRENT LIABILITIES		65,270,411	96,029,885
CURRENT LIABILITIES			
Credit facilities	(12)	294,473,491	1,016,424,729
Current portion of lease liabilities	(18-2)	32,086,973	23,426,936
Due to related parties	(7-2)	417,402,048	116,217,393
Tax liabilities		37,033,583	24,194,367
Accruals and other credit balances	(13)	78,911,260	59,693,560
TOTAL CURRENT LIABILITIES		859,907,355	1,239,956,985
TOTAL LIABILITIES		925,177,766	1,335,986,870
TOTAL LIABILITIES AND EQUITY		7,174,660,248	7,256,826,623

Group Chief Financial Officer

Mohamed Mostafa Abdelaziz



Chief Executive Officer

Walid Mohamed Zaki

- The accompanying notes from (1) to (26) are an integral part of these separate financial statements.
- Audit Report "attached".

SEPARATE STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2025

	31 December 2025	31 December 2024
	EGP	EGP
Profit for the year	358,018,060	580,100,251
Items related to other comprehensive income		
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>358,018,060</u>	<u>580,100,251</u>

Pioneers Properties For Urban Development Company – PRE Group (S.A.E.)

Translation Of Financial Statements
Originally Issued in Arabic

**SEPARATE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025**

	Paid up Capital	Treasury Stocks	General reserve	Legal reserve	Share based payments reserve	Splitting process adjustments	Retained earnings	Profit for the year	Total
	EGP	EGP	EGP	EGP		EGP	EGP	EGP	EGP
Balances as of 1 January 2025	4,746,623,220	(111,280,771)	-	104,716	-	-	705,292,337	580,100,251	5,920,839,753
Transferred to legal reserved and Retained earnings	-	-	-	29,005,013	-	-	551,095,238	(580,100,251)	-
Adjustments on Retained earnings - subsidiaries	-	-	-	-	-	-	103,674,705	-	103,674,705
Treasury stocks purchase	-	(50,485,430)	-	-	-	-	-	-	(50,485,430)
Dividend distributions for the year 2024	-	-	-	-	-	-	(82,564,606)	-	(82,564,606)
treasury stocks Retired	(34,447,500)	23,909,233	-	-	-	-	10,538,267	-	-
Sale of treasury stocks	-	104,424,101	-	-	(111,344,518)	-	6,920,417	-	-
Exercise of Share based payments reserve	-	-	-	-	111,344,518	-	(111,344,518)	-	-
Profit for the year	-	-	-	-	-	-	-	358,018,060	358,018,060
Balance as of 31 December 2025	4,712,175,720	(33,432,867)	-	29,109,729	-	-	1,183,611,840	358,018,060	6,249,482,482
Balances as of 1 January 2024	4,746,623,220	-	5,653,980	104,716	-	124,031,553	(114,423,465)	(26,560,652)	4,735,429,352
Adjustments	-	-	-	-	-	-	(1,297,988,088)	186,088,049	(1,111,900,039)
Balances as of 1 January 2024	4,746,623,220	-	5,653,980	104,716	-	124,031,553	(1,412,411,553)	159,527,397	3,623,529,313
Transferred to (Accumulated losses)	-	-	(5,653,980)	-	-	(124,031,553)	289,212,930	(159,527,397)	-
Adjustments to (Accumulated losses)	-	-	-	-	-	-	(114,724,201)	-	(114,724,201)
Adjustments to (Accumulated losses) of subsidiaries	-	-	-	-	-	-	1,943,215,161	-	1,943,215,161
Treasury stocks purchase	-	(111,280,771)	-	-	-	-	-	-	(111,280,771)
Profit for the year	-	-	-	-	-	-	-	580,100,251	580,100,251
Balance as of 31 December 2024	4,746,623,220	(111,280,771)	-	104,716	-	-	705,292,337	580,100,251	5,920,839,753

- The accompanying notes from (1) to (26) are an integral part of these separate financial statements.

**SEPARATE STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025**

	Note	31 December 2025 EGP	31 December 2024 EGP
Cash flows from operating activities			
Profit for the year before income taxes		324,899,755	510,907,275
Depreciation of fixed assets	(3)	2,553,862	2,330,179
Depreciation of investment properties	(5)	2,833,983	3,238,837
Amortization of right-of-use assets	(18-1)	2,839,835	2,600,580
Reversal / expected credit (loss) in due from related parties balance	(7-1)	(3,055,104)	4,391,188
Investments at fair value through profit or loss valuation difference	(15)	(101,909)	13,811
Gain on sale of investments in financial instruments - not listed on the stock exchange	(15)	-	(283,908)
Gain on sale of investments in financial instruments - listed on the stock exchange	(15)	1,292,091	209,849,689
Dividends distributed from Investments at fair value through profit or loss	(15)	(11,508)	(2,912)
Profit shares from subsidiaries	(15)	(478,488,453)	(1,031,434,538)
Return on Financial assets at amortized cost	(9)	(7,312,594)	(11,089,627)
Finance cost		92,705,273	234,949,417
Finance income		(1,087,732)	(869,153)
Operating (losses) before changes in working capital		(62,932,501)	(75,399,162)
Changes in due from related parties		578,144,899	(403,034,874)
Changes in prepayments and other debit balances		(6,143,369)	(5,012,821)
Changes in due to related parties		301,184,655	20,514,577
Changes in tax liabilities		12,839,216	14,038,107
Changes in accruals and other credit balances		19,217,700	27,425,111
Tax on dividends paid during the year		(575)	(151)
Net cash flows provided from (used in) operating activities		842,310,025	(421,469,213)
Cash flows from investing activities			
(Payments to) acquire fixed assets	(3)	(1,652,989)	(870,550)
Proceeds from capital increase - subsidiaries	(4)	-	895,467,833
Proceeds from / (Payments in) investments in treasury bills		123,480,500	(13,442,513)
Proceeds from sale / (Payments in) purchase investments in subsidiaries		5,008,932	(122,290,016)
Coupons received		11,508	2,912
Finance income received		1,087,732	869,153
Net cash flow provided from investing activities		127,935,683	759,736,819
Cash flows from financing activities			
(Payments in) credit facilities		(721,951,238)	(57,446,230)
(Payments in) / Proceeds from lease liabilities		(22,817,201)	41,738,340
(Payments in) purchase treasury stocks	(11)	(50,485,430)	(111,280,771)
(Payments in) long-term loans		-	(2,500,000)
Dividend distributions paid		(82,564,606)	
Finance cost paid		(92,705,273)	(234,402,413)
Net cash flows (used in) financing activities		(970,523,748)	(363,891,074)
Net changes in cash and cash equivalent during the year		(278,040)	(25,623,468)
Cash and cash equivalent – beginning of the year	(10)	2,180,272	27,516,200
Foreign exchange differences related to cash and cash equivalent		-	287,540
Cash and cash equivalent – end of the year	(10)	1,902,232	2,180,272

- The accompanying notes from (1) to (26) are an integral part of these separate financial statements.

1- Background

Pioneers Properties for Urban Development Company (S.A.E.) was established in accordance with Law No. (159) for the year 1981 as a result of the splitting of Aspire Capital Holding Company for Financial Investments (S.A.E) (previously - Pioneers Holding Company for Financial Investments) in according to Law No. (159) of 1981 and without violating Article (27) of the Capital Market Law No. (95) for the year 1992 and Article (121) and Article (122) of the Executive regulations.

The main purpose of the Company is to invest in real estate activities share and contribute, directly and indirectly in all areas of real estate investments, contracting and real estate development activities and the Company may have an interest or participate in any way with companies and others that carry out similar businesses or that may assist it in achieving its purpose in Egypt or abroad. It may also merge with, buy, or join the mentioned parties in accordance with the provisions of the law and its executive regulations.

The Company was registered in the Commercial Register under No. 172104 - Cairo on 8 September 2021.

The Company was listed on the stock exchange on 10 October 2021.

The Company's duration is 25 years, starting on 8 September 2021.

The separate financial statements for the year ended 31 December 2025 were approved by the Board of Directors resolution on 2 April 2026.

