Fertiglobe

An ADNOC and OCI Company



14 May 2024



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Safety First

Commitment to Zero Injuries

12-month rolling recordable incident rate to 31 March 2024 0.14 incidents per 200,000 manhours

Total TRIR (Total Recordable Injury Rate)(1)





Target Zero Injuries at All Facilities

- Achieve leadership in safety and occupational standards across the operations
- Fostering a culture of zero injuries at all production sites
- Improving health and safety monitoring, prevention, and reporting across plants
- Fertiglobe has consistently achieved some of the lowest TRIR numbers in the industry

HSE Certifications

- OHSAS 18001 Occupational Health and Safety Management Systems
- RC 14001 Responsible Care Management Systems
- Assets are also REACH certified











Fertiglobe is committed to providing a safe and healthy workplace for all employees and stakeholders by implementing the highest international safety standards to avoid any potential risks to people, communities, assets or the environment



Fertiglobe at a Glance

Leading Nitrogen Fertilizer Exporter Globally and Unique Ammonia Platform







Source: Company Information, CRU

Notes: (1) Maximum downstream capacities cannot be achieved at the same time. DEF production capacity not included in the 6.6mt sellable volume capacity. (2) Realized weighted average gas price based on respective gas price arrangements in Abu Dhabi, Algeria and Egypt. Gas price arrangements include cost escalation factors and in Egypt increments above certain product price levels. Gas supply contract in Algeria extends to 2033; price stabilization mechanism expired in 2023, and negotiations for a revised pricing arrangement are currently ongoing. (3) EBITDA excluding foreign exchange and income from equity accounted investees, adjusted to exclude additional items and costs that management considers not reflective of core operations.

4 World-class Strategically Located
Production Facilities

Global In-House Distribution Capabilities

including ~1,000kt Storage Capacity

Early Mover in Sustainable Ammonia

Q1 2024
Revenue \$552m
Adj. EBITDA⁽³⁾ \$223m
Adj. net profit \$119m

Logistics allowing for Excellent Freight and Transport Advantaged, Duty-free Delivery to East and West

6.6mt Sellable Volume Capacity (1)

- 5.1mt Urea Production Capacity
- 4.4mt Gross Ammonia
 Production Capacity
- **0.5mt DEF** Production Capacity ⁽¹⁾

Feedstock Advantaged

\$3.1/mmbtu (Q1 2024 Avg. Gas Price⁽²⁾)

Executive Summary

- ▶ Q1 2024 results: Revenues of \$552 million (-20% Y-o-Y), adjusted EBITDA of \$223 million (-25% Y-o-Y), with adjusted net profit attributable to shareholders of \$119 million (-12% Y-o-Y), driven by lower prices Y-o-Y.
- ▶ Q1 2024 own-produced sales volume up 5% Y-o-Y, driven by 22% and 1% higher own-produced ammonia and urea sales volumes, respectively, on a mix of higher production and lower ending inventories.
- ▶ Continued focused efforts on the Manufacturing Improvement Plan (MIP) are expected to realize at least \$100 million in incremental annual adjusted EBITDA by the end of 2025, compared to 2023, by enhancing Fertiglobe's production and energy efficiency.
- ▶ Fertiglobe implemented \$29 million of run rate savings as at the end of Q1 2024 and is on track to realize its \$50 million cost optimization target by the end of 2024.
- ▶ Subject to receiving various antitrust and regulatory approvals, ADNOC's acquisition of OCI's majority 50% stake in Fertiglobe, is expected to be completed in 2024.
 - ▶ The transaction supports both ADNOC's ambitious chemicals strategy and its plans to establish a global growth platform for ammonia, as well as Fertiglobe's growth plans by unlocking further potential in its core products of urea and ammonia, while accelerating the pursuit of new market and product opportunities and expanding its focus on clean ammonia.
- ► Fertiglobe is committed to harnessing cutting-edge technology and innovation, including Artificial Intelligence (AI), to enhance efficiencies, mitigate emissions, and bolster operational and process safety.
- ▶ Market Outlook: The outlook for ammonia and nitrogen markets continues to be supported by improving demand from new and existing sources with limited supply additions over the medium-term.





A New Chapter in Fertiglobe's Journey







ADNOC to Acquire OCI's 50% stake in Fertiglobe

ADNOC has agreed to acquire OCI's 50% stake in Fertiglobe, making ADNOC the majority shareholder of Fertiglobe (86.2%) post closing, pending standard legal and regulatory approvals. The free float listed on ADX remains unchanged at 13.8% post-transaction.



A major milestone as ADNOC becomes Fertiglobe's majority shareholder...

... supporting Fertiglobe's future growth plans, enabling it to unlock further potential in its core products of urea and ammonia, accelerate the pursuit of new market and product opportunities, and expand its focus on clean ammonia as an emerging fuel and hydrogen carrier.



