REDINGTON EGYPT L.L.C

STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

TOGETHER WITH AUDITOR'S REPORT

REDINGTON EGYPT L.L.C
STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

Table of Contents

Rashed, Badr & Co.
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Auditor Report

TO THE QUOTAHOLDERS OF Redington Egypt Company "L.L.C"

Report on Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Redington Egypt Company "L.L.C"** which comprise the standalone statement of financial position as of 31 December 2025, and the standalone statements of income (profit or loss), other comprehensive income, changes in equity and cash flows for the financial year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Standalone Financial Statements

These standalone financial statements are the responsibility of Company's management. Management is responsible for the preparation and fair presentation of these standalone financial statements in accordance with the Egyptian Accounting Standards and in the light of the prevailing Egyptian laws, management responsibility includes, designing, implementing and maintaining internal control relevant to the preparation and fair presentation of standalone financial statements that are free from material misstatement, whether due to fraud or error; management 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 standalone financial statements based on our audit. We conducted our audit in accordance with the Egyptian Standards on Auditing and in the light of the prevailing Egyptian laws. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the standalone financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone financial statements 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 standalone financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion, the standalone financial statements referred to above present fairly, in all material respects, the standalone financial position of as **Redington Egypt Company "L.L.C"** as of 31 December 2025, and of its standalone financial performance and its cash flows for the standalone financial year then ended in accordance with the Egyptian Accounting Standards and the Egyptian laws and regulations relating to the preparation of these standalone financial statements.

Report on Other Legal and Regulatory Requirements

The Company maintains proper books of accounts, which include all that is required by law and by the statutes of the Company, the standalone financial statements agree thereto. The financial data contained in the management report prepared in accordance with the requirements of Law No. 159 of 1981 and its executive regulations are consistent with what is contained in the company's books, to the extent that such data is recorded in the books.

The attached independent standalone financial statements were issued in accordance with the requirements of the Companies Law No. 159 of 1981, and as stated in the notes of the standalone financial statements, Note No. (10), that the company has investments in subsidiaries, and in accordance with Article No. 188 of the executive regulations of the Companies Law No. 159 of 1981, The company is required to prepare consolidated financial statements that express the consolidated financial position, financial performance, and consolidated cash flows of the company and its subsidiaries as a single economic entity.

Cairo on: 04 March 2026

Auditor

RASHED, BADR & CO. PKF Accountants & business advisers

Hany Fouad Rashed
EFSA (294)
CBE (452)
RAA(11771)
PKF Rashed, Badr & CO.

STANDALONE STATEMENT OF FINANCIAL POSITION
AS OF 31 DECEMBER 2025

	Notes	31 December 2025 EGP	31 December 2024 EGP
ASSETS			
Non-current assets			
Property, plant and equipment	(4)	-	-
Investments in subsidiaries	(5)	1 980 000	1 980 000
Total non-current assets		**1 980 000**	**1 980 000**
Current assets			
Debtors and other debit balances	(6)	3 506 923	10 356 243
Cash and Cash Equivalents	(8)	**6 877 574**	6 890 475
Total current assets		10 384 497	**17 246 718**
Total assets		12 364 497	**19 226 718**
EQUITY AND LIABILITIES			
Equity			
Paid up capital	(9)	850 000	850 000
Legal reserve		425 000	425 000
Retained earnings		13 328 220	14 209 185
Net (profit or loss) for the year		(7 442 287)	(880 965)
+Total equity		**7 160 933**	**14 603 220**
Current liabilities			
Creditors and other credit balances	(10)	747 956	745 859
Due to related parties	(7.1)	4 455 608	3 877 639
Total current liabilities		**5 203 564**	**4 623 498**
Total liabilities		**5 203 564**	**4 623 498**
Total equity & liabilities		**12 364 497**	**19 226 718**

- Auditor's report attached.
- The accompanying notes from (1) to (16) are an integral part of these financial statements.
- The separate financial statements were approved by the company's director on Feb 1, 2026, and signed on behalf of the company's management.