2- Significant Accounting Policies

2-1 Basis of preparation the financial statements

The separate financial statements have been prepared under the going concern assumption on a historical cost basis, except for financial assets and Investments at fair value through profit or loss, and Investments at fair value through comprehensive income measured at fair value.

Statement of compliance

The separate financial statements of the Company have been prepared in accordance with the Egyptian Accounting Standards and the applicable laws and regulations.

Changes in accounting policies

Accounting policies applied this year is the same as in the previous years.

2-2 Lease contracts

Contract is defined to be (or include) a lease contract based on its contents, The contract is a lease contact or include a lease contract if it transfers the control over the use of the asset described for a year for a price.

At the commencement of the contract, lease is classified as a financial lease or operating lease; where the contract is classified as a financial lease if it transfers in a material respect mostly all the risks and rewards from owning the contractual asset and classified as an operating lease if it doesn't transfer in a material respect mostly all the risks and rewards from owning the contractual asset.

At the commencement of the contract, asset is measured (right of use) at cost, where cost includes all initiation costs incurred to prepare the asset to the condition required as per the contract.

The lease liability is measured by the fair value of the unpaid lease payments at the date, deducting the lease payments using the imbedded interest in the contract, if it can be easily measured, or using interest on extra lending for the lessor if it can't be measured, in addition to any other variable payments, expected payments, and price for the right of purchasing the asset, according to the contract.

Interest on lease payments, or any variable payments not included in the measurement of the lease liability is included in the statement of profits or losses.

2- Significant Accounting Policies (Cont'd)

2-2 Lease contracts (Cont'd)

If the lease contract transfers the ownership of the asset, or the asset cost reflects the right of purchasing the asset, the asset is amortized over its useful life (right of use), and except for that, the asset is amortized (right of use) starting from the contract commencing date till its useful life (right of use) or the end of the contract date, whichever is shorter.

The Company assesses at each reporting date whether there is an indication that asset may be impaired, Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount, impairment loss is recognized in the statement of profits or losses.

A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized, The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of amortization, had no impairment loss been recognized for the asset in prior years, such reversal is recognized in the statement of profits or losses.

2-3 Foreign currency translation

- The financial statements are prepared and presented in Egyptian pound, which is the Company's functional currency.
- Transactions in currencies other than Egyptian pound are initially recorded using the prevailing exchange rates on the transaction date.
- Monetary assets and liabilities denominated in currencies other than Egyptian pound are retranslated using the exchange rate at the statement of financial position date, all differences are recognized in the statement of profit or loss.
- Nonmonetary items that are measured at historical cost in currencies other than Egyptian pound are translated using the exchange rates prevailing at the date of the initial recognition.
- Nonmonetary items measured at fair value in currencies other than Egyptian pound are translated using the exchange rates prevailing at the date when the fair value is determined.

2-4 Fixed assets

Fixed assets are stated at historical cost net of accumulated depreciation and accumulated impairment losses, Such cost includes the cost of replacing part of the Fixed assets when the cost is incurred, if the recognition criteria are met, likewise, when a major improvement is performed, its cost is recognized in the carrying amount of the Fixed assets as a replacement if the recognition criteria are satisfied, all other repair and maintenance costs are recognized in the statement of profit or loss as incurred.

Depreciation of an asset begins when it is in the location and condition necessary for it to be capable of operating in the manner intended by management, and is computed using the straight-line method according to the estimated useful life of the assets as follows:

	Years
Computers	8
Furniture	16.7
Leasehold Improvements	As per contract term
Electric Devices	5-8
Vehicles	5-4
Telecommunications Equipment	8
Decorations	10-5
Machinery and Equipment	10

Fixed assets are derecognized upon disposal or when no future economic benefits are expected from its use or disposal, any gain or loss arising on derecognizing of the asset is included in the statement of profit or loss when the asset is derecognized. The assets residual values, useful lives and methods of depreciation are reviewed at each financial year.

The Company assesses at each reporting date whether there is an indication that Fixed assets may be impaired, Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount, impairment loss is recognized in the statement of profit or loss.

2- Significant Accounting Policies (Cont'd)

2-4 Fixed assets (Cont'd)

A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized, The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years, Such reversal is recognized in the statement of profit or loss.

2-5 Investments

Investments in subsidiaries

Investments in subsidiaries are investments in entities which the company has control, Control is presumed to exist when the parent has direct or indirect control through subsidiaries on the investee having the power to control the financial and operating policies of the company to benefit from its operations, unless, in exceptional circumstances, it can be clearly demonstrated that this is not the case.

Investments in subsidiaries are accounted for using the equity method and according to the equity method the investment in any subsidiary company is recognized initially at cost. Then the investment balance is increased or decreased to prove the company's share in the investee company profit or loss among the company's profit or loss, the investment balance is decreased by dividends value acquired from the investee company.

Investments at fair value through profit or loss

Investments at fair value through profit or loss are financial assets classified according to fair value model, as either held for trading acquired for the purpose of selling in the near term or financial assets designated upon initial recognition at fair value through profit or loss.

Investments at fair value through profit and loss are initially recognized at fair value.

Investments at fair value through profit and loss are carried in the financial position at fair value with gains or losses recognized in the statement of profit or loss.

Gains or losses from sale of an investments at fair value through profit or loss shall be recognized in the statement of profit or loss.

2-6 Accounts receivable and other debit balances

Accounts and other receivables are stated at original invoice amount net of any impairment losses.

Impairment losses are measured as the difference between the accounts and other receivables carrying amount and the present value of estimated future cash flows, The impairment loss is recognized in the statement of profit or loss, reversal of impairment is recognized in the statement of profit or loss in the year in which it occurs.

2-7 Legal reserve

According to the Company's articles of association, 5% of the profits are transferred to the legal reserve until this reserve reaches 50 % of the capital, the reserve is used upon a decision from the general assembly meeting according to board of directors' suggestion.

2-8 Projects under construction

Projects under construction represent the amounts that are incurred for the purpose of constructing or purchasing assets until it is ready to be used in the operation, upon which it is transferred to relevant asset category. Projects under construction are valued at cost less decline in value.

2-9 Investment properties

Investment properties held to generate rent or for value appreciation, or both, is initially recognized at cost, Cost includes purchase price, or construction cost, and any related direct expenses, After the initial recognition, Investment properties are measured at cost after deducting the accumulated depreciation and any impairment in value, Depreciation is calculated using straight-line method according to the useful life of the asset.

2- Significant Accounting Policies (Cont'd)

2-10 Accounts payable and other credit balances

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

2-11 Income taxes

Income tax is calculated in accordance with the Egyptian tax law.

Current income tax

Current income tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the tax authority.

Deferred income tax

Deferred income tax is recognized using the liability method on temporary differences between the amount attributed to an asset or liability for tax purposes (tax base) and its carrying amount in the statement of financial position (accounting base) using the applicable tax rate.

Deferred tax asset is recognized when it is probable that the asset can be utilized to reduce future taxable profits and the asset is reduced by the portion that will not create future benefit.

Current and deferred tax shall be recognized as income or an expense and included in the statement of income for the year, except to the extent that the tax arises from a transaction or an event which is recognized, in the same year or a different year, directly in equity.

2-12 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, Revenue is measured at the fair value of the consideration received, excluding discounts and rebates.

• Revenue from contracts with customers

An Egyptian standard no.48 revenue from contract with customers set out five step model to be applied as follow:

Step one: Identify the contract (contracts) with the customer. A contract is an agreement between two parties or more creates enforceable rights or obligations A company applies the revenue guidance to contracts with customers.

Step two: Identify the separate performance obligations in the contract. A performance obligation is a promise in a contract to provide a product or service to a customer.

Step nine: Determine the transaction price. The transaction price is the amount of consideration that a company expects to receive from a customer in exchange for transferring goods and services, except the amount that collect on behalf of third parties.

Step Four: Allocate the transaction price to the separate performance obligations. If more than one performance obligation exists in a contract, allocate the transaction price based on relative standalone selling prices.

Step five: Recognize revenue: when the company satisfies its performance obligation.

Companies satisfy performance obligations and recognize revenue over a year of time if one of the following criteria is met.

- a. The customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs.
- b. The entity's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.
- c. The entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

If an entity does not satisfy its performance obligation over time according to previous conditions, the entity will recognize revenue at point in time when performance obligation is satisfied.