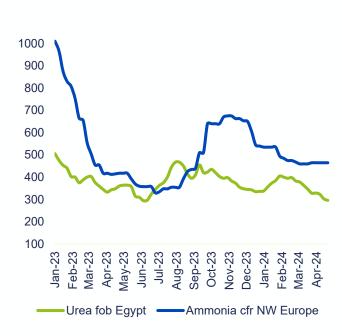
ADNOC provides an optimal long-term home for Fertiglobe

The transaction supports ADNOC's ambitious chemicals strategy and its plans to establish a global growth platform for ammonia, with a continued focus on delivering growth and maximizing value creation for Fertiglobe's shareholders, while also balancing attractive dividend-payout.

Ammonia Prices Softer but Resilient at Start of 2024; Urea Prices Rangebound

Ammonia prices stabilized at ~\$460-\$470/t CFR Europe despite cost correction; urea hovering at ~\$295/t end of April

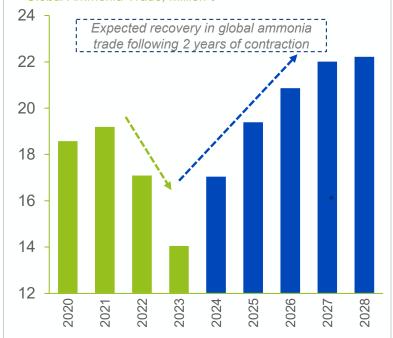
Resilient prices backed by fundamental N demand \$/t



Nitrogen demand recovery expected:

- ✓ Fertilizer affordability in Q1'24 improved y-on-y (+3%)
- ✓ Constrained Chinese exports (record low in Q1) & and India maintaining its position as one of the top 3 largest importers in the market
- ✓ Improved NH₃ import demand in key markets in Q1

Global ammonia trade recovery expected Global Ammonia Trade, Million t

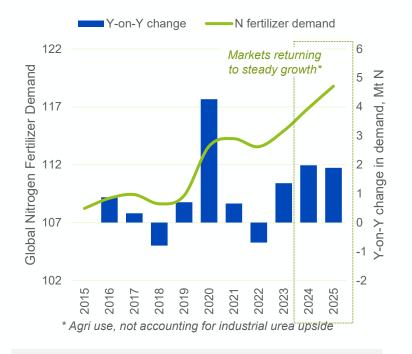


Ammonia demand recovery:

✓ Ammonia trade is expected to recover, underpinned by industrial demand recovery & improved downstream fertilizer industry performance.

Healthy prospects for N fertilizer demand

Y-on-Y change in global nitrogen fertilizer demand, million t N

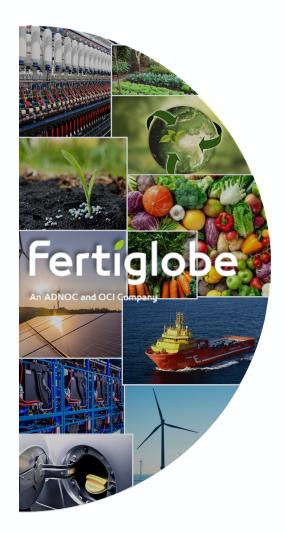


Nitrogen demand grows at robust rates; tighter urea S&D balance:

- ✓ Slower pace of capacity additions in 2024-2025
- ✓ Disruptions to trade flows (incl. Red Sea shipping)
- ✓ Curtailed supply: gas shortages Iran; China restrictions



Fertiglobe's Key Investment Highlights



1 Leading nitrogen fertilizer exporter globally and unique ammonia platform

- Strategically located asset base and global distribution capabilities driving structurally higher realized prices
- High quality asset base at attractive cost curve position underpinned by long-term feedstock contracts
- Structural shift into a demand-driven pricing environment provides a positive industry outlook, with significant incremental ammonia demand in the medium-term from new clean energy applications
- Multi-pronged growth strategy including unique position to capitalize on energy transition towards clean hydrogen, where low-carbon ammonia is one of the preferred carriers
- Attractive dividend capacity supported by strong FCF generation and robust capital structure across commodity cycles



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Q1 2024 Results Summary

Summary

- Fertiglobe's total own-produced sales volumes were up 5% to 1,429kt in Q1 2024 vs Q1 2023, driven by:
 - 22% higher ammonia own-produced sales volumes of 289kt in Q1 2024 compared to 236 kt in Q1 2023, primarily driven by lower ending inventories, and
 - A 1% YoY increase in urea own-produced sales volumes to 1,139kt in Q1 2024 compared to 1,127kt in Q1 2023, primarily driven by higher production.
- Total own-produced and traded third party volumes of 1,538kt were up 1% in Q1 2024 compared to Q1 2023.

