Fertiglobe

An ADNOC Company

# ANNUAL REPORT.

# 2024


Feeding the World.
Fueling a Sustainable Future.

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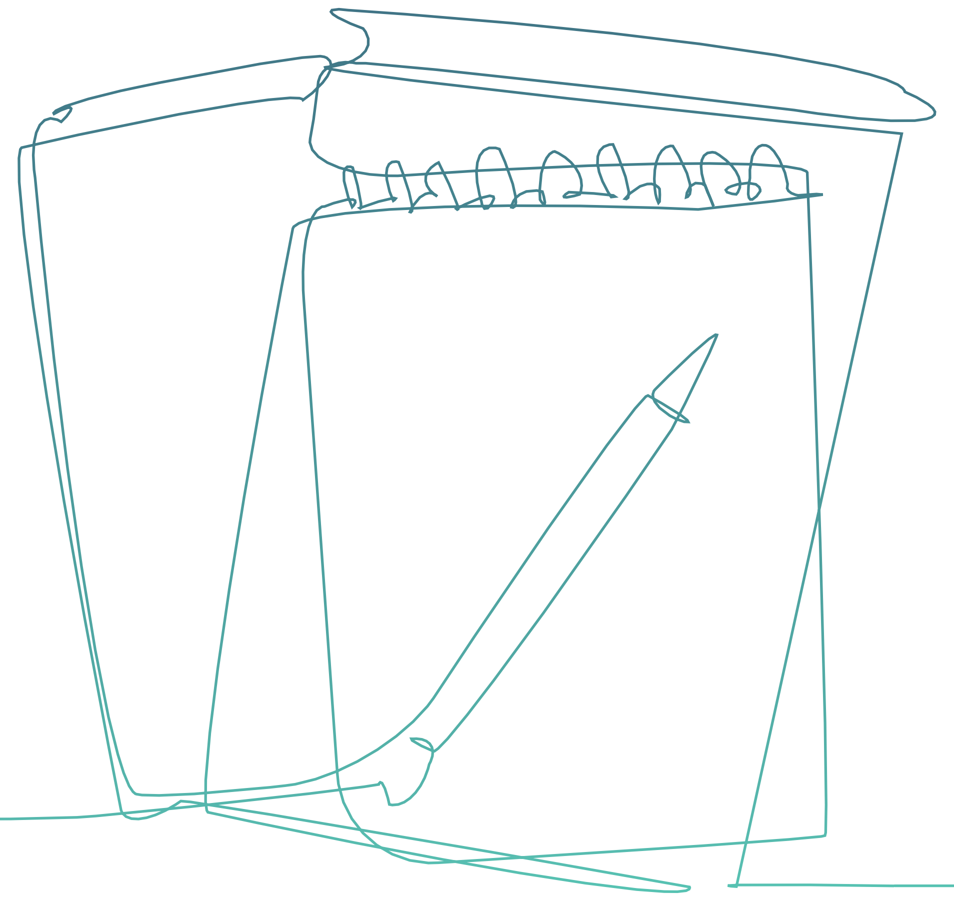


# ABOUT FERTIGLOBE

# A Message from Our Chairperson

**H.E. Dr. Sultan Ahmed Al Jaber**

Chairperson

> Our focus on low-carbon ammonia production aligns seamlessly with the UAE's vision for a sustainable future and reinforces our role in energy transformation"

It gives me great pride to reflect on another transformative year for Fertiglobe, a year marked by significant milestones that underscore our leadership in driving sustainable energy solutions while delivering consistent value for our stakeholders.

## A Year of Strategic Transformation for Fertiglobe

2024 marked a pivotal chapter in Fertiglobe's journey, with ADNOC completing the acquisition of a majority stake, raising its shareholding to 86.2%. This investment emphasizes the strategic significance of Fertiglobe within ADNOC's chemical portfolio and our capacity to foster growth in the global nitrogen and ammonia sectors.

By leveraging our position as a leading global ammonia player with a strategic geographic footprint and asset base, Fertiglobe can harness synergies within ADNOC's broader ecosystem, and strengthen our competitive advantages and expand our reach in critical energy markets worldwide.

With global demand for low-carbon ammonia forecast to reach 24 million tons by 2032 – from nearly zero today – Fertiglobe is pursuing a disciplined and value accretive growth strategy with the full support of ADNOC Group behind it.

## Positioned to Weather Headwinds

In 2024, Fertiglobe demonstrated resilience and strong operational discipline, supported by our relentless focus on operational excellence and market leadership.

We achieved revenues of $2 billion, adjusted EBITDA of $648 million, while our adjusted net profit attributable to shareholders reached $174 million. We maintained robust cashflows and continued to deliver solid EBITDA margins supported by our efficient production facilities, strategically located to serve key export markets.

Our focus on optimizing costs, enhancing operational efficiency, and aligning with market dynamics has been crucial in navigating external headwinds. We are proud of the successful execution on our cost optimization target of $50 million by the end of 2024, and the progress made on the Manufacturing Improvement Plan (MIP) aimed to unlock $100 million of incremental EBITDA by the end of 2025, which is now 75% underway.

We upheld our commitment to shareholder returns, announcing dividends of $275 million for 2024, reflecting our confidence in Fertiglobe's ability to deliver sustainable value and adhere to the company's dividend policy.

This brings the total dividends paid since the IPO to $2.5 billion, providing Fertiglobe with one of the highest total return rates in the industry.

# A Message from Our Chairperson - continued

In addition to the dividend, we have also proposed a share buyback for up to 2.5% of the company's shares, subject to shareholder and regulatory approvals, which reinforces our commitment to growing shareholder value, presenting a strategic opportunity, particularly in light of the current attractive valuation.

We have also been integrating and embracing Artificial Intelligence (AI) within our operations, and proud to be setting new standards of operational excellence and sustainability in the industry, as we strive to unlock value, enhance efficiencies, and reduce emissions. As an example, Fertiglobe is harnessing data integration and predictive analytics to improve the performance of equipment, processes, and facilities, while implementing AI-powered analytics to enhance safety and reliability.

## Fueling a Sustainable Future

Our focus on low-carbon ammonia production aligns seamlessly with the UAE's vision for a sustainable future and reinforces our role in energy transformation.

This year, we made remarkable strides in advancing our low-carbon ammonia footprint, solidifying our leadership in delivering scalable, sustainable energy solutions. With ADNOC transferring its stakes in three low-carbon ammonia projects to Fertiglobe upon commercial operation, our consolidated net low-carbon ammonia capacity is set to reach 2.4 mtpa.

These stakes include 2 low-carbon ammonia projects in the UAE and ADNOC's stake in the 1 mtpa Baytown Texas low-carbon ammonia project. This will more than double Fertiglobe's net ammonia capacity and raise the consolidated capacity to 9.0 mtpa from 6.6 mtpa, and further solidify Fertiglobe's international presence and leadership in the nitrogen and clean fuels sectors.

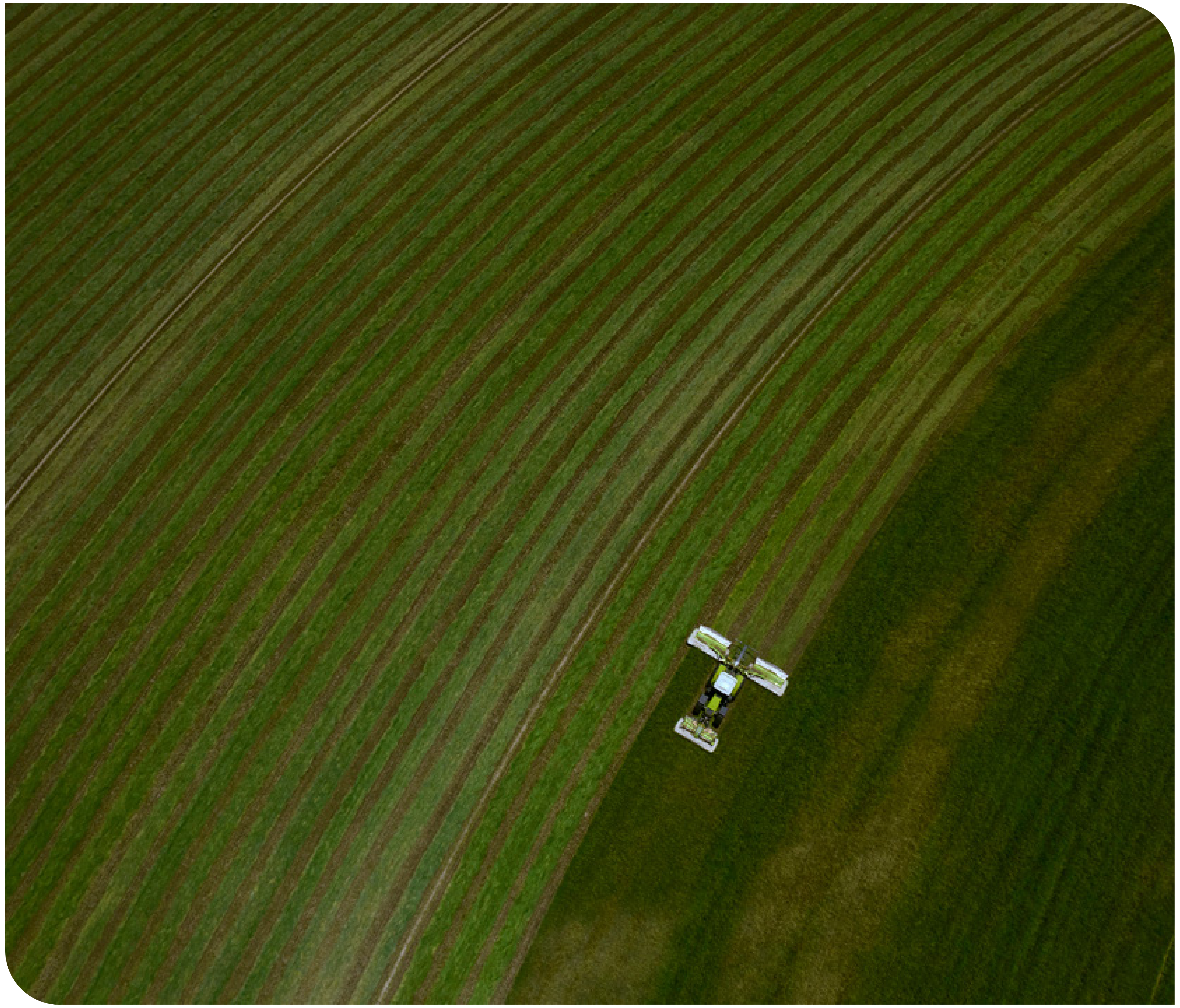
Looking ahead, our priority is clear: to maximize shareholder value while advancing sustainability-focused initiatives to strengthen our position as the supplier of choice for nitrogen and low-carbon ammonia products. We look forward to providing the market with more granular insights into our strategy aimed to ensure continued resilience and competitiveness, at our first Capital Markets Day in May 2025 following our Q1 2025 results.

## A Collective Commitment to Excellence

None of this progress would be possible without the dedication of our team, the guidance of our leadership, and the trust of our shareholders. It is their collective effort that enables Fertiglobe to navigate challenges and seize opportunities for growth.

**H.E. Dr. Sultan Ahmed Al Jaber**
Chairperson

# Fertiglobe at a Glance



## A leading producer and global exporter of nitrogen fertilizers, uniquely positioned to tap the low-carbon ammonia energy opportunity.

Fertiglobe PLC (Fertiglobe) is a global pioneer in the production and export of nitrogen-based solutions, including urea, ammonia, and diesel exhaust fluid (DEF). The company is committed to feeding the world and fueling a sustainable future by supplying essential nitrogen fertilizers to customers across the globe, and paving the way for decarbonization efforts across the industry, food, transport, and energy sectors.

Founded in 2019 as a strategic partnership between ADNOC and OCI Global, Fertiglobe has cemented its position as the world's largest seaborne exporter of urea and ammonia combined. In October 2024, ADNOC completed its acquisition of OCI Global's 50% stake, bringing its total ownership stake up to 86.2% and solidifying Fertiglobe's position as a cornerstone of ADNOC's low-carbon ammonia strategy. With ADNOC's backing, the company is poised to become a global powerhouse in both nitrogen fertilizers and low-carbon ammonia, driving the transition to a more sustainable future.

With four strategically located, world-class production plants in the UAE, Egypt, and Algeria, Fertiglobe boasts an annual production capacity of 5.1 million metric tons of urea and 1.6 million metric tons of merchant ammonia, making it the largest producer of nitrogen fertilizers in the MENA region. The company's strategic geographic footprint, including direct access to six ports across the Mediterranean, Red Sea, and Arabian Gulf, enables it to serve customers in 44 countries with unparalleled freight advantages. Fertiglobe's customer base will span the agricultural, industrial, and clean fuels markets, positioning it as a global leader in fertilizers and clean energy solutions.

Headquartered in Abu Dhabi and incorporated in Abu Dhabi Global Market (ADGM), Fertiglobe has been listed on the Abu Dhabi Securities Exchange (ADX) since October 2021. The company employs over 2,700 people across its production facilities and headquarter offices.

# Fertiglobe At a Glance - continued

## Our Purpose

We aim to responsibly drive sustainable agriculture, fuel, and industrial feedstock by producing and distributing essential products to customers around the world.

## Our Cultural Pillars

### Safety
Safety is the cornerstone of our cultural pillars. We promote a zero-injury workplace, creating conditions for all our employees to continuously work toward the protection of our people, our assets, and the communities around us.

### Collaboration
We value a culture of collaboration in which we are inclusive, share constructive feedback, foster teamwork, and work toward common goals.

### Accountability
We foster a culture of accountability in which we take responsibility for our actions, show high levels of ownership, and have an unwavering commitment to the health and safety of our employees, local communities, and the environment.

### Excellence
We have a strong track record of operational and commercial excellence. We continuously strive to deliver high-quality services to our customers in a reliable, efficient, and cost-effective manner.

**Feeding** the World.
**Fueling** a Sustainable Future.

# Our Story

**1983**

- ADNOC's Fertil-1 facility in Abu Dhabi commences production

**2000**

- OCI Global's EFC-1, located near the port of Ain Sokhna in Egypt, commences production

**2005**

- OCI Global acquires a 30% stake in EBIC and commences the construction of the facility

**2006**

- OCI Global's EFC-2 commences production

**2008**

- OCI Global acquires 100% of the Egyptian Fertilizers Company (EFC)

**2009**

- OCI Global's EBIC complex, located near the Ain Sokhna Port, commences production
- OCI Global acquires an additional 30% stake in EBIC

**2013**

- Operations kick off at Sorfert
- Fertil-2 begins production

**2019**

- Fertiglobe is established as a strategic partnership between OCI Global and ADNOC

**2021**

- Fertiglobe acquires an additional 15% in EBIC
- Successful listing on ADX in landmark IPO

**2022**

- Fertiglobe commissions first phase of 100 MW green hydrogen plant in Ain Sokhna
- Trial shipments of DEF to Europe

**2023**

- Fertiglobe ships world's first ISCC PLUS-certified renewable ammonia
- ADNOC announces the purchase of OCI's 50% stake in Fertiglobe

**2024**

- Fertiglobe and partners start construction of a 1-mtpa low-carbon ammonia project in TA'ZIZ
- Fertiglobe wins H2Global award for renewable ammonia offtake into EU
- **ADNOC completes acquisition of majority stake in Fertiglobe**

# Our Investment Highlights

Leading global exporter of nitrogen fertilizers and future fuels

Energy transition opens new applications, complementing strong nitrogen markets


Uniquely positioned to become a global leader in low-carbon ammonia with support of ADNOC's project pipeline and global reach

Superior margins and cash flows bolstered by ongoing optimization initiatives

Strategically located, low-cost, and young asset base with advantaged access to key import hubs

Disciplined capital allocation policy balancing growth with dividend payout

# A Snapshot of 2024 Performance

## Financial

**Revenue**

**$2,009m**

-17% YoY

**Adj. EBITDA**

**$648m**

-35% YoY

**Adj. Net Profit[1]**

**$174m**

-52% YoY

**Own Produced Sales Volumes**

**5.34mt**

2023: 5.71mt

**Free Cash Flow[2]**

**$249m**

N/M

**Dividends Paid[3]**

**$350m**

2023: $975m

## Sustainability

**GHG intensity[4]**

**2.91** ton $CO_2e$/N-tons (Scope 1+2+downstream emissions)

2023: 2.94

**Our Employees**

**2,725**

2023: 2,721

**Number of Fatalities**

**0**

2023: 0

**Energy Intensity[5]**

**37.64** GJ/ton of ammonia produced

2023: 37.37

**Women in Leadership Positions**

**16%**

2023: 15%

**Compliance Concerns Investigated**

**100%**

2023: 100%

**Electricity Sourced from Renewable Sources[6]**

**63%**

2023: 63%

**Lost Time Injury Rate (LTIR)**

**0.02**

2023: 0.10

**Corruption Incidents**

**0**

2023: 0

**Freshwater Withdrawal**

**0%**

2023: 0%

**Total Recordable Incident Rates (TRIR)**

**0.02**

2023: 0.12

**Breaches of Customer Privacy**

**0**

2023: 0

1 Excludes net profit attributable to minorities of $54 million.
2 Includes $203.6 million dividends paid to minorities and WHT.
3 This includes H2 2023 dividends of $200 million, paid in Q2 2024, and H1 2024 dividends of $150 million, paid in Q4 2024. In addition, Fertiglobe has announced the Board's approval for H2 2024 dividends of $125 million (payable in 2025), bringing total 2024 dividends to $275 million.
4 Our GHG intensity is due to lower emissions. Compared to 2023, total GHG emissions under the EU ETS (Scope 1, 2, and downstream) decreased by 4%, while production declined by 3% due to planned shutdowns.
5 The increase in the Energy Intensity Ratio is due to a 2% decrease in total energy consumption and a 3% decline in total production compared to 2023. This is mainly due to planned shutdowns.
6 During 2024, in line with our approach in 2022 and 2023, we purchased EACs (I-RECs) from solar electricity producers in Egypt and the UAE for 100% of our purchased electricity consumption at our facilities in both countries, equal to 63% of Fertiglobe's overall purchased electricity.

# Key Highlights for 2024

## TA'ZIZ Low-Carbon Ammonia Facility

In May 2024, Fertiglobe issued notice to Technimont S.p.A to commence with the construction of a 1 million ton per annum (mtpa) low-carbon ammonia facility in Al Ruwais Industrial City.

## World's First Certified Bulk Commercial Shipment

In May 2024, ADNOC delivered the world's first certified bulk commercial shipment of low-carbon ammonia enabled by carbon capture and storage. Produced by Fertiglobe, the landmark shipment was delivered to Mitsui & Co., Ltd. for use in clean power generation in Japan.

## Fertiglobe Secures First-of-Its-Kind €397 Million Renewable Ammonia Offtake to EU

In July 2024, Fertiglobe was selected as the winning bidder to supply renewable ammonia to the European Union (EU) at a delivered price of €1,000 per ton between 2027 and 2033, following a pilot auction by H2Global.

## ADNOC Becomes Fertiglobe's Majority Shareholder

In October 2024, ADNOC completed its acquisition of a majority stake in Fertiglobe, making it ADNOC's vehicle for low-carbon ammonia growth globally. Fertiglobe is on the path to global leadership in low-carbon ammonia, with the transfer of ADNOC's equity stakes in its two 1 mtpa low-carbon ammonia projects in the UAE and the 1 mtpa Baytown, Texas project in collaboration with ExxonMobil in the US.

# Awards, Ratings, and Recognitions

In 2024, Fertiglobe earned recognitions for its strong performance and significant strides in creating a more sustainable future.

Fertiglobe obtained the 2024 Arab Fertilizers Association Sustainability Award during the 36th AFA Technical Conference in Bahrain, where industry leaders gathered to recognize outstanding contributions to a sustainable future.

Fertiglobe has been awarded the EcoVadis Silver Medal, which places us among the top 15% of companies assessed by EcoVadis. Receiving a medal from EcoVadis validates Fertiglobe's long-time commitment to continuously advance in our ESG journey and improve ESG results.

Fertiglobe's CEO has been recognized as a 2024 Forbes Sustainability Leader in the Manufacturing and Industrial sector. This recognition reflects our ongoing commitment to sustainability as we continue to implement forward-thinking practices that shape a more sustainable future.

Fertiglobe was recognized as Industry Stewardship Champion by IFA, as one of the 30 companies that were able to measure, compare, and ultimately improve their individual SHE performance, embodying a collective effort to raise sustainability standards across the industry.

S&P and Fitch both raised Fertiglobe's credit rating to BBB from BBB- with a stable outlook reflecting Fertiglobe's strategic significance to ADNOC. They cited Fertiglobe's healthy cash flow generation and benefiting from ADNOC as a committed shareholder.

# STRATEGIC REPORT



# A Message from Our CEO

**Ahmed El-Hoshy**

Chief Executive Officer

"At Fertiglobe, we are committed to safety, excellence and creating shareholder value. We continuously enhance our production capabilities and cost efficiency while solidifying our leadership position in nitrogen fertilizers and low-carbon fuels."

As I reflect on 2024, I am proud to highlight our continued strategic progress, operational excellence, and significant efforts toward a more sustainable future. This year was marked by transformative milestones that strengthened our position as a global leader in nitrogen-based solutions and low-carbon ammonia. A defining moment in 2024 was ADNOC's acquisition of a majority stake in Fertiglobe, marking the beginning of a new era of growth and innovation. This strategic move enhances our ability to leverage ADNOC's vast resources, expertise, and integrated energy ecosystem. A key highlight of this partnership is the planned transfer of ADNOC's 35% equity interest in the low-carbon ammonia project in Baytown, Texas, along with its stakes in two UAE-based low-carbon ammonia projects, to Fertiglobe. These additions position us to become a leading producer of low-carbon ammonia by 2029. With ADNOC's support, we are accelerating our transition to becoming a leading low-carbon fuels producer, expanding our global footprint, and enhancing long-term value creation for all stakeholders.

## Health and Safety: A Core Commitment

Ensuring the safety and wellbeing of our workforce is our highest priority. In 2024, we made significant strides in fostering a culture of zero injuries, achieving a record-low Total Recordable Incident Rate (TRIR) of 0.02 per 200,000 work hours. This remarkable improvement was driven by enhanced monitoring, robust preventive measures, and a proactive safety culture across the entire team. Our commitment to operational excellence and risk mitigation allows us to continue to deliver superior results, while prioritizing the safety of our employees and communities.

## Driving Efficiency: Cost Optimization and MIP Progress

We remain committed to operational efficiency and cost optimization. In 2023, we launched an ambitious initiative to improve our cost structure and reinforce our position as a low-cost producer. As of December 2024, we successfully achieved our annualized cost savings target of $50 million. Additionally, our Manufacturing Improvement Plan (MIP) is now 75% complete and is on track to unlock at least $100 million in incremental annual EBITDA by the end of 2025 by enhancing production and energy efficiency across our facilities.

# A Message from Our CEO - continued

While external factors and unique challenges this year have muted the impact of these efforts, we are proud that our production was only marginally down by 3% year-over-year. This highlights the resilience and dedication of our team in minimizing disruptions, sustaining operations, and implementing structural measures to improve long-term productivity and efficiency levels.

Moreover, we have taken concrete steps to limit the potential impact of future external events on our operations. These include the commissioning of a new boiler in Algeria, which will significantly improve our on-site power production through internally generated steam and reduce our reliance on the external power grid. We are also working on a water production improvement project in Egypt to enhance our resilience against potential external water supply issues.

## Financial Strength: Creating Value for Shareholders

Fertiglobe's financial discipline and strong free cash flow generation have allowed us to consistently deliver value to our shareholders. We have announced a total of $275 million in dividends for 2024, which includes the recently declared $125 million dividend for the second half of 2024. This brings our cumulative distributions since our IPO to approximately $2.5 billion. Our disciplined capital allocation strategy effectively balances shareholder returns with reinvestment in growth opportunities, ensuring we maintain our investment-grade credit profile and financial flexibility. In recognition of our strong financial position, following ADNOC's majority acquisition, both S&P and Fitch upgraded our credit rating from BBB- to BBB, with a stable outlook. This upgrade further strengthens our access to capital.

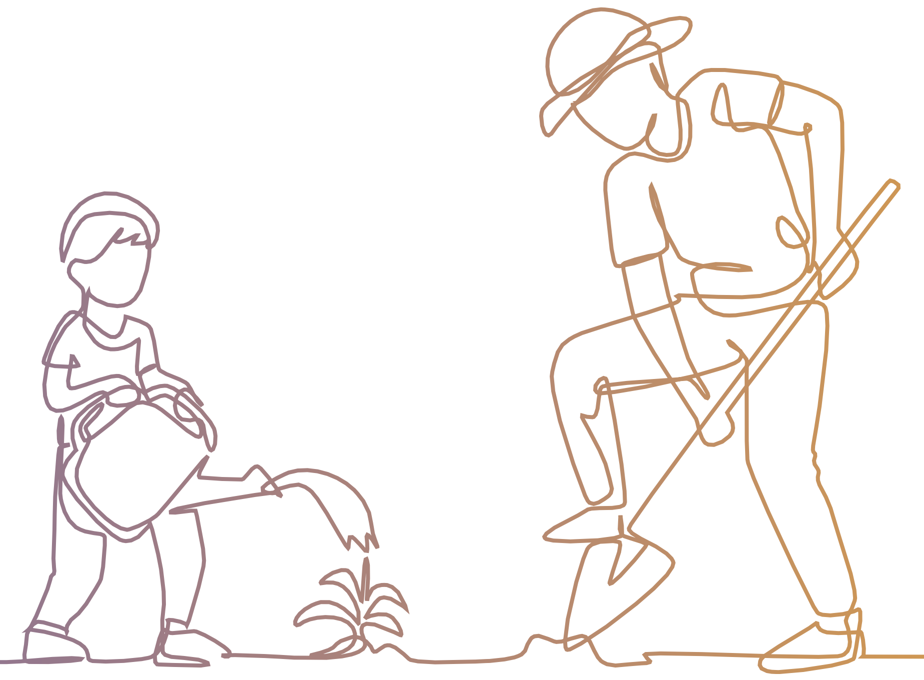
## Sustainability: Leading the Low-Carbon Transition

As a global leader in essential nitrogen fertilizers, supplying products to over 50 countries, we are committed to shaping the future of sustainable agriculture and clean energy. In 2024, we advanced our low-carbon ammonia strategy with the Final Investment Decision (FID) and began construction on our first low-carbon ammonia project, capable of producing 1 million tons per annum (mtpa) in the UAE. This project, developed in partnership with TA'ZIZ, GS Energy Corporation, and Mitsui & Co., Ltd., is underpinned by strong economic fundamentals and leverages existing infrastructure within ADNOC's integrated ecosystem. Additionally, Fertiglobe was selected as the winning bidder in the H2Global pilot auction to supply renewable ammonia to Europe at a delivered price of €1,000 per ton. This significant achievement, valued at up to €397 million, positions us at the forefront of the renewable ammonia market and reinforces our role in the global energy transition.

## Mapping the Future

Looking ahead, Fertiglobe is well-positioned to drive sustainable growth and innovation. Our roadmap for 2025 and beyond focuses on advancing sustainability, scaling new technologies, and maximizing shareholder value. With ADNOC's continued support, our highly skilled team, and our steadfast commitment to operational excellence, we are ready to navigate market dynamics, seize opportunities, and lead the transformation of our industry. I would like to express my deepest gratitude to our dedicated employees, valued stakeholders, and esteemed Board members. Your commitment and support have been instrumental in shaping Fertiglobe's success. As we move forward, I am confident that our collective efforts will continue to drive value, resilience, and long-term sustainability.

**Ahmed El-Hoshy**
Chief Executive Officer



# Our Operating Environment

Navigating the dynamic and evolving landscape of our industry requires a strategic approach that is deeply aligned with the prevailing operating environment and its underlying megatrends, which present both challenges to overcome and opportunities to seize.

## Megatrends Influencing Our Industry

### Climate Change

Decarbonization efforts are well underway to mitigate the impact of climate change and the goals of the broader Paris Climate Agreement to limit global warming to 1.5 degrees Celsius. This impacts a wide variety of energy intensive sectors.

Today, the ammonia sector accounts for 1–2% of global $CO_2$ emissions. While ammonia is a hard-to-abate sector, its use in the production of fertilizers is key to feeding the world's growing population. In order to align with climate neutrality, the production of low-carbon ammonia produced via a number of decarbonization pathways, including renewable energy sources or carbon capture sequestration (CCS), plays a key role in the energy transition in enabling multiple energy intensive sectors to decarbonize.

There are several major new nascent sectors that will use low-carbon ammonia as decarbonization intensifies and more stringent regulations are enforced. Over the longer term, ammonia will be consumed in direct combustion as a marine fuel, co-firing for power generation, as a hydrogen carrier, as well as in the fertilizer industry. Demand in these new segments is supported by regional policy and regulations that will drive the use of low-carbon ammonia:

**Maritime:** The International Maritime Organization (IMO) has committed to greenhouse gas (GHG) emissions from ships to reach net zero by 2050, which works alongside the adoption of more low-carbon and zero-emissions fuels. This is further supported by European initiatives, such as Fuel EU Maritime and EU ETS schemes, in the shorter term and switching to a greater proportion of ammonia in the fuel mix, as more dual fuel engines are built.

**Power Generation:** Reduced reliance on fossil fuels and ammonia used in the co-firing sector offers an immediate, low investment cost solution to lower $CO_2$ emissions from operational power generators, in regions that have limited renewable resources. Japan and South Korea are regions whereby demand is further supported by the implementation of contract for difference (CfD) and auction schemes.

**Fertilizer and Industrial:** The implementation of carbon taxes in Europe, as well as the Renewable Energy Directive III, supports the use of clean energy across all EU sectors, including fertilizer and industrial sectors.

**Hydrogen Carrier:** Ammonia can also be used as a vector for trans-regional hydrogen supply and will be contingent on regional hydrogen ambitions.

# Megatrends Influencing Our Industry - continued

## Population Growth and Food Security

As the global population continues to expand, increased agricultural production, is key to food security. Nitrogen fertilizers play a crucial role in addressing food security challenges, by aiding the production of agricultural crops and biofuels. At the same time, fertilizer demand, is also impacted by a wide variety of factors, including expansion to harvested land, crop yields, environmental degradation, climate change, governments, and geopolitical threats. Growing sustainability awareness has also impacted consumer behavior, particularly in high-income economies, characterized by a shift to more sustainable and plant-based alternatives. However, this trend is counterbalanced by increased global demand for meat-based nutrition in developing countries driven by economic prosperity and a growing middle class.

By 2050, population growth will rise to 10 billion people globally, further boosting demand for agricultural production. To meet the growing food demand alone, the agricultural sector will need to increase production by 70% in the same time frame. During this period, increasing food production will be met via expansion to harvested land, combined with rising fertilizer application rates and larger scale farms, alongside technological and digital innovation, and higher crop yields, in developing economies.

## Geopolitics

Geopolitical conflicts, including the war between Ukraine and Russia and in the Middle East, can have a direct and indirect impact on feedstock, fertilizer and food value chain. Over recent years, geopolitics has impacted gas and LNG availability and fertilizer production in key producing hubs, created shipping challenges across major export routes, as well as concerns around food security and grains exports. Such shocks and disruptions can impact the global supply and demand for gas, fertilizer and grains, as well as commodity prices and market sentiment. In the longer term, geopolitical impacts can also be longer lasting, with markets looking to strengthen resilience from geopolitical shocks and build strong supply chains, to aid supply security.

## Water Stress

Fresh water is critical for all aspects of life and the economy. This includes growing food, producing goods, and providing drinking water. Many of the world's critical water systems have become stressed, resulting in disruptions in infrastructure, such as power generation, industrial production, and food security. Climate change is altering weather patterns and water around the world, causing shortages and droughts in some areas and floods in others. At the current consumption rate, this situation will only get worse, which will have detrimental impacts on food security, human lives, and industrial production, especially in water-stressed areas. Solutions must come from all sectors to conserve and restore waste ecosystems that we rely on.

## Soil Degradation

Soil degradation affects global food security with significant environmental implications. It is estimated that by 2050 90% of the planet land's surface could be degraded, primarily due to soil erosion, nutrient depletion, loss of biodiversity, and pollution. With poor farming techniques exacerbating the problem, many farmers are now focusing on soil health and regenerative agriculture by adopting sustainable farming techniques that improve soil structure, increase carbon sequestration, and promote biodiversity.

## Loss of Biodiversity

Biodiversity plays a pivotal role, as it sustains the health and resilience of ecosystems and contributes to the overall wellbeing of the planet by providing essential ecosystem services and supporting food security. Biodiversity loss limits the ability of ecosystems to be productive and to be resilient to changing environmental conditions, increasing food production vulnerability to climate change and other exogenous stressors. This is a relevant threat to global food systems, as it may alter the essential natural processes needed for agricultural productivity, e.g. soil fertility, pollination, and pest control. The employment of regenerative agricultural practices shall protect and regenerate natural systems, promoting biological diversity and climate change adaptation.

## Digital and Technological Innovation

Digital innovation and technological transformation significantly impact all aspects of the economy, such as manufacturing, energy, and food production. Advanced technologies, such as precision agriculture, the Internet of Things (IoT), big data and analytics, and automation, enhance farmers and food companies decision making, improve safety, increase energy efficiency and production productivity and optimize fertilizer usage. From a transparency perspective, digitalization allows for greater traceability in the value chain, enabling consumers and businesses to track the origin and journey of products, as well as environmental and social impacts of everything they consume. Moreover, the continuous development of Generative AI (Gen AI) and analytical AI could also bring new values on and off the acre. For instance, generative AI can create testing scenarios by synthesizing extensive data on weather, soil conditions, and pest or disease pressures, while analytical AI models can simulate these scenarios. The combined use of these technologies offers the potential to boost efficiency, reduce costs, and enhance environmental sustainability across the agricultural sector.

# Our Operating Environment - continued

## Main Risks Across Our Operating Environment

While megatrends have associated challenges and risks to mitigate, they also present new opportunities for Fertiglobe to pursue.

### Risks

**Disruptions & Physical Impacts**

Disruptions and other physical impacts on our operations, value, and supply chain, resulting from climate change, geopolitics, extreme weather events, heat stress, and water scarcity.

**Customer Preferences**

Changes in customer preferences, societal expectations, and the regulatory environment, resulting in decreased demand for our products and increased operational and environmental costs.

**Regulations & Policies**

Government policy led decisions around biofuels/ethanol programs, subsidies, import/export taxes, and trade wards can affect crop demand and nutrient consumption/trade.

**Renewable Energy Transition**

Slow transition from fossil fuels to clean energy sources. A continued dependence on fossil fuels and missed opportunities for investment in clean energy, increasing production cost, and loss of customers.

**Digitalization**

Given the large amount of data AI needs to process, considerable amounts of GHG emissions are produced, adding to the already substantial environmental impact of computing technology. AI can be expensive, and the need for experts and training may increase considerably. New technologies may also render many agricultural jobs obsolete as machines will be able to accomplish the same tasks as humans.

**Fertilizer Industry Developments**

Misalignments in terms of ecosystem-wide approach to define globally accepted, harmonized definitions for the sustainable development of the fertilizer industry and to ensure coordination among policymakers, more effective incentives, smarter regulations, encourage demand and support higher production costs.

# Our Operating Environment - continued

## Main Opportunities Across Our Operating Environment

### Opportunities

**Supporting the Decarbonization of the Fertilizer Sector**

The development of our new low-carbon ammonia projects, allows us to aid the decarbonization of nascent segments consuming low-carbon ammonia, including co-firing with ammonia for use in power generation, decarbonization of the fertilizer sector, as a hydrogen carrier, and in the decarbonization of the fuel maritime industry.

**Encouraging Renewable Sources**

The implementation of government policy can also be highly supportive to promote decarbonization, with more stringent emissions regulations, subsidies or support, encouraging or mandating the use of renewable or lower-carbon energy sources.

**Promoting Optimal Fertilizer Usage**

Increasing focus on regenerative agriculture and soil health, which requires expertise, knowledge, and technology that combines carbon sequestration, biodiversity, and resource conservation with optimal fertilizer usage.

**Improving Energy Security**

Increasing demand for sustainable fuel and feedstock solutions, which leads to diversification from gas supplies, reduced dependence on finite resources, and improved energy security.

**Increasing Transparency**

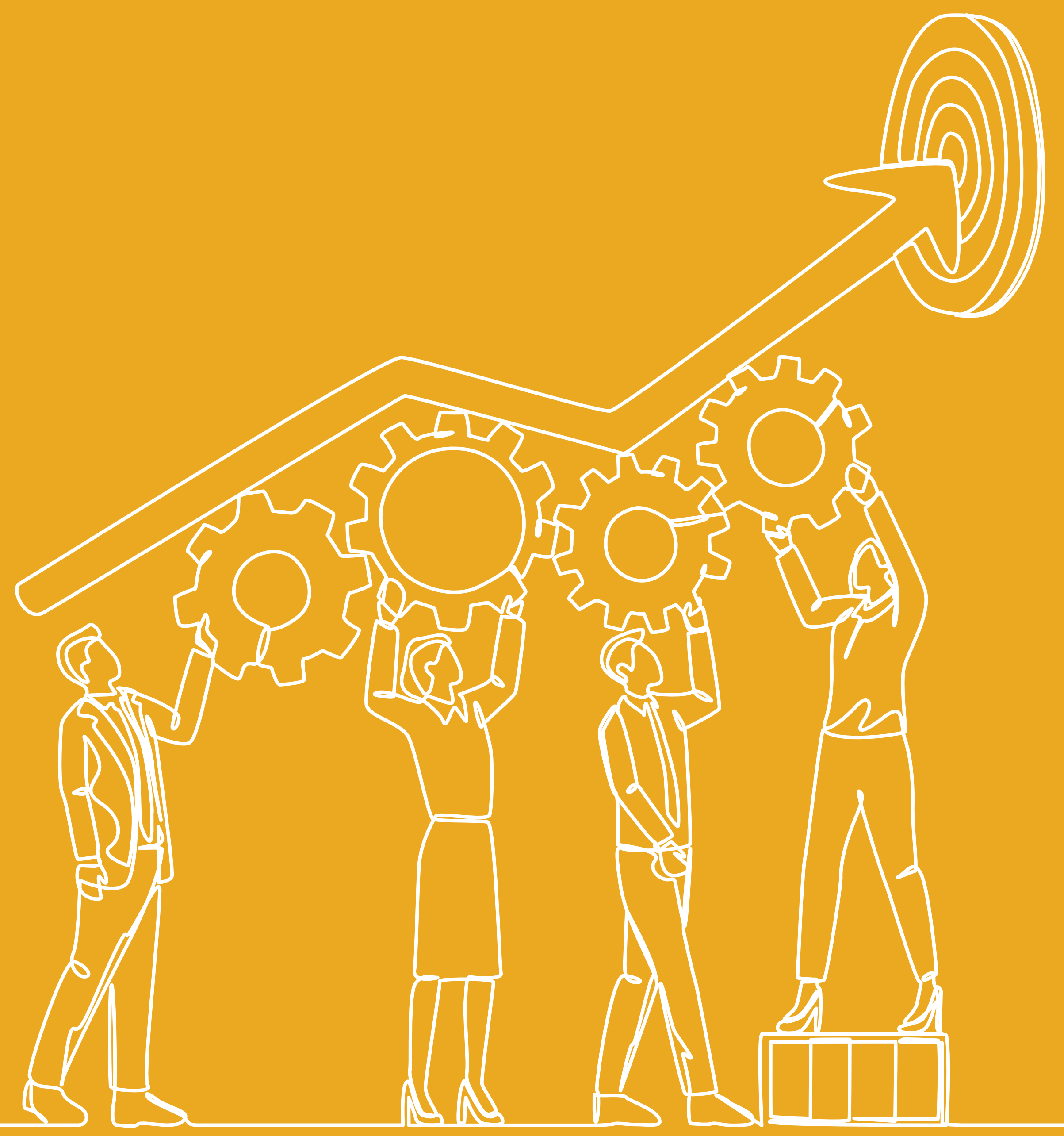
Expansion of collaboration and information-sharing to promote greater transparency and more efficient decision-making across the entire supply and value chain.

**Enhancing Production**

AI supports agriculture through precision farming, optimizing water, fertilizer use, and urban crop growth, reducing deforestation and carbon emissions. More efficient plant machinery and production processes will help address issues such as climate change and water scarcity. These advancements will also enhance production, making it more efficient and cost-effective.

# Our Business Model and Strategy

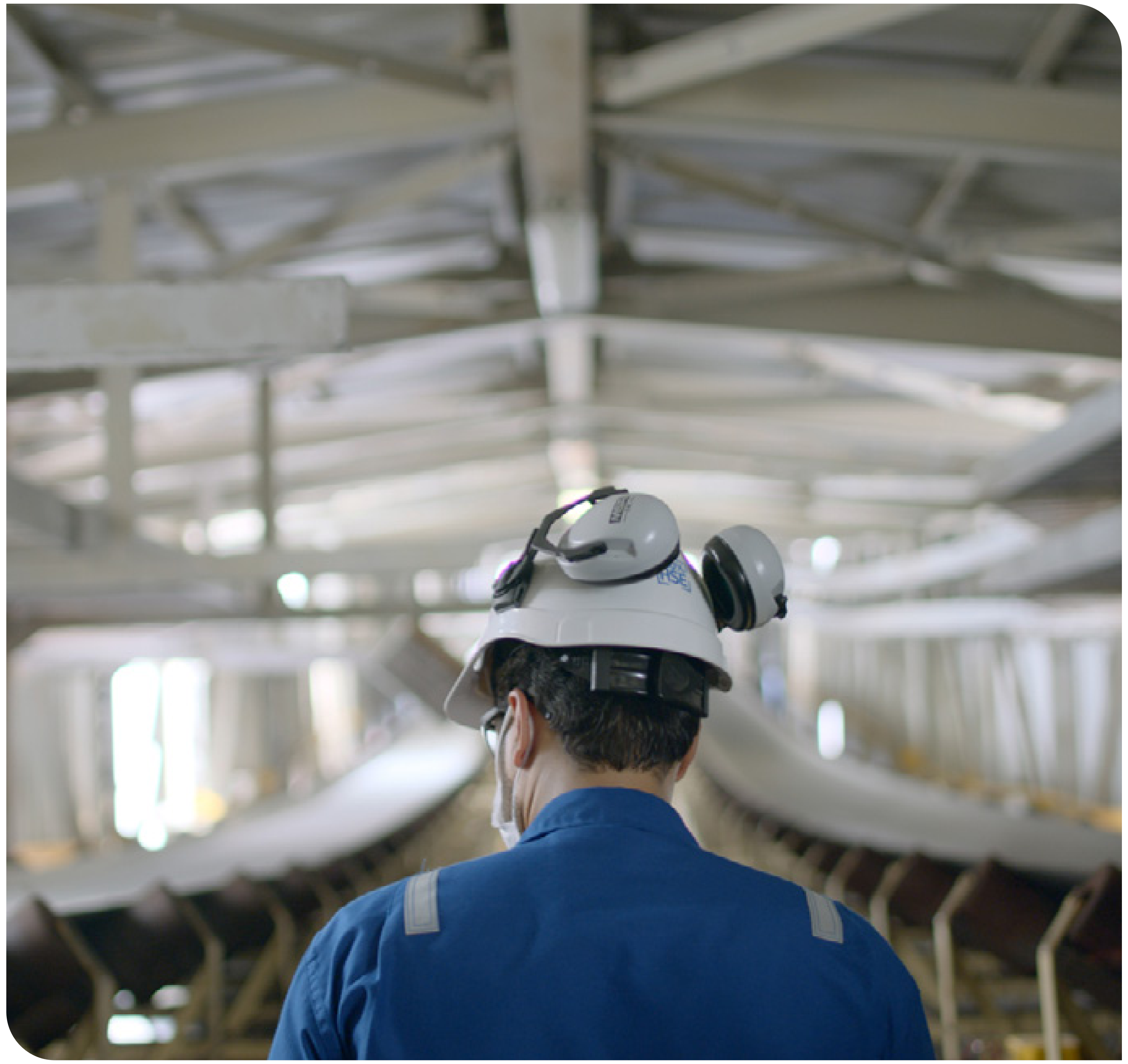
Creating a world class leader in fertilizers and clean fuels, uniquely positioned to tap the low-carbon ammonia energy opportunity.



Fertiglobe continues to solidify its leadership in nitrogen fertilizers and clean energy solutions by aligning with global sustainability trends and leveraging its core strengths in low-carbon ammonia production. Our mission is to responsibly support sustainable agriculture, energy transition, and industrial growth through innovative and reliable solutions.

Fertiglobe's business model is built on three core pillars. First, our growth is propelled by clean energy advancements, particularly in low-carbon ammonia. By leading in renewable and low-carbon ammonia solutions, we strive not only to meet but to set new industry benchmarks, underscoring our commitment to innovation and sustainability. Second, our centralized commercial strategy ensures the consistent and cost-efficient delivery of vital nitrogen fertilizers to customers worldwide. Lastly, operational excellence drives the seamless execution of our activities, with a strong focus on efficiency and reliability.

The ammonia market is set to evolve through diverse pathways, offering untapped opportunities that align seamlessly with the shifting dynamics of the energy landscape.



# Our Business Model and Strategy - continued

## Paving the Way for a Low-Carbon Economy

### 1
### Fertilizers for Agriculture
Meeting the growing demand for fertilizers fueled by population growth and the pressing need to enhance global food security.

### 2
### Industrial Applications
Leveraging global economic growth to diversify and expand into a wide range of industrial sectors.

### 3
### Energy Transition
Advancing innovative applications such as power generation, carbon-free bunker fuels for shipping, and hydrogen carriers, driven by the hydrogen economy's exponential growth.

# Our Business Model and Strategy - continued

## Key Ammonia Industry Drivers Include

### Supportive Regulatory Framework

Development of ETS systems, CBAM and FuelEU Maritime regulation.
Multiple national hydrogen roadmaps and net-zero targets.
Supportive schemes, such as US Inflation Reduction Act (IRA).

### Advantaged Energy Molecule

Ammonia is one of the most efficient ways to transport and store hydrogen and does not emit $CO_2$ when burned.

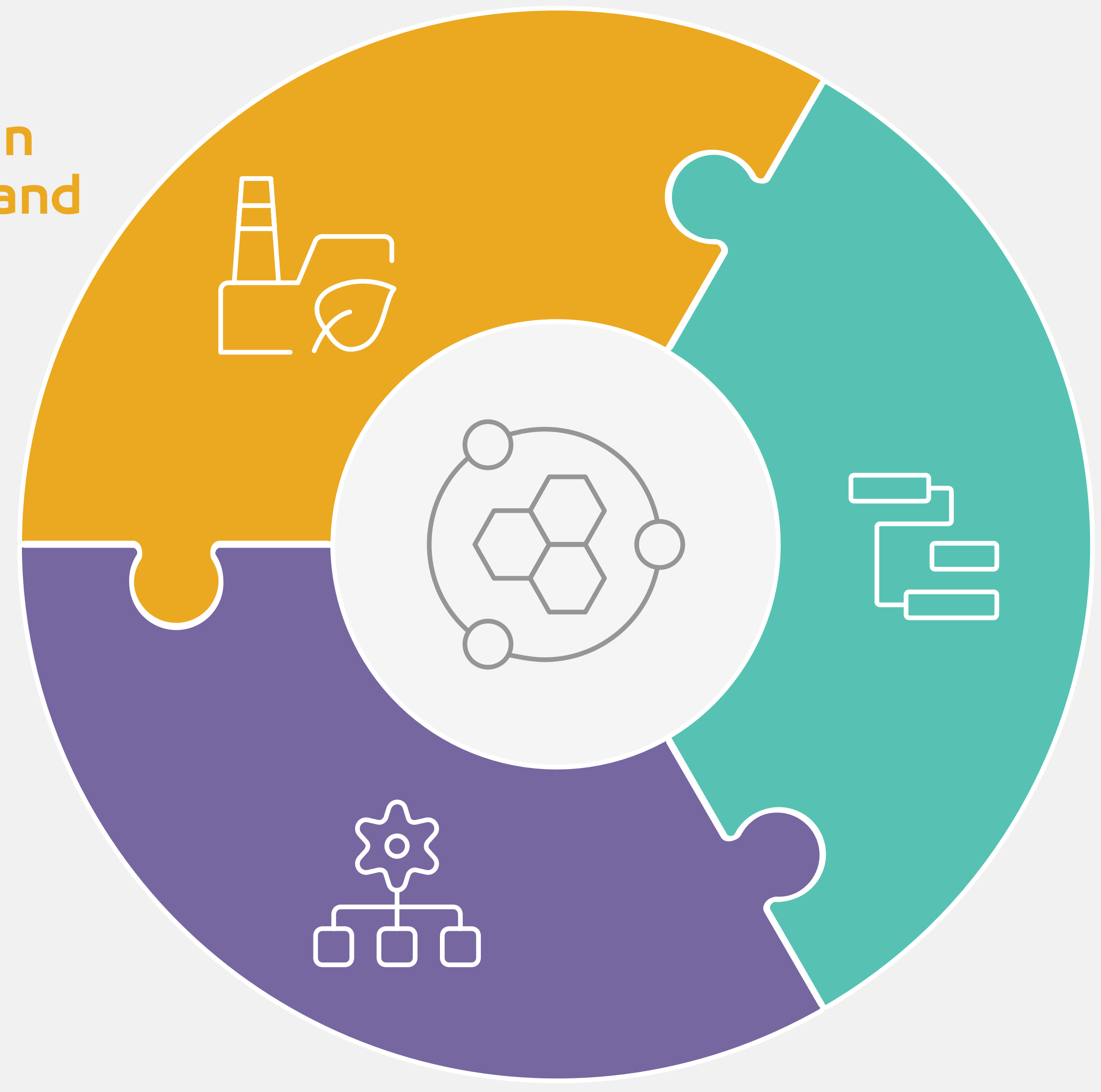
### Technological Advancements

Shift toward low-carbon ammonia production: retrofit with CCS, renewable-based, hybrid options.

### Rapid Growth for Low-Carbon Ammonia Demand in New Applications

Emergence of new applications: power generation, bunker fuels, and hydrogen carrier.

# Our Business Model and Strategy - continued




## 1. Leadership in Renewable and Low-Carbon Ammonia

Fertiglobe is committed to environmental stewardship and seizing the substantial opportunity presented by the global shift toward cleaner energy sources. With ammonia serving vital end markets, including food, fuel, and feedstock, the Company sees low-carbon and renewable ammonia as a key solution for decarbonizing a significant portion of global GHG emissions across the agricultural, industrial, and transportation sectors.

Fertiglobe is uniquely positioned to capture a growing share of this emerging market by leveraging its development expertise, strategic geographic location, strong shareholder relationships, and expansive global footprint. The Company has a proven track record of success in ammonia production and distribution spanning several decades, and today, it stands as a leading global exporter of seaborne merchant ammonia. This expertise provides Fertiglobe with the capabilities to seamlessly transition into the renewable and low-carbon ammonia market.

Fertiglobe also benefits from a highly experienced in-house team with decades of technical knowledge. Fertiglobe's production facilities, located across Egypt, Algeria, and the UAE, offer access to abundant low-cost solar and wind resources, essential for producing renewable ammonia. These locations are strategically situated near key low-carbon import markets in the EU and Asia, providing the Company with a competitive edge. Fertiglobe's global footprint ensures it can efficiently reach these markets in a cost-effective manner.

## 2. Centralized Commercial Strategy

Fertiglobe's commercial operations and strategy are centralized with a primary focus on expanding its presence in both existing and new key markets, optimizing netback prices, and capturing additional downstream value. The strategy is built around three main pillars: (i) increasing market penetration to further enhance netbacks, (ii) boosting volumes traded through the Company's in-house distribution network, and (iii) diversifying its product offerings to seize long-term growth opportunities.

At the core of Fertiglobe's commercial strategy is its extensive global footprint. As of the end of 2024, the Company operates a wide inland storage and distribution infrastructure, serving customers in 44 countries worldwide. This broad reach, coupled with a strategically positioned production footprint, enables the Company to serve markets both east and west

# Our Business Model and Strategy - continued

of the Suez Canal, distinguishing it from competitors with more narrow focuses. Fertiglobe is also actively exploring opportunities to optimize its distribution and production capabilities through acquisitions, partnerships, joint ventures, and other significant transactions aligned with its strategic goals and financial objectives. Each potential transaction is carefully evaluated against the Company's stringent financial policies and return requirements.

Fertiglobe's sales and marketing platform is strengthened by a robust on-the-ground presence across major markets, with future expansion plans.

In line with its commitment to innovation, the Company is continually exploring new products and market segments to maintain its leadership in an evolving industry. This includes investigating non-fertilizer applications for ammonia and urea, such as DEF, and exploring the use of renewable and low-carbon ammonia as a shipping fuel. Positioned near major shipping routes, Fertiglobe is well-equipped to capitalize on the growing demand for these emerging applications. Additionally, as demand for renewable and low-carbon ammonia continues to rise, Fertiglobe is well-positioned to capture a significant share of this high-potential market.

Further details on Fertiglobe's global distribution capabilities and product portfolio can be found on page 27 of this report.

## 3. Operational Excellence

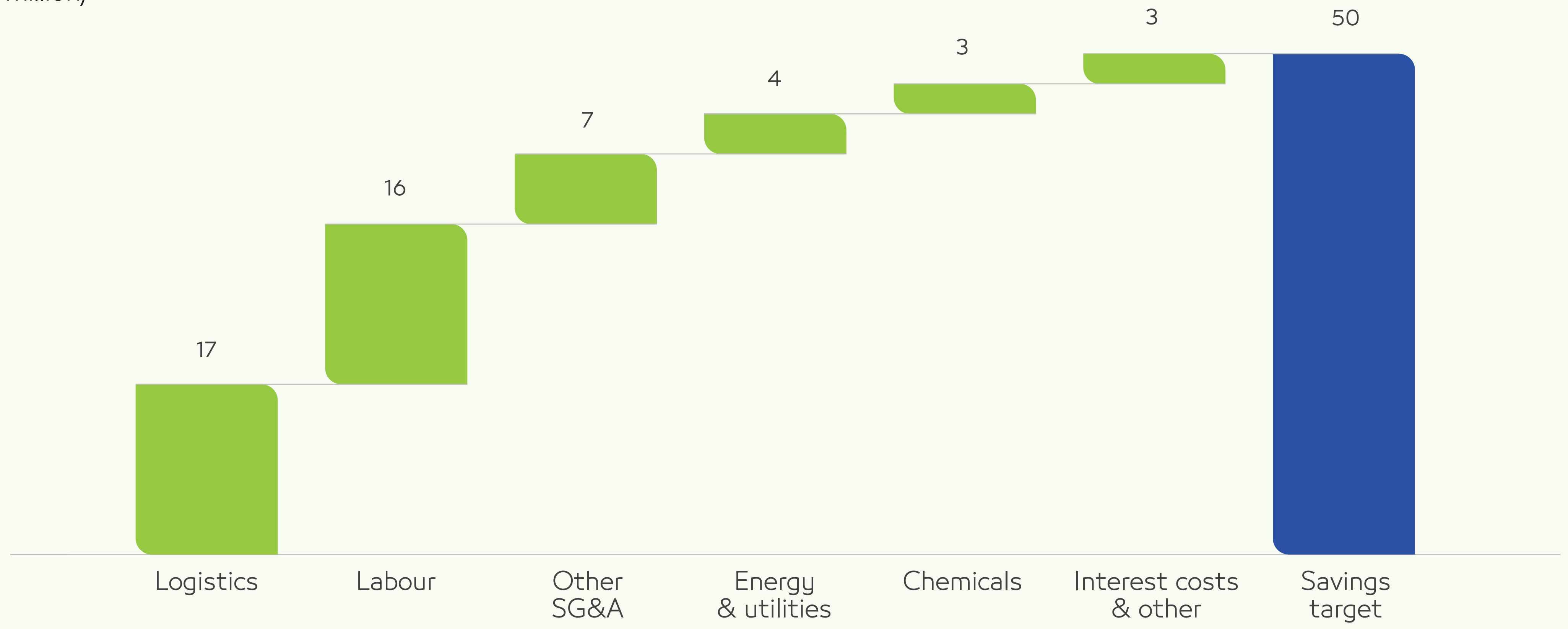
Operational excellence is a cornerstone of Fertiglobe's strategy. We are dedicated to achieving excellence across all areas of our organization. In 2021, we launched an operational excellence program designed to enhance production efficiencies, reduce emissions and waste, and uphold our industry leading health and safety standards. This program is built on three fundamental pillars: (i) process safety and asset reliability, (ii) energy efficiency, and (iii) cost optimization. By leveraging our platform-wide expertise, we share best practices, provide in-house technical support, and collaborate through committees to implement proactive and predictive measures, including the evaluation of equipment life cycles and associated systems.

The program aims to optimize utilization rates to achieve maximum proven capacity (MPC) and enhance energy efficiency. It is projected to contribute an additional $100 million in annual EBITDA by the end of 2025 compared to 2023. As of December 2024, we have realized our cost optimization target of $50 million in run-rate savings.

### Successful execution of the cost optimization program

Since approval by the Board in May 2023, Fertiglobe successfully realized the target of $50 million in recurring annualized savings by the end of 2024

**Breakdown of $50 million cost optimization target**
($ million)




Fertiglobe's emphasis on debottlenecking and capacity optimization has enabled the Company to achieve substantial incremental capacity beyond design levels, consistently maintaining higher and stable utilization rates. This approach maximizes the value derived from its asset base. Building on this success, Fertiglobe continuously evaluates value-accretive engineering opportunities to further enhance production at competitive capital costs. Operational excellence extends beyond Fertiglobe's facilities, as the Company upholds rigorous standards for all suppliers and business partners, guided by its Business Partner Code of Conduct.

# Our Business Model and Strategy - continued

## Fertiglobe's Approach to Operational Excellence

### Process Safety & Reliability

- Site-led improvement programs, reflecting site-specific process safety and reliability priorities.
- Global reliability program focused on the identification and elimination of repeated issues.
- Structured readiness reviews for major turnarounds to improve completion times, competitiveness, and predictability.

### Energy Efficiency

- Energy-efficient designs featured by Fertiglobe's young asset base.
- Implemented monitoring tools to continuously improve energy consumption, supported by industry leading monitoring tools.
- Identify and pursue further efficiency through select value-accretive investments.

### Cost Optimization

- Capital deployment optimization and centralized CapEx review framework.
- Central procurement strategy and global framework agreements.
- Best practice sharing and interchange of resources and expertise between OpCos.

## Safety First: A Commitment to Zero Injuries

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. As such, all functions of the Company's operations are guided by robust Health, Safety, and Environment (HSE) policies. Furthermore, Fertiglobe's management and Board of Directors, in coordination with the Group HSE team, implement facility specific policies and strategies to ensure that improvements are made in an effective and timely manner across all the Group's facilities.

A fundamental element of Fertiglobe's HSE policy centers on safety, with a continual pursuit of excellence in safety and occupational health standards throughout its operations. Owing to the constant refinement of HSE monitoring, prevention, and reporting practices, as well as a dedication to achieve zero injuries across all its production facilities, Fertiglobe successfully reduced its total recordable injury rate to 0.02 per 200,000 man hours in 2024, a notable improvement from 0.12 in 2023 and well below the industry average of 0.66 (IFA 2023 report).

While management takes great pride in the progress achieved, it recognizes that there is always room for improvement and remains committed to continuously enhancing safety procedures and training. To sustain and build upon these advancements, the Company has implemented awareness programs and refresher sessions for all employees and contractors as part of its comprehensive training initiatives. Fertiglobe also regularly reinforces, monitors, and updates its HSE standards and policies to ensure they remain effective and aligned with best practices.

For more details on the Company's approach to HSE, please refer to page 79 of this report.

# How We Create Value

## A Holistic Approach to Generate and Maximize Value

### Input Capital

**Financial**
- **$4.4 BN** Total assets
- **$1.5 BN** Equity
- **$46.8 MN** CapEx in energy efficiency and low-carbon projects

**Natural**
- **161,122** TJ Energy consumed
- **59.17** M $M^3$ Water withdrawn
- **63%** of all purchased electricity is from renewable sources

**Manufactured**
- **4** Production plants
- **6.6** MT Production capacity
- **>900** KT urea and **225** KT ammonia storage capacity (including partnerships)

**Human**
- Skills, competencies, and experience of **2,725** Employees
- Organizational focus on health and safety and wellbeing

**Social & Relationship**
- **~3,300** Active suppliers
- Community engagement initiatives

**Intellectual**
- Partnerships with key stakeholders, distinctive knowledge on low-carbon technologies

**Our Strategy**
- Operational Excellence
- Centralized Commercial Strategy
- Leadership in Renewable and Low-Carbon Ammonia

**Our Cultural Pillars**
- Safety
- Accountability
- Collaboration
- Excellence

**Our Mission**

As a global leader in the production and distribution of ammonia and urea, Fertiglobe aims to create sustainable value for all stakeholders and deliver sustainable solutions to its customers. The Company takes a holistic approach to creating value as it works to optimize all available resources, thereby maximizing our positive financial, social, and environmental impacts for a greener future.

**Our Purpose**

We aim to responsibly drive sustainable agriculture, fuel, and industrial feedstock by producing and distributing essential products to customers around the world.

### Output Capital & Outcomes

**Financial**
- Consistent financial growth and maximized free cash flow
- **$2,009.2** MN Revenue
- **$647.9** MN Adj. EBITDA
- **$248.9** MN FCF
- **$350** MN Dividends paid in FY 2024
- **$275** MN Dividends announced for FY 2024

**Natural**
- Minimized environmental impact of operations
- **2.91** GHG intensity
- **0%** Freshwater withdrawal
- **41%** Waste reused, recycled, or recovered

**Manufactured**
- Nitrogen-based solutions to help feed to world and drive decarbonization of key industries
- **5.6** MT Ammonia and urea own-produced and third-party traded sales volumes
- Production and shipment of several low-carbon ammonia and DEF test cargoes

**Human**
- Safe, fair, and stimulating work environment
- **0.02** LTIR
- **0.02** TRIR
- **16%** Women in leadership positions

**Social & Relationship**
- Support the development of local communities, improved relationships with suppliers and other stakeholders
- **56%** Spent on local suppliers
- **219** interns, trainees, and apprentices in Algeria, Egypt, and the UAE

**Intellectual**
- Development of innovative renewable and low-carbon solutions
- **4** Ongoing projects in low-carbon and renewable space

# Our Products

Sustainability is at the heart of our values, driving our commitment to creating products and initiatives that offer customers low-carbon, environmentally friendly solutions while steadily increasing the share of sustainable products in our portfolio.

## Our Nitrogen Fertilizers

Fertiglobe's products serve as a reliable nitrogen source, a vital nutrient for crop development, catering to customers worldwide and playing a crucial role in safeguarding global food security.

### Granular Urea

Granular urea is a white, crystalline, solid fertilizer with a nitrogen content of approximately 46%. Synthesized under high pressure and temperature from the interaction of ammonia and $CO_2$, urea boasts the highest nitrogen content among nitrogen fertilizers. While its primary application lies in agriculture, urea is also used as a raw material in various industrial processes, including resin, melamine, DEF, and animal feedstock production. Its high nitrogen content and ease of handling and transportation means that urea is regarded as the leading nitrogen fertilizer in production and traded volume terms.

### Merchant Ammonia

Ammonia, a colorless gas with the highest energy density among non-hydrocarbon compounds, is produced under high temperature and pressure by combining nitrogen (82%) and hydrogen. It serves as a fundamental building block for industrial chemicals and nitrogen fertilizers and can be directly applied as a fertilizer. The principal raw material used in the traditional production process of ammonia is natural gas, or coal (specifically used in India and China). Fertiglobe sources natural gas for its nitrogen operations through long-term supply contracts with partners across its countries of operation.

The majority of ammonia produced globally is consumed within integrated nitrogen complexes to produce urea and other nitrogen fertilizers. As a result, only about 8%, or 17 million tons, of global ammonia production is traded as merchant ammonia in the seaborne market. This merchant ammonia is typically sold to non-integrated nitrate plants, phosphate fertilizer facilities, and industrial producers, with the majority converted into other nitrogen products, such as urea and nitrates. Fertiglobe is an established producer of ammonia and a key supplier of merchant ammonia to the traded market. Its current focus lies primarily on the global merchant ammonia market, with a net ammonia capacity of 1.6 million tons (2024) across its various production sites.

# Our Products - continued

## Our Sustainable Product Portfolio

As a global leader in the nitrogen fertilizer and ammonia business, Fertiglobe is committed to environmental stewardship and supporting the global energy transition. The Company is focused on producing low-carbon ammonia using renewable hydrogen sources and carbon sequestration technologies to enable cleaner energy solutions. Fertiglobe is actively expanding its sustainable product portfolio to support the decarbonization of emerging market segments driven by the hydrogen economy. With new applications for ammonia emerging in the clean hydrogen sector, Fertiglobe is well-positioned to capitalize on these opportunities, leveraging its established role in the merchant ammonia market and its early leadership in low-carbon ammonia production.

Following the majority ownership of Fertiglobe by ADNOC, Fertiglobe has become ADNOC's global vehicle for low-carbon ammonia growth, which allows for the consolidation of ADNOC's existing and future projects in the low-carbon and renewable ammonia space. In total, this will add ~2.4 mtpa of ammonia capacity to Fertiglobe's existing capacity, more than doubling its net ammonia capacity of 1.6 mtpa, including the following projects:

- ADNOC's equity stakes in the two 1-mtpa low-carbon ammonia projects in the UAE.
- ADNOC's 35% equity stake in the 1 mtpa Baytown, Texas project in the US in partnership with ExxonMobil.