2- Significant Accounting Policies (Cont'd)

2-12 Revenue recognition (Cont'd)

The following specific recognition criteria must also be met before revenue is recognized:

- **Contracting revenue**

Revenues from construction contracts include the initial value of each construction contract in addition to order changes, incentives, or subsequent claims, provided that sufficient expectation exists for the realization of that value and the reliability of its estimate.

Where the results of the contract can be reliably estimated, revenues from construction contracts are recognized in accordance with the percentage of completion method according to the nature of the contract as follows:

- Long-term contracts: The percentage of completion is determined according to limitation of the executed works method. The contract costs incurred to meet this revenue are recognized.
- Short-term contracts: Short-term contract revenue is recognized in accordance with accounting for the work performed method and the actual costs incurred to meet the revenue.

Where a contract revenue cannot be reliably estimated, revenue is recognized within the limit of the actual cost incurred and is expected to be recovered.

Any expected loss of the contract is recognized as an expense in the event that the expected total cost of the contract is likely to exceed the total revenue of the contract irrespective to the percentage of completion of the contract.

Any increase (decrease) in the value of income calculated according to the percentage of completion than the actual bill of progress issued to the client is charged to the clients' account.

- **Units' sales**

Housing and developments projects revenue is recognized on the sale of unit when all risks and rewards is transferred to the buyer and realized by the completion of the actual contract of the unit.

- **Sale on instalments**

The net present value of the sold unit is recognized as income on the date of sale. The selling price is the present value of the consideration and is determined by discounting the amount of premiums receivable using the targeted interest rate. Deferred interest is recognized as income when earned and on a time proportion basis taking into account the targeted interest rate.

- **Real estate rental revenue**

Real estate revenue is recognized in the statement of profit and loss using fixed installments over the term of the contract.

- **Dividends revenue**

Revenue is recognized when the company's right to receive the payment is established.

- **Interest income**

Interest income is recognized as interest accrues according to timeline considering the targeted return on the financial asset.

2-13 Expenses

All expenses including operating expenses, general and administrative expenses and other expenses are recognized and charged to the statement of profit or loss in the financial year in which these expenses were incurred.

2-14 Related parties' transactions

Related parties represent associated companies, major shareholders, directors and key management personnel of the Company, and entities controlled, jointly controlled, or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the board of directors. Pricing policies and terms of these transactions with related parties are similar to those with others.

2- Significant Accounting Policies (Cont'd)

2-15 Borrowings

Borrowings are initially recognized at the value of the consideration received. Amounts maturing within one year are classified as current liabilities, unless the Company has the right to postpone the settlement for a year exceeding one year after the balance sheet date, then the loan balance should be classified as long-term liabilities.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the effective interest rate. The effective interest rate amortization is included in the statement of income.

2-16 Cost of borrowings

Costs of borrowings directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the year they occur. Cost of borrowings consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

Capitalization cost of borrowing expenses should be stopped during the years which the contract process for the assets is postponed.

2-17 Significant accounting estimates

The preparation of these financial statements requires management to make judgments and estimates that affect the reported amounts of assets, liabilities, revenues, and expenses during the financial years, while the actual results may vary from those estimates.

2-18 Impairment

Impairment of financial assets

The Company assesses at each statement of financial position date whether there is any objective evidence that a financial asset or a group of financial assets is impaired, a financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired, where the carrying amount of an asset or cash-generating unit's (CGU) exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount, impairment losses are recognized in the statement of profit or loss.

A previously recognized impairment loss is only reversed if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized, the reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, had no impairment loss been recognized for the asset in prior year, Such reversal is recognized in the statement of profit or loss.

2-19 Financial Instruments

A- Initial Recognition

The institution is to recognize in the balance sheet the financial asset, or liability only when the institution is a contractual part in a financial instrument.

At initial recognition the financial asset, or liability is measured at fair value if they are classified as financial assets, or liabilities at fair value through profits or losses.

At initial recognition, the financial assets classified as financial assets at fair value through other comprehensive income, and financial assets at amortized cost are recognized at fair value plus the transaction cost.

2- Significant Accounting Policies (Cont'd)

2-19 Financial Instruments (Cont'd)

A- Initial Recognition (Cont'd)

At initial recognition, the financial liabilities classified as amortized cost are recognized at fair value minus the transaction cost.

B- Classification and measurement of financial assets and liabilities

The Egyptian standard number (47) – Financial Instruments include nine main categories based on the subsequent measurement for the financial assets, as follows:

- Financial assets by amortized cost.
- Financial assets at fair value through other comprehensive income.
- Financial assets through profits or losses.

In general, the classification of the financial assets as per the Egyptian standard number 47 – Financial Instruments is based on the business model managing the financial asset and related contractual cash flows.

Financial assets are classified based on amortized cost, or fair value through other comprehensive income, or fair value through profits or losses.

The financial asset is classified based on the business model managing the financial asset and related contractual cash flows.

Financial assets are measured by amortized cost, if two conditions were met, and if was not measure by fair value through profits or losses.

- The asset is included in a business model planning to keep the asset for its contractual future cash flows.
- The asset contractual conditions generate cash flows in specific dates, based on only the asset and related interest payments for the principal amount due.
- The debt instrument is measured at fair value through other comprehensive income, if two conditions were met, and if was not measured by fair value through profits or losses.
- The asset is included in a business model. Its goal is to collect contractual cash flows and sale of the financial asset.

The financial asset must be measured at fair value through profits or losses, if not measured by the amortized cost, or at fair value through comprehensive income.

The institution can, without recourse, assign a financial asset to be measured at fair value through profits or losses, if this would materially result in reducing the volatility of measurement and recognition.

The institution must classify all its assets to be subsequently measure at amortized cost, except for the following:

- Financial liabilities at fair value through profits or losses, where those kinds of liabilities and related derivatives represent these liabilities, subsequently, at fair value.
- Financial liabilities resulting from financial asset not qualified to be disposed from books, or when continuous interference is not applicable, in accordance with the Egyptian accounting Standards, like those financial liabilities.
- Financial guarantee contracts: after initial recognition, the issuer must subsequently measure the contract in accordance with the Egyptian Accounting Standards, by the larger one of the two following amounts:
 - A. Impairment loss in accordance with Egyptian accounting standard.
 - B. Or the recognized balance- initially minus, when it is applicable, the consolidated income balance recognized in accordance with the Egyptian Accounting Standard number (48).

2- Significant Accounting Policies (Cont'd)

2-19 Financial Instruments (Cont'd)

B- Classification and measurement of financial assets and liabilities (Cont'd)

- Granting loans engagements with a lower interest than the market: the issuer must in accordance with the Egyptian Accounting Standards, by the larger one of the two following amounts:
 - A. Impairment loss in accordance with Egyptian accounting standard.
 - B. Or the recognized balance- initially minus, when it is applicable, the consolidated income balance recognized in accordance with the Egyptian Accounting Standard number (48).
- Expected return recognized by the acquirer through consolidation applied by the Egyptian accounting Standard number (29), where subsequent measurement for such return must be in fair value, with changes are to be recognized through profits and losses.

The institution can, without recourse, assign a financial asset to be measured at fair value through profits or losses, when applicable by the Egyptian Accounting Standards, or when it results in better information, for:

- A. Eliminate, or materially reduce – the measurement or recognition non-steadiness (shown as – sometimes- as "accounting non uniformness"), resulting from, except from that, measuring the assets and liabilities, or profits or losses recognition, from it, on different bases.
- B. There were other financial liabilities, or financial assets, managed and performance valuated based on fair value bases, in accordance with the approved strategy for managing risks and investments; and internally, information is presented for this group on this base to the top management of the institution (also as defined in the Egyptian accounting standard number (15) "Disclosing the Related Party", example, the institution board of directors and the managing president.

Financial Assets and Liabilities – re-classification:

financial instruments are re-classified only when the financial model of the portfolio as a total change.

C. Impairment of financial assets value

The "Expected Credit Loss" model is applied on the financial assets measured at amortized cost, and contractual assets, and debt investments, at fair value through other comprehensive income, but not based on investments in equity.

The company evaluates all available information, including future-based information for the expected credit losses related to the included assets at amortized cost.