Summary of Q1 2024 results:

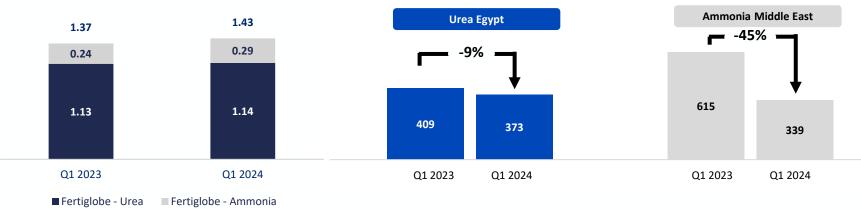
- Fertiglobe reported Q1 2024 revenues of \$552 million (-20% Y-o-Y) and adjusted EBITDA of \$223 million (-25% Y-o-Y), with adjusted net profit attributable to shareholders of \$119 million (-12% Y-o-Y), driven by lower selling prices Y-o-Y.
- Free cash flow was \$156 million in Q1 2024, compared to \$271 million in Q1 2023.
- Q1 2024 cash capex (ex growth capital expenditure) was \$19 million, with 2024 maintenance capex guidance maintained at \$110-130 million.
- Net debt of \$743 million as of March 2024 vs. net debt of \$905 million in December 2023.

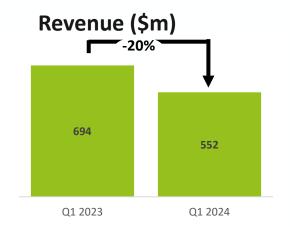
Key Financials¹ and KPIs				
\$ million unless otherwise stated	Q1 2024	Q1 2023	% Д	
Revenue	551.9	693.7	(20%)	
Gross Profit	177.5	269.1	(34%)	
Gross profit margin	32.2%	38.8%		
Adjusted EBITDA ²	222.5	297.3	(25%)	
Adjusted EBITDA margin	40.3%	42.9%		
EBITDA	215.2	295.2	(27%)	
EBITDA margin	39.0%	42.6%		
Adjusted net profit attributable to shareholders ²	119.2	135.4	(12%)	
Reported net profit attributable to shareholders	116.3	135.7	(14%)	
Earnings per share (\$)				
Basic earnings per share	0.014	0.016	(14%)	
Diluted earnings per share	0.014	0.016	(14%)	
Adjusted earnings per share	0.014	0.016	(12%)	
Earnings per share (AED)			(/	
Basic earnings per share	0.051	0.060	(14%)	
Diluted earnings per share	0.051	0.060	(14%)	
Adjusted earnings per share	0.051	0.060	(12%)	
Free cash flow ³	155.9	271.4	(43%)	
Capital expenditure	20.8	12.7	64%	
Of which: Maintenance	18.6	11.0	69%	
	31 Mar 24	31 Dec 23	% ∆	
Total Assets	4,623.9	4,625.8	(0%)	
Gross Interest-Bearing Debt	1,597.2	1,665.1	(4%)	
Net Debt	743.4	905.3	(18%)	
	Q1 2024	Q1 2023	% ∆	
Sales volumes ('000 metric tons)				
Fertiglobe Product Sold	1,429	1,363	5%	
Third Party Traded	109	165	(34%)	
Total Product Volumes	1,538	1,528	1%_	



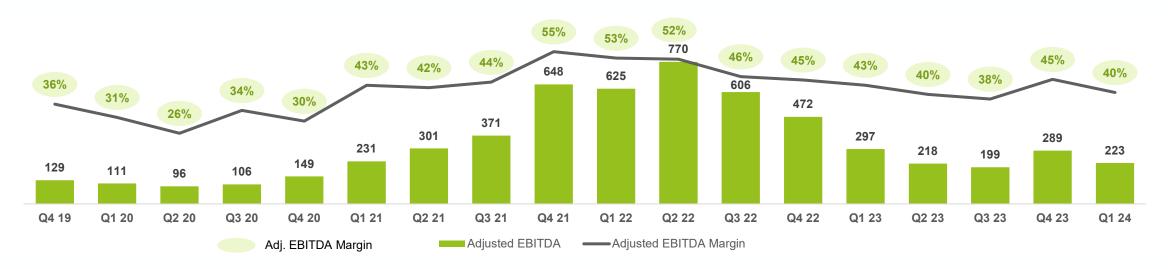
Q1 2024 Financial Summary







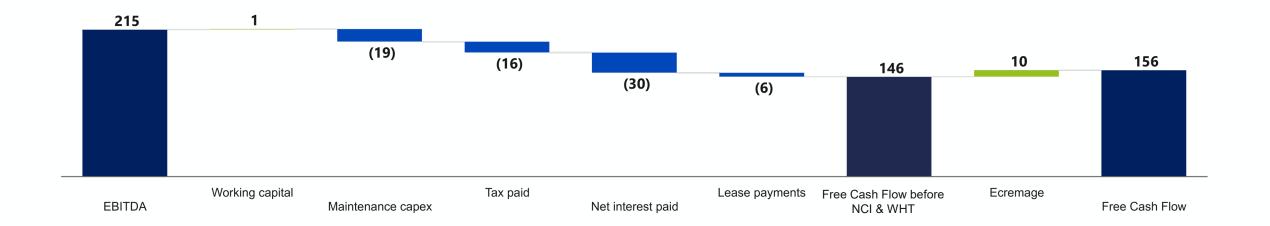
Adjusted EBITDA (\$ million) and Adjusted EBITDA margin (%)¹