6 El Emdad Wal Tamwen Bul, Nasr Roud, Nasr City CR: 4681 Redington Egypt

Udham Singh

General Manager

STANDALONE STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED 31 DECEMBER 2025

	Notes	31 December 2025 EGP	31 December 2024 EGP
Revenue		-	-
Cost of Revenue		-	-
Gross profit		-	-
Administrative expenses	(11)	(7 452 512)	(973 751)
Operating (loss)		**(7 452 512)**	**(973 751)**
Other Revenue		12 007	78 500
Foreign Exchange Gains		(1 782)	14 286
(Loss) before tax		**(7 442 287)**	**(880 965)**
Income taxes (expense) benefit		-	-
(Loss) for the year		**(7 442 287)**	**(880 965)**
(Loss) per share	(12)	**(875.56)**	**(103.6)**

-The accompanying notes from (1) to (16) are an integral part of these financial statements.

Udham Singh
General Manager

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

	31 December 2025 EGP	31 December 2024 EGP
(Loss) for the year	(7442 287)	(880 965)
Other comprehensive income	-	-
Total comprehensive (loss)	(7442 287)	(880 965)

-The accompanying notes from (1) to (16) are an integral part of these financial statements.

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Udham Singh

General Manager

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

	Paid-up capital EGP	Legal Reserve	Accumulated losses EGP	(Loss) for the year EGP	Total EGP
Balances as of 1 January 2024	850 000	425 000	17 389 511	(3 180 326)	**15 484 185**
Transfer to Retained Earnings	-	-	(3 180 326)	3 180 326	-
(Loss) for the year	-	-	-	(880 965)	(880 965)
Balances as of 31 December 2024	**850 000**	**425 000**	**14 209 185**	**(880 965)**	**14 603 220**
Balances as of 1 January 2025	850 000	425 000	14 209 185	(880 965)	**14 603 220**
Transfer to Retained Earnings	-	-	(880 965)	880 965	-
(Loss) for the year	-	-	-	(7 442 287)	(7 442 287)
Balances as of 31 December 2025	**850 000**	**425 000**	**13 328 220**	**(7 442 287)**	**7 160 933**

- The accompanying notes from (1) to (16) are an integral part of these financial statements.

Udham Singh
General Manager

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STANDALONE STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025

	Notes	31 December 2025 EGP	31 December 2024 EGP
Cash flow from operating activities			
(Loss) for the year before income tax		(7 442 287)	(880 965)
Operating cash flow before changes in working capital		**(7 442 287)**	**(880 965)**
Changes in working capital			
Increase / (decrease) in debtors and other debit balances		6 849 320	166 426
Increase / (decrease) in creditors and other credit balances		2 097	(1 177 806)
Increase / (decrease) in due to related parties		577 969	2 695 080
Total changes in working capital		**7 429 386**	**1 683 700**
Net cash (used in) operating activities		**(12 901)**	**802 735**
Net changes in cash & cash equivalents during the year		(12 901)	802 735
Cash & cash equivalents at the beginning of the year		6 890 475	6 087 740
Cash & cash equivalents at the end of the year	(8)	**6 877 574**	**6 890 475**

- The accompanying notes from (1) to (16) are an integral part of these financial statements.

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Udham Singh
General Manager

1 INTRODUCTION ABOUT THE COMPANY:

1.1 Incorporation

- Redington Egypt (a limited liability company) was established under the provisions of Law No. 159 of 1981, its executive regulations and articles of association on February 8, 2000. The company was registered under Commercial Registration No. 4681 and the company started its activities on February 9, 2000.
- The company's main headquarters: The company's head office is located at the El Emdad Wel Tamoen building, El-Nasr Road – Nasr City – Cairo.

The company's duration is 25 years starting from the date it acquires legal personality in accordance with the provisions of the Articles of Association and the Companies Law No. 159 of 1981. The period may be extended or shortened subject to the necessary procedures.

1.2 Activities

The company's principal activities include the sale and maintenance of computers and their accessories, spare parts, and training employees in various entities and companies on computer systems. It also provides all services related to computer software development and the necessary equipment, in compliance with applicable laws, regulations, and decrees, and subject to obtaining the required licenses for practicing these activities.