The "Expected Credit Loss" model is based on whether there is an increase in the expected credit losses. And to valuate if there is a material increase in credit risk, the failure to pay risk, at the separate financial statements date, is compared with the failure to pay risk at the initial recognition date, according to all the available information, and reasonable supporting future information.

As for only trading debtors' balances, due from related parties, and cash and cash equivalent, the company recognize the expected credit losses according to simple approach as per Egyptian Accounting Standard number (47).

C. Impairment of financial assets value (Cont'd)

The simple approach for recognizing expected credit losses, don't require the company to track the credit risk changes, but it can recognize impairment losses according to the permanent expected credit losses, at the preparation date of the financial statements.

The impairment in the credit losses value guide may include indicators showing that debtors or group of debtors are facing material financial problems, or failure, or delay in profits or principal payment, or liquidation problem, or any other financial restructuring, and as the observable information are showing a measurable impairment in the expected future cash flows, like, delays variables, or economic conditions related to payment failure. The trading debtors are audited in kind, depending on each situation, to detect if there is any reason for disposal.

The company measures the expected credit losses through considering payment failure risks during the contractual year, and includes, during measurement, the future information.

2- Significant Accounting Policies (Cont'd)

2-19 Financial Instruments (Cont'd)

D- Disposing of the financial asset from the books

The institution is to dispose of the financial assets from the books, only when:

- The contractual rights of the financial asset cash flows are over, or
- The institution transfers the financial asset.

The institution must dispose of the financial assets from the books (or part of the financial liability) from the balance sheet, when only it is reconciled – meaning that, the liability is paid to the contractual exact time, or canceled, or expired.

2-20 Statement of cash flows

The statement of cash flows is prepared using the indirect method.

2-21 Cash and cash equivalent

For the purpose of preparing the cash flow statement, the cash and cash equivalent comprise cash on hand, current accounts with banks and time deposits maturing within year after deducted banks credit balances.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**3- Fixed Assets**

	Computer	Furniture	Leasehold Improvements	Electric Devices	Vehicles	Tele- communications Equipment	Decorations	Machinery and Equipment	Total
	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP
Cost									
1 January 2025	511,342	2,626,119	11,420,993	1,346,910	845,000	476,096	1,115,791	255,700	18,597,951
Additions for the year	171,000	421,089	868,775	45,735	-	-	146,390	-	1,652,989
31 December 2025	<u>682,342</u>	<u>3,047,208</u>	<u>12,289,768</u>	<u>1,392,645</u>	<u>845,000</u>	<u>476,096</u>	<u>1,262,181</u>	<u>255,700</u>	<u>20,250,940</u>
Accumulated depreciation									
1 January 2025	(145,148)	(382,838)	(3,050,476)	(331,340)	(507,000)	(122,550)	(374,180)	(50,572)	(4,964,104)
Depreciation for the year (Note 17)	(63,918)	(176,697)	(1,638,419)	(171,397)	(169,000)	(59,512)	(249,349)	(25,570)	(2,553,862)
31 December 2025	<u>(209,066)</u>	<u>(559,535)</u>	<u>(4,688,895)</u>	<u>(502,737)</u>	<u>(676,000)</u>	<u>(182,062)</u>	<u>(623,529)</u>	<u>(76,142)</u>	<u>(7,517,966)</u>
Net book value									
As of 31 December 2025,	<u>473,276</u>	<u>2,487,673</u>	<u>7,600,873</u>	<u>889,908</u>	<u>169,000</u>	<u>294,034</u>	<u>638,652</u>	<u>179,558</u>	<u>12,732,974</u>

- There is no mortgage over the ownership of fixed assets.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS

AS OF 31 DECEMBER 2025

3- Fixed Assets (cont'd)

	Computer	Furniture	Leasehold Improvements	Electric Devices	Vehicles	Tele- communications Equipment	Decorations	Machinery and Equipment	Total
	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP
Cost									
1 January 2024	511,342	2,550,222	11,036,159	1,007,936	845,000	476,096	1,044,946	255,700	17,727,401
Additions for the year	-	75,897	384,834	338,974	-	-	70,845	-	870,550
31 December 2024	<u>511,342</u>	<u>2,626,119</u>	<u>11,420,993</u>	<u>1,346,910</u>	<u>845,000</u>	<u>476,096</u>	<u>1,115,791</u>	<u>255,700</u>	<u>18,597,951</u>
Accumulated depreciation									
1 January 2024	(81,231)	(228,523)	(1,570,860)	(171,920)	(338,000)	(63,038)	(155,351)	(25,002)	(2,633,925)
Depreciation for the year	(63,917)	(154,315)	(1,479,616)	(159,420)	(169,000)	(59,512)	(218,829)	(25,570)	(2,330,179)
31 December 2024	<u>(145,148)</u>	<u>(382,838)</u>	<u>(3,050,476)</u>	<u>(331,340)</u>	<u>(507,000)</u>	<u>(122,550)</u>	<u>(374,180)</u>	<u>(50,572)</u>	<u>(4,964,104)</u>
Net book value									
As of 31 December 2024,	<u>366,194</u>	<u>2,243,281</u>	<u>8,370,517</u>	<u>1,015,570</u>	<u>338,000</u>	<u>353,546</u>	<u>741,611</u>	<u>205,128</u>	<u>13,633,847</u>

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**

4- Investments In Subsidiaries

	Affiliation	ownership percentage	31 December 2025 EGP	ownership percentage	31 December 2024 EGP
(1)Cairo for Housing and Real Estate Development Company (S.A.E.)	Subsidiary	%31.50	1,914,301,446	31.50%	1,601,451,684
(2)Wadi for Consulting Company (S.A.E.)	Subsidiary	%99.99	2,078,295,289	99.99%	1,719,344,675
(3)El Safwa for Consulting and Development Company (S.A.E.)	Subsidiary	%58.12	390,866,015	58.12%	467,257,518
(4)Rooya Holding Company for Investments (S.A.E.)	Subsidiary	%36.70	531,150,334	36.70%	628,810,647
(5)United Company for Housing and Development (S.A.E.)	Subsidiary	%19.71	289,470,882	17.74%	274,397,460
(6)Al Giza General for Contracting and Real Estate Investment Company (S.A.E.)	Subsidiary	%60.01	658,242,423	60.59%	573,554,972
(7)El Saeed Contracting and Real Estate Investment Company (S.A.E.)	Subsidiary	%5.69	56,875,855	5.69%	55,566,885
(8)Blue for Real Estate Development Company (S.A.E.)	Subsidiary	%57.18	630,624,800	57.18%	647,026,456
(9)Sigma for Urban Planning Company (S.A.E.)	Subsidiary	%20.00	167,690	20.00%	200,000
			6,549,994,734		5,967,610,297

The company's profit share from investments in subsidiaries as follows:

	31 December 2025 EGP	31 December 2024 EGP
Cairo for Housing and Real Estate Development Company	188,593,772	372,867,981
Wadi for Consulting Company	330,695,555	778,611,780
El Safwa for Consulting and Development Company	(65,367,736)	(22,342,844)
Rooya Holding Company for Investments	(93,311,289)	(145,134,350)
United Company for Housing and Development	43,419,101	23,110,879
Al Giza General for Contracting and Real Estate Investment Company	85,377,923	43,367,073
El Saeed Contracting and Real Estate Investment Company	4,770,491	5,346,201
Blue for Real Estate Development Company	(15,673,274)	(24,392,182)
Sigma for Urban Planning Company	(16,090)	-
	478,488,453	1,031,434,538

The company's share from adjustments on retained earnings of investments in subsidiaries as follows:

	31 December 2025 EGP	31 December 2024 EGP
Cairo For Housing and Real Estate Development Company	117,733,688	1,464,555,155
Wadi For Consulting Company	28,255,059	649,963,621
El Safwa for Consulting and Development Company	(11,023,767)	(46,283,934)
Rooya Holding Company for Investments	(4,349,024)	(87,665,866)
United Company for Housing and Development	(28,345,679)	(4,256,228)
Al Giza General for Contracting and Real Estate Investment Company	5,610,551	(16,781,709)
El Saeed Contracting and Real Estate Investment Company	(3,461,521)	(1,633,443)
Blue for Real Estate Development Company	(728,382)	(14,682,435)
Sigma for Urban Planning Company	(16,220)	-
	103,674,705	1,943,215,161

1. During 2024, the company applied Egyptian Accounting Standard No. (17) modified 2024 "Separate Financial Statements", and adapted the equity method to account for its investments in its subsidiaries, which resulted in an amount of EGP 372,867,981 that was included in retained earnings and an amount of EGP 1,464,555,155 that was included under the item of as a profit share of investments in subsidiaries in the statement of profit or loss.