Q1 2024 Free Cash Flow Build-Up

Reconciliation of Q1 2024 EBITDA to Free cash flow (\$ million)





Strong Revenue Profile Translating Into Robust EBITDA and Cash Flow Generation Through Low Capex

EBITDA Margin and FCF Conversion Advantages Result in Ample Dividend Capacity

Revenue

Favourable geographical positioning and centralized commercial strategy leveraging on unique distribution platform allow for higher realized prices

Costs

Feedstock advantage with long term gas contracts, strong conversion rates and lean overhead cost structure translate into an attractive EBITDA Margin

Leverage consistent with investment grade rating profile due to conservative capital structure drives lower interest expense

FCF

Solid FCF generation and capital structure across commodity cycles support attractive dividend payout and superior dividend yields

Young asset base with integrated technological platform requires low maintenance capex



\$475m
Total 2023 Dividends



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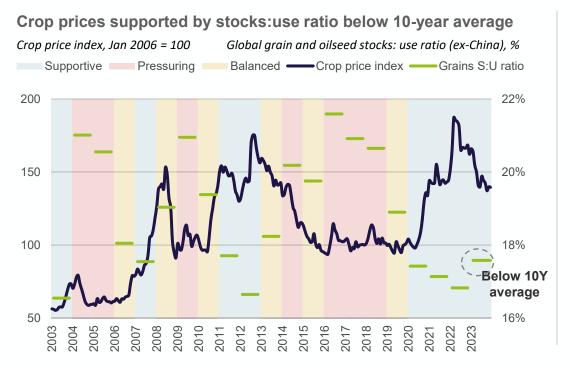
Nitrogen Markets Underpinned by Robust Upstream & Downstream Drivers

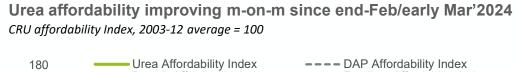
	Drivers Support Demand Driven Environment	Prior cycle (last 5-6 years)	Current cycle
	HIGH CROP PRICES and AFFORDABILITY SUPPORT NITROGEN DEMAND RECOVERY	30% Corn stocks-to-use ratio \$3.7/bushel Average corn price 2015 - 2019	27% 2023/24 corn stocks-to-use ratio \$4.8/bushel corn futures May24 – Dec261
	GAS AND COAL PRICES RESET in 2023, remaining higher than historical levels	\$5/MMBtu TTF (Dutch natural gas hub)	\$10/MMBtu TTF (2024-2025) ²
	TIGHTENING NITROGEN MARKET BALANCES GIVEN LIMITED NET CAPACITY ADDITIONS	23mt new urea capacity vs. 17mt demand growth 2015 - 2019	8mt new urea capacity vs. 13mt demand growth 2024- 2028
CO ₂	ENVIRONMENTAL FOCUS DRIVES SHIFT FROM GREY TO BLUE / GREEN	Wave of "grey" ammonia greenfield capacity additions in US, Europe, MENA	Limited new grey ammonia capacity to 2027 and significant incremental ammonia demand from power and shipping, accelerating post-2025

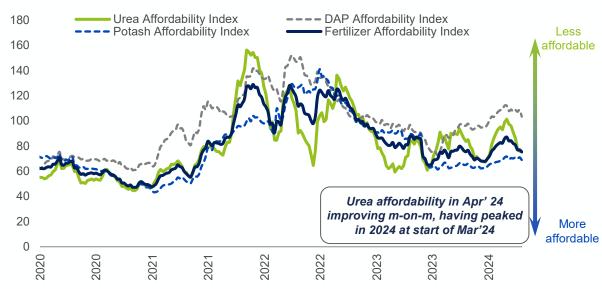


Robust Agricultural Fundamentals

Grain stocks-to-use ratio below the 10-year average supports farm incomes and increased planted acreage to rebuild stocks and nitrogen demand recovery







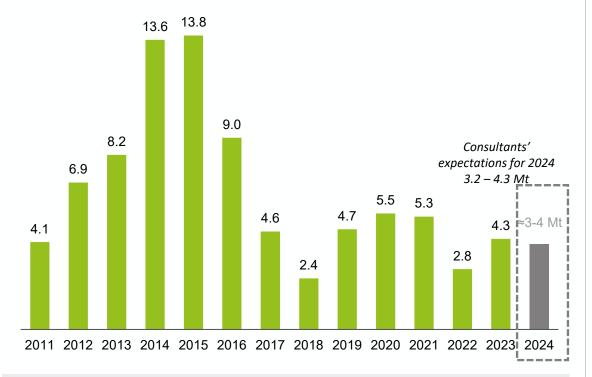
- Reduced urea import demand in India is off-set by robust & increased demand from other markets, incl. Australia, Turkey, Thailand, Ethiopia, New Zealand
- ✓ **Robust underlying crop fundamentals:** grain stocks-to-use ratio below the 10-year average support farm incomes and increased planted acreage to rebuild stocks