2.1 Basis of preparation:

2.1.1 Compliance with accounting standards

The Company's financial statements have been prepared in accordance with Egyptian Accounting Standards and relevant Egyptian Laws and Regulations.

These are the first financial statements in which the amendments to the Egyptian accounting standards mentioned in note (3) Changes in accounting policies are applied.

2.1.2 Going concern assumption

The financial statements have been prepared under the going concern assumption and the historical cost basis "please refer to note (2) fundamental accounting concept", except when otherwise indicated.

2.1.3 Presentation and functional currency

The financial statements have been presented in Egyptian Pounds. which is the company's functional currency. All values are rounded to the nearest Egyptian Pound.

2.1.4 Financial year

The financial year of the company commences on 1 January and ends on 31 December. The financial statements provide comparative information in respect of the previous period.

2.1.5 Approval of the separate financial statements for issuance

The financial statements have been approved for issuance by the company's director on 01 Feb 2026

2.2 Current versus non-current classification

The company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is current when it is:

a) Expected to be realized or intended to be sold or consumed in the normal operating cycle,
b) Held primarily for the purpose of trading,
c) Expected to be realized within twelve months after the reporting period, or
d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

a) It is expected to be settled in the normal operating cycle,
b) It is held primarily for the purpose of trading,
c) It is due to be settled within twelve months after the reporting period, or
d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.3 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities,
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, and
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.
For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

2.4 Foreign currency Translation

Transactions in foreign currencies "other than the entity's functional currency" are recorded at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are translated into the entity's functional currency at the then prevailing closing rates. Exchange differences arising on the settlement and translation of monetary items are included in profit or loss for the period except when deferred to other comprehensive income for available-for-sale assets and the effective part of qualifying cash flow hedges. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the company initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the company determines the transaction date for each payment or receipt of advance consideration.

2.5 Property, plant and equipment

2.5.1 Initial recognition and subsequent measurement:

Property, plant and equipment are stated at historical cost net of accumulated depreciation and accumulated impairment losses, if any. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the asset as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.
Major overhaul expenditure, including replacement spares and labour costs, is capitalised and amortised over the average expected life between major overhauls. All other replacement spares and other costs relating to maintenance of assets are charged to the statement of profit or loss on consumption or as incurred respectively.

2.5.2 Depreciation:

Depreciation is computed using the straight-line method according to the estimated useful life of the asset as follows:

Asset	The estimated useful life "years"
Furniture and fixtures	8-10 years
Computer Equipment	3 years
Equipment	5 years
Office Equipment	8 years
Computers software	5 years
Motor Vehicles	5 years

No depreciation is charged on land.

Depreciation commences as from the date when the asset is ready to enter service.

The useful lives and methods of depreciation of assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

2.5.3 Derecognition:

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on the derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

2.5.4 Free assets received from others:

When the company receives free products from its vendors. The company assesses whether each transferred item meets the definition of an asset, and if so, recognises the transferred asset as an asset. At initial recognition, its cost is measured at fair value, and a corresponding amount is recognized as a reduction in costs as the company has no future performance obligations.

2.5.5 Impairment losses on property, plant and equipment:

Impairment tests are performed on property, plant and equipment where evidence of an impairment loss arises. Assets to be tested for impairment losses are grouped within cash-generating units (CGUs) that correspond to homogeneous groups of assets that generate identifiable cash inflows from their use.
In accordance with EAS 31, the criteria adopted to assess indications that an impairment loss has arisen are either external (e.g. a material change in market conditions) or internal (e.g. a material reduction in revenue), without distinction.

2.6 Leases – The Company as a Lessee

As stated in Note (3) to the accompanying financial statements, the company has applied the new Egyptian Accounting Standard No. (49) related to leases starting from January 1, 2024.
The company assesses at the lease commencement date whether a contract is, or contains, a lease.
At the lease commencement date, the company recognizes a lease liability measured at the present value of the lease payments that are not paid at that date. Lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or rate, and the exercise price of a purchase option if the lessee is reasonably certain to exercise that option.