On October 31, 2024, the Extraordinary General Assembly unanimously approved increasing the issued and paid-up capital of Cairo Housing and Development Company from EGP 448,181,972 to EGP 647,681,972, to implement our purchase offer to acquire a maximum of 133 million shares of United Housing and Development Company shares through a share swap without a cash option and according to the exchange ratio of Six shares of Cairo Housing and Development Company shares for one share of United Housing and Development Company shares. By issuing a maximum of 399 million shares at a fair value of EGP 3.03 per share (a nominal value of EGP 50 per share plus an issuance premium of EGP 2.53 per share), equivalent to EGP 1,208,970,000 (a nominal value of EGP 199,500,000 and an issuance premium of EGP 1,009,470,000) (without exercising the pre-emptive rights of old shareholders).

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**

4- Investments In Subsidiaries (Cont'd)

- (Cont'd) 1. The number of shares that responded to the purchase offer submitted amounted to 54881458 shares of United Housing and Development Company shares in exchange for issuing shares to both Pioneers Properties for Urban Development (S.A.E.) for a number of 2152575 shares and Wadi Consulting Company (S.A.E.) for a number of 162,491,799 shares at the fair value of the company amounting to EGP 3.03 per share. Accordingly, the company's direct ownership percentage in Cairo Housing and Development Company decreased to 59.40%, and the increase was noted in the Commercial Register.

The company restructured its investments in Cairo Housing and Development Company by transferring ownership of a 27.90% stake in its investments at a cost of EGP 468,600,222 and a relative stake of EGP 696,415,519 to one of its subsidiaries, incurring losses of EGP (210,245,304), which were included in the operating revenues item in the statement of profit or loss. The value of the investment on 31 December 2024 amounted to EGP 1,601,451,684 for 334,225,510 shares, representing 31.50% of the capital.

During the year, Cairo Housing and Development Company increased its capital by EGP 530,504,159, with Pioneers Properties for Urban Development PRE Group (S.A.E) receiving EGP 125,327,663 of the increase, funded from the share premium, according to the financial audit report issued by the Economic Performance Monitoring Sector and recorded in the Commercial Register on 14 January 2026.

2. During 2024, the company applied Egyptian Accounting Standard No. (17) modified 2024 "Separate Financial Statements", and adapted the equity method to account for its investments in its subsidiaries, resulting in an amount of EGP 649,963,621 that was included in retained earnings and an amount of EGP 778,611,780 that was included under the item of as a profit share of investments in subsidiaries in the statement of profit or loss. The value of the investment as of 31 December 2024 amounted to EGP 1,719,344,675 for 99,989 shares, representing 99.99% of the capital.
3. During 2024, the company applied Egyptian Accounting Standard No. (17) modified 2024 "Separate Financial Statements", and adapted the equity method to account for its investments in its subsidiaries, which resulted in an amount of (46,283,934) Egyptian pounds that was included in retained earnings and an amount of (22,342,844) Egyptian pounds that was included under the item as a profit share of investments in subsidiaries in the statement of profit or loss. The value of the investment on 31 December 2024, amounted to an amount of EGP 467,257,518 for 80,782,681 shares, representing 58.12% of the capital.
4. During 2024, the company applied Egyptian Accounting Standard No. (17) modified 2024 "Separate Financial Statements" and adapted the equity method to account for its investments in its subsidiaries, resulting in an amount of EGP (87,665,866) that was included in retained earnings and an amount of EGP (145,134,350) that was included under the as a profit share of investments in subsidiaries in the statement of profit or loss.

Roaya Holding for Investments increased its capital by EGP 175,000,000, with Pioneers Properties for Urban Development (PRE Group) subscribing to this increase with an amount of EGP 122,078,758. This increase was recorded in the Commercial Register, and the total investment as of 31 December 2024, amounted to EGP 628,810,647 for 758,238,350 shares, representing 36.70% of the capital.

5. During 2024, the company applied Egyptian Accounting Standard No. (17) as modified 2024, "Separate Financial Statements," and adapted the equity method to account for its investments in its subsidiaries. This resulted in an amount of EGP 4,256,228 being recorded in retained earnings and an amount of EGP 23,110,879 being recorded under the as a profit share of investments in subsidiaries in the statement of profit or loss. The value of the investment as of 31 December 2024, amounted to EGP 274,397,460 for 46,401,550 shares, representing 17.74% of the share capital.

During the year, United Housing and Development Company retired treasury shares, and therefore the company's contribution became 19.71% of the capital.

6. During 2024, the company applied Egyptian Accounting Standard No. (17) modified 2024, "Separate Financial Statements," and adapted the equity method to account for its investments in its subsidiaries. This resulted in an amount of EGP 16,781,709 being recorded in retained earnings and an amount of EGP 43,367,073 being recorded under the as a profit share of investments in subsidiaries in the statement of profit or loss. The value of the investment as of 31 December 2024, amounted to EGP 573,554,972 for 874,114,530 shares, representing 60.59% of the capital.

During the year, 8,400,000 shares were sold, and the contribution percentage became 60.01% of the capital.

7. During 2024, the company applied Egyptian Accounting Standard No. (17) modified 2024, "Separate Financial Statements," and adapted the equity method to account for its investments in its subsidiaries. This resulted in an amount of EGP 1,633,443 being recorded in retained earnings and an amount of EGP 5,346,201 being recorded under the as a profit share of investments in subsidiaries in the statement of profit or loss.

Al-Saeed General Contracting and Real Estate Investment Company cancelled treasury shares. The value of the investment as of 31 December 2024, amounted to EGP 55,566,885 for 41,248,350 shares, representing 5.69% of the capital.

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**

4- Investments In Subsidiaries (Cont'd)

8. During 2024, the company applied Egyptian Accounting Standard No. (17) as modified 2024, "Separate Financial Statements," and adapted the equity method to account for its investments in its subsidiaries. This resulted in an amount of EGP 14,682,435 being recorded in retained earnings and an amount of EGP 24,392,182 being recorded under the as a profit share of investments in subsidiaries in the statement of profit or loss. The value of the investment as of 31 December 2024, amounted to EGP 647,026,456 for 79,496,821 shares, representing 57.18% of the share capital.
9. On 24 June 2024, the company subscribed to the shares of Sigma Urban Planning Company (S.A.E.) the ownership of share of its investments equal to 20% of the company's total capital, where the number of shares reached 100,000 shares for an amount of 1,000,000 Egyptian pounds (the nominal value of the share is ten pounds), The investment amounted to EGP 200,000, which was fully paid, and was registered in the Commercial Register on 25 June 2024, The company accounted for the investment using the equity method.

5- Investment Properties

	Lands EGP	Building EGP	Total EGP
Cost			
1 January 2025	44,616,480	25,505,845	70,122,325
31 December 2025	44,616,480	25,505,845	70,122,325
Accumulated Depreciation			
1 January 2025	-	(15,192,172)	(15,192,172)
Depreciation for the year (Note 16)	-	(2,833,983)	(2,833,983)
31 December 2025	-	(18,026,155)	(18,026,155)
Net book value as of 31 December 2025	44,616,480	7,479,690	52,096,170
	Lands EGP	Building EGP	Total EGP
Cost			
1 January 2024	44,616,480	25,505,845	70,122,325
31 December 2024	44,616,480	25,505,845	70,122,325
Accumulated Depreciation			
1 January 2024	-	(11,953,334)	(11,953,334)
Depreciation for the year	-	(3,238,838)	(3,238,838)
31 December 2024	-	(15,192,172)	(15,192,172)
Net book value as of 31 December 2024	44,616,480	10,313,673	54,930,153

Investment properties represent sold and leased back assets value resulted after applying the new Egyptian Accounting Standard number (49) - (Note 18).