Constrained Chinese Exports & Robust Indian Imports Supportive Of Nitrogen Prices

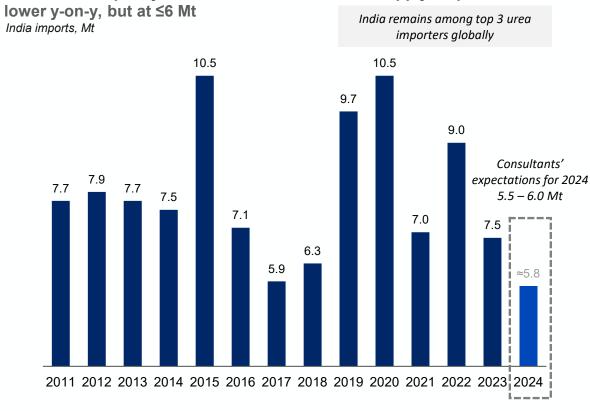
Chinese Exports Curtailed on Tighter Governmental Policy

China urea exports, Mt



- Exports under impact of tighter controls driven by prioritization of energy & supply of fertilizers for domestic consumption at affordable pricing.
- 2024 exports expected ≈3-4 Mt. Seen tight export restrictions in H1 2024.
- Q1 2024 urea exports were at record low of 25 kt vs typical 500+kt in Q1.

Indian New Capacity Does not Cover Shortfall in Supply. Imports



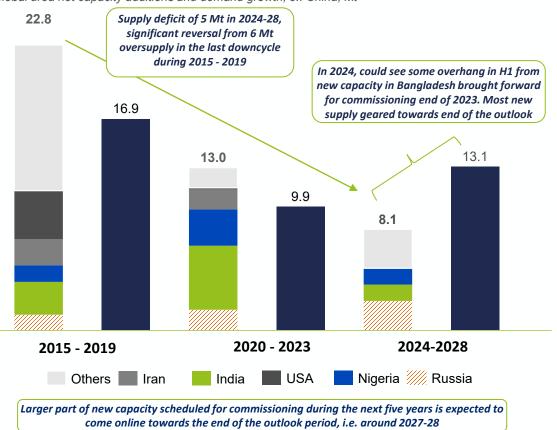
- Indian imports underpinned by growth in crop area (wheat) and subsidies favouring urea, as domestic production from recently-commissioned capacity does not cover the shortfall in supply.
- 2024 imports expected at ≤6 Mt, lower y-on-y but keeping India in the top 3 largest markets. Next tender expected in Jun-Jul (after elections).



Limited New Nitrogen Capacity, Offset by Higher Demand

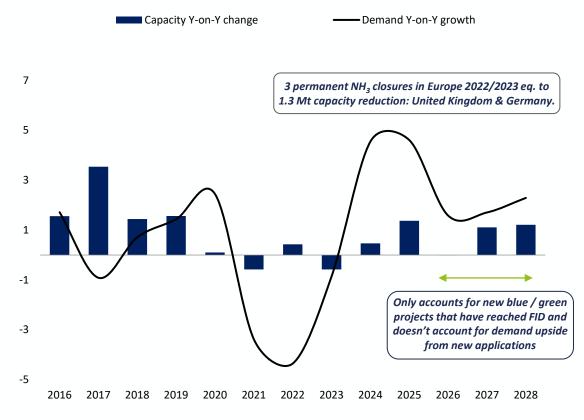
Slower pace of new urea capacity additions with good visibility given ~5-year project lead time. Robust nitrogen demand for ag & tech use.

Global urea net capacity additions and demand growth, ex-China, Mt1



Merchant ammonia market expected to be underpinned by demand recovery & cost curve economics

Ammonia capacity changes excluding China and ammonia required for urea, Mt



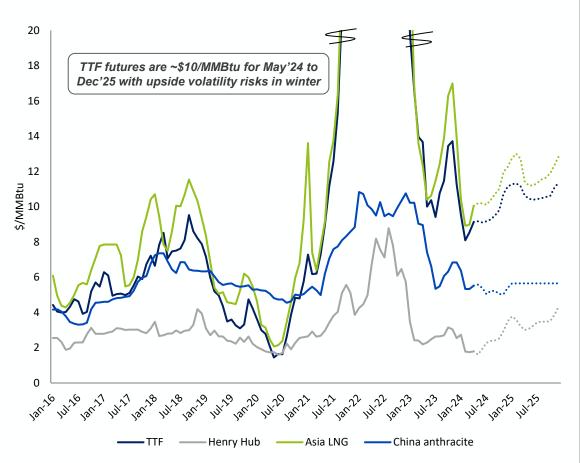
Increased focus on the environment & interest in energy transition, limiting "grey" capacity additions in the US, EU, China and elsewhere



