

BANQUE DU CAIRE

INSIDER TRADING POLICY

Trading in the Bank's Shares and Related Financial Instruments

2026

Introduction

In furtherance of the Bank's commitment to applicable laws, regulations and decisions governing the capital market, and to the principles of transparency, integrity and equal opportunity in trading in the Bank's shares, and to prevent misuse of inside information not available to the public, the Bank has established this Policy to regulate dealings by insiders and persons having access to inside information in the Bank's shares and related financial instruments.

This Policy applies without prejudice to any requirements or obligations imposed by laws, regulations and decisions of the Financial Regulatory Authority (FRA), the Egyptian Exchange (EGX), the Central Bank of Egypt (CBE) or any other competent regulatory authority.

Purpose of the Policy

This Policy establishes the institutional and regulatory framework governing transactions in the Bank's shares by insiders, persons with access to inside information, major shareholders and other persons subject to applicable laws and supervisory rules, to safeguard the integrity of the Bank's initial public offering and subsequent trading on the Exchange.

1. Regulate transactions by insiders, their groups, related parties and persons with access to inside information.
2. Prohibit the exploitation of undisclosed inside information in share transactions.
3. Prevent unauthorized disclosure or transmission of non-public inside information.
4. Establish clear controls for permitted trading windows and blackout periods.
5. Protect the Bank, its directors, officers and employees against legal, regulatory and reputational risks.
6. Ensure compliance with FRA and EGX listing, delisting, disclosure and governance requirements.
7. Ensure fairness and equal opportunities for all market participants.
8. Establish and continuously update an institutional insider register.
9. Define the responsibilities of the Bank's groups, sectors and departments in implementing the Policy.
10. Support governance, disclosure, transparency and management of conflicts of interest.
11. Set out clear notification and transaction-disclosure procedures.

This Policy forms part of the Bank's governance, compliance, conflict-of-interest, disclosure and related-party policies.

Definitions

Bank

Banque du Caire (Egyptian joint-stock company).

Shares

Shares in Banque du Caire's capital listed or traded on the Egyptian Exchange.

Related financial instruments

Any securities or financial instruments whose trading is directly or indirectly linked to the Bank's shares in accordance with applicable regulatory rules.

Material information

Information likely to have a significant effect on the price of securities offered or tradable, investment decisions or market trading trends. Such information becomes public when disclosed to all market participants simultaneously and through the same means in accordance with Exchange disclosure rules.

Insiders

Members of the boards of the Bank and its subsidiaries, affiliates and controlled companies; their representatives, spouses and minor children; and persons able to access the Bank's inside information, together with their spouses and minor children.

Inside information

Material information not publicly disclosed and directly or indirectly related to the Bank's business, activities, financial position, results, operations or associated entities.

Insider trader

A person who derives a direct or indirect benefit for themselves or another person from dealing on or exploiting inside information; subject to Article (64) of Capital Market Law No. 95 of 1992.

Related group

Persons or entities subject to the effective control of the same natural or legal persons, or acting together when voting at general assemblies or board meetings.

Person with access to inside information

Any person whose position, job or relationship with the Bank permits access, directly or indirectly, to undisclosed material information that could benefit that person or another; subject to Article 64 of the Capital Market Law.

Market manipulation

An act or omission intended to affect securities trading prices and capable of harming market participants; subject to Article 63/6 of the Capital Market Law.

Dealing

Buying, selling, disposing, subscribing, assigning, transferring, pledging, borrowing or lending securities, using derivatives, recommending or arranging transactions, or cancelling or amending existing orders in connection with the offering or shares.

Blackout period

A period during which persons subject to this Policy are prohibited from dealing in the Bank's shares or related financial instruments under applicable rules or an additional restriction imposed by the Bank.

Restricted list

A list of securities, entities or transactions in which internal dealing is prohibited.

Insider register

The permanent, updateable register maintained by the Bank for persons subject to insider dealing rules, as described in Annex 2.

Legal and Regulatory References

- Central Bank of Egypt Law No. 194 of 2020.
- CBE instructions on governance and internal control in banks.
- Capital Market Law No. 95 of 1992, its executive regulations and amendments.
- EGX listing and delisting rules issued by FRA Board Resolution No. 11 of 2014, as amended, and their implementing procedures.
- Egyptian Corporate Governance Code.
- Rules, decisions and instructions issued by the Egyptian Exchange.
- Rules, decisions and instructions issued by the Financial Regulatory Authority.
- Companies Law No. 159 of 1981, its executive regulations and amendments.

Scope of Application

This Policy applies to all persons subject to insider dealing rules, particularly the following:

1. Board members

Executive, non-executive and independent directors and representatives of legal persons on the Board.

2. Senior management

The CEO and Managing Director, deputies, key officers and anyone whose duties enable access to undisclosed material information.