6- Investments At Fair Values Through Profit or Loss

	31 December 2025 EGP	31 December 2024 EGP
Quoted investments	367,491	265,582
	367,491	265,582

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**

7- Due From / To Related Parties

A- Due From Related Parties

	Affiliation	31 December 2025	31 December 2024
		EGP	EGP
Nemow for Consulting Company	Subsidiary	-	189,065,262
Cairo For Real Estate Marketing Company	Subsidiary	11,405	11,405
El Safwa for Consulting and Development Company	Subsidiary	12,842,267	86,887,380
Rooya Holding Company for Investments	Subsidiary	1,536,022	1,536,022
Cairo For Housing and Real Estate Development Company	Subsidiary	181,664,445	7,846,148
Blue for Real Estate Development Company	Subsidiary	205,818	126,650
Mashareq For Real Estate Investments Company	Subsidiary	-	37,536,011
Aspire Capital Holding Company for Financial Investments	Related Party	65,127,197	184,130,356
Gadwa For Industrial Development Company	Related Party	115,976,693	448,369,512
		377,363,847	955,508,746
Expected credit loss in due from related parties' balances *		(2,697,016)	(5,752,120)
		374,666,831	949,756,626

* Expected credit loss in due from related parties' balances as follows:

	31 December 2025	31 December 2024
	EGP	EGP
Beginning balance	(5,752,120)	(1,360,932)
Charged / Reversal during the year	3,055,104	(4,391,188)
Ending balance	(2,697,016)	(5,752,120)

B- Due To Related Parties

	Affiliation	31 December 2025	31 December 2024
		EGP	EGP
Wadi For Consulting Company	Subsidiary	297,445,448	115,131,747
Nemow for Consulting Company	Subsidiary	16,903,219	-
Shareholders current account	Shareholders	103,053,381	1,085,646
		417,402,048	116,217,393

7- Prepayments And Other Debit Balances

	31 December 2025	31 December 2024
	EGP	EGP
Advance payments	846,522	1,650,927
Deposits with others	611,076	576,076
Employee's custodies and trusts	5,023,191	9,296,676
Advance payments to acquire assets	627,000	627,000
Accrued revenue	462,886	462,886
Accrued rents	7,785,573	-
Other debit balances	3,521,982	121,296
	18,878,230	12,734,861

8- Investment In Treasury Bills

	31 December 2025	31 December 2024
	EGP	EGP
Face value	-	125,000,000
Deferred returns	-	(7,312,594)
Taxes on accrual treasury bills income	-	(56,981)
Present value	-	117,630,425

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**

9- Cash On Hand and At Banks

	31 December 2025	31 December 2024
	EGP	EGP
Local Currency		
Cash on hand	171,187	336,382
Current accounts	903,402	1,443,284
	1,074,589	1,779,666
Foreign currency		
Cash on hand	102,014	9,660
Current accounts	725,629	390,946
	827,643	400,606
	1,902,232	2,180,272

10- Capital

As of 24 July 2021, the Extraordinary General Assembly Meeting unanimously approved the report number 534 as of 15 September 2021 from the Economic Performance Sector of the General Authority for Investment and Free Zones reports, confirming the preliminary book and fair value assessment of the company's assets and liabilities for the purpose of splitting the company into Six companies (an original company and two resulted companies). The report concluded that net shareholders' equity value of Aspire Capital Holding Company for Financial Investments (S.A.E) (Previously - Pioneers Holding Company for Financial Investments) is EGP 7,039,494,200, which resulted the following Net shareholders' equity of Pioneers Properties for Urban Development Company (S.A.E) (resulted company) amounted to EGP 4,752,277,200.

The Issued and paid-up capital of EGP 4,746,623,220 divided over 1054805160 shares with a face value of EGP 4.5 per share, with authorized capital of EGP 23 billion. The Commercial Register was issued on 8 September 2021.

During the year, the Company continuing the purchase of treasury stocks in accordance with the Board of Directors resolution on 14 January 2025. and the number of treasury stocks purchased during the year, Equal 51136758 to shares, with a value of EGP 128,333,334.

During the year, the Extraordinary General Assembly unanimously approved reducing the issued capital from EGP 4,746,623,220 to EGP 4,712,175,720 according to its balance as of September 30, 2025, by retiring the number of treasury shares amounting to EGP 34,447,500 for 7655000 shares with a nominal value of EGP 4.50 per share. The legal procedures were taken and the commercial register was updated on 16 July 2025.

During the year, the Company allocated 33491758 treasury shares, purchased for share-based payments reserve in accordance with the resolution of the Extraordinary General Assembly, which was approved by the Financial Regulatory Authority (FRA), in favor of the beneficiaries in respect of prior years of service, at a total cost of EGP 104,424,101. Ownership of these shares was transferred. Accordingly, the total number of remaining treasury shares as at 31 December 2025 Equal 9990000 shares with a carrying value of EGP 33,432,867 (35936758 shares, with a value of EGP 111,280,771 on 31 December 2024).

The capital structure is as the follow:

	Percentage	Number of shares	Value EGP
Walid Mohamed Zaki	28.93%	302935929	1,363,211,681
Abdelkader Elmohedeb And Sons Company	12.96%	135658750	610,464,375
Taha Ibrahim Mostafa Mohamed Eltelbani	10.16%	106344921	478,552,145
Hesham Ali Shoukry Hafez	7.13%	74643766	335,896,947
EGYCAP Investments Ltd Company	6.77%	70935897	319,211,536
Hossam Mohammed Zaki	4.91%	51387410	231,243,345
Others shareholders	29.15%	305243487	1,373,595,691
Total	100.00%	1047150160	4,712,175,720

11- Credit Facilities

	31 December 2025	31 December 2024
	EGP	EGP
Credit Facilities - Local Currency	-	606,881,735
Credit Facilities - Foreign Currency	294,473,491	409,542,994
	294,473,491	1,016,424,729

Credit facilities granted by banks with an average interest rate of 1.1% - 1.25% above net treasury bills return, and 1% above the LIBOR price guaranteed by securities deposited with the bank.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS
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12- Accruals And Other Credit Balances

	31 December 2025	31 December 2024
	EGP	EGP
Accrued expenses	6,466,213	5,377,772
Unearned rent	-	27,429
Accrued interest	554,771	982,389
Brokerage companies' liabilities	67,455,943	52,593,733
Other credit balances	4,434,333	712,237
	<u>78,911,260</u>	<u>59,693,560</u>

13- Income Taxes

Deferred Tax	31 December 2025	31 December 2024
	EGP	EGP
Beginning balance for the year – Asset	117,087,094	12,369,016
Deferred tax for the year – Revenue	34,581,399	71,411,052
Deferred tax adjustments	-	33,307,026
Ending balance for the year – Asset	<u>151,668,493</u>	<u>117,087,094</u>

Income Taxes Expenses	31 December 2025	31 December 2024
	EGP	EGP
Deferred tax – revenue	34,581,399	71,411,052
Tax on dividends paid	(575)	(151)
Taxes on treasury bill returns	(1,462,519)	(2,217,925)
	<u>33,118,305</u>	<u>69,192,976</u>

Reconciliation of effective income tax rate	31 December 2025	31 December 2024
	EGP	EGP
Profit before income taxes	324,899,755	510,907,275
Adjustments		
Add:		
Amounts that are not considered deductible costs	18,425,729	156,744,823
Deducted:		
Amounts considered deductible costs	(892,609,229)	(1,676,652,386)
Adjusted taxable net (loss)	<u>(549,283,745)</u>	<u>(192,004,637)</u>
Income tax	-	-
Effective tax rate	-	-

14- Operations Revenue

	31 December 2025	31 December 2024
	EGP	EGP
Investment properties rental income	14,894,245	14,894,245
Investments at fair value through profit or loss valuation difference	101,909	(13,811)
Loss on sale of investments in financial instruments - listed on the stock exchange	(1,292,091)	(209,849,689)
Gain on sale of investments in financial instruments - not listed on the stock exchange	-	283,908
Dividends distributed from Investments at fair value through profit or loss	11,508	2,912
Profit shares from investments in subsidiaries	478,488,453	1,031,434,538
	<u>492,204,024</u>	<u>836,752,103</u>