## Low-Carbon Ammonia

Fertiglobe is actively engaged in multiple low-carbon and renewable projects:

### UAE

Fertiglobe is currently developing a 1 mtpa low-carbon ammonia project in Abu Dhabi in partnership with TA'ZIZ, GS Energy Corporation, and Mitsui & Co., Ltd, located at the Ruwais Derivative and Industrial Complex. The Final Investment Decision (FID) on the project was undertaken in 2024, with construction expected to complete in 2027. The project will benefit from over-the-fence utilities and low-carbon hydrogen feedstock supply as a byproduct from steam cracker leading to 50% lower carbon emissions in the first phase. In a second phase, the plant will further reduce its carbon intensity via capturing and sequestrating $CO_2$ emissions.

In May 2024, Fertiglobe delivered the world's first certified bulk commercial shipment of low-carbon ammonia from Ruwais, enabled by carbon capture and storage (CCS). Low-carbon ammonia was delivered to Mitsui – a key partner and off-taker in the project—for use in clean-power generation in Japan. The ammonia was certified low-carbon from production to delivery by TÜV SÜD.

An additional 1-mtpa project in the UAE is also in the development and engineering stage, with Fertiglobe closely involved in development until the FID and start of commercial operations.

### USA

In September 2024, ADNOC also acquired a 35% stake in ExxonMobil's 1-mtpa Baytown low-carbon ammonia project in Texas. The FID on the project is expected in 2025 with anticipated start-up in 2029. Contingent on supportive government policy and necessary regulatory permits, the project's capacity is 1 billion cubic feet (bcf) daily of low-carbon hydrogen

(~98% of $CO_2$ removed) and 1 mtpa of low-carbon ammonia. ADNOC will transfer its 35% equity stake in the project to Fertiglobe at cost when it is ready for start-up.

# Our Products - continued

## Renewable Ammonia

Egypt Green is Fertiglobe's flagship green ammonia project, based on renewable energy sources, making it the first integrated green hydrogen facility in Africa. The commissioned project is being developed with a number of key stakeholders, including Scatec, Orascom Construction, the Egyptian Electricity Transmission Company, and the Sovereign Fund of Egypt. Upon completion, the 100 MW electrolysis plant will have the capacity to generate up to 13 ktpa of green hydrogen, serving as a feedstock to produce approximately 74 ktpa of renewable ammonia at facilities in Egypt.

Fertiglobe received the ISCC PLUS certification for renewable ammonia at its Egyptian facilities. The sustainable product and mass balance system is ISCC PLUS-certified and can be used to produce green downstream products. The renewable ammonia GHG footprint is at least 73% lower than a fossil fuel comparator and qualifies as a renewable fuel from non-biological origin (RFNBO).

In November 2023, Fertiglobe announced its first shipment of ISCC PLUS-certified renewable ammonia from its facilities in Egypt for use in the production of near-zero emissions soda ash, a key ingredient in laundry powder, to be manufactured by Unilever in India.

In July 2024, Fertiglobe was also awarded winner of the H2Global pilot auction for supply of renewable ammonia, for a contract value of up to €397 million, securing supply of renewable ammonia out of Egypt at a delivered price of €1,000 per ton until 2033. Fertiglobe's award builds on the continued track record of renewable and low-carbon sales to Europe and Asia and supports the FID on the project in H1 2025.

## Main Demand Areas

Ammonia has emerged as a highly promising product for propelling the hydrogen economy and facilitating the energy transition. Low-carbon ammonia demand will reach 24 million tons by 2032, more than doubling the size of the traded market today.

Clean ammonia and hydrogen present a broad range of decarbonization opportunities, including significant reductions in emissions from marine fuel, power generation, transportation, construction, and agriculture, which collectively contribute to approximately 80% of global GHG emissions:

- Sustainable fertilizers made from renewable or low-carbon ammonia offer GHG intensity reduction, lowering the GHG footprint of the food value chain.
- Marine fuel to lower GHG emissions and other air pollutants in shipping to meet FuelEU Maritime mandates, lower EU's Emission Trading Scheme exposure, and voluntary Scope 3 reduction.
- Power generation uses for low-carbon ammonia is also critical to reduce GHG emissions, in coal-based power plants.
- Chemical industries that consume ammonia as a base chemical that goes into many products, such as consumer goods and medicines, refrigeration, pulp, paper, and textile production processes, are also subject to decarbonization and will be a key consumer of low-carbon ammonia.

# Our Products - continued

## Diesel Exhaust Fluid (DEF)

DEF, which is also known as AdBlue in Europe, is a non-hazardous aqueous urea solution consisting of approximately 67.5% deionized water and approximately 32.5% urea, used to reduce NO and particulate emissions from diesel combustion.

### Value Proposition

- DEF is used in selective catalytic reduction (SCR) systems to lower harmful vehicle exhaust emissions from diesel engines, with the added advantage of improving vehicle fuel economy by approximately 5% and using diesel fuel more efficiently.
- DEF breaks down nitrogen oxides emissions into nitrogen gas and water vapor, thereby eliminating environmentally harmful emissions from cars, trucks, buses, and other heavy-duty vehicles.
- Providing a transitional option for emission abatement for truck and rail in the near-to-medium term, as the switch to electric vehicles has proven to be challenging to date for heavy-duty trucks and farm vehicles due to poor power-to-weight ratios, leaving only a few near-term alternatives to DEF.

### Main Demand Areas

- Demand growth is being propelled by tightening regional regulations, mandating the replacement of aging vehicles, with a specific focus on heavy-duty trucks. This is further accentuated by higher-dosing rates in modern diesel engines. DEF customers include truck stop chains, wholesale retailers and packagers, and smaller regional distributors.
- DEF demand is set to be robust across the long term, driven by increasing focus on emissions reduction and tightening regulations, with the Americas, China, and the EU being attractive markets for demand.

### Customers

Customers include truckstop chains, wholesale retailers and packagers, and smaller regional distributors.

### Platform Equipped to Meet Growing DEF Demand

Fertiglobe's EFC and Fertil production plants are equipped with cutting-edge DEF production technologies. Currently, the Fertil plant produces DEF to serve local demand. Meanwhile, Fertiglobe completed multiple trial shipments of DEF produced at its EFC plant in Egypt. Fertiglobe has the capacity to produce 0.45 million tons of DEF at its facilities in Egypt and the UAE, and both facilities are able to quickly ramp up production as demand for DEF grows globally.

# Our Reach

Based in Abu Dhabi, Fertiglobe operates a global distribution network that spans Europe, Australia, Africa, Asia, and the Americas, leveraging branches, agents, and strategic partnerships on both sides of the Suez Canal.

Situated at the crossroads of Europe, Asia, and Africa, Fertiglobe benefits from unparalleled connectivity to key nitrogen markets worldwide. Its extensive global distribution network enables export diversification across multiple regions and provides critical market insights, ensuring the company remains agile in adapting to shifting market dynamics and demand trends. This global reach is further enhanced by strategically placed production facilities and a robust storage and distribution infrastructure.

## Leveraging Strategic Partnerships and Offices

Fertiglobe's success is bolstered by its expansive network of partnerships and alliances with major nitrogen and fertilizer producers and importers across the globe. This collaborative approach has strengthened its supply chain margins and extended its presence, bridging the gap to end-users in established markets.

## Export-Centric Production Facilities

Fertiglobe's four export-focused production facilities are strategically positioned with direct access to six key ports and distribution hubs along the Mediterranean Sea, Red Sea, and Arabian Gulf. These locations enable Fertiglobe to bypass Suez Canal fees when shipping to both eastern and western markets, providing a significant cost advantage over competitors.

## Robust Storage and Distribution Infrastructure

Fertiglobe's operations are supported by an extensive inland storage and distribution network. Strategic partnerships further bolster this capacity, ensuring products are efficiently routed to high-demand markets through multi-modal logistics and on-site loading operations.

A dedicated in-house chartering team manages Fertiglobe's annual freight capacity for liquid ammonia and urea. The Company operates three chartered vessels and can add additional vessels to meet business requirements.

## Expanded Global Reach

Beyond its on-site and port-based storage, Fertiglobe leverages 385,000 metric tons of warehousing capacity via lease or partnerships at strategic locations in Europe, Australia, and South Africa.

**Countries reached by Fertiglobe's distribution and strategic partnership network**

**44**

# A Global Footprint

- Representative Office
- Production
- Warehouses
- Distribution Partners

# Our Facilities

Fertiglobe operates four state-of-the-art production facilities strategically positioned across the MENA region, with a combined annual production capacity of 6.6 million tons.

## Strategic Location

Fertiglobe's production facilities, strategically located in the UAE, Egypt, and Algeria, underpin the Company's ability to achieve sustainable growth and operational efficiency. These locations provide access to high-quality production, cost optimization, and direct entry into global markets. Positioned near six key ports along the Mediterranean Sea, Red Sea, and Arabian Gulf, Fertiglobe enjoys logistical benefits, optimizing freight routes across the Suez Canal and unlocking cost and duty advantages. Secure, long-term natural gas supply contracts and low-conversion costs further enhance Fertiglobe's competitive standing on the global cost curve for ammonia and urea production.

## Scaling Production and Driving Efficiency

At year-end 2024, Fertiglobe's production capacity stood at 5.1 million metric tons of urea and 1.6 million metric tons of merchant ammonia, establishing it as the largest nitrogen producer in the MENA region and the leading global seaborne exporter of nitrogen fertilizers. Fertiglobe also holds the distinction of having the largest ammonia export capacity in the MENA region, ranking among the top three globally.

A significant advantage for Fertiglobe is its young asset base, with nearly half of its facilities under 15 years old, compared to the industry norm, where 80% of ammonia plants are much older. This advantage results in reduced maintenance expenses and a more sustainable environmental impact. The Company's integration of overlapping technologies across its plants enables synergistic maintenance, delivering cost efficiencies and stronger cash flow. Fertiglobe is continually focused on enhancing its operational efficiency. Through innovative and cost-effective engineering solutions, the Company is optimizing capacity utilization and delivering on its production targets, reinforcing its leadership position in the global nitrogen fertilizer market.

## Capacity by Asset ('000 tpa)

| Plant | Country | Gross Ammonia | Net Ammonia | Urea | DEF | Total[1] |
|---|---|---|---|---|---|---|
| **EFC** | Egypt | 876 | - | 1,679 | 350 | 1,679 |
| **EBIC** | Egypt | 748 | 748 | - | - | 748 |
| **Sorfert** | Algeria | 1,606 | 803 | 1,259 | - | 2,062 |
| **Fertil** | UAE | 1,205 | - | 2,117 | 100 | 2,117 |
| Total MPC | | **4,435** | **1,551** | **5,055** | **450** | **6,606** |

1 Total include net ammonia and urea capacities, excluding DEF.

# Our Facilities - continued

## Egypt

EFC and EBIC are strategically located within the Suez Industrial Development Company's (SIDC) industrial park, providing direct access to three critical Egyptian ports: Ain Sokhna, Adabeya, and Damietta. Their close proximity facilitates significant synergies between the facilities, enhancing operational efficiency and boosting overall productivity. This prime location offers key advantages, including reduced freight costs compared to other Middle Eastern and Asian urea producers and the ability to bypass Suez Canal fees. Additionally, both facilities benefit from exemptions on European import duties, further strengthening their competitive edge.

### Egyptian Fertilizers Company (EFC)

**2**
Production lines

thousand tons
**1,679**
Annual urea production capacity

thousand tons
**350**
Annual DEF production capacity

### Egyptian Basic Industries Corporation (EBIC)

**1**
Production lines

thousand tons
**748**
Annual ammonia production capacity

thousand tons
**30**
Refrigerated ammonia storage capacity

# Our Facilities - continued

## Algeria

Positioned within the Arzew industrial complex in northwest Algeria, Sorfert stands as one of North Africa's largest integrated nitrogen fertilizer producers. Its strategic location offers proximity to three major Algerian ports, complemented by access to two export jetties at Arzew Port and Bethioua Port. The facility benefits from a dedicated ammonia pipeline to the port and exclusive urea export logistics, ensuring streamlined operations and efficient global distribution.

### Sorfert

**2**
Production lines

thousand tons
**803**
Annual merchant ammonia production capacity

million tons
**1.3**
Annual urea production capacity

## UAE

Located within ADNOC's integrated downstream complex in Al Ruwais Industrial City, Abu Dhabi, Fertil benefits from a prime position on the Arabian Gulf. The facility is equipped with two state-of-the-art urea ship loaders at its dedicated export jetty, operated exclusively by Fertil. This strategic location provides seamless access to global markets, enabling efficient exports to Asia, Australia, and East and South Africa.

### Fertil

**2**
Production lines

million tons
**2.1**
Annual urea production capacity

thousand tons
**100**
Annual DEF production capacity

# 2024 Business Performance

## Operational Performance

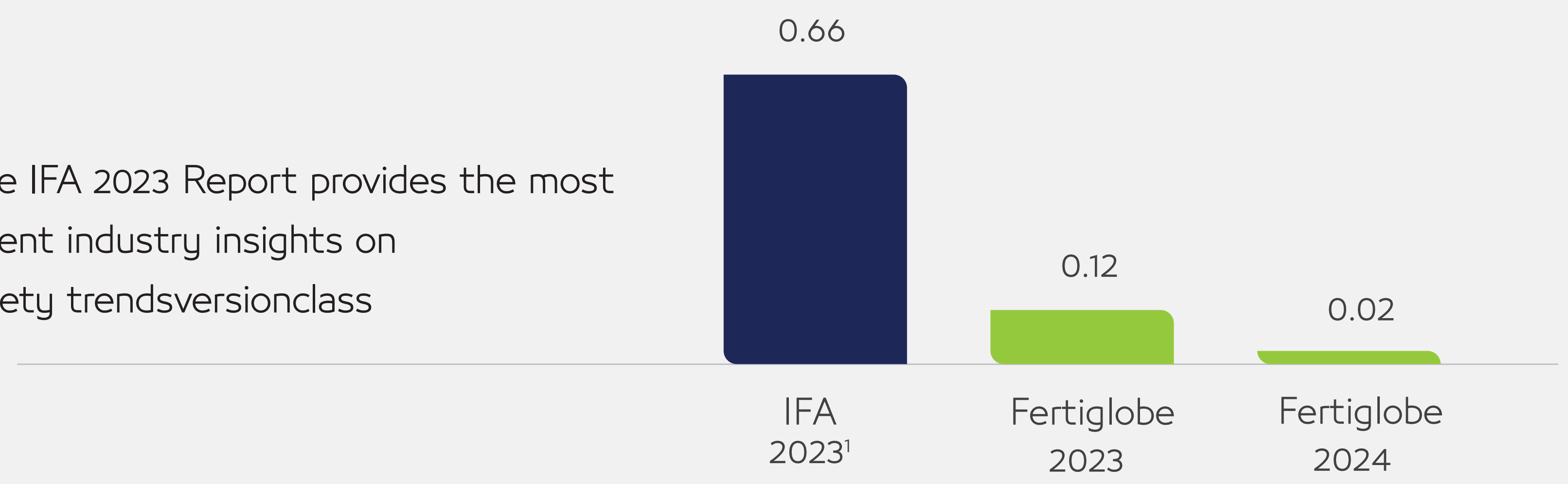
- **Manufacturing Improvement Plan (MIP) is 75% underway,** achieving record-high operating rates across several production lines in Egypt and the UAE.
- **The safe and successful execution of major turnarounds at EFC and Sorfert** led to significant energy savings and increased production volumes, resulting in an additional $10 million in EBITDA on a run-rate basis. This also enabled a 5% reduction in EFC's energy consumption per ton of product.
- **The commissioning of the fourth steam boiler at Sorfert in Q1 2025** will make the plant less dependent on external grid power, significantly improving its reliability. Self-reliance will increase from 49% to 87%, reducing power drawn from the grid to just 13% of the site's total demand.
- **Fertiglobe launched a water production improvement project in Egypt to enhance resilience against potential external water supply disruptions.** The project is expected to reduce dependency on external supply by 19,200 m³/day.
- **Successful implementation of cloud-based process information systems,** further supporting our MIP and building foundations for AI applications going forward.
- **Positive results through the launch of our Shared Service Center in Egypt,** significantly reducing back-office operating costs.

**HSE performance indicators** show strong improvement compared to 2023.

- Fertiglobe achieved an impressive safety record with a TRIR of 0.02, significantly ahead of global fertilizer industry averages.
- No recordable injuries in the last 12 months, with only one LTI and no Tier 1 or Tier 2 process safety incidents.
- Clear improvement in safety reporting culture, with the number of observations increasing remarkably by 250% in the last two years.

### Industry Leading Safety Performance (TRIR)

[1]The IFA 2023 Report provides the most recent industry insights on safety trendsversionclass




**Total own-produced sales volumes (excluding DEF)** decreased 6% to 5,345kt in 2024, compared to 5,711kt in 2023, due to external factors impacting product and the deferred shipment of tons from Q4 2024 to Q1 2025.

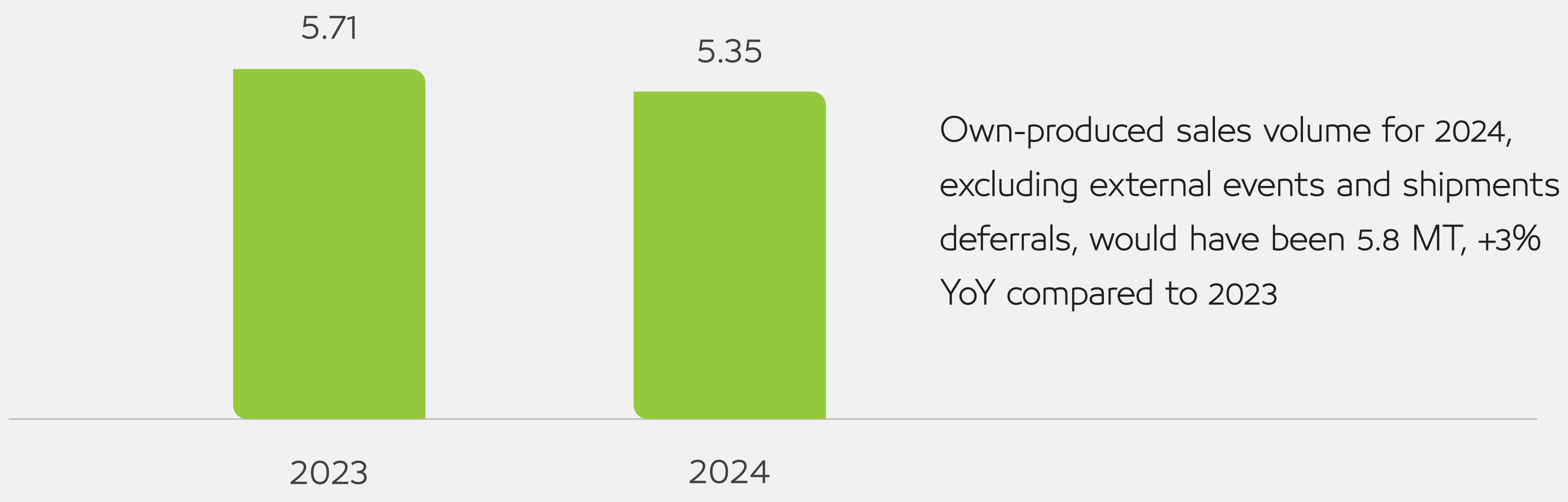
- Urea own-produced sales volumes fell 6% YoY (4,225kt in 2024 vs. 4,506kt in 2023).
- Ammonia own-produced sales volumes fell 6% YoY (1,119kt in 2024 vs. 1,189kt in 2023).

**Traded third-party volumes fell 39%** to 286kt in 2024 compared to 472kt in 2023.

Despite lower benchmark prices in 2024, with ammonia Middle East and urea Egypt down 16% and 8% YoY, respectively, the commercial team was able to realize netbacks outperforming benchmark indices, supported by our strategic locations and duty-free access to key markets.

Leveraged Fertiglobe's global reach and operational and commercial flexibility to benefit from favorable ammonia market conditions to optimize netbacks.

### Own-Produced Sales Volumes (MT)




Own-produced sales volume for 2024, excluding external events and shipments deferrals, would have been 5.8 MT, +3% YoY compared to 2023

# 2024 Business Performance - continued

**Our commercial strategy boasts three key pillars to capture demand growth and build the platform for increased supply** (third-party product or upstream growth):

1. **Develop a fit-for-purpose downstream position in growth markets.**
   **Rationale:** Increase market penetration and build competitive edge through optimizing value chain position in Fertiglobe's markets.
2. **Expand product offering.**
   **Rationale:** Boost value proposition to Fertiglobe's strategic customers using portfolio diversification while improving resilience and netbacks.
3. **Boost supply chain organization using third-party trade volume or upstream growth.**
   **Rationale:** Build on flexible export platform in place today to tap into key growth opportunities.

## Leadership in Sustainability

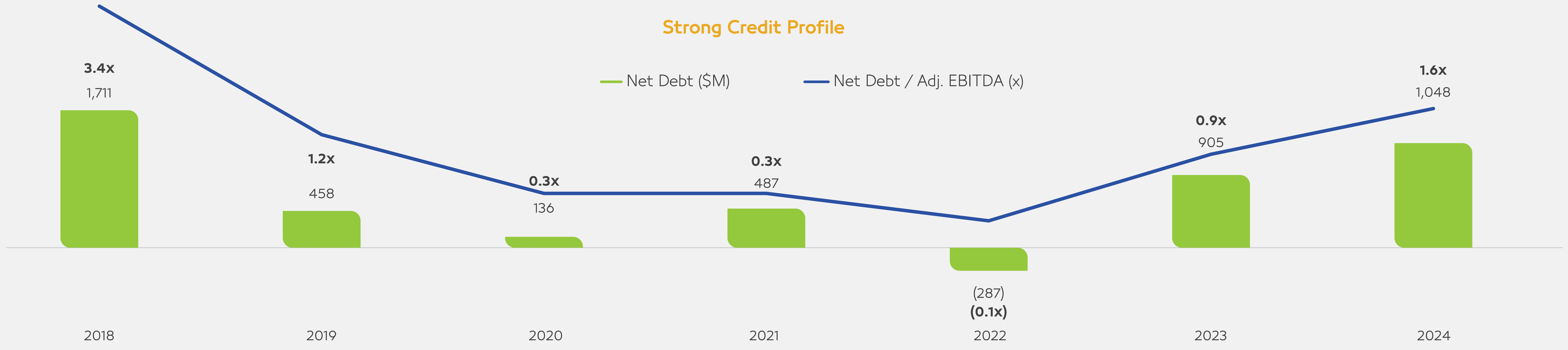
In 2024, we achieved major milestones on our sustainability journey, reducing our environmental impact while driving value for stakeholders:

- We launched a decarbonization committee to shape our decarbonization roadmap and formalized an Environmental Sustainability Policy.
- Our efforts along our sustainability journey were recognized by different institutions, such as the AFA, EcoVadis, and Forbes Middle East.
- We won the first-of-its-kind H2Global pilot auction, securing long-term offtake agreement for Egypt Green's production.

## Dividends and Capital Structure

Fertiglobe follows a **dividend policy** that aims to distribute the Company's excess free cash flow after providing for growth opportunities while maintaining its investment grade ratings. Since the IPO, Fertiglobe distributed $2.5 billion in cash dividends[1], demonstrating its commitment to creating and returning shareholder value.

### Strong Credit Profile




1 This includes the $125 million H2 2024 dividends payable in 2025 and subject to shareholder approval.

# 2024 Financial Performance

## Key Financial Performance Indicators

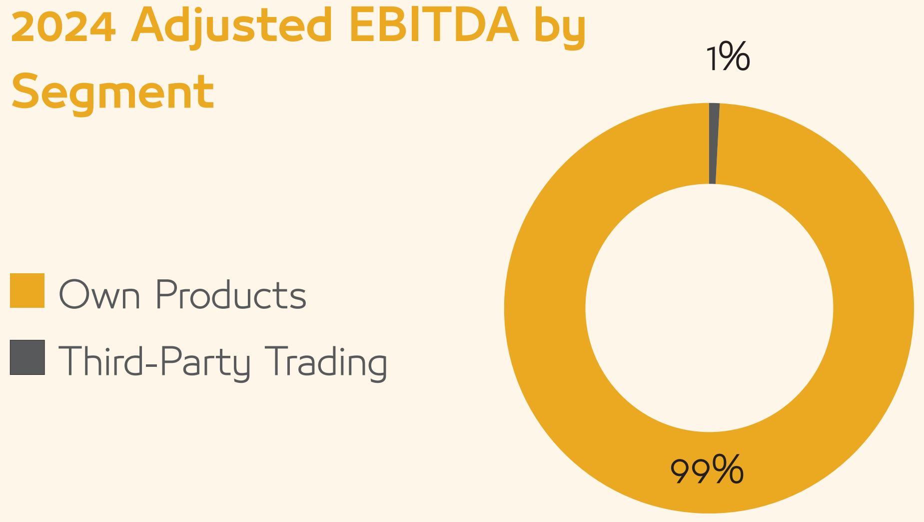
| $ million | 2024 | 2023 | %Δ |
|---|---|---|---|
| Net Revenue | 2,009.2 | 2,416.2 | -17% |
| **Adjusted EBITDA** | **647.9** | **1,003.7** | **-35%** |
| Operating Profit | 349.1 | 710.1 | -51% |
| Net Finance Costs | (119.8) | (122.7) | -2% |
| **Net Profit Attributable to Shareholders** | **159.9** | **348.9** | **-54%** |
| Adjusted Net Profit Attributable to Shareholders | 173.9 | 363.0 | -52% |

## Sales Volumes

| ('000 metric tons) | 2024 | 2023 | %Δ |
|---|---|---|---|
| **Own Product** | | | |
| Ammonia | 1,119 | 1,189 | -6% |
| Urea | 4,225 | 4,506 | -6% |
| DEF | 1 | 16 | N/M |
| **Total Own Product Sold** | **5,345** | **5,711** | -6% |
| **Third-Party Traded** | | | |
| Ammonia | 99 | 196 | -49% |
| Urea | 188 | 276 | -32% |
| **Total Traded Third-Party Product** | **286** | **472** | -39% |
| **Total Own Product and Traded Third-Party** | **5,631** | **6,183** | -9% |

### 2024 Revenue by Segment


### 2024 Adjusted EBITDA by Segment




### 2024 Performance Highlights

**Revenue**

- **Revenues** decreased 17% YoY in 2024, reaching $2,009 million, due to a combination of lower prices and reduced volumes.
- **Total sales volume** of ammonia and urea declined by 9% from 6,183kt in 2023 to 5,631kt in 2024.
- Additionally, the average benchmark price of ammonia (Middle East FOB) fell from $415 per ton in FY2023 to $349 per ton in FY2024, while the price of urea (Egypt FOB) declined from $386 per ton to $357 per ton.

**Adjusted EBITDA[1]**

- **Adjusted EBITDA** fell 35% compared to the previous year largely driven by the overall reduction in revenues.
- **Adjusted EBITDA margin** was lower at 32% in 2024 versus 42% in 2023.

**Operating Profit**

- **Operating profit** fell 51% to $349 million primarily due to a 42% decrease in gross profit compared to the previous year.
- **Gross profit** decline for the year came primarily due to lower net revenues during the year.

**Net Finance Costs**

- **Finance costs** increased by 14% to $136 million in 2024.
- **Finance income** increased to $17 million in 2024 compared to $16 million in 2023, mainly generated from cash held in short-term deposits.

**Net Profit Attributable to Shareholders**

- **Net profit attributable to shareholders** was $160 million, representing a 54% decline from the $349 million net profit recorded in 2023. The reduction in net profit resulted from a decrease in revenues driven by lower sales volumes.
- **Adjusted net profit attributable to shareholders** reduced to $174 million in 2024 compared to $363 million in 2023.

1 Fertiglobe uses Alternative Performance Measures (APM) to provide a better understanding of the underlying developments of the performance of the business. The APMs are not defined in IFRS and should be used as supplementary information in conjunction with the most directly comparable IFRS measures.

# 2024 Financial Performance - continued

## Consolidated Statement of Cash Flows for the Year Ended 31 December

| $ million | 2024 | 2023 |
|---|---|---|
| **Cash and cash equivalents at 1 January** | **759.8** | **1,442.0** |
| Cash flows for operating activities | **607.7** | 797.6 |
| Cash flows in investing activities | **(168.3)** | (114.6) |
| Cash flows in financing activities | **(578.3)** | (1,378.4) |
| Net cash flows | **(138.9)** | (695.4) |
| Currency translation adjustments | **(2.5)** | 13.2 |
| **Cash and cash equivalents at 31 December** | **618.4** | **759.8** |

## Net Debt as at 31 December

| $ million | 2024 | 2023 |
|---|---|---|
| Long-term interest-bearing debt | 1,425.5 | 1,490.2 |
| Short-term interest-bearing debt | 256.7 | 174.9 |
| **Gross interest-bearing debt** | **1,682.2** | **1,665.1** |
| Cash and cash equivalents | (633.9) | (759.8) |
| **Net debt** | **1,048.3** | **905.3** |

| 2024 Performance Highlights | |
|---|---|
| Cash Flows for Operating Activities | • **Cash flows from operations** decreased to $608 million in 2024 compared to $798 million last year, reflecting the reduced net profit for the year. |
| Cash Flows in Investing Activities | • **Cash flows used in investing activities** increased to $168 million in 2024 versus $115 million in the previous year. Of the total, $137 million were related to maintenance capital expenditure in 2024 and $94 million in 2023. |
| Cash Flows in Financing Activities | • During 2024, Fertiglobe distributed $350 million in cash dividends, including $200 million in May 2024 in relation to H2 2023 and $150 million in October 2024 for H1 2024. Dividend to minorities decreased to $194 million in 2024, as compared to $886 million in 2023, due to lower profits in Algeria and Egypt. |
| Free Cash Flow[1] | • **Free cash flow** before growth capital expenditure amounted to $249 million in 2024, compared to $(201) million in 2023. The year-on-year movement was mainly driven by the reduction in EBITDA owing to prices and increased gas accrual costs in Algeria. |
| Gross Debt | • **Gross interest-bearing debt** marginally increased to $1,682 million in 2024 compared to $1,665 million in 2023. |
| Cash and Cash Equivalents | • Following the $350 million dividend to shareholders and $194 million dividend to minorities, **cash and cash equivalents** reduced to $634 million in 2024 from $760 million in 2023. |
| Net Debt | • Net debt increased from $905 million in 2023 to $1,048 million in 2024 due to an overall decrease in earnings accompanied by the increased costs related to gas accrual. |

1 Fertiglobe uses Alternative Performance Measures (APM) to provide a better understanding of the underlying developments of the performance of the business. The APMs are not defined in IFRS and should be used as supplementary information in conjunction with the most directly comparable IFRS measures.

# 2024 Sustainability Performance[1]

## Responsibly drive sustainable agriculture, fuel, and industrial feedstock

### Sustainable Operations

**GHG Intensity[2]**

**2.91**
$tCO_2e$/N-tons
**2023: 2.94**

**Energy Intensity[3]**

**37.64**
GJ/ton of ammonia produced
**2023: 37.37**

**Freshwater Withdrawal**

**0%**
Freshwater withdrawal/total water withdrawal
**2023: 0%**

**Renewable Electricity**

**63%**
Electricity sourced from renewable sources
**2023: 63%**

### Product Stewardship

**Non-Compliance Concerning the Health and Safety Impacts of Products and Services**

**0**
Incidents
**2023: 0**

**Low-Carbon and Renewable Ammonia Projects**

**4**
Projects
**2023: 3**

### Social Value

**LTIR**

**0.02**
per 200,000 hours worked
**2023: 0.10**

**TRIR**

**0.02**
per 200,000 hours worked
**2023: 0.12**

**Women in Leadership**

**16%**
Women in leadership positions
**2023: 15%**

**Student Internship & Apprenticeship Programs**

**219**
Number of participants
**2023: 289**

### Responsible Business Practices

**Corruption Incidents**

**0**
**2023: 0**

**% Compliance Concerns Investigated**

**100%**
**2023: 100%**

**Breaches of Customer Privacy**

**0**
**2023: 0**

1 For more details on significant data variations, please refer to the 2024 Performance Summary section of the Sustainability Report.
2 Our GHG intensity reduction is due to lower emissions. Compared to 2023, total GHG emissions under the EU ETS (Scope 1, 2, and downstream) decreased by 4%, while production declined by 3% due to planned shutdowns.
3 The increase in the Energy Intensity Ratio is due to a 2% decrease in total energy consumption and a 3% decline in total production compared to 2023. This is mainly due to planned shutdowns.

# SUSTAINABILITY REPORT

# Driving Sustainable Growth

## Our Approach

Our mission and strategic objectives encompass environmental, social, and governance (ESG) principles. As Fertiglobe is a leading fertilizer producer, the world's largest seaborne exporter of ammonia and urea combined, and a pioneer in renewable and low-carbon ammonia, it is core to our mission to provide support to enable pathways to global food security.

Fertiglobe's ambition is to play a pivotal role not only in the transition to sustainable agriculture but also in the development of low-carbon fuel and industrial feedstock solutions. To this extent, we are focused on:

- Leading decarbonization solutions through our low-carbon and renewable platforms to reduce downstream emissions.
- Creating innovative solutions to feed a growing population, empower our business and growers to confront environmental challenges, and reduce the environmental impacts of fertilizer application.
- Developing and promoting products to minimize impacts and dependencies on the environment, beyond GHG emission reduction.

Our commitment lies in the creation of sustainable value for all stakeholders, involving both employees and communities. Fertiglobe is dedicated to establishing an inclusive, dynamic, and secure work environment. Whenever feasible, we strive to promote community support in the areas where our Company operates and advocate for sustainable practices in our supply chain, all while upholding responsible business practices.

We have strengthened our business model to foster the integration of sustainability principles in our operations. **Sustainability is woven into our industrial strategy and strategic objectives, reflecting our commitment to a holistic approach.** In this context, our ESG governance structure and operating model play a crucial role as enablers of our sustainability commitments.

We are committed to promoting activities that make positive contributions to the UN Sustainable Development Goals (SDGs), and we identified several goals where we could bring positive impacts.

As a further step in our sustainability journey, we joined the United Nations Global Compact Network (UNGC) in the UAE in 2023 as a demonstration of our ongoing commitment to implement the 10 universal principles related to human rights, labor, environment, and anti-corruption.

## VISION

Feeding the world.

Fueling a sustainable future.

## MISSION

As a global leader in the production and distribution of ammonia and urea, Fertiglobe aims to create sustainable value for all stakeholders and deliver sustainable solutions to its customers.

The Company takes a holistic approach to creating value as it works to optimize all available resources, thereby maximizing our positive financial, social, and environmental impacts for a greener future.

## PURPOSE

We aim to responsibly drive sustainable agriculture, fuel, and industrial feedstock by producing and distributing essential products to customers around the world.

# Driving Sustainable Growth - continued

## 2024 ESG Ratings

We aim to provide stakeholders with comprehensive, accurate, and transparent disclosures. We have been rated by various sustainability ratings agencies based on the extent of our ESG disclosures. Below is a summary of the latest scores issued based on our 2023 performance. Where possible, we are working to improve our disclosure.

| EcoVadis: Silver Medal | CDP: B for Climate and B for Water | Sustainalytics Risk Rating: 31.2 |
|---|---|---|

## ESG Awards & Recognitions

- Fertiglobe's CEO has been recognized as a **2024 Forbes Sustainability Leader** in the Manufacturing and Industrial sectors.
- Fertiglobe was recognized as **Industry Stewardship Champion by IFA**, as one of the 30 companies that were able to measure, compare, and ultimately improve their individual SHE performance, embodying a collective effort to raise sustainability standards across the industry.

## Fertiglobe has been awarded the 2024 Arab Fertilizer Association (AFA) Sustainability Award

The award highlights our achievements in three key areas:

- **Operational Excellence:** Recognizing our innovation, reliability, and production efficiency.
- **Sustainability Performance:** Celebrating our commitment to a robust sustainability strategy and ESG principles.
- **Leadership Environmental, Health, and Safety (EHS) Practices:** Honoring our excellence in EHS practices, including proactive safety measures and reduced environmental impact.

The award was presented at the 36th AFA Technical Conference in Bahrain, where industry leaders gathered to recognize outstanding contributions to a sustainable future.

This achievement is a testament to our leadership and ongoing commitment to driving sustainable practices across the industry.

# ESG Framework

Through our ESG Framework, we defined four sustainability pillars, ambitions, and goals representative of our key issues and opportunities. The ESG Framework is designed to align with our corporate strategy, business planning, the UAE's National Vision, and the UN SDGs. Based on a regular improvement approach, sustainability goals may be revised and updated in line with the operating context's evolution.

## Responsibly drive sustainable agriculture, fuel, and industrial feedstock

### Sustainable Operations

**Fostering sustainable operations by carrying out programs to increase production efficiencies, reduce carbon footprint, minimize the impact of waste production, and ensure sustainable sourcing and use of water resources.**

- Reduce our carbon footprint and our Scope 1 and 2 GHG emissions intensity in line with our majority shareholder's targets.
- Zero freshwater withdrawal at all sites.

### Product Stewardship

**Developing and promoting products and services to minimize the impacts and dependencies on the environment and maximize the impacts on society.**

- Produce 1 million tons of enhanced efficiency fertilizers until 2035.
- Providing low-carbon and renewable products to help decarbonize downstream industries.
- Mitigating environmental impacts beyond GHG emission reduction, including DEF.

### Social Value

**Building an inclusive, stimulating, and safe working environment and promoting social development for the benefit of our communities and all stakeholders.**

- Zero fatalities and catastrophic events in 2025.
- Regularly measure the level of ongoing engagements between leadership and employees.
- Further foster implementing proactive retention strategies for our talent.
- Commit to fostering an inclusive workplace culture where all employees feel valued and have equal opportunities for advancement.
- Enhance representation of underrepresented groups in leadership through targeted mentorship.
- Strengthen unconscious bias training for hiring managers to ensure fair recruitment and promotion practices.
- In 2025, keep the Total Recordable Injury Rate (TRIR), Process Safety Event Rate (PSER), and Environmental Incident Rate (EIR) below 1.[1]

### Responsible Business Practices

**Setting high standards of governance, ethics, and transparency and enacting policies and practices to promote ethical behavior and decision-making.**

- Achieving high coverage of annual training completion on the Code of Conduct for targeted employees.
- Ensuring a Group-wide compliance risk assessment is performed to identify, mitigate, and monitor potential compliance risks on a yearly basis.

1 Note that the target is based on 1,000,000 man-hours, as from 2025 onwards, all the health and safety KPIs will be measured by 1,000,000 man-hours.

# Stakeholder Engagement

We believe in the importance of healthy, two-way communication and collaboration with our stakeholders, using their inputs to enhance our ESG strategy.

We regularly engage with our stakeholders to understand their expectations, needs, and interests through customers and investors meetings and calls, industry and investor conferences, customer service, employee meetings, surveys, portals and hotlines, community outreach programs, and governmental or regulatory interactions.

In 2024, we reinforced our work with state governments, partners, and authorities across the regions where we operate to help advance our business objectives and facilitate the transition to low-carbon energy, with a particular focus on the decarbonization projects being developed in line with our sustainability strategy. In the UAE, the EU, and Egypt, our ongoing discussions with relevant government entities include advocating for required regulations and removal of obstacles in the service of accelerating decarbonization pathways.

Additionally, our Commercial Team and Sustainability Team held discussions with key customers in Europe in 2024 to provide relevant information and data pertaining to the CBAM regulation and its strategic impacts.

# Stakeholder Engagement - continued

## Our Ecosystem: Key Memberships and Alliances

To advance existing and new efforts to transform the food system, Fertiglobe generates multi-stakeholder partnerships.

Fertiglobe is an active participant of the **International Fertilizer Association (IFA),** with Ahmed El-Hoshy, CEO of Fertiglobe, on the IFA Board of Directors and Hesham Yehia, Sustainability Director of Fertiglobe, part of the IFA Sustainability Committee. We participate in and contribute to the agendas of multiple committees, such as the Sustainability, Science and Agronomy, and Communications committees. Through IFA, in 2024, we became a new leading member of the project "Enhanced efficiency fertilizers to reduce Scope 3 emissions associated with fertilizer use – an industry program for GHG reduction".

During the year, we also took part in the 2024 IFA Global Report, which provides a high-level view of industry-wide emissions trends, best-in-class benchmarks, and progress toward sustainable practices. We believe that it is a helpful resource for understanding the broader context of environmental performance in the fertilizer industry and IFA member companies' alignment with global standards.

Fertiglobe is an active member of the **Arab Fertilizers Association (AFA)**. In 2024, Fertiglobe contributed to creating a Low-Carbon Pathway (LCP) and Action Plan for Egypt's fertilizer industry, collaborating with governmental bodies, the Federation of Egyptian Industries (FEI), the International Fertilizer Association (IFA), the Arab Fertilizer Association (AFA), investors, and international organizations. Our employees are also actively part of AFA as members of different committees, such as the Economic, Agricultural, and Technical committees, and as members of the Board.

Fertiglobe is a member of the **United Nations Global Compact (UNGC)**, a global platform for business and non-business entities to proactively network and engage in areas of human rights, labor, environment, and anti-corruption. In 2024, we participated in the UNGC Climate Ambition Accelerator Program, aiming to equip companies with knowledge and skills needed for setting science-based emissions reduction targets aligned with the 1.5°C pathway.

Fertiglobe is a member of the **Gulf Petrochemicals and Chemicals Association (GPCA)**, which represents the downstream hydrocarbon industry in the Arabian Gulf. The association supports the region's petrochemical and chemical industry through advocacy, networking, and thought leadership initiatives that help member companies connect, share, and advance knowledge; contribute to international dialogue; and become prime influencers in shaping the future of the global petrochemicals industry.

Our CEO, Ahmed El-Hoshy, also takes part in global climate initiatives as a member of the **Bloomberg New Economy Climate Technology Coalition** and a steering member of the **Hydrogen Council**, leading Fertiglobe in advancing its commitment to sustainability through the development of more efficient products and the implementation of practical, future-proof growth strategies.

# Stakeholder Engagement - continued

## Engaging with Our Ecosystem to Tackle Climate Change and Air Pollution

### DEF Regulation Advocacy in the UAE

Fertiglobe is engaging with key governmental bodies to establish a regulatory framework that supports its DEF production. Fertiglobe's plants in the UAE and Egypt are equipped with advanced DEF production technologies, with Fertil's plant primarily serving local demand and EFC in Egypt conducting trial shipments. Both facilities are prepared to scale up production as global DEF demand is predicted to increase.

### Participation in CBAM Public Consultations

The Carbon Border Adjustment Mechanism (CBAM) supports Fertiglobe's decarbonization efforts by incentivizing low-carbon initiatives and enhancing the business case for these pathways. Fertiglobe actively engaged with national and EU regulators, contributing to CBAM public consultations with key recommendations.

### Contribution to the Egyptian Nitrogenous Fertilizer Low-Carbon pathway

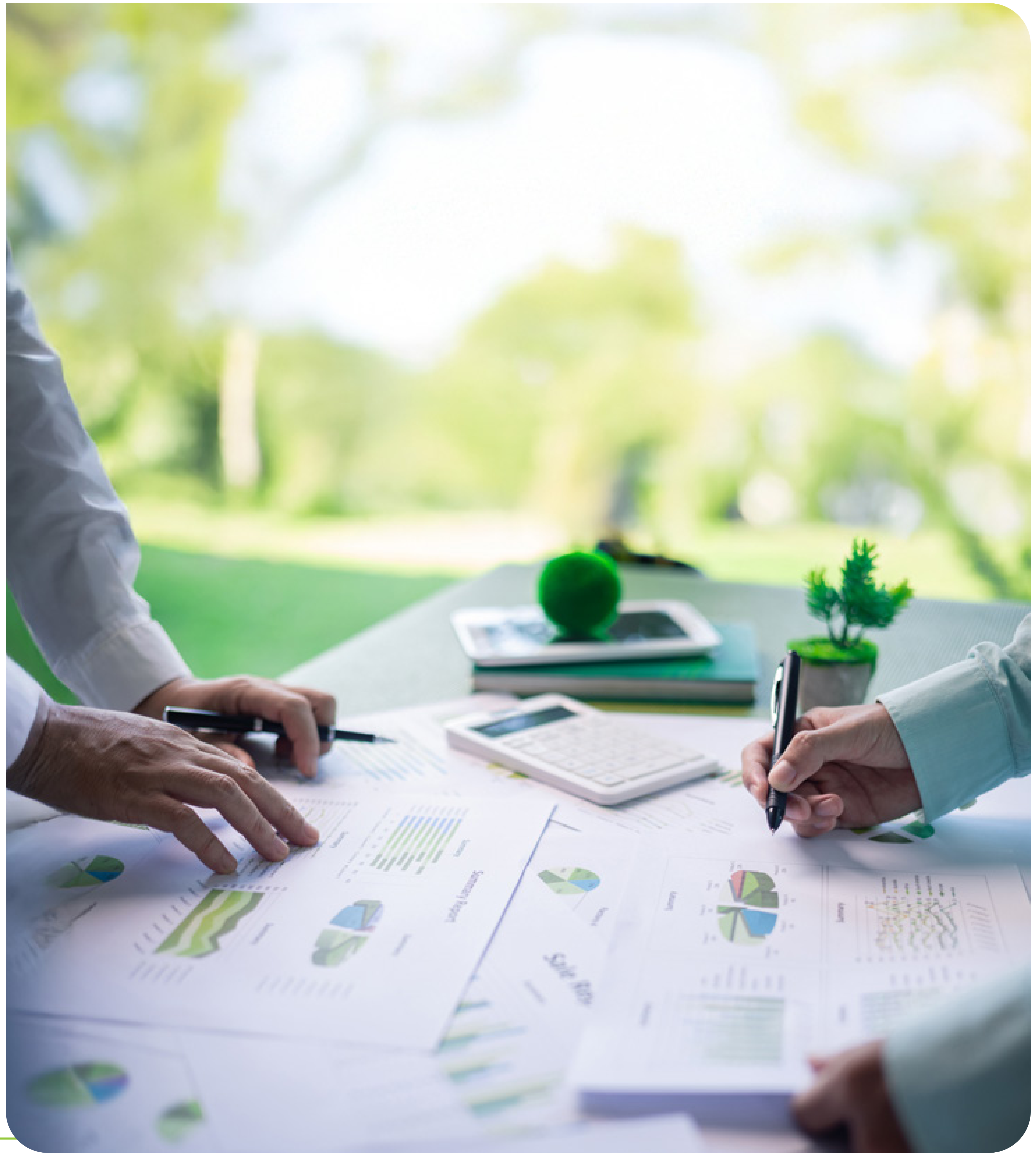
Fertiglobe contributed to creating a Low-Carbon Pathway (LCP) and Action Plan for Egypt's fertilizer industry, collaborating with governmental bodies, the FEI, IFA, AFA, investors, and international organizations.

### Discussions Engagements on UAE Carbon Registry

Having a cap-and-trade system in the UAE would allow the development of incentives to invest on low-carbon technologies to abate GHG emissions where these investments are most cost effective.

### Participation in RED II Draft Delegated Regulation Public Consultation

Fertiglobe participated in the EU Delegated Regulation consultation on GHG savings from recycled carbon and renewable transport fuels.



# Stakeholder Engagement - continued

The table below highlights our engagement with each stakeholder group, enabling us to better integrate sustainability into our business while aligning with stakeholder needs. It also allows us to incorporate our sustainability priorities into their perspectives.

| Stakeholders | Our Approach | Engagement |
|---|---|---|
| **Employees** | We engage employees in our sustainability through several channels | • Internal sessions to determine the materiality of ESG topics involving investor relations, sustainability, compliance, finance, human capital, manufacturing, HSE, procurement, and local teams.<br>• New hires interviews and employee training.<br>• Diversity and inclusion workshops on inappropriate workplace behavior.<br>• E-learning compliance trainings covering code of conduct, diversity and inclusion, conflicts of interest, global workplace harassment, anti-bribery, anti-corruption, and data privacy topics.<br>• Installed D&I focus groups and established a SteerCo, with representatives from all operating companies and head offices, to collect ideas to further accelerate our D&I Roadmap.<br>• In 2024, we launched a group-wide Employee Engagement Pulse survey and organized several townhalls to hear our employees. |
| **Customers** | We stay in regular contact with our customers to identify opportunities to collaborate on ESG topics and the selling of green products | • Customer letters, direct communication by the commercial leadership team, participation in industry events, proactive supply chain management, and product information and safety sheets published on our website. |
| **Investors** | We interact with our investors on a regular basis to address ESG topics (e.g. project, health and safety) | • Investor meetings and conferences, conference calls with investors following the publication of results, press releases, and annual general meetings. |
| **Communities** | We maintain mutually beneficial relationships with the communities where we operate | • Engagement with local community groups and non-profits.<br>• Local talent recruitment. |
| **Suppliers** | We stay in regular contact with our suppliers, and we maintain a Business Partner Code of Conduct that outlines our expectations toward our suppliers | • Organizing tenders and running meetings and interviews with shortlisted vendors to finalize selections. |
| **Industry Bodies** | We are an active member of several industry associations where we work with our peers to aim to sustainably improve global standards and engage in discussions on the key global challenges for the sector | • Bilateral meetings with elected officials and representatives of the executive branches of national and regional governments and meetings with local market authorities. |
| **Governments** | We maintain relationships with state governments, authorities, and agencies in the countries where we operate to strive to advance our business objectives, ensure compliance with regulations, and engage and foster collaborations on sustainability-related topics | • Meetings on sustainability-related initiatives and attending/participating in events such as the Abu Dhabi Sustainability Week and events on green hydrogen.<br>• Providing feedback and comments to legislative processes through requests for comments and public consultation. |

# Materiality Assessment

During 2024, we confirmed the material topics and their relevance as per the double materiality assessment performed in the previous year. The assessment consisted of four phases:

### 1- Mapping:

Identifying the list of potential material ESG topics based on peer benchmarks, our operating environment, and the regulatory landscape. We mapped the topics along the value chain: upstream, direct operations, and downstream.

### 2- Assessment and Grouping:

Each ESG topic was assessed in terms of impact and financial materiality, cross-checked with out risk register and Enterprise Risk Management (ERM) principles, and grouped into ESG matters.

### 3- Validation:

ESG matters were validated with internal and external stakeholders through workshops and interviews.

### 4- Approval:

The results were approved by the Sustainability Steering Committee.

## Impact Materiality

An ESG matter is material from an impact perspective when it pertains to our actual or potential, positive or negative impacts on people or the environment over the short, medium, and long term. For actual impacts, materiality is based on the severity of the impact, while for potential impacts, materiality is based on the severity and likelihood of the impact. Severity is based on the scale, scope, and irremediable character of the impact.

## Financial Materiality

An ESG matter is material from a financial perspective if it triggers or may trigger material financial effects on our business. This is the case when the matter generates or may generate risks or opportunities that have or are likely to have a material influence on our cash flows, development, performance, position, cost of capital, or access to finance in the short, medium, and long term.

**Topics are assessed on three parameters:**

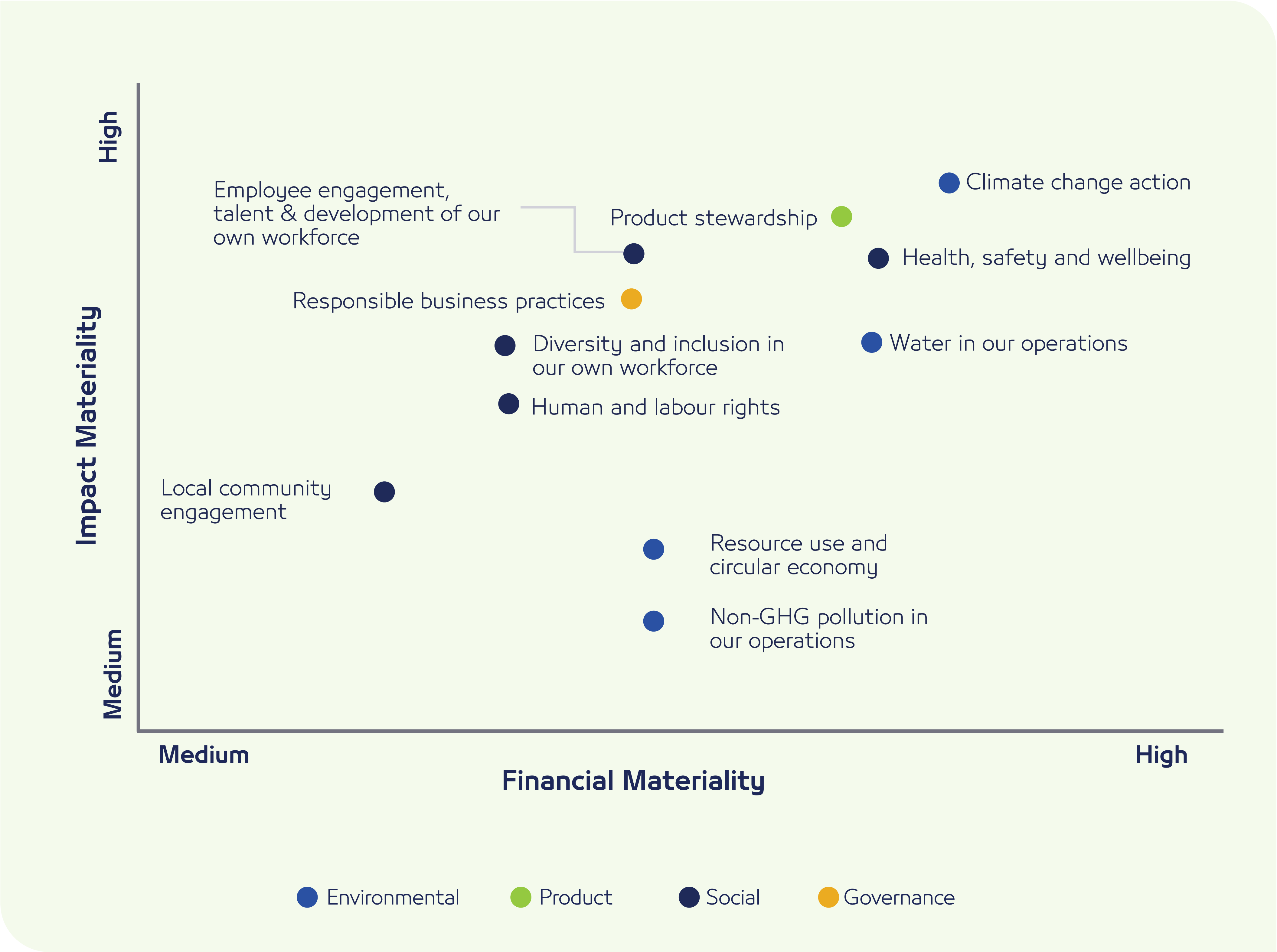
- Continuation of use of resource
- Reliance on the relationship
- Opportunities

The materiality of anticipated risks and opportunities is assessed based on a combination of the likelihood of occurrence and magnitude of the potential financial effects, while for the current risks and opportunities, materiality is based on the magnitude of current financial effects.

# Materiality Assessment - continued

## 2024 Material Topics

The results of our materiality assessment are the basis for our further strategy development and related initiatives, as well as ESG reporting.




## ESG Pillars and Material Topics

### Sustainable Operations

- Climate Change Action
- Water in Our Operations
- Resource Use and Circular Economy
- Non-GHG Pollution in Our Operation

### Product Stewardship[1]

- Product Stewardship

### Social Value

- Health, Safety, and Wellbeing
- Employee Engagement, Talent, and Development of Our Own Workforce
- Diversity and Inclusion in Our Own Workforce
- Human and Labor Rights
- Local Community Engagement

### Responsible Business Practices[1]

- Responsible Business Practices

1 Please note that Product Stewardship and Responsible Business Practices refer both to the name of our ESG Framework pillars as well as our material topic.


# Sustainable Operations

We aim to foster sustainable operations by carrying out programs to increase production efficiencies, reduce carbon footprint, minimize the impact of waste production, and ensure the sustainable sourcing and use of water resources.

**2.91** $tCO_2e$/ N-tons

GHG Intensity

**63%**

Electricity Purchased from Renewable Sources

**37.64** GJ/ton of ammonia produced

Energy Intensity

**0%**

Freshwater Withdrawal

**4%**

Water Consumption Reduction vs. 2023

# Managing Our Environmental Impacts

Fertiglobe's business operations are governed and managed by a commitment to environmental stewardship aimed at safeguarding and preserving the environment and at managing any potential environmental adverse impacts resulting from the Company's operations and activities. We are committed to fostering sustainable operations by applying comprehensive programs to increase production efficiencies, reduce carbon footprint, reduce the impact of waste production, and support the sustainable sourcing and use of water resources.

To this end, we have developed a robust set of policies, procedures, best working practices tools, and effective management systems.

## Environmental Management System (EMS)

Our assets in Algeria, Egypt, and the UAE hold global certifications, recognizing the quality of our environmental management processes, including ISO 14001 Environmental Management System and ISO 50001 Energy Management System, and they are integrated with other management systems, such as Quality Management systems. The EMS cover 100% of employees and contractors, regardless of employment type, and are audited internally by certified internal auditors and externally via inspectors from certifications membership bodies on an annual basis.

## Environmental Impact Assessment

All our plants undergo an environmental impact assessment (EIA) during the design phase, which then gets updated on a recurring basis of about five years after the first assessment.

## Compliance

We are compliant with the applicable environmental regulations at each of our locations.

## HSE Certifications

We developed a robust set of policies, procedures, best working practices tools, and effective management systems.

| Plant Name | ISO 14001 | ISO 50001 | Responsible Care |
|---|---|---|---|
| EFC | ✓ | ✓ | |
| EBIC | ✓ | ✓ | |
| FERTIL | ✓ | ✓ | ✓ |
| SORFERT | ✓ | ✓ | |

**ISO 14001** helps our plants have a structured approach to managing environmental impacts, such as reducing emissions, minimizing waste, and preventing soil and water contamination.

**ISO 50001** allows our energy management systems in certifying that we optimize energy use, reduce energy costs, and commit to lower our emissions through efficient processes.

**Responsible care** is the chemical industry's unique global initiative that drives continuous improvement in environment, health, safety, and security (EHS&S) performance, together with open and transparent communication among stakeholders.

These certifications also encompass training our workforce on EMS matters.

## Environmental Sustainability Policy

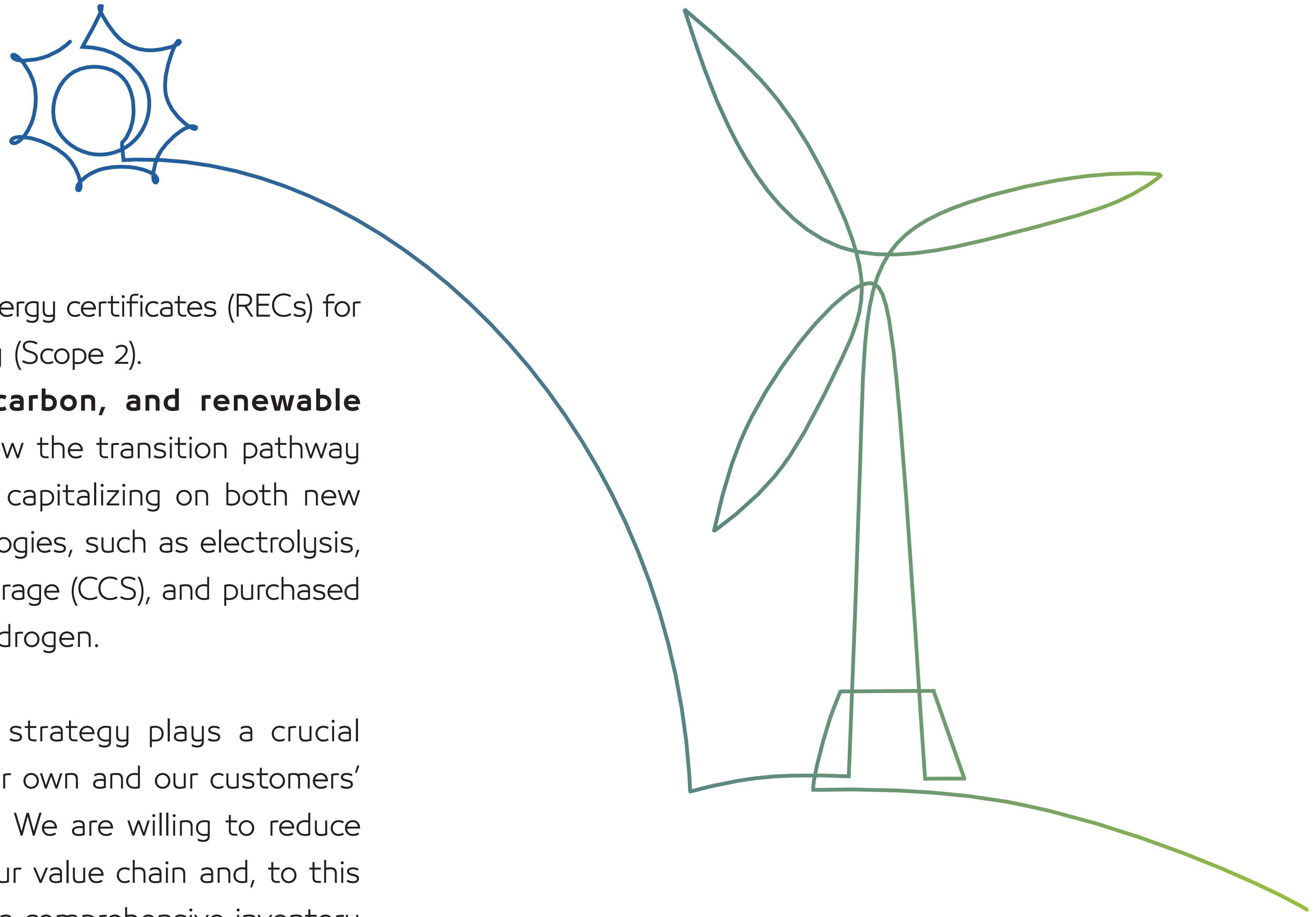
In 2024, we formalized our **Group Environmental Sustainability Policy,** setting out the requirements with which we will aim to adhere to as we deliver our strategy.

This Policy defines the Group's focus areas in the environmental domain: climate change, non-GHG pollution, water management, resource use and circularity, product stewardship, and biodiversity.

Moreover, the Policy encompasses commitments, scope, governance and oversight, implementation and communication, and stakeholder engagement.

Access our Environmental Sustainability Policy here.

# Energy and Climate Change



## Management Approach

As a producer of ammonia and urea, we generate GHG emissions along our value chain. Our products are essential to meet the global challenges of food security, decarbonized industrial processes, and cleaner fuel solutions. Our products contribute to the production of crop yields necessary to meet global food demand, and ammonia is one of the most promising industrial products to enable clean energy transition.

Accordingly, through their respective cycles, our products contribute positively to the fight against climate change by aiding in the sequestration of carbon in farming, land reclamation, and the reduction of transport emissions. We are committed to reducing and managing our environmental impact wherever possible, and we have invested heavily in achieving this by both reducing our environmental footprint through investment in state-of-the-art technologies to maintain one of the world's youngest and most efficient asset fleets while promoting the development of greener products through our low-carbon and renewable ammonia platform and our DEF production capabilities.

## Our Commitment

We are committed to reducing our carbon footprint, and our Scope 1 and 2 GHG emissions intensity are in line with our majority shareholder's targets. We aim to achieve these reductions through a comprehensive climate strategy that includes investing in low-carbon technologies and projects and cooperating with all our stakeholders, industry peers, governments, and other institutions in the fight against climate change.

**In particular, our GHG reduction strategy is based on three pillars:**

- **Operational excellence** through a strong focus on energy efficiency and asset reliability, which results in a reduction in energy consumption and therefore reduces our reliance on fossil fuels and purchased energy, consequently reducing the intensity of our GHG emissions.
- **Transitioning our facilities to renewable energy sources (RES)** through power purchase agreements (PPAs) and renewable energy certificates (RECs) for our purchased electricity (Scope 2).
- **New strategic, low-carbon, and renewable technologies** that follow the transition pathway of blue and renewable, capitalizing on both new and established technologies, such as electrolysis, Carbon Capture and Storage (CCS), and purchased blue and renewable hydrogen.

Our low-carbon ammonia strategy plays a crucial role as it supports both our own and our customers' decarbonization objectives. We are willing to reduce our GHG footprint along our value chain and, to this extent, we have conducted a comprehensive inventory of Fertiglobe's GHG Scope 3 emissions and keep investigating reduction opportunities.

## Renewable Electricity

We strive to decarbonize our operations by shifting our power consumption to renewable energy sources through solutions available in the markets where we operate, such as PPAs and Energy Attribute Certificates (EACs) purchased in the same market where consumption takes place. In 2022, we finalized our renewable energy market evaluation and developed a purchasing strategy based on best available options in the markets where we operate. For our sites in Egypt and the UAE, we are focused on EACs in the short term while monitoring the development of the corporate PPA market for the eventual availability of this option. We continue to assess new renewable sourcing opportunities in Algeria in order to further decarbonize our operations. In line with our approach in 2023, we purchased EACs (I-RECs) from solar electricity producers in Egypt and the UAE in 2024 for 100% of our purchased electricity consumption at our facilities in both countries, which is equivalent to 63% of Fertiglobe's overall purchased electricity, grounding our Scope 2 emissions to zero in Egypt and UAE sites.

# Energy and Climate Change - continued

## Operational Excellence Program

We regularly look for ways to increase our production efficiencies, reduce our emissions and waste, and maintain our industry leading health and safety records. Operational excellence is integral to optimizing energy efficiency, which, in turn, is necessary to reduce our Scope 1 GHG emissions, the bulk of which are emitted through the consumption of natural gas in ammonia production.