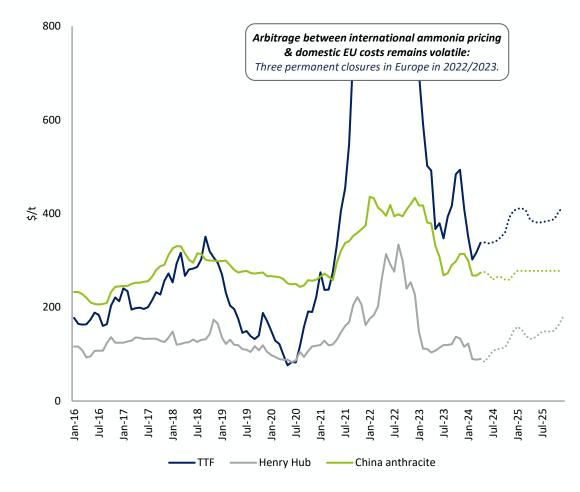
EU Gas Costs Remain Elevated vis-à-vis Major Export Hubs & Production Centers

Global Feedstock Prices 2017-2025F, \$/MMBtu

Global differentials between US, North Africa and EU marginal costs remain wide



Cash Costs per ton of Ammonia 2017-202F, \$/t





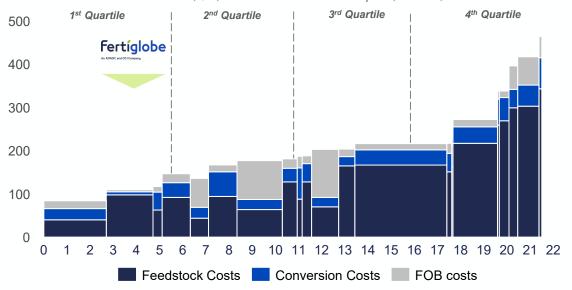
Fertiglobe Positioned on First Quartile of Nitrogen Cost Curves

Benefit from attractively priced, long-term gas contracts and low conversion costs

- Long-term attractive gas supply agreements with EGPC in Egypt, Sonatrach in Algeria, and ADNOC in Abu Dhabi supporting advantageous cost position.
- Young asset base with high gas efficiency and high reliability, resulting in lower costs per tonne
- Local currency denominated costs, allowing for lower overhead costs. The recent devaluation of the Egyptian pound is expected to have a positive impact on our cost base.
- Operations located in tax-advantaged regions, resulting in a low effective cash tax rate
- Freight and logistical advantage to most major markets allow Fertiglobe to capitalize on higher pricing in markets during peak demand periods
- Situated in the 1st quartile of the ammonia and urea cost curves
 - In Algeria and the UAE, gas prices are fixed with annual escalation factors¹
 - o In Egypt, gas prices are linked to the weighted-average selling price of urea and ammonia as part of a revenue sharing mechanism

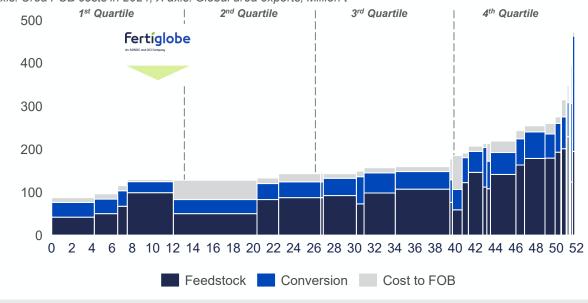
Ammonia Global Cost Curve, FOB plant cash costs, \$/t

Y axis: Ammonia FOB costs in 2024, \$/t; X axis: Global ammonia exports, Million t,



Urea Global Cost Curve, FOB cash costs, \$/t

Y axis: Urea FOB costs in 2024; X axis: Global urea exports, Million t

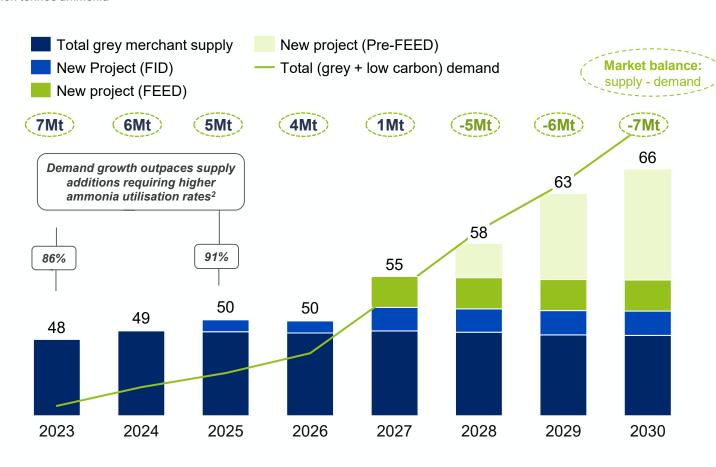


Profit sharing mechanism with gas suppliers ensures top quartile positioning through the cycle



Limited New Ammonia Supply More Then Offset by Demand Growth

Global Merchant (grey + blue + green) ammonia supply and demand, Mt¹



2024-26

- Merchant grey ammonia market is tight with demand growth set to outpace supply growth
- Upward pressure on global utilisation rates, provides pricing support
- Further risk of plant closures in EU/Trinidad (~10Mt at risk) not included in balances