2.6.1 Lease Liabilities

At the lease commencement date, the company recognizes lease liabilities measured at the present value of lease payments due over the lease term. These payments include the following:

-Fixed lease payments (including in-substance fixed payments), less any receivable lease incentives.
-Variable lease payments that depend on an index or a rate, initially measured using the index or rate at the lease commencement date.
-Amounts expected to be paid by the lessee under residual value guarantees.
-The exercise price of a purchase option if the company is reasonably certain to exercise that option.
-Payments of penalties for terminating the lease if the lease term reflects the lessee exercising the option to terminate the lease.
Lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, or the company's incremental borrowing rate.
After the commencement date, the lease liability is measured by increasing the carrying amount to reflect interest on the lease liability and reducing it to reflect lease payments made. In addition, the carrying amount of the lease liability is remeasured if there is a modification or change in the lease term, lease payments, or assessment of the purchase option.

2.6.2 Right-of-Use Assets

The company recognizes right-of-use assets at the lease commencement date (i.e., the date the underlying asset is available for use). The right-of-use assets are measured at cost, excluding any salvage value, and are adjusted for any remeasurement of lease liabilities.

Right-of-use assets are measured at cost at initial recognition, which includes:

- The initial amount of the lease liability.
- Any lease payments made before or at the commencement date, less any lease incentives received.
- Any direct costs incurred by the company.
- Costs of dismantling, removing, and restoring the site to its original condition.

The right-of-use assets are depreciated over the shorter of the useful life of the asset or the lease term on a straight-line basis, unless ownership of the underlying asset transfers to the company at the end of the lease term, or if the asset is expected to be purchased through the exercise of a purchase option. In such cases, the right-of-use asset is depreciated over the useful life of the underlying asset.

Right-of-use assets are also subject to impairment. For accounting policies regarding impairment of non-financial assets, refer to section (3.1).

2.6.3 Short-Term Lease Contracts and Low-Value Assets

Lease payments associated with short-term leases and all leases of low-value assets are recognized as an expense on a straight-line basis over the lease term or another systematic basis. A short-term lease is defined as a lease with a term of 12 months or less. Low-value assets include items such as small office equipment

2.7 Impairment of tangible and intangible assets

At each reporting date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the Cash Generating Unit "CGU" to which the asset belongs.

An asset's recoverable amount is the higher of an asset's "or Cash Generating Unit's (CGU's)" fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecasts which are prepared separately for each of the Company's CGU to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. A long-term growth rate is calculated and applied to projected future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in the statement of profit or loss in expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's "or CGU's" recoverable amount. A previously recognised 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 recognised. 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 recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

Intangible assets with indefinite useful lives are tested for impairment annually as of 31 December either individually or at the CGU level, as appropriate and when circumstances indicate that the carrying value may be impaired.

2.8 Inventories

Trade goods and supplies inventories, including food and beverages are recognized at their cost of acquisition. At each reporting date, they are stated and valued at the lower of cost using the moving average method or net realizable value.
Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.
The amount of any write down of inventories to net realizable value and all losses of inventories shall be recognized in cost of sales in the statement of income in the period the write down or loss occurs. The amount of any reversal of any write down of inventories, arising from an increase in net realizable value, shall be recognized as reduction of cost of sales in the statement of profit or loss in the period in which the reversal occurs

2.9 Customer Balances and Assets / Obligation Arising from a Contract with Customers

2.9.1 Asset Arising from a Contract with Customers (Contract Asset)
A contract asset is recognized when the company's right to consideration from the customer is conditional upon delivering goods or completing services successfully. Once the goods or services are accepted by the customer, the recognized amount is reclassified to customer receivables. Contract assets are subject to impairment under the expected credit loss model.

2.9.2 Customer Receivables
Customer receivables represent amounts due from customers in exchange for goods delivered or services rendered in the ordinary course of business. These amounts are payable unconditionally, generally within 30 days. Consequently, customer receivables are recognized when the right to payment becomes unconditional, even if the payment is due later, as long as the right to payment is not contingent on any future performance.