The program is founded on three key pillars that are tightly interlinked: **process safety, reliability, and energy efficiency,** underpinned by our commitment to reducing waste and increasing resource productivity. The program aims to yield significant reductions in GHG intensity. Developing our workforce, our most important asset, represents the key enabler for the program. To this extent, we focus on regular training (in-house and external), workshops, knowledge-sharing, and leadership assessments.

**Process safety enables reliability, which, in turn, enables energy efficiency to achieve lower GHG emissions**

### Process Safety

- **Leading process safety design elements** featured by Fertiglobe's young asset base.
- **Site-led improvement programs,** reflecting the site-specific process safety priorities.
- **Group-wide leading performance KPIs** and best practices for process safety fundamentals.

### Reliability

- **Site-led improvement programs,** reflecting site-specific priorities and the "Focus and Follow Through" approach.
- **Global reliability program** focused on eliminating repeat issues and the timely anticipation on reliability threats.
- **Structured readiness reviews** for major turnarounds to improve completion times, competitiveness, and predictability.

### Energy Efficiency

- **Energy-efficient designs** featured by Fertiglobe's young asset base and specific initiatives (e.g. MIP).
- **Immediate focus on operational excellence,** supported by monitoring tools.
- **Reviewing our energy and feedstock purchases** with the aim to increase our use of green or renewable sources, including increasing our purchase of renewable power (such as solar and wind energy) and increasing our consumption of biofuels and alternative green feedstocks.
- **Identify and pursue further efficiency through select value-accretive investments.**

### Best-in-class Facilities, Reducing Emissions and Waste

**Waste Heat Capture and Recovery**
The waste heat and steam systems in all our plants are highly integrated, and we endeavor to use all heat within our processes to make use of energy in the most efficient way possible.

**$CO_2$ Capture, Recycling, and Sale**
Our production facilities emit GHGs directly from the conversion of natural gas into our products and indirectly through the generation of purchased electricity and steam. We diligently work to reduce our direct $CO_2$ emissions by investing in reduction technologies, recycling $CO_2$ within our downstream processes, and selling $CO_2$ to third parties. We are also exploring carbon capture and storage (CCS) opportunities.

Workforce Development

# Energy and Climate Change - continued

## 2024 Performance Summary

### Our Operations

In 2024, Fertiglobe's total energy consumption stayed stable, in line with 2023, highlighting our continuous efforts to reduce our environmental footprint.

The purchase of EACs (I-RECs) for 100% of our purchased electricity consumption at our facilities in Egypt and the UAE, equivalent to 63% of Fertiglobe's overall purchased electricity, contributed to the reduction of 204,010 $tCO_2e$ of our Scope 2 emissions.

Fertiglobe's overall GHG intensity decreased to 2.91 $tCO_2e$/N-ton in 2024, compared to 2.94 $tCO_2e$/N-ton in the previous year, thanks to decarbonization efforts.

### Our Value Chain

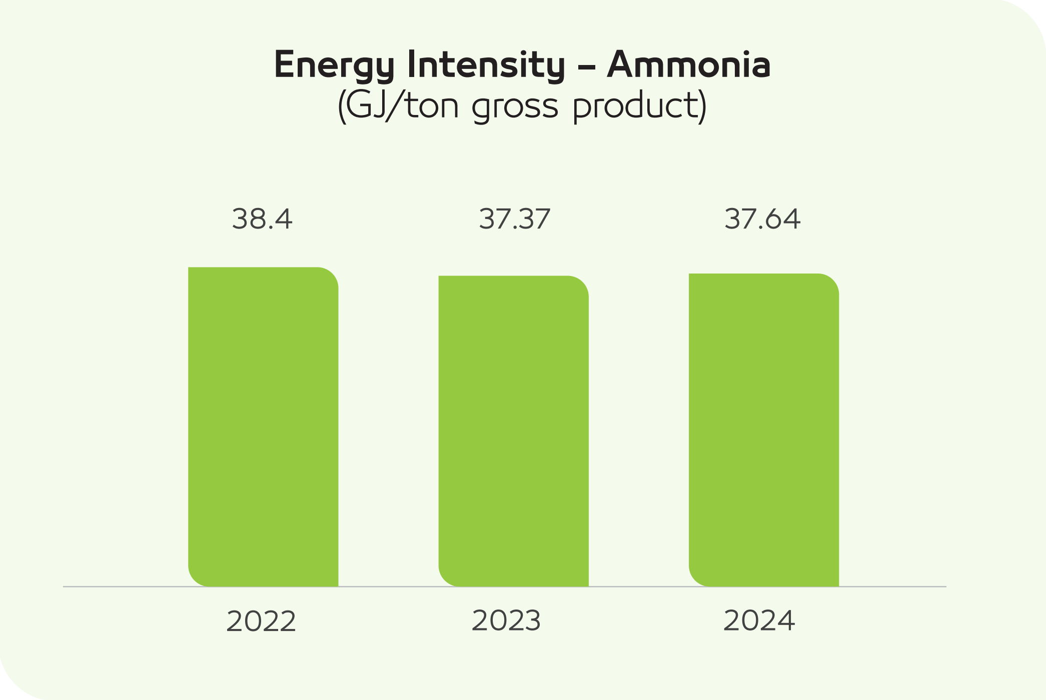
In line with 2023, Fertiglobe also conducted an inventory of GHG impacts across the entire value chain in 2024. Similar to numerous other industries, the chemical sector primarily saw the majority of its GHG emissions originating from both upstream and downstream value chain activities, commonly referred to as Scope 3 emissions.

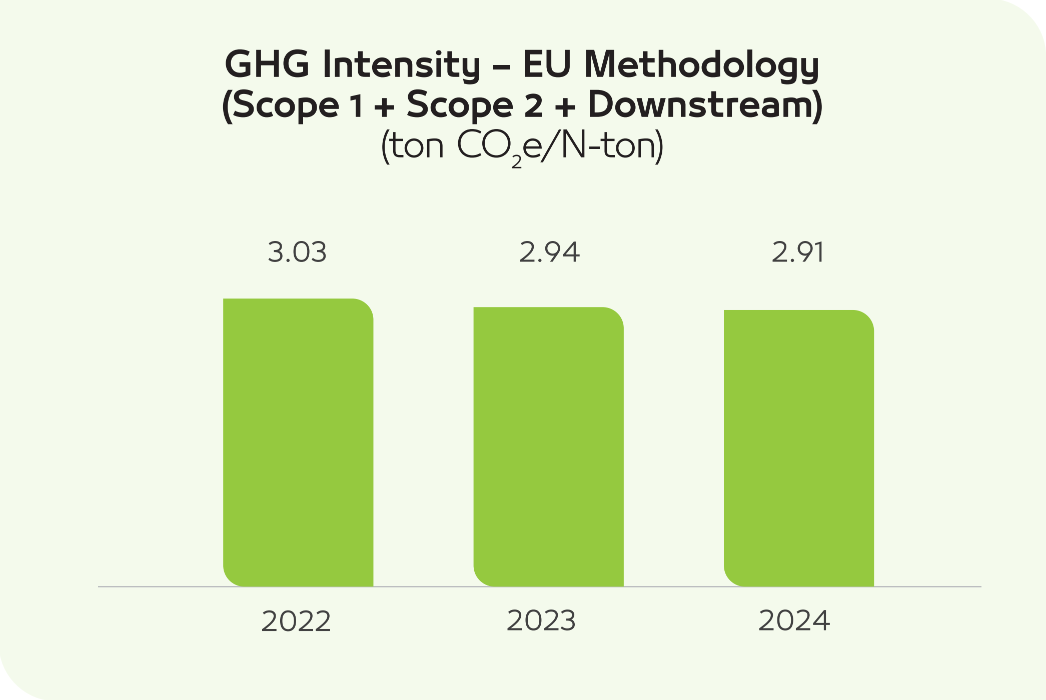
Our approach was aligned with the GHG Protocol's Corporate Value Chain Scope 3 Standard. After a first analysis of the 15 Scope 3 categories, we identified 7 categories relevant to Fertiglobe. Among those the two main categories combined account for approximately 80% of our value-chain emissions: Category 1 – Purchased Goods and Services and Category 11 – Use of Sold Products.

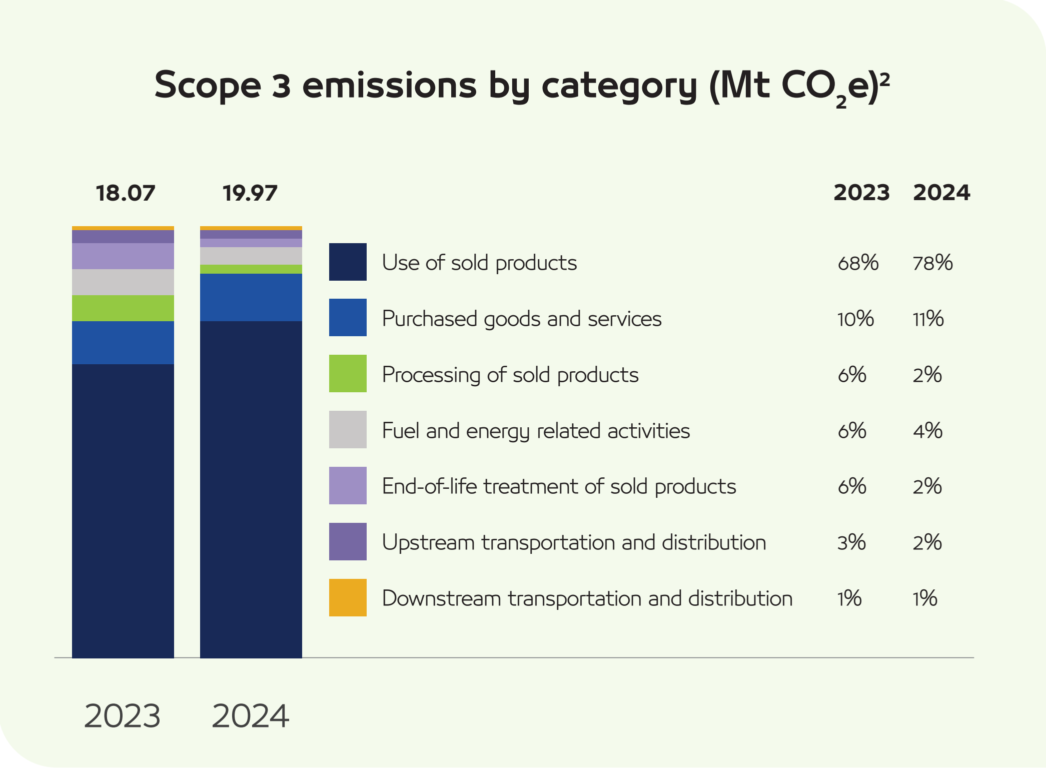
This initial step is pivotal in shaping an effective corporate climate change strategy and identifying future reduction initiatives.

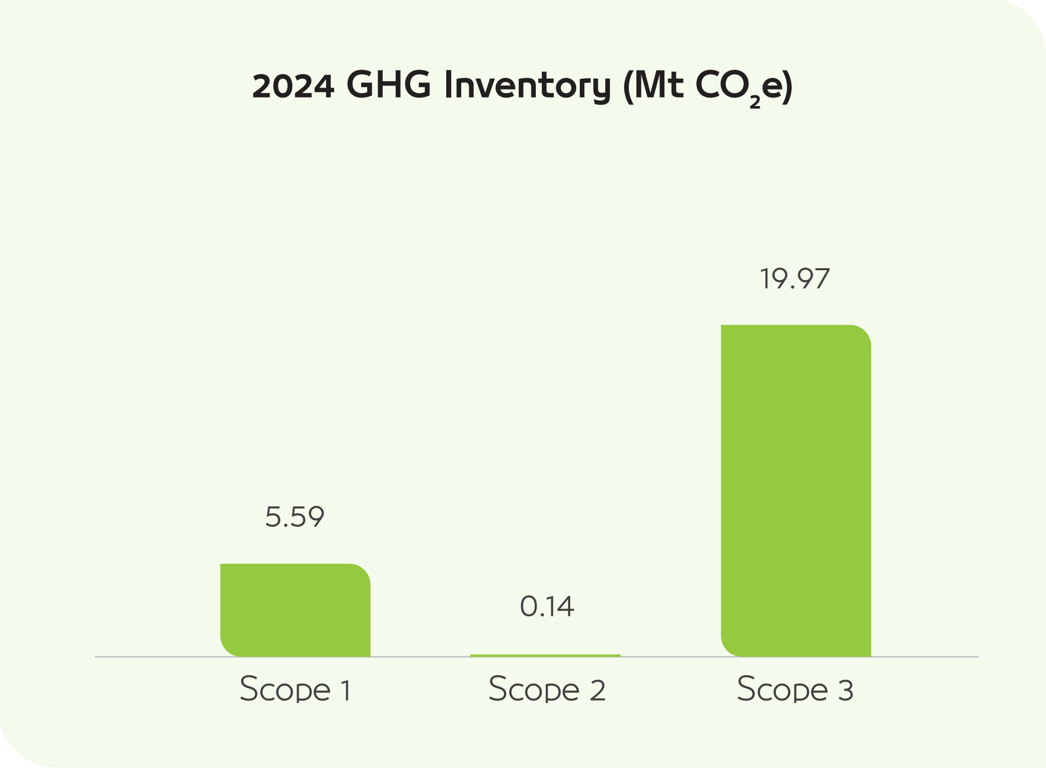
### How We Calculate Our GHG Intensity

GHG intensity metrics presented across the report are calculated according to the EU ETS methodology, meaning that the numerator includes, other than the Scope 1 and Scope 2 emissions, the $CO_2$ used in the production of urea and other downstream processes, which is defined as Scope 3 per the GHG protocol.[1]




1 Please refer to page 223 for the yearly GHG Intensity data according to both the EU ETS and GHG Protocol.
2 The changes in the inventory of 2024 as compared to 2023 are due to a combination of changes in sales volumes and distribution, as well as to the update of data collection processes, calculation methodologies, and emission factors.

CASE STUDY

# Manufacturing Improvement Plan

**75%**

**MIP Completion**

**$100 million**

**EBITDA increase targeted by 2025**

## Manufacturing Improvement Plan

Launched in 2023, Fertiglobe's Manufacturing Improvement Plan (MIP) aims to increase earnings by applying work processes that will increase the reliability of the assets. The benefits shall come from increased availability due to fewer planned shutdowns, yielding higher production and lower specific energy, water, and utilities consumption. These initiatives aim to reduce Fertiglobe's environmental impact.

MIP phase 1 targets $100 million increase in EBITDA by the end of 2025 relative to the 2023 baseline. During 2024, we implemented 75% of the MIP.

Examples of the initiatives implemented include the use of more energy-efficient machinery, boilers, and burners. The MIP aims to establish a standardized culture of data collection and monitoring, along with preventive and proactive maintenance. To support this, we plan to introduce advanced process controls for production optimization and utilize state-of-the-art data collection platforms to further standardize data collection, supporting the sustainability of the MIP's improvement journey.

In line with current trends, we are introducing AI to enhance our management control systems, enabling us to implement preventive actions more quickly and efficiently. AI will be integrated into our production processes, allowing for real-time monitoring and adjustments to help optimize performance and reduce downtime.

We are also regularly evaluating numerous initiatives to capture the transitional potential by partnering with industry leaders.

The MIP aims to fix the fundamental standards across all our plants, in line with current trends, to level the playing field within the industry.

## Striving for Water and Energy Efficiency

In an ammonia plant, water consumption and energy consumption are closely linked due to the steam-reforming process used in hydrogen production, a key step in ammonia synthesis.

Water is used in large quantities for steam generation, which is required to convert natural gas into hydrogen. Additionally, significant energy is needed for water desalination, cooling systems, and other utilities.

Higher energy consumption can increase the need for water, especially in cooling and steam systems, while optimizing energy efficiency often reduces water use as well, creating a direct correlation between the two factors in the plant's operations.

## 2024 Results and Lookahead

The MIP aims to help to enhance operational reliability through capital projects and modernizing practices that minimize energy and water waste, paving the path toward more sustainable and renewable energy sources.

In 2024, the efforts during our turnarounds at EFC 2, Ammonia 2, and Sorfert have established a solid foundation for the business.

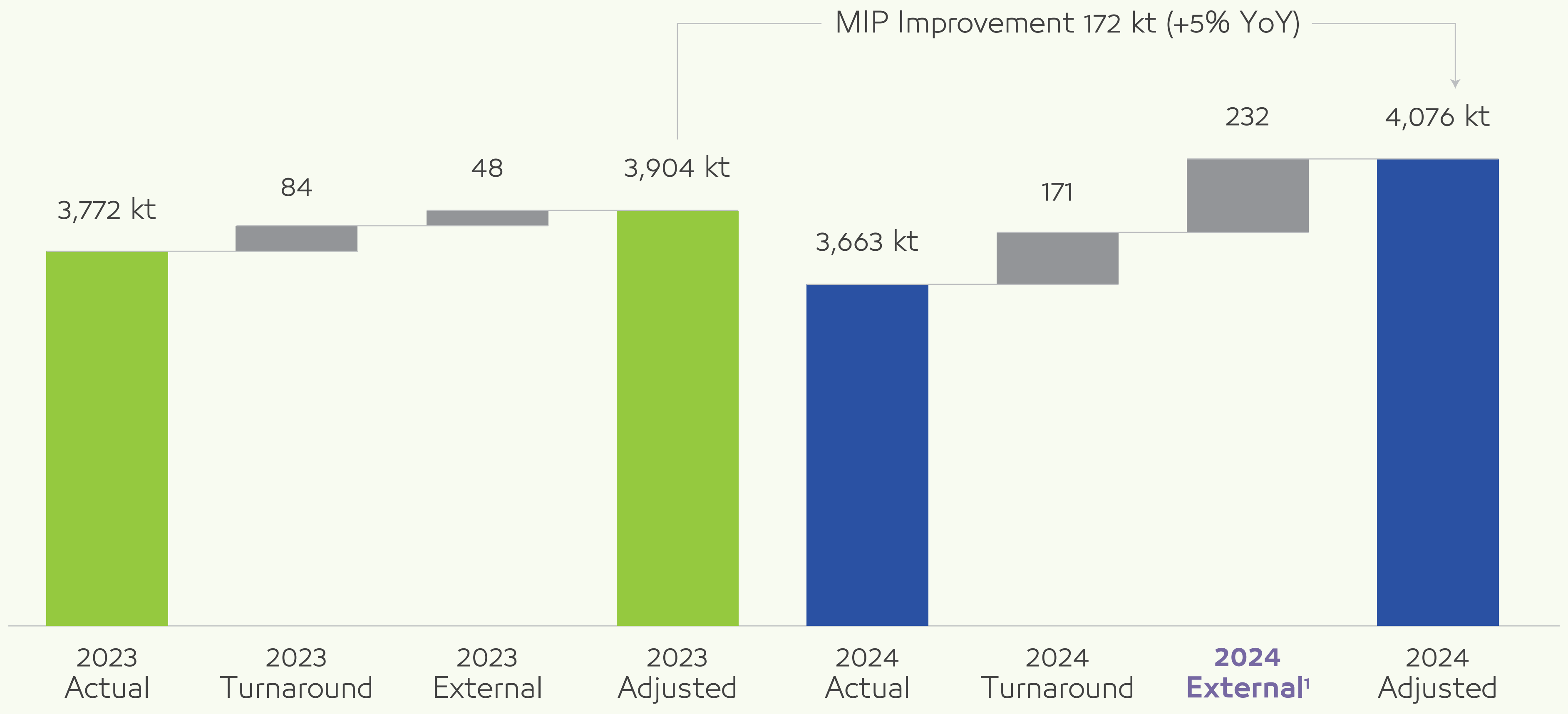
# Manufacturing Improvement Plan - continued

## Manufacturing Improvement Plan 75% Underway

On track to realize $100 million annual incremental EBITDA Target by YE-2025

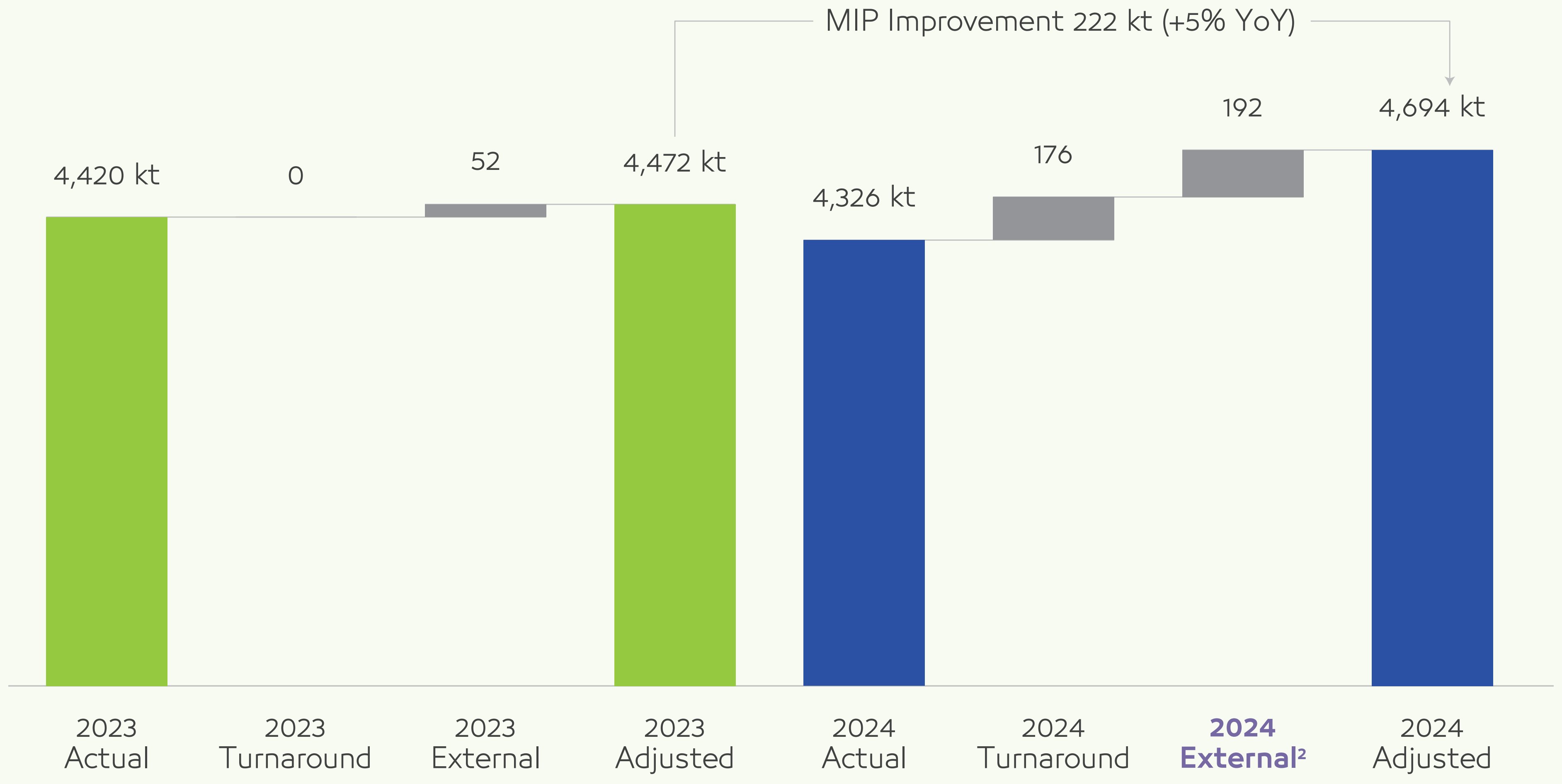
**Adjusting for turnarounds and external events, Fertiglobe's production would have been up 5% YoY in 2024**

### Ammonia




[1]Includes 155 kt related to water and power issues in Egypt and Algeria, currently being addressed through projects coming online in Q1 2025

### Urea




[2]143 kt related to water and power issues in Egypt and Algeria currently being addressed in Q1 2025

# Climate Change Risks and Opportunities

We are constantly working on improving our climate risks and opportunities framework and on further integrating it into our ERM. Our climate change risk assessment provides an overview of key risks and potential impacts, ensuring alignment with industry standards and disclosure requirements.

## Physical Risks

**Extreme weather events** | **Changing weather patterns** | **Water scarcity**

Physical risks caused by rising global temperatures include extreme weather events (hurricanes, floods), changing weather patterns, increased water stress, and rising sea levels. These events and changes can impact our supply chain, disrupt planting cycles and growing conditions, and impede farmers' ability to apply crop nutrients.

### Potential Impacts

- Rising insurance costs and lower payouts
- Unplanned downtime
- Interruptions to supply chain, such as power outages caused by hurricanes
- Changing weather patterns impacting availability of water and reducing predictability of planting seasons
- Commodity price volatility

## Transition Risks

**Regulatory changes** | **Cost to transition to lower emissions technology** | **Dietary shifts** | **Reputational risks**

Transition risks associated with transitioning to a lower-carbon economy are primarily related to (i) changes in carbon-linked regulations and policies, such as the European Carbon Border Adjustment Mechanisms (CBAM), and other potential carbon taxation mechanisms; (ii) costs associated with transitioning to lower emissions technology and resource efficiency; (iii) dietary shifts to more plant-based nutrition; and (iv) failure, real or perceived, to meet GHG reduction expectation.

### Potential Impacts

- Carbon tax and stricter environmental requirements
- Risk of technology failures and higher capital expenditures to transition to lower emissions technologies
- Lack of mature certification and sustainability standards
- Lack of globally accepted and harmonized definitions for low-carbon/renewable ammonia

## Fertiglobe Resilience

### Mitigants

The transition to lower emissions technologies, the development of new low-carbon markets, and price volatility due to climate change represent key opportunities for Fertiglobe. We believe our decarbonization strategy is a key lever to reduce emissions, carbon taxes, and operating costs, while water management is a key mitigant to address water scarcity within the organizational boundaries. We believe proactive engagement with stakeholders and comprehensive sustainability reporting can play a role in meeting stakeholders transparency expectations.

This includes our continuous monitoring of regulatory updates, readiness assessments, and compliance with reporting requirements, such as CBAM. Moreover, we continuously invest in climate-related infrastructure, resilience, and product development in our fully controlled production plants and strategic partnerships. In 2024, we invested $48.6 million of our CapEx for these purposes.

### Key Opportunities

- New low-carbon and renewable products and demand markets: we are growing our sustainable fuel and feedstock product portfolio to accelerate the decarbonization of our operations and value chain, going beyond ammonia's conventional uses and markets, as described on pages 67-68.
- Lower carbon urea: it helps reduce agricultural emissions while continuing to provide a key nutrient to maximize soil health and feed the crops that are favored by global dietary shifts, as described on page 71.
- Resource efficiency: Energy-efficient designs, featured by Fertiglobe's young asset base, focus on operational excellence, and review of our energy and feedstock purchases with the aim to increase our use of renewable sources, as described on pages 53–57.

# Water

## Management Approach

Water is an essential but finite resource, and water stress is an increasing threat globally, particularly in already vulnerable regions. Given the relevance of water as a shared resource, water management is one of the key pillars in the MIP, which contemplates the environmental management system requirements and local operating environments.

We primarily use water in our production processes for cooling, steam generation, or in our downstream aqueous products. Our water management processes use the best available technologies (BAT) wherever possible to eliminate our need for freshwater and surface water and to reduce our water discharge and consumption by maximizing the reuse, recycling, and recovery of wastewater in our production processes. Most of the water used in our processes is recycled several times in closed loop systems to reduce water withdrawal. In terms of water sources, we use non-potable water, such as desalinated seawater, and treated water from industrial sources.

According to water management program needs, we monitor our water withdrawals and discharges at every facility and facilitate the treatment of any discharged water to meet applicable environmental regulations.

Water performance management, including quantity and quality, is a mainstay of our overall HSE reporting system. In addition, we evaluate environmental techniques that can help us improve our water stewardship at every facility based on a life cycle assessment.

## Our Commitment

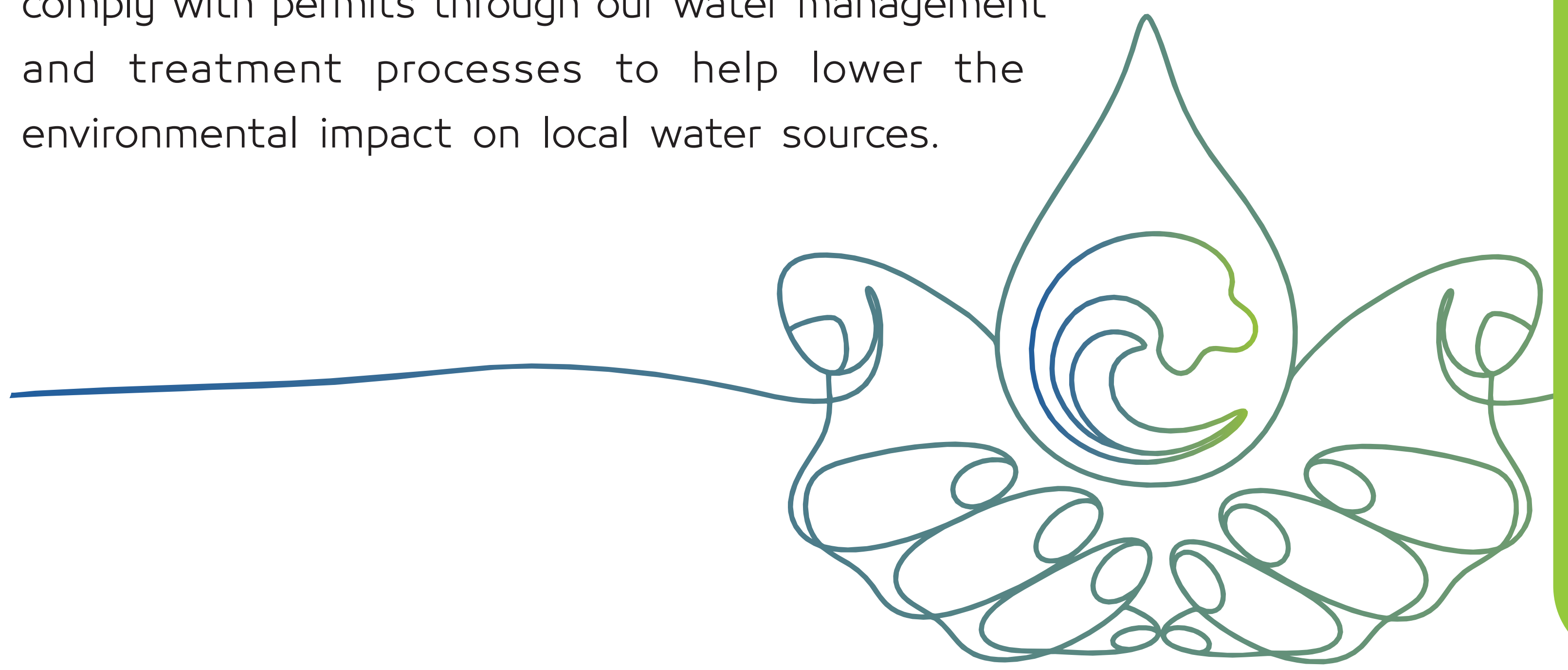
We are committed to zero freshwater withdrawal at all our sites and have installed desalination units to use seawater instead of freshwater at all our sites. We have a commitment to increase our water efficiency and are focused on reducing our water use wherever possible.

## Standards for Waste Water Quality

Fertiglobe has a waste water quality procedure specifically designed to provide standards for wastewater characterization, monitoring, and management.

In terms of water discharge, we are compliant with the applicable environmental regulations at each of our locations. Each Operating Company (OpCo) monitors the total organic nitrogen concentration in water discharge on a daily basis via lab analyses.

We meet or exceed all local water quality regulations and comply with permits through our water management and treatment processes to help lower the environmental impact on local water sources.



## Water Production in Our Urea Plants

In a urea plant, water is produced as a result of the urea production process because of the chemical reaction between ammonia ($NH_3$) and carbon dioxide ($CO_2$). When $NH_3$ reacts with $CO_2$, it forms ammonium carbamate, which then decomposes into urea and water.

This reaction generates water as a byproduct. The water is typically removed through evaporation or other purification steps along the production process.

## Water-Related Dependencies, Impacts, Risks, and Opportunities

**Direct Operations:** All our sites, representing 100% of global production, have been identified as having water-related dependencies, impacts, risks, and opportunities. These facilities are located within a region of water stress, in line with WRI Aqueduct.

**Upstream Value Chain:** For indirect operations upstream, our main suppliers are mostly natural gas producers. Their dependence on freshwater is relatively limited. For this reason, we have deemed that water-related dependencies, impacts, risks, and opportunities in our upstream value chain are not material.

# **Water** - continued

Water is used in several ways during the production process, such as cooling water, steam, or as a raw material for our downstream products. Water is circulated and reused many times throughout our production cycles. Following several cycles through our plants, water is recycled by neighboring plants where interconnections exist or is safely released as unpolluted water vapor.

## Water Withdrawal in Our Plants

We exclusively use desalinated water, eliminating Fertiglobe's dependence on freshwater across all sites. Desalinated water has better operating properties compared to previously used freshwater. The desalinated water is further treated in polishing units. A calcination unit was built for further treatment of the desalinated water for better operating properties. Remaining water supply comes from non-potable groundwater and is treated in reverse osmosis plants owned and operated by Fertiglobe.

## Water Discharge and Consumption in Our Plants

EBIC has specific evaporation ponds where water is stored after undergoing effluent treatment plants. Both Fertil and EFC have implemented a solution to the large quantity of water produced as a by-product of the urea manufacturing process. The facilities invested in the construction of irrigation and evaporation ponds. The water collected at EFC's irrigation ponds is used to irrigate 40 acres of forestry that was planted by EFC in the nearby desert, contributing to essential land reclamation in the Egyptian desert and creating an additional source of carbon sequestration.

# Water - continued

## 2024 Performance Summary

Fertiglobe is fully reliant on sustainable water sources, reaching and maintaining, since 2023, its target of zero freshwater use in all sites. Our production facilities in Algeria and the UAE source 100% of their water intake from the sea, while facilities in Egypt have transitioned their freshwater withdrawal to a mixture of desalinated and non-potable groundwater treated via reverse osmosis since 2022.

In 2024, we sourced 59.17 million m³ of water that were used in our operations in several ways, including cooling water, steam, or as a raw material for our downstream products, and we discharged 33.29 million m³ of water. Sea water plays an important role in our operations, accounting for the 65% of total withdrawal and 87% of discharge. In 2024, total water consumption was equal to 25.8 million m³.

Overall in 2024, water withdrawal, discharge, and consumption decreased compared to 2023 data, partially due to planned shutdowns aiming to enhance production processes.

**Freshwater withdrawal, thanks to our desalination units**

**0**

# Waste

## Management Approach

Waste is managed in strict compliance with specific environmental policies and procedures. We adopt a process-based waste management approach and employ a cradle-to-grave approach to monitor hazardous waste transport throughout the supply chain. At Group level, Fertiglobe has set specific standards on waste management. Waste management procedures are implemented by each OpCo under the umbrella of the highest internationally recognized standards. Each OpCo takes care of disposing of waste via specific disposal agreements with waste management companies, that collect waste in line with local regulations.

We are committed to the regular assessment of all significant waste aspects, such as spent catalysts and their impacts. Through this process, we determine control measures aimed at mitigating risks associated with adverse environmental impacts (threats) or capitalizing on beneficial environmental impacts (opportunities).

Most of our industrial waste is non-hazardous, stemming primarily from routine maintenance activities. The primary source of hazardous waste is spent catalysts, which is disposed of safely as per local regulations. Hazardous waste also includes used oil, chemicals used during productions processes and chemicals used for cleaning and sanitizing specific machinery. Our distribution processes are primarily bulk shipments with minimal packaging required.

Each facility monitors and minimizes its hazardous and non-hazardous waste through effective waste management programs and procedures to support the application of industry's best practices and to dispose of waste in an environmentally sound manner. All processes undergo regular reviews by our HSE teams to implement waste reduction opportunities, if possible and to facilitate the disposal of hazardous waste in the proper way.

## Our Commitment

Our strategies are designed to proactively prevent waste through upstream and downstream interventions. On the production side, these strategies focus on optimizing resource and energy usage while reducing toxicity levels during manufacturing. Some initiatives enhance resource efficiency within or even prior to the manufacturing process, including product design, cleaner production practices, reuse of scrap material, improved quality control, and participation in waste exchanges. Meanwhile, other strategies target the consumption side, aiming to raise awareness and encourage environmentally conscious consumption patterns. We also emphasize consumer responsibility to contribute to the reduction of overall waste generation.

We are committed to minimizing potential waste leakage, effluents, or spills through primary and secondary containment systems that are regularly inspected and process-based audited through environmental management systems. Our emphasis is on the importance of not creating waste in the first place, prioritizing waste prevention over finding optimal disposal methods for already generated waste.

**Waste reused, recycled, or recovered**

**41%**

## 2024 Performance Summary

In 2024, the amount of waste generated in all our production facilities was 4.31k tons, of which 41% was reused, recycled, or recovered. During the year, our facilities reported zero environmental incidents (EI), representing an environmental incident rate (EIR) of zero. This performance reflects the principles outlined in our environmental compliance program. A continual improvement process is kept in place to achieve improvement in overall environmental performance.

### Raising Awareness on Waste Among Our Employees

In order to encourage greater environmental consciousness and more sustainable practices, and in line with ISO certifications procedures, waste training is carried out at each OpCo to raise awareness and train employees on how to handle hazardous and non-hazardous materials.

# Other Environmental Impacts

Fertiglobe plants apply BAT that uses ultra-low emissions burners.

## Local Biodiversity and Ecosystem Services

When assessing new projects we comply with all relevant regulatory requirements and environmental policies, including environmental and biodiversity impact assessments wherever relevant. The use of nitrogen fertilizers enhances agricultural efficiency, safeguarding biodiversity by maximizing yields on existing farmland and minimizing the need to convert additional land for agriculture.

None of our production facilities are located near protected areas or areas of high biodiversity, thus a biodiversity management plan is discretional.

## Non-GHG Emissions in Our Operations

Fertiglobe plants apply Best Available Technology that uses ultra-low emissions burners, also given that fuel or natural gas combustion activities are the most significant operations sources of non-GHG emissions.

Fertiglobe has devised and implemented robust actions and policies to effectively measure and reduce non-GHG pollution, particularly targeting $NO_x$ and $SO_x$ emissions.

The Company monitors non-GHG emissions from our operations through a CEMS in compliance with applicable environmental regulations. The non-GHG emissions inventory is considered a good base resource for data comparison and a full evaluation of the effectiveness of policies for cutting down emissions.

## Reduction Opportunities

Fertiglobe is actively exploring various avenues to capitalize on opportunities for reducing non-GHG emissions. In our pursuit of improvement, we have set ambitious goals to achieve rapid progress, leveraging technological upgrades and deploying abatement equipment.

A recent milestone in our ambitious agenda involves a concerted effort to reduce emissions by transitioning from fossil fuels to low/renewable carbon alternatives, embracing the shift toward renewable energy sources. Additionally, the introduction of pollution control technologies (e.g., produce DEF, and catalytic converters to reduce exhaust pollutants from passenger cars and utilize ultra-low $NO_x$ burners) can also reduce $N_2O$ emissions.

## Preventing Other Environmental Nuisances

At Fertiglobe, we also carry out other activities to make sure our impact on the surroundings is limited. Odor leaks are monitored via specific analyzers and immediately reported and then investigated to identify the root cause, implementing then both preventive and corrective actions. For example, in the Fertil plant, a leak detection and repair (LDAR) survey is carried out annually to identify and control fugitive emissions and odors.


# Product Stewardship

We aim to develop and promote products and services to minimize impacts and dependencies on the environment (e.g., climate change; air, water, and soil pollution; and biodiversity and ecosystems) and maximize impacts on society (e.g., food security, land use changes, and health and safety).

**4**

Low-Carbon and Renewable Ammonia Ongoing Projects

**0**

Non-Compliance Concerning the Health and Safety Impacts of Products and Services

# Our Approach

## Our approach to product stewardship has three pillars, underpinned by our commitment to product safety.

**Product safety:** Ensures that our products and their raw materials, additives, and intermediate products are processed, manufactured, handled, stored, distributed, and used in a way that safeguards health, occupational and public safety, and the environment.

### 01

Providing **low-carbon and renewable products** through our decarbonization initiatives to reduce downstream emissions:

- **Food:** Low-carbon and renewable nitrogen fertilizers using low-carbon and renewable hydrogen as feedstocks.
- **Feedstocks:** Low-carbon industrial chemicals, allowing customers to decarbonize a wide range of products in the chemical value chain.
- **Fuels:** Low-carbon green fuels, such as ammonia, which help our downstream value chain minimize emissions.

### 02

**Enhancing nutrient use efficiency through:**

- Innovative products and services.
- Supporting farmer education programs (e.g., 4Rs).
- Driving the adoption of more sustainable practices and products.
- Enabling farmers to implement better practices, like 4R, precise application, and lowering the carbon footprint, with high-quality fertilizers equipped with inhibitors to improve nitrogen use efficacy and cut $N_2O$ emissions in field—the major source of GHG emissions from nitrogen fertilizers—by an average of 50%.
- Evaluating the introduction of sulfur to our products for better nutrient use efficiency.

### 03

**Mitigating environmental impacts beyond GHG emission reduction:**

- Reducing air pollution from transport and shipping:
  - Marine shipping: Renewable Ammonia as the fuel of the future that has significantly lower $NO_x$, $SO_x$, and Particulate Matter (PM) pollutants compared to conventional fuels.
  - DEF to abate $NO_x$ emissions from diesel.
- Enhanced fertilizers have positive impacts on water, soil, air pollutions, and biodiversity.

# Low-Carbon and Renewable Ammonia

## Leading the Global Energy Transition

With ammonia's end markets covering food, fuel, and feedstock, we believe Fertiglobe plays a key role in decarbonizing its diversified value chain and enabling global energy transition. Leveraging our access to renewable energy sources and the complementary expertise, resources, and relationships of our majority shareholder, Fertiglobe is looking to take on an increasingly central role in driving the development of the low-carbon and renewable ammonia industry and the decarbonization of the global economy.

Low-carbon ammonia and hydrogen will help enable a broad range of decarbonization opportunities, including reducing emissions from marine fuel, power generation, transportation, construction, and agriculture, becoming a major contributor to emission reduction across industries where abatement is difficult.

Incremental demand for clean ammonia is expected to tighten the conventional market further, as grey capacity is decarbonized to cater to the new clean ammonia demand.

## Low-Carbon vs. Renewable Ammonia

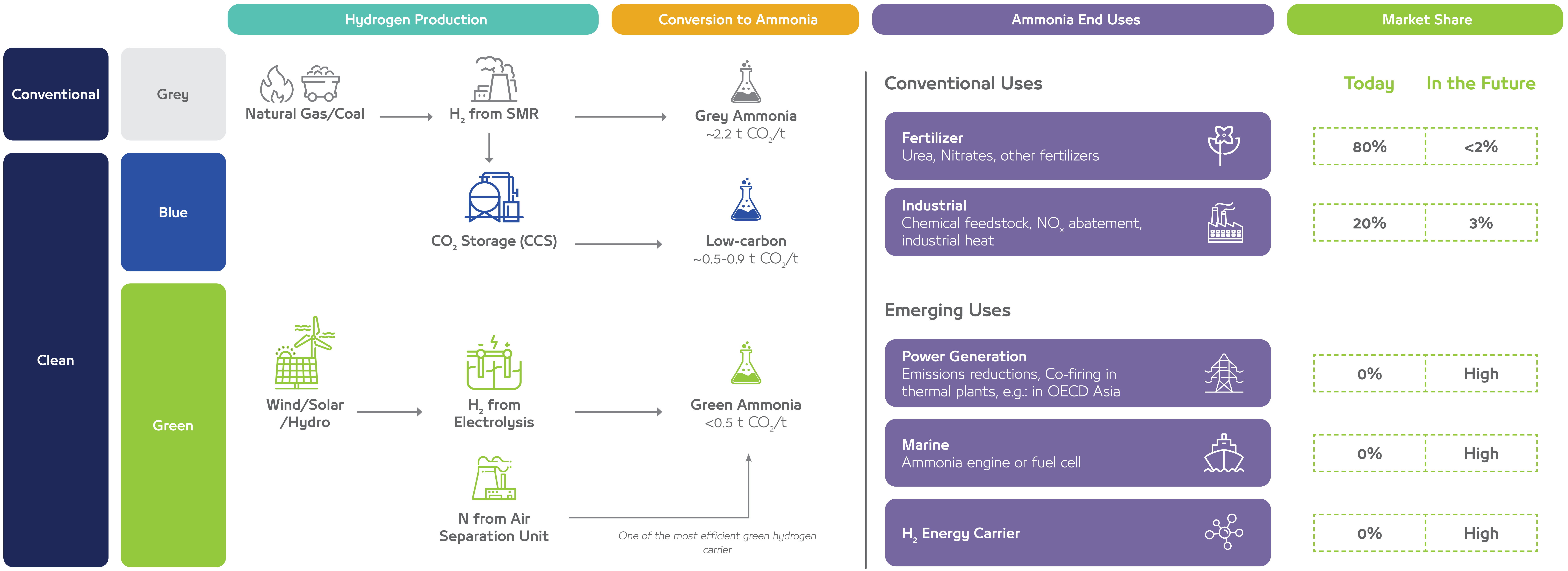
**Renewable ammonia:** ammonia produced from renewable feedstocks, such as renewable ammonia that can be produced through electrolysis using renewable energy sources, making it close to zero GHG emissions.

**Low-carbon ammonia:** ammonia produced from virgin fossil with lower carbon intensity (CI) than grey ammonia and industry average emission or from recycled fossil feedstocks. Low-carbon ammonia solutions include blue ammonia, which can be produced with lower carbon hydrogen from natural gas with CCS that can achieve a CI reduction of at least 70% compared to the grey ammonia industry average from cradle-to-gate.

With global infrastructure in place, low-carbon ammonia products can bridge the transition from grey to green until the industry has fully scaled up to product based solely on renewable energy sources.

# Low-Carbon and Renewable Ammonia - continued

## Conventional vs. Clean Ammonia: Key Highlights



# Low-Carbon and Renewable Ammonia - continued

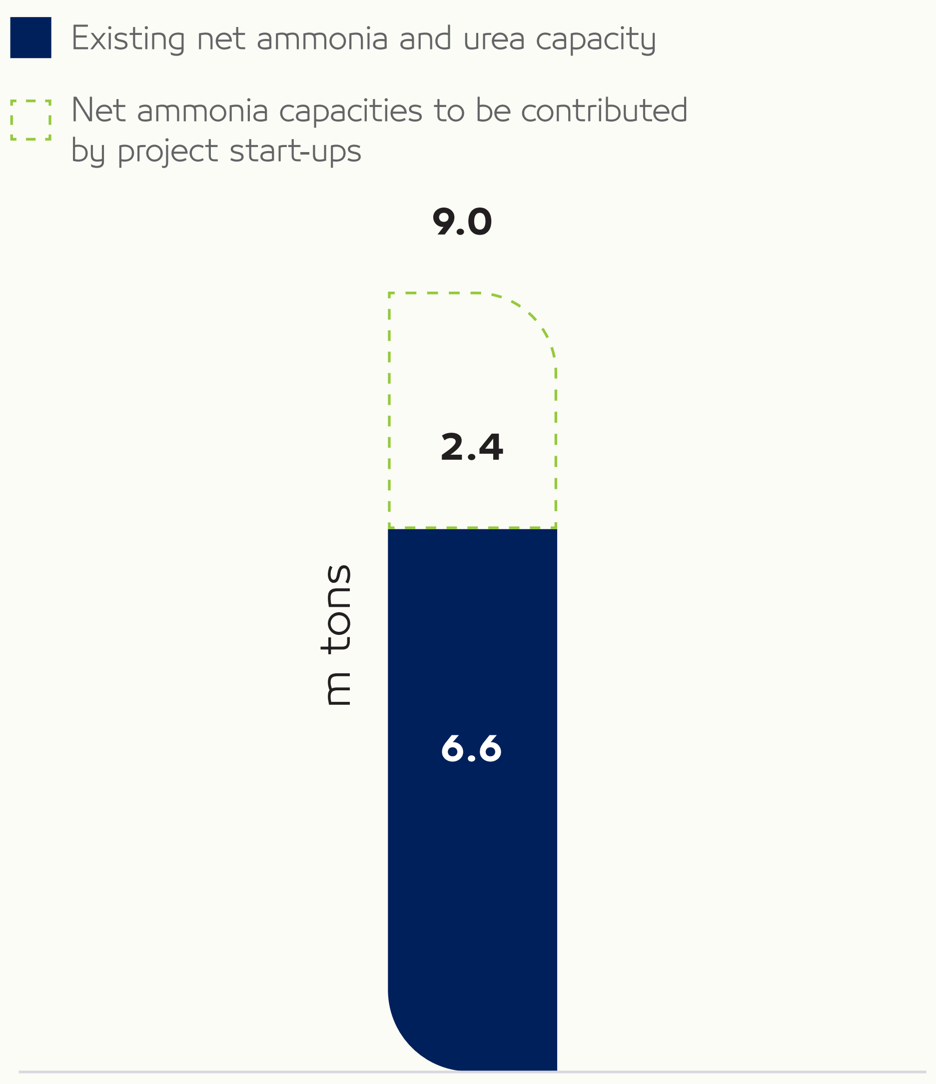
## Low-Carbon Ammonia is Critical to Achieving Carbon Neutrality

Governments in the countries where we operate or export our products (e.g. UAE and EU) have set targets for the 1.5–2°C pathway, requiring a significant reduction in global $CO_2$ emissions. Clean hydrogen is strongly positioned to lead the world's energy transition, and ammonia is the key enabler.

Our low-carbon ammonia strategy aligns with the UAE's Green Agenda 2030 and Net-Zero 2050 strategic initiative, including the UAE National Hydrogen Strategy 2050, which is aimed at supporting local low-carbon industries, contributing to achieving climate neutrality, and enhancing the UAE's position as one of the largest producers of hydrogen by 2031.

## Strengthening Our Position as an Early Mover in the Low-Carbon Ammonia Space

Over the past year, Fertiglobe has strengthened its position as an early mover in the low-carbon ammonia space. With ADNOC transferring its stakes in three low-carbon ammonia projects to Fertiglobe, our consolidated net low-carbon ammonia capacity is set to reach 2.4 mtpa, subject to project FIDs. This significant low-carbon ammonia production capacity further cements Fertiglobe's leadership position in the nitrogen and clean fuels sectors.




At Fertiglobe, we are creating a global powerhouse in low-carbon ammonia by 2029 by adding 2.4 mt of net capacity upon respective project start-up. This will allow us to have best-in-class production capacity.

# Low-Carbon and Renewable Ammonia Growth Initiatives

## UAE: Low-Carbon Ammonia Project

- World-scale low-carbon ammonia facility in the UAE, in partnership with TA'ZIZ (majority owned by ADNOC and ADQ), GS Energy Corporation, and Mitsui & Co., Ltd.
- Located in TA'ZIZ Industrial Chemicals Zone, adjacent to Ruwais Industrial Complex, which will supply attractive hydrogen and nitrogen feedstocks.
- Expected capacity of up to 1,000ktpa of low-carbon ammonia, with focus on exporting to Asia and Europe.
- Construction started in Q3 2024, and operations are expected to commence in 2027, with investment focused on back-end ammonia. Leveraging existing infrastructure and off the fence feedstock, the project enjoys competitive CapEX.
- Fertiglobe owns a 30% stake in the project and will consolidate ADNOC's stake at cost when ready for start-up, taking its ownership to 54%. The company is entitled to a proportional offtake of the project's production, which is due to increase following ADNOC's stake transfer.

## UAE: Low-Carbon Ammonia Pilot

- Pilot to capture 18 ktpa of $CO_2$ from Fertil to be the UAE's first CCS facility to produce 10–12 ktpa of low-carbon ammonia.
- $CO_2$ sequestration started in Q4 2023, and low-carbon ammonia sales in partnership with ADNOC realized in Q2 2024.
- Fertiglobe also successfully piloted a carbon capture initiative from flue gases throughout 2024 and injected the $CO_2$ in its urea production process.

## UAE: Additional 1-mtpa Low-Carbon Ammonia Project

- Project is currently in the development and engineering stage, with Fertiglobe closely involved in its development until the FID is acquired and potential start of commercial operations.
- ADNOC's full equity stake in the project will be transferred to Fertiglobe at cost when ready for start-up.

## Egypt: Egypt Green Project

- Partnership between Fertiglobe, Scatec, Orascom Construction, and the Sovereign Fund of Egypt to commission a 100MW electrolyzer capacity for the production of green hydrogen.
- Largest independent renewable hydrogen project in Africa.
- Strategically located at the Suez Canal's doorstep, with direct pipeline connection to Ain Sokhna port.
- FID for full-scale electrolyzer plant expected in H1 2025.
- Fertiglobe was chosen as the winning bidder for first-of-its-kind H2Global auction for renewable ammonia.
- Limited CapEX and double-digit project IRR's as Fertiglobe is utilizing its existing back-end ammonia infrastructure.

## Upcoming Projects
## USA: Low-Carbon Ammonia Project

- ADNOC's JV with ExxonMobil, where ADNOC's equity stake of 35% will be transferred to Fertiglobe at cost when the project is ready for start-up.
- Contingent on supportive government policy and necessary regulatory permits, the project's expected capacity is 1 billion cubic feet (bcf) daily of low-carbon hydrogen (~98% $CO_2$ removed) and 1 mtpa of low-carbon ammonia.
- The expected FID on the project is expected in 2025, with anticipated start-up in 2029.

CASE STUDY

# Egypt Green Hydrogen

**First renewable ammonia production site to receive the ISCC PLUS certification**

**Winner of the its kind H2Global auction for renewable ammonia in the EU**

## Egypt Green Hydrogen

The commissioning of the first phase of the Egypt Green hydrogen plant in Ain Sokhna, Egypt, was launched in November 2022 during COP27. Egypt Green, which is owned, built, and operated by Fertiglobe, Scatec ASA, Orascom Construction, and the Sovereign Fund of Egypt (SFE), marks an important milestone in the development of a green hydrogen ecosystem in Egypt and Africa.

Egypt Green is Africa's first integrated green hydrogen plant and marks a foundational step in Fertiglobe's green hydrogen and ammonia portfolio, aiming to accelerate global climate action through emissions reduction. Green hydrogen, which is produced from water via electrolysis using renewable energy sources, has the potential to play a significant role in decarbonizing hard-to-abate sectors, such as heavy industries, power, and global shipping. Ain Sokhna has a strategic position close to the Suez Canal Economic Zone, with the possibility of using renewable electricity to develop an industrial hub near global shipping lanes.

When fully developed, the project will consist of 100 MW capacity of electrolyzers powered by 260 MW of solar and wind energy plants. The tie-ins for the renewable hydrogen feed to be processed into renewable ammonia have already been installed at Fertiglobe's two existing ammonia plants in Ain Sokhna. At full scale, the facility will deliver up to approximately 13,000 tons of renewable hydrogen as feedstock for the production of up to 74,000 tons of renewable ammonia per year in Fertiglobe's existing ammonia plants. The FID for the full-scale 100 MW electrolyzer capacity is expected to be reached during the first half of 2025.

Fertiglobe reached a significant milestone with its Egyptian facility being the first renewable ammonia production site to receive the ISCC PLUS certification. In 2023, Fertiglobe completed the shipment of the world's first internationally recognized renewable ammonia with ISCC PLUS-certification.

In 2024, Fertiglobe was selected as the winning bidder to supply renewable ammonia to the EU following a first-of-its-kind pilot auction by H2Global, an initiative funded by the German Federal Ministry for Economic Affairs and Climate Action (BMWK). The contract tenor is 2028–2033 (with optionality for 2027) and a minimum offtake of 40,000 tons/year.

We committed to supplying renewable ammonia starting at a potential 19,500 tons in 2027 (subject to actual production start date and supply availability), with volumes potentially scaling up to 397,000 tons cumulatively by 2033.

Renewable energy from solar and wind energy

100 MW electrolyzer capacity at full scale

Up to c. 13,000 tons of green hydrogen as feedstock for production of up to 74ktpa of renewable ammonia at Fertiglobe's existing ammonia plants

Global logistic capability

# Nutrient Use Efficiency and Food Security

## Feeding a Growing World Population

Agriculture plays a dual role in global climate dynamics, contributing to approximately 20% of GHG emissions while simultaneously grappling with the adverse impacts of climate change. This dual challenge poses a significant threat to food security, particularly for the most vulnerable populations.

Nearly 50% of global nourishment relies on synthetic nitrogen fertilizers, highlighting their critical role in supporting a growing population. As estimates indicate the need for a 70% increase in food production by 2050 to sustain an expected 9 billion people, the importance of synthetic nitrogen will grow further. Compounding this challenge is the heightened vulnerability of agriculture to climate change.

Through various programs, we work with our customers around the world to maximize yields, strengthen crops, prevent soil degradation, promote sustainable agricultural practices, and accelerate growth to meet the world's rising food demands.

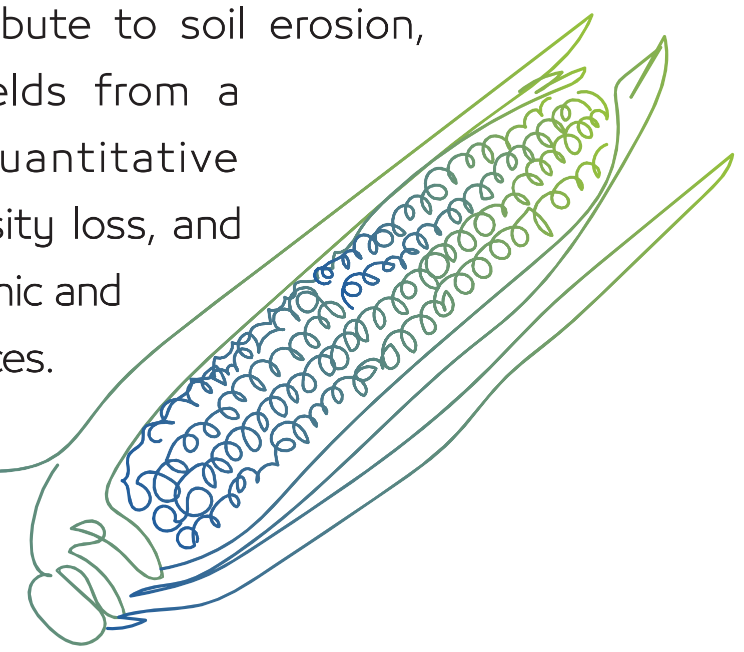
We strive for our products to be used in a way that safeguards health, occupational and public safety and security, biodiversity, and the environment.

Nitrogen fertilizers are the key nutrient for crop growth and development. High-quality soil maximizes farm yields and ensures healthy crops, naturally sequestering $CO_2$ in the process.

Efficient farming through correct fertilizer application enables farmers to maximize the use of existing farmland and reduce land sequestration. Fertiglobe's fertilizer products facilitate regenerative agriculture by providing an effective and environmentally sound source of nitrogen. By using nitrogen fertilizers effectively, farmers can:

- Grow more food on their land;
- Reduce soil nutrient loss and improve soil quality; and
- Reduce the need for new farmland to be sequestered, which therefore reduces GHG emissions by limiting deforestation.

The absence of annual nitrogen fertilizer application for the replenishment of soil nutrients can contribute to soil erosion, leading to poor yields from a qualitative and quantitative perspective, biodiversity loss, and other negative economic and ecological consequences.



## Promoting Sustainable Intensification

Respecting the global limitation of agricultural land, it is of the highest importance to utilize the existing land in the most efficient way to protect natural land reserves from conversion to farmland.

If removals by yields are not adequately replaced, soil health will decline and eventually lead to soil degradation and loss of soil health. Reduction of yields increases the risk of agricultural expansion into previously uncultivated land. To prevent this land encroachment, further loss of biodiversity, and the release of sequestered carbon, it is crucial to supply existing agricultural land with a sufficient amount of nutrients.

The importance of healthy soils for agricultural production is particularly critical in the current geopolitical context, as serious threats to food security are compounded by an abrupt reduction in fertilizer production globally, impacting the whole agri-food supply chain.

By applying sustainable intensification practices, farmers will be able to optimize the use and efficiency of existing farmland while reducing the environmental impact on the same land area.

Increasing productivity of given agricultural land with simultaneously improved management practices can therefore represent an effective and valid approach to the sustainability of the agri-food supply chain while contributing to food security.

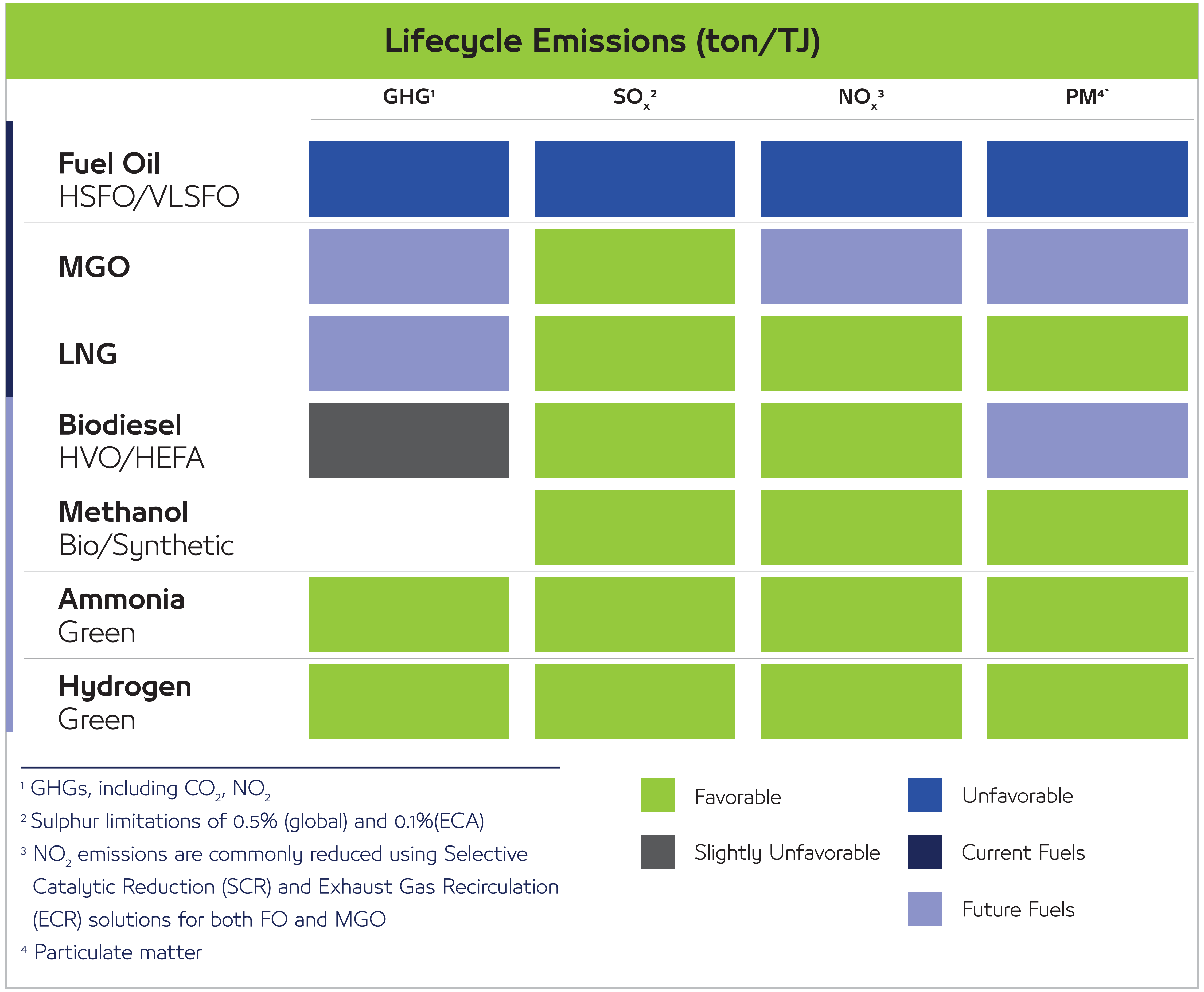
Such improved management practices can be characterized by:

- ECOU increase in the replacement of conventional mineral nitrogen fertilizers with enhanced efficiency fertilizers (EEFs) containing nitrogen inhibitors to improve fertilizer use efficiency, mitigate climate change, and significantly reduce nitrogen losses to the environment simultaneously. Improvement of nitrogen use efficacy, following the guidelines of the NUE Indicator, developed by the EU Nitrogen Expert Panel, defines a healthy corridor adaption for sustainable nitrogen application related to crop demand.
- The use of precision farming tools and techniques that enable farmers to effectively assess crop nutrient requirements.
- The adoption of "4R" principles and the application of the right fertilizer source at the right rate, at the right time, and in the right place.
- The use of targeted fertigation techniques.
- The use of low-carbon and renewable ammonia in fertilizer production, helping reduce overall Scope 1 GHG emissions. We work with industry associations to educate farmers on fertilizer application and storage and encourage sustainable farming practices.

# Mitigating Environmental Impacts Beyond GHG Emission Reduction

Shipping currently accounts for approximately 3% of global CO emissions. The sector is one of the most challenging to decarbonize due to the current cost effectiveness of Heavy Fuel Oil (HFO). The International Maritime Organization (IMO) has set emissions targets that can only be achieved through the adoption of low-carbon fuels on new and existing vessels. The EU is poised to include shipping in the emissions trading system (EU ETS) with binding requirements to reduce CO by more than 40% by 2030. This push to decarbonize shipping is driven throughout the industry's value chain, with major consumer-facing companies pledging to decarbonize their freight by moving cargo on ships using zero-carbon fuels by 2040.