2026+

- Long project lead times (+5 yrs) and increasing visibility on regulatory demand from 2026+
- Combined with fast growing demand underpins a low carbon market in supply deficit
 - Limited new US supply (FID'd) and only one other project (2023 grey plant)
 - Globally, low carbon projects expected from 2028 but mostly still in early planning (>60% pre-FID)
 - Historical analysis suggests that only 30% of announced projects will ever reach commissioning



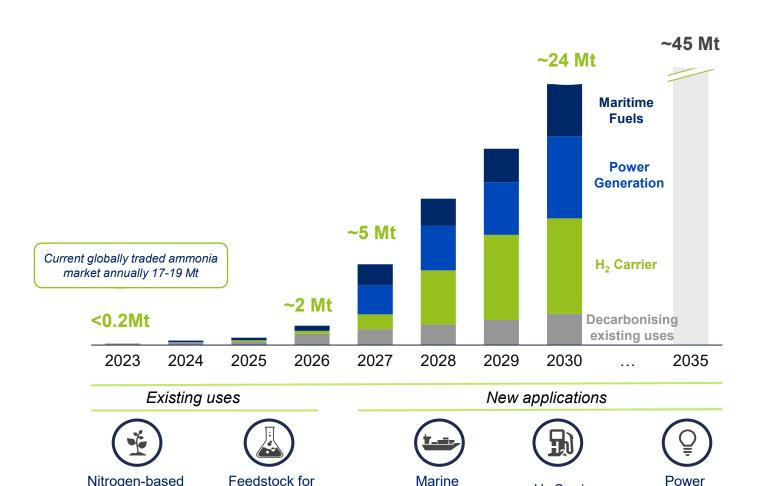
Accelerating Low Carbon Ammonia Demand Driven by New Applications

H₂ Carrier

generation

Demand from Low Carbon Application is Materialising Rapidly in the Near Term

Million tonnes ammonia



Fuels

- 1 Maritime Fuels (21% of Total 2030 Low Carbon Demand)
 - Maritime sector increasingly incentivised to adopt clean fuels partly due to FuelEU maritime regulation (starting 2025)
 - Blue Ammonia reduces carbon emissions by 70% compared to VLSFO
- Power Generation (27% of Total 2030 Low Carbon Demand)
 - Planned regulation to trigger rapid and sustained blue ammonia demand uplift
 - Japan & South Korea: Expected requirement for 20-30% cofiring in coal plants by 2030's
 - Europe: Further upside from similar targets
- 3 **H2 Carrier** (39% of Total 2030 Low Carbon Demand)
- Limitations in Renewable infrastructure suggest Europe will need to rely on imported Hydrogen via Ammonia (NH₃) to meet RePowerEU targets by 2030
- Currently announced ammonia cracking projects represent only 10% of RePowerEU H2 2030 target

Source: Company and industry consultants

Chemicals

Fertilizers

Low Carbon Ammonia Supply will be Slow to Commission

<25% of Project Announcements Get Built, and <30% Realized on Time

Globally ~75% of projects cancelled in prior build cycle

Firm nitrogen projects in 2008 pipeline, ex-China, Million Mt

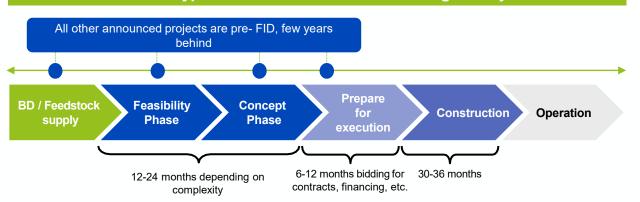


Firm US nitrogen projects in 2018 pipeline, Million Mt

In the US ~90% of projects cancelled in the shale boom, 3 newbuild projects realized, all by strategics



4 to 6 Year Typical Construction Time for Nitrogen Projects ¹



Significant Low Carbon Ammonia Supply Bottlenecks

digitificant Low Carbon Aminoria Supply Bothericeks				
	Bottleneck	Description		
	Financing restrictions	High. Higher interest rates, need for bankable long-term offtakes, NH ₃ experience and fixed price EPC contracts (difficult in US)		
	High construction costs	High. Capital intensive given labour shortages and inflationary environment.		
	Supply chain issues	High. Capacity constrained licensors and vendors, unusually long lead times for electrical equipment		
A	Costly Permitting	Medium. CCS permitting takes $3+$ years and CO_2 pipelines are challenging given strong opposition		
Î	Stringent certification	Medium. Essential given specific CI requirements in regulatory markets. Unclear if EOR1 will be accepted, challenging for Middle East blue projects		
	Ammonia infrastructure	High. Purpose-built infrastructure and storage is scarce and expensive for non-incumbents		
	High electrolyzer	High. Green hydrogen technology remains to be proven at scale, and unlikely to see large green		

ammonia projects before 2030

capex for green



Ammonia Bunkering Demand To Grow From 2026

Ammonia Newbuild Vessels And Retrofit Conversions To Accelerate Ammonia fuel uptake based on Lloyds 2023 estimates for ships (new build and retrofits) 1