NOTES TO THE SEPARATE FINANCIAL STATEMENTS
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15- Operations Cost

	31 December 2025	31 December 2024
	EGP	EGP
Investment properties depreciation (Note 5)	2,833,983	3,238,837
	2,833,983	3,238,837

16- General And Administrative Expenses

	31 December 2025	31 December 2024
	EGP	EGP
Salaries and wages	78,430,568	55,950,210
Registrations and other fees	3,109,878	1,151,430
Other expenses	25,153,271	26,810,350
Depreciation of fixed assets (Note 3)	2,553,862	2,330,179
Amortization of right-of-use assets (Note 18-1)	2,839,835	2,600,580
	112,087,414	88,842,749

17- Lease Contracts

As of August 2020, Aspire Capital Holding Company for Financial Investments (S.A.E) (Previously - Pioneers Holding Company for Financial Investments) signed a financial lease contract assigned to the company with Cairo Leasing company, for land and buildings associated, for a property in Nozha district, with a rental value amounted to EGP 104,259,713, and a present value of EGP 70,122,325, represented in a down payment of EGP 5,122,325 and the rest on quarterly instalments for 7 years, each of EGP 3,540,621.

During 2024, the company obtained an additional tranche from Cairo Leasing Company amounting to 50,000,000, in addition to an additional tranche from the Housing and Construction Leasing Company amounting to 7,000,000, bringing the total rental value to 177,146,136, to be paid in 12 quarterly installments.

The Company has the right to purchase the land and the buildings associated with it at the end of the contract year by EGP 1.

During 2021, the company leased its headquarters in the New Cairo area, Cairo Governorate, for a year of nine years. The total undiscounted rental value according to the contract amounted to EGP 39,720,835, to be paid in quarterly instalments of EGP 864,114, with an annual increase of 5% for the second year and 7% starting from the third year until the end of the contract.

During the year, the company leased its headquarters in the New Cairo area, Cairo Governorate, for a year of two years. The total undiscounted rental value according to the contract amounted to EGP 924,000, to be paid in quarterly instalments of EGP 110,000, with an annual increase of 10% for the second year.

1- Right-of-use assets

	31 December 2025	31 December 2024
	Buildings	Buildings
	EGP	EGP
Cost		
Beginning balance	22,971,794	22,971,794
Additions for the year	717,764	-
Ending balance	23,689,558	22,971,794
Accumulated Amortization		
Beginning balance	(8,496,630)	(5,896,050)
Amortization for the year (Note 17)	(2,839,835)	(2,600,580)
Ending balance	(11,336,465)	(8,496,630)
Net book value at the end of the year	12,353,093	14,475,164

NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025

18- Lease Contracts (Cont'd)

2- Lease liability

	Financial Lease contracts EGP	Operating Lease contracts EGP	31 December 2025 Total EGP
Liability balance	79,285,149	18,072,235	97,357,384
Current portion	(29,252,842)	(2,834,131)	(32,086,973)
	<u>50,032,307</u>	<u>15,238,104</u>	<u>65,270,411</u>

	Financial Lease contracts EGP	Operating Lease contracts EGP	31 December 2024 Total EGP
Liability balance	100,007,083	19,449,738	119,456,821
Current portion	(20,648,598)	(2,778,338)	(23,426,936)
	<u>79,358,485</u>	<u>16,671,400</u>	<u>96,029,885</u>

19- Tax Position

Corporate tax

- The Company was submitted tax returns on the legal dates according to Law No. 91 for year 2005 and has not been examined till the financial statements date.

Payroll tax

- The Company deducts payroll taxes from employees according to Law No. 91 for year 2005 and its amendments and reconciled regularly with the Tax Authority.

Withholding tax

- The Company deducts withholding taxes according to the Law and pay the accrued balance to the Tax Authority.

Stamp tax

- Not checked by the tax authority

Value Added Tax

- The company was registered for value added tax as of 31 June 2022. The company submits tax returns in accordance with the provisions of Law No. 67 of 2016 and pays the tax due from the returns from the date of registration.

20- Financial Instruments Risk Management

Introduction

The company is exposed to the following risks due to the usage of financial instruments:

- Market risk.
- Foreign Currency Risk.
- Interest rate risk.
- Credit risk.
- Liquidity risk.

This note presents the information on the company's exposure to the previously mentioned risks and the company's objectives, policies, and operations in terms of measuring and managing these risks as well as how the company manages its capital.

The Board of Directors of the parent company is responsible for establishing and supervising a general framework for managing the risks to which the company is exposed. And the company's senior management is responsible for developing and following up on risk management policies and submitting reports to the parent company on its activities on a regular, periodic basis.

The Company's current financial risk management framework is a mixture of formally documented risk management policies in some areas and non-formally documented risk management policies in other areas.

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025**

20- Financial Instruments Risk Management (Cont'd)

Financial instruments of the company are represented in the financial assets includes (cash on hand and at banks, financial investments, trade and notes receivable, due from related parties, and other receivables), the financial liabilities include (customers – credit balances, credit facilities, lease liabilities, trade payable, contractors, notes payable, loans, land creditors, due to related parties, tax liabilities, shareholders' credit balances, accrued expenses and other credit balances). Note (2) in the accompanying notes of the consolidated financial statements includes the accounting policies applied concerning the recognition and measurement of significant financial instruments & the related revenues & expenses.

In accordance with the valuation principles used in the valuation of the Company's assets and liabilities stated in Note (2), the fair values of financial assets and liabilities are not materially different from their carrying amounts at the financial position date.

A) Market Risk

Market risk represents the risk of fluctuation of the fair value of future cash flows of a financial instrument as a result of changes in market prices, such as foreign exchange rate risk and interest rate risk, which are risks that would affect the company's profits. Financial instruments affected by market risk include loans, interest-bearing facilities and deposits. The objective of market risk management is to manage and control risk within acceptable limits while at the same time achieving attractive returns. The Company does not hold or issue derivative financial instruments.

B) Foreign Currency Risk

The foreign currency risk represents the risk that the value of the inflows and outflows in foreign currencies, as well as, valuation of monetary assets and liabilities in foreign currencies, will fluctuate due to changes in foreign currency exchange rates. The major financial instruments that include foreign currency balances represents cash and cash equivalent, current accounts, due to/from related parties, accrued expenses, other credit balances and loans.

The assets (liabilities) value in foreign currency in the date of the financial statements amounted to:

	31 December 2025	31 December 2024
	Net	Net
Currency	EGP	EGP
US Dollar	(291,946,610)	(415,968,319)
Euro	556,658	7,771,302
Sterling Pound	8,223,600	66,503

	31 December 2025		31 December 2024	
Currency	Change percentage	Effects on the profit before tax	Change percentage	Effects on the profit before tax
	%	EGP	%	EGP
US Dollar	-٪10	(29,194,661)	٪10-	(41,596,832)
US Dollar	+٪10	29,194,661	٪10+	41,596,832
Euro	-٪10	55,666	٪10-	777,130
Euro	+٪10	(55,666)	٪10+	(777,130)
Sterling Pound	-٪10	822,360	٪10-	6,650
Sterling Pound	+٪10	(822,360)	٪10+	(6,650)

C) Interest rate risk

Interest risk represents the risk that results from changes in interest rates that may have an adverse effect on business results.

The company's total assets (treasury bills and term deposits) on 31 December 2025 amounted to zero (as of 31 December 2024, the amount of EGP 117,630,425). The total interest charged on those liabilities during the year ended on 31 December 2025 amounted to EGP 8,400,326 (as of 31 December 2024, amounted to EGP 11,958,780 included in finance income and return on treasury bills). The company's total liabilities (loans, credit facilities and lease liability) on 31 December 2025 amounted to EGP 391,830,875 (as of 31 December 2024, the amount of EGP 1,135,881,550). The total interest charged on those liabilities during the year ended on 31 December 2025 amounted to EGP 71,744,870 (as of 31 December 2024, amounted to EGP 205,680,723 included in finance expenses).