3. Persons with access to information

Any person inside or outside the Bank whose capacity, role, shareholding, contract or relationship gives access to non-public material information that may affect the share price or investment decisions.

4. Major shareholders

Shareholders owning 20% or more of the Bank's capital directly, indirectly or through related persons, under applicable rules.

5. Other persons with inside information

Any person regardless of their job title or ownership interest allow access to undisclosed material information.

Depending on the nature of the information, potentially covered functions and external parties include:

- Finance Group
- Investment Sector
- Investor Relations
- Banking Compliance Group
- Legal Affairs Group
- Internal Audit Group
- Risk Group
- Board Secretariat and Strategy

- members of Board committee
- Credit where a material event is involved
- functions involved in capital increases, offerings, acquisitions or divestments;
- offering advisers and managers
- external auditors and related parties
- valuation companies
- and any other function designated by the Head of Investor Relations.

6. Related persons

Persons treated as related to an insider or major shareholder under applicable laws and regulatory rules.

7. Spouses and minor children

Spouses and minor children of persons subject to insider dealing rules to the extent required by listing, disclosure and insider register rules, unless the applicable rules provide otherwise.

Disclosure, Transparency and Trading Restrictions

Protection of data and inside information

The Board approves the policies and implementing procedures required to safeguard non-public material information that could affect investment decisions, market valuations or financial instruments. Corporate Governance maintains an updated list of persons authorized to trade, documenting operational responsibilities and the basis for access to information.

External advisers, including legal advisers, external audit and tax advisers and statutory auditors, must execute binding confidentiality agreements and remain responsible under applicable laws for protecting information.

The Bank shall disclose immediately and completely any material information capable of affecting its share price or investors' decisions in accordance with the Egyptian Exchange (EGX) and the Financial Regulatory Authority (FRA) requirements.

Accidental disclosures

Any unauthorized disclosure of non-public materials or data must be immediately escalated to the CEO and Managing Director. Where necessary, the Bank will issue an official clarification in coordination with the relevant Exchange authorities.

Blackout periods

Without prejudice to any additional Bank-imposed blackout, persons subject to insider dealing rules may not trade during periods prohibited by law or regulation. In particular, the restriction applies during the five business days preceding, and the business day following, disclosure of any material event or information, for the categories of persons covered by the relevant rules.

The same restriction applies upon publication of annual or interim financial statements if they contain a material difference from previously published results.

The Bank may impose additional blackout periods on certain persons or all persons with access to inside information when warranted by the nature of information, market conditions, an offering or disclosure requirements.

Investor Relations and the relevant departments shall notify insiders of blackout periods through a reliable, documented means that provides evidence of notification, such as official email or other EGX-approved means. Each notification shall specify the following:

- The event or information and the reason for the restriction.
- The disclosure date and the five preceding business days.
- The following business day and the blackout start and end dates.
- The earliest permissible dealing date, subject to continuing restrictions arising from possession of undisclosed inside information.
- Any additional instructions from the Head of Investor Relations.
- A copy of each notification must be entered into the designated EGX system at the same time as it is sent to the relevant persons.

Exceptions to blackout periods

- 1- Compulsory sales.
- 2- Sales to collect debts secured by pledged securities.
- 3- Transactions for securities portfolios and investment funds managed by independent investment managers.
- 4- Treasury share and employee incentive share transactions through the special transactions market or open market.

All exceptions apply only within the limits and conditions of applicable rules and do not permit misuse of inside information in breach of the Capital Market Law.

Trading Code of Conduct

- Persons with inside information must notify their spouses, minor children and related persons or groups of applicable blackout dates to ensure compliance.
- Permitted trading is trading during periods not subject to the restrictions established by this Policy.
- Managers holding confidential information must ensure that team members understand confidentiality obligations and trading restrictions. Changes in the organizational structure must be immediately notified to the Head of Investor Relations for updating the insider register.

Prohibited activities

- Trading in the Bank's shares while possessing or having access to inside information.
- Disclosing inside information outside authorized channels or transmitting it via personal email, unsecured applications or devices.
- Recommending, encouraging, arranging or assisting another person or related party to trade, even without revealing the complete inside information.
- Amending or cancelling a trade or order after receiving or obtaining inside information.
- Failing to comply with the conflict-of-interest policy regarding Bank-related investment opportunities or offerings without the required disclosure and approvals.
- Using a spouse, child, related person, intermediary or another account to circumvent this Policy.

- Commenting on financial circumstances at private or group meetings, or making comments on business activities other than as required by capital-market legislation.
- Speaking on behalf of the Bank without authorization about its results or material events, or directly or indirectly sharing information or data.

Investor Relations

The Head of Investor Relations (IR) is authorized to deal with shareholders, market analysts and rating agencies fairly and transparently and to manage investor calls, digital correspondence, investor tours and official communications concerning the Bank's position in the market.