Ammonia vessel adoption pathway

Number of ammonia ready vessels on order/operational today 2

	Dual Fuel	Ammonia ready ³	Total
Bulk carriers	15	60	75
LPG carriers	7	38	45
Car Carriers	0	47	47
Container vessel	1	69	70
Tankers	2	26	28
Total	28	260	288



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March 2024 Leverage Position

Fertiglobe Ends March 2024 with Net Debt of \$743 million

\$ million	31-Mar-24	31-Dec-23
Cash and bank balances	853.8	759.8
Loans and borrowings - current	124.2	174.9
Loans and borrowings - non-current	1,473.0	1,490.2
Total borrowings	1,597.2	1,665.1
Net debt	743.4	905.3
Net debt divided by Adj. LTM EBITDA	0.8x	0.9x

Key Highlights

- In 2023, Fertiglobe approved a new \$500 million term facility with a group of its core relationship banks. The proceeds were used to refinance shorter term borrowings, further improving Fertiglobe's maturity profile and liquidity position.
- As of 31 March 2024, Fertiglobe reported a net debt position of \$743 million, implying net debt / LTM adjusted EBITDA of 0.8x, and allows the company to balance future growth opportunities and dividend pay-out, supported by robust free cash generation and a healthy balance sheet.
- Fertiglobe announced a total of \$475 million in cash dividends for 2023, including the \$275 million H1 2023 dividends paid in Q4 2023, and the \$200 million H2 2023 dividends approved by shareholders at the AGM in April 2024, payable in May 2024.



Reconciliation of Adjusted EBITDA and Adjusted Net Profit

Reconciliation of reported operating profit to adjusted EBITDA

\$ million	Q1 2024	Q1 2023	Adjustment in P&L
Operating profit as reported	146.3	227.8	
Depreciation and amortization	68.9	67.4	
EBITDA	215.2	295.2	
APM adjustments for:			
Movement in provisions	1.4	2.1	Cost of sales
Cost optimization program	5.8	-	Cost of sales and SG&A expense
Pre-operating expenditures related to projects	0.1	-	SG&A expense
Total APM adjustments	7.3	2.1	
Adjusted EBITDA	222.5	297.3	

Reconciliation of reported net profit to adjusted net profit

\$ million	Q1 2024	Q1 2023	Adjustment in P&L
Reported net profit attributable to shareholders	116.3	135.7	
Adjustments for:			
Adjustments at EBITDA level	7.3	2.1	
			Finance income and expense
Forex loss/(gain) on USD exposure	(0.5)	0.7	
Other financial expense	1.7	-	Finance expense
NOI adivetus out / un contain tour noillions		,	Uncertain tax positions / minorities
NCI adjustment / uncertain tax positions	(4.3)	(3.1)	
Tax effect of adjustments	(1.3)	-	Taxes
Total APM adjustments at net profit level	2.9	(0.3)	
Adjusted net profit attributable to shareholders	119.2	135.4	



Reconciliation of EBITDA to Free Cash Flow and Change in Net Debt

Reconciliation of EBITDA to Free Cash Flow and Change in Net Debt

\$ million	Q1 2024	Q1 2023
EBITDA	215.2	295.2
Working capital	0.9	9.9
Maintenance capital expenditure	(18.6)	(11.0)
Tax paid	(15.8)	(21.7)
Net interest paid	(29.6)	(8.6)
Lease payments	(6.0)	(6.0)
Ecremage	9.8	13.6
Free Cash Flow	155.9	271.4
Reconciliation to change in net debt:		
Growth capital expenditure	(2.2)	(1.7)
Other non-operating items	9.5	14.2
Net effect of movement in exchange rates on net debt	(0.4)	(5.9)
Other non-cash items	(0.9)	(0.6)
Net Cash Flow in Net Debt	161.9	277.4



Fertiglobe Gas Contracts Overview

Attractively Priced Fixed Gas Contracts Ensure Fertiglobe is Competitive Through the Nitrogen Cycle

	فرتىيل Fertil	EFC (1)	EBIC	SORFERT
Gas Supplier	ADNOC	GASCO ⁽²⁾	EGPC ⁽²⁾	Sonatrach
Contract Start Date	2019	2005 - 2006	2008	2013
Contract End Date	2044	2030 - 2031	2028	2033
Annual Contract Volume (mmBtu)	56.0	33.5	24.0	60.7
Contract Pricing Mechanism (\$/m mBtu)	Price determined in bi-lateral agreement: o \$3.6/mmBtu in 2023 o Escalation of +3% p.a.	Price determined in bi-lateral agree	ement: ertain product benchmark price levels	Gas supply contract extends to 2033. Price stabilization mechanism expired recently, and negotiations for a revised pricing arrangement are currently ongoing.
Gas Supplier Participation in FG Equity	√ 36% of FG	NA	√ 15% of EBIC	√ 49% of Sorfert



Fertiglobe

An ADNOC and OCI Company