The company's management always works to obtain the best borrowing terms available.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS
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20- Financial Instruments Risk Management (Cont'd)

There are no effects on the shareholders' equity except for the effect on net profit as shown below:

	31 December 2025		31 December 2024	
	Changes in interest rate	Effects on the profit before tax EGP	Changes in interest rate	Effects on the profit before tax EGP
Financial asset	+1%	-	+1%	1,176,304
	-1%	-	-1%	(1,176,304)
Financial liability	+1%	3,918,309	+1%	11,358,816
	-1%	(3,918,309)	-1%	(11,358,816)

D) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation, resulting in financial losses beard by the other party. The Company is exposed to credit risk from its deposits with banks, accounts receivables as well as some other assets as represented on the financial position.

The company seeks to reduce credit risk related to bank deposits by dealing with reputable banks and by setting credit limits to its clients and monitoring their customer outstanding credit balances.

Other financial assets and cash deposits

Other credit risks arising from other financial assets related to the company which includes the balances at the banks, financial assets at amortized cost, the company is exposed the credit risks due to the failure of the other party to settle the amounts. The maximum exposure level to the credit risk equals the fair value of the assets.

The financial department of the company with the support of the parent company takes over and manages the credit risk that arise from the balances at the banks and financial entities.

Due from related parties

Balances due from related parties are related to transactions that arise within the normal course of business, and the exposure of these balances to credit risk is low, and the maximum exposure to risk is the book value of these balances.

E) Liquidity risk

Liquidity risk represents all factors which affect the company's ability to pay part or all of its obligations.

The Company's management monitors the company's cashflows, financing, and liquidity requirements and its objective is to maintain a balance between continuity of funding and flexibility through the use of retained earnings, and company bank balances to match the maturity of the company liabilities when due. It also manages liquidity risks by maintaining sufficient reserves and by obtaining credit facilities.

The below table summarizes the dates of the accrual financial liabilities related to the company based on undiscounted contractual payments.

Financial liabilities	Less than 3 months	From 3 to 12 months	From 1 to 5 years	Total
31 December 2025	EGP	EGP	EGP	EGP
Loans and financing leases	-	32,086,973	65,270,411	97,357,384
Credit facilities	-	294,473,491	-	294,473,491
Due to related parties	-	417,402,048	-	417,402,048
Tax liabilities	-	37,033,583	-	37,033,583
Accrued expenses and other credit balances	-	78,911,260	-	78,911,260
Total undiscounted financial liabilities	-	859,907,355	65,270,411	925,177,766

NOTES TO THE SEPARATE FINANCIAL STATEMENTS
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20- Financial Instruments Risk Management (Cont'd)

Financial liabilities	Less than 3 months	From 3 to 12 months	From 1 to 5 years	Total
31 December 2024	EGP	EGP	EGP	EGP
Loans and financing leases	-	23,426,936	96,029,885	119,456,821
Credit facilities	-	1,016,424,729	-	1,016,424,729
Due to related parties	-	116,217,393	-	116,217,393
Tax liabilities	-	24,194,367	-	24,194,367
Accrued expenses and other credit balances	-	59,693,560	-	59,693,560
Total undiscounted financial liabilities	-	<u>1,239,956,985</u>	<u>96,029,885</u>	<u>1,335,986,870</u>

21- Key Sources for Uncertain Estimates

The Company makes future estimates and assumptions, the results of accounting estimates, as defined, are rarely equal to actual results, estimates and assumptions with significant risks that could cause a material adjustment to the carrying amounts of assets and liabilities during the next financial year are indicated below:

Income taxes

The company is subject to corporate tax, a provision for income tax is estimated using an expert opinion, any discrepancies between estimated and actual tax are reflected on provision for income tax and deferred tax for these years.

22- Earnings Per Share

Earnings per share is based on a projected distribution, by dividing profit for the year by weighted average number of outstanding shares during the year as follows:

	31 December 2025	31 December 2024
	EGP	EGP
Net profit for the year	358,018,060	580,100,251
Employees Share (estimate)*	(34,011,716)	(51,188,198)
Board of directors' remuneration (estimate)	(10,450,837)	(31,376,408)
	313,555,507	497,535,645
Weighted average number of outstanding shares during the year	1031955541	1036644207
Earnings per share	<u>0.30</u>	<u>0.48</u>

* Employees share in the dividend's distribution is calculated based on an estimated distribution project for the year's profit, for the purpose of calculating the earnings per share.

**NOTES TO THE SEPARATE FINANCIAL STATEMENTS
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23- Related Parties Transaction

Related parties represent associated companies, major shareholders, directors and key management personnel of the Company, and entities controlled, jointly controlled, or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the board of directors.

The transactions with related parties included in the statement of profit or loss are as follows:

Company	Affiliation	Nature of transaction	31 December 2025 EGP	31 December 2024 EGP
United Company For Housing And Development	Subsidiary	Other revenue	1,277,861	1,973,430
Al Giza General For Contracting And Real Estate Investment Company	Subsidiary	Other revenue	-	1,962,886
Cairo Housing and Development Company	Subsidiary	Other revenue	-	1,515,678
Wadi Consulting Company	Subsidiary	Other revenue	3,340,087	-
		Investment properties rental revenue	14,894,245	14,894,245
Rooya for Real Estate Investments Company	Subsidiary	Loss on sale investments in financial instruments	-	(212,932,881)
Mashareq for Real Estate Investments Company	Subsidiary	Finance expense	20,960,403	29,268,694
Pioneers Securities Company	Related Party			
Aspire Capital Holding For Financial Investments	Related Party	Fees and subscriptions	252,396	2,186,714

The balances of related parties included in the statement of financial position are as follows:

Company	Affiliation	Nature of transaction	31 December 2025 EGP	31 December 2024 EGP
Cairo For Housing And Real Estate Development Company	Subsidiary	Deposits with others	576,076	576,076
Cairo For Housing And Real Estate Development Company	Subsidiary	Lease liabilities	18,072,235	19,449,738
Rooya Holding Company For Investments	Subsidiary	Unearned rent	-	27,429
Rooya Holding Company For Investments	Subsidiary	Deferred rents	7,785,573	-
		Brokage companies' liabilities	67,455,943	52,593,732
Pioneers Securities Company	Related Party			

24- Professional fees

According to the instructions of the General Authority for Financial Supervision, Resolution No. 26 of 2026, the value of professional fees for Interim and annual financial statements of the auditor amounted to EGP 253,000.

25- Significant Events

On April 17, 2025, The Monetary Policy Committee of the Central Bank of Egypt decided, at its meeting, to reduce the credit and discount rates by 225 basis points to reach 25.50%. On May 22, 2025, the Central Bank of Egypt's Discretionary Policy Committee decided to reduce the credit rate by 100 basis points to reach 24.5%. On August 28, the Central Bank's Monetary Policy Committee decided to reduce the credit and discount rate by 200 basis points to reach 22.50%. On October 2, 2025, the Central Bank's Monetary Policy Committee decided to reduce the credit and discount rate by 100 basis points to reach 21.50%. On December 25, 2025, the Central Bank of Egypt's Monetary Policy Committee decided to reduce the credit and discount rate by 100 basis points to reach 20.50%. The company is currently studying the impact on future financial statements.

26- Subsequent Events

- On Thursday, February 12, 2026, The Monetary Policy Committee of the Central Bank of Egypt decided at its meeting to reduce the overnight deposit and lending rates and the Central Bank's main operation rate by 100 basis points to 19% and 19.50%, respectively. It also decided to reduce the credit and discount rate by 100 basis points to 19.50%. This decision reflects the Committee's assessment of the latest inflation developments and expectations since its previous meeting.
- After the reporting date, geopolitical tensions escalated between United States and Iran, accompanied by military and political developments that may have implications for both the global and regional economy. These developments could potentially disrupt global supply chains, particularly through increased shipping, insurance, and transportation costs, in addition to possible fluctuations in energy and key commodity prices.

These developments may also exert pressure on foreign exchange markets, including potential volatility in the exchange rate of the US dollar against other currencies, including the Egyptian pound, which may affect import costs and the prices of inputs used in operations.

Management is closely monitoring these developments on an ongoing basis to assess any potential impact on the Company's operations and financial position. As of the date of authorization of these financial statements, management has not been able to reliably estimate the financial impact of these events on future financial statements.