2.9.3 Obligation Arising from a Contract with Customers (Contract Liability)
A contract liability is recognized when the company receives an advance payment from the customer (or becomes entitled to such payment) before delivering the goods or completing the services. Contract liabilities are recognized as revenue when the company fulfils its obligation under the contract (i.e., when control over the goods or services transfers to the customer).

2.9.4 Impairment of Financial Assets
For customer receivables and contract assets, the company applies the simplified approach to measure expected credit losses. This means that the company does not track credit risk, but rather recognizes a loss allowance based on lifetime expected credit losses at each reporting date.
Expected losses are determined using grouped receivables and historical loss rates, adjusted for current conditions and forward-looking information.
The company considers a receivable to be in default when payments are significantly past due (e.g., more than 90 days). In some cases, a receivable may be considered impaired if internal or external information suggests that the customer is unlikely to fully pay the amount owed to the company.
A receivable is written off when all possible collection efforts have been exhausted.

2.10 Trade and other receivables

Trade receivables are amounts due from customers for sales of goods in the ordinary course of business. They are generally due for settlement within 30-90 days and are therefore all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Impairment losses are measured as the difference between the 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 period in which it occurs

2.11 Accounts payable and accruals

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

2.12 Provisions

2.12.1 General
Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

2.12.2 Contingencies

Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in the financial statements but are disclosed when an inflow of economic benefits is probable.

2.13 Legal Reserve

According to the Companies Law and the Company's articles of association, 5% of the annual net income is to be transferred to the legal reserve until this reserve reaches 50% of the issued capital.

2.14 Borrowings

Interest-bearing loans and overdrafts are recorded at the proceeds received, net of direct issue costs and stated at amortized cost using the effective interest rate method. The amortized cost calculation is revised, when necessary, to reflect changes in the expected cash flows and the expected life of the borrowings including the effects of the exercise of any prepayment, call or similar options. Any resulting adjustment to the carrying amount of the borrowings is recognized as finance costs in the Statement of profit or loss. Cash flows relating to finance costs are included in operating activities in the statement of cash flows.

2.15 Revenues from contracts with customers

Egyptian accounting standards number (48) Revenue from Contracts with Customers provides a single, principles-based, five-step model to be applied to all sales contracts. It is based on the transfer of control of goods and services to customers, and requires the identification and assessment of the satisfaction of delivery of each performance obligation in contracts in order to recognise revenue.

Where separate performance obligations are identified in a single contract, total revenue is allocated on the basis of relative stand-alone selling prices to each performance obligation, or management's best estimate of relative value where stand-alone selling prices do not exist.

Revenue is measured at the fair value of consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, value added taxes and other sales-related taxes, and provisions for returns and cancellations.

Revenue for each category type of revenue is typically fixed at the date of the order and is not variable.

Revenue type	Performance obligations	Revenue recognition accounting policy	Timing of customer payments
Sale of goods	Delivery of goods to the customer.	Performance obligations are satisfied at the point of time when the control of the asset is transferred to the customer (When the customer pays at the check-out).	Payments for sale of goods are normally received cash at the check-out

2.16 Expenses

All expenses including cost of sales, general and administrative expenses, selling and distribution 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.

2.17 Employees' Pension Benefits

The Company participating in the social insurance program carried by the Egyptian government for the employees benefit in accordance with the social insurance law number (79) of 1975 and its amendments along with the social insurance and pension law number (148) for year 2019 issued during year 2019 and effective from 1 January 2024. Employees and the employer pay a contribution according to this law of a fixed percentage out of the employee salary.

The Company's obligation regarding this program is limited to its contribution which is recognised in profit or loss according to the accrual basis.

2.18 Income Tax

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

2.18.1 Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2.18.2 Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realize the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

2.19 Value-added tax

Expenses and assets are recognized net of the amount of value-added tax, except:

- When the value-added tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the value-added tax is recognized as part of the cost of acquisition of the asset or as part of the expense item, as applicable,
- When receivables and payables are stated with the amount of value-added tax included

The net amount of value-added tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

2.20 Finance costs

Finance costs will normally include:
Costs that are borrowing costs for the purposes of Egyptian Accounting Standard (14) Borrowing Costs:

a. interest expense calculated using the effective interest rate method as described in Egyptian Accounting Standard (26) Financial Instruments – recognition and measurement,
b. interest in respect of lease liabilities (refer to note 4.6), and
c. exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Interest expense on lease liabilities must also be presented as a component of finance cost in the statement of profit or loss and other comprehensive income.
General and specific borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred in the statement of profit or loss.