Of the various alternative low-carbon fuels available, ammonia is one of the only practical alternatives for long distance shipping. Renewable ammonia is particularly promising, as it can be produced from solar and wind resources without producing carbon emissions. The ammonia engine on the vessels emits zero $CO_2$, zero Sulphur Oxides ($SO_x$), and the traces of $NO_x$ present in the flue gas can be neutralized to water and dinitrogen by up to 99%. This makes a renewable ammonia-fueled ship a zero-emission ship. Without carbon priced in, the grey and blue ammonia pathways are very close to cost parity compared to HFO. The use of blue ammonia in shipping would facilitate the decarbonization pathway with an improvement potential of more than 50% GHG reduction. Most importantly, with global infrastructure in place, these products can bridge the transition from grey to green until the industry has fully scaled up to product based solely on renewable energy sources. The maritime fuel market for HFO is expected to grow to approximately 430 million metric tons by 2050, translating in ammonia equivalents of 650–900 million metric tons. This is 4–5x the current global production and >35x merchant ammonia traded volumes, representing a significant growth opportunity for Fertiglobe.



# Product Safety

Product stewardship ensures that our products and their related materials, additives, and intermediate products are processed, manufactured, handled, stored, distributed, and used in a way that safeguards occupational and public health and safety and the environment, and that ensures security.

## Management Approach

Product stewardship and chemical safety are supervised by the Board, and subject experts from each facility contribute to risk assessments and internal audits of the HSE impact of our product portfolio.

We use BAT to minimize our carbon footprint and implement the IFA product stewardship guidelines along our production processes to monitor and minimize our environmental, health, and safety impacts from feedstock to farmer. We comply with international standards as members of the IFA, the AFA, and other associations.

We are committed to our obligations regarding any environmental and health regulatory aspects of the chemicals we handle, and we closely monitor regulatory and safety developments for all our chemicals. Our products do not include ozone depleting substances, Persistent Organic Pollutants (POPs), Polyaromatic Hydrocarbons (PAHs), or Polychlorinated Biphenyls (PCBs), and do not contain any chemical classified by the European Commission's registration, evaluation, authorization, and restriction of chemicals (REACH), or equivalent regulation, as substances of very high concern (SVHC). We strive to substitute any identified SVHC as raw material or intermediate where possible, and if a product cannot be substituted, we comprehensively assess the risk potential of the substance by weighing the degree of HSE risk and regulatory restrictions or classi- fication, technical and financial feasibility of developing a substitute, and stakeholder concerns, among other considerations. We fulfill our obligations by enforcing strict process and occupational safety and product handling measures to minimize risks of exposure to health and to the environment. We carefully monitor and manage any chem- icals of concern in our production processes in line with regulatory processes and our HSE, product stewardship, and chemical compliance policies and procedures. We also assess alternative substances and regulatory actions for these chemicals.

## Safe Product Handling

We share Safety Data Sheets (SDS) for products and substances with all our clients.. SDSs provide safe handling, storage, disposal, and Personal Protection Equipment (PPE) information and disclosure on potential health and safety effects due to exposure or mishandling. All SDSs and product labels comply with applicable laws and regulations, including, but not limited to, REACH, US EPA, CEPA, and CLP.

**We use the best available technologies to minimize our carbon footprint and implement the product stewardship guidelines developed by IFA throughout our production processes**

We comply with EU transport requirement regulations, including EU ETS and the upcoming fuel EU regulation.

Stem Cell Technology, Nanotechnology, Genetic Engineering, and Other Emerging Technologies

We do not make use of stem cell technology, nanotechnology, genetic engineering, or any other emerging technologies.

## Genetically Modified Organisms (GMOs) and Neonicotinoids

We do not produce GMOs or neonicotinoids (pesticides), nor do we make use of the technology.

## Animal Testing

We do not conduct animal testing.


# Social Value

Fertiglobe is committed to building an inclusive, stimulating, and safe working environment and promoting social development for the benefit of our communities and all stakeholders.

| | | |
|---|---|---|
| **2,725** | **41** | **~16%** |
| Employees | Nationalities | Women in Leadership Positions |
| **56%** | **0** | **0.02** |
| Proportion of Spend on Local Suppliers | Fatalities | TRIR |

# One Fertiglobe, One Team

## Management Approach

We believe that our key to success are our employees, for which we are dedicated to having a safe and encouraging workplace underpinned by mutual trust and respect toward and among employees. We promote excellence in our operations by investing in the professional development of our team.

Employees are required to treat all individuals with respect, tolerance, dignity, and without prejudice to create a mutually respectful, collaborative, and positive working environment. As stated in our Code of Conduct, we conduct our operations with the highest standards of honesty, integrity, and fairness and we foster a business environment that protects the rights and interests of stakeholders. Our Code of Conduct also includes a zero-tolerance statement toward any form of harassment or bullying.

We strive to do our utmost to provide employees with a safe environment to address issues directly with management, and through our Whistleblower Policy, we provide a confidential procedure for employees to raise any concerns, instances of discrimination, and other breaches to our Code of Conduct.

## A Local Employer, Globally

We cultivate a strong, community-focused identity as a local employer with 2,725 employees around the world. We commit to maximizing the use of local resources whenever possible by recruiting and developing local talent, as well as by procuring supply materials and other services from local partners where possible.

**2,725**
Employees

**41**
Nationalities

**57%**
Emiratization Rate in Fertil (UAE-based entity)

## Social Commitments

- Regularly measure level of ongoing engagements between leadership and employees based on structured interactions, such as town-hall meetings, leadership Q&A sessions, and other formal employee engagement touchpoints.
- Further foster implementing proactive retention strategies for our talent.
- Commit to fostering an inclusive workplace culture where all employees feel valued and have equal opportunities for advancement.
- Enhance representation of underrepresented groups in leadership through targeted mentorship.
- Strengthen unconscious bias training for hiring managers to ensure fair recruitment and promotion practices.

Access our Code of Conduct here

# One Fertiglobe, One Team - continued

## Diversity, Equity, and Inclusion

We are committed to fostering a diverse and inclusive corporate culture. Our employment strategy has resulted in a diverse workforce encompassing 41 nationalities, with multiple ethnicities, religious beliefs, cultures, ages, and other traits working together respectfully and with a shared sense of purpose.

Our group-wide Diversity and Inclusion Program aims for fairness, equality, and diversity in recruiting, compensating, motivating, retaining, and promoting employees. We have internal benchmarks and targets for improving our recruitment processes, conducting de-biasing training, providing sponsorship and mentorship to minority employees, and developing employee networks. Though we operate in traditionally male-dominated industries, we are working to improve our gender diversity in both technical and non-technical roles throughout all levels of our organization. In 2024, we continued our focus on increasing female representation in technical roles through our recruitment efforts, which grew from about 2.5% of women in 2023 to 3.1% of women on the overall technical role population.

Approximately 16% of leadership positions across the organization are held by women, and female representation on our Board of Directors is 14%. We continue to work toward increasing the gender diversity of our team while committing to merit-based hiring and promoting practices.

In order to further accelerate our diversity and inclusion roadmap, we organized focus groups across our global organization. The purpose of these focus groups is to collect ideas to further support our diversity and inclusion ambitions. In addition, we established a Group Diversity and Inclusion Steering Committee with representatives from across the organization in order to maintain a continued focus on achieving our goals.

Fertiglobe employees also attended specific events related to the roles of women in sustainability, held by local NGOs, such as the Abu Dhabi General Women Union and the UAE Germany Embassy.

**16%**

**Women in Leadership Positions**

2023: 15%

**21%**

**Of Overall Women Working in Technical Roles**

2023: 18%

## Employee Engagement

Employee engagement contributes to job satisfaction and productivity and ensures employees feel heard and valued. We strive to encourage open dialogue across all levels of the organization, including with senior management. Throughout the year, we conducted several townhalls both at OpCo and Fertiglobe levels, where the senior leadership team engaged directly with employees.

We provide teams with regular updates on a variety of operational and industry matters through various communication means. We value feedback from our people and are continuously looking for improved ways to enhance employees' experiences. To this end, in 2024, we launched a Pulse Survey for all employees to assess current levels of engagement and identify action plans to make Fertiglobe a great place to work.

In 2023, we launched a Company Culture Program to foster our Company identity. The initial target group for this cultural program for 2023 was the Executive Leadership team and the functional leads and senior management of the corporate functions. The Fertiglobe Cultural Pillars of Accountability, Collaboration, Excellence, and Safety have been reinforced in this cultural program. We will further cascade this program Group-wide, including embedding them further in our talent programs.

We are committed to ensuring that all employees are fairly rewarded and recognized for their contributions. We firmly believe in equal pay for equal work, with no bias based on race, gender, or personal beliefs. When employees can meet their needs and feel financially secure, it drives their motivation and success.

### Our Employee Engagement Priorities

**Culture:** We pay attention to employee feedback on their experience at Fertiglobe.

**Transformation:** We make sure employees are timely informed about our main change management projects and their benefits to Fertiglobe.

**Leadership:** Our managers encourage and motivate employees to do their best.

**Autonomy:** We empower people to make decisions that impact **their work and productivity.**

**Career Development:** We are committed to develop career opportunities for our employees.

**Performance Management:** We make sure to communicate to our employees how their individual goals contribute to Fertiglobe's strategy.

# One Fertiglobe, One Team - continued

## Supporting the Growth of our Talents

### Talent Development

We understand the importance of training and development for new employees, improving the performance of experienced employees, and building future leaders. We encourage employees to seek opportunities for professional growth and enrichment, and we invest in a variety of training and development programs for our teams. Opportunities are tailored to the needs of each employee and include on the job training programs, online technical and behavioral training courses, mentoring, leadership programs and graduate development programs.

Our employees play a pivotal role in the success of our organization, and we are committed to improving training and development practices as a key pillar for nurturing their talents, improving satisfaction and retention.

### Succession Planning

Our succession planning process for critical roles across the organization is key to talent retention and development, as well as to mitigating potential human capital risks. We continuously monitor and support the development of our employees to build a robust leadership pipeline capable of filling a meaningful percentage of key vacancies with internal candidates wherever possible.

### Performance Review

We promote a culture of growth by conducting at least one annual performance review for every employee. This underscores our commitment to recognizing and enhancing individual contributions. Through regular feedback and support, we help team members reach their full potential, aligning personal goals with the organizational objectives to drive sustained excellence and innovation. In the coming year, we expect our focus will be on enhancing and refining our tools and matrices to strengthen our performance management processes. We plan to evaluate our current systems to identify opportunities for leveraging and standardizing best practices, for greater alignment and synergy across all group companies. By streamlining these practices, we aim to create a more cohesive and efficient approach to performance management, driving consistency and collaboration across the organization.

## Compensation

In 2024, we set out to create a Group Total Reward Policy. Our goal of this policy is for fair, consistent, and competitive compensation practices that align with organizational goals and industry standards. This helps attract and retain talent and to foster employee motivation while promoting internal equity and transparency. We intend to finalize this Policy in 2025.

Our compensation structures are designed to stay competitive in every market we operate. In addition to offering competitive pay, we provide a generous benefits package, including health insurance, retirement plans and pension schemes, parental leave, and other valuable benefits, all in line with local regulations.

**$84k**

**Average Annual Employee Compensation in 2024**

2023 Value: $84k

### 2024 Pulse Survey

In 2024 we launched a Pulse Survey for all our employees in Egypt and the UAE.
This survey is part of ongoing initiatives to assess current levels of employee engagement and identify action plans to make Fertiglobe a great place to work.
Fertiglobe has partnered with "Mercer", a third-party HR consulting firm, for the survey design and roll out. The participation results showed 75% of the target population providing their feedback through the survey.

# One Fertiglobe, One Team - continued

## Human Rights

We conduct business activities responsibly, efficiently, transparently, and with integrity toward stakeholders. This includes our commitment to respecting and promoting human rights and safe working conditions.

Our Human Rights Policy, which has been approved by our executive management and Fertiglobe's Audit Committee, outlines our commitment to respecting human rights. These commitments are based on global human rights standards, including the International Bill of Human Rights, the UN Guiding Principles on Business and Human Rights, the International Labor Organization's declaration on Fundamental Principles and Rights at Work, and the United Nations International Children's Emergency Fund (UNICEF), and they are regularly communicated to our employees and published on the Fertiglobe intranet and website.[1]

Our commitment goes beyond the organizational boundaries and extends to our suppliers and business partners, who are required to conduct their business according to the principles included in our Business Partner Code of Conduct.

The Human Rights Policy falls within our Compliance Framework and is designed to ensure human rights issues potentially arising through our operations and supply chain are addressed. Accordingly, our suppliers cannot use forced or child labor or engage in slavery or human trafficking. To comply by our third parties, a specific human rights section is dedicated in our Business Partner Code of Conduct. We also perform customary due diligence to ensure our suppliers and business partners are compliant.

Suspected misconduct or violation of our Codes can be reported through an anonymous reporting hotline, accessible to employees and business partners, as specified in our Code of Conduct and Business Partner Code of Conduct, both publicly available on our website.

At Fertiglobe, we seek to prioritize human rights by fostering collaboration across relevant departments, working together to create a safe and positive work environment for all employees and contractors. For example, the health and safety function supports safe and favorable working environments for our workforce. Our grievance channels are accessible on a corporate and local level, helping to support awareness of any risks or violations people may be facing.

Further details on due diligence and ERM are available in the Risk Management and Compliance section of the Annual Report starting on page 94.

No relevant risks of violation of human rights have been identified during the quarterly ERM risk identification and assessment review sessions.

In 2024, Fertiglobe carried out a voluntary human rights assessment to evaluate the maturity of our current human rights due diligence processes against international standards and identify areas for improvement. To evaluate how human rights risks are currently addressed, we engaged an independent third party to review the existing management system against a maturity model based on the human rights due diligence cycle set out by the UN Guiding Principles on Business and Human Rights and the OECD Guidelines. The assessment resulted in an action plan with measures to enhance human rights management across the value chain. This process reaffirmed our commitment to conducting business responsibly by promoting human rights. It also sets Fertiglobe up to live up to stakeholders' expectations and emerging regulations while aiming to be in line with peers' best practices within the region.

Regardless of not having identified relevant risks of violation of human rights during 2024, we seek opportunities to expand more human rights aspects and related risks to our assessments. In 2025, we intend to action the specific plan that resulted from the human rights impact assessment.

## Unions and Work Councils

Our employees may join a union, works council, employee association, trade union, or similar labor organizations in line with local regulations. As such, approximately 30% of our total workforce is covered by collective bargaining or unions. We strive to maintain productive relationships with the labor organizations representing our employees and engage with them regularly.

### Our Human Rights Assessment Across the Value Chain

- No forced or child labor
- No harassment or discrimination
- Safe and healthy workplace
- Fair compensation and living wage
- Equal employment
- Freedom of association and collective bargaining in line with local laws

1 Access our Human Rights Policy here.

# Health and Safety

## Management Approach

We believe the health and safety of our employees are essential to the sustained growth of our business and are in the best interest of our stakeholders. We believe that the health and safety of our employees and contractors should be treated with the highest priority.

We believe that managing HSE through a solid and structured management system sets out the organization's general approach and commitment to achieving HSE excellence performance in business and operations. Our HSE Management System (HSEMS) defines the roles and responsibilities of each employee and gives guidance to fulfill said responsibilities. Fertiglobe's HSE management system focuses on occupational health, employee safety, process safety, asset integrity, environmental matters and sustainability to prevent or mitigate both human and economic losses arising from accidents, adverse occupational exposures, and environmental events. The HSEMS supports our efforts toward organizational compliance with all relevant legislation and requirements.

Fertiglobe's HSE Policy is set, approved, and supervised by the Board. Our HSE policy provides our sites, employees, and contractors with a framework of guidelines and procedures based on industry standards and global best practices. This policy and the related procedure apply to all employees and contractors, regardless of employment type.

**280**

**Leadership visits carried out in 2024**

Additional initiatives and supplemental procedures to enhance HSE standards are carried out by each facility according to each of its specific needs and technologies. These measures are reviewed and approved by the Group HSE team.

All our assets in Algeria, Egypt, and the UAE hold global certifications recognizing the quality of our products and management processes, including ISO 9001 Quality Management Systems and ISO 45001 Occupational Health and Safety Management Systems.

## Monitoring

The Group HSE team reviews and monitors all facilities' site-specific programs and performance metrics, which are implemented, maintained, and reported on by the facility's management team in compliance with our HSE Policy. The Group HSE team supports in implementing Fertiglobe's HSE Policy across all sites and reports on performance on a quarterly basis to the Executive Committee, which sets site-specific targets annually. Fertiglobe's leadership team reviews each site's HSE performance and trends with local site leadership during monthly business reviews. Each site periodically undergoes an HSE audit to assess the implementation of Fertiglobe's HSE Policy.

## Visible Leadership

The senior management's leadership and commitment play an essential part in promoting the Company's HSE culture, conducive to good performance in which the HSEMS can function effectively. Senior management must provide a strong and visible expression of commitment and ensure that this commitment is translated into the necessary resources to develop, operate, and maintain the HSEMS and to attain the policy's and strategic objectives. We believe leadership site visits are the most visible demonstration of the visible leadership and commitment. During 2024, the site leadership teams' visits improved in terms of frequency and subject matter, adding the safety check lists based on life-saving rules and process safety fundamentals. This development enhanced the employees' participation and engagement in the HSE improvement activities. The HSE performance is reviewed monthly, the incidents are shared across the

## Health and Safety Certifications

We developed a robust set of policies, procedures, best working practices tools, and effective management systems.

| Plant Name | ISO 9001 | ISO 45001 |
|---|---|---|
| EFC | ✓ | ✓ |
| EBIC | ✓ | ✓ |
| FERTIL | ✓ | ✓ |
| SORFERT | ✓ | ✓ |

**ISO 9001** ensures the quality of our management systems and demonstrates our commitment to quality. Its requirements define how to establish, implement, maintain, and continually improve a quality management system (QMS).

**ISO 45001** specifies requirements for an occupational H&S management system, including a framework for organizations to manage risks and improve OH&S performance and criteria for an OH&S policy, objectives, planning, implementation, operation, auditing, and review.

Key elements include leadership commitment, worker participation, hazard identification and risk assessment, legal and regulatory compliance, emergency planning, incident investigation, and continual improvement.

# Health and Safety - continued

OpCo, and the lessons learned are discussed with the site's leadership teams. The process safety leading indicators are reviewed quarterly, and the performance and downgraded situation are addressed to drive the continual safe operations of the plants.

## Our Commitments

**Our approach focuses on the following HSE priorities:**

1. Commitment to zero injuries
2. Focus on operational excellence
3. Continuous improvement of our processes
4. Health and wellness of all employees

## 1. Zero Injuries

Safety is a core focus of our operations. Our goal is to achieve leadership in safety and occupational health standards across our operations by fostering a culture of zero injuries at all our production facilities and improving health, safety, and environmental monitoring, prevention, and reporting across our plants.

Achieving zero injuries optimizes plant operation, quality control, cost reduction, and efficiency. This goal is embedded into the corporate values and integrated into the programs and policies of each of our production facilities.

### Emergency Preparedness

Each of the facilities has regularly trained and tested on-site emergency response teams and emergency preparedness plans in place. All sites align closely with local police, fire, and other emergency response providers. Facilities located on shared industrial sites also coordinate closely with the industrial site facilities management teams. Each site conducts annual emergency response drills and tabletop exercises as required by their local regulatory agencies.

All our OpCos have identified their Major Accidental Scenarios as a part of their Process Hazard Analysis and updated their emergency plan. The updated plan aims to counter the critical scenarios effectively and see the speedy recovery of normal business activities. The updated plans were tested and evaluated through several mock drills to confirm their effectiveness.

**+39,660**

**HSE Training Hours for Employees and Contractors**

## 2. Focus on Operational Excellence

Fertiglobe promotes excellence in every aspect of its operations to ensure a safe and healthy work environment, protect our communities, and optimize operational costs. We continuously train all employees to implement best practices and maintain focus on operational excellence.

### Process Safety

Across our sites, we implement a Process Safety Management (PSM) framework that was developed based on international industry best practices and standards, including the US Occupational Safety and Health Administration (OSHA) PSM regulations and the American Institute of Chemical Engineers (AIChE) Center for Chemical Process Safety (CCPS) guidelines. Our PSM is further enhanced by industry incident case studies and lessons learned.

We track Process Safety Incidents (PSIs) in three categories of severity and treat all incidents with the utmost diligence.

Process Hazard Analysis (PHA) is a critical element of the process safety program. In 2023, the PHA revalidation was completed for all the OpCos, and this will be re-validated in five years in line with industry standards. During this exercise, the technology risks were assessed and updated and the latest industry incidents were discussed, the safety barriers assessed, and a Layer of Protection Analysis (LOPA) study was performed for the relevant scenarios. During 2024, Process Safety Workshops were organized and attended by the OpCos process safety teams, to discuss the process safety journey, with a focus on the PHA. We are implementing process safety fundamentals as per IOGP guidelines, being a critical activity to ensure competence in promoting a strong process safety culture.

**Safety is a core focus of our operations, and our goal is to achieve leadership in safety and occupational health standards across our operations.**

# Health and Safety - continued

## 3. Continuous Improvement of Our Processes

We regularly assess our HSE management systems to promote the operational excellence of our processes. We do so through internal and external HSE audits, insurance reviews, performance reviews, incident analysis, and group-wide knowledge sharing. We reward HSE excellence, encourage best practice knowledge sharing across our sites, and provide additional support wherever needed to see that sites meet or exceed our set standards.

### Group-Wide Knowledge Sharing

We have set up several avenues to enhance and facilitate communication and knowledge sharing across our group-wide HSE community. Examples include:

- Monthly group-wide HSE calls to share learnings of occupational and process safety incidents and to discuss company-wide improvement initiatives.
- Regular internal communications reporting on incidents, near misses, and lessons learned experienced at all sites and having discussions with colleagues during monthly PSI-sharing teleconferences.

## 4. Health and Wellness of All Employees

Occupational health and general wellbeing are integral to our overall HSE management, and we implement wellness programs across the organization. A fitness for duty process is set up to help assess whether each employee can safely perform the essential physical and mental requirements of the job. A health risk assessment process is also in place to estimate the nature and probability of adverse health effects to individuals by identifying the risks associated with exposure to hazardous agents or the work environment.

# Health and Safety - continued

## 2024 Performance Summary

### Occupational Safety

We are proud of our track record on safety and commend our employees and contractors whose diligent efforts have supported progress in nearly every injury indicator on which we report. Notably, 2024 ended with 1 LTI due to events in Algeria. We remain committed to continually assessing our processes and providing sufficient resources to support our goal of zero injuries. Moreover, in 2024, detailed HSE assessments and audits contributed to keeping up with our commitment, and overall, we managed to reduce total injuries by ~80% compared to 2023 data.

### Process Safety

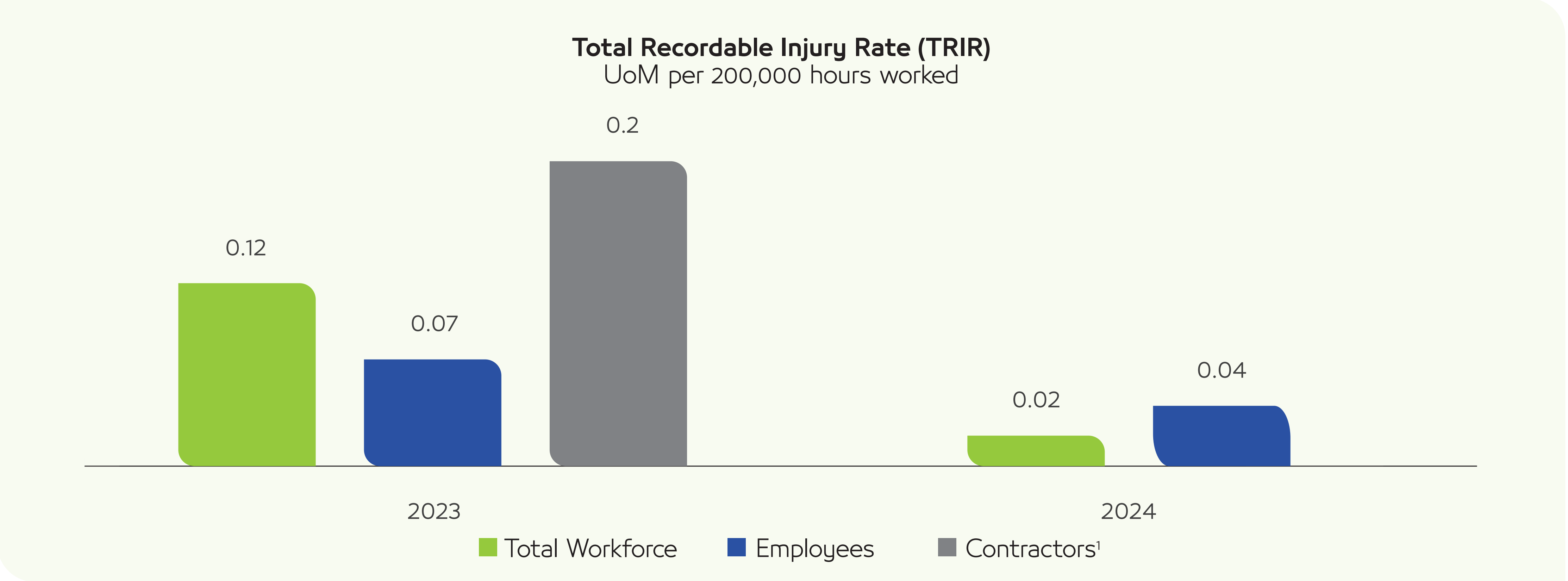
In 2022, we recorded a 50% reduction in the number of PSIs. In 2023, the same performance was achieved, resulting in 0.19. In 2024, our efforts helped reduce the annual PSIR to 0 and the PSIR three-year average by 50%. During 2024, the process hazard analysis, implementation of the integrity operational windows, alarm management, and facility siting have improved the overall safety culture and impacted our overall performance, leading to zero process safety incidents.

**~80%**

**Injury Reduction vs. 2023**

**0**

**Process Safety Incidents**





1 Please note that in 2024, no TRI occurred for contractors.

CASE STUDY

# Promoting a Stronger Safety Culture

### Standardization of Life-Saving Rules:

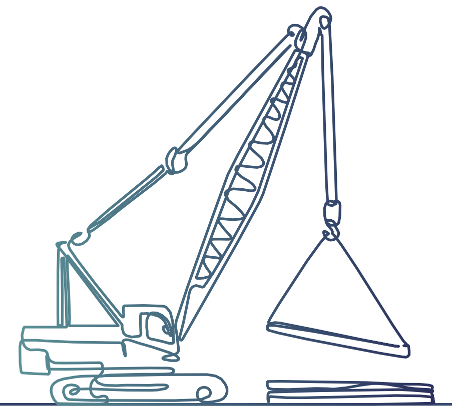
- Enables better transfer of knowledge, experience, and lessons learned
- Increases individual awareness and ownership of critical safeguards that prevent fatalities
- Is a step toward an industry-wide common safety language
- Improves clarity and allows consistent use by contractors and operators doing similar work across the world

### Key Characteristics of the Life-Saving Rules:

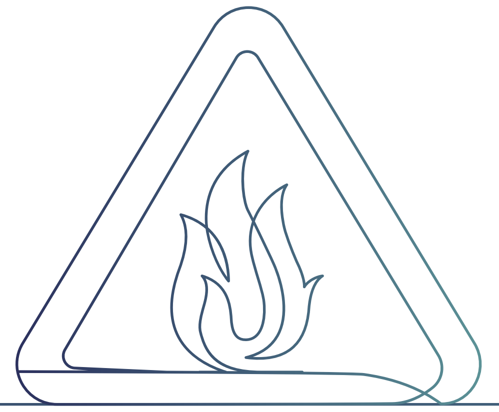
- Aimed purely at life-saving
- Clear and straightforward
- Simple to understand and communicate
- Task-level based
- Proactive
- Actionable, observable, and auditable
- For the Company's employees and contractors

Given last year's positive impact of the Life Saving Rules (LSR) that led to a low number of process safety incidents, we kept promoting the adherence to the LSR throughout 2024. The program, aligned with the IOGP Framework, is based on 10 elements that are critical to safe operations, reflecting clear actions and steps for individuals to take. The LSR rules have been developed to provide workers with actions they can take to protect themselves and their colleagues.

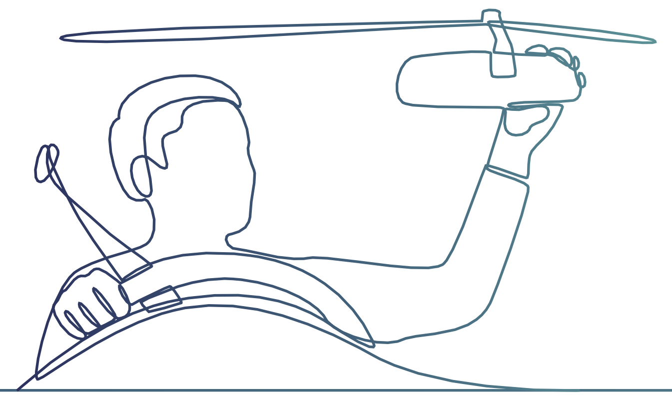
**Working at Height**
Protect yourself against a fall when working at height



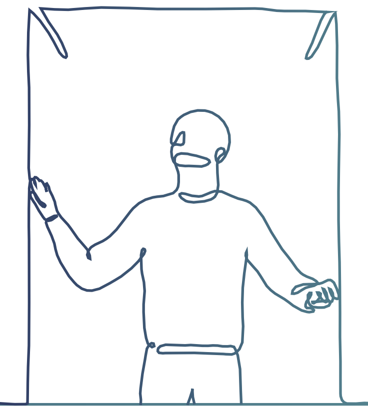
**Mechanical Lifting**
Plan lifting operations and control the area



**Line of Fire**
Keep yourself and others out of the line of fire



**Safe Driving**
Follow safe driving rules



**Confined Space**
Obtain authorization before entering a confined space

**Toxic Gas**
Follow the rules for working in a toxic gas environment

**Energy Isolation**
Verify isolation and zero energy before work begins

**Work Authorization**
Work with a valid permit when required

**Hot Work**
Control flammable and ignition sources

**Bypass Safety Controls**
Obtain authorization before overriding or disabling safety controls

# 5,189

**Employees and Contractors Involved in LSR Training Sessions**

Following the awareness sessions, the LSR Start Work Checks (SWCs) and the check list, available in English and Arabic, have been developed.

### The SWCs are designed to:

- Help reduce human error and its effects.
- Protect frontline workers at the point of risk.
- Raise workforce awareness of required, actionable life-saving controls/safeguards.
- Provide an opportunity for required controls/safeguards to be verified before work starts.
- Enable a Go/No-Go decision before work starts.
- Change focus from workers having the responsibility to "Stop Work" if something is not right to assuring controls/ safeguards are in place and functioning as designed and that it is safe to start work.
- Engage frontline leaders in providing and implementing the life-saving controls/safeguards expressed in the SWCs.
- Introduce human performance principles in the form of an easily implementable checklist.

### IOGP Life Saving Rules

**Work Authorization**
Work with a valid permit when required

**Safe Mechanical Lifting**
Plan lifting operations and control the area

**Confined Space**
Obtain authorization before entering a confined space

**Driving**
Follow safe driving rules

**Energy Isolation**
Verify isolation and zero energy before work begins

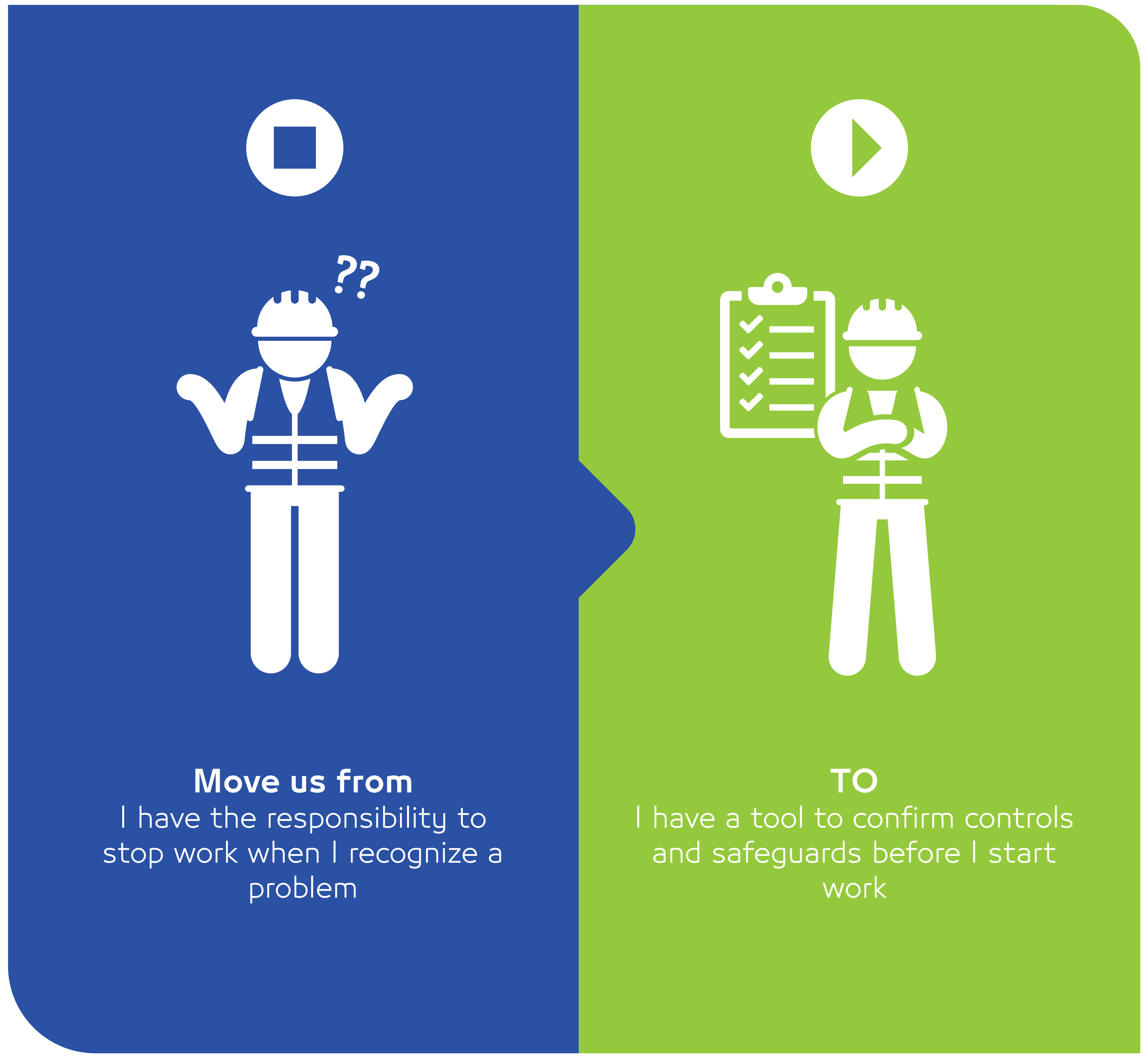
**Line of Fire**
Keep yourself and others out of the line of fire

**Bypassing Safety Controls**
Obtain authorization before overriding or disabling safety controls

**Hot Work**
Control flammable and ignition sources

**Working at Height**
Protect yourself against a fall when working at a height

Source: www.iogp.org Life-saving rules implementation guideline




The LSR SWCs are being implemented in all our OpCos and are designed to facilitate the safety of our workers. With the SWCs, we are moving from "I have the responsibility to stop when I recognize a problem" approach to a "I have a tool to confirm controls and safeguards before I start work" as highlighted in the IOGP Framework.

# Our Communities

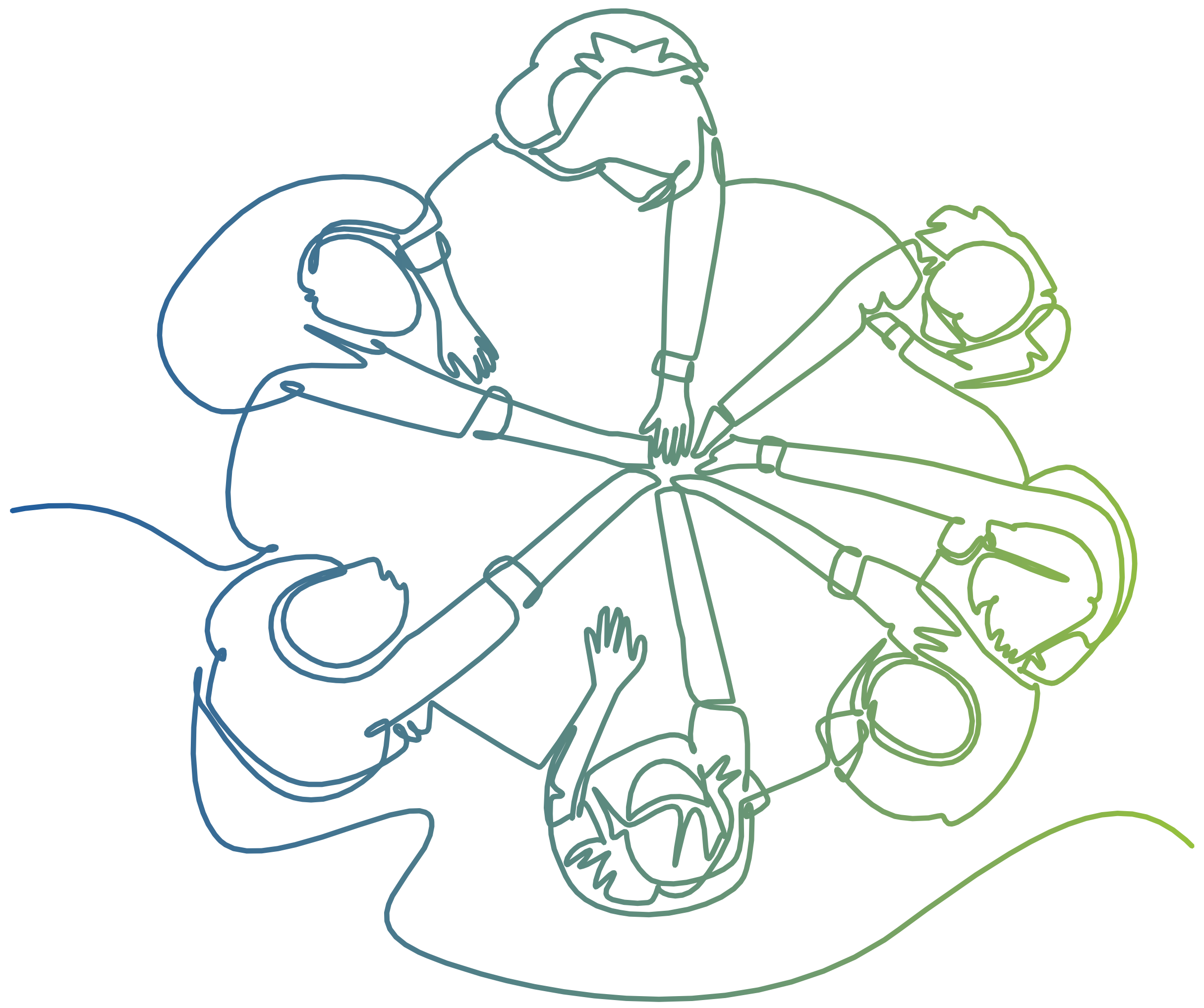
## Management Approach

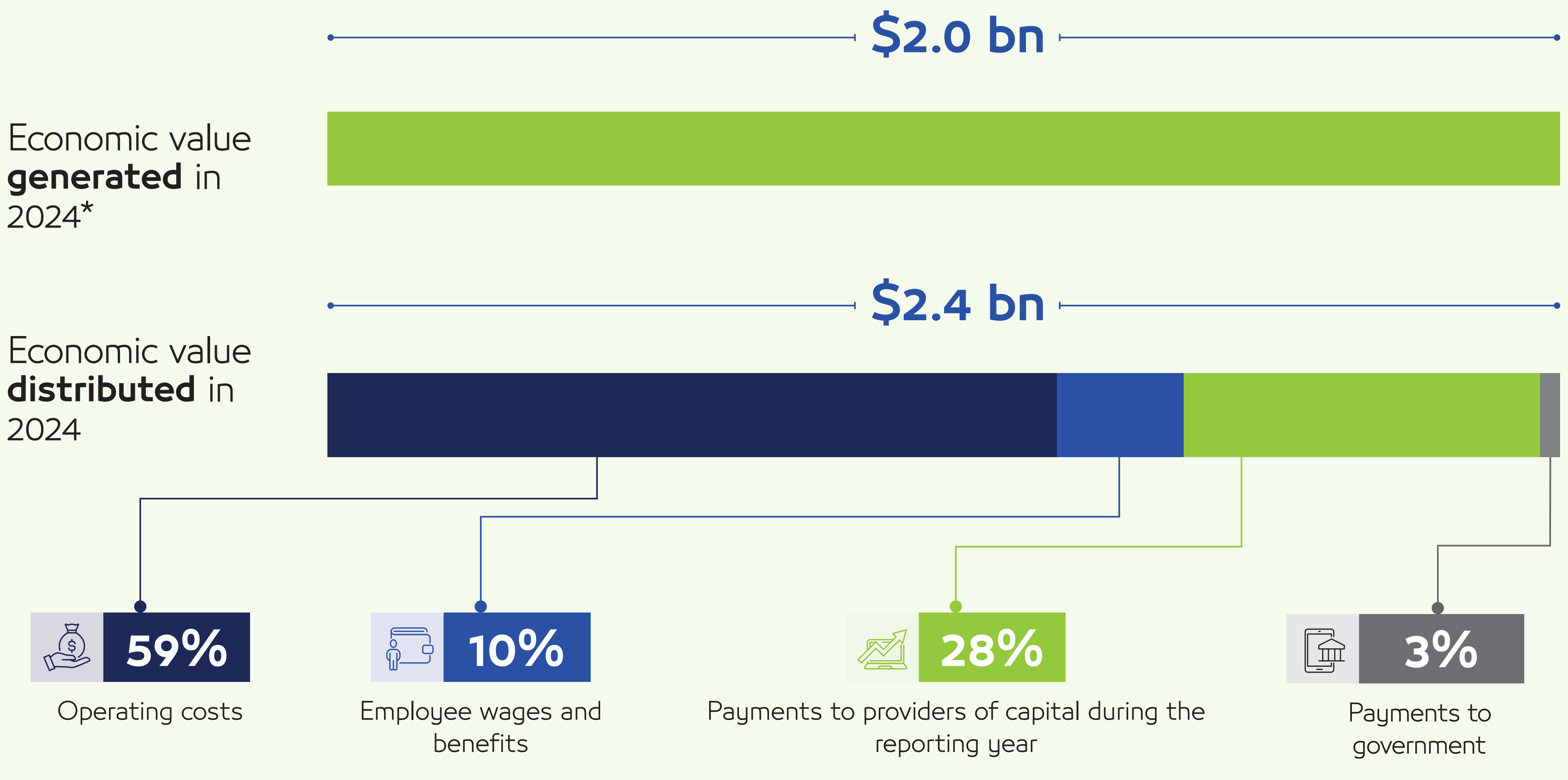
Our activities generate economic opportunities for the communities where we operate, both directly and indirectly. These include payments for goods and services, taxes, research and development, job creation, improved farmer productivity, and donations. The Group's social value creation strategy focuses on enhancing livelihoods and educational prospects of community members, diversity, and inclusion throughout our workforce.

## A Tailored Approach to Each Community

We are dedicated to creating positive social development impacts for the communities where we operate and serve as providers of local employment opportunities. Our social development programs are customized to each local community's need so we can boost the impact of our efforts. In addition to our financial contributions and sponsorships, we encourage our employees to participate in fundraisers and volunteer events.

Fertiglobe is committed to education as a pillar of social progress and is particularly focused on enhancing educational opportunities in science, technology, engineering, and mathematics (STEM) disciplines. We endow time and resources into the education value chain by donating school supplies to children in need, participating in school visits and science fairs, funding scholarships, and providing on-site training opportunities. We lead dedicated programs at each of our locations to encourage young local talent through on-site and virtual training and internship opportunities in various technical and non-technical functions.






* Includes revenue and other financing income and operating income.

## Performance Summary

In 2024, we generated $2.0 billion in value (revenues) and distributed $2.4 billion. Since the Company IPO, we have distributed $2.52 billion in dividends (including dividends related to 2023 profits and $150 million related to H1 2024). Other amounts were reinvested in Fertiglobe growth projects, primarily as CapEx, and are to be distributed in the form of dividends, with $125 million payable in April 2025 related to H2 2024 results.

# Supporting Young Local Talents

## Supporting Young Local Talent in the UAE

In 2024, Fertil's social responsibility toward the community was reflected in the OpCo's initiatives for college graduates and students across the country, providing instrumental experiential technical learning opportunities.

Fertil demonstrates its commitment to supporting UAE national graduates by offering employment opportunities to selected talents and engaging them in a structured one-to-two-year development program aimed at preparing them for full-time roles. During 2024, six UAE fresh graduates joined Fertil as trainees in various technical disciplines. They participated in structured development plans to enhance their job knowledge and competencies for permanent roles within the organization.

Fertil also offers internships, contributing to the development of college students and providing them with hands-on experience to prepare for future career opportunities. In 2024, this program included 14 female students from diverse majors and disciplines.

To close out 2024, Fertil proudly hosted three high-school students as part of ADNOC's Work Placement Program. The students gained valuable exposure to real-world work environments, empowering them with practical skills and insights to shape their future careers. The program concluded with the students receiving certificates for their participation.

## Supporting Young Local Talent in Egypt

Our Egyptian OpCos Summer Internship Program achieved 50% female participation and provided interns with hands-on experience across IT, legal, HR, procurement, and finance, guided by 10 dedicated mentors. With a 25% theoretical and 75% practical structure, the program prepared participants for real-world challenges and concluded with project presentations highlighting the interns' achievements and growth.

In September, the OpCos launched the Fertiglobe EGY Graduate Program, and 14 outstanding engineering graduates were selected. This one-year transformative program combines classroom sessions, on-the-job training, mentorship, rotations, and soft skills development, following the 70/20/10 learning model to accelerate career growth.

## Supporting Young Local Talent in Algeria

Sorfert welcomes a large number of young people each year through apprenticeships and internships. Practical internships range from one week to a maximum of 15 days, supervised by specialized internship mentors. Additionally, end-of-study internships for Master's and Doctoral students can last up to one month. Sorfert also promotes apprenticeships across all specialties, lasting between 12 and 30 months, providing in-depth learning under the guidance of experienced master apprentices trained in their respective fields.

# Procurement Practices

## Management Approach

Fertiglobe's procurement practices are managed from our headquarters in Abu Dhabi and recently created Shared Service Center (SSC) in Egypt, which is set with the Group's policies, guideline, metrics, and initiatives.

Fertiglobe and its Operating Companies have more than 3,300 active suppliers, located primarily in the UAE, Egypt, Algeria, and Europe. We currently work with all types of suppliers, ranging from large, publicly listed companies to individual consultants and contractors—if they follow our guidelines and requirements.

Our supplier base primarily comprises technical goods and services providers, delivering critical spare parts and specialized support to our production plants, as well as companies offering business services and supplies for our corporate locations.

While we endeavor to forge long-term partnerships with most of our suppliers—particularly those that are strategic to plant operations—we also engage in event-based commercial arrangements for more ad-hoc requirements.

## Screening and Due Diligence

As part of our Integrity Due Diligence Program, we screen our prospective third parties to identify potential issues regarding bribery and corruption and violations of sanctions laws, human rights, labor conditions, and other compliance issues.

## Business Partner Code of Conduct

Our Business Partner Code of Conduct summarizes the relevant values and expectations. We require all business partners to adhere and align to international laws and standards on ethics, labor, and human rights, such as those set out by the ILO, UNICEF, the UN Guiding Principles on Business and Human Rights, and others.

The supplier on-boarding stage was enhanced during 2023, and it now requires new suppliers to read and agree to our Code of Conduct. In addition, while completing the Code of Conduct process, we also screen potential suppliers through know your customer (KYC) checks and follow-up supplier interviews.

Our Business Partner Code of Conduct is publicly available on our website.


## Our Commitment

We seek to engage with local suppliers across all the countries where we operate to enhance employment opportunities and national GDP growth. Furthermore, in the future, we will add ESG topics to our vendor screening process.

**56%**

**Portion of Spend on Local Suppliers**

2023: 58%

**73%**

**Percentage of Local Suppliers**

2023: 65%

**100%**

**Percentage of Suppliers Required to Follow the Business Partner Code of Conduct**

2023: 100%


# Responsible Business Practices

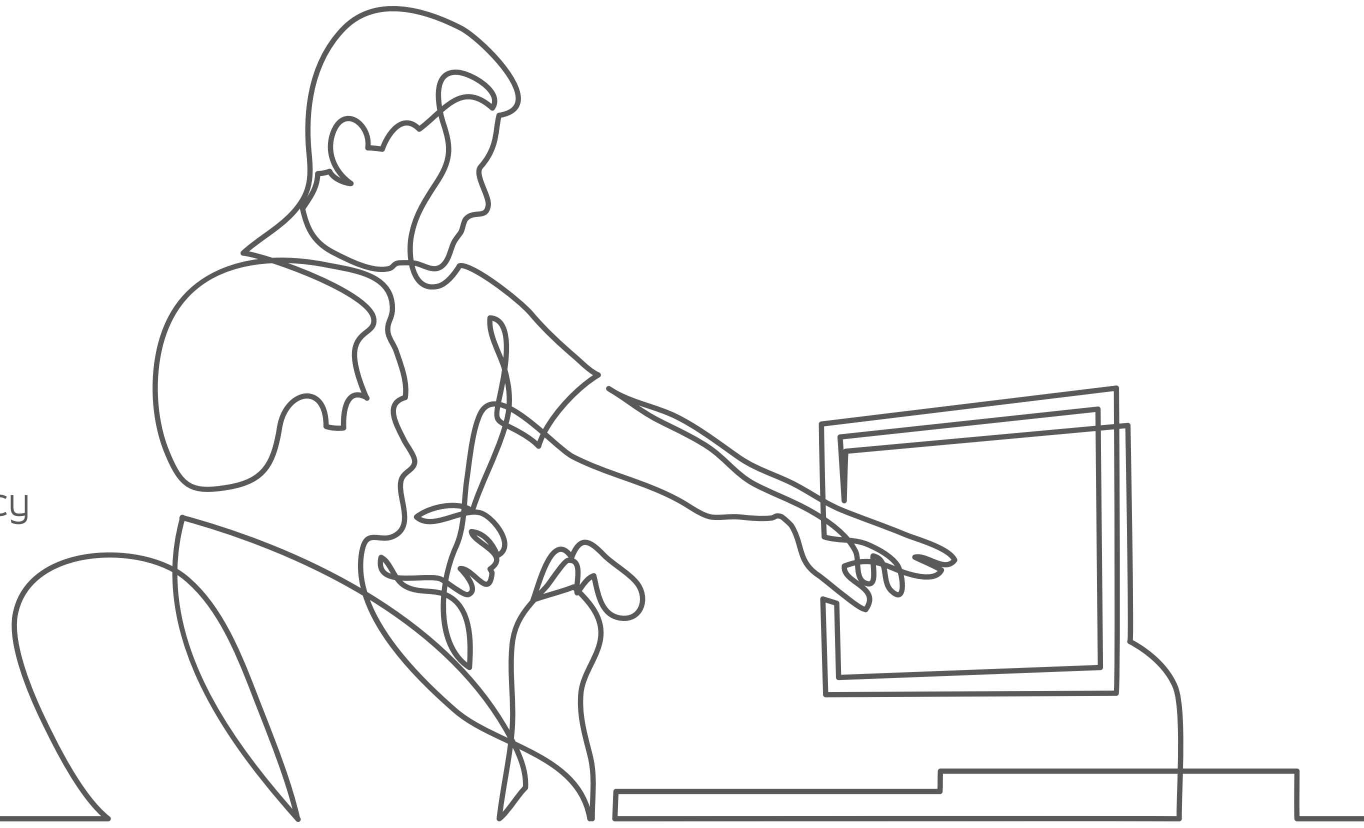
We aim to set high standards of governance, ethics, and transparency and enacting policies and practices to promote ethical behavior and decision-making.

**0**
Corruption Incidents

**100%**
Compliance Concerns Investigated

**+21,800**
Training Hours on Compliance Topics

**0**
Breaches of Customer Privacy



# Corporate Governance

Our corporate governance structure is designed in compliance with the requirements of the Securities and Commodities Authority (SCA), the Abu Dhabi Global Markets (ADGM) Companies Regulations 2020, our Articles of Association, bylaws, and other applicable laws. The composition of the Board of Directors complies with the requirements of the ADGM Companies Regulations 2020 (as amended) and with the Company's Articles of Association and other applicable laws, rules, and regulations and international best practices.

The Board of Directors offers strategic leadership, defines the Company's core management policies, and supervises overall business performance. To promote a structured delegation of responsibilities among its members, the Board has established three dedicated committees.

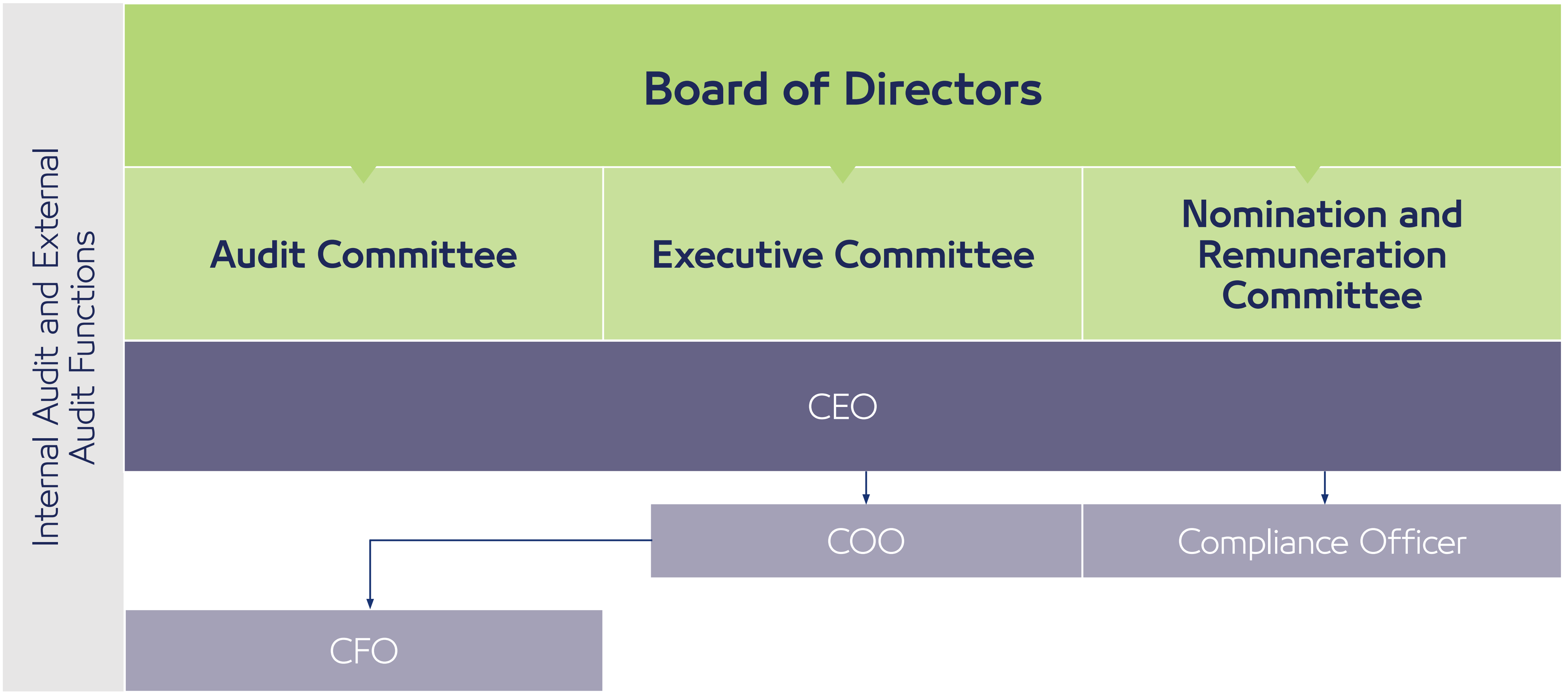
A full description of our corporate governance framework, Board composition, oversight and responsibilities, shareholders' rights, executive compensation, and other governance topics can be found in the Corporate Governance section of this report, beginning on page 109.

## Female Board Representation

Fertiglobe acknowledges the importance of diversity within its Board and its organization. In line with the UAE's approach to empower women, Fertiglobe has worked diligently to increase female representation throughout the organization, including on the Board. On 24 October 2024, Ms. Corrine Ricard was appointed as an independent director of the Board.

## Conflicts of Interest

Fertiglobe's Articles of Association and Code of Conduct require its employees and directors to disclose any conflicts of interest that may be actual, perceived, or potential in accordance with the decisions, laws, and regulations issued by the SCA and other regulatory and legislative bodies. A series of procedures for compliance with laws regarding conflicts of interest management have been developed. For related party matters, Fertiglobe's Board has delegated its power to the Executive Committee (ExCom) to review and approve related party transactions. Only the non-conflicted ExCom members are entitled to vote and approve the transaction.

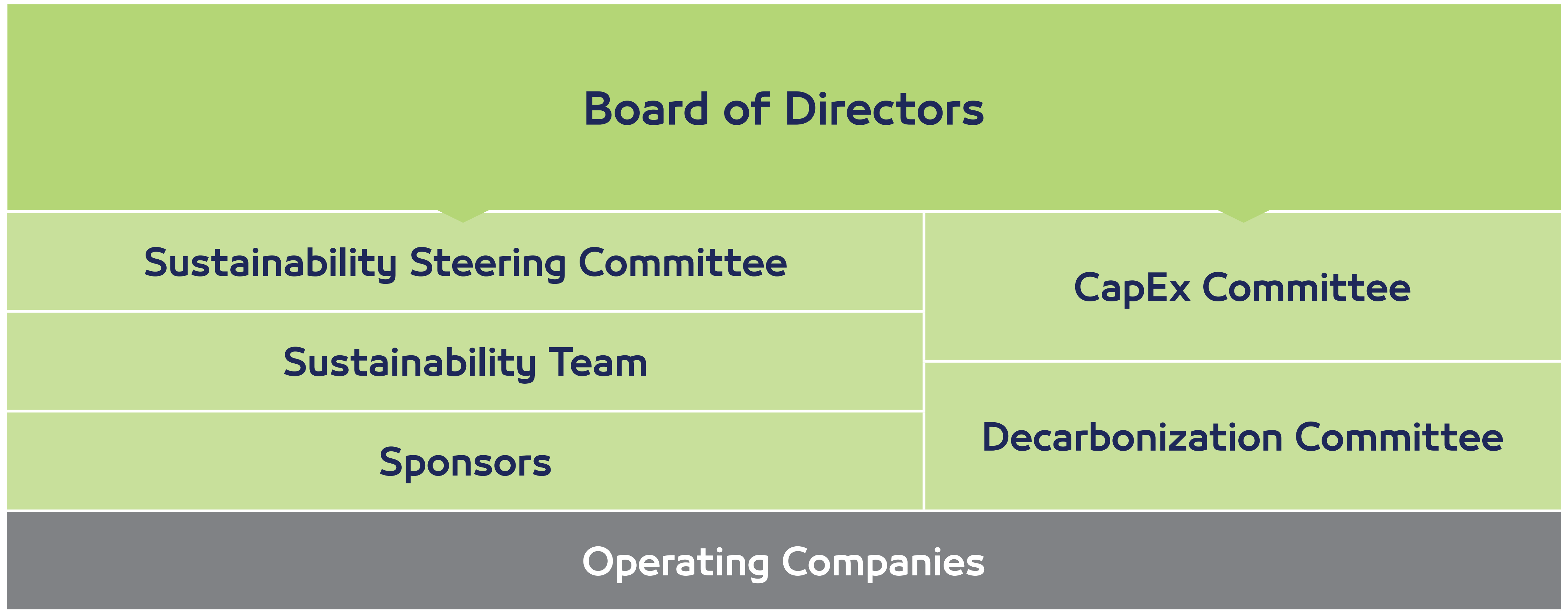



## Critical Concerns

Key control matters and governance-related issues, including any critical concerns or incidents, are reported quarterly to the Audit Committee as part of internal and external audits, investigations, and various risk assessments from OpCos and group consolidated risk dashboards. The Internal Audit department performs periodic independent internal audits to review any specific issues at the subsidiary and holding company levels and runs investigations, together with the Compliance team, as required. A summary report of all key control matters and governance-related issues, including any critical concerns or incidents, is also communicated to the Board on a quarterly basis through the Internal Audit Department and the Audit Committee.

During 2024, no major issues were reported that would qualify as a critical concern.

# ESG Governance




In order to ensure that sustainability commitments are meaningfully developed, executed, and integrated in our operations, Fertiglobe has defined an ESG Governance Structure and operating model. Sustainability is embedded into all aspects of our organization, including our strategic objectives, risk management, capital allocation and financial planning, operational and commercial activities, and other medium- and long-term decision-making.

The **Board of Directors** holds overall responsibility for Fertiglobe's strategy, business objectives, and risk management, which encompasses sustainability. This includes overseeing the management of sustainability-related risks and opportunities, climate change considerations, our broader environmental impact, and the Company's reporting on these issues in both the annual and sustainability reports. Sustainability matters are also addressed during the Board's quarterly meetings.

**Sponsors** have been designated for each ESG topic, sharing responsibility for shaping strategies, setting targets, and supporting accountability for topic-specific initiatives. This entails verifying that adequate resources are allocated at both the Corporate and OpCo levels to execute action plans effectively.

To manage sustainability on a day-to-day basis, Fertiglobe's leadership team is supported by the **Sustainability Steering Committee (SteerCo)**, co-chaired by the CEO and COO. This committee comprises representatives from Sustainability, Finance, Manufacturing, Human Capital, HSE, Risk Management, and IT, and it is tasked with guiding Fertiglobe's ESG strategy while monitoring progress on related goals and initiatives. The SteerCo is advised by the **Sustainability Team,** which develops sustainability strategies and targets, and it coordinates ESG efforts across the organization.

At the **OpCo level**, resources and responsibilities are aligned with relevant ESG topics and the effective execution of action plans.

The **CapEx Committee** reviews and approves sustainability-related capital expenditures, balancing these investments with broader commitments and return thresholds. The **Decarbonization Committee** is responsible for co-defining and implementing Fertiglobe's GHG reduction strategy and evaluating decarbonization and financial impacts. **The Audit Committee** and **Executive Committee** are regularly informed of key sustainability initiatives, policies, and targets.

Fertiglobe's remuneration practices support the alignment between our sustainability agenda and our executive compensation, with the Executive Management Team incentives tied to specific performance elements included in Fertiglobe's Balanced Score Scorecard, including ESG KPIs and targets related to safety, people, and operations.

Our remuneration practices are described in the Board Report on page 125.

## Risk Management of Sustainability

We perform a comprehensive assessment of our risks and opportunities associated with climate change, the environment, and other sustainability matters related to social or governance aspects at the OpCo and corporate levels, assessing relevance at each level according to the extent and likelihood of impact. We incorporate sustainability considerations into our assessment and management of all other risks relevant to the topic, such as operations, finance, and regulatory risks. Our ERM framework is described on page 94, and our approach to climate risk is described on page 58.

# Business Ethics

## Management Approach

We strive to conduct our operations with the highest standards of honesty, integrity, and fairness. We foster a business environment that protects the rights and interests of all stakeholders. Moreover, we strive to conduct all business activities responsibly, efficiently, transparently, and with integrity and respect toward stakeholders. In doing so, we aim to promote a culture of performance, collaboration, and responsibility. Our commitment to ethical conduct is foundational to our corporate identity and integral to our long-term success.

At Fertiglobe, we believe that ethical conduct is not just a set of guidelines and policies. Guided by our values, each associate within the organization shall internalize the way we behave collectively as an organization.

Our Code of Conduct provides an overview of the standards of conduct we expect from all our employees and representatives. The Code supports our vision and strategic objectives of value creation for all stakeholders while protecting the triple bottom line of People, Planet, and Profit, and it holds every employee to the highest standards of business conduct.

Fertiglobe also has a Whistleblower Policy, which applies to all employees, officers and directors of Fertiglobe, contract staff, and others engaged through an agreement.

A full description of our Compliance Framework is available in the Risk Management and Compliance section of this report, starting on page 94.

## Reporting Mechanism

We designed a reporting mechanism for any suspected misbehavior or malpractice through our whistleblowing platform, which includes an anonymous reporting procedure via a hotline hosted by a third-party hotline provider. All reports are treated with the utmost confidentiality and are promptly investigated. During 2024, one compliance concern was reported. The case was closed and qualified as not material as of the end of 2024.

## Anti-Corruption

At Fertiglobe, we maintain a zero-tolerance policy toward corruption and bribery. Our Code of Conduct states that any form of corruption, whether direct or indirect, is strictly prohibited. A detailed Anti-Corruption and Anti-Bribery Policy that applies to all employees of our organization was also formalized.

Before engaging in new business relationships, we conduct thorough due diligence on all partners, suppliers, and clients. This due diligence process includes evaluating their commitment to anti-corruption practices, helping support alignment with our values, and assessing their own internal controls to prevent corruption and bribery. Our expectations are captured in our Business Partner Code of Conduct. When and if necessary, we commit our third parties to sign a comprehensive anti-corruption and bribery statement.