Bank Insider Register — Annex 2

The Bank shall maintain an internal register separate from the EGX electronic system as its operational reference for managing and monitoring persons with inside information. Investor Relations is responsible for the register, while Compliance has oversight and monitoring authority.

The register shall include, at a minimum, name, capacity, job title, representative of a legal person (where applicable), name of the spouse, names of minor children, national ID or passport number for non-Egyptians, unified codes where available, reason for inclusion/nature of relationship, and related persons or groups. The register shall be updated periodically and immediately following changes.

EGX electronic register

The Bank shall enter the internal register and any changes into the designated EGX electronic system in accordance with its technical and procedural requirements, ensuring consistency between both records. Any discrepancy between the two registers shall be subject to immediate review by Investor Relations and Compliance; material changes must be updated without waiting for the next periodic update.

Acknowledgment

Every person included in the insider register must sign the acknowledgment in Annex 1.

Reporting Suspected Insider Dealing

The Bank's Whistleblowing Policy shall apply where any leak or violation is suspected.

Non-compliance and Sanctions

A breach of this Policy is a serious violation and may result in withdrawal of information access rights, suspension of share dealing, or referral for internal or external investigation, as appropriate, in accordance with the Capital Market Law and applicable penalties.

Duties and Responsibilities

The Head of Investor Relations shall:

- Update this Policy in accordance with applicable Bank rules and periodically update the insider register.
- Monitor dates for disclosure of financial results.

- Notify the function responsible for the register of anticipated disclosure dates.
- Coordinate the determination of blackout periods.
- Verify that disclosures are made under applicable rules.
- Coordinate with the EGX on disclosures and transactions requiring publication.

Effective Date and Review

This Policy takes effect upon the date of approval by the Bank's Board of Directors. All Bank groups, departments and units shall implement this policy within their respective responsibilities.

This policy supersedes any conflicting prior internal instructions or procedures. The Head of Investor Relations shall review and update it as necessary and submit amendments to the Board for approval.

Publication

This Policy shall be published on the Bank's official website to enable relevant parties to review it, or by any other means approved by the Board.

ANNEX 1 — Acknowledgment and Undertaking

Acknowledgment of Receipt of and Compliance with Banque du Caire Insider Trading Policy

I, [●], in my capacity as [●], affiliated with [Sector/Department], acknowledge that I have received, read and understood Banque du Caire's Insider Trading Policy and the controls and obligations contained therein. I undertake to comply with its provisions and all applicable legal and regulatory rules, particularly the following:

- No misuse of inside information: not to use undisclosed inside information to deal in the Bank's shares or financial instruments, or enable others to benefit from it.
- Confidentiality: not to disclose or provide inside information to third parties.
- Blackout periods: not to undertake prohibited transactions during blackouts imposed by law, regulation or Bank policy.
- No circumvention: not to take any action designed to evade the Policy or its restrictions.
- Updating information: to notify the Bank's responsible function of changes to required register information.
- Notices and instructions: to observe relevant notices and instructions issued by the Bank's competent function within its responsibility, including those applicable to relevant related persons or groups.

This acknowledgment establishes my awareness of and undertaking to comply with the Policy and does not replace any further notification, disclosure or acknowledgment required by law. It does not limit liability or procedures arising from any breach.

Full name: [●]

Employee number: [●]

National ID / Passport number: [●]

Position / Capacity: [●]

Unified code, if any: [●]

Date of receipt and review: [●]

Signature: [●]

ANNEX 2 — Insider Register

No.	Required field	Information
1	Name	
2	National ID / passport number for non-Egyptians	
3	Capacity / job title	
4	Group / sector / department	
5	Employer — Bank / subsidiaries / related entities	
6	Unified code, if any	
7	Reason for inclusion in register	
8	Spouse's name	
9	National ID	
10	Unified code	
11	Names of minor children	
12	National ID	
13	Unified code	
14	Names / details of related persons and/or groups	
15	National ID	
16	Unified code of related persons	

ANNEX 3 — Notice of Blackout Period for Trading in the Bank's Shares

Cairo, [date]

To: [●]

Dear Sir/Madam,

With reference to Banque du Caire's Insider Trading Policy and applicable laws and regulations, please be informed that you are subject to the following trading blackout period:

Reason for blackout: [●]

Blackout start date and time: [●]

Blackout end date and time: [●]

Earliest date on which dealing may resume: [●]

Accordingly, you must refrain from any transaction prohibited by applicable laws, regulations or the Bank's Policy during the above period and comply with all relevant controls and procedures.

Expiry of the period specified in this notice does not, in itself, constitute authorization to resume dealing and does not affect any other restriction imposed by law or the Bank's Policy, particularly restrictions arising from possession of undisclosed inside information.

Please comply with this notice and contact the Head of Investor Relations before any transaction if you have any doubt about whether it is permitted.

Yours faithfully,

Head of Investor Relations

Name: _____

Signature: _____