2.21 Dividends

The Company recognises a liability to make cash or non-cash distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Company.

2.22 Statement of cash flows

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

2.23 Related party transactions

The Company consummates transactions with related parties on an arm's length basis subject to the rules, policies and regulations applied in the Company

2.24 Investments in Subsidiaries

Investments in equity instruments are classified as investments in subsidiaries when the investee is under the control of the investor company. Control is achieved when the investor has the power to influence returns through its authority over the investee. Investments in subsidiaries are accounted for using the cost method in the separate financial statements. Under the cost method, the investment is recognized at cost, net of any impairment in value. Dividend income declared by the subsidiary is recognized in profit or loss to the extent of the investor's share.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

Use of estimates and judgements

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of asset or liability affected in future periods.

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

3.1 Economic useful lives of property, plant, equipment

The Company's management determines the estimated useful lives of its property, plant, and equipment and intangibles for calculating depreciation/amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. The Company periodically reviews estimated useful lives and the depreciation/amortisation method to ensure that the method and period of depreciation/amortisation are consistent with the expected pattern of economic benefits from these assets.

3.2 Determining the lease term of contracts with renewal and termination options – company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

The renewal options for leases of motor vehicles are not included as part of the lease term because the Company typically leases motor vehicles for not more than five years and, hence, is not exercising any renewal options. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

3.3 Impairment of financial assets (Provision for expected credit losses of trade receivables and contract assets)

The Company uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance).

The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in certain sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

3.4 Contingent liabilities

Financial statements of the company are exposed to various contingent liabilities in the normal course of business. Management evaluates the status of these exposures on a regular basis to assess the probability of the Company incurring related liabilities. However, provisions are only made in the financial statements where, based on the managements' evaluation, a present obligation has been establi

4 PROPERTY, PLANT AND EQUIPMENT

	Office Equipment EGP	Furniture & fixtures EGP	Equipment EGP	Computer EGP	Computers software EGP	Total EGP
Cost:						
As of 1 January, 2025	308 978	376 715	1 132 982	749 136	9 152	2 576 963
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
As of 31 December, 2025	308 978	376 715	1 132 982	749 136	9 152	2 576 963
Accumulated depreciation:						
As of 1 January, 2025	(308 978)	(376 715)	(1 132 982)	(749 136)	(9 152)	(2 576 963)
Depreciation for the year	-	-	-	-	-	-
Accumulated depreciation of disposal	-	-	-	-	-	-
As of 31 December, 2025	(308 978)	(376 715)	(1 132 982)	(749 136)	(9 152)	(2 576 963)
Net book value as of						
31 December, 2025	-	-	-	-	-	-
31 December, 2024	-	-	-	-	-	-

- There is no mortgage or pledge over the property, plant and equipment.
- The company did not recognize any material impairment losses on property, plant and equipment during neither 2025 nor 2024.
- There are fully depreciated property, plant and equipment as of 31 December 2025 amounted to EGP 2 576 963
- Analysis of depreciation:

	For the years ended 31 December 2025	2024
Depreciation expenses is allocated in the statement of profit or loss as follows:	EGP	EGP
Administrative expenses (note 11)	-	-

5 Investments in Subsidiaries

	Ownership Ratio	For the year ended 31 December 2025 EGP	2024 EGP
Redington Distribution Co	%99	1 980 000	1 980 000
Net Investments in Subsidiaries		1 980 000	1 980 000

6 DEBETORS AND OTHER DEBIT BALANCES

	For the year ended 31 December 2025 EGP	2024 EGP
Taxes -- Advance Payment System	3 092 081	3 492 081
Prepaid Taxes	-	5 159 622
Value added tax receivable (debit balance)	213 342	213 342
Withholding tax receivable (debit balance)	-	1 308 698
Employee Advances	-	-
Third-Party Payments	26 500	26 500
Prepaid Rent	175 000	156 000
Prepaid Insurance	-	-
	3 506 923	10 356 243

7 DUE TO RELATED PARTIES

7.1 DUE TO RELATED PARTIES

	Nature relationship	For the year ended 31 December 2025 EGP	2024 EGP
Redington Distribution Co	Controlling Company	4 455 608	3 877 639
		4 455 608	3 877 639

- Outstanding balances at the year-end arose in the normal course of business.