In 2024, all employees in Fertiglobe, Fertil, EBIC, and EFC, except blue collars, were invited to complete compliance trainings, including, for example, conflict of interests, data privacy, etc. During the year, the training was completed by over 1,000 employees.

The Code of Conduct E-Learning, which also includes an anti-corruption and anti-bribery module, has been completed by 1,032 employees during 2023 (71% of targeted population); an update will be rolled out in 2025.

For the fiscal year 2024, Fertiglobe can proudly announce reporting zero corruption incidents.

As Fertiglobe continues to grow, we are planning to enhance our anti-corruption risk assessment process. Future assessments shall consider factors such as geographical locations, business relationships, and industry specific challenges. Findings from these assessments will enable us to implement targeted preventive measures.

## Anti-Competition

Our values represent what we stand for as one group, and we believe they will help us achieve and exceed ambitious targets. These values guide us in our decision-making and inspire us to keep an ethical conduct and act with integrity in every situation.

Through our Competition Policy, we commit to complying with the competition laws of all countries where we do business. The goal of Fertiglobe's Competition Policy is to help employees understand the rules and maintain them in day-to-day business, and it stipulates key principles on this matter. The Policy details the behavioral standards expected of all Fertiglobe employees regarding competition law, and it is binding for all employees.

## Screening and Due Diligence

As part of our Integrity Due Diligence Program, we screen our prospective third parties to identify potential issues regarding bribery and corruption; violations of sanctions laws, human rights, and labor conditions; and other compliance issues. Where required, we perform additional in-depth due diligence and take action to remediate risks or do not engage with a certain third party. When a third party is included in our Integrity Due Diligence tool, it is subject to ongoing monitoring, which means that we receive alerts on any new potential compliance issues. During 2024, 100% of vendors and customers in the UAE and Egypt have been subject to the screening.

# Business Ethics - continued

## Data Privacy

Fertiglobe is steadfast in its commitment to protecting the privacy of personal and sensitive information. This commitment extends to all aspects of our operations, from third-party interactions to internal data management processes.

We rigorously adhere to data protection laws and regulations applicable to our operations globally. This includes compliance with ADGM regulations, UAE Personal Data Protection Laws, Algerian Personal Data Protection Laws, Egyptian Data Protection Laws, and other relevant data privacy laws. Regular reviews of legal requirements are conducted as part of our efforts to strive to keep our policies and practices aligned with evolving regulatory landscapes.

Our Data Privacy Policy serves as the cornerstone of our data protection framework, as it outlines the principles governing the collection, processing, and storage of personal data. All employees are trained on the Policy, intending to support a deep understanding of their responsibilities in maintaining data privacy. Further to our commitment to excellence in data privacy, we have developed and implemented a proprietary Data Privacy Tool, which serves as a comprehensive solution to manage, monitor, and support compliance with data privacy regulations. Prior to undertaking high-risk processing activities, we conduct Data Privacy Impact Assessments (DPIA), which evaluate potential risks, identify measures to mitigate risks, and review whether data privacy considerations are embedded in all aspects of our operations.

To reinforce a culture of data privacy awareness, we provide ongoing training for employees at all levels. This includes sessions on the importance of data protection, recognizing potential risks, and understanding the legal and ethical obligations associated with handling personal information.

## Data Security

Data security is a cornerstone of our business values at Fertiglobe. We recognize its critical importance, especially in light of the rapid advancements in the digital world.

We want our customers, employees, and partners to maintain their trust in us. At Fertiglobe, we have robust cybersecurity and data protection policies aligned with global standards, including the General Data Protection Regulation (GDPR) and the principles of the ISO 27001 and the NIST CSF Frameworks. These policies are thoroughly built to safeguard sensitive information from unauthorized access, disclosure, modification, and destruction. Our approach to data security is proactive and preventative, designed to support data integrity and maintaining data confidentiality.

As we are committed to protecting sensitive information, we diligently raise awareness among all personnel through ongoing campaigns. Regardless of an individual's role or tenure, each team member receives comprehensive annual training in user cybersecurity.

To keep up with the latest advances in information safeguarding and cybersecurity defenses, the training is updated periodically. During 2024, more than 2,180 employees were involved in the cybersecurity training program, resulting in 5,714 training hours. Moreover, we use cutting-edge technical approaches, such as sophisticated encryption, Zero Trust architectures, and regular security reviews, to fortify our measures against cyber threats. All incident response plans are clear and prompt to ensure that data breaches are swiftly addressed and stakeholders are informed responsibly and without delay. This openness reflects our ethical commitment to our stakeholders.

We are committed to constantly enhancing data security protections and seek to uphold the utmost moral principles in all parts of our work. Our security procedures are routinely assessed and updated to deal with emerging risks. We exclusively team up with partners that match our principles for the responsible use of data, driving a unified front against data vulnerabilities. Safeguarding data is central to our ethics, demonstrating our dedication to cultivating and preserving trust as the world becomes increasingly connected.

**0**

**Corruption Incidents**

2023: 0

**+1,000**

**Employees Reached in the Compliance Training**

2023: 1,363

**21,867**

**Compliance Training Hours**

2023: 5,514

**0**

**Breaches of Customer Privacy**

2023: 0

**2,183**

**Employees Reached in the Cybersecurity Training**

2023: 2,077

# RISK MANAGEMENT AND COMPLIANCE

# Enterprise Risk Management (ERM) & Internal Control

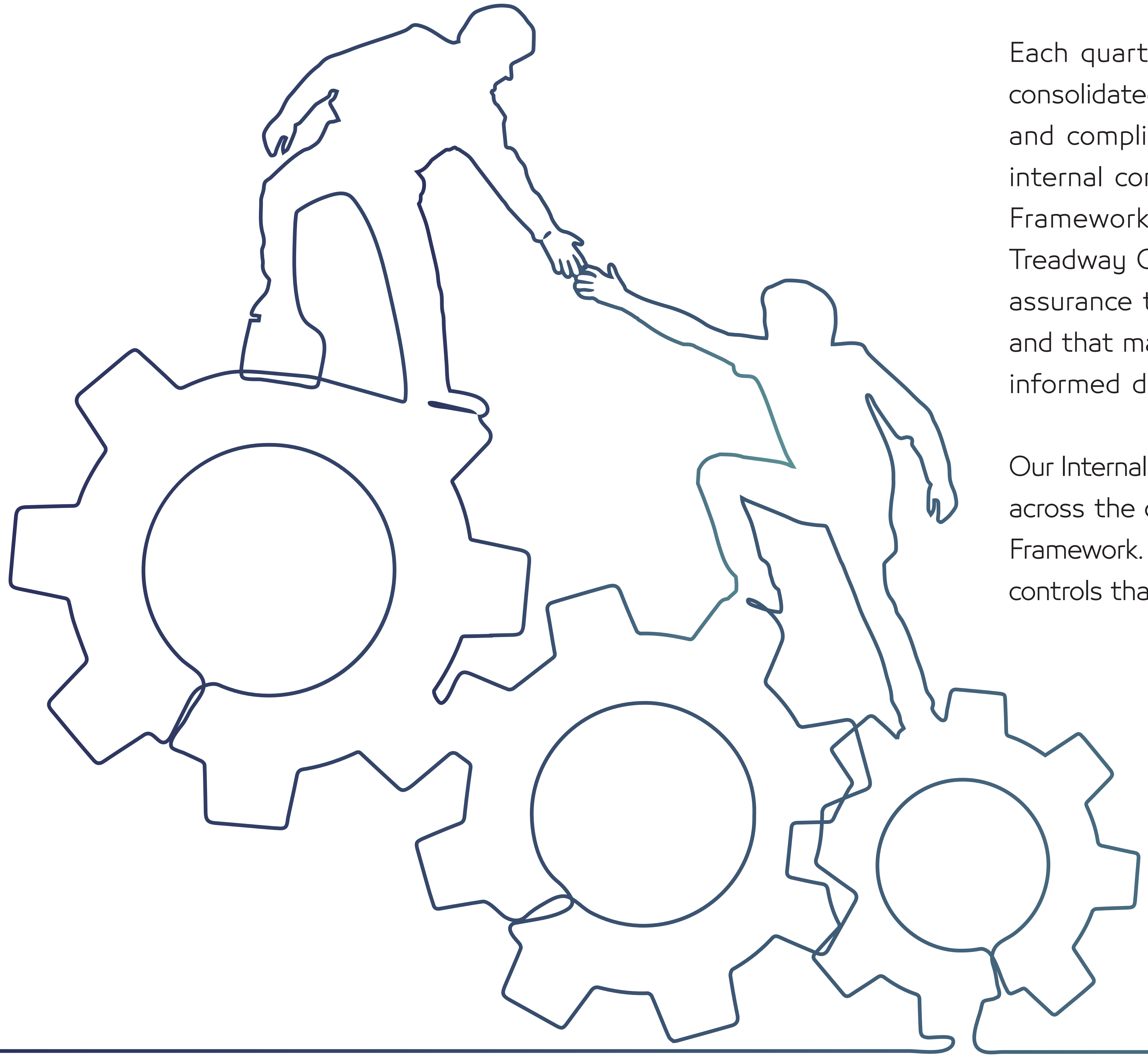
Risk management is a company-wide activity, with roles and responsibilities allocated across all levels of the Group to secure our in-control position. Equipped with updated insights from the market, industry, and geopolitics, we follow a bottom-up and top-down approach that aims to identify, manage, and report all relevant business risks in a timely and comprehensive manner. The ERM and Internal Control teams are tasked with providing reasonable assurance to the Audit Committee that this risk management approach is designed and working effectively throughout the year.

As a result of ADNOC's acquisition of OCI NV's share of Fertiglobe on 15 October 2024, Fertiglobe is in the process of changing the classification and thresholds to align with ADNOC's ERM policy.

This will involve categorizing risks as HSE, Reputational, Financial, Investment Value, and Impact on Objectives. There are no other changes to the risk management process as described within this section.

The Board has the overall responsibility of maintaining a sound and effective risk management and internal control program. The Audit Committee supports the Board in monitoring our risk exposure, including the design and effectiveness of our internal control program. The Internal Audit and Internal Control teams assist the Audit Committee, Company management, and local management teams by facilitating the identification of risks and the promotion of risk awareness and ownership across our organization.

The Internal Control team is integrated across our Operating Companies and is centrally managed at the Group level to ensure our ERM and internal controls are properly embedded, applied, and aligned with our external auditors.



Each quarter, our executive management monitors and assesses the consolidated group risk profile, comprising strategic, operational, financial, and compliance risks, with the involvement of key stakeholders. Our internal control framework aligns with the Internal Control Integrated Framework of the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and it is designed to provide reasonable assurance that the risks we face are properly evaluated and mitigated and that management is provided with all information necessary to make informed decisions.

Our Internal Audit and Internal Control teams perform fraud risk assessments across the organization, which are built into our ERM and Internal Control Framework. Our fraud risk assessments include the identification of internal controls that mitigate fraud risks.

| Entity | Operating Companies | Corporate Management | Internal Audit | Board Oversight |
|---|---|---|---|---|
| Key Responsibilities | • First line of defense is to establish an effective control environment based on corporate directives and policies.<br>• Operational management reporting, risk assessment, and mitigation.<br>• Internal controls implementation and self-assessment. | • Risk reporting, assessment, and mitigation.<br>• Steering and supervision of the Compliance Framework.<br>• Identification of and capitalization on key opportunities.<br>• Assessment of key market, financial, regulatory, and technological developments against strategy execution. | • Independent and objective assurance about the effectiveness of governance, risk management, compliance, and internal controls.<br>• Substantiation of management's in-control position.<br>• Initiating, coordinating, and executing special assignments and investigations as required. | • Defines risk appetite and oversees risk management's strategies and activities.<br>• Delegates responsibility to senior leadership and provides resources to achieve the objectives of the organization.<br>• Oversees an independent internal audit function. |
| Review and Reporting Processes | • Detailed monthly review of performance, financials, operating issues, and key risks.<br>• Quarterly risk assessments and reporting of business risk profiles to corporate leaders and executive directors.<br>• Local Internal Control Officer supports local management on the effective implementation of internal controls.<br>• Local management signs the Non-Financial Letter of Representation to annually certify the in-control position in relation to the Code of Conduct, Corporate policies, and other non-financial requirements, which include an assessment of our business conduct in relation to the treatment of the environment, people, and our policies and procedures to address corruption.<br>• Operational, health, safety, environmental, quality, security, and emergency preparedness systems are in place at each subsidiary. | • Consolidated budget and forecasts are used by management to evaluate KPIs, investment strategy, and operations.<br>• Each quarter, senior management monitors and assesses the consolidated group risk profile, comprising strategic, operational, financial, sustainability, and compliance risks, with the involvement of key executives and corporate function heads.<br>• The Risk Management function maintains a central repository to monitor mitigating actions and trends in relation to each risk, and reports to the Board on the results from the Operating Companies and Group risk assessments.<br>• Management is responsible for compliance with Fertiglobe's policies, internal control system, and risk management process. Internal Audit and Risk facilitates supervise and provide proactive advice on the internal control system and the risk management process.<br>• Quarterly reporting by the Internal Control Department to the Audit Committee of the results of internal control testing.<br>• Additional control leadership from other corporate functions, including Corporate, Technical and HSE, Compliance, Legal, Tax, Strategic Planning, and Group Controller. | • Quarterly reporting by Internal Audit to the Audit Committee of the results of internal audits and status of outstanding risks and issues, as well as highlighting effectiveness of risk remediation action plans.<br>• Periodic independent internal audits of subsidiaries. Management is engaged in the identification and remediation of control gaps.<br>• Internal Audit provides assurance on the effectiveness of the Risk Management function, including the effective implementation of the Internal Control Framework.<br>• Internal Audit assists the Compliance function in carrying out investigations on ethics violations as deemed necessary.<br>• The progress of audit action plans is monitored by the Internal Audit Department, local internal control officers, and by local and Corporate senior management. | • Board of Directors is given a full financial and operational update by senior leadership at each Board meeting.<br>• Audit Committee (on behalf of the Board) monitors and reviews the internal control and risk management system and provides guidance or investigates specific topics as needed.<br>• The Board oversees the performance of both the internal and external auditor and receives regular updates and reports from both functions. |

# Risk Profile and Mitigation

## Our risks are classified into four main categories that allow management to identify and manage risk and protect our ability to create long-term value.

| Strategic | Operational | Financial | Regulatory |
|---|---|---|---|
| **Description** | | | |
| Risks that may impede our ability to achieve strategic objectives that we believe are critical to our performance and growth.<br><br>These are risks that are considered strategic matters and may impact the Company as a whole. | Risks that may impede our ability to achieve operational objectives and performance.<br><br>These risks can be internal or external and are typically directly managed and monitored by the local management teams of each operating company and supervised by our leadership team. | Risks related to financial, accounting, and reporting controls and processes that may impede our ability to meet financial commitments and obligations. | Risks related to non-compliance with or changes in laws and regulations that may require changes in the way we do business. |
| **Risk Appetite** | | | |
| As a leading player in our markets, we can take certain calculated strategic risks that create opportunities to maximize our ability to deliver outstanding value to our stakeholders while maintaining a good reputation in the markets where we operate. We take a measured approach to strategic risk management with clear thresholds set by our Board for required investment returns, market risk appetite, growth capital expenditures, and corporate actions. | We aim to minimize operational risks while maximizing our ability to capitalize on our leadership positions in our markets. We strive to maximize operational excellence across our Company, striving to recruit, develop, and retain a diverse and talented workforce, while fostering a "safety first" culture across our organization and facilities with a zero-tolerance approach to HSE risks. We continually assess and update our IT security controls and IT defense strategies to maintain appropriate data integrity, data privacy, and cybersecurity. | We implement a financial strategy to maintain an efficient balance sheet while securing good access to financing. Our risk appetite and key policies are described throughout the annual report. | We comply with applicable laws and regulations everywhere we do business. All employees are bound by our Compliance Framework, which we have embedded throughout our organization. It is in our core values to act with honesty, integrity, and fairness to foster a business climate that maintains such standards. |

# Strategic Risks

| Risk | Risk Trend | Risk Appetite | Description | Risk Management Approach |
|---|---|---|---|---|
| **Political and geopolitical risk, risk of unilateral sovereign actions, and macroeconomic changes** | ● | Moderate | Our assets are in emerging markets, which means that we are exposed to some countries where there is a risk of political or socioeconomic instability, including the risk of adverse sovereign actions. Accordingly, developments in any of the countries in which we operate can create an uncertain environment for investment and business activity and may adversely impact our business. This includes certain partnerships and joint ventures that involve various economic, operational, and legal risks that are different from the risks involved in owning facilities and operations independently.<br><br>In addition, as our products and key inputs are global commodities, we are exposed to the impacts of global geopolitical instability. The macroeconomic and geopolitical volatility caused by the Russian-Ukrainian and Middle Eastern conflicts, combined with political instability around the world, has resulted in economic and market disruptions, as well as global inflationary pressures. Our businesses may also be affected by potential unilateral actions by governments to control socioeconomic impacts. | We actively monitor economic, political, and regulatory developments. As part of our effort to be a "local" player in each of our markets, we have strategically partnered with sovereign-backed entities and maintain positive relationships with governmental bodies in the countries where we operate. Our Legal and Compliance teams diligently monitor and review our practices to ensure we stay complaint with any changes in relevant laws or regulations. Management maintains contingency plans for various unforeseen events and adverse scenarios.<br><br>We proactively perform due diligence procedures and continuously assess and monitor our customers, suppliers, service providers, and business partners to ensure our and our partners' compliance with sanction legislation and mitigate the risk of supply disruptions. The evaluation of credit exposure, credit limits, supply alternatives, and back-up solutions is another enabler to ensure business continuity. |
| **Risks related to climate change, adverse weather conditions, and natural disasters** | ● | Moderate | Climate change and adverse weather conditions can negatively impact field work and fertilizer application seasons, which may affect the demand for our products.<br><br>Climate change also poses a global transition risk that may result in changes to market dynamics, legislation, and technology. Refer to page 58 for a description of the risks and opportunities presented by climate change.<br><br>Adverse weather conditions and natural disasters, such as flash floods, health epidemics or pandemics, and other extraordinary events, could result in property damage, loss of life, production interruptions, and supply chain disruptions. | We have a diversified geographic split, both in terms of customer base and location of our production assets. Our global customer reach extended across 44 countries in 2023, which means that we can mitigate against regional seasonal cycles, supply/demand drivers, customers, competitors, and other factors that might affect prices and demand patterns. Our production capacity is evenly distributed across three countries, reducing the risk of local or regional weather events.<br><br>In terms of natural disasters and pandemics, we have comprehensive emergency preparedness systems in place that allow us to quickly react to extraordinary events, and our assets have business interruption insurance policies in place that cover natural disasters. |

● Risk Decreasing ● Risk Stable ● Risk Increasing

# Operational Risks

| Risk | Risk Trend | Risk Appetite | Description | Risk Management Approach |
|---|---|---|---|---|
| **Changes to conditions affecting our markets and commodities** | ● | Moderate | Our products are global commodities with little or no product differentiation, and supply/demand dynamics can be affected by global trends, such as dietary patterns and population growth affecting demand for food, swings in crop and agricultural prices, global production capacity for our products, and the availability and pricing of the raw materials required to produce our products, particularly natural gas. | As the largest global seaborne exporter of urea and ammonia combined, the largest producer in the MENA region, and a top three global exporter of ammonia globally, we benefit from significant market reach, freight advantages, and economies of scale. This allows us to service large-sized orders and sell our products at higher netback prices compared to competitors, while benefiting from first quartile cost curve positioning as a result of our favorable gas price contracts, lower conversion costs, and strategic freight locations.<br><br>We have policies in place to respond to competitive factors and maintain mutually beneficial relationships with our key customers and suppliers to effectively compete and achieve our business plans. Management performs planning and in-depth analysis for critical relationships, such as our current gas supply agreements. We have centralized sales, marketing, distribution, and logistics teams that work diligently to expand our sales channels, develop new and repeat customer relationships, negotiate favorable contracts, and create market contacts by attending various industry and trade conferences. Our manufacturing teams work diligently to ensure our plants operate efficiently to produce high-quality products that meet or exceed international standards.<br><br>In terms of the availability and cost of our key feedstock (natural gas), we manage our global exposure to natural gas price fluctuations through long-term contracts in the UAE, Egypt, and Algeria. |

● Risk Decreasing ● Risk Stable ● Risk Increasing

# Operational Risks - continued

| Risk | Risk Trend | Risk Appetite | Description | Risk Management Approach |
|---|---|---|---|---|
| **Business interruption and production** | ● | Low | Our production facilities may experience unplanned shutdowns or utilization rate reductions, which may result in lower production volumes, lower revenue, and unplanned costs. Examples of our risk exposure include reduced reliability, ineffective maintenance programs, delays in procurement, and poor management of major turnarounds. | We have a state-of-the-art asset base. Our facilities use the best available global technology, and we have continuously invested in constructing, improving, and maintaining our facilities at state-of-the-art levels. Approximately 50% of our combined urea and ammonia production capacity is under 10 years old, which supports above-average utilization rates and low-maintenance costs.<br><br>We have a defined turnaround schedule for all plants, which historically have been completed as planned. We have a large, dedicated in-house Maintenance team with world-class experience, bringing together expertise across all sites to share knowledge and best practices, and our plants use overlapping technologies, allowing cost-efficient and synergistic maintenance. In 2021, we launched an operational excellence plan to improve production efficiency, improve the effectiveness of the purchase-to-pay process, and reduce unplanned shutdowns. Our plants also have business interruption insurance for large and extended shutdowns. |
| **Cybersecurity** | ● | Low | Despite our IT security measures, our information technology infrastructure may be vulnerable to cyber-attacks or breaches.<br><br>Any such breach could result in business disruption or compromise our systems and result in downtime or the leak of personal and/or business sensitive data, adversely affecting our reputation. | We continuously assess and update security controls and defense strategies to strengthen our security posture and minimize our vulnerabilities to cyber-attacks. Our IT team is focused on the monitoring and enhancement of our Group IT security posture for our IT infrastructures and Operational Technology. In addition, we invest in internal resources and engage with external security experts to support the implementation of various action plans that are part of our comprehensive cybersecurity management system.<br><br>Throughout the year, we run several internal and external security assessments across the Group to ensure that our risk levels are appropriate. Additionally, we regularly run IT audits and security assessments to ensure the continuous effectiveness of our security measures. |

● Risk Decreasing ● Risk Stable ● Risk Increasing

# Operational Risks - continued

| Risk | Risk Trend | Risk Appetite | Description | Risk Management Approach |
|---|---|---|---|---|
| **Human capital** | ● | Low | Our ability to compete effectively and meet market demands depends heavily on the competence, engagement, enablement, and performance of our employees. Our ability to recruit, develop, and retain talented employees is essential in maintaining our high-quality operations, strategic expansion opportunities, and to meet the expanded social and governance demands. | We have been able to attract, motivate, and retain knowledgeable and experienced employees thanks to our reputation and market position, our in-house training and talent development programs, and our compensation packages. Additionally, we have engaged in strategic partnerships with industry leaders, which offer employees exposure to high-profile projects and advanced technologies. The success of our Company is dependent on positive employee relationships across diverse backgrounds. We continue to foster a positive and respectful working environment and equal opportunity workplace through our expanded diversity and inclusion program, Code of Conduct training, tuition reimbursement schemes, and employee engagement surveys. We also provide training to our employees to raise awareness on these topics. We are instituting employee succession programs for key positions across the Group to ensure effective knowledge-transfer in support of the continuity of our business operations. |
| **Ability to maintain our health, safety, and environment (HSE) standards** | ● | Low | Securing safe and healthy working conditions is our highest priority. Our production sites are large industrial plants, and many of our raw materials are classified as substances that are dangerous and hazardous to health. Such a working environment contains potential occupational health risks, as well as process and occupational safety risks to employees and contractors working on site. | We are committed to a culture of zero injuries and work tirelessly to improve health and safety. We aim to minimize the probability and consequences of process safety and product safety accidents negatively affecting people, the environment, and our assets.<br><br>We strive to promote the highest standards of environmental responsibility, with a few to no incidents that cause environmental damage.<br><br>We implement strict HSE training and operating discipline at every plant to minimize HSE risks. To further ensure proper HSE practice, we ensure monitoring, prevention, and reporting across all our plants through regular management site visits and HSE audits, as well as comprehensive knowledge-sharing across the Group. We have rolled out several campaigns dedicated to fostering a healthy work environment, which we are continuing to run and develop. Our safety and emissions records meet or exceed international standards, underscoring our commitment to providing our employees with a safe, secure, and environmentally conscious workplace. In addition, the Board supervises our HSE activities, supported by regular formal updates from management. |

● Risk Decreasing ● Risk Stable ● Risk Increasing

# Financial Risks

| Risk | Risk Trend | Risk Appetite | Description | Risk Management Approach |
|---|---|---|---|---|
| **Capital structure, allocation, and currency fluctuations** | ● (Risk Stable) | Moderate | Our ability to deploy and raise capital effectively can impact our ability to achieve our strategic priorities or capitalize on business opportunities. We are experiencing extremely volatile debt markets with a high cost of capital for acquisitions, capital projects, and debt refinancing. This could, therefore, have an adverse impact on our business prospects, earnings, and/or financial position.<br><br>In addition, a portion of our consolidated revenue, operating expenses, and long-term debts denominated in foreign currencies. Significant changes in the exchange rates of certain operational currencies, such as the Egyptian Pound, UAE Dirham, and the Algerian Dinar, can have a material effect on our financial performance. | We have a robust capital allocation strategy that aligns to our strategic priorities, with governance and decision-making measures in place to balance opportunities and risks. We strive to maintain a strong financial position and credit worthiness with our creditors. We closely monitor our cash position and credit lines to ensure our financial flexibility. We have also diversified our funding sources to avoid dependence on a single market, staggered our debt maturity profile to reduce repayment burdens, and implemented other working capital improvement programs. We also have robust in-house financing expertise and a proven track record in both refinancing debt and accessing new funding. |

● Risk Decreasing ● Risk Stable ● Risk Increasing

# Regulatory Risks

| Risk | Risk Trend | Risk Appetite | Description | Risk Management Approach |
|---|---|---|---|---|
| **Changes in regulatory conditions in the markets in which we operate** | ● | Low | Changes in laws, regulations, and the related interpretations may alter the environment in which we do business. This includes changes in governance, health and safety, competition and product-related laws and regulations, as well as changes in accounting standards and taxation requirements. This also includes the impact of proposed climate change-related regulations at both the international and national levels.<br><br>Failure to comply with these laws may result in substantial fines, penalties, or other sanctions, such as the obligation to invest in newer equipment, permit revocations, or facility shutdowns. Consequently, we may experience delays in obtaining or be unable to obtain required permits, which may delay or interrupt our operations. In addition, global geopolitics have created uncertainty around tariff implementation in key markets, such as the EU and China, which may affect product or feedstock pricing.<br><br>Our ability to manage regulatory, tax, and legal matters and to resolve pending matters within current estimates may impact our results. | We actively monitor regulatory developments to ensure we comply with the laws and regulations of the countries where we operate.<br><br>We continue to closely monitor and maintain flexibility to change trade flows that minimize tariffs while continuing to comply with regulations.<br><br>We also perform internal gap assessments, supported by external consultants, to ensure our processes and practices are compliant with all relevant laws and regulations. |

● Risk Decreasing ● Risk Stable ● Risk Increasing

# Compliance

Fertiglobe strives to conduct all business activities responsibly, efficiently, transparently, and with integrity and respect toward stakeholders.

We strive to conduct all business activities responsibly, efficiently, transparently, and with integrity and respect toward stakeholders. In doing so, we promote a culture of performance, collaboration, and responsibility. These values underpin everything we do and form our Compliance Framework, which defines the day-to-day decisions and behaviors of our employees.

The Compliance Framework comprises policies and principles that outline, in specific terms, what we stand for as a company and the conduct required in the workplace in how we deal with business partners, serve our customers, and the broader responsibilities we have toward the communities in which we work and live. The Compliance Framework also sets out rules on important topics, such as the prohibition of bribery, dealing with confidential information and conflicts of interest, competition law, third-party due diligence, the importance of accurate record keeping and reporting, and details about the possibility of disciplinary measures when in breach of the framework. The Company's HR and Compliance teams work closely with each OpCo to ensure our Compliance Framework and core values are communicated to all employees and are reflected in any local policies that may be tailored to reflect local regulations and customs. All employees are trained on the key principles and applications of the Compliance Framework through a Group-wide e-learning program and can raise any concerns and breaches through a safe and confidential whistleblowing and incident reporting procedure. An anonymous reporting procedure is also available, through which employees can report to a whistleblower hotline hosted by a third-party hotline provider. All reports are handled with the utmost care and confidentiality, regardless if reported internally or via the anonymous reporting hotline.

In addition, we hold our business partners to the same level of accountability, transparency, and respectability as we do ourselves to ensure our entire value chain secures the salient rights of every individual, as codified in our Business Partner Code of Conduct.

We provide a clear reporting mechanism for suspected Business Partner misconduct through our whistleblowing platform, which includes an anonymous reporting procedure via a hotline hosted by a third-party hotline provider.

All reports are treated confidentially. Investigations are executed in line with our predefined procedures and protocols, which ensure prompt, objective, and fair investigations. We do not tolerate retaliation and, should retaliation occur, treat this as a disciplinary matter.

In 2024, nine compliance concerns were reported. This number excludes HR-related grievances. Of these concerns, seven turned to be unsubstantiated, and two reports investigations are still open at the time of the finalization of this Annual Report. None of these compliance incidents qualified as material. All investigators handling these cases were independent from the chain of management involved in the matters. Where required, remediation actions were taken, which include process and control improvements and learning and awareness initiatives.

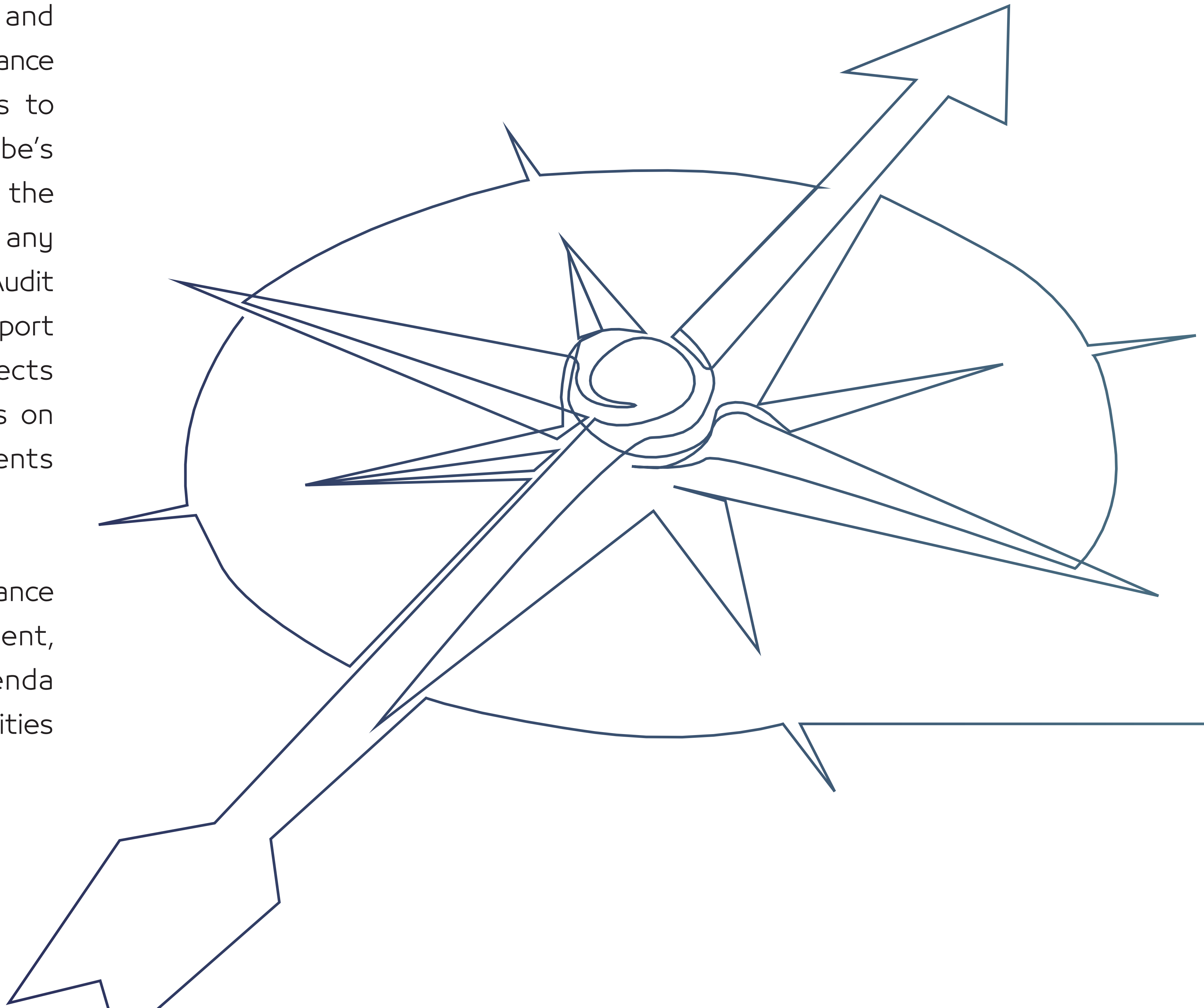
# **Compliance** - continued

## Governance of Compliance

The Board of Directors is responsible for supervising ethics and compliance. The Fertiglobe Compliance Officer supports the Board of Directors in implementing our Group Compliance Program and ensures that our Compliance Framework remains in line with applicable regulations and is properly applied.

Management of OpCos and staff departments are responsible and accountable for raising compliance awareness within their respective businesses and departments and are supported by a Local Compliance Officer. The Local Compliance Officer reports to both operations management and to Fertiglobe's Compliance Officer on the implementation of the Compliance Framework in daily operations and any compliance incidents or issues. Additionally, the Audit Committee receives a Quarterly Compliance Report on the progress of corporate compliance projects and developments within the Group, as well as on the status and outcome of compliance incidents and investigations.

At the start of every year, the Fertiglobe Compliance Officer, in collaboration with OpCo management, sets the annual compliance agenda. The agenda consists of continuous and new compliance activities and requirements, aiming to ensure growth in the Compliance Program's maturity. These activities and requirements are concrete and measurable and are reported internally on a quarterly basis, and they can be tested on their effectiveness. Through this annual agenda, compliance controls are continuously developed and enhanced for effectiveness.



# Compliance - continued

## Our Code of Conduct Extends Across Our Supply Chain

Our governance and compliance policies and expectations of ethical business practices extend beyond our operations throughout our supply chain through our Business Partner Code of Conduct.

We promote sustainable agriculture and nutrient stewardship through our supply chain, which begins with sourcing natural gas and ends at our agricultural and industrial customers. We work diligently to ensure every aspect of our business operates optimally, and we promote best practices through our Business Partner Code of Conduct.

We seek to award business to suppliers and business partners with whom Fertiglobe has a supplier relationship (collectively, Business Partners) who are committed to act fairly and with integrity toward their stakeholders, who have adopted and promoted the implementation of strong business principles, and who observe the applicable laws of the country in which they operate.

Our Business Partner Code of Conduct summarizes the values and expectations we require all Business Partners to adhere to, and it aligns to international laws and standards on ethics, labor, and human rights, such as those set out by the ILO, UNICEF, the UN Guiding Principles on Business and Human Rights, and others.

## Screening and Due Diligence

As part of our Integrity Due Diligence Program, we screen our prospective third parties to identify potential issues regarding bribery and corruption; violations of sanctions laws, human rights, and labor conditions; and other compliance issues. Where required, we perform additional in-depth due diligence and take action to remediate risks or do not engage with a certain third party. When a third party is included in our Integrity Due Diligence tool, it is subject to ongoing monitoring, which means that we receive alerts on any new potential compliance issues. Third-party screening is currently a centralized corporate function that is being further matured at the OpCos. Our Compliance team is responsible for conducting screening and due diligence practices.

A new add-on to our Integrity Due Diligence Program is vessel sanctions screening, whereby all sea freight vessels and their associates are screened against various sanctions watchlists prior to vessel appropriation as of 31 December 2022.

The effectiveness of our Business Partner screening processes is monitored by the Compliance team and the local Internal Control Officer of each site and assessed by Internal Audit and Internal Control teams as part of their regular compliance and audit cycles, which also includes Business Partner audits as part of contractual arrangements.

## Our Learning and Awareness Program

All employees, including our new recruits, are trained on our Code of Conduct and are required to participate in various training sessions through webinars or in-person sessions on key topics, such as Conflicts of Interest, Diversity and Inclusion, and Anti-Bribery and Corruption. We have also provided risk-based training to relevant audiences on specific topics, including antitrust compliance. We have also regularly communicated our Compliance Framework to our employees.

# Compliance - continued

## Global Minimum Tax Law

On 20 December 2021, the jurisdictions of the OECD/G20 Inclusive Framework on Base Erosion and Profit Shifting ('OECD BEPS') released the so-called Pillar Two Model Rules (also referred to as the "Anti Global Base Erosion" or "GloBE" Rules) which are designed to ensure that large multinational enterprises (MNE's) pay a minimum level of tax of 15% on the aggregated qualifying income arising in each jurisdiction where they operate ('Pillar Two').

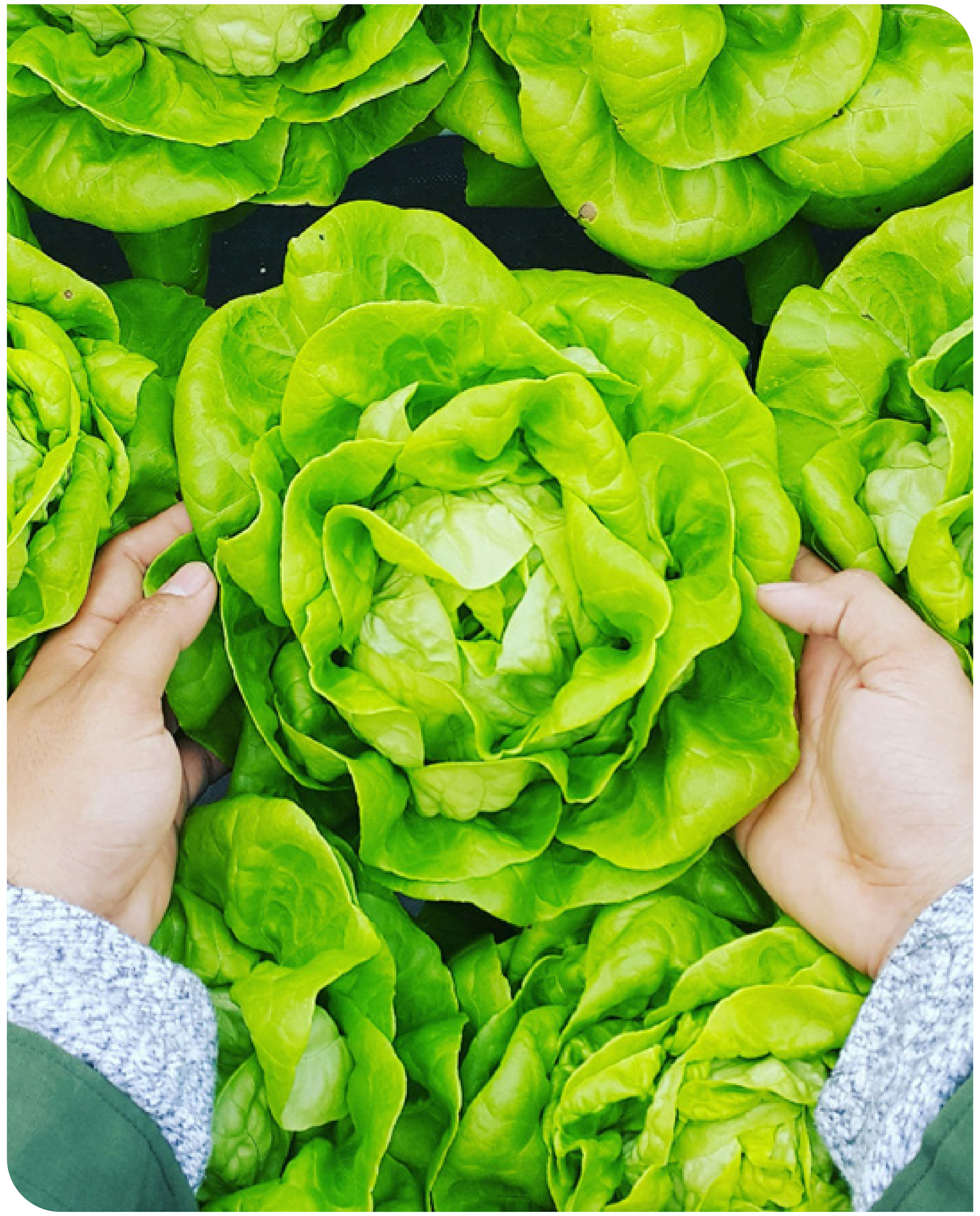
On 15 December 2022, the EU Member States unanimously adopted an EU directive ensuring a global minimum level of taxation and agreed to apply these rules for fiscal years starting on or after 31 December 2023.

UAE is also a member of the OECD BEPS Inclusive Framework and is committed to addressing the challenges faced by tax jurisdictions internationally. Accordingly, the UAE's Ministry of Finance (MOF) has implemented Domestic Minimum Top-up Tax for the financial year starting on 1 January 2025.

Pillar Two rules apply to internationally operating MNE groups with annual revenues at or above EUR 750 million. Accordingly, qualifying taxpayer calculates its effective tax rate for the aggregated activities in each jurisdiction where it operates and pays top-up tax for the difference between its effective tax rate per jurisdiction and the global minimum tax rate of 15%. Any resulting top-up tax is generally paid either in the jurisdiction of low-tax entity or in the country of the Ultimate Parent Entity/Intermediate Parent. As the Group meets the revenue threshold and has a foreign presence, it will fall within the scope of Pillar Two. Further, pursuant to the ADNOC acquisition, Fertiglobe's Ultimate Parent entity has changed during the year; i.e. OCI group for the period from 1 January 2024 to 14 October 2024 and ADNOC group for the period from 15 October 2024 to 31 December 2024. Accordingly, the Group has assessed its Pillar Two liability under both its ultimate parent entities. Under both the ultimate parent entity, due to the distinct nature of Pillar Two regulations, Fertiglobe MENA BV (Netherlands) will be required to comply with Pillar Two regulations for all Fertiglobe group entities below it.

The Group may be required to pay a top-up tax for the activities held in Algeria due to the respective jurisdiction's potential effective tax rate not exceeding 15% as determined under the Pillar Two rules. Accordingly, the Group recognized USD 1.1 million in Pillar Two top-up tax in relation to its globe income generated in Algeria. The aforesaid top-up tax is computed based on the economic ownership of the Group in Sorfert Algérie SPA.

Going forward from 2025 onward, the Group would be part of ADNOC group and will have to assess its Pillar Two position after taking into consideration ADNOC group's presence in each of its jurisdictions. Furthermore, the UAE has introduced the Qualified Domestic Minimum Top-up Tax (QDMTT), effective from 1 January 2025. Consequently, the Group is in the process of assessing the impact on its Effective Tax Rate (ETR) for the UAE.



# **Compliance** - continued

## UAE Tax Law

On 9 December 2022, the UAE Ministry of Finance (MOF) released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses ("the Law") to enact a Federal corporate tax (CT) regime in the UAE. The CT regime is effective for accounting periods beginning on or after 1 June 2023 (which makes the year ended 31 December 2024 as the first taxable year for relevant group entities).

As per Cabinet Resolution No. 116/2022, effective 2023, a CT rate of 9% applies to entities having an income exceeding AED 375,000. However, Qualifying Free Zone entities that meet specific conditions can still benefit from a 0% tax rate.

On 3 November 2023, the MOF issued two decisions wherein they defined Qualifying Income and Qualifying Activities for Free Zone entities. As per the issued decisions, Qualifying Activities include Trading of Qualified Commodities, Headquarter Services, Holding of Shares and Other Securities, Treasury and Financing Services to Related Parties, and Distribution of Goods or Materials in or from a Designated Zone. These notifications prompted an assessment for the Group entities in the UAE, particularly entities incorporated in the Abu Dhabi Global Market, to determine whether they are classified as a Qualified Freezone Person and subject to a 0% or a 9% CT rate.

Based on interpretation of corporate tax law, management has reviewed the tax status of all UAE group entities and has concluded that the majority of group entities will either benefit from the Qualified Freezone regime or be exempt from corporate tax. Consequently, there is no material tax impact on the Group for the financial year ended 31 December 2024.

# CORPORATE GOVERNANCE

# Board Profile

Our Board of Directors provides strategic leadership, determines the fundamental management policies of the Company, and oversees the performance of the business. As of 24 October 2024, the composition of the Board has been restructured with the nomination of a new Board. The current Board consists of seven Directors, all of whom are non-executive and independent.

Prior to this change, the Board was composed of 11 Directors, including two Executive Directors and nine Non-Executive Directors, six of whom were independent.

For further details on the Board members, please visit our website to view their full biographies.

## H.E. Dr. Sultan Ahmed Al Jaber
Chairperson – Independent

### Appointment Date
30 September 2019, reappointed at IPO, reappointed on 24 October 2024

### Committee Membership
N/A

### External Appointments

- Group CEO and Managing Director of ADNOC
- Member of the UAE Cabinet and Minister of Industry and Advanced Technology
- Member of the Supreme Council for Financial and Economic Affairs
- Chairman of several ADNOC Group companies, Masdar, Emirates Development Bank, Presight, Alterra, and FAB Misr
- Chairman of the Board of Trustees of Mohamed bin Zayed University of Artificial Intelligence
- Board Member at Emirates Global Aluminum, Emirates Investment Authority, and First Abu Dhabi Bank
- Board Member at Mubadala Investment Company
- Board Member at Advanced Technology Research Council

## Mr. Khaled Salmeen
Director – Independent

### Appointment Date
1 March 2021, reappointed at IPO, reappointed on 24 October 2024

### Committee Membership
Executive Committee (Chairperson)

### External Appointments

- CEO, Downstream
- Chairman of Borouge PTE, ADNOC Trading, TA'ZIZ and Abu Dhabi Gas Distribution
- Board Member of ADNOC Logistics and Services
- Board Member of ADNOC Refining
- Board Member of ADNOC Gas
- Board Member of Borouge ADP
- Board Member of ADNOC Global Trading
- Board Member of ADNOC Distribution
- Board Member of NGSCO and OMV

# Board Profile - continued

## Mr. Nassef Sawiris
Director – Independent

**Appointment Date**
30 September 2019, reappointed at IPO, reappointed on 24 October 2024

**Committee Membership**
N/A

### External Appointments

- Executive Chair of NNS Group
- Executive Chair of OCI Global (since 2020)
- Executive Chair of Aston Villa FC
- Supervisory Director of Adidas AG
- Member of the Board of Directors at XRG
- Member of the Partners Council of Exor N.V.
- Member of the J.P. Morgan International Council
- Member of the Cleveland Clinic's International Leadership Board Executive Committee
- Member of the University of Chicago's Board of Trustees

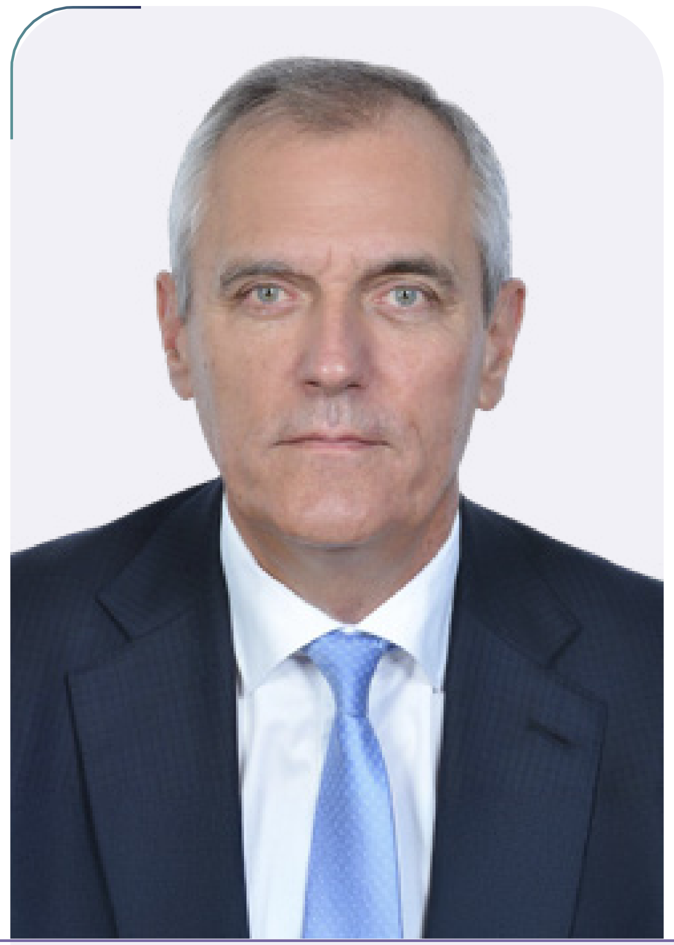
## Mr. Mohamed Saif Al Aryani
Director – Independent

**Appointment Date**
30 September 2019, reappointed at IPO, reappointed on 24 October 2024

**Committee Membership**
N/A

### External Appointments

- President, International Gas at XRG
- Board Member at Abu Dhabi Chemical Derivatives Company RSC LTD (TA'ZIZ)
- Board Member at ADNOC Drilling P.J.S.C.



## Dr. Rainer Seele
Director – Independent

**Appointment Date**
10 January 2022, reappointed on 24 October 2024

**Committee Membership**
Executive Committee (Member)

### External Appointments

- Board Member at BABCO Upstream, Bahrain
- MD Anima Consulting, Bahrain
- Board Member at Dream Security Ltd, Israel

# Board Profile - continued

## Ms. Corrine Ricard
Director – Independent

**Appointment Date**
24 October 2024

**Committee Membership**
Nomination and Remuneration Committee (Chairperson)

### External Appointments

- Board Member, Carlisle
- Board Member, Canpotex
- President, Mosaic (retired on 31 December 2024)

## Dr. Mike Baker
Director – Independent

**Appointment Date**
24 October 2024

**Committee Membership**
Audit Committee (Chairperson)
Executive Committee (Member)

### External Appointments

- CFO, Downstream Industry, Marketing and Trading, ADNOC
- Board Member at ADNOC Trading and Borealis AG

# Board Profile - continued

On 15 October 2024, the following board members resigned from their roles as Directors following the completion of the ownership change transaction:

**Mr. Ahmed El-Hoshy[1]**
Director

**Appointment Date**
30 June 2020, reappointed at IPO

**Mr. Philippe Ryckaert**
Director

**Appointment Date**
23 December 2018, reappointed at IPO

**Mr. Hassan Badrawi**
Director

**Appointment Date**
30 September 2019, reappointed at IPO

**Mr. Charles David Welch**
Director – Independent

**Appointment Date**
30 June 2020, reappointed at IPO

**Mrs. Wafa Ibrahim Ali Alhammadih[2]**
Director – Independent

**Appointment Date**
30 September 2019, reappointed at IPO

**Mr. Jérôme Guiraud**
Director – Independent

**Appointment Date**
29 May 2023

[1] Mr. Ahmed El-Hoshy resigned from his role as Director as of 15 October 2024 but thereafter continues to hold the title of Chief Executive Officer of the Company.
[2] Mrs. Wafa Al Hammadi held her position as a Director until the new Board was elected on 24 October 2024.

# Executive Management

Our Executive Management team is responsible for the day-to-day management of our operations.

## Mr. Ahmed El-Hoshy

Chief Executive Officer

**Appointment Date**

2021

- CEO of Fertiglobe PLC since listing in 2021
- Former Director of Fertiglobe PLC (resigned from his role as Director on 15 October 2024)
- Director of Borouge plc
- EYPES Executive Committee Member
- Executive Board Member and Chair of the Sustainability Committee of the International Fertilizer Association
- Member of the Bloomberg New Economy Climate Technology Coalition
- Former CEO of OCI Global (resigned in October 2024)

## Mr. Haroon Rahmathulla

Chief Operating Officer

**Appointment Date**

2019

- COO of Fertiglobe PLC since 2019
- Former Managing Director at Barclays in the Chemicals team and headed the European Chemicals Investment Banking team of Jefferies Financial
- A wide range of experience across commodity and specialty businesses in the chemicals sector, and significant experience in the fertilizers and agriculture sectors across nitrogen, potash, phosphates, and crop chemicals

## Mr. Andrew Tait

Chief Financial Officer

**Appointment Date**

2019

- CFO of Fertiglobe PLC since 2019
- Former Deputy CFO of PDO (Oman's State Oil and Gas Company) and CFO for Basrah Gas Company (creating Iraq's largest public/private venture)
- Close to 30 years of experience in finance, including six years at Ernst & Young, 22 years with Shell, and two years with ADNOC

# Board Report

Fertiglobe is committed to the principles of good corporate governance—the Board believes that good corporate governance practices align the interests of all stakeholders.

Board Report

## 1. Corporate Governance Framework

### Introduction

Fertiglobe PLC (Fertiglobe or the Company) is a public company limited by shares, incorporated in the Abu Dhabi Global Market (ADGM) and subject to the ADGM Companies Regulations 2020 (as amended) (Companies Regulations) and other applicable ADGM laws and regulations, as well as the relevant requirements that pertain to the Abu Dhabi Accountability Authority. The Company was established on 23 December 2018 pursuant to the ADGM Company Regulations of 2015 and was listed on the Abu Dhabi Securities Exchange (ADX) on 27 October 2021.

Fertiglobe upholds the tenets of effective corporate governance. The Board asserts that adopting sound corporate governance practices harmonizes the interests of stakeholders by establishing robust structures to oversee the business with integrity and efficiency. This, in turn, aims to optimize the Company's profitability and long-term value creation for all stakeholders. The following report provides insights into Fertiglobe's corporate governance framework for the fiscal year ending on 31 December 2024.

## 2. Corporate Governance Structure

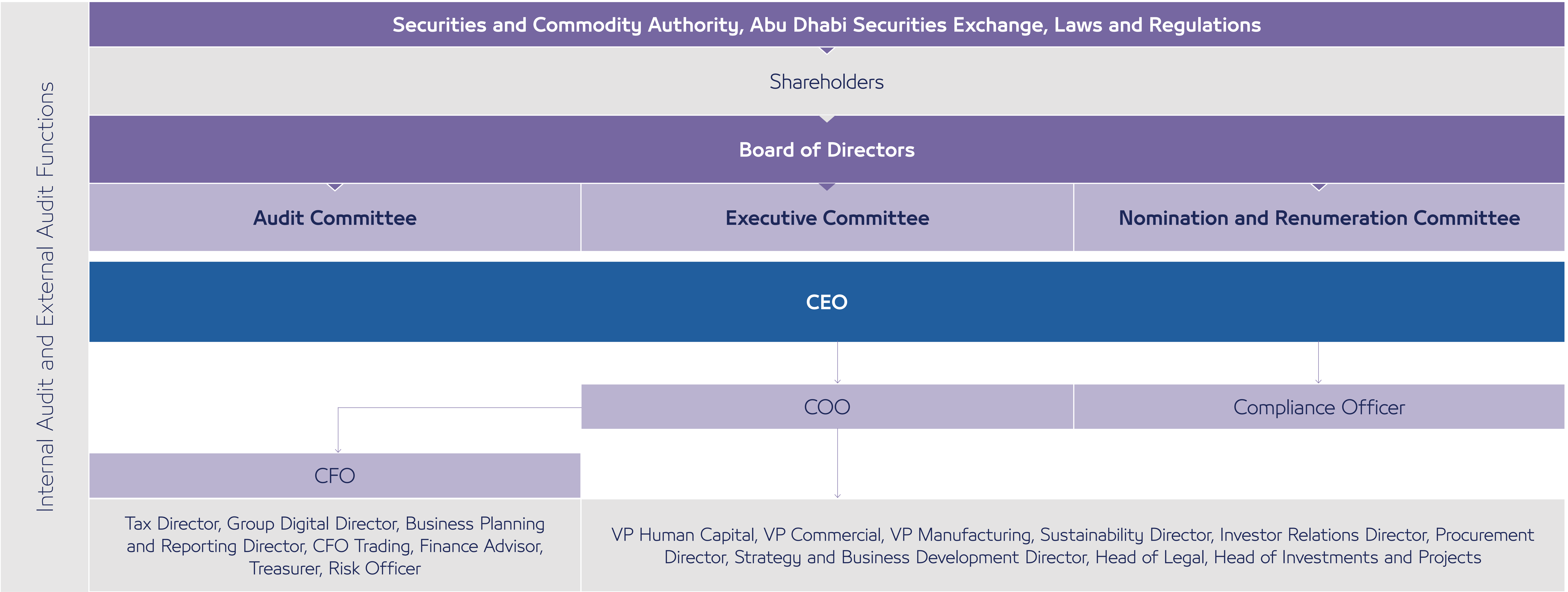
Fertiglobe designed its corporate governance structure in compliance with its Articles of Association, the ADX listing rules, the Companies Regulations, and other applicable laws, rules, and regulations of the ADX and international best practices. The corporate governance framework identifies the responsibilities of the Board, individual Directors, Committees, Executive Management, and the organization's support and control functions. Fertiglobe's governance framework, governance policies, and several of the Company's compliance policies and procedures are available on our website under Corporate Governance.

### Organizational Structure

The Board establishes strategic directives encompassing operational, financial, and sustainability objectives communicated to the Executive Management. The Executive Management team oversees the day-to-day operations and goal attainment, assisted by corporate functions, local management, and their respective teams.

# **Board Report** - continued

Fertiglobe's simplified organizational structure is as follows, illustrating our governance framework's application:



# Board Report - continued

## Governance, Internal Controls, and Risk Management

The Board of Directors bears the responsibility of the internal control system, which comprises Risk Management, Internal Control, Compliance and Internal Audit, and oversees its implementation and effectiveness through the Audit Committee. The Internal Audit function assists the Audit Committee by providing independent and objective assurance on the effectiveness and efficiency of risk management, internal controls, and operations.

The Board acknowledges its responsibility for overseeing the implementation of the internal control systems of the Company and for the periodic review of this system and its effectiveness through the Board-level Audit Committee in accordance with the relevant provisions of Governance Guide.

The Internal Audit function is led by Mr. Alnoor Walji, Acting Internal Audit Director, who took over from Mr. Samir Ezzine, the former Internal Audit Director, on 14 October 2024. Mr. Walji reports independently to the Audit Committee of the Board. He previously served as the Deputy Internal Audit Director at Fertiglobe PLC from September 2020 and has held significant prior roles, such as the Head of Internal Audit for Europe, Middle East, and Africa at McDermott International Inc. and the Group CFO, East Africa, at Sadolin Paints Group. Mr. Walji holds multiple professional certifications and has a master's degree in advanced accountancy and auditing.

The Internal Control function, reporting to the Group Controller, plays a critical role in ensuring the integrity, accuracy, and reliability of the organization's financial and operational processes. By designing, implementing, and monitoring control mechanisms, we safeguard assets, prevent fraud, and promote compliance with applicable laws and regulations. Our goal is to support operational efficiency by identifying process improvements and mitigating risks. Through collaboration with management, we establish clear policies, enforce segregation of duties, and conduct regular reviews to address potential vulnerabilities.

Our Internal Control framework is aligned with the Enterprise Risk Management Integrated Framework of the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and is designed using the IIA's Three Lines model to provide reasonable assurance that the risks we face are properly evaluated and mitigated against an internationally recognized framework.

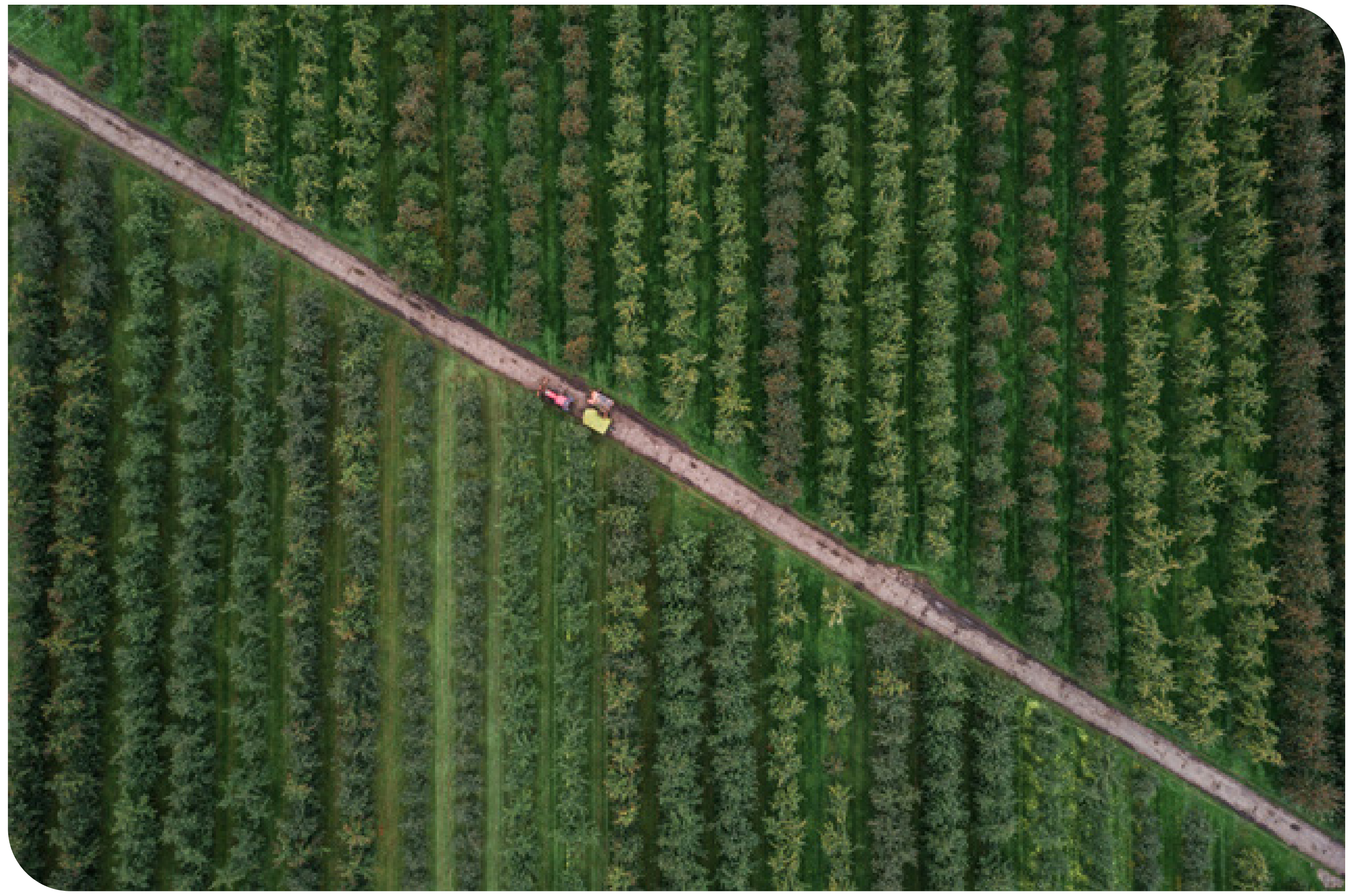
The centrally based function also manages the Enterprise Risk Management (ERM) process with active collaboration with our local teams and control owners.

During 2024, Internal Audit delivered 21 audits, including special reviews and four quarterly internal audit reports, to the Audit Committee, summarizing the findings from the audits conducted during each quarter, status of risk mitigation action plans, and follow-up of previously reported matters that require attention of the Committee.

The Internal Audit's quarterly audit report was discussed during all meetings of the Audit Committee in 2024. There were no material control failures reported in 2024.

# Board Report - continued

The following graphic summarizes our ERM framework and the implementation of our three lines of defense. For more information, please refer to the Enterprise Risk Management and Compliance section of our 2024 Annual Report.



## Insider Trading

The Insider Trading function is monitored by the Head of Legal and Compliance Officer. The Company has an Insider Trading Policy and Insider Trader Register in place in accordance with regulatory requirements. The Register is updated on a regular basis.

## External Audit

| Board of Directors | | | |
|---|---|---|---|
| Audit Committee | | | |
| Line of Defense | First | Second | Third |
| | Business units and corporate functions | Group ERM, Internal Controls, and Compliance functions | Internal Audit |
| **Responsibility** | Own and manage risks | Oversight and support | Assurance |

# Board Report - continued

## 3. The Board of Directors

As of 24 October 2024, the composition of the Board has been restructured with the nomination of a new Board. The current Board consists of seven Directors, all of whom are non-executive and independent. Prior to this change, the Board was composed of eleven Directors, including two Executive Directors and nine Non-Executive Directors, six of whom were independent. For further details on the Board members, please visit our website to view their full biographies.

The Board jointly oversees Fertiglobe's management and strategic direction, fostering a culture of transparency and accountability across the organization. The Board's tasks, responsibilities, and procedures are outlined in our Articles of Association (Articles). The Company adopted the amended Articles on 24 October 2024 at its General Assembly meeting. The amended Articles are available on the Company's website and the Abu Dhabi Securities Exchange (ADX).

The operational management of the Company is delegated to the Executive Management, with specific reserved matters detailed in relevant documents and resolutions. The Board holds the authority to represent Fertiglobe.

### Composition

The composition of the Board is strategically designed to equip Fertiglobe with leadership that is diverse in skill set, experiences, genders, and backgrounds, thereby optimizing its ability to act independently and objectively. The composition of the Board of Directors and its terms of reference comply with the requirements of the ADGM Companies Regulations 2020 (as amended), and our Articles of Association. Best practices and standards related to the functioning of the Board are also applied to the extent possible to increase its effectiveness.

We adhere to the terms of reference set out by the Board of Directors in relation to its composition, operating procedures, and responsibilities. The independent Board members confirmed their independent status, and the Company verified that the legal requirements regarding the minimum number of independent Board members are satisfied.

### Female Board Representation

Fertiglobe acknowledges the importance of diversity within its Board and the organization generally, and in line with the UAE's approach to empower women, the Company has worked diligently to increase female representation throughout the organization, including on the Board.

On 24 October 2024, Ms. Corrine Ricard was elected as an independent Director of the Board.

### Appointment, Retirement, and Re-election

Under the Articles of Association, the members of the Board of Directors shall be elected at every third annual general meeting.

The Board Nomination and Remuneration Committee evaluates the composition of the Board annually to review the skills required for Board membership and consider the required capabilities and qualifications for Board membership, including the time required by a member to carry out his/her duties as a Board member.

In accordance with Fertiglobe's Articles of Association, any shareholder holding at least five percent (5%) of the total number of issued shares (or members together holding at least such number of shares) shall be entitled to nominate one or more candidate(s) for election as Director(s). Any existing Director may also nominate one or more candidate(s) (including themselves) for election.

### Induction, Orientation, and Training

Upon appointment, new Board members receive an induction tailored to their respective needs, duties, and responsibilities.

# **Board Report** - continued

## Board Summary of Skills and Experience

| | H.E. Dr. S. Al Jaber | K. Salmeen | N. Sawiris | M. Al Aryani | Dr. R Seele | Dr. M. Baker | C. Ricard |
|---|---|---|---|---|---|---|---|
| Independent | • | • | • | • | • | • | • |
| International Business Experience | • | • | • | • | • | • | • |
| Commercial/Marketing | | • | • | | • | • | • |
| HSE | • | • | • | | • | • | |
| Strategic Management | • | • | • | • | • | • | • |
| Financial Expertise/Banking | | • | • | • | • | • | |
| Nitrogen Experience | • | | • | | | | • |
| Emerging Markets Experience | • | • | • | • | • | • | • |
| Tax/Legal/Compliance | | | • | | | • | |
| HR and Executive Compensation | • | | • | | • | | • |
| Risk Management/Internal Control and Audit | | • | | • | • | • | |
| Government/Regulatory Knowledge | • | • | | | • | • | |
| Sustainability | • | | • | | • | | |
| Change Management/Business | • | • | • | • | • | • | |
| Technology/IT | | | | | • | • | • |

# **Board Report** - continued

## The Committees

The Board maintains three committees as part of its supervisory role: the Audit Committee, the Executive Committee, and the Nomination and Remuneration Committee (collectively, the Committees).

The Terms of Reference (ToRs) for each Committee are approved by the Board of Directors. The ToRs are aligned with the governance requirements and ensure that each Committee's membership is appropriately structured. The ToRs define the scope of each Committee's role, its authority, the composition criteria, and its operational procedures. Committee members are responsible for adhering to the ToRs, regularly evaluating the Committee's processes, and ensuring the overall effectiveness of its operations.

# Board Report - continued

The following table summarizes how the duties of the Board and the Committees were carried out during 2024, including the focus topics that were reviewed, discussed, and advised on.

| | Board of Directors | Audit Committee[1] | Nomination and Renumeration Committee[2] | Executive Committee[3] |
|---|---|---|---|---|
| **Tasks, responsibilities, and procedures** | Set out in the Articles of Association | Set out in the Terms of Reference of the Audit Committee | Set out in the Terms of Reference of the Nomination and Remuneration Committee | Set out in the Terms of Reference of the Executive Committee |
| **Members** | 7 Directors[4] | **As of 24 October 2024**<br>• Dr. Mike Baker - Chairperson[5]<br>• Mr. Majed Al Harbi<br>• Ms. Monera Al Seiari<br>• Mr. Ankur Ranka<br><br>**Prior to 24 October 2024**<br>• Mr. Charles David Welch* - Chairperson<br>• Mrs. Wafa Al Hammadi<br>• Mr. Hassan Badrawi*<br>• Mr. Khalfan Al Dahmani<br>• Mr. Robertus Swarts* | **As of 24 October 2024**<br>• Ms. Corrine Ricard - Chairperson[6]<br>• Ms. Ayesha Al Hammadi<br>• Mr. Hetal Patel<br>• Ms. Thuraya Al Maskari<br><br>**Prior to 24 October 2024**<br>• Mr. Rainer Seele - Chairperson<br>• Mr. Khaled Salmeen<br>• Mr. Hassan Badrawi*<br>• Mrs. Maud de Vries*<br>• Mrs. Ayesha Al Hammadi | **As of 24 October 2024**<br>• Mr. Khaled Salmeen - Chairperson[7]<br>• Dr. Rainer Seele<br>• Mr. Hetal Patel<br>• Mr. Nasser Al Muhairi<br>• Dr. Mike Baker<br>• Mr. Mashal Saoud Alkindi<br><br>**Prior to 24 October 2024**<br>• Mr. Philippe Ryckaert* - Chairperson<br>• Mr. Bart Voet*<br>• Mr. Hesham Abdelsamie*<br>• Mrs. Fatema Al Nuaimi |
| **Number of meetings held** | Five meetings** | Four meetings with 100% attendance | One meeting with 100% attendance | Nine meetings with 86% attendance |

[1] The Chairman of the Audit Committee acknowledges his responsibility for implementing the Committee's charter, reviewing its methods of operation, and ensuring its effectiveness.
[2] The Chairman of the Nomination and Remuneration Committee acknowledges her responsibility for implementing the Committee's charter, reviewing its methods of operation, and ensuring its effectiveness.
[3] The Chairman of the Executive Committee acknowledges his responsibility of implementing the Committee's charter, reviewing its methods of operation, and ensuring its effectiveness.
[4] Fertiglobe's appointed 7 board members on 24 October 2024.
[5] As of 15 October 2024, Dr. Mike Baker was appointed Chairperson of the Audit Committee, replacing Mr. Charles Welch.
[6] As of 24 October 2024, Ms. Corrine Ricard was appointed Chairperson of the N&RC, replacing Dr. Rainer Seele.
[7] As of 24 October 2024, Mr. Khaled Salmeen was appointed Chairperson of the Executive Committee, replacing Mr. Philippe Ryckaert.
*These individuals resigned from their positions as of 15 October 2024.
**Please refer to the attendance table on page 125.

# Board Report - continued

| | Board of Directors | Audit Committee | Nomination and Renumeration Committee | Executive Committee |
|---|---|---|---|---|
| **Focus Topics** | • Medium and long-term strategy<br>• HSE<br>• Sustainability<br>• Projects strategy and execution<br>• Financing strategy<br>• Dividend strategy<br>• Commercial strategy, sales and inventories strategy, market developments<br>• Operational performance and cost optimization<br>• Internal controls and key internal audit findings | • Evaluation Risk Management, including the key risks facing the Group<br>• IT and cyber security<br>• Monitoring the Group Internal Control Framework<br>• Tax review<br>• Dividend strategy<br>• Financing<br>• Evaluation of the Group's Compliance Framework and its effectiveness.<br>• Monitoring of material claims and litigation<br>• Assessment of the functioning of the external auditor and its appointment, including scope, risk assessment, and materiality<br>• Internal Audit Plan and Internal Audit findings | The Committee's principal role is to assist the Board in setting and overseeing the nomination, remuneration, and diversity and inclusion policies of the Company. | The Committee's principal role is reviewing and, if requested by the Board in relation to a specific matter, endorsing to the Board (prior to the Board taking a formal decision) matters relating to the HSE, commercial, financial and operational performance, function and planning of the Group, reviewing (and, where considered appropriate, approving) Specified Related Party Transactions, and receiving, providing, and/or reviewing information and reports. |

# Board Report - continued

The following table details the attendance of the Board members per Board meetings in 2024.

| | Members re-appointed on 24 October 2024 | | | | | Members newly appointed on 24 October 2024 | | Members resigned from their roles as Directors effective 15 October 2024 | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | H.E. Dr. S. Al Jaber | K. Salmeen | N. Sawiris | M. Al Aryani | Dr. R. Seele | Dr. M. Baker | C. Ricard | A. El Hoshy | W. Al Hammadi[2] | C. Welch | J. Guiraud | P. Ryckaert | H. Badrawi |
| 13 February 2024 | ● | ● | ● | ● | ● | | | ● | ● | ● | ● | ● | ● |
| 13 May 2024 | ● | ● | ●[1] | ● | ● | | | ● | ● | ● | ● | ● | ● |
| 31 July 2024 | ● | ● | ● | ● | ● | | | ● | | ● | ● | ● | ● |
| 24 October 2024 | ● | | ● | ● | ● | ● | ● | | | | | | |
| 8 November 2024 | ● | ● | ● | ● | ● | ● | ● | | | | | | |

| Fertiglobe PLC – Board Resolutions (by Circulation) Passed in 2024 | | |
|---|---|---|
| 1 | **Resolution dated 25 March 2024** | Re: Audited FS (consolidated & standalone) + Annual Report + Auditors Appointment + AGM + Board & Committees Remuneration |
| 2 | **Resolution dated 23 September 2024** | Re: Convene general assembly meeting (GAM) |
| 3 | **Resolution dated 30 September 2024** | Re: Interim dividend |

## Remuneration and Allowances

As of 31 December 2024, the Board of Directors of the Company consists of 7 Board members appointed by the shareholders. On 30 April 2024, the annual general assembly (AGM) approved the payment of AED 9.71 million as remuneration for the Board of Directors for the year ended 31 December 2023. A proposal for the remuneration for the Board of Directors for 2024 will be submitted to shareholders for approval at the upcoming AGM.

[1] Mr. Sawiris attended the meeting in absentia, with Mr. Hoshy acting as his proxy for the meeting.
[2] Mrs. Wafa Al Hammadi held her position as a Director until the new Board was elected on 24 October 2024.

# Board Report - continued

## Transactions Report

The below table sets out the ownership and transactions of the members of the Board of Directors, their spouses, and their children in the Company's securities as of 31 December 2024.

| Name | Position | Shares Owned by Board Members as at 31 December 2024 | Shares Owned by Spouses and Children of Board Members | Total Sale | Total Purchase |
|---|---|---|---|---|---|
| H.E. Dr. Sultan Ahmed Al Jaber | Chairperson | - | - | - | - |
| Mr. Khaled Salmeen | Director | - | - | - | - |
| Mr. Mohamed Saif Al Aryani | Director | 42,286 | - | - | - |
| Mr. Nassef Sawiris | Director[1] | - | -[2] | - | - |
| Mr. Rainer Seele | Director | - | - | - | - |
| Dr. Mike Baker | Director | - | - | - | - |
| Ms. Corrine Ricard | Director | - | - | - | - |

[1] Mr. Sawiris resigned from his role as Executive Vice Chairman and Director on 15 October 2024 and was re-appointed as a Director of the Board of the Company on 24 October 2024.
[2] NNS Holding (Cyprus) Limited owns 17,843,557 shares in the Company.

Note: As of 31 December 2024, there were no shares held by the six resigned board members or their relatives.

# Board Report - continued

## 4. The Executive Management Team

The Executive Management team is responsible for the day-to-day operations of the Company, ensuring continuity, executing on the strategy, optimizing business functions, and fostering a culture conducive to long-term sustainable value creation for stakeholders. Each Executive holds specific responsibilities for business segments, functional areas, projects, and tasks.

The Company has established a Delegation of Authority that empowers the Executive Management to carry out Board duties and powers, subsequently extending to Fertiglobe operating companies. This framework streamlines internal approvals for various actions, maintaining an efficient yet controlled process.

Fertiglobe's remuneration philosophy aims to attract, motivate, and retain qualified individuals to achieve strategic and operational objectives. It supports a "pay for performance" culture, with the Executive Management Team receiving a blend of fixed and variable performance-based pay. Fixed pay levels align with the external market, ensuring adequate compensation for senior leadership, while short-term incentive, including a deferred component, is tied to specific performance elements included in Fertiglobe's Balanced Score Scorecard, including ESG KPI's and targets related to safety, commercial excellence, people, and operations.

By deferring part of the short-term incentive, at the discretion of the Board of Directors, the interests of the Executive Management Team are aligned with shareholders' long-term interests. This approach aims to encourage Executives to focus on the Company's sustained performance and value creation over an extended period rather than short-term gains. No sign-on or recruitment bonuses are offered.

Executive Management Team members are not offered a pension benefit. However, an end-of-service benefit (EOSB) is offered, in line with local market practice. The current remuneration levels and the design of incentives are annually evaluated by the Board of Directors, with the involvement of independent, external advisors.

The Nomination and Remuneration Committee assists and advises the full Board on a philosophy and policy governing all remuneration elements, ensuring payouts align with the Company's performance and supporting the Fertiglobe strategy.

The remuneration of the Executive Management Team consists of three major building blocks: base Salary (plus allowances), an annual incentive, and a deferred component. All components are paid in cash.

The below table details the 2024 compensation of the members of the Executive Management Team and their appointment dates.

| Name | Position | Appointment Date | Total Salaries and Allowances Paid in 2024 (AED) | Total Bonuses Paid for 2024 (AED) | Any Other Cash/ in-kind Bonuses for 2024 or due in the Future (AED)[2] |
|---|---|---|---|---|---|
| **Mr. Ahmed El-Hoshy** | Chief Executive Officer[1] | 2021 | AED 1,413,043 | AED 1,012,603 | - |
| **Mr. Haroon Rahmathulla** | Chief Operating Officer | 2019 | AED 2,570,596 | AED 1,325,701 | AED 3,453,324 |
| **Mr. Andrew Tait** | Chief Financial Officer | 2019 | AED 1,617,840 | AED 728,028 | AED 1,834,996 |

1 Until 14 October 2024, the CEO, Ahmed El-Hoshy, only received the general Board fees as a member of the Board of Directors and did not receive any additional compensation for his role as CEO of Fertiglobe. Following his re-appointment on 15 October 2024, he is now receiving compensation for his role as CEO of Fertiglobe.
2 Total amount of deferred cash bonuses.

# Board Report - continued

## 5. Specified Related Party Transactions in 2024

Fertiglobe entered into 21 new Specified Related Party Transactions (SRPT) in 2024. All SRPTs are within the Company's usual course of business and were reviewed and approved by Fertiglobe's non-conflicted Executive Committee members to whom the Board of Directors has delegated the power to approve SRPTs.

The following SRPTs have a value of less than 5% of Fertiglobe's share capital:

1. First Addendum to Joint Development Agreement between Fertiglobe Plc, Scatec ASA, Orascom Construction S.A.E and Infra Green Investments B.V.
2. Urea shipment sale from Fertiglobe Distribution Limited to N7 LLC.
3. Fertiglobe International Trading LLC ammonia sale to N7 LLC.
4. Fertiglobe Distribution Limited sublease Navigator Grace vessel to OCI Nitrogen B.V.
5. Urea sale from Fertiglobe Distribution Limited to N7 LLC.
6. Fourth Amendment to the Ammonia Supply Agreement between Fertiglobe Distribution Limited, Fertiglobe Fertilizer Trading Limited, Fertiglobe International Trading and OCI Nitrogen B.V.
7. Charter and Logistic Services Agreement between Fertiglobe Distribution Limited as service provider 1, Fertiglobe International Trading LLC as service provider 2 and OCI Nitrogen B.V. as service recipient 1 and N7 LLC as service recipient 2.
8. Egypt Green - Side letter entered into between Fertiglobe PLC, Scatec ASA and Orascom Construction SAE.
9. Service level agreement between OCI Agro France and Fertiglobe France SAS.
10. Service level agreement between Fertiglobe Distribution Limited and OCI Nitrogen UK Ltd.
11. Termination of HR Service level agreement between OCI Agro France and Fertiglobe France SAS.
12. Service Level Agreement for IT Services between Fertiglobe PLC and OCI N.V.
13. Egyptian Fertilizers Company S.A.E. minority share buyback by Fertiglobe MENA B.V. and Fertiglobe Green Investments LLC.
14. Amendment to Agency Agreement between Fertiglobe Distribution Limited as Principal, OCI Nitrogen B.V. as Agent and OCI Agro France S.A.S as Agent.
15. Amendment to Agency Agreement between OCI Nitrogen B.V. as Principal and Fertiglobe France S.A.S as Agent.
16. Omnibus Agreement between Fertiglobe MENA B.V., Orascom Construction PLC, Fertiglobe PLC, OCI N.V. and Orascom Construction Industries S.A.E.
17. Deed of Novation between Fertiglobe MENA B.V., OC IHC 4 B.V. and Orascom Construction PLC relating to Conditional Sale Agreement of Orascom Construction Industries SAE share capital.
18. Receivables Settlement Agreement between Fertiglobe MENA B.V. OCI HC 4 B.V. and Orascom Construction Industries S.A.E.
19. Project Harvest - Side letter entered into between Fertiglobe PLC, ADNOC PJSC, Fertiglobe Holding Investment Ltd.
20. Pricing Agreement between Ruwais Fertilizer Industries Sole Proprietorship LLC (Fertil) with ADNOC Distribution for supply of lubricant oils.
21. Termination of the Lease Agreement between Fertil and ADNOC for new administration building in Ruwais.

## 6. Violations Committed by the Company During 2024

The Company did not commit any material violations with respect to the Governance Guide and other applicable regulations during the year ended on 31 December 2024.

## 7. Conflicts of Interest

Fertiglobe's Articles of Association and Code of Conduct require its employees and Directors to disclose any conflicts of interest that may be actual, perceived, or potential in accordance with the decisions, laws, and regulations issued by the Securities and Commodities Authority and other regulatory and legislative bodies. A series of procedures for compliance with laws regarding conflicts of interest management have been developed.

## 8. External Auditor

### Background

PricewaterhouseCoopers Limited Partnership (Branch of a Foreign Partnership) ("PwC ADGM"), incorporated in ADGM, is the Company's external auditor beginning 2023, and Rami Serhan is the Audit Engagement Partner.

PwC ADGM is a member firm of Pricewaterhouse Coopers International Limited and part of the PwC Middle East Network, which is the network of PwC firms in the Middle East region. Established in the region for more than 40 years, The PwC Middle East Network operates 12 countries across the region – Bahrain, Egypt, Iraq, Jordan, Kuwait, Lebanon, Libya, Oman, the Palestinian territories, Qatar, Saudi Arabia,

# Board Report - continued

and the UAE. It is one of the leading professional service providers in the Middle East region delivering assurance, deals, tax, legal, and advisory services.

## External Audit Fees, Services, and Costs

The following table shows the services provided by the external auditor to the Company and its subsidiaries during 2024 and the fees charged for these services:

| | |
|---|---|
| Name of Audit Firm | PwC ADGM |
| Name of Partner Auditor | Rami Serhan |
| Number of years spent as an external auditor of the Company | Since 2023 |
| Partner Auditor in auditing the Company's Accounts | 2 years |
| Total audit fees for the financial statements for the year ended on 31 December 2024 (In AED) | 5,168,434 |

The External Auditor performed other audit-related services amounting to AED 989,081 during 2024, which are required to be performed by the auditor according to the applicable laws and regulations, in addition to AED 976,885 that relates to ongoing non-audit related services being provided by the External Auditor.

The fees for services, which were delivered to the Company in 2024 by other Audit firms (other than the Company's auditors), amounted to AED 9,553,843. These fees were against advisory services, including professional services, immigration, accounting and tax support, compliance, and fees for PMO support. The firms that delivered these services were EY Consulting LLC, Ernst & Young Middle East, KPMG Lower Gulf, KPMG Hazem Hassan, Deloitte LLP, and Deloitte & Touche ME.

## External Auditor's Opinion on the Financial Statement

The Company's External Auditor did not have any reservations to any item of the interim and annual financial statements during 2024.

## 9. Sustainability Report

Fertiglobe embeds sustainability principles by integrating ESG matters into its strategic objectives in order to foster the integration of sustainability principles in every aspect of operations. Within its business model, Fertiglobe has woven sustainability into its industrial strategy, strategic objectives, and executive compensation.

Our products play a vital role in advancing sustainable agriculture, as well as providing clean fuel and feedstocks. We have embedded sustainability principles into our policies and operations and actively promote sustainable practices throughout our supply chain and within the communities we serve.

As a local employer in each of our communities, we are proud to have strong stakeholder engagement programs in place to identify and engage in those social development causes that matter most locally. Moreover, health and safety of our employees and contractors are core elements in every aspect of our operations.

In line with our commitment, we developed local social development programs tailored to the unique needs of each community, ensuring the greatest impact of our donations. Beyond our sponsorships and financial contributions to various causes, our employees actively engage with local communities by volunteering their time at events and participating in fundraising efforts.

We endow time and resources into the entire education value chain, with a focus on science, technology, engineering, and mathematics (STEM), by donating school supplies to children in need, participating in school visits and science fairs, and providing on-site training opportunities. We have dedicated programs at each of our locations to encourage young local talent by providing on-site and virtual training, internship and graduate opportunities in various technical and non-technical functions.

Please refer to the Sustainability Report (Section 3 of this report) for more information.

# Board Report - continued

## 10. Shareholding and Share Price Information

### Share Price

The following table presents the Company's highest, lowest, and closing share price on a monthly basis for the year 2024:

| 2024 | High (AED) | Low (AED) | Close (AED) |
|---|---|---|---|
| January | 3.14 | 2.75 | 2.79 |
| February | 2.8 | 2.53 | 2.56 |
| March | 2.9 | 2.55 | 2.84 |
| April | 2.89 | 2.71 | 2.79 |
| May | 2.89 | 2.4 | 2.42 |
| June | 2.52 | 2.38 | 2.41 |
| July | 2.57 | 2.29 | 2.48 |
| August | 2.66 | 2.22 | 2.61 |
| September | 2.66 | 2.44 | 2.61 |
| October | 2.94 | 2.43 | 2.71 |
| November | 2.73 | 2.42 | 2.47 |
| December | 2.50 | 2.40 | 2.43 |

Source: Abu Dhabi Securities Exchange

The following chart presents the Company's share price performance, which was correlated with trends in Fertiglobe's core product prices, against the general market index (ADX) and the relevant sector index for the year 2024:


Source: Abu Dhabi Securities Exchange, Bloomberg

# Board Report - continued

## Statement of Distribution of Shareholders' Ownership as on 31 December 2024

The following table shows the distribution of shareholders' ownership (Individuals – Companies – Governments), categorized as follows: (Local – Gulf – Arabic – Foreign) as of 31 December 2024:

| Investor/ Shareholder | Type | Number of Shareholders | Shares Held | % Ownership | Total Shares |
|---|---|---|---|---|---|
| Local | Government | 2 | 66,597,892 | 0.8% | 7,853,767,158 |
| | Companies | 94 | 7,438,038,382 | 89.60% | |
| | Individuals | 3022 | 349,130,884 | 4.21% | |
| Gulf | Government | 0 | 0 | 0.0% | 168,615,677 |
| | Companies | 36 | 160,854,253 | 1.94% | |
| | Individuals | 44 | 7,761,424 | 0.09% | |
| Arab | Government | 0 | 0 | 0.0% | 40,449,002 |
| | Companies | 5 | 783,682 | 0.1% | |
| | Individuals | 752 | 39,665,320 | 0.48% | |
| Foreign | Government | 0 | 0 | 0.0% | 238,487,088 |
| | Companies | 119 | 199,350,811 | 2.40% | |
| | Individuals | 1845 | 39,136,277 | 0.47% | |
| **Total** | | **5,919** | **8,301,318,925** | **100.0%** | **8,301,318,925** |

## Overview of Shareholders Whose Ownership Percentage Exceeds 5% of the Company's Capital as on 31 December 2024

The following table shows the shareholders whose ownership percentage exceeds 5% of the Company's capital as of 31 December 2024:

| Name | Number of Owned Shares | Percentage of Owned Shares of the Company's Capital |
|---|---|---|
| Abu Dhabi National Oil Company (ADNOC) | 7,155,736,914 | 86.2% |

Source: Abu Dhabi Securities Exchange

# Board Report - continued

## Statement of Distribution of Shareholders According to their Ownership Percentage as of 31 December 2024

The following table shows the distribution of shareholders according to their ownership percentage as of 31 December 2024:

| Ser. | Shares Owned | Number of Shareholders | Number of Owned Shares | Percentage of Owned Shares of the Capital |
|---|---|---|---|---|
| 1 | Less than 50,000 | 4818 | 33,777,022 | 0.41% |
| 2 | From 50,000 to less than 500,000 | 824 | 121,891,450 | 1.48% |
| 3 | From 500,000 to less than 5,000,000 | 233 | 337,980,219 | 3.96% |
| 4 | More than 5,000,000 | 43 | 7,803,101,568 | 94.09% |

### Controls of Investor Relationships with the Listed Companies

We place great importance on maintaining active dialogue with existing and potential shareholders, banks, and analysts. We are committed to providing relevant, high-quality, and timely information to all stakeholders, and to giving current and potential shareholders, analysts, and financial press broader insight into the Company and the industries in which we operate. We ensure that relevant information is provided equally and simultaneously to all interested parties through our website, which includes a dedicated Investor Relations section to promote efficiency and effectiveness in accordance with the SCA's applicable requirements and controls of investor relations management. This can be found here: https://fertiglobe.com/investor-relations/

Their qualifications include, but are not limited to:

- Experience in the fields of banking, research, accounting, and public relations.
- Full knowledge of the Company's activities and opportunities.
- Familiarity with the relevant legal and legislative requirements of the relevant authorities.
- Ability to use different channels of communication and skills to communicate with investors and other stakeholders.
- Ongoing development by participating in training workshops on Investor Relations.

### Investor relations contact details are as follows:

| | |
|---|---|
| Rita Guindy, Investor Relations Director | rita.guindy@fertiglobe.com |
| Majed Boukli, Investor Relations Associate | majed.boukli@fertiglobe.com |
| Fertiglobe, Al Sila Tower, Jazeerat Al Maryah, Abu Dhabi Global Market Square, Abu Dhabi, United Arab Emirates | investor.relations@fertiglobe.com |

# **Board Report** - continued

## 11. Resolutions Presented to the General Assembly During 2024

In accordance with the ADGM Companies Regulations 2020, the Company had its Annual General Assembly Meeting held on 30 April 2024. The Company had a second General Assembly Meeting held on 24 October 2024, where the following resolutions were approved:

### Annual General Assembly Meeting – 30 April 2024

The following resolutions were approved:

1. Approve the Board of Directors' report on the Company's activities and its financial position for the financial year ended on 31 December 2023.
2. Approve the external auditor's report for the financial year ended on 31 December 2023.
3. Approve the standalone audited financial statements for the Company for the financial year ended on 31 December 2023.
4. Approve the consolidated financial statements for the Company and its subsidiaries for the financial year ended on 31 December 2023.
5. Approve the recommendation of the Board of Directors concerning a cash dividend distribution to shareholders in a total amount of USD 200 million (equivalent to AED 734.5 million, amounting to approximately 9 fils per share) for the second half of the financial year ended on 31 December 2023 to bring the total cash dividend for the financial year ended on 31 December 2023 to USD 475 million (equivalent to AED 1,744.4 million amounting to approximately 21 fils per share).
6. Approve the payment of AED 9.71 million to the Board of Directors as remuneration for the financial year ended on 31 December 2023.
7. Discharge the members of the Board of Directors from liability for the financial year ended on 31 December 2023.
8. Discharge the auditors from liability for their activities for the financial year ended on 31 December 2023.
9. Approve the Board of Directors' recommendations to appoint PricewaterhouseCoopers Limited Partnership (PwC) as external auditors for the financial year 2024 and determine their remuneration at USD 1,289,605 plus any applicable VAT.
10. Elect eleven (11) members to the Board of Directors of the Company for a term of three years with separate appointment resolutions in accordance with the provisions of the Company's Articles of Association, as follows:

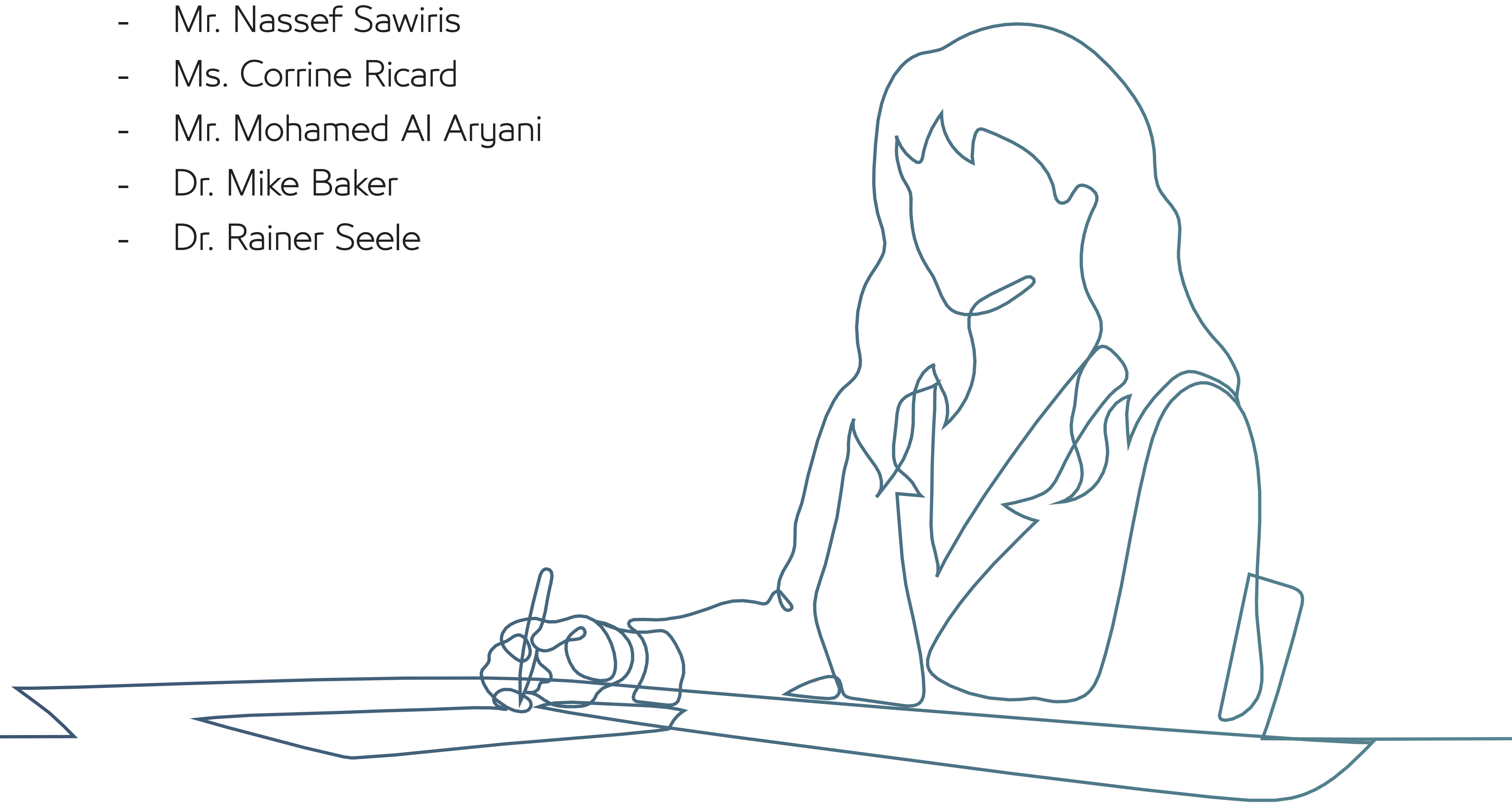
- H.E Dr. Sultan Al Jaber
- Mr. Nassef Sawiris
- Mr. Khaled Salmeen
- Mr. Hassan Badrawi
- Mr. Mohamed Al Aryani
- Ms. Wafa Al Hammadi
- Mr. Ahmed El Hoshy
- Dr. Rainer Seele
- Mr. David Welch
- Mr. Philippe Ryckaert
- Mr. Jerome Guiraud

### General Assembly Meeting – 24 October 2024

The following resolutions were approved:

1. Approve the amendment of the Articles of Association of the Company as published on the Company's website.
2. Elect seven (7) members of the Board of Directors of the Company with separate appointment resolutions in accordance with the provisions of the Company's Articles of Association, and until the date of the third annual general meeting following the date of this meeting, as follows:

- H.E Dr. Sultan Al Jaber
- Mr. Khaled Salmeen
- Mr. Nassef Sawiris
- Ms. Corrine Ricard
- Mr. Mohamed Al Aryani
- Dr. Mike Baker
- Dr. Rainer Seele



# Board Report - continued

## 12. The Board Secretary

The Board Secretary plays an important role in organizing the Company's corporate governance, the Board's meetings and Committees, and communicating key decisions with the management team. The Board Secretary's key responsibilities include:

- Working closely with the Board of Directors and Executive Management to plan meetings and coordinate attendance.
- Drafting and distributing Board and general meeting agendas.
- Drafting, distributing, confirming, and archiving meeting minutes, Board reports, and other legal documents.
- Maintaining the Board and Company calendars.
- Following meeting procedures, decision-making rules, and governance policies.
- Managing communication and correspondence with the Board of Directors and its committees, the Company's management team, and external stakeholders.
- Supporting the Board of Directors' evaluation process
- Assisting in the preparation and review of key regulatory filings, corporate annual reports, and other reports, as well as other announcements regarding material events.

The position of the Board Secretary is held by Mr. Ahmad Ma'abreh from Allen Overy Shearman Sterling LLP, a multinational law firm headquartered in London (A&O Shearman). Mr. Ma'abreh is a partner in the corporate team of A&O Shearman's Abu Dhabi office. Mr. Ma'abreh was appointed effective 8 July 2022.

## 13. Material Events During 2024

Fertiglobe announces material events and information by publishing press releases on its website and submitting regulatory disclosures to the ADX. Please visit www.fertiglobe.com for all press releases and disclosures. Key events during 2024 include:

### May 2024

Fertiglobe Awards Contract to Commence Construction of TA'ZIZ 1mtpa Low-Carbon Ammonia Facility at Ruwais Industrial City.

### July 2024

Fertiglobe chosen as winning bidder in H2Global pilot auction for supply of renewable ammonia at a delivered price of €1,000 per ton into Europe

### October 2024

ADNOC completes acquisition of majority stake in Fertiglobe and becomes ADNOC's vehicle for low-carbon ammonia growth globally

## 14. Emiratization Percentage in the Company for the Years 2020-2024

The below table sets out the Emiratization percentage for Fertil (UAE-based entity) for the years 2020-2024:

| % | 2020 | 2021 | 2022 | 2023 | 2024 |
|---|---|---|---|---|---|
| Emiratization Ratio | 61.13% | 59.79% | 57.74% | 56.91% | 56.93% |

# Board Report - continued

## 15. Initiatives and Innovations During 2024

As one of the world's largest ammonia producers and distributors, we believe we are uniquely positioned to help the world decarbonize through the transition to a hydrogen economy. Ammonia has emerged as one of the most promising products to enable this transition as it complements the hydrogen economy across the value chain—as a feedstock for production, as an efficient hydrogen carrier, and as a key input to decarbonize multiple end products.

We are actively growing our portfolio in renewable ammonia/hydrogen and are evaluating several new projects. For example, we are currently in the evaluation and/or development phase of the following projects:

### Egypt Green Hydrogen

Fertiglobe, in partnership with Scatec, the Sovereign Fund of Egypt, and Orascom Construction, announced in 2022 the commissioning of the first phase of Egypt Green Hydrogen. The project is planned to include 100MW electrolyzer capacity at full scale and would be the largest independent green hydrogen project in Africa.

The consortium is in the process of assessing engineering and technology choices for the full-scale 100 MW plant, aiming to reach Final Investment Decision (FID) on the facility during the first half of 2025.

The project is jointly owned by Scatec (45%), Fertiglobe (19.5%), Orascom Construction (19.4%), The Sovereign Fund of Egypt (13.6%) and the Egyptian Electricity Transmission Company (2.5%).

### Low-Carbon Ammonia Project in the UAE

In partnership with ADNOC and ADQ (TA'ZIZ), GS Energy Corporation, and Mitsui & Co., Ltd, Fertiglobe awarded contract to commence construction of a 1 million tons low-carbon ammonia plant in TA'ZIZ Industrial Chemicals Zone, adjacent to the Ruwais Industrial Complex, with focus on exporting to Asia and Europe.

### Low-Carbon Ammonia Pilot in the UAE

A pilot project to capture 18 ktpa of CO from Fertiglobe's Fertil-2 plant to be used for CCS to produce low-carbon ammonia, with focus on exporting to Asia and Europe.

# Corporate Governance Report

**H.E. Dr. Sultan Ahmed Al Jaber**
Chairman of the Board of Directors

**Mr. Khaled Salmeen**
Chairman of the Executive Committee

**Ms. Corrine Ricard**
Chairperson of the Nomination and Remuneration Committee

**Dr. Mike Baker**
Chairman of the Audit Committee


Fertiglobe
An ADNOC Company
2024
FINANCIAL
STATEMENTS
H2
NH3

# Directors' report

## Company overview

Fertiglobe is the world's largest seaborne exporter of urea and ammonia combined, and an early mover in clean ammonia. Fertiglobe's production capacity comprises of 6.6 million tons of urea and merchant ammonia, produced at four subsidiaries in the UAE, Egypt and Algeria, making it the largest producer of nitrogen fertilizers in the Middle East and North Africa (MENA), and benefits from direct access to six key ports and distribution hubs on the Mediterranean Sea, Red Sea, and the Arab Gulf. Headquartered in Abu Dhabi and incorporated in Abu Dhabi Global Market (ADGM), Fertiglobe employs more than 2,700 employees and was formed as a strategic partnership between OCI N.V. ("OCI") and the Abu Dhabi National Oil Company ("ADNOC"). Fertiglobe was listed on the Abu Dhabi Securities Exchange ("ADX") on 27 October 2021 under the symbol "FERTIGLB" and ISIN "AEF000901015".

On 15 October 2024, Abu Dhabi National Oil Company ("ADNOC") completed the acquisition of OCI N.V.'s entire shareholding in Fertiglobe. As a result of this transaction, ADNOC now owns 86.2% of Fertiglobe's shares, establishing itself as the controlling entity. The remaining 13.8% of shares continue to be publicly traded as free float on Abu Dhabi Securities Exchange ("ADX").

## Key assets within the Company perimeter include:

Egyptian Fertilizer Company (EFC): The largest private sector granular urea producer in Egypt, with a capacity to produce 1.7 million tons per annum of urea and 0.9 million tons per annum of ammonia.

Egypt Basic Industries Corporation (EBIC): Fertiglobe has a 75% stake in the ammonia plant EBIC, with a production capacity of 0.7 million tons per annum.

Sorfert Algeria S.P.A: Fertiglobe has a 51% stake in Sorfert, an Algerian producer of ammonia and urea, with a capacity of 1.6 and 1.3 million tons per annum, respectively.

Ruwais Fertilizers Industries LLC (Fertil): Headquartered in Abu Dhabi, Fertil is manufacturing ammonia and urea through two plants (Fertil-1 and Fertil-2). The business has a capacity to produce 2.1 million tons per annum of urea and 1.2 million tons per annum of ammonia.

Fertiglobe Distribution Limited, Fertiglobe Fertilizer Trading Limited, and Fertiglobe International Trading LLC: Fertiglobe established these trading platforms based in the U.A.E., supported by an export logistics network, strategic partnerships / relationships in Brazil, Spain, France and the USA.

## Fertiglobe aims at achieving value through synergies which include:

Commercial synergies: Timing of sales and increased premiums over benchmark prices, reduced reliance on traders through a wider distribution network, access to key end markets (including Brazil, India, and East Africa), freight and logistics optimization, reduced freight rates, and sharing of best practices across the ADNOC group platform. Additionally, being part of the ADNOC group, Fertiglobe is set to play a key role within ADNOC's ecosystem as the primary vehicle for low-carbon ammonia growth.

Technical synergies: Shared maintenance expertise, coordinated turnarounds, procurement optimization and spare parts pooling.

# **Directors' report** continued

## Members of the Board of Directors:

The Fertiglobe Plc Board of Directors consists of seven Directors, all of which are non-executive independent Directors appointed on 24 October 2024, as follows:

- H.E. Dr. Sultan Ahmed Al Jaber (Chairman of the Board of Directors, re-appointed on 24 October 2024).
- Mr. Nassef Sawiris (re-appointed on 24 October 2024).
- Mr. Khaled Salmeen (re-appointed on 24 October 2024).
- Mr. Mohammad Saif Ali Alaryani (re-appointed on 24 October 2024).
- Dr. Rainer Seele (re-appointed on 24 October 2024).
- Dr. Mike Baker.
- Ms. Corrine Ricard.

## Current year's results:

In 2024, Fertiglobe continued to show resilience despite the uncertain economic climate. The company achieved USD 2,009.2 million in revenues during the year (2023: USD 2,416.2 million) by selling 4.4 million tons of urea (2023: 4.8 million tons) and 1.2 million tons of ammonia (2023: 1.4 million tons), resulting in total net profit of USD 213.6 million on a consolidated basis (2023: USD 505.0 million). Total assets decreased to USD 4,410.6 million at 31 December 2024 (2023: USD 4,625.8 million).

On 30 April 2024, the shareholders approved dividends of USD 200 million (equivalent of USD 0.024 per share) related to the second half of the year ended 31 December 2023. These dividends were approved by the Board on 13 February 2024 and paid in May 2024.

On 30 September 2024, the Board approved interim dividends of USD 150 million (equivalent of USD 0.018 per share) for the first half of the year ended 31 December 2024. These dividends were paid during October 2024.

On 7 February 2025, the Board proposed dividends of USD 125 million (equivalent to USD 0.015 per share) for the second half of the financial year ended on 31 December 2024. The recommendation will be considered by the shareholders in the Annual General Meeting.

## Statement of disclosure to auditors:

The Directors of Fertiglobe certify that as far as they are aware, there is no relevant audit information of which the company's auditor is unaware, and that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**On behalf of the board,**

**H.E. Dr. Sultan Ahmed Al Jaber**
**Chairman of the Board**

# Independent auditor's report to the shareholders of Fertiglobe plc

## Report on the audit of the consolidated financial statements

### Our opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Fertiglobe plc (the "Company") and its subsidiaries (together the "Group") as at 31 December 2024, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards.

**What we have audited**

The Group's consolidated financial statements comprise:

- the consolidated statement of financial position as at 31 December 2024;
- the consolidated statement of profit or loss for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the applicable requirements of Abu Dhabi Accountability Authority ("ADAA") Chairman's Resolution No 88 of 2021 Regarding financial statements Audit Standards for the Subject Entities. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

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

**Independence**

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) and the ethical requirements that are relevant to our audit of the consolidated financial statements in the Abu Dhabi Global Market ("ADGM") together with applicable ethical and independence requirements that are relevant to our audit of the consolidated financial statements in the United Arab Emirates. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

PricewaterhouseCoopers Limited Partnership (ADGM branch), ADGM License no. 000000256
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www.pwc.com/me

# Independent auditor's report to the shareholders of Fertiglobe plc (continued)

## Our audit approach

**Overview**

| | |
|---|---|
| Key Audit Matters | • Accrual of Sorfert increased gas cost.<br>• Impairment assessment of goodwill. |

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

# Independent auditor’s report to the shareholders of Fertiglobe plc (continued)

## Our audit approach (continued)

**Key audit matters** (continued)

| Key audit matter | How our audit addressed the key audit matter |
|---|---|
| **Accrual of Sorfert increased gas cost**<br><br>One of the Group’s subsidiaries, Sorfert Algérie SPA ("Sorfert"), operates under a 20-year natural gas supply contract with Sonatrach. The pricing for the gas was fixed for a period of 10 years and the initial period lapsed at the end of 2023. The new price shall be retrospectively applied from the lapse of the 10-year gas stability period.<br><br>The Group is at an advanced stage of negotiation of the price with Sonatrach on the natural gas supply contract. The Group has recognised an estimated accrual of USD 182.8 million for the anticipated increase in gas cost as at 31 December 2024 based on the latest developments of the negotiation process and available information.<br><br>The estimation of this accrual requires management to apply significant judgement including making assumptions and interpretation of the legal documents and correspondences regarding the final outcome of the negotiation.<br><br>We consider this estimate to be a key audit matter due to the financial significance of the amounts involved and key judgments used by management.<br><br>Refer to Note 3.4 which explains the accounting policy adopted by the Group and Notes 5 and 18 for related accounting estimates and accrual details. | We performed the following audit procedures:<br>• We obtained and reviewed the natural gas supply contract between Sorfert and Sonatrach;<br>• We reviewed the written communication made between the Group and Sonatrach on the negotiation process;<br>• We attended regular update meetings with members of the negotiation team and the Group legal team where we discussed the update on the negotiation process including the verbal discussions with Sonatrach;<br>• We performed, amongst other procedures, review of management’s accounting position paper, legal opinion and relevant documents and information considered by management in developing the accrual amount;<br>• We reviewed management’s calculations, inputs and verified underlying information;<br>• We assessed the mathematical accuracy of management’s calculations; and<br>• We assessed the adequacy of disclosures in the consolidated financial statements relating to this matter. |

# Independent auditor’s report to the shareholders of Fertiglobe plc (continued)

## Our audit approach (continued)

**Key audit matters** (continued)

| Key audit matter | How our audit addressed the key audit matter |
|---|---|
| **Impairment assessment of goodwill**<br><br>The Group’s consolidated statement of financial position includes USD 604.8 million of goodwill, representing 13.7% of the total Group assets. In accordance with IAS 36 Impairment of Assets (“IAS 36”), an entity is required to test goodwill for impairment at least annually irrespective of whether there is any indication of impairment.<br><br>We considered the impairment of goodwill to be a key audit matter, given the method for determining the recoverable amount and the significance of the balance in the Group’s consolidated financial statements. In addition, the recoverable amounts are based on the use of key assumptions and estimates made by management, in particular future cash flow projections, discount rates and long-term growth rates. Management determined that the recoverable amount of goodwill was in excess of its carrying amount and consequently no impairment charge has been recognised in the consolidated statement of profit or loss for the year ended 31 December 2024.<br><br>Refer to Notes 3.8 and 3.10 which explains the accounting policy, Notes 5 and 8 for related accounting estimates, valuation methodology and goodwill balances. | We obtained the impairment assessment models used by management and we performed the following procedures:<br><br>• We evaluated the reasonableness of the impairment assessment models used by management to calculate the value in use;<br>• On a sample basis, we reviewed the key assumptions including future cash flow projections used by management in determining the recoverable amount of the cash generating units;<br>• We engaged our valuation specialists to assess the discount rates, long term growth rates and valuation methodology used by management in the impairment assessment models;<br>• We performed sensitivity analysis over the key assumptions applied by management;<br>• We assessed the mathematical accuracy of the impairment assessment models; and<br>• We assessed the adequacy of disclosures in the consolidated financial statements relating to this matter with reference to IFRS Accounting Standards. |

# Independent auditor’s report to the shareholders of Fertiglobe plc (continued)

## Other information

The directors are responsible for the other information. The other information comprises the *Directors’ report* (but does not include the consolidated financial statements and our auditor’s report thereon), which we obtained prior to the date of this auditor’s report and the *Group’s Annual Report*, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, on the other information that we obtained prior to the date of this auditor’s report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the *Group’s Annual Report*, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

## Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and their preparation in compliance with the applicable provisions of the ADGM Companies Regulations 2020, as amended, the ADGM Companies Regulations (International Accounting Standards) Rules 2015, and applicable provisions of the relevant laws and regulations and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group’s financial reporting process.

# Independent auditor’s report to the shareholders of Fertiglobe plc (continued)

## Auditor’s responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the applicable requirements of ADAA Chairman’s Resolution No 88 of 2021 Regarding financial statements Audit Standards for the Subject Entities will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs and the applicable requirements of ADAA Chairman’s Resolution No 88 of 2021 Regarding financial statements Audit Standards for the Subject Entities, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

pwc

# Independent auditor's report to the shareholders of Fertiglobe plc (continued)

## Auditor's responsibilities for the audit of the consolidated financial statements (continued)

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on other legal and regulatory requirements

As required by the Abu Dhabi Global Market ("ADGM") Companies Regulations 2020, as amended, and the ADGM Companies Regulations (International Accounting Standards) Rules 2015, we report that:

- the consolidated financial statements have been prepared, in all material respects, in accordance with the applicable requirements of the ADGM Companies Regulations 2020, as amended, and the ADGM Companies Regulations (International Accounting Standards) Rules 2015; and
- the information given in the Directors' report is consistent with the consolidated financial statements of the Group.

Further, as required by the ADAA Chairman's Resolution No 88 of 2021 Regarding financial statements Audit Standards for the Subject Entities, we report, in connection with our audit of the consolidated financial statements for the year ended 31 December 2024, that nothing has come to our attention that causes us to believe that the Group has not complied, in all material respects, with any of the provisions of the following laws, regulations and circulars as applicable, which would materially affect its activities or the consolidated financial statements as at 31 December 2024:

(i) its Articles of Association which would materially affect its activities or its financial position as at 31 December 2024; and
(ii) applicable provisions of the relevant laws, resolutions and circulars that have an impact on the Subject Entity's consolidated financial statements.

For and on behalf of PricewaterhouseCoopers Limited Partnership (ADGM Branch)
Rami Abdelraouf Saleh Sarhan

.................................
18 March 2025

# Consolidated Statement of Financial Position
## AS AT

| $ millions | Note | 31 December 2024 | 31 December 2023[1] |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| Property, plant and equipment | 7 | 2,596.8 | 2,699.6 |
| Right-of-use assets | 17 | 68.6 | 74.9 |
| Goodwill and other intangible assets | 8 | 626.8 | 614.5 |
| Deferred tax assets | 10 | 2.0 | - |
| Trade and other receivables | 9 | 27.8 | 29.1 |
| **Total non-current assets** | | **3,322.0** | **3,418.1** |
| **Current assets** | | | |
| Inventories | 11 | 164.0 | 133.6 |
| Trade and other receivables | 9 | 290.7 | 314.3 |
| Cash and cash equivalents | 12 | 633.9 | 759.8 |
| **Total current assets** | | **1,088.6** | **1,207.7** |
| **Total assets** | | **4,410.6** | **4,625.8** |

[1] The comparative numbers have been reclassified, refer to note 18 and 19.

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

# Consolidated Statement of Financial Position continued
## AS AT

| $ millions | Note | 31 December 2024 | 31 December 2023[1] |
|---|---|---|---|
| **Equity** | | | |
| Share capital | 13 | 1,328.2 | 1,328.2 |
| Reserves | 14 | (1,129.0) | (1,119.1) |
| Retained earnings | 14 | 1,042.6 | 1,235.6 |
| **Equity attributable to owners of the Company** | | **1,241.8** | **1,444.7** |
| Non-controlling interests | 15 | 295.9 | 425.0 |
| **Total equity** | | **1,537.7** | **1,869.7** |
| **Liabilities** | | | |
| **Non-current liabilities** | | | |
| Loans and borrowings | 16 | 1,425.5 | 1,490.2 |
| Lease obligations | 17 | 63.1 | 67.9 |
| Trade and other payables[1] | 18 | 7.3 | 6.7 |
| Provisions[1] | 19 | 22.0 | 15.7 |
| Deferred tax liabilities | 10 | 310.0 | 344.9 |
| **Total non-current liabilities** | | **1,827.9** | **1,925.4** |
| **Current liabilities** | | | |
| Loans and borrowings | 16 | 256.7 | 174.9 |
| Lease obligations | 17 | 23.8 | 22.7 |
| Trade and other payables | 18 | 481.0 | 326.7 |
| Provisions | 19 | 29.1 | 36.0 |
| Income tax payables | 10 | 254.4 | 270.4 |
| **Total current liabilities** | | **1,045.0** | **830.7** |
| **Total liabilities** | | **2,872.9** | **2,756.1** |
| **Total equity and liabilities** | | **4,410.6** | **4,625.8** |

1 The comparative numbers have been reclassified, refer to note 18 and 19.

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

To the best of our knowledge and in accordance with IFRS Accounting Standards, the consolidated financial statements present fairly, in all material respects, the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group as of, and for the year ended 31 December 2024.

H.E. Dr. Sultan Ahmed Al Jaber
(Chairman of the Board)

Ahmed El-Hoshy
(CEO)

Andrew Tait
(CFO)

# Consolidated Statement of Profit or Loss
## FOR THE YEAR ENDED

| $ millions | Note | 31 December 2024 | 31 December 2023 |
|---|---|---|---|
| Revenues | 20 | 2,009.2 | 2,416.2 |
| Cost of sales | 21 | (1,512.9) | (1,564.2) |
| **Gross profit** | | **496.3** | **852.0** |
| Selling, general and administrative expenses | 21 | (150.2) | (144.5) |
| Other income | | 3.0 | 3.3 |
| Other expenses | | - | (0.7) |
| **Operating profit** | | **349.1** | **710.1** |
| Finance income | 22 | 17.1 | 16.3 |
| Finance cost | 22 | (135.6) | (119.4) |
| Net foreign exchange loss | 22 | (1.3) | (19.6) |
| **Net finance cost** | | **(119.8)** | **(122.7)** |
| **Profit before income tax** | | **229.3** | **587.4** |
| Income tax | 10 | (15.7) | (82.4) |
| **Profit for the year** | | **213.6** | **505.0** |
| | | | |
| **Profit attributable to:** | | | |
| Owners of the Company | | 159.9 | 348.9 |
| Non-controlling interests | 15 | 53.7 | 156.1 |
| **Profit for the year** | | **213.6** | **505.0** |
| | | | |
| **Earnings per share (in USD)** | | | |
| Basic earnings per share | 24 | 0.019 | 0.042 |
| Diluted earnings per share | 24 | 0.019 | 0.042 |

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

# Consolidated Statement of Comprehensive Income
## FOR THE YEAR ENDED

| $ millions | Note | 31 December 2024 | 31 December 2023 |
|---|---|---|---|
| **Profit for the year** | | **213.6** | **505.0** |
| **Other comprehensive income:** | | | |
| **Items that may be reclassified subsequently to profit or loss** | | | |
| Foreign operations - foreign currency translation differences | | (9.0) | 28.6 |
| **Items that will not be reclassified subsequently to profit or loss** | | | |
| Remeasurement of post-employment benefits | 19 | (2.0) | - |
| **Other comprehensive income, net of tax** | | **(11.0)** | **28.6** |
| **Total comprehensive income** | | **202.6** | **533.6** |
| **Total comprehensive income attributable to:** | | | |
| Owners of the Company | | 153.2 | 364.9 |
| Non-controlling interests | 15 | 49.4 | 168.7 |
| **Total comprehensive income** | | **202.6** | **533.6** |

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

# Consolidated Statement of Changes in Equity

## FOR THE YEAR ENDED

| $ millions | Note | Share capital (Note 13) | Reserves (Note 14) | Retained earnings (Note 14) | Equity attributable to owners of the Company | Non-controlling interests (Note 15) | Total equity |
|---|---|---|---|---|---|---|---|
| **Balance at 1 January 2023** | | **1,328.2** | **(1,135.1)** | **1,865.1** | **2,058.2** | **1,110.1** | **3,168.3** |
| Profit for the year | | - | - | 348.9 | 348.9 | 156.1 | 505.0 |
| Other comprehensive income, net of tax | | - | 16.0 | - | 16.0 | 12.6 | 28.6 |
| **Total comprehensive income** | | - | **16.0** | **348.9** | **364.9** | **168.7** | **533.6** |
| Impact difference in profit sharing non-controlling interests | 15 | - | - | (3.4) | (3.4) | 43.1 | 39.7 |
| Dividends to non-controlling interests | 15 | - | - | - | - | (896.9) | (896.9) |
| Dividends to shareholders | 14 | - | - | (975.0) | (975.0) | - | (975.0) |
| **Balance at 31 December 2023** | | **1,328.2** | **(1,119.1)** | **1,235.6** | **1,444.7** | **425.0** | **1,869.7** |
| Profit for the year | | - | - | 159.9 | 159.9 | 53.7 | 213.6 |
| Other comprehensive income, net of tax | | - | (6.7) | - | (6.7) | (4.3) | (11.0) |
| **Total comprehensive income** | | **-** | **(6.7)** | **159.9** | **153.2** | **49.4** | **202.6** |
| Impact difference in profit sharing non-controlling interests | 15 | - | - | (2.9) | (2.9) | 13.9 | 11.0 |
| Dividends to non-controlling interests | 15 | - | - | - | - | (192.4) | (192.4) |
| Dividends to shareholders | 14 | - | - | (350.0) | (350.0) | - | (350.0) |
| Other | 15 | - | (3.2) | - | (3.2) | - | (3.2) |
| **Balance at 31 December 2024** | | **1,328.2** | **(1,129.0)** | **1,042.6** | **1,241.8** | **295.9** | **1,537.7** |

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

# Consolidated Statement of Cash Flows
FOR THE YEAR ENDED

| $ millions | Note | 31 December 2024 | 31 December 2023 |
|---|---|---|---|
| **Profit for the year** | | **213.6** | **505.0** |
| **Adjustments for:** | | | |
| Depreciation, amortization and impairment | 21 | 279.5 | 279.3 |
| Finance income | 22 | (17.1) | (16.3) |
| Finance cost | 22 | 135.6 | 119.4 |
| Net foreign exchange loss | 22 | 1.3 | 19.6 |
| Impact difference in profit-sharing non-controlling interests | 15 | 11.0 | 39.7 |
| Income tax | 10 | 15.7 | 82.4 |
| **Changes in:** | | | |
| Inventories | | (30.5) | (6.8) |
| Trade and other receivables | | 23.3 | 38.1 |
| Trade and other payables | | 164.2 | (98.2) |
| Provisions | | (9.1) | 8.2 |
| **Cash flows:** | | | |
| Interest paid | | (126.2) | (95.9) |
| Lease interest paid | 17 | (4.3) | (5.0) |
| Interest received | | 17.1 | 16.0 |
| Income taxes paid | 10 | (56.7) | (67.4) |
| Withholding tax paid on subsidiary dividends | 10 | (9.7) | (20.5) |
| **Cash flows from operating activities** | | **607.7** | **797.6** |
| Investments in property, plant and equipment and intangible assets | | (168.3) | (114.6) |
| **Cash used in investing activities** | | **(168.3)** | **(114.6)** |

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

# **Consolidated Statement of Cash Flows** continued
## FOR THE YEAR ENDED

| $ millions | Note | 31 December 2024 | 31 December 2023 |
|---|---|---|---|
| Proceeds from borrowings | 16 | 365.5 | 693.4 |
| Repayment of borrowings | 16 | (381.7) | (173.4) |
| Payment of lease liabilities | 17 | (18.2) | (19.4) |
| Transaction costs of new borrowings | 16 | - | (18.3) |
| Dividends paid to non-controlling interests | 15 | (193.9) | (885.7) |
| Dividends paid to shareholders | 14 | (350.0) | (975.0) |
| **Cash used in financing activities** | | **(578.3)** | **(1,378.4)** |
| **Net cash flows** | | **(138.9)** | **(695.4)** |
| **Net decrease in cash and cash equivalents** | | **(138.9)** | **(695.4)** |
| Cash and cash equivalents at 1 January | | 759.8 | 1,442.0 |
| Effect of exchange rate fluctuations on cash held | | (2.5) | 13.2 |
| **Cash and cash equivalents at 31 December** | 12 | **618.4** | **759.8** |

Material non-cash transactions for the year ended 31 December 2024 and 2023 have been disclosed in note 16, note 17 and note 26.

The notes on pages 153 to 214 are an integral part of these consolidated financial statements.

# Notes to the consolidated Financial Statements

FOR THE YEAR ENDED 31 DECEMBER

## 1. General

Fertiglobe plc ("Fertiglobe" or "the Company") is a public company limited by shares pursuant to Abu Dhabi Global Markets ("ADGM") Companies Regulations 2020. The Company was re-registered from a private limited company to a public limited company on 5 September 2021. The Company was previously established on 23 December 2018 as a private company limited by shares under the name Fertiglobe Holding Limited.

The Company's registered office is located at 2475-2476, 20th floor, Al Sila Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, United Arab Emirates. The Company is registered in the ADGM commercial register under no. 000001911. The consolidated financial statements comprise the financial statements of the Company and its subsidiaries (together referred to as "the Group").

Fertiglobe was listed on the Abu Dhabi Securities Exchange ("ADX") on 27 October 2021 under the symbol "FERTIGLB" and ISIN "AEF000901015".

On 15 October 2024, Abu Dhabi National Oil Company ("ADNOC") completed the acquisition of OCI N.V.'s entire shareholding in Fertiglobe. As a result of this transaction, ADNOC (wholly owned by the Emirate of Abu Dhabi) now holds 86.2% of Fertiglobe's shares, establishing itself as the controlling entity. The remaining 13.8% of shares continue to be publicly traded as free float on Abu Dhabi Securities Exchange ("ADX").

The principal activity of the Group is the production and sale of nitrogen based products.

These consolidated financial statements were approved and authorized for issuance on 18 March 2025.

## 2. Basis of preparation

### General

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards ('IFRS') as issued by the International Accounting Standards Board ("IASB") and in compliance with the applicable provisions of the Company's Article of Association and the requirements of the Abu Dhabi Global Market Companies Regulation of 2020 as amended, and the ADGM Companies Regulations (International Accounting Standards) Rules 2015. The laws and regulations applicable to the Company for the year are in compliance with Abu Dhabi Accountability Authority ("ADAA") requirements.

The consolidated financial statements have been prepared on the historical cost convention, except when otherwise indicated.

The financial year of the Group commences on 1 January and ends on 31 December.

These consolidated financial statements are presented in US Dollar ("USD"), which is the Company's functional and presentation currency. All amounts have been recorded to the nearest USD 0.1 million except otherwise indicated.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 2. Basis of preparation continued

### Going Concern

The Directors have, at the time of approving the annual consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Therefore, the Directors continue to adopt the going concern basis of accounting in preparing the consolidated financial statements. The maturity date of one of the Group's unsecured Term Loans is January 2026. The Group is in the process of exploring various internal and external options to refinance this facility before its maturity date. In addition, at the reporting date, the Group has sufficient unutilised long-term credit facilities available which can be used to repay the aforementioned facility. Refer to note 16

## 3. Material accounting policies

The Group has applied the accounting policies set out in note 3 consistently over both periods presented in these consolidated financial statements.

### 3.1. Consolidation

The consolidated financial statements include the financial statements of Fertiglobe, its subsidiaries and the Group's interests in associates and joint ventures.

### Subsidiaries

Subsidiaries are all companies to which Fertiglobe is exposed or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its control over the investee, generally accompanying a shareholding of more than half of the shares issued and related voting power. Subsidiaries are fully consolidated from the date that control commences until the date that control ceases. When the Group ceases to have control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any investment retained in the former subsidiary is recognized at fair value. The fair value shall be regarded as the fair value on initial recognition of a financial asset or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture. Any resulting gain or loss is recognized in profit or loss including related cumulative translation adjustments accumulated in other comprehensive income. If it becomes an associate or a joint venture, the interest retained is subsequently measured in accordance with the equity method. The principal subsidiaries of the Group are listed in note 27.

### Transactions eliminated in the consolidated financial statements

Intra-group balances and transactions, and any unrealized income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealized gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investees. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

### Non-controlling interests ("NCI")

Non-controlling interests is presented as a separate component in equity. 'Profit or loss' and 'Total comprehensive income' attributable to the non-controlling interests are presented as a separate line item in the consolidated statement of profit or loss and other comprehensive income. Non-controlling interests are measured at their proportionate share of the acquiree's identifiable net assets at the balance

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued
### 3.1. Consolidation continued

sheet date. Changes in Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

### 3.2. Business combinations

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to contribute to the creation of outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or Group of similar identifiable assets.

The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date, fair value of the assets and liabilities assumed and the amount of any non-controlling interests in the acquiree.
For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the classification of particular financial assets and financial liabilities assumed as, at fair value through profit or loss, or at amortized cost or as a financial asset measured at fair value through other comprehensive income. The Group makes an assessment of whether embedded derivatives of the acquiree should be separated from their host contracts.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss or other comprehensive income, as appropriate.

### 3.3. Foreign currency

#### Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of Group companies at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.3. Foreign currency continued

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognized in profit or loss and presented within net foreign exchange gain/loss unless individually material and identifiable, in which case it is presented in the line it relates to.

#### Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into USD at the exchange rates at the reporting date.

The income and expenses of foreign operations are translated into USD at the average exchange rates of the transaction's period. Foreign currency differences are recognized in other comprehensive income ("OCI") and accumulated in the translation reserve, except to the extent that the translation difference is allocated to NCI.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to NCI. When the Group disposes only part of an associate or joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

### 3.4. Financial instruments

#### Financial assets

IFRS 9 contains three principal classification categories for financial assets: measured at amortized cost, at fair value through profit or loss ("FVTPL"), and at fair value through other comprehensive income ("FVOCI").

The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

#### Gas purchase contracts

The Group has physical purchase contracts in place to procure natural gas for its production activities. These contracts are not accounted for as financial instruments as they are excluded from the scope of IFRS 9 through the "own use exemption". The own use exemption applies to contracts that are entered into and continue to be held for the receipt of a non-financial item in accordance with the Group's expected purchase, sale or usage requirements and do not have a past practice of being net cash-settled.

#### i) Classification and subsequent measurement

#### Amortized cost

Trade and other receivables are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest. The Group analyzed the contractual cash flow characteristics of those instruments and concluded that they meet the 'hold to collect' business model criteria for amortized cost measurement.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued
### 3.4. Financial instruments continued
Interest income from these assets is included in finance income using the effective interest rate method. Any gain or loss on derecognition is recognized directly in profit or loss.