8 CASH AND SHORT-TERM DEPOSITS

	For the year ended 31 December 2025 EGP	2024 EGP
Cash at banks - current accounts	6 877 574	6 890 475
	6 877 574	6 890 475

9 CAPITAL

The Company's authorized capital amounts to EGP 850 000 distributed over 8,500 shares, each valued at EGP 100, all of which are cash contributions, allocated as follows:

Quota holder	Capital EGP	Shares	%
Redington Gulf FZE	841 500	8 415	99%
Carden worth FZE	8 500	85	1%
	850 000	8 500	100%

10 CREDITORS AND OTHER CREDIT BALANCES

	For the year ended 31 December	
	2025	2024
	EGP	EGP
Accrued expenses	50 500	46 800
Employment Income Tax	-	-
Other credit balances	668 702	668 702
Social insurance	-	-
Solidarity Contribution	28 755	28 755
With holding tax	-	1 602
	747 957	745 859

- Accrued expenses and other payables are non-interest bearing and have an average term of six months.
- For explanations on the company's liquidity risk management processes, refer to note (31.3).

11 GENERAL AND ADMINISTRATIVE EXPENSES

	For the year ended 31 December	
	2025	2024
	EGP	EGP
Salaries and Wages (G&A)	-	-
Employment Income Tax Differences	-	711 092
Rent	156 000	115 000
Consulting Services	-	70 466
Tax assessments	7 222 884	-
Professional Fees	50 500	55 000
Maintenance and Repairs	-	10 641
Medical Insurance	-	-
Insurance	-	-
Solidarity Contribution	-	-
Bank Charges	23 127	11 552
	7 452 512	973 751

12 (LOSS) / PROFIT PER SHARE

The loss per share was calculated using the weighted average method for the number of shares outstanding during the year. The following table reflects the loss and shares data used in the earnings per share calculation:

	For the year ended 31 December	
	2025	2024
	EGP	EGP
(Loss) / profit for the year	(7 442 287)	(880 969)
Weighted average number of shares outstanding during the year	8 500	8 500
(Loss) per share	(875.56)	(103.64)

There have been no other transactions involving ordinary shares or potential ordinary shares during the reporting period and between the reporting date and the date of authorization of these financial statements

13 TAXATION

13.1 corporate tax

The period from the inception date "2009" till the year ended 31 December 2019

- The company submitted to finalize the tax position for those periods To benefit from the Tax Facilitation Law and all taxes have been fully settled.

The period from the inception date "2020" till the year ended 31 December 2025:

- The company submits tax returns on the legal dates and pays the annual tax based on the tax returns
- and tax examination work for those periods is underway with the competent tax office and There are no claims against the company up to the tax period ending in 2025

13.2 Withholding tax

- The company submits tax returns on the legal dates and pays the tax based on the tax returns

13.3 Payroll tax

- The company deducts the tax at the legally specified dates and submits it to the tax authority on the legal dates.
- The company prepares the quarterly tax returns and annual tax settlements on the legal dates.
- the company has been inspected up to December 2020 and all due tax differences were paid and There are no outstanding claims for subsequent periods.

13.4 Stamp duty taxes

- The company is registered in the stamp tax
- The company has been inspected up to December 2022 and all due tax differences were paid and there are no claims for subsequent periods.

13.5 Sales Tax / Value Added Tax

The period from the inception date "2004" till the year ended 31 December 2025:

- The company submits value-added tax returns regularly and pays taxes due on the specified legal dates
- The company was inspected until November 2020 and all due tax differences were paid. and there are no claims for subsequent periods.