#### Fair Value through Other Comprehensive Income (FVOCI)
The Group sells certain portfolios of trade receivables under a securitization agreement to a third party. For these selected portfolios of debtors the Group uses the 'hold-to-collect-and-sell business model' as defined under IFRS 9 and measure these receivables at FVOCI.

#### Fair value through profit or loss (FVTPL)
Trade receivables that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss ("FVTPL"). Any gain or loss arising on such trade receivables is recognized in the consolidated statement of profit or loss account and presented within Revenues.

#### ii) Derecognition

#### Financial asset
The Group derecognizes a financial asset when:
- the contractual rights to the cash flows from the financial assets expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
  - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
  - the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognized in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets, in these cases, the transferred assets are not derecognized.

#### Financial liabilities
The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

Financial liabilities, like loans and borrowings and trade and other payables, are measured at amortized cost, unless the financial liability:
- is a derivative at FVTPL;
- arose from the transfer of a financial assets that does not qualify for derecognition or if the continuing involvement approach applies;
- is a financial guarantee contract;
- is a commitment to provide a loan at a below-market interest rate; and
- is a contingent consideration resulting from a business combination to which IFRS 3 applies, measured at FVTPL.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.4. Financial instruments continued

#### Trade and other payables

These amounts represent liabilities for goods and services provided to the group prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities, unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortised cost using the effective interest method. Accruals are recorded based on management's best estimate.

#### iii) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

### 3.5. Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less from the acquisition date (original maturity) that are subject to an insignificant risk of changes in their fair value and are used by the Group in the management of its short-term commitments.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash balances, call deposits with original maturities of three months or less and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

### 3.6. Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are recognized in equity as a deduction, net of tax, from the proceeds.

### 3.7. Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and any impairment. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes cost of material, direct labour, other directly attributable cost incurred to bring the asset ready to its intended use, cost of asset retirement obligation and any capitalized borrowing cost.

Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment. When parts of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognized in profit or loss. Subsequent expenditures are capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Group.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued
### 3.7. Property, plant and equipment continued

Ongoing repairs and maintenance costs are expensed as incurred. Spare parts of property, plant and equipment are recognized under property, plant and equipment if the below applies, otherwise they are recognized within inventories:

- Average turn-over exceeds 12 months or more; and
- Major spare parts and stand-by equipment, with an individual purchase price above a certain threshold.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

#### Property, plant and equipment under construction
Expenditures incurred for purchasing and constructing property, plant and equipment are initially recorded as 'under construction' until the asset is completed and becomes ready for use. Upon the completion of the assets, the recognized costs are reclassified from 'under construction' to a final category of property, plant and equipment. Assets under construction are not depreciated and measured at cost less any impairment losses.

#### Depreciation
Items of property, plant and equipment are depreciated on a straight-line basis through profit or loss over the estimated useful lives of each component, taking into account any residual values. Land is not depreciated. Items of property, plant and equipment are depreciated from the date that they are installed and are ready for intended use, or in respect of internally constructed assets, from the date that the asset is completed and ready for intended use.

| The estimated useful lives for items of property,plant and equipment are as follows: | Years |
|---|---|
| Buildings | 10-50 |
| Plant and equipment | 5-30 |
| Fixtures and fittings | 3-10 |

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if necessary, by the Group.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.8. Goodwill and other intangible assets

#### Goodwill

Goodwill represents the excess of purchase price and related costs over the value assigned to the Groups' share of identifiable assets acquired and liabilities assumed of businesses acquired that were directly attributable to the legal entities comprising the Group. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the gain is recognized in profit or loss.

Goodwill on acquisition of entities that qualify as subsidiaries is presented under "Goodwill". Goodwill on acquisition of subsidiaries is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or group of units that are expected to benefit from the business combination through which the goodwill arose, based on past experience.

Goodwill is initially measured at cost. After initial recognition, goodwill is measured at cost less any impairment losses. Goodwill is tested annually for impairment; an impairment loss is recognized for the amount by which the cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount of the cash-generating unit is determined by the higher of its fair value less cost to sell and its value in use. Impairment losses on goodwill are not reversed. Gains or losses on the disposal of an entity include the carrying amount of goodwill related to the entity sold. All other expenditures on internally generated goodwill and other intangible assets is recognized in profit or loss as incurred.

#### Other intangible assets

Other intangible assets with a finite useful life (licenses, customer relations, trade names, software and other rights that are acquired separately or through business combinations) are amortized on a straightline basis in profit or loss over their estimated useful lives taking into account any residual value and impairment losses, from the date that they are available for use. Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if necessary.

| The estimated useful lives of intangible assets are as follows: | Years |
|---|---|
| Software | 2-5 |

### 3.9. Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories of raw materials, spare parts and supplies are based on the weighted average principle or the first-in-first-out method, and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition. In case of manufactured inventories, cost includes an appropriate share of production overheads based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued
### 3.9. Inventories continued

In case the net realizable value ("NRV") is lower than the cost of inventory, a write-down is required. A write-down to NRV may be required when inventory is damaged; or becomes wholly or partially obsolete; or when the selling price for the product is reduced; or the estimated costs of completion, or the estimates costs to be incurred to make the sale, have increased.

### 3.10. Impairment of non-financial assets
#### Non-financial assets
Non-financial assets that have an indefinite useful life, for example goodwill, are not subject to amortization but are tested annually for impairment or more frequently when indicators arise. Assets with a finite useful life are subject to depreciation or amortization and are reviewed at each reporting date to determine whether there is an indication of impairment. If any such indication exists, then the assets' recoverable amount is estimated. An impairment loss is recognized for the amount by which the assets' carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. The value in use is the present value of the future cash flows expected to be derived from an asset or cash-generating unit by continued use.

For the purposes of assessing impairment, assets are grouped based on the lowest level for which there are separately identifiable cash flows (cash-generating units). Impairment losses are recognized in profit or loss. Impairment losses are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro-rata basis. Non-financial assets, which are impaired, are tested periodically to determine whether the recoverable amount has increased and the impairment be (partially) reversed. Impairment losses on goodwill are not reversed.

For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized. Reversal of impairments is only permitted if in a subsequent period after an impairment loss has been recognized, the amount of the impairment loss decreases and the decrease can be related objectively to an event after the impairment loss was recognized.

### 3.11. Borrowings
Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost.

Borrowings are removed from the consolidated statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.12. Provisions

Provisions are recognized when a present legal or constructive obligation based on past events exists, and it is probable that an outflow of economic benefits is required to settle the obligation. If the outflow is probable, but cannot be determined reliably, the obligation is disclosed. The non-current part of provisions is determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

#### Claims and contingencies

The Group is subject to legal and regulatory proceedings and commercial disputes in various jurisdictions. Such proceedings may result in criminal or civil sanctions, penalties or disgorgements against the Group. If it is probable that an obligation to the Group exists, which will result in an outflow of resources and the amount of the outflow can be reliably estimated, a provision is recognized.

### 3.13. Revenue from contracts with customers

Revenues are recognized to depict the transfer of goods or services to customers in the ordinary course of the Group's activities, in the amounts that reflect the considerations to which the Group expects to be entitled in exchange for those goods or services. Revenue is recognized when the Group satisfies the performance obligations by transferring promised goods or services to customers. The key performance obligations of the Group is the sale of fertilizer products to customers and its related logistics where these are sold under International Commercial terms ("Incoterms") where the Group is responsible for providing shipping services after the date at which control over the promised goods have passed to the customer at the loading port.

Goods are transferred when the customer obtains control of the asset. The timing of when control transfer depends on the sales and shipping terms agreed. Invoices are generated and revenue is recognized at that point in time. Invoices are usually payable within 30 days.

Revenue from logistic services for the delivery of the promised goods to the customer's port of destination is recognized over a time basis, equivalent to the stage of completion of the services. This revenue is measured based on the actual freight rates of the relevant pricing period for specific shipments as outlined in the contracts.

Revenue is recognized net of expected discounts and rebates to customers. The Group enters into certain contracts for the sales of fertilizer products with provisional pricing arrangements. The sales price is not settled until a predetermined future date. Revenue on these sales are initially recognized (when all the above criteria are met), at a provisional price based on the pricing mechanism as specified in the contract. Provisionally priced sales are marked-to-market at each reporting date using the forward price for the period equivalent to that outlined in the contract. Actual revenue recognized for these sales might differ from the presented revenues due to movements in rates between the reporting periods and the relevant pricing periods outlined in the contracts with customers.

The Group does not have any contracts where the period of time between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. Consequently, no adjustment is made to transaction prices for the time value of money.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.14. Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.14. Leases continued

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group is not acting as a lessor.

#### Short-term leases and leases of low-value assets

The Group has elected not to recognize right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

### 3.15. Finance income and cost

Finance income includes interest income on funds invested.

Interest income is recognized as it accrues in profit or loss, using the effective interest method.

Finance cost includes:

- interest expense on borrowings; and
- interest expense related to lease obligations.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss and expensed as incurred. Foreign currency gains and losses are recognized on a net basis and is presented in net foreign exchange gain/loss in the profit or loss.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.16. Employee benefits

#### Defined contribution plan

Certain Group subsidiaries provide pension plans, end of service remuneration plans and long-term service benefits. These pension plans qualify as defined contribution plans. Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available.

#### Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### Termination benefits

Employee termination benefits are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits when it is demonstrably committed to either terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal, or when the Group is providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the reporting date are discounted to present value.

### 3.17. Income tax

#### Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. Current tax payable also includes any tax liability arising from the declaration of dividends. Current income tax receivable and payable are offset when there is a legally enforceable right to offset and when the current income tax relates to the same fiscal authority.

#### Deferred tax

Deferred income tax liabilities are recognized for all taxable temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements ('balance sheet' method). Deferred income tax assets are recognized for all deductible temporary differences, unused carry forward losses and unused carry forward tax credits, to the extent that it is probable that future taxable profit will be available against which the deferred income tax assets can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

# **Notes to the consolidated Financial Statements** continued

FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued

### 3.17. Income tax continued

Deferred income tax is not recognized if it arises from initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss. Also, no deferred income tax is recognized regarding the initial recognition of goodwill and regarding investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the forseeable future.

Deferred income tax is measured at the tax rates that are expected to apply to the period 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 balance sheet date, and reflects uncertainty related to income taxes, if any.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax relates to the same fiscal authority.

In cases where it is concluded it is not probable that tax authorities will accept a tax treatment, the effect of the uncertainty is reflected in the recognition and measurement of tax assets and liabilities or, alternatively, a provision is made for the amount that is expected to be settled, where this can be reasonably estimated. This assessment relies on estimates and assumptions and may involve a series of judgments about future events. New information may become available that causes the company to change its judgment regarding the adequacy of existing tax assets and liabilities. such changes to tax assets and liabilities will impact the income tax expense in the period during which such a determination is made.

The Group has determined that the global minimum top-up tax, which is required to be paid under Pillar Two legislation, is an income tax in the scope of IAS 12. The Group has applied a temporary mandatory relief from deferred tax accounting for the impact of the top-up tax and accounts for Pillar Two taxes as a current tax when it is incurred.

### 3.18. Segment reporting

An operating segment is a component of an entity that engages in business activities for which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's Chief Operating Decision Maker ("CODM") to make decisions about resource allocation to the segment and to assess its performance and for which discrete financial information is available. The Group determines and presents operating segments on the basis of information that internally is provided to the CODM during the period. Operating segments are grouped into reporting segments based on similar economic environments and similar products.

### 3.19. Consolidated statement of cash flows

The consolidated statement of cash flows has been prepared using the 'indirect' method. Cash flows in foreign currencies have been translated applying average exchange rates. Currency translation differences are shown separately in the consolidated statement of cash flows. Cash flows from investing activities consist mostly of investments and divestments in property, plant and equipment, intangible assets, and acquisitions insofar as these are paid for in cash.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 3. Material accounting policies continued
### 3.19. Consolidated statement of cash flows continued

Acquisitions or disposals of subsidiaries are presented as acquisition/disposal of subsidiary, net of cash.

### 3.20. Dividends to shareholders
Dividend distribution to the Company's shareholders is recognized as a liability and equity in the period in which the dividend is approved by the Company's shareholders. Interim dividends are recognized in equity upon payment to the Company's shareholders after the approval by the Board.

### 3.21. Earnings per share
Earnings per ordinary share is calculated by dividing the profit or loss (net) attributable to holders of ordinary shares by the weighted average number of ordinary shares outstanding during the year. In making this calculation the (ordinary) treasury shares are deducted from the number of ordinary shares outstanding. The calculation of the diluted earnings per share is based on the weighted average number of ordinary shares outstanding plus the potential increase as a result of the conversion of convertible bonds and the settlement of share-based compensation plans (share option plans). Anti-dilutive effects are not included in the calculation. An adjustment is made to profit or loss (net) to eliminate interest charges, whilst allowing for effect of taxation. The Group currently does not have any dilutive shares.

## 4. New accounting standards and policies
On a regular basis, the IASB issues new accounting standards, amendments and revisions to existing standards and interpretations.

### 4.1. Standards, amendments, revisions and interpretations that became effective to the Group during 2024
The standards and interpretations that became effective in 2024 did not have a material impact on the consolidated financial statements of the Group.

| Standards | Amendments |
|---|---|
| Amendments to IAS 1 | Classification of Liabilities as Current or Non-current and non-current liabilities with covenants |
| Amendments to IFRS 16 | Lease liability in a sale and leaseback |

### Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7
Disclosures clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 4. New accounting standards and policies continued

### 4.2. New and revised IFRS in issue but not yet effective

IFRS standards and interpretations thereof not yet in force which may apply to the future Group's consolidated financial statements are being assessed for their potential impact. The following new and amended standards are not expected to have a significant impact on the Group's consolidated financial statements.

| Standards | Amendments |
|---|---|
| Amendments to IAS 21 | Lack of Exchangeability |
| IFRS 18 | Presentation and Disclosure in Financial Statements |
| Amendments to IFRS 9 and IFRS 7 | Amendments to the Classification and Measurement of Financial Instruments |
| IFRS 19 | Subsidiaries without Public Accountability: Disclosures |

## 5. Critical accounting judgments, estimates and assumptions

The preparation of the consolidated financial statements in compliance with IFRS requires management to make judgments, estimates and assumptions that affect amounts reported in the consolidated financial statements. The estimates and assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances and are used to judge the carrying values of assets and liabilities that are not readily apparent from other sources.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised or in the revision period and future periods, if the changed estimates affect both current and future periods.

Compared to the consolidated financial statements for the year ended 31 December 2023, except for the additional significant estimate related to material contract renegotiations disclosed below, there were no significant changes to the critical accounting judgements, estimates and assumptions that could result in significantly different amounts than those recognized in the consolidated financial statements.

The most critical accounting policies, involving a higher degree of judgment and complexity in applying principles of valuation and for which changes in the assumptions and estimates could result in significantly different results than those recorded in the financial statements, are the following:

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 5. Critical accounting judgments, estimates and assumptions continued

### Goodwill and other intangible assets

Intangible assets with finite useful lives are carried at cost less cumulative amortization and any impairment. Amortization is calculated using the 'straight-line' method based on the estimated useful lives. Management makes estimates regarding the useful lives and residual values and assumes that amortization takes place on a 'straight-line' basis. The assets' useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

For intangible assets with indefinite useful lives, the Group assesses annually or more frequently whether indicators exist that suggest the intangible asset might be impaired by comparing the recoverable amounts with their carrying amounts. In determining the recoverable amounts of intangible assets, the Group makes estimates and assumptions about future cash flows based on the value in use. In doing so, management makes assumptions and estimates regarding the discount rates in order to calculate the net present value of the future cash flows. Management tests at least annually whether goodwill is impaired by comparing the recoverable amounts of cash-generating units with their carrying amounts.

The recoverable amount is the higher of the fair value less cost of disposal and the value in use. In determining the recoverable amount, management makes estimates and assumptions concerning future revenues, future costs, future working capital, Weighted Average Cost of Capital ("WACC") and long-term growth rates (note 8).

### Property, plant and equipment

Depreciation is calculated using the 'straight-line' method based on the estimated useful lives, taking into account any residual values. Management makes estimates regarding the useful lives and residual values and assumes that depreciation takes place on a 'straight-line' basis. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. Management assesses annually, or more frequently, whether indicators exist that suggest that an item of property, plant and equipment might be impaired by comparing the recoverable amounts with their carrying amounts.

### Control assessment over subsidiaries

Subsidiaries that Fertiglobe controls are fully consolidated from the date that control commences until the date that control ceases. To determine whether the Group has control over its subsidiaries, an assessment of control is required. This assessment is based on the requirements of IFRS 10 and evaluates whether the Group is exposed or has rights to variable returns from its involvement with the investee and whether the Group has the ability to affect those returns through its control over the investee, generally accompanying a shareholding of more than half of the shares issued and related voting power. In certain circumstances, the control assessment may require the Group to evaluate the effect of ownership structures, determination of relevant activities and other arrangements including the rights of other shareholders that could have an impact on the assessment of control, this specifically relates to the control assessment of Sorfert. The significance of this evaluation is inversely correlated with Fertiglobe's shareholding in the subsidiary as shown in note 15.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 5. Critical accounting judgments, estimates and assumptions continued

### Inventories

In determining the net realizable value of inventories, the Group estimates the selling prices in the ordinary course of business less cost to sell. In doing so, the Group makes estimates and assumptions based on current market prices, historical usage of various product categories versus current inventory levels and specific identified obsolescence risks (e.g., end of life of specific goods and spare parts).

### Provisions

Recognition of provisions include significant estimates, assumptions and judgments. IFRS requires only those provisions to be recognized if there is an expected outflow of resources in the near future and if the cost of these outflows can be estimated reliably.

Accordingly, management exercises considerable judgment in determining whether it is more likely than not that there is a present obligation as a result of a past event at the end of the reporting period, whether it is probable that such a proceeding will result in an outflow of resources and whether the amount of the obligation can be reliably estimated. These judgments are subject to change as new information becomes available.

The required amount of a provision may change in the future due to new developments in the matter. Revisions to estimates may significantly impact future profit or loss. Upon resolution, the Group may incur charges in excess of the recorded provisions for such matters.

Due to the long time period over which future cash outflows are expected to occur, including the respective interest accretion, assumptions are required to be made. Amongst others, the estimated cash outflows could alter significantly if, and when, political developments affect future laws and regulation with respect to asset retirements.

With respect to legal cases, the Group has to estimate the outcome. Regulatory, legal proceedings, commercial disputes as well as government investigations often involve complex legal issues and are subject to substantial uncertainties. The Group periodically reviews the status of these proceedings with both the internal and external legal counsels (note 19).

With respect to asset retirement obligations, the Group recognizes a provision if the Group has an obligation to restore a leased asset in its original condition at the end of its lease term and in case of legal requirements with respect to clean up of contamination of land, and the estimate can be made reliably. Based on the land lease terms of the Group's production facilities, some entities in the Group have the obligation to restore their site upon decommissioning.

The Group has not recorded a liability for this asset retirement obligation, as it does not believe there is currently a reasonable basis for estimating a date or range of dates of cessation of the operations, which is necessary to estimate the fair value of this liability.

Considering that regular maintenance, plant turn around and any other upgrades will be conducted on a regular basis and is typical for the industry, this will extend the physical life of the production facility (also taken into account the possible changes in technology and availability of raw materials).

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 5. Critical accounting judgments, estimates and assumptions continued

### Income taxes
The Group is subject to income taxes in several jurisdictions. Estimates are required in determining the group-wide provision for income taxes. There are some transactions and calculations for which the ultimate tax position is uncertain during the ordinary course of business. The Group recognizes provisions for anticipated tax audit issues based on estimates of whether additional taxes will be due.

Where the final tax outcome of these matters is different from amounts that were initially recorded, such differences will impact the current income tax and deferred tax provisions in the period in which such determination is made. The Group recognizes deferred tax assets to the extent that it is probable that future taxable profits will be available for the deferred tax asset to be recovered.

This is based on estimates of taxable future income by jurisdiction in which the Group operates and the period over which deferred tax assets are expected to be recoverable. In the event that actual results or new estimates differ from previous estimates and depending on the possible tax strategies that may be implemented, changes to the recognition of deferred tax assets could be required, which could impact the financial position and profit or loss (note 10).

Estimates are also required to determine the impact of the Pillar Two legislation as the Pillar Two income taxes are closely linked to the provision of income taxes and the final outcome of tax audits for which an uncertain tax position is recognized (note 10).

### Leases
The assessment of whether a contract is or contains a lease requires judgment with respect to whether the lessor has substantive substitution rights, who obtains economic benefits from use of the asset and who takes the 'how and for what purpose' decisions during the period of use.

Judgement is also applied in order to assess whether the entity will exercise any extension or cancellation options of a lease. The Group applies judgments in order to determine the incremental borrowing rate in order to calculate the lease liability (note 17).

### Material contract renegotiations
The Group is currently undergoing a renegotiation of the Sorfert gas contract and the new price shall be retroactively effective from the lapse of the 10-year gas stability period. The Group recognizes accruals for the anticipated gas cost based on management judgment, estimates and considering the available information with management on the negotiation process. Where the final outcome of the negotiation is different from amounts that were initially recorded, such differences will impact the current period in which such determination is made. In the event that actual results or new estimates differ from previous estimates, changes to the recognized balances could be required, which could impact the financial position and profit or loss (note 18).

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management

### Overview

The Group has exposure to credit, liquidity and market risks from financial instruments. These risks arise from exposures that occur in the normal course of business and are managed on a consolidated company basis. This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing these risks, additionally it also includes the Group's management of capital.

### Risk management framework

The Board of Directors has oversight responsibility on the establishment and monitoring of the Group's risk management framework. Senior (local) management is responsible for the effective operation of the internal risk management and control systems.

The Finance department is responsible for the facilitation and supervision of the Risk Management function, compliance with the Group Internal Control Framework and supports the Board in the exercise of their risk management duties.

The Group's risk management policies and practices are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's business activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and responsibilities.

The Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

### 6.1. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities. The Group mitigates the exposure to credit risk on outstanding cash balances by placing funds at multiple financial institutions with a sufficient credit rating.

The Group's exposure to customer credit risk is monitored and mitigated by performing credit checks before selling any goods. Customers are typically billed after the goods have been delivered or the services have been performed. Payment terms for the Group's receivables are generally up to 90 days. In certain instances, the Group receives upfront payment for services and recognizes deferred revenue. The Group establishes an allowance, if needed, for impairment that represents its estimate of expected losses in respect of trade and other receivables.

The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that are expected based on historical performance. IFRS 9 establishes a three-stage impairment model, based on whether there has been a significant increase in the credit risk of a financial asset since its initial recognition. During 2024, management assessed any significant increase in credit risk based on internal and external factors related to the financial instruments and recorded an allowance of USD nil (2023: USD 0.7 million) related to credit risk (note 9).

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management continued

### 6.1. Credit risk continued

With respect to transactions with financial institutions, the Group sets a minimum credit rating for the counterparties. The maximum exposure to credit risk is the carrying amount of financial instruments. There is no significant concentration of credit risk in trade and other receivables, financial assets at fair value through other comprehensive income or cash and cash equivalents. Significantly all of Fertiglobe's trade and other receivables balances are with strategic customers that are collateralized by letters of credit, guarantees and securitization, or are due from government entities.

The maximum exposure to credit risk at the reporting date is as follows:

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| Trade and other receivables[1] | 9 | 277.9 | 284.7 |
| Cash and cash equivalents | 12 | 633.9 | 759.8 |
| **Total** | | **911.8** | **1,044.5** |

[1] Excluding prepayments and supplier advance payments (as at 31 December 2023 excluding prepayments, supplier advance payments and other receivables related to indemnity).

The maximum exposure to credit risk for trade and other receivables by geographic region is as follows:

| $ millions | 2024 | 2023 |
|---|---|---|
| Middle East and Africa | 138.6 | 73.9 |
| Asia and Oceania | 87.8 | 139.2 |
| Europe | 50.6 | 55.7 |
| America | 0.9 | 15.9 |
| **Total** | **277.9** | **284.7** |

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management continued

### 6.2. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The following are undiscounted contractual maturities of financial liabilities:

| 2024<br>$ millions | Note | Carrying amount | Contractual cash flow | Less than 1 year | Between 1 and 5 years | More than 5 years |
|---|---|---|---|---|---|---|
| **Financial liabilities** | | | | | | |
| Loans and borrowings | 16 | 1,682.2 | 1,694.0 | 294.1 | 1,399.9 | - |
| Lease obligations | 17 | 86.9 | 315.0 | 26.1 | 20.1 | 268.8 |
| Trade and other payables[1] | 18 | 449.1 | 449.1 | 441.8 | 7.3 | - |
| Trade and other payables to related parties | 18 | 35.9 | 35.9 | 35.9 | - | - |
| **Total** | | **2,254.1** | **2,494.0** | **797.9** | **1,427.3** | **268.8** |

[1] Excluding deferred income

| 2023<br>$ millions | Note | Carrying amount | Contractual cash flow | Less than 1 year | Between 1 and 5 years | More than 5 years |
|---|---|---|---|---|---|---|
| **Financial liabilities** | | | | | | |
| Loans and borrowings | 16 | 1,665.1 | 1,671.4 | 169.3 | 1,502.1 | - |
| Lease obligations | 17 | 90.6 | 318.8 | 22.8 | 25.9 | 270.1 |
| Trade and other payables[1] | 18 | 279.6 | 279.6 | 272.9 | 6.7 | - |
| Trade and other payables to related parties | 18 | 51.7 | 51.7 | 51.7 | - | - |
| **Total** | | **2,087.0** | **2,321.5** | **516.7** | **1,534.7** | **270.1** |

[1] Excluding deferred income.

Callable loan amounts are classified as 'Less than one year'. The future obligations will be managed by the future incoming cash from operations (including those under securitization arrangement), currently available and unused amounts on credit facility agreements, reference is made to note 16.

The Group's approach to managing liquidity risk is to ensure that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. This is also safeguarded by using multiple financial institutions in order to mitigate any concentration of liquidity risk.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management continued
### 6.2. Liquidity risk continued

Liquidity risk is monitored internally at a Group level. On an ongoing basis, the Group prepares liquidity forecasts to verify whether the Group is able to meet its future debt obligations. The Group has also carefully evaluated the funding of its Business Plan for at least the next 12 months from the date of issuance of the financial statements, taking into account the measures mentioned below and has applied sensitivities to the forecast level of liquidity headroom available. Key assumptions include product pricing, natural gas pricing and utilization rates. Management has applied these assumptions to the forecasts it prepares, demonstrating sufficient liquidity headroom.

### 6.3. Market risk

Market risk is the risk of changes in market prices, such as foreign exchange rates, interest rates, commodity prices and equity prices that will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Group is exposed to foreign currency risk arising in the following ways:

#### Foreign exchange translation risk

Due to the Group's international presence, the Group is exposed to foreign exchange fluctuations as these affect the translation of the Group's business entities with functional currencies that are different from the US dollar (which is the Company's functional currency). The currency concerned is mainly the Algerian dinar. Foreign exchange translation exposure is considered a part of doing business on an international level; this risk is not hedged. The Group seeks to mitigate translation risk to our credit metrics by broadly matching the currency of debt with cash flows.

#### Foreign exchange transaction risk

The Group entities predominantly execute their activities in their respective functional currencies. The Group is however exposed to foreign exchange transaction risk to the extent that there is a discrepancy between the currencies in which sales, purchases, investments and borrowings are denominated and the respective functional currencies of the Group entities. The Group monitors the exposure to foreign currency risk arising from operating activities and enters selectively into foreign exchange contracts (if required) to hedge foreign currency exposures. The functional currencies of the Group entities are primarily the US dollar and the Algerian dinar. EFC and EBIC have exposure to fluctuations in the USD/EGP exchange rates.

The summary of balances of the Group's exposure to foreign exchange transactions, where the main exposure currencies are different from the functional currencies, including intercompany balances, is as follows:

| 2024<br>$ millions | USD | EUR | EGP |
|---|---|---|---|
| Trade and other receivables | 5.6 | 15.2 | 38.0 |
| Trade and other receivables intercompany | - | 440.6 | 14.6 |
| Trade and other payables | (0.1) | (2.9) | (21.0) |
| Trade and other payables intercompany | (0.1) | (432.3) | (18.8) |
| Cash and cash equivalents | 96.1 | 27.7 | 1.9 |

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management continued
### 6.3. Market risk continued

| 2023<br>$ millions | USD | EUR | EGP |
|---|---|---|---|
| Trade and other receivables | 10.0 | 7.7 | 49.1 |
| Trade and other receivables intercompany | 9.8 | 365.5 | 0.3 |
| Trade and other payables | - | (2.3) | (10.5) |
| Trade and other payables intercompany | - | (362.3) | (14.9) |
| Cash and cash equivalents | 138.4 | 14.3 | 2.7 |

The Algerian dinar is not included in the above table of foreign exchange transaction exposure, since there are no entities in the Group which have monetary items denominated in Algerian dinars, except for Sorfert, which has the Algerian dinar as its functional currency. In addition to the above, the Group has significant foreign exchange exposure to certain tax balances in the various jurisdictions and related currencies the Group operates in.

### Significant rates
The following significant exchange rates applied during the year:

| | Average 2024 | Average 2023 | Closing 2024 | Closing 2023 |
|---|---|---|---|---|
| Euro | 1.0818 | 1.0815 | 1.0349 | 1.1039 |
| Egyptian pound | 0.0228 | 0.0326 | 0.0197 | 0.0324 |
| Algerian dinar | 0.0074 | 0.0074 | 0.0074 | 0.0075 |

The following tables demonstrate the sensitivity to a reasonably possible change in USD foreign exchange rate against EUR, EGP and DZD exchange rates, with all other variables held constant. The Group's exposure to foreign currency changes for all other currencies is not material.

| 2024<br>$ millions | Change in FX rate | Effect on profit before tax | Effect on other comprehensive income |
|---|---|---|---|
| EUR – USD | 6 percent | 2.9 | - |
| | (6) percent | (2.9) | - |
| EGP - USD | 22 percent | 3.2 | - |
| | (22) percent | (3.2) | - |
| DZD - USD | 7 percent | 7.1 | - |
| | (7) percent | (7.1) | - |

| 2023<br>$ millions | Change in FX rate | Effect on profit before tax | Effect on other comprehensive income |
|---|---|---|---|
| EUR – USD | 8 percent | 1.8 | - |
| | (8) percent | (1.8) | - |
| EGP - USD | 5 percent | 1.3 | - |
| | (5) percent | (1.3) | - |
| DZD - USD | 4 percent | 6.3 | - |
| | (4) percent | (6.3) | - |

The figures in the above overview are determined based on the currency volatility of the respective years. A significant part of the Group's exposure to foreign currency transaction risk relates to intercompany balances.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management continued

### 6.3. Market risk continued

The impact of foreign exchange sensitivity on tax exposures has been excluded from the above table as there is no impact on profit before tax from these balances.

### Interest rate risk

The Group's cash flow interest rate risks arise from the exposure to variability in future cash flows of floating rate financial instruments and refinancing fixed rate borrowings. The Group regularly reviews its exposure to the global interest rate environment. The Group has not entered into any interest rate derivatives.

The Group analyses its interest rate exposure on a dynamic basis. The Group calculates the impact on profit or loss of a defined interest rate shift. The same interest rate shift is used for all currencies. The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market data, showing a higher volatility compared to prior years. The interest rate sensitivity calculation is based on the interest-bearing liabilities, reference is made to note 16. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected:

| $ millions | In basis points | 2024 | 2023 |
|---|---|---|---|
| Effect on profit before tax for the coming year | +200 bps | (28.0) | (28.0) |
| | - 200 bps | 28.0 | 28.0 |

### Financial assets and liabilities

The following table represents the financial assets and financial liabilities of the Group:

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| **Assets** | | | |
| Trade and other receivables[1] | 9 | 277.9 | 284.7 |
| Cash and cash equivalents | 12 | 633.9 | 759.8 |
| **Total** | | **911.8** | **1,044.5** |
| **Liabilities** | | | |
| Loans and borrowings | 16 | 1,682.2 | 1,665.1 |
| Lease obligations | 17 | 86.9 | 90.6 |
| Trade and other payables[2] | 18 | 485.0 | 331.3 |
| **Total** | | **2,254.1** | **2,087.0** |

[1] Excluding prepayments and supplier advance payments (as at 31 December 2023 excluding prepayments, supplier advance payments and other receivables related to indemnity).

[2] Excluding deferred income.

The Group does not have any derivative financial instruments at 31 December 2024 and 31 December 2023.

The financial assets and financial liabilities of the Group are all accounted for at amortized cost with the exception of trade receivables which are to be collected under the securitization agreement which are accounted at fair value through other comprehensive income and provisionally priced receivables which are accounted for at fair value through profit or loss (note 9).

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 6. Financial risk and capital management continued

### 6.4. Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consists of ordinary shares, retained earnings, reserves and non-controlling interests of the Group. The Board of Directors monitors the return on capital as well as the level of dividends to ordinary shareholders. The Group is required by external financial institutions to maintain certain capital requirements in relation to its debt. Reference is made to note 16 for a description of financial covenants.

The Group's net debt to equity ratio at the reporting date was as follows:

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| Loans and borrowings | 16 | 1,682.2 | 1,665.1 |
| Less: cash and cash equivalents | 12 | 633.9 | 759.8 |
| **Net debt** | | **1,048.3** | **905.3** |
| Total equity | | 1,537.7 | 1,869.7 |
| **Net debt to equity ratio at 31 December** | | **0.68** | **0.48** |

## 7. Property, plant and equipment

As at 31 December 2024, the Group has land with a carrying amount of USD 22.2 million (2023: USD 22.2 million). The effect of movement in exchange rates in 2024 mainly relates to Sorfert, which has a different functional currency (Algerian dinar), to the Group's presentation currency.

The amount of borrowing costs capitalized during the year ended 31 December 2024 was $2.1 million and mainly related to the capital expenditure for low-carbon ammonia plant in Ruwais. The capitalization rate used to determine the amount of borrowing costs to be capitalized is the weighted average interest rate applicable to the group general borrowings during the year of 6.13%.

Fully depreciated assets with cost of USD 48.5 million (2023: USD 64.9 million) have been written off during the year. The carrying amount of assets pledged as security for borrowings is USD 435.1 million (2023: USD 511.7 million). Refer to note 16.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 7. Property, plant and equipment continued

| $ millions | Land and buildings | Plant and equipment | Fixtures and fittings | Under construction | Total |
|---|---|---|---|---|---|
| **At 1 January 2024** | **172.8** | **2,426.7** | **10.2** | **89.9** | **2,699.6** |
| **Movements in the carrying amount:** | | | | | |
| Additions | 0.2 | 20.7 | 1.4 | 141.5 | 163.8 |
| Depreciation and impairment | (9.6) | (243.4) | (3.3) | (1.3) | (257.6) |
| Transfers | 1.9 | 48.2 | 0.8 | (50.9) | - |
| Effect of movement in exchange rates | (0.6) | (8.0) | (0.1) | (0.3) | (9.0) |
| **At 31 December 2024** | **164.7** | **2,244.2** | **9.0** | **178.9** | **2,596.8** |
| Cost | 306.2 | 5,457.6 | 45.2 | 180.2 | 5,989.2 |
| Accumulated depreciation and impairment | (141.5) | (3,213.4) | (36.2) | (1.3) | (3,392.4) |
| **At 31 December 2024** | **164.7** | **2,244.2** | **9.0** | **178.9** | **2,596.8** |

Assets under construction primarily consist of costs associated with plant turnarounds and costs incurred on the low-carbon ammonia plant in Ruwais.

The effect of movement in exchange rates in 2024 mainly relates to Sorfert, which has a different functional currency (Algerian dinar), to the Group's presentational currency.

| $ millions | Land and buildings | Plant and equipment | Fixtures and fittings | Under construction | Total |
|---|---|---|---|---|---|
| Cost | 296.8 | 5,386.1 | 45.8 | 67.4 | 5,796.1 |
| Accumulated depreciation and impairment | (122.5) | (2,796.3) | (39.4) | - | (2,958.2) |
| **At 1 January 2023** | **174.3** | **2,589.8** | **6.4** | **67.4** | **2,837.9** |
| **Movements in the carrying amount:** | | | | | |
| Additions | 6.2 | 54.9 | 2.7 | 40.1 | 103.9 |
| Depreciation and impairment | (9.2) | (245.1) | (3.0) | (0.4) | (257.7) |
| Transfers | 0.3 | 11.7 | 4.0 | (18.0) | (2.0) |
| Effect of movement in exchange rates | 1.2 | 15.4 | 0.1 | 0.8 | 17.5 |
| **At 31 December 2023** | **172.8** | **2,426.7** | **10.2** | **89.9** | **2,699.6** |
| Cost | 305.4 | 5,429.3 | 43.9 | 89.9 | 5,868.5 |
| Accumulated depreciation and impairment | (132.6) | (3,002.6) | (33.7) | - | (3,168.9) |
| **At 31 December 2023** | **172.8** | **2,426.7** | **10.2** | **89.9** | **2,699.6** |

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 8. Goodwill and other intangible assets

| $ millions | Goodwill | Software | Under construction | Total |
|---|---|---|---|---|
| **At 1 January 2024** | **604.8** | **6.6** | **3.1** | **614.5** |
| **Movements in the carrying amount:** | | | | |
| Additions | - | - | 13.2 | 13.2 |
| Amortization and impairment | - | (0.9) | - | (0.9) |
| **At 31 December 2024** | **604.8** | **5.7** | **16.3** | **626.8** |
| Cost | 1,942.4 | 7.0 | 16.3 | 1,965.7 |
| Accumulated amortization and impairment | (1,337.6) | (1.3) | - | (1,338.9) |
| **At 31 December 2024** | **604.8** | **5.7** | **16.3** | **626.8** |

| $ millions | Goodwill | Software | Under construction | Total |
|---|---|---|---|---|
| Cost | 1,942.4 | - | - | 1,942.4 |
| Accumulated amortization and impairment | (1,337.6) | - | - | (1,337.6) |
| **At 1 January 2023** | **604.8** | **-** | **-** | **604.8** |
| **Movements in the carrying amount:** | | | | |
| Additions | - | - | 8.6 | 8.6 |
| Amortization and impairment | - | (0.4) | (0.5) | (0.9) |
| Transfers | - | 7.0 | (5.0) | 2.0 |
| **At 31 December 2023** | **604.8** | **6.6** | **3.1** | **614.5** |
| Cost | 1,942.4 | 7.0 | 3.6 | 1,953.0 |
| Accumulated amortization and impairment | (1,337.6) | (0.4) | (0.5) | (1,338.5) |
| **At 31 December 2023** | **604.8** | **6.6** | **3.1** | **614.5** |

Intangible assets under construction primarily consist of costs associated with implementation of IT softwares.

Goodwill has been allocated to the cash generating units as follows:

| $ millions | 2024 | 2023 |
|---|---|---|
| Egyptian Fertilizers Company ("EFC") | 440.0 | 440.0 |
| Ruwais Fertilizer Industries LLC. ("Fertil") | 164.8 | 164.8 |
| **Total** | **604.8** | **604.8** |

### Goodwill impairment testing

The determination of the recoverable amount for the cash generating unit EFC and Fertil requires significant judgments and estimates, including projections of future cash flows from the businesses. The recoverable amounts have been estimated based on value in use.

The tests were carried out by discounting future cash flows to be generated from the continuing use of the cash-generating units to which the goodwill applies and on the assumption of an indefinite life. Key assumptions used in the calculation of recoverable amounts are the discount rate, the terminal value growth rate, selling price outlook per product, natural gas prices and the number of expected operating days per plant. The terminal growth rate was determined based on the long term compound annual growth rate of the global fertilizer market. The discount rate is a post-tax measure estimated based on the capital asset pricing model. Selling price assumptions are based on a published independent price outlook prepared by global experts. The other assumptions used are based on past experience and external sources, but that are unpredictable and inherently uncertain.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 8. Goodwill and other intangible assets continued

The impairment tests are based on specific estimates for the US dollar cash flow projections for the years 2025 to 2029 (this period captures the cyclical nature of the industry). For the subsequent years the residual values were calculated based on the average EBITDA margin of the projection period and whereby a perpetual growth rate of 3% (2023: 2.95%) was taken into account. The estimated pre-tax cash flows are discounted to their present value using pre-tax discount rates.

The following rates were applied in performing the impairment test:

| | 2024 | | 2023 | |
|---|---|---|---|---|
| **Percentage** | **Fertil** | **EFC** | **Fertil** | **EFC** |
| Pre-tax discount rate | 12.2% | 14.6% | 14.4% | 21.3% |
| Perpetual growth rate | 3% | 3% | 2.95% | 2.95% |

Based on the assessment performed, no impairments were required for the year ended 31 December 2024 (2023: nil).

A sensitivity analysis was performed considering a 5% reduction in the selling price and 5% increase to WACC which did not result in any impairment.

## 9. Trade and other receivables

In 2018, the Group entered into a securitization agreement to sell without recourse certain portfolios of trade receivables to an external financial institution. By doing so, the Group is able to receive cash flows from selected debtors sooner than would normally be the case. Fertiglobe derecognizes the trade receivables, since substantially all risks and rewards of ownership are transferred. In addition, the Group has pass through arrangement with financial institution whereby all the amounts collected from customers are repaid to financial institution without material delay.

For the year ended 31 December 2024, an amount of USD 293.1 million (2023: USD 413.5 million) of trade receivables were transferred under the securitization agreement. Furthermore, the total amount charged by securitization company amounted to USD 3.0 million during the year (2023: USD 3.6 million). The portfolio of trade receivable which is held for collect and sale at reporting date amounted to USD 16.2 million (2023: USD 36.7 million). These receivables are measured using level 3 inputs based on the expected invoice value.

Provisionally priced receivables which are accounted for at FVTPL as at 31 December 2024 were USD 22.5 million (2023: 41.1 million). These receivables are measured using level 3 input based on the expected invoice value.

The other tax receivable contains an amount of EGP 450 million (USD 8.9 million) (2023: EGP 450 million (USD 14.6 million)) relating to a payment made to the Egyptian Tax Authorities as part of the tax claim which will be refunded upon settlement of the tax claim (refer to note 26 "OCI S.A.E. tax dispute").

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 9. Trade and other receivables continued

Non-current trade and other receivables have not been discounted as the effect is immaterial to the consolidated financial statements.

The carrying amount of trade and other receivables as at 31 December 2024 approximates its fair value.

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| Trade receivables (net) | | 120.5 | 159.2 |
| Trade receivables from related parties (net) | 25 | 0.2 | 0.7 |
| Prepayments | | 23.8 | 42.0 |
| Other tax receivables | | 73.1 | 83.2 |
| Income tax receivables | 10 | 0.2 | 0.9 |
| Supplier advance payments | | 16.8 | 11.8 |
| Other receivables | | 37.3 | 18.3 |
| Other receivables related parties | 25 | 46.6 | 27.3 |
| **Total** | | **318.5** | **343.4** |
| Non-current | | 27.8 | 29.1 |
| Current | | 290.7 | 314.3 |
| **Total** | | **318.5** | **343.4** |

The aging of current trade receivables, net at the reporting date were as follows:

| $ millions | 2024 | 2023 |
|---|---|---|
| Current | 119.0 | 158.3 |
| Past due 1 - 30 days | 0.2 | - |
| Past due 31 - 90 days | - | - |
| Past due 91 - 360 days | - | 0.4 |
| More than 360 days | 1.5 | 1.2 |
| **Total** | **120.7** | **159.9** |

Management believes that the unimpaired amounts that are past due by more than 30 days are collectible in full, based on historic payment behavior and extensive analysis of customer credit risk, including underlying customers' credit ratings if they are available.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

| $ millions | 2024 | 2023 |
|---|---|---|
| **At 1 January** | (0.9) | (0.2) |
| Provision recorded | - | (0.7) |
| **At 31 December** | **(0.9)** | **(0.9)** |

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 10. Income taxes

### 10.1. Income tax in the statement of profit or loss

| $ millions | 2024 | 2023 |
|---|---|---|
| Current tax | (52.7) | (120.4) |
| Deferred tax | 37.0 | 38.0 |
| **Total income tax in profit or loss** | **(15.7)** | **(82.4)** |

### 10.2. Reconciliation of effective tax rate

The Group's operations are subject to income taxes in various foreign jurisdictions. The statutory income tax rate in the UAE is 9%. However, the statutory rate for the Group varies between 0.0% to 25.0% as certain entities are Qualified Free Zone entities while others are subject to Emirate level taxation. This results in a difference between the weighted average statutory income tax rate and the enacted income tax rate for the Group. For the purpose of the reconciliation of Effective tax rate, 25% (highest rate in UAE) has been considered as the starting point.

Reconciliation of the statutory income tax rate in the UAE with the effective tax rate can be summarized as follows:

| $ millions | 2024 | % | 2023 | % |
|---|---|---|---|---|
| Profit before income tax | 229.3 | | 587.4 | |
| Enacted income tax rate | 25% | | 25% | |
| **Tax calculated at the enacted tax rate** | **(57.3)** | **25.0** | **(146.9)** | **25.0** |
| Effect of tax rates in other jurisdictions | (18.4) | 8.0 | 6.8 | (1.2) |
| Income not subject to tax | 17.3 | (7.5) | 63.3 | (10.8) |
| Non-deductible expenses | (22.2) | 9.7 | (25.0) | 4.3 |
| Dividend withholding tax | (3.1) | 1.4 | (5.8) | 1 |
| Unrecognized tax assets | (0.4) | 0.2 | 3.0 | (0.5) |
| Uncertain tax positions | (17.7) | 7.7 | (13.9) | 2.4 |
| Foreign exchange impact | 87.2 | (38.0) | 36.2 | (6.2) |
| Pillar 2 impact | (1.1) | 0.5 | - | - |
| Expired/ adjustments | - | - | (0.1) | - |
| **Total income tax in profit or loss** | **(15.7)** | **7.0** | **(82.4)** | **14.0** |

The effective tax rate is 7.0% (2023: 14%), mainly due to (i) income not subject to tax for an amount of USD 17.3 million (2023: USD 63.3 million) (ii) foreign exchange impact of 87.2 million (2023: 36.2 million) and (iii) non-deductible expenses for an amount of USD (22.2) million (2023: USD (25.0) million). The income not subject to tax mainly relates to the free-zone status of certain entities in the Group.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 10. Income taxes continued

### 10.3. Deferred income tax assets and liabilities

Changes in deferred tax asset and liabilities (net):

| $ millions | 2024 | 2023 |
|---|---|---|
| **At 1 January** | **(344.9)** | **(382.6)** |
| Profit or loss | 37.0 | 38.0 |
| Effect of movement in exchange rates | (0.1) | (0.3) |
| **At 31 December** | **(308.0)** | **(344.9)** |

The net deferred tax includes deferred tax assets of USD 2.0 million (2023: nil) and deferred tax liabilities of USD 310.0 million (2023: USD 344.9 million).

Recognized deferred tax assets and liabilities:

| | Assets | | Liabilities | | Net | |
|---|---|---|---|---|---|---|
| $ millions | 2024 | 2023 | 2024 | 2023 | 2024 | 2023 |
| Intangible assets | - | - | (62.6) | (62.6) | (62.6) | (62.6) |
| Property, plant and equipment | - | - | (250.1) | (268.9) | (250.1) | (268.9) |
| Trade and other payables | 5.4 | 4.9 | - | - | 5.4 | 4.9 |
| Uncertain tax positions | - | - | - | (9.4) | - | (9.4) |
| Provision for withholding tax | - | - | (2.7) | (9.3) | (2.7) | (9.3) |
| Other | 0.5 | 0.4 | - | - | 0.5 | 0.4 |
| Losses carried forward | 1.5 | - | - | - | 1.5 | - |
| **Total** | **7.4** | **5.3** | **(315.4)** | **(350.2)** | **(308.0)** | **(344.9)** |
| Netting of fiscal positions | (5.4) | (5.3) | **5.4** | **5.3** | **-** | **-** |
| **Total** | **2.0** | **-** | **(310.0)** | **(344.9)** | **(308.0)** | **(344.9)** |

Deferred tax liabilities relating to intangible assets mainly consist of goodwill of EFC for USD 62.6 million (2023: USD 62.6 million). This deferred tax liability will be reversed if the asset is impaired. Deferred tax liabilities recognized in relation to property, plant and equipment will be realized over the depreciation period of the related asset, and mainly relate to Fertil for USD 201.1 million (2023: USD 215.8 million) and EFC for USD 49.0 million (2023: USD 53.1 million).

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 10. Income taxes continued
### 10.3. Deferred income tax assets and liabilities continued

#### Uncertain tax positions ("UTP")
The Group is subject to the application of complex tax laws in multiple jurisdictions. Application of these complex tax laws may lead to uncertainties in determining tax positions. The Group aims to resolve these uncertainties in discussions with the tax authorities. The financial effect of the existing uncertainties per balance sheet date are determined in accordance with IAS 12 and IFRIC 23, which requires the Group to estimate the potential outcome of any tax position. The Group's estimate for the potential outcome of any uncertain tax position is judgmental (the most likely amount or expected value depending on the circumstances).

As at 31 December 2024, the Group recorded non-current uncertain tax positions of USD nil (2023: USD 9.4 million) which are classified as a deferred tax liability and current uncertain tax positions of USD 244.7 million (2023: USD 263.3 million) which are classified as income tax payables. Expected interest and penalties related to uncertain income tax liabilities have been accrued for and are included in the uncertain tax positions and in the income tax expense.

In relation to the above, part of the total deductible temporary differences as disclosed in note 26 does not meet the recognition criteria of IAS 12 and IFRIC 23 and accordingly has been disclosed as contingent tax asset (refer to note 26).

Expiration scheme of unrecognized carry forward tax losses, tax credits and deferred temporary tax assets:

| $ millions | Less than 1 year | Between 1 and 5 years | Between 5 and 10 years | Between 10 and 15 years | Between 15 and 20 years | Unlimited | Total |
|---|---|---|---|---|---|---|---|
| Unrecognized operating losses carry forward, tax credits and temporary differences in 2024 | - | 40.1 | - | 1.5 | - | - | **41.6** |

| $ millions | Less than 1 year | Between 1 and 5 years | Between 5 and 10 years | Between 10 and 15 years | Between 15 and 20 years | Unlimited | Total |
|---|---|---|---|---|---|---|---|
| Unrecognized operating losses carry forward, tax credits and temporary differences in 2023 | 7.0 | 39.1 | - | - | - | - | **46.1** |

The unrecognized operating losses carry forward of USD 40.1 million (2023: USD 46.1 million) mainly relate to OCI S.A.E.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 10. Income taxes continued

### 10.4. Income tax payables and receivables

Changes in income tax payables and receivables:

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| **At 1 January** | | **(269.5)** | **(235.4)** |
| Profit or loss | | (52.7) | (120.4) |
| Payments | | 56.7 | 67.4 |
| Withholding tax not recoverable | | 9.7 | 20.5 |
| Effect of movement in exchange rates | | 1.6 | (1.6) |
| **At 31 December** | | **(254.2)** | **(269.5)** |
| Uncertain tax position - current | | (244.7) | (263.3) |
| Income tax payables | | (9.7) | (7.1) |
| **Total** | | **(254.4)** | **(270.4)** |
| Income tax receivables | 9 | 0.2 | 0.9 |
| **Total** | | **0.2** | **0.9** |

### Sorfert tax reinvestment case

On 29 December 2020 the Large Multinationals Directorate of the Algerian Tax Authorities ("DGE") issued a letter to Sorfert in which its initial claim of DZD 7,296 million (USD 53.3 million) was maintained relating to the alleged non-compliance with the reinvestment obligations under a tax exemption as granted in 2014 by the Agence Nationale de Developpement de l'Investissement ("ANDI"). The DGE is of the opinion that Sorfert did not carry out the reinvestment obligation timely as required under ANDI exemption. As a result, the DGE required Sorfert to repay the full assumed tax benefit it enjoyed in relation herewith.

On 1 February 2021, Sorfert appealed to this decision and as part of the appeal process made an initial payment of DZD 2,189 million (USD 16.4 million), representing 30% of the total tax claim.

On 31 October 2021, the appeal of Sorfert to the initial claim was rejected by the Internal Appeals Committee of the DGE (and the total exposure was increased with a 25% penalty) and it had to pay DZD 1,824 million (USD 13.3 million) (20% of the initial claim and penalties including penalties on the amount already paid in February 2021). Although Sorfert is of the opinion that it has complied with its reinvestment obligations, the DGE applied a different interpretation of the reinvestment law. Since there is no detailed guidance on the interpretation, the ability to firmly assess the technical merits of this case is limited. Due to this lack of detailed guidance and negative outcome of the first appeal, management is currently of the opinion that when weighing all the current facts and circumstances and application of interpretive guidance of IFRIC 23, it has become probable that Sorfert will be required to settle the remainder of the disputed tax amount.

As a result, the Group recorded the full impact of the reinvestment case as an income tax expense amounting to USD 65.8 million in 2021.

On 24 February 2022, Sorfert pursued, supported by its external advisors, the next instance of appeal to the Central Appeals Commission as Sorfert management continues to have the view that Sorfert has satisfied the reinvestment obligations under the ANDI regime and therefore the grounds of the claim should be ruled as unfounded.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 10. Income taxes continued
### 10.4. Income tax payables and receivables continued

On 11 December 2024, Sorfert's appeal was rejected by the tax authority. Management is currently assessing the possibility of a further appeal.

As at 31 December 2024, the remaining uncertain tax position in relation to this matter is DZD 5,108 million (USD 37.8 million) (2023: DZD 5,108 million (USD 38.3 million)), included in income tax payables.

On 27 February 2025, a formal decision was issued by the Algerian Tax authorities which rejected the appeal. As a result, the payment will be disbursed over the next 3 years in monthly installments, starting in March 2025. The Group has decided to further appeal the decision.

### Compliance with laws and regulations

#### UAE Tax Law

On 9 December 2022, the UAE Ministry of Finance ("MOF") released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses ("the Law") to enact a Federal corporate tax ("CT") regime in the UAE. The CT regime is effective for accounting periods beginning on or after 1 June 2023 (which makes the year ended 31 December 2024 as the first taxable year for relevant group entities).

As per Cabinet Resolution No. 116/2022, effective 2023, a corporate tax rate of 9% applies to entities having an income exceeding AED 375,000. However, Qualifying Free Zone entities that meet specific conditions can still benefit from a 0% tax rate.

On 3 November 2023, the MOF issued two decisions wherein they defined Qualifying Income and Qualifying Activities for Free Zone entities. As per the issued decisions, Qualifying Activities include 'Trading of Qualified Commodities', 'Headquarter Services', 'Holding of Shares and Other Securities', 'Treasury and financing services to Related Parties' and 'Distribution of goods or materials in or from a Designated Zone.

These notifications prompted an assessment for the Group entities in the UAE, particularly entities incorporated in the Abu Dhabi Global Market, to determine whether they are classified as a Qualified Freezone Person and subject to 0% Corporate Tax rate or subject to a 9% Corporate Tax rate.

Based on interpretation of corporate tax law, management has reviewed the tax status of all UAE group entities and has concluded that the majority of group entities will either benefit from the Qualified Freezone regime or be exempt from corporate tax. Consequently, there is no material tax impact on the group for the financial year ended 31 December 2024.

#### Pillar Two Global Minimum Tax Law

On 20 December 2021, the jurisdictions of the OECD/G20 Inclusive Framework on Base Erosion and Profit Shifting ('OECD BEPS') released the so-called Pillar Two Model Rules (also referred to as the "Anti Global Base Erosion" or "GloBE" Rules) which are designed to ensure that large multinational enterprises ('MNE's) pay a minimum level of tax of 15% on the aggregated qualifying income arising in each jurisdiction where they operate ('Pillar Two').

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 10. Income taxes continued
### 10.4. Income tax payables and receivables continued

On 15 December 2022, the EU Member States unanimously adopted an EU directive ensuring a global minimum level of taxation and agreed to apply these rules for fiscal years starting on or after 31 December 2023.

UAE is also a member of the OECD BEPS Inclusive Framework and is committed to addressing the challenges faced by tax jurisdictions internationally. Accordingly, the UAE's Ministry of Finance ("MOF") has implemented Domestic Minimum Top-up Tax for the financial year starting from 1 January 2025.

Pillar Two rules apply to internationally operating multi-national enterprise('MNE') groups with annual revenues at or above EUR 750 million. Accordingly, qualifying taxpayer calculates its effective tax rate for the aggregated activities in each jurisdiction where it operates and pays top-up tax for the difference between its effective tax rate per jurisdiction and the global minimum tax rate of 15%. Any resulting top-up tax is generally paid either in the jurisdiction of low-tax entity or in the country of the Ultimate Parent Entity/Intermediate Parent.

As the Group meets the revenue threshold and has a foreign presence it will fall within the scope of Pillar Two. Further, pursuant to the ADNOC acquisition, Fertiglobe's Ultimate Parent entity has changed during the year i.e.
- OCI group for the period 1 January 2024 to 14 October 2024; and
- ADNOC group for the period 15 October 2024 to 31 December 2024.

Accordingly, the Group has assessed its Pillar 2 liability under both its ultimate parent entities. Under both the ultimate parent entity, due to distinct nature of Pillar 2 regulations, Fertiglobe MENA BV (Netherlands) will be required to comply with Pillar Two regulations for all Fertiglobe group entities below it.

The Group may be required to pay a top-up tax for the activities held in Algeria due to the respective jurisdiction's potential effective tax rate not exceeding 15% as determined under the Pillar Two rules. Accordingly,  the Group recognized USD 1.1 million in Pillar Two top-up tax in relation to its globe income generated in Algeria. Aforesaid top-up tax is computed based on the economic ownership of the group in Sorfert Algérie SPA.

Going forward from 2025 onwards, the Group would be part of ADNOC group and will have to assess its Pillar Two position after taking into consideration ADNOC group's presence in each of its jurisdictions.

Furthermore, the UAE has introduced the Qualified Domestic Minimum Top-up Tax (QDMTT), effective from January 1, 2025. Consequently, the Group is in the process of assessing the impact on its Effective Tax Rate (ETR) for the UAE.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 11. Inventories

| | 2024 | | |
|---|---|---|---|
| **$ millions** | **Gross** | **Write down** | **Net** |
| Finished goods | 57.0 | - | 57.0 |
| Raw materials and consumables | 17.6 | (0.5) | 17.1 |
| Spare parts, fuels and others | 126.9 | (37.0) | 89.9 |
| **Total** | **201.5** | **(37.5)** | **164.0** |

| | 2023 | | |
|---|---|---|---|
| **$ millions** | **Gross** | **Write down** | **Net** |
| Finished goods | 40.4 | (0.5) | 39.9 |
| Raw materials and consumables | 16.4 | (0.7) | 15.7 |
| Spare parts, fuels and others | 114.0 | (36.0) | 78.0 |
| **Total** | **170.8** | **(37.2)** | **133.6** |

Inventories that were recognized as an expense during the year ended 31 December 2024 and 2023 are disclosed in note 21.

The movement in the allowance during the year was as follows:

| **$ millions** | **2024** | **2023** |
|---|---|---|
| **At 1 January** | (37.2) | (36.4) |
| Provision recorded | (0.3) | (0.8) |
| **At 31 December** | **(37.5)** | **(37.2)** |

## 12. Cash and cash equivalents

| **$ millions** | **2024** | **2023** |
|---|---|---|
| Cash on hand | 0.1 | 0.1 |
| Bank balances | 633.8 | 759.7 |
| **Total** | **633.9** | **759.8** |

### Reconciliation to cash flow statement

The above figures reconcile to the amount of cash shown in the consolidated statement of cash flows at the end of the financial year as follows:

| **$ millions** | **2024** | **2023** |
|---|---|---|
| Balances as above | 633.9 | 759.8 |
| Bank overdraft (see note 16) | (15.5) | - |
| **Balance as per statement of cash flows** | **618.4** | **759.8** |

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 13. Share capital
The movements in the number of shares can be summarized as follows:

| Millions | 2024 | 2023 |
|---|---|---|
| **Number of shares (fully paid) at 1 January and 31 December** | 8,301.3 | 8,301.3 |
| **Par value per share (in $)** | 0.16 | 0.16 |
| **Value at 31 December (in $)** | 1,328.2 | 1,328.2 |

## 14. Reserves and retained earnings

| $ millions | Other reserves | Currency translation reserve | Total reserves | Retained earnings |
|---|---|---|---|---|
| **At 1 January 2023** | **(604.8)** | **(530.3)** | **(1,135.1)** | **1,865.1** |
| Profit for the year | - | - | - | 348.9 |
| Dividends to shareholders | - | - | - | (975.0) |
| Currency translation differences | - | 16.0 | 16.0 | - |
| Impact difference in profit sharing non-controlling interest[1] | - | - | - | (3.4) |
| **At 31 December 2023** | **(604.8)** | **(514.3)** | **(1,119.1)** | **1,235.6** |
| Profit for the year | - | - | - | 159.9 |
| Dividends to shareholders | - | - | - | (350.0) |
| Currency translation differences | - | (4.7) | (4.7) | - |
| Impact difference in profit sharing non-controlling interest[1] | - | - | - | (2.9) |
| Remeasurement of post-employment benefits | (2.0) | - | (2.0) | - |
| Other[2] | (3.2) | - | (3.2) | - |
| **At 31 December 2024** | **(610.0)** | **(519.0)** | **(1,129.0)** | **1,042.6** |

[1] In the partnership agreement of Sorfert Algeria SPA between the Group and the partner, a profit-sharing arrangement is agreed, where the other partner will receive a relatively higher portion of dividends in compensation for lower natural gas prices arranged for by the partner.

[2] As part of the Contribution Agreement between ADNOC and OCI N.V., Fertiglobe plc agreed to repay the relevant party certain tax refunds in relation to balances prior to its formation, consequently, the Group recorded an indemnity payable of USD 3.2 million in 2024 against equity.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 14. Reserves and retained earnings continued

### Other reserves

Other reserves represent contribution from OCI N.V. (previous shareholder) in the form of assets under common control and other capital contributions in kind (including those related to indemnity provided by OCI N.V. to Fertiglobe shareholders) and remeasurement of post-employment benefits.

### Currency translation reserve

The Currency Translation Reserve represents the cumulative translation differences arising from translating the financial statements of the Group's foreign operations into the presentation currency of the Company.

### 2024 Dividends to shareholders

On 30 April 2024, the shareholders approved dividends of USD 200 million (equivalent of USD 0.024 per share) related to the second half of the year ended 31 December 2023. These dividends were approved by the Board on 13 February 2024 and paid in May 2024.

On 30 September 2024, the Board approved interim dividends of USD 150 million (equivalent of USD 0.018 per share) for the first half of the year ended 31 December 2024. These dividends were paid during October 2024.

### 2023 Dividends to shareholders

On 11 April 2023, the shareholders approved dividends of USD 700.0 million (equivalent of USD 0.084 per share) related to the second half of the year ended 31 December 2022. These dividends were approved by the Board on 13 February 2023 and paid on 17 and 19 April 2023.

On 6 November 2023, the Board approved interim dividends of USD 275 million (equivalent of USD 0.033 per share) for the first half of the year ending 31 December 2023. These dividends were paid in full on 15 November 2023.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 15. Non-controlling interests

| 2024<br>$ millions | Egyptian Basic Industries Corporation | Sorfert Algeria Spa | Others | Total |
|---|---|---|---|---|
| Non-controlling interests | 25% | 49.01% | | |
| Non-current assets | 60.1 | 276.1 | 0.7 | 336.9 |
| Current assets | 23.2 | 142.9 | 0.2 | 166.3 |
| Non-current liabilities | (1.8) | (22.8) | (0.5) | (25.1) |
| Current liabilities | (9.2) | (172.9) | (0.1) | (182.2) |
| **Net assets** | **72.3** | **223.3** | **0.3** | **295.9** |
| Revenues | 50.4 | 257.0 | 0.1 | 307.5 |
| Profit for the year | 16.3 | 37.3 | 0.1 | 53.7 |
| Other comprehensive income | - | (4.3) | - | (4.3) |
| **Total comprehensive income** | **16.3** | **33.0** | **0.1** | **49.4** |
| **Dividend cash flows** | (21.4) | (172.5) | - | (193.9) |

| 2023<br>$ millions | Egyptian Basic Industries Corporation | Sorfert Algeria Spa | Others | Total |
|---|---|---|---|---|
| Non-controlling interests | 25% | 49.01% | | |
| Non-current assets | 65.2 | 321.2 | 0.6 | 387.0 |
| Current assets | 21.4 | 173.9 | 0.2 | 195.5 |
| Non-current liabilities | (1.6) | (60.9) | (0.6) | (63.1) |
| Current liabilities | (7.5) | (86.8) | (0.1) | (94.4) |
| **Net assets** | **77.5** | **347.4** | **0.1** | **425.0** |
| Revenues | 62.9 | 284.4 | 0.2 | 347.5 |
| Profit for the year | 26.9 | 129.1 | 0.1 | 156.1 |
| Other comprehensive income | - | 12.6 | - | 12.6 |
| **Total comprehensive income** | **26.9** | **141.7** | **0.1** | **168.7** |
| **Dividend cash flows** | (29.2) | (856.5) | - | (885.7) |

### Impact difference in profit sharing non-controlling interests

In the partnership agreement in Sorfert between the Group and the partner, a profit-sharing arrangement is agreed, where the other partner will receive a relatively higher portion of dividends in compensation for lower natural gas prices arranged for by the partner, which is recognized as an expense in cost of sales with the other side in non-controlling interests portion of equity. As a result of this agreement the non-controlling interests increased by USD 11.0 million during 2024 (2023: USD 39.7 million).