14 RELATED PARTIES TRANSACTIONS

The Company consummates transactions with related parties on an arm's length basis subject to the rules, policies and regulations applied in the Company.

Nature of relationship / Name	Opening balance 1 January 2025 EGP	In exchange for services EGP	Ending Balance 31 December 2025 EGP
Redington Distribution Co	3 877 639	577 969	4 455 608
	3 877 639	**577 969**	**4 455 608**

- There are no guarantees provided by / to the related parties in return for the debit or credit balances.
- There is no impairment in the value of balances due from related parties during the year. The need for this is assessed by assessing the financial position of the related parties and their market activities

15 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments are represented in financial assets and financial liabilities. The company's financial assets include:

- Cash and short-term deposits.
- Due from related parties.
- Other debit balances.

The company's financial liabilities include:

- Accounts and notes payables,
- Accrued expenses and other credit balances,
- Due to related parties,
- Provisions,
- Interest-bearing borrowings, and

The main purpose of these financial liabilities is to finance the Company's operations.

The carrying amounts of the financial assets and liabilities are not materially different from their fair values.

The significant accounting policies applied for the recognition and measurement of the above-mentioned financial assets and liabilities and the related income and expenses are included in (note 4) to these financial statements. The Company has exposure to the following risks from its use of financial instruments:

- Market risk,
- Credit risk, and
- Liquidity risk

This note presents information about the company's exposure to each of the above risks, the company's management of capital, and the company's objectives, policies and procedures for measuring and managing risk.

The Company's management oversees the management of these risks. The management reviews and agrees policies for managing each of these risks, which are summarized below. The parent company treasury function provides services to the Group's businesses, co-ordinates access to domestic and international financial markets, and monitors and manages the financial risks relating to the operations of the Group. These risks include market risk (including currency risk, interest risk and price risk), credit risk and liquidity risk.

15.1 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, debt and equity investments and derivative financial instruments.

The sensitivity analyses in the following sections relate to the position as at 31 December in 2024 and 2023.

15.1.1 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company's exposure to the risk of changes in foreign exchange rates relates primarily to the company's operating activities (when revenue or expense is denominated in a foreign currency).

The company's exposure to foreign currency risk at the end of the reporting period, expressed in Egyptian pounds, was as follows:

	For the years ended 31 December	
	2025	**2024**
	EGP	**EGP**
Cash and short-term deposits	**6 877 574**	**6 890 475**

	For the years ended 31 December	
	2025	**2024**
	EGP	**EGP**
Net foreign exchange gain included in the statement of profit or loss	**(1 782)**	**14 286**

15.2 Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

15.3 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The cash flows, funding requirements and liquidity of the Company are monitored by the company's management supported by the Parent Company, The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank borrowings. The Company manages liquidity risk by maintaining adequate reserves and borrowing facilities, by continuously monitoring forecasted and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Company currently has sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

	On Demand	Less than 3 Months	3 to 12 Months	From 1 Year to 5 Years	More than 5 Years	Total
	EGP	EGP	EGP	EGP	EGP	**EGP**
Year ended 31 December 2025						
Creditors and other credit balances	-	747 956	-	-	-	747 956
Due to related parties	4 455 608	-	-	-	-	4 455 608
	4 455 608	**747 956**	-	-	-	**5 203 564**

	On Demand	Less than 3 Months	3 to 12 Months	From 1 Year to 5 Years	More than 5 Years	Total
	EGP	EGP	EGP	EGP	EGP	**EGP**
Year ended 31 December 2024						
Creditors and other credit balances	-	745 859	-	-	-	745 859
Due to related parties	3 877 639	-	-	-	-	3 877 639
	3 877 639	**745 859**	-	-	-	**4 623 498**

16 FAIR VALUES OF FINANCIAL INSTRUMENTS

Financial instruments comprise financial assets and financial liabilities.

Financial assets of the company include bank balances and cash, other debit balances, and due from related parties. Financial liabilities of the company include interest-bearing loans and borrowings, trade, notes, and other payables, lease liabilities, provisions, and due to related parties.