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 15. Non-controlling interests continued

### Dividends to Non-controlling interests

2024 dividends to Non-controlling interests represent:

- EBIC declared dividends to NCI on 26 February 2024 and 8 August 2024 of USD 15.9 million and USD 5.5 million respectively. Both these dividends were paid in 2024.
- Dividends were declared to NCI by Sorfert Algeria SPA on 28 May 2024 for an amount of DZD 23.1 billion (USD 171.0 million). This was paid in 2024.

2023 dividends to Non-controlling interests represent:

- EBIC declared dividends to NCI on 3 May 2023 and 29 August 2023 of USD 19.2 million and USD 10.0 million respectively. Both these dividends were paid in 2023.
- Dividends were declared to NCI by Sorfert Algeria SPA on 26 April 2023 for an amount of DZD 117.2 billion (USD 867.7 million). This was paid in 2023.

Total dividends paid to NCI during the year amounted to USD 193.9 million (2023: USD 885.7 million). The difference between dividends declared and dividends paid is due to foreign exchange.

## 16. Loans and borrowings

| $ millions | 2024 | 2023 |
|---|---|---|
| **At 1 January** | **1,665.1** | **1,155.2** |
| Proceeds from bank overdraft facility | 15.5 | - |
| Proceeds from borrowings[1] | 365.5 | 2,093.4 |
| Repayment of borrowings[1] | (381.7) | (1,573.4) |
| Amortization of transaction costs | 3.8 | 2.8 |
| Incurred transaction costs | - | (18.3) |
| Accrued interest[2] | 16.3 | - |
| Effect of movement in exchange rates | (2.3) | 5.4 |
| **At 31 December** | **1,682.2** | **1,665.1** |
| Non-current | 1,425.5 | 1,490.2 |
| Current | 256.7 | 174.9 |
| **Total** | **1,682.2** | **1,665.1** |

[1] On 4 January 2023, the Group executed the drawdown of USD 900 million from the 2022 Term Loan Facility. On 28 November 2023, the Group executed the drawdown of USD 500 million from the 2023 amended and restated term loan. Both the proceeds were directly received by the agent and were used to repay the existing balance under the Bridge Loan facility and Revolving Credit facility respectively. The Bridge Loan Facility is no longer available following this settlement. These were material non-cash transactions during the year ended 31 December 2023.

[2] Transferred from trade and other payables during the year ended 31 December 2024.

The effect of movement in exchange rate mainly relates to DZD denominated loans, which are different from the Group's presentation currency (note 6).
The carrying amount of loans and borrowings approximates its fair value.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 16. Loans and borrowings continued

### Bank overdraft

On 24 June 2024, the Group obtained an Overdraft faciliity of USD 50.0 million. The facility is at a rate of SOFR/EIBOR/EURIBOR + 1.10% per annum and is repayable on demand.

### 2023 Term loan

On 15 November 2023, the Group amended the existing Term Loan facility to include a new five-year Facility C of USD 500 million at an interest rate of SOFR + 1.65%. The proceeds from this facility were used to repay the outstanding balance in the Revolving Credit facility.

Total transaction costs for the term loan amounted to USD 5.4 million, excluding VAT.

### 2023 Working Capital facility

On 6 December 2023, the Group obtained a new Working Capital facility of USD 75.0 million. The facility is at a rate of EIBOR/SOFR + 0.90% per annum and is available for a period of 364 days with a yearly extension option.

### Supply chain finance arrangement

On 7 September 2023, Fertiglobe plc entered into a USD 85 million supply chain finance programme with Emirates NBD Bank P.J.S.C. ("ENBD"). This is a payment service whereby ENBD supports the Group in payments within the Group entities for intercompany sales and purchases providing the buyer with extended credit terms. Discounting charges of Term SOFR + 1.00% p.a. is charged to the suppliers.

### 2022 Working Capital facility

On 14 April 2022, the Group obtained a Working Capital facility arrangement of USD 50.0 million. The facility is at a rate of LIBOR/EIBOR/SOFR + 1.50% per annum and is available for a period of 364 days with a yearly extension option.

### Trade Finance facility

On 26 July 2015, the Group obtained a Trade finance facility arrangement of USD 75.0 million. This facility was amended and renewed in September 2022 to increase the available amount to USD 95.0 million at a rate of SOFR + 1.00%.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 16. Loans and borrowings continued

### Covenants

Fertiglobe plc and Sorfert loan agreements include financial covenants. The definitions for calculating the financial covenants applicable to the facilities within the Group can be summarized as follows:

- Debt Service Coverage Ratio: Income Available (revenue earned less operating expenses) to Debt Service (net finance charges including the capital element of finance leases) or gross profit less change in working capital to interest and principal payments.
- Debt to Equity Ratio or leverage ratio: Gross Debt (current and long-term debt obligations) to total Equity (the sole capital of the borrower).
- Interest coverage ratio: net annual operating income to net finance charges.

At 31 December 2024 all financial covenants were met. In the event the Group does not comply with the covenant requirements, the loans would become immediately due. Refer to (note 6.2) for additional discussion of the Group's liquidity risk. The external borrowings include change in control clauses that enable the lenders to call the financing provided.

### Undrawn facilities

As at 31 December 2024, the Group has the following undrawn facilities:

- Revolving cash facility of USD 600 million
- 2023 Working capital facility of USD 5.3 million
- Supply chain finance facility of USD 85 million
- 2022 Working capital facility of USD 38.3 million
- Bank overdraft of USD 34.5 million
- Trade finance facility USD 14.9 million

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 16. Loans and borrowings continued

| Borrowing company | Type of Loan | Principal amount (millions) | Interest rate | Date of maturity | Carrying amount ($ millions) | Long-term portion ($ millions) | Short-term portion ($ millions) |
|---|---|---|---|---|---|---|---|
| Sorfert Algeria SPA ("Sorfert") | Term loan- Secured[1] | USD 961.3<br>DZD 114,440.0 | Algerian bank interest rate plus rate of 1.95% per annum | June 2026 | 100.8 | 33.6 | 67.2 |
| Fertiglobe plc | Term loan- Unsecured[2] | USD 300.0 (Facility A)<br>USD 600.0 (Facility B)<br>USD 500.0 (Facility C) | SOFR +1.25%<br>SOFR +1.50%<br>SOFR +1.40% | January 2026<br>January 2028<br>December 2028 | 1,407.1 | 1,393.7 | 13.4 |
| Fertiglobe plc | Revolving Credit facility - Unsecured | USD 600.0 | SOFR + 1.40% | December 2027 | (2.7) | (1.8) | (0.9) |
| Fertiglobe Distribution Ltd,Fertiglobe Fertilizer Trading Ltd | Trade Finance facility | USD 95.0 | SOFR + 1.00% | Renewed annually | 80.1 | - | 80.1 |
| Fertiglobe Distribution Ltd, Ruwais Fertilizers Industries LLC Fertiglobe Fertilizer Trading Ltd, Fertiglobe International Trading LLC | 2022 Working Capital facility[3] | USD 50.0 | SOFR + 1.50% | July 2025 (Extendable) | 11.7 | - | 11.7 |
| Fertiglobe plc,Fertiglobe Distribution Ltd, Fertiglobe International Trading LLC | Supply chain finance arrangement | USD 85.0 | SOFR +1.00% | Renewed annually | - | - | - |
| Fertiglobe plc, Fertiglobe Holding Investment Ltd, Fertiglobe Distribution Ltd,Fertiglobe Fertilizer Trading Ltd,Fertiglobe International Trading LLC | Bank overdraft | USD 50.0 | SOFR / EIBOR / EURIBOR + 1.10% | On demand | 15.5 | - | 15.5 |
| Fertiglobe Distribution Ltd,Ruwais Fertilizers Industries LLC Fertiglobe Fertilizer Trading Ltd,Fertiglobe International Trading LLC | 2023 Working Capital facility[3] | USD 75.0 | EIBOR / SOFR +0.90% | December 2025 (Extendable) | 69.7 | - | 69.7 |
| **Total 31 December 2024** | | | | | **1,682.2** | **1,425.5** | **256.7** |

[1] Debt service reserve account, ban for any disposal or decrease of the Company shares and assets. Collateral against the production facility in case of non-payment.

[2] Loan is guaranteed by Fertiglobe plc, Egyptian Fertilizers Company S.A.E., Ruwais Fertilizer Industries LLC, Fertiglobe Fertilizer Trading Ltd and Fertiglobe Distribution Limited.

[3] The loan is guaranteed, jointly and severally, by Fertiglobe Distribution Ltd, Ruwais Fertilizer Industries LLC, Fertiglobe Fertilizer Trading Ltd and Fertiglobe International Trading LLC

# **Notes to the consolidated Financial Statements** continued

FOR THE YEAR ENDED 31 DECEMBER

## 16. Loans and borrowings continued

| Borrowing company | Type of Loan | Principal amount (millions) | Interest rate | Date of maturity | Carrying amount ($ millions) | Long-term portion ($ millions) | Short-term portion ($ millions) |
|---|---|---|---|---|---|---|---|
| Sorfert Algeria SPA ("Sorfert") | Term loan-Secured[1] | USD 961.3<br>DZD 114,440.0 | Algerian bank interest rate + 1.95% | June 2026 | 170.2 | 102.1 | 68.1 |
| Fertiglobe plc | Term loan-Unsecured[2] | USD 300.0 (Facility A)<br>USD 600.0 (Facility B)<br>USD 500.0 (Facility C) | SOFR +1.50%<br>SOFR +1.75%<br>SOFR +1.65% | January 2026<br>January 2028<br>December 2028 | 1,388.0 | 1,390.8 | (2.8) |
| Fertiglobe plc | Revolving Credit facility - Unsecured | USD 600.0 | SOFR + 1.40% | December 2027 | (3.6) | (2.7) | (0.9) |
| Fertiglobe Distribution Ltd<br>Fertiglobe Fertilizer Trading Ltd | Trade Finance facility | USD 95.0 | SOFR + 1.00% | Renewed annually | 75.7 | - | 75.7 |
| Fertiglobe Distribution Ltd<br>Ruwais Fertilizers Industries LLC<br>Fertiglobe Fertilizer Trading Ltd | 2022 Working Capital facility[3] | USD 50.0 | EIBOR/SOFR + 1.50% | July 2024 (extendable) | - | - | - |
| Fertiglobe plc<br>Fertiglobe Distribution Ltd | Supply Chain Finance arrangement | USD 85.0 | SOFR + 1.00% | Renewed annually | 34.8 | - | 34.8 |
| Fertiglobe Distribution Ltd<br>Ruwais Fertilizers Industries LLC<br>Fertiglobe Fertilizer Trading Ltd | 2023 Working Capital facility[3] | USD 75.0 | EIBOR/SOFR + 0.90% | December 2024 (extendable) | - | - | - |
| **Total 31 December 2023** | | | | | **1,665.1** | **1,490.2** | **174.9** |

[1] Debt service reserve account, ban for any disposal or decrease of the Company shares and assets. Collateral against the production facility in case of non-payment.

[2] Loan is guaranteed by Fertiglobe plc, Egyptian Fertilizers Company S.A.E., Ruwais Fertilizer Industries LLC, Fertiglobe Fertilizer Trading Ltd and Fertiglobe Distribution Limited.

[3] The loan is guaranteed, jointly and severally, by Fertiglobe Distribution Ltd. Ruwais Fertilizer Industries LLC and Fertiglobe Fertilizer Trading Ltd.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 17. Leases

### Group as a lessee

The Group leases a number of office spaces, warehouses, land, employee accommodation, and vessels. Lease terms for land and buildings vary from two years to indefinite renewal options. Calculations of the lease obligation for leases with indefinite renewal options are done using a lease term based on the expected renewal periods which can be in excess of 100 years. The lease terms for vessels are two years.

### 17.1. Lease obligations

| $ millions | Non-current lease obligations | Current lease obligations | Total |
|---|---|---|---|
| **At 1 January 2023** | **73.7** | **17.4** | **91.1** |
| **Movement in the carrying amount:** | | | |
| Payments | - | (24.4) | (24.4) |
| Accretion of interest | 3.6 | 1.4 | 5.0 |
| Additions and remeasurements | 9.1 | 10.8 | 19.9 |
| Transfers | (18.7) | 18.7 | - |
| Disposal | - | (1.3) | (1.3) |
| Effect of movement in exchange rates | 0.2 | 0.1 | 0.3 |
| **At 31 December 2023** | **67.9** | **22.7** | **90.6** |
| **Movement in the carrying amount:** | | | |
| Payments | - | (22.5) | (22.5) |
| Accretion of interest | 3.3 | 1.0 | 4.3 |
| Additions and remeasurements | 5.4 | 10.1 | 15.5 |
| Transfers | (12.6) | 12.6 | - |
| Disposal | (0.7) | (0.1) | (0.8) |
| Effect of movement in exchange rates | (0.2) | - | (0.2) |
| **At 31 December 2024** | **63.1** | **23.8** | **86.9** |

| 2024 $ millions | Carrying amount | Contractual cash flow | Less than 1 year | Between 1 and 5 years | More than 5 years |
|---|---|---|---|---|---|
| Lease obligations | 86.9 | 315.0 | 26.1 | 20.1 | 268.8 |

| 2023 $ millions | Carrying amount | Contractual cash flow | Less than 1 year | Between 1 and 5 years | More than 5 years |
|---|---|---|---|---|---|
| Lease obligations | 90.6 | 318.8 | 22.8 | 25.9 | 270.1 |

### 17.2. Right-of-use assets

| $ millions | Land and buildings | Vessels | Others | Total |
|---|---|---|---|---|
| **At 1 January 2023** | **74.2** | **-** | **2.6** | **76.8** |
| **Movement in the carrying amount:** | | | | |
| Additions and remeasurements | - | 19.2 | 0.7 | 19.9 |
| Disposals | - | - | (1.3) | (1.3) |
| Depreciation | (12.3) | (7.3) | (1.0) | (20.6) |
| Effect of movement in exchange rates | 0.1 | - | - | 0.1 |
| **At 31 December 2023** | **62.0** | **11.90** | **1.0** | **74.9** |
| **Movement in the carrying amount:** | | | | |
| Additions and remeasurements | 2.1 | 13.4 | - | 15.5 |
| Disposal | - | - | (0.7) | (0.7) |
| Depreciation | (11.7) | (9.1) | (0.2) | (21.0) |
| Effect of movement in exchange rates | (0.1) | - | - | (0.1) |
| **At 31 December 2024** | **52.3** | **16.2** | **0.1** | **68.6** |

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 18. Trade and other payables

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| Trade payables | | 41.7 | 58.1 |
| Trade payables due to related parties | 25 | 4.6 | 5.1 |
| Amounts payable under the securitization program | | 29.1 | 14.4 |
| Accrued expenses | | 351.8 | 170.6 |
| Accrued interest[1] | | - | 19.3 |
| Deferred income | | 3.3 | 2.1 |
| Other tax payable | | 0.7 | 1.4 |
| Other payables | | 25.8 | 15.8 |
| Other payables to related parties | 25 | 31.3 | 46.6 |
| **Total[2]** | | **488.3** | **333.4** |
| Non-current | | 7.3 | 6.7 |
| Current | | 481.0 | 326.7 |
| **Total[2]** | | **488.3** | **333.4** |

[1] Transferred to loans and borrowings as at 31 December 2024.

[2] Post employment benefits of USD 15.7 million previously classified in the 2023 consolidated financial statements within trade and other payables are presented separately under provisions to be consistent with the presentation adopted in these consolidated financial statements.

The trade payables include amounts due to securitization company of USD 29.1 million (2023: USD 14.4 million). Information about the Group's exposure to currency and liquidity risk is included in note 6.

Accrued expenses include accrual related to Sorfert increased gas cost amounting to USD 182.8 million as at 31 December 2024 (2023: USD 7.2 million), refer note 5.

Non-current trade and other payables have not been discounted as the effect would be immaterial. The carrying amount of trade and other payables approximates its fair value.

## 19. Provisions

| $ millions | Claims and other provisions | Post-employment benefits | Total |
|---|---|---|---|
| **At 1 January 2024** | **36.0** | **15.7** | **51.7** |
| Provision made during the year | 14.2 | 4.2 | 18.4 |
| Provisions reversed/utilized | (11.9) | (0.7) | (12.6) |
| Transfers | - | 1.5 | 1.5 |
| Remeasurement of post-employment benefits | - | 2.0 | 2.0 |
| Effect of movement in exchange rates | (9.2) | (0.7) | (9.9) |
| **At 31 December 2024** | **29.1** | **22.0** | **51.1** |
| Non-current | - | 22.0 | 22.0 |
| Current | 29.1 | - | 29.1 |
| **Total** | **29.1** | **22.0** | **51.1** |

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 19. Provisions continued

| $ millions | Claims and other provisions | Donation provisions[1] | Post-employment benefits[2] | Total |
|---|---|---|---|---|
| **At 1 January 2023** | **30.5** | **76.9** | **14.5** | **121.9** |
| Provision made during the year | 10.5 | - | 2.8 | 13.3 |
| Provisions reversed/utilized | (0.3) | (61.7) | (1.6) | (63.6) |
| Effect of movement in exchange rates | (4.7) | (15.2) | - | (19.9) |
| **At 31 December 2023** | **36.0** | **-** | **15.7** | **51.7** |
| Non-current | - | - | 15.7 | 15.7 |
| Current | 36.0 | - | - | 36.0 |
| **Total** | **36.0** | **-** | **15.7** | **51.7** |

[1] Refer to note 26 OCI S.A.E. tax dispute

[2] Post employment benefits of USD 15.7 million previously classified in the 2023 consolidated financial statements within trade and other payables are presented separately under provisions to be consistent with the presentation adopted in these consolidated financial statements.

### Claim and other provisions

The Group is involved in litigations, arbitrations and commercial disputes. In cases where it is probable that the outcome of the legal proceedings and commercial disputes will be unfavorable, and the financial outcome can be measured reliably, a provision has been recognized. Reference is made to note 26 for detailed information with respect to major ongoing litigations and claims for which no provision has been recognized.

### Egypt National Training Fund

Articles 133 and 134 of the Egyptian Labor Law No. 12 of 2003 requires all businesses in Egypt with more than 10 employees to contribute 1% of their net profit into a National Training Fund ('Fund'). No application guidance was issued and its constitutionality was being challenged on multiple grounds including duplication of financial burden and contradiction to advantages under other laws.

As such, this Law was not applied in general by businesses in the region. Following a supreme court ruling which found the article to be constitutional in March 2022, the General Secretary of the National Training Fund issued a circular on 18 May 2022 which re-triggered the obligation on employers to pay such contribution of 1% of their annual net profit to the Fund in accordance with Article 134 of the Egyptian Labor Law.

External legal counsel assisted in analysing the key aspects in preparing a best estimate for such contribution. Key assumptions included i) the treatment of such contribution as tax, fee or other, ii) the statute of limitation and iii) how to consider forex translation. Other considerations included the applications for tax free zone entities (relevant for EBIC) and potential waiver or reduction as result of an internal training program (EFC) and impact of interest and penalties. The maximum exposure is estimated to be around USD 167.2 million (2023: USD 171.3 million). When taking a statute of limitation of five years into consideration the maximum exposure is limited to USD 35.2 million (2023: USD 34.7 million) (excluding interest or penalties). Based on the most likely scenario according to external legal counsel, the Group has recognized a total provision of USD 12.1 million (USD 8.7 million for OCI SAE, USD 3.3 million for EFC and none for EBIC) as at December 2024 (2023: USD 17.7 million) considering the treatment as a fee, a statute of limitations of five years and translation at the respective year exchange rate.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 19. Provisions continued

Considering the current limited application guidance and as this is impacting majority of business in Egypt, there is an expectation that further application guidance will be issued by the regulator in due course.

## 20. Segment reporting

In the governance structure within Fertiglobe, the Chief Operating Decision Maker ("CODM") is responsible for assessing the performance of the Group and its operating segments as well as for allocating resources. The CODM reviews the performance of the following operating segments:

1. Egypt Basic Industries Corporation ("EBIC")
2. Egyptian Fertilizers Company ("EFC")
3. Sorfert Algerie ("Sorfert")
4. Ruwais Fertilizer Industries -Sole Proprietorship LLC ("Fertil")
5. Trading entities - Own produced volumes
6. Trading entities - Third party sales

The production and marketing of own produced volumes share the same characteristics:

- The nature of the products produced, the production processes (technology applied), output generated, pricing applied (based on international benchmark pricing), customers services are similar for all production plants within Fertiglobe;
- All entities are producing ammonia using gas as key input material. The largest part of this ammonia is used for the production of Urea. Both Ammonia and Urea are nitrogen-based Fertilizers and belong to the same product group. These products are sold into the international market and are subject to similar pricing conditions and market forces. The end customers for each of the plants are largely the same;
- The majority of volumes produced by Fertiglobe's production entities are centrally marketed by various trading entities. As a result of the central marketing strategy, the cashflow and performance of each of the production entities is largely dependent on the ability of trading entities to market the products;
- The production and marketing of own produced volumes have similar economic characteristics as the high margin production and marketing of own produced volumes are bifurcated from the (lower) margin trading activities;
- The production entities are all exposed to the same international fertilizer market on the sell side;
- The production entities all benefit from long term gas offtake agreements with no/limited price exposure on the supply of natural gas. In addition, other raw materials used for production largely consist of utilities, which are widely available in all production locations;

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 20. Segment reporting continued

- All production locations are located close to one or more international sea ports which simplifies the logistics of sourcing raw materials and shipping products to customers;
- Although the production entities are subject to local laws and regulations from a legal and environmental perspective these environments are largely based on the same fundamentals.

In the view of the above, aggregation will take place in two main reportable segments:

1. Production and Marketing of own produced volumes; comprises the operating segments EBIC, EFC, Sorfert, Fertil and trading entities – own produced volumes.
2. Third party trading (buy and sell of third-party volumes) comprises trading entities – third party sales.

Fertiglobe's reportable segments are consistent with how the CODM manages the business operations and views the markets it serves.

The Company derives the results of the business segments directly from its internal management reporting system. Both segments are reviewed separately by the management as they require different strategies and generate different margins. The entities grouped together in each segment have similar regulatory environments, macroeconomic conditions as they are trading in a global commodity market. The Group has one revenue stream from contracts with customers which is the sales of Fertilizers products (Ammonia and Urea).

A summary description of each reportable segment is as follows:

### Production and Marketing of own produced volumes

This segment includes the performance of all the manufacturing and trading operating companies that are producing Urea and Ammonia, but it excludes the third-party trading activities (see, second segment) as the own-produced volumes are limited by the production capacity of the plants, and their pricing strategy and margins are different. In addition, the level of assets and investments are high for production activities and generally low for trading activities (limited to working capital).

### Third party trading (buy and sell of third-party volumes)

The third-party trading segment includes the fertilizer products that are bought from third parties and sold to third parties. This segment generally generates low margins, there is no volume limit on production capacity, and there is no need for material capital investments (if any).

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 20. Segment reporting continued

### Other (corporate and other entities)

This segment consists of all remaining entities of the Group.

| 2024 $ millions | Production and marketing of owned produced volumes | Third party trading | Other | Elimination | Total |
|---|---|---|---|---|---|
| **Total external revenues** | **1,896.2** | **113.0** | **-** | **-** | **2,009.2** |
| Adjusted EBITDA | 697.5 | 2.1 | (51.7) | - | 647.9 |
| Depreciation, amortization and impairment | (276.3) | - | (3.2) | - | (279.5) |
| Finance income | 130.8 | 2.8 | 116.6 | (233.1) | 17.1 |
| Finance expense | (136.5) | (4.9) | (227.3) | 233.1 | (135.6) |
| Net foreign exchange gain/(loss) | (33.7) | (2.4) | 34.8 | - | (1.3) |
| Income tax | (12.6) | - | (3.1) | - | (15.7) |
| Other (including provisions) | (7.2) | - | (12.1) | - | (19.3) |
| **Profit for the year** | **362.0** | **(2.4)** | **(146.0)** | **-** | **213.6** |
| Capital expenditures | 134.3 | - | 42.7 | - | 177.0 |
| **Total assets** | **4,167.8** | **22.6** | **220.2** | **-** | **4,410.6** |

| 2023 $ millions | Production and marketing of owned produced volumes | Third party Trading | Other | Elimination | Total |
|---|---|---|---|---|---|
| **Total external revenues** | **2,211.7** | **204.5** | - | - | **2,416.2** |
| Adjusted EBITDA | 1,043.8 | 3.9 | (44.0) | - | 1,003.7 |
| Depreciation, amortization and impairment | (272.9) | (2.9) | (3.5) | - | (279.3) |
| Finance income | 101.9 | 7.2 | 62.2 | (155.0) | 16.3 |
| Finance expense | (78.5) | (6.2) | (189.7) | 155.0 | (119.4) |
| Net foreign exchange gain/(loss) | (6.7) | 1.0 | (13.9) | - | (19.6) |
| Income tax | (75.5) | - | (6.9) | - | (82.4) |
| Other (including provisions) | (9.3) | - | (5.0) | - | (14.3) |
| **Profit for the year** | **702.8** | **3.0** | **(200.8)** | **-** | **505.0** |
| Capital expenditures | 94.2 | - | 18.3 | - | 112.5 |
| **Total assets** | **4,368.5** | **24.6** | **232.7** | - | **4,625.8** |

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 20. Segment reporting continued
### Geographical information of operations
The geographic information below analyses the Group's revenue (by destination of the goods) and non-current assets (by the Company where the activities are being operated).

| | Revenue | | Non-current assets | |
|---|---|---|---|---|
| **$ millions** | **2024** | **2023** | **2024** | **2023** |
| Europe | 720.8 | 924.7 | 5.6 | 11.4 |
| North America | 143.8 | 70.6 | 1.6 | 1.4 |
| South America | 85.9 | 213.7 | - | - |
| Africa | 295.2 | 464.0 | 584.7 | 636.8 |
| Middle East | 54.1 | 56.5 | 2,730.1 | 2,768.5 |
| Asia and Oceania | 709.4 | 686.7 | - | - |
| **Total** | **2,009.2** | **2,416.2** | **3,322.0** | **3,418.1** |
| Related parties | 89.0 | 112.6 | - | - |
| Third parties | 1,920.2 | 2,303.6 | - | - |
| **Total** | **2,009.2** | **2,416.2** | **3,322.0** | **3,418.1** |

Revenue to individual countries does not exceed 10% of the total Group revenue, except for Australia of USD 306.5 million (2023: Australia of USD 231.6 million).

The Group's non-current assets in individual foreign countries are 31.4% in Egypt and 17.6% in Algeria. (2023: 31.1% in Egypt and 18.6% in Algeria).

Time value of money is not considered to be relevant for the determination of the revenue amount, as the payment terms are short. Also, there are no non-cash considerations that would need to be disclosed separately.

### Major customers
Revenues from three (2023: one) major customers of the Group belong to the production and marketing of own produced volumes segment and represent 15.6% in 2024 (2023: 6% in 2023) of the Group's total external revenues.

## 21. Cost of sales and selling, general and administrative expenses
### 21.1. Expenses by nature

| **$ millions** | **Note** | **2024** | **2023** |
|---|---|---|---|
| Raw materials, consumables and finished goods | | 640.9 | 655.6 |
| Raw materials, consumables and finished goods - related party | 25 | 249.9 | 251.2 |
| Freight costs | | 136.0 | 161.1 |
| Employee benefit expenses | | 228.1 | 235.2 |
| Employee benefits expenses - related party | 25 | 3.3 | 4.2 |
| Depreciation, amortization and impairment | | 279.5 | 279.3 |
| Maintenance and repair | | 33.1 | 30.5 |
| Consultancy expenses | | 25.2 | 21.0 |
| Other | | 63.1 | 65.2 |
| Other - related party | 25 | 4.0 | 5.4 |
| **Total** | | **1,663.1** | **1,708.7** |
| Cost of sales | | 1,512.9 | 1,564.2 |
| Selling, general and administrative expenses | | 150.2 | 144.5 |
| **Total** | | **1,663.1** | **1,708.7** |

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 21. Cost of sales and selling, general and administrative expenses continued

### 21.1. Expenses by nature continued

The depreciation, amortization and impairment expense is split as USD 273.7 million in cost of sales and USD 5.8 million in selling, general and administrative expenses (2023: USD 273.6 million and USD 5.7 million respectively).

Auditors' remuneration is disclosed in the Group's annual report.

### 21.2. Employee benefit expenses

| $ millions | 2024 | 2023 |
|---|---|---|
| Wages and salaries | 143.1 | 143.0 |
| Employee incentives | 26.2 | 35.4 |
| Pension and social security costs | 13.2 | 12.1 |
| Other employee expenses | 48.9 | 48.9 |
| **Total** | **231.4** | **239.4** |
| Cost of sales | 141.6 | 146.8 |
| Selling, general and administrative expenses | 89.8 | 92.6 |
| **Total** | **231.4** | **239.4** |

During the financial year ended 31 December 2024, the average number of staff employed in the Group converted into full-time equivalents was 2,725 employees (2023: 2,721 employees).

## 22. Net finance cost

| $ millions | Note | 2024 | 2023 |
|---|---|---|---|
| Interest income | | 16.7 | 16.0 |
| Interest income - related party | 25 | 0.4 | 0.3 |
| **Finance income** | | **17.1** | **16.3** |
| Interest expense and other financing costs on financial liabilities measured at amortized cost | | (132.9) | (116.5) |
| Interest expense - related party | 25 | (2.7) | (2.9) |
| **Finance cost** | | **(135.6)** | **(119.4)** |
| **Net foreign exchange loss** | | **(1.3)** | **(19.6)** |
| **Net finance cost recognized in profit or loss** | | **(119.8)** | **(122.7)** |

## 23. Capital commitments

| $ millions | 2024 | 2023 |
|---|---|---|
| UAE | 229.0 | 98.7 |
| Algeria | 34.9 | 15.4 |
| Egypt | 34.1 | 38.4 |
| **Total** | **298.0** | **152.5** |

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 23. Capital commitments continued

Capital commitments mainly relate to future costs on turnarounds and maintenance at the Group's plants, the construction of a low-carbon ammonia plant in the MENA region and other green initiatives.

There have been no significant changes in commitments as compared to the situation as described in the consolidated financial statements for the year ended 31 December 2023 except for the following:

### Low-carbon ammonia plant

On 18 January 2023, a Shareholders' Agreement was signed relating to the formation of a company for the development and operation of a low-carbon ammonia production plant ('Project') at the Ruwais Derivative and Industrial Complex. The company, Taziz Ammonia - L.L.C - O.P.C., was incorporated on 15 March 2024.

On behalf of the Project, the Group had signed the Engineering, Procurement and Construction ('EPC') contract with Tecnimont S.P.A. for an initial commitment of USD 138 million. The Engineering and Procurement phase is ongoing and on 27 May 2024, the Group initiated the Construction phase which increases its capital commitments by approximately USD 177 million. At the same time, the contract with Tecnimont S.P.A. was amended which increased the capital commitment (in engineering and procurement scope) by approximately USD 20 million. As at 31 December 2024, the Group's commitment in regards to this project amounted to USD 164 million (2023: USD 77 million). The Group's share of costs is expected to be 30% eventually following novation of the EPC contract to the incorporated company.

## 24. Earnings per share

| | 2024 | 2023 |
|---|---|---|
| **i. Basic** | | |
| Net profit attributable to shareholders ($ million) | 159.9 | 348.9 |
| Weighted average number of ordinary shares (million) | 8,301.3 | 8,301.3 |
| **Basic earnings per ordinary share ($)** | **0.019** | **0.042** |
| **ii. Diluted** | | |
| Net profit attributable to shareholders ($ million) | 159.9 | 348.9 |
| Weighted average number of ordinary shares (million) | 8,301.3 | 8,301.3 |
| **Diluted earnings per ordinary share ($)** | **0.019** | **0.042** |

### Weighted average number of ordinary shares calculation:

| $ millions | 2024 | 2023 |
|---|---|---|
| **Ordinary shares outstanding at 1 January and 31 December** | **8,301.3** | **8,301.3** |

There are no potential dilutive shares.

## 25. Related party transactions

### Transactions with related parties – normal course of business

Transactions with related parties occur when a relationship exists between the party and the Company, their directors and its key management personnel. In the normal course of business, the Company buys and sells goods and services from and to various related parties within the Group.

Fertiglobe has related party transactions with OCI group and also with ADNOC group in the normal course of business.

# **Notes to the consolidated Financial Statements** continued

FOR THE YEAR ENDED 31 DECEMBER

## **25. Related party transactions** continued

OCI group and its' affiliates ceased to be considered as a related party within the definition of IAS 24 after acquisition of the Group by ADNOC.

The transactions with the following entities of ADNOC group are presented in the financial statements as related party transactions:

- Abu Dhabi National Oil Company - "ADNOC"
- Abu Dhabi Oil Refining Company - ADNOC refining
- Abu Dhabi National Oil Company Gas Processing - ADNOC Gas processing
- Abu Dhabi Polymers Company Ltd. ("Borouge")
- Abu Dhabi National Oil Company Logistics and Services
- Abu Dhabi National Oil Company LNG
- Abu Dhabi Petroleum Ports Operating Company ("IRSHAD")
- Abu Dhabi National Oil Company Sour Gas ("Al Hosn")
- Abu Dhabi Company for Onshore Petroleum Operations Ltd

The Group applied IAS 24 exemption with regards to disclosure of transactions with Abu Dhabi Government, being the beneficial owner of ADNOC. During the year there were no significant transactions (2023: no significant transactions) with the Government related entities except for transactions within the normal course of business with state-owned banks. At 31 December 2024, the Group's bank balances and borrowings with state-owned banks were USD 2.9 million and USD 539.0 million respectively (2023: USD 66.7 million and USD 539.0 million respectively).

The transactions with the following entities of the OCI Group are presented in the financial statements as related party transactions:

- OC PLC
- OCI N.V.
- OCI Fertilizer B.V.
- OCI Intermediate B.V.
- OCI Overseas Holding
- OCI MENA Fertilizers Ltd
- OCI Nitrogen
- OCI Fertilizers USA
- OCI Personnel B.V.
- OCI Egypt
- N-7 LLC
- OCI UK

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 25. Related party transactions continued

The following is a list of significant related party transactions and outstanding amounts as at 31 December 2024:

| 2024 Related party $ millions | Relation | Trade and other receivables | Trade and other payables | Revenue and other income | Purchases and net recharges | Net Finance cost |
|---|---|---|---|---|---|---|
| OCI Nitrogen | OCI Group | - | - | 45.0 | - | - |
| N-7 LLC | OCI Group | - | - | 44.0 | - | - |
| OCI Fertilizer B.V. | OCI Group | - | - | - | - | - |
| OCI N.V. | OCI Group | - | - | - | (0.3) | - |
| ADNOC | ADNOC | 42.7 | 27.4 | - | (208.7) | (2.7) |
| ADNOC refining | ADNOC | - | 8.3 | - | (46.6) | - |
| ADNOC Gas processing | ADNOC | - | - | - | (1.5) | - |
| Abu Dhabi Polymers Ltd. (Borouge) | ADNOC | - | - | - | (0.1) | - |
| ADNOC subsidiaries[1] | ADNOC | 0.1 | 0.2 | - | - | - |
| Egypt Green Hydrogen | Others | 4.0 | - | - | - | 0.4 |
| **Total** | | **46.8** | **35.9** | **89.0** | **(257.2)** | **(2.3)** |

[1] Full list is disclosed in the previous paragraph.

The Group leases land, office space and employee accommodation from Abu Dhabi National Oil Company - "ADNOC", the lease obligation amount is USD 56.4 million in 2024 (2023: USD 61.5 million).

Also, refer to note 26 for related party transactions with regards to OCI S.A.E. tax dispute.

In addition to the related party transactions in the table above, the Company incurs certain operating expenses for immaterial amounts in relation to services provided by related parties.

Due to the related party nature of above transactions, the terms and conditions may not necessarily be the same as transactions negotiated between third parties. Management believes that the terms and conditions of all transactions with our related parties are generally no less favorable to either party than those that could have been negotiated with unaffiliated parties with respect to similar services.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 25. Related party transactions continued

### Transactions with related parties – normal course of business

| 2023 Related party $ millions | Relation | Trade and other receivables | Trade and other payables | Revenue and other income | Purchases and net recharges | Net Finance cost |
|---|---|---|---|---|---|---|
| OCI Nitrogen | OCI Group | 0.4 | 0.2 | 102.1 | (3.6) | - |
| N-7 LLC | OCI Group | - | - | 10.5 | (6.7) | - |
| OCI Fertilizer B.V. | OCI Group | 5.0 | 14.6 | - | - | - |
| OCI N.V. | OCI Group | 0.1 | 1.8 | - | (0.5) | - |
| OCI Personnel B.V. | OCI Group | - | 1.3 | - | (0.2) | - |
| OCI UK | OCI Group | - | 0.1 | - | - | - |
| ADNOC | ADNOC | 18.6 | 24.6 | - | (203.9) | (2.9) |
| ADNOC refining | ADNOC | - | 6.6 | - | (44.2) | - |
| ADNOC Gas processing | ADNOC | - | 0.1 | - | (1.7) | - |
| Abu Dhabi Polymers Ltd. (Borouge) | ADNOC | 0.2 | - | 1.5 | - | - |
| ADNOC subsidiaries[1] | ADNOC | 0.1 | 0.1 | - | - | - |
| Egypt Green Hydrogen | Others | 3.6 | - | - | - | 0.3 |
| Others | Others | - | 2.3 | - | - | - |
| **Total** | | **28.0** | **51.7** | **114.1** | **(260.8)** | **(2.6)** |

[1] Full list is disclosed in the previous paragraph.

### Board Remuneration and Key management personnel compensation

We considered the members of the Board of Directors (Executive and Non-executive), CEO, COO and CFO to be the key management personnel as defined in IAS 24 "Related parties". No other benefits or remuneration were provided to or have been entered into with above mentioned key management personnel except as disclosed below.

On 13 February 2024, the Board approved a payment of USD 2.6 million (AED 9.7 million) to the Board of Directors as approved remuneration for the year ended 31 December 2023, in addition to any applicable VAT. This Board remuneration was approved by the shareholders in the Annual General Meeting ("AGM") held on 30 April 2024.

On 5 April 2023, the Board approved a payment of USD 9.0 million (AED 33.2 million) to the Board of Directors as approved remuneration for the year ended 31 December 2022, in addition to any applicable VAT. This Board remuneration was approved by the shareholders in the Annual General Meeting ("AGM") held on 11 April 2023.

The Board remuneration for the year ended 31 December 2024 is being accrued on management's best estimate. A proposal for the remuneration of the Board of Directors for 2024 will be submitted to the shareholders for approval at the upcoming AGM.

# Notes to the consolidated Financial Statements continued
FOR THE YEAR ENDED 31 DECEMBER

## 25. Related party transactions continued
The total remuneration of the other key management personnel during the year is as follows:

| $ millions | 2024 | 2023 |
|---|---|---|
| Short term employee benefits | 2.4 | 1.5 |
| Other long term benefits | 0.4 | 0.5 |
| Post-employment benefits | 0.1 | - |
| **Total**[1] | **2.9** | 2.0 |

[1] Until 14 October 2024, the CEO, Ahmed El Hoshy, only received the general Board fees as a member of the Board of Directors and did not receive any additional compensation for his role as CEO of Fertiglobe. Following, his re-appointment on 15 October 2024, he is now receiving compensation for his role as CEO of Fertiglobe.

## 26. Contingencies
### Contingent liabilities
### Letters of guarantee / letters of credit
The Group has performance bonds and letters of guarantee provided by HSBC and Mashreq bank amounting to USD 29.4 million for its strategic customers (2023: USD 12.3 million), and they have performance bonds with governments issued by HSBC, QNB, CIB and Arab Bank for an amount of USD 11.8 million as at 31 December 2024 (2023: USD 11.9 million).

### Litigations and claims
In the normal course of business, the Group entities are involved in some arbitration, commercial disputes or court cases as defendants or claimants. These litigations and commercial disputes are carefully monitored by the entities' management and legal counsels, and are regularly assessed with due consideration for possible insurance coverage and recourse rights on third parties. The Group does not expect these proceedings to result in liabilities that have a material effect on the Group's financial position. In cases where it is probable that the outcome of the proceedings will be unfavorable, and the financial outcome can be measured reliably, a provision has been recognized in the consolidated financial statements which is disclosed in note 19 "Provisions". It should be understood that, in light of possible future developments, such as (a) potential additional lawsuits, (b) possible future settlements, and (c) rulings or judgments in pending lawsuits, certain cases may result in additional liabilities and related costs. At this point in time, the Group cannot estimate any additional amount of loss or range of loss in excess of the recorded amounts with sufficient certainty to allow such amount or range of amounts to be meaningful.

Moreover, if and to the extent that the contingent liabilities materialize, they are typically paid over a number of years and the timing of such payments cannot be predicted with confidence. While the outcome of cases, claims and disputes cannot be predicted with certainty, we believe, based upon legal advice and information received, that the final outcome will not materially affect our consolidated financial position but could be material to our results of operations or cash flows in any single accounting period.

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 26. Contingencies continued

### Sorfert legal case

On 5 March 2018, the lower criminal court of Oran (Tribunal du pôle pénal spécialisé d'Oran) issued a judgment against Sorfert regarding an alleged violation of exchange control regulations as well as the regulation of public markets and public service delegations. The lower court ordered Sorfert to pay a fine in the amount of 5.5 billion Algerian dinars (approximately USD 39.9 million) and an officer of the company received a fine of DZD 2.8 billion (about USD 20.0 million). On 7 March 2018, Sorfert lodged an appeal with the Court of Appeal of Oran, Algeria who upheld the verdict against Sorfert in its judgment rendered on 28 November 2018. In January 2019, Sorfert lodged an appeal against this judgment with the Supreme Court. Sorfert disputes the validity of the judgment and continues to vigorously defend its case. To date, no Supreme Court hearing has been scheduled and during the appeal period the enforcement of the judgment is suspended. Various renowned local and international law firm have examined Sorfert legal position. No provision has been recorded by the Group related to this matter.

### OCI S.A.E. tax dispute

In October 2012, the Egyptian Tax Authority ("ETA") raised a tax evasion claim against the Group's Egyptian subsidiary, Orascom Construction Industries ("OCI S.A.E"). The tax dispute relates to the sale of OCI S.A.E.'s cement business to Lafarge SA in 2007. Although OCI S.A.E. and its legal and tax advisors believed that the aforementioned transaction was exempted of tax, management entered into a settlement agreement with the ETA whereby EGP 7.1 billion would be paid over a 5-year period. The agreement was followed by payment of a first instalment of EGP 2.5 billion in 2013. Subsequently, OCI S.A.E. was exonerated from the tax claim by the Egyptian Public Prosecutor on 18 February 2014 and additionally by the ETA's Independent Appeals Committee on 4 November 2014. The ETA appealed this decision at the court of first instance.

In March 2015, following the decision of the Independent Appeals Committee of 4 November 2014, the ETA reimbursed OCI S.A.E. EGP 1,904 million. In 2016 OCI S.A.E. was required to pay a second instalment of EGP 900 million related to the original settlement agreement of 2013. OCI S.A.E. has lodged a reimbursement claim for this amount.

On 23 January 2023, a judgment was issued in favor of OCI S.A.E. rejecting the appeal of the ETA and on 14 May 2023, the judgment has become irrevocable, as a result the EGP 1.9 billion paid to OCI S.A.E. in 2015 may no longer be reclaimed by the ETA and OCI S.A.E. has a claim of EGP 900 million against the ETA.

On 13 November 2014 OCI N.V. announced that it would transfer its rights to EGP 2.5 billion undue paid tax amounts to an Egyptian development fund. Following the guidance under IAS 37 (constructive obligations), the Group has presented the transfer of rights to the fund as a donation provision in OCI S.A.E., which was set at EGP 1.9 billion representing the amount reimbursed in March 2015.

As part of the demerger of the Engineering and Construction Group that formed Orascom Construction PLC ("OC") in 2015, parties agreed that OCI S.A.E. would retain the reimbursed sum of EGP 1.9 billion and reimbursement claim of EGP 900 million to fulfil the constructive obligation upon final verdict of the case. Any excess liabilities and recoveries were agreed to be shared on a 50:50 basis between OCI N.V. and OC.

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 26. Contingencies continued

As part of the IPO in 2021, OCI N.V. agreed to indemnify all Fertiglobe shareholders in case certain claims (including the above) or the donation payment occurs.

In June 2023, OCI N.V. entered into an agreement with OC to pay the respective 50% share in the reimbursed sum (USD 26.7 million paid in July 2023 which is net of prior payments), to assign 50% in the reimbursement claim against the ETA and split the constructive obligation on a 50:50 basis. As a result of this settlement and due to the devaluation of the EGP the donation provision was reduced to USD 30.9 million.

As at 30 September 2023, Fertiglobe Group management has assessed that it is no longer probable that an outflow of resources will be required to settle the remaining 50% of the constructive obligation. As such, OCI S.A.E's constructive obligation has ceased to exist and the remaining donation provision of USD 30.9 million was released. The indemnity receivable in Fertiglobe PLC was also reduced by USD 30.9 million (the gain on release of the provision has been offset with the loss on reduction of the indemnity receivable and is presented on net basis in the statement of profit or loss), Fertiglobe PLC remains liable towards OCI N.V under the indemnification agreement for any tax proceeds collected by OCI S.A.E related to this case. This was a material non-cash transaction for the year ended 31 December 2023.

### Contingent assets

A sequence of historical transactions resulted in (gross) deductible temporary tax differences of USD 1.4 billion. However, due to a difference in interpretation of local tax regulations, the deductible temporary differences do not currently meet the recognition criteria of IAS 12/ IFRIC 23. The group company concerned is currently under examination of the tax authorities in the respective jurisdiction. Management expects a conclusion on the tax audit within the next twelve months (refer note 10).

# Notes to the consolidated Financial Statements continued

FOR THE YEAR ENDED 31 DECEMBER

## 27. List of subsidiaries, associates and joint venture

| Companies | Country | Percentage of interest | Type | Consolidation method |
|---|---|---|---|---|
| Sorfert Algérie SPA ("Sorfert")[1] | Algeria | 50.99 | Subsidiary | Full |
| Ruwais Fertilizer Industries -Sole Proprietorship LLC ("Fertil") | UAE | 100.00 | Subsidiary | Full |
| Fertilizers 2 Holding Ltd | UAE - ADGM | 100.00 | Subsidiary | Full |
| Fertiglobe Distribution Ltd | UAE - ADGM | 100.00 | Subsidiary | Full |
| Fertiglobe Fertilizer Trading Limited | UAE - ADGM[2] | 100.00 | Subsidiary | Full |
| Middle East Petrochemical Corporation Ltd ("MEPCO") | Cayman | 100.00 | Subsidiary | Full |
| Orascom Construction Industries S.A.E. | Egypt | 99.97 | Subsidiary | Full |
| Egypt Basic Industries Corporation S.A.E. ("EBIC") | Egypt | 75.00 | Subsidiary | Full |
| Fertiglobe MEPCO Holding Ltd[3] | BVI | 100.00 | Subsidiary | Full |
| Fertiglobe MENA B.V. | Netherlands | 100.00 | Subsidiary | Full |
| Egyptian Fertilizers Company S.A.E. ("EFC")[1] | Egypt | 100.00 | Subsidiary | Full |
| Fertiglobe France SAS | France | 100.00 | Subsidiary | Full |
| Fertiglobe Green Investments L.L.C. | UAE | 100.00 | Subsidiary | Full |
| National Company for Operation Maintenance and Engineering Services LLC[1] | Egypt | 100.00 | Subsidiary | Full |
| Amiral Ammonia Overseas Ltd | BVI | 100.00 | Subsidiary | Full |
| PSK Holdings Ltd | Cayman | 100.00 | Subsidiary | Full |
| Fertiglobe Fertilizer Trade & Supply B.V.[4,1] | Netherlands | 100.00 | Subsidiary | Full |
| Fertiglobe Services L.L.C. | Egypt | 100.00 | Subsidiary | Full |
| Fertiglobe International Trading L.L.C. | UAE - ADAFZ | 100.00 | Subsidiary | Full |
| Fertiglobe Holding Investment Ltd | UAE - ADGM | 100.00 | Subsidiary | Full |
| Egypt Green Hydrogen S.A.E. | Egypt | 20.00 | Associate | Equity |
| Ammonia Project Company RSC Ltd | UAE | 30.00 | Joint venture | Equity |

[1] Owned by the Group through Orascom Construction Industries S.A.E.

[2] Previously located in BVI

[3] Previously known as OCI MEPCO Holding Ltd

[4] Previously known as OCI Fertilizer Trade & Supply B.V.

# **Notes to the consolidated Financial Statements** continued
FOR THE YEAR ENDED 31 DECEMBER

## 28. Subsequent events
The Group performed a review of events subsequent to the reporting date up to the date the financial statements were issued and determined that there were no other material events requiring recognition or disclosure in the financial statements, apart from those disclosed below:

### Dividends H2 2024
On 7 February 2025, the Board proposed dividends of USD 125 million (equivalent to USD 0.015 per share) for the second half of the financial year ended on 31 December 2024. The recommendation will be considered by the shareholders in the Annual General Meeting.

# APPENDIX I:
# SUSTAINABILITY

# Sustainability Report Methodological Note

## Reporting Criteria

The ESG information included in our 2024 Annual Report has been prepared in accordance with the Global Reporting Initiative (GRI) Standards, ADX Standards, and company developed reporting criteria further elaborated in this Methodological Note. We further take into consideration UAE's local requirements and the other countries where we operate (if and where applicable), the Sustainability Accounting Standards Board (SASB), and the Task Force on Climate Related Financial Disclosures (TCFD) in our ESG disclosures.

## Reporting Boundaries

The scope of the ESG information in our 2024 Annual Report covers Fertiglobe Plc and its subsidiaries (also called the "Group" or "Fertiglobe") for the period from 1 January 2024 to 31 December 2024, unless differently stated. Our disclosures focus on the material topics for Fertiglobe, listed in our double materiality matrix. Fertiglobe structure is set out on pages 33 to 35 of our 2024 Annual Report.

Fertiglobe follows an operational control approach for reporting of ESG information, and as such the organizational boundaries for ESG reporting include our production plants in UAE, Egypt, and Algeria and associated corporate, shared services, and site offices. Our organizational boundaries for ESG reporting exclude activities related to warehouses and distribution, as they are managed by third parties and Fertiglobe does not have operational control over them.

## De minimis Threshold

As Fertiglobe's GHG emissions inventory matures over time, the basis for exclusion of smaller contributors to the overall emissions inventory will evolve from assumptions to calculations that justify exclusion. Therefore, to prioritize the collection of accurate data for all material sources, key assumptions were made regarding the materiality of certain source types within the inventory, leading to the exclusion of offices from environmental data related to scope 1 and scope 2 GHG emissions, water and waste. Sources excluded remain below the 1% de minimis threshold. Collectively, all de minimis sources are below 2% of the global GHG emissions inventory.

## Recalculations and Restatements

Each restated ESG information, if any, is expressly indicated along the Report.

**Fertiglobe's ESG information may need to be restated due to:**

- Change in measurement basis.
- Structural changes in operations or group structure, including acquisitions and divestments.
- Improvement in calculation methodology and in data accuracy.
- Material changes to non-financial reporting requirements, including conversion factors.

## Environmental Data

### Energy and GHG Reporting

Fertiglobe measures and reports energy consumption and GHG emissions following the best practices from GHG Protocol Corporate Accounting and Reporting Standard (Revised Edition) on an operational control approach.

We continue to refine our control environment to ensure the completeness, consistency and accuracy of our energy consumption and associated GHG emissions data.

The broad approach to calculating GHG emissions, which applies to the material emission sources, involves multiplying activity data by each source emission factor.

### Scope 1 GHG Emissions (✓)

Fertiglobe consumes gas in its production process, as both feed gas and fuel gas. As gas consumption is directly controlled by Fertiglobe, emissions associated with gas consumptions are reported as Scope 1 emissions.

Considering the consumption of gas, the key piece of information we collect is the quantity of gas used. Gas consumption (reported as low heating value (LHV)) is reported based on invoices issued by the third parties. The invoiced gas units are converted into and reported in TJ using appropriate conversion factors, considering properties of gas.

For the purpose of GHG emissions reporting, Fertiglobe considers consistent gas quality for all plants, and uses an average emissions factor of 56.5 $tCO_2e$ for each TJ of natural gas. Source: Dutch official document NIE/emissiemonitoring: jaarlijkse vaststelling $CO_2$-emissiefactor aardgas from December 2019.

### Scope 1 GHG Emissions ($CO_2$ to downstream) (✓)

$CO_2$ generated at Fertiglobe's Ammonia plants (upstream plants) is reported as Scope 1 GHG emissions (as $CO_2$ captured and sent to downstream). This is primarily because $CO_2$ generated through the combustion at the Ammonia plants are Fertiglobe's direct emissions and thus is a directly controlled source. Furthermore, according to the EU ETS methodology, $CO_2$ emissions to downstream from ammonia plants are also classified as Scope 1 emissions.[1]

These emissions are calculated using an emission factor of 0.733 $tCO_2e$ per metric ton of urea produced.

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 Due to participation in The Oil & Gas Methane Partnership and separate regulatory reporting requirements, Fertil calculates and reports CH4 separately and does not consider it in $CO_2e$ calculation for $CO_2$ sent to downstream.

# Sustainability Report Methodological Note - continued

The conversion factor of 0.733 for calculating $CO_2$ sent to downstream for Urea production is driven from the stoichiometric relationship in the urea synthesis process, considering that this $CO_2$ is becoming part of the product (Urea).

## Scope 2 GHG emissions (✓)

This set of emissions reflect Fertiglobe electricity consumption, given that no heat, steam, or cooling has been purchased or acquired during the reporting period. For reporting energy and calculating Scope 2 emissions, electricity consumption is recorded based upon third party invoices.

Scope 2 Location Based Emissions reflect the average emissions intensity of grids on which energy consumption occurs. For 2024 data, Fertiglobe has considered the International Energy Agency's (IEA) 2023 emission factors for each location, as follows.

- **Algeria:** 0.5099 $kgCO_2e$ / KW
- **Egypt:** 0.4019 $kgCO_2e$ / KWh
- **UAE:** 0.4741 $kgCO_2e$ / KWh

**Scope 2 GHG emissions (market-based) (✓)** reflect emissions from electricity that companies purposefully chose, as per GHG protocol. Emission factors are derived from contractual instruments (e.g. iRECs), reflecting the source of the electricity being renewable.

Fertiglobe purchases Renewable Energy Certificates (iRECs) equaling to the total electricity consumption of its UAE (Fertil) and Egypt (EBIC, EFC) plants.

In this case, the amount of electricity against which iRECs are purchased are multiplied by 0, and hence the resultant emissions are reported as 0. Scope 2 Market Based emissions, therefore, are reported as residual emissions, after netting off the iRECs purchased for UAE and Egypt plants from electricity consumption related emissions of Algeria.

## Total renewable electricity consumption (purchased) (✓)

This KPI reflects the total electricity for which iRECs are purchased.

## Total GHG emission - GHG protocol (scope 1+2) (✓)

Reported as total Scope 1 and Scope 2 emissions excluding the $CO_2$ sent to downstream.

## Total GHG emissions – EU ETS (scope 1+2+downstream) (✓)

Reported as total Scope 1 and Scope 2 emissions including the $CO_2$ sent to downstream.

## GHG intensity

GHG intensity expresses the GHG emissions (gross Scope 1 and Scope 2 emissions) per unit of product of ammonia and urea, considering all potential sources of GHG emissions within Fertiglobe's organizational boundaries. GHG intensity is calculated and reported as two separate KPIs, as set out below

**GHG emissions intensity ratio (scope 1+2+downstream) (✓):** total Scope 1 and Scope 2 emissions including the $CO_2$ captured and sent to downstream divided by total production in nutrient tons.

**GHG emissions intensity ratio (scope 1+2) (✓):** total Scope 1 and Scope 2 emissions excluding the $CO_2$ captured and sent to downstream divided by total production in nutrient tons.

## Scope 3 GHG emissions

**Scope 3 category 1 – Purchased goods and services:** cradle to gate upstream emissions associated to Fertiglobe's natural gas purchased and to finished nitrogen products purchased for processing and trade.

**Scope 3 category 2 – Capital goods:** upstream emissions associated with the production of capital goods that have been purchased within the reporting period. Capital goods are those that are treated as fixed assets or as property, plant and equipment.

**Scope 3 category 3 – Fuel-and-energy-related activities (not included in Scope 1 or 2 emissions):** Upstream emissions associated to the production, transportation, and distribution of electricity and natural gas used as fuel by Fertiglobe. These emissions are not included in Scope 2.

**Scope 3 category 4 – Upstream transportation and distribution:** emissions associated with the fuel use for inbound logistics of supplied products to Fertiglobe. This category includes emissions from outbound logistics where Fertiglobe pays transportation.

**Scope 3 category 5 – Waste generated in operations:** emissions from third-party disposal and treatment of waste generated by Fertiglobe's owned or controlled operations.

**Scope 3 category 6 – Business travel:** Corporate business travel data was sourced from Fertiglobe procurement system.

**Scope 3 category 7 – Employee commuting:** Emissions arising from the transportation of Fertiglobe employees between their homes and their worksites. These include emissions from: automobile travel, bus travel, rail travel, air travel and other modes including subway, bicycling and walking. Emissions

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# Sustainability Report Methodological Note - continued

are estimated based on average economic data for different countries.

**Scope 3 category 8 – Upstream leased assets:** Emissions associated to the operation of assets leased by Fertiglobe during the reporting year, not included in our scope 1 and scope 2 emissions.

**Scope 3 category 9 – Downstream transportation and distribution:** emissions from transportation and distribution of products sold by the reporting company in the reporting year between the reporting company's operations and the end consumer (if not paid for by the reporting company), in vehicles and facilities not owned or controlled by the reporting company.

**Scope 3 category 10 – Processing of sold products:** Emissions associated with the processing of sold products are related to the processing of Fertiglobe products sold as intermediate industrial products.

**Scope 3 category 11 – Use of sold products:** Emissions associated with the direct and indirect emissions resulting from the use/application of nitrogen fertilizer products sold by Fertiglobe for nitrogen products. Emissions of use of sold product for N products are associated to $N_2O$ (direct and indirect) emitted when the fertilizer is applied on the soil, and $CO_2$ emissions when fuels are burnt. Only emissions for products used directly are assumed here.

**Scope 3 category 12 – End of life treatment of sold products:** calculated for products used in industrial applications. The emission factor varies depending on the management practice (landfilling, incineration, recycling or mismanagement).

**Scope 3 category 13 – Downstream leased assets:** Excluded, as this category has been deemed as not material.

**Scope 3 category 14 – Franchises:** We do not have any franchisees thus this category does not apply to our business.

**Scope 3 category 15 – Investments:** Excluded as emissions associated to Fertiglobe investments have been excluded for reporting.

### Total Energy Consumption (✓)

Total energy consumption is the sum of total gas consumption and total electricity consumption, the latter includes both renewable and non-renewable sources, for both our Ammonia and Urea production plants.

### Energy Intensity Ratio (Ammonia)

Energy intensity is reported only for ammonia plants, thus the ratio is calculated by dividing energy consumption for the ammonia production by the ammonia production in metric tons.

### Energy Intensity Ratio (✓)

Energy intensity is calculated by dividing total energy consumption by the total production expressed in nutrient tons.

### Water (✓)

All the water withdrawn and discharged is defined as "other water", as it has more than 1,000 mg/L of total dissolved solids.

Our Assets in the UAE (Fertil) have a close loop system, thus the majority of the water that is withdrawn is also discharged into the sea, resulting in no consumption.

### Total Water Withdrawal (✓)

Water withdrawal is the sum of all water drawn into the boundaries of the site from all sources for any use over the course of the reporting period.

Water withdrawal is the sum of all water drawn into the boundaries of the site from all sources for any use over the course of the reporting period. Fertiglobe primarily uses sea water and groundwater to meet its water demand. The water is purchased from third-party water suppliers. Seawater is main source of water for our operations in UAE and Algeria, while groundwater is used in Egypt. Fertiglobe uses third-party invoices and meter data to report on water withdrawal in million-meter cubes (M $m^3$).

### Total Water Discharged (✓)

Water discharge is the sum of effluents and other water leaving the boundaries of the site and released to surface water, groundwater, or third parties.

Water discharge is monitored and reported through meter readings or estimated based on the operational efficiency and design of the reverse osmosis plants and on-site fit for purpose sea water desalination plant. Each plant has a different discharge method, including use of evaporation ponds, discharge to sea or deep-water wells, and on-site use.

### Total Water Consumption (✓)

It is the amount of water drawn into the boundaries of the sites and not discharged back to the water environment or a third party.

### Water Consumption Intensity (✓)

Water intensity is calculated based on total water consumption divided by total production in nutrient tons.

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# Sustainability Report Methodological Note - continued

### Water Withdrawn, Discharged, and Consumed in Regions with High or Extremely High Baseline Water Stress (✓)

Fertiglobe's production sites (Fertil in UAE, EBIC and EFC in Egypt and Sorfert in Algeria) are all located in areas considered to be facing extremely high-water stress (term used to describe the situation where water scarcity becomes a significant concern). As such, we classify our water withdrawal, discharge and consumption in regions with High or Extremely High Baseline Water Stress.

### Waste

All weights are expressed in metric tons. Waste data is based on local OpCo registers and classified based on waste type.

## Social Data

### Total Employees (✓)

This term indicates active employees of the Group as of 31 December 2024, working in any of the legal entities. 2024 data has been enhanced and also smaller entities have been taken into account for the human capital KPIs. We report total number of employees as total and per gender.

### Contractors

Contractors are those supplying labor to Fertiglobe, and workers provided by third parties primarily engaged in activities in our OpCos. The total number of contractors may vary depending on specific needs of each OpCo, which may need further support in activities such as maintenance, bagging and cleaning.

### Employees Professional Categories

Top Management and Senior Leadership positions are defined as one and two levels below COO (Corporate level) and CEO (OpCos level). Employees at mid-level positions are defined as all roles one level below Top Management positions. Staff level employees are defined as all the other organizational positions below Middle Management roles.

### Total Number of Employees Turnover (✓)

Employee turnover represents the total number of employees who left Fertiglobe Group voluntarily or due to dismissal, retirement, or death in service during the reporting period. Trainees who have been converted to direct hires or permanent roles, are not counted into terminations or new joiners. We report total number of employees turnover as total and per gender.

Employees Hires represents the total number of employees who joined Fertiglobe Group during the reporting period. Trainees are not considered new joiners. The denominator of the employee turnover and hires rates is the total headcount as of 31st December 2024.

To calculate and report employee turnover and headcount (total and per gender), Fertiglobe uses their HR system. Corporate office, production plants and other offices and shared services have separate HR systems. HR Business partners for each site / office are responsible to share HR data, including new joiners, leavers, headcount, per gender with the Fertiglobe HQ HR team. Fertiglobe follows a four-eye principle, where at each site / office, data is prepared by HR officer, and reviewed by supervisor and HR business partner, before it is shared with the HQ.

Fertiglobe's HQ HR team is responsible for compiling the group-wide data, which is used for annual reporting.

### Employee Compensation

**Total compensation includes:**

- Base salary: guaranteed, short-term, and non-variable cash remuneration
- Benefits in cash remuneration, which is the sum of the base salary and cash allowances, bonuses, commissions, cash profit-sharing, and other forms of variable cash payment
- Direct compensation which is the sum of total cash compensation and total fair value of all annual long-term incentives.

### Health, Safety, and Wellbeing

Occupational safety and health indicators are calculated both for employees and contractors and follow the US-OSHA definitions. As per OSHA requirements, commute to and from work are excluded from health, safety and wellbeing reporting boundary.

Fatalities, Lost Time Injury Rate and Total Recordable Injury Rate are reported monthly by Fertiglobe plants and corporates / shared services teams. The data are collected, verified and validated monthly by internal controls as per Fertiglobe HSE Management System Manual and Standard for Incident Reporting Classification and Investigation.

### Fatality (result of work-related injury) (✓)

This KPI expresses the absolute number, for employees and contractors of a loss of life or death resulting from a work-related incident or exposure.

### Total Recordable Injuries Rate (✓)

Fertiglobe defines recordable injuries in line with OSHA's requirements, as injury or illness to be recordable if it results in any of the following: days away from work, restricted work or transfer to another job, medical treatment beyond first aid, or loss of consciousness.

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# Sustainability Report Methodological Note - continued

Total recordable injury rate is calculated by following formula:

Number of Total Recordable Injuries + illnesses x 200,000 man-hours worked / (Company Employees and contractors Man-hours worked).

### Total Lost Time Injury Rate (✓)

This KPI is defined as an injury resulting in missing one full work shift. Lost time injury rate is calculated by following formula:

Number of lost time injuries x 200,000 man-hours worked / (Company Employees and contractors Man-hours worked).

To calculate separate KPI for employees and contractors, the numerator and denominator are taken only for employees and contractors separately.

## Governance Data

### Confirmed Incidents of Corruption (✓)

Fertiglobe reports information on incidents of corruption during the reporting period to provide transparency on the incidents relating to corruption and the related outcomes.

Fertiglobe has a well-developed antibribery and corruption policy. This policy describes Fertiglobe's system and process to prevent and detect, investigate, and respond to allegations or incidents relating to corruption and bribery including the related training to provide transparency on the key procedures to prevent, detect, and address allegations about corruption and bribery. This includes the training provided to own workers and/or information provided internally or to contractors / suppliers.

Fertiglobe has a centralized Compliance team, which works together with plants, site offices and other shared services and corporate offices to implement Fertiglobe's policies.

Fertiglobe has deployed a company-wide incident reporting system. The system is used to register, record, investigate and report all incidents related to corruption. The system allows any employee to raise a corruption related incident.

An independent investigation team is formed and charged responsibility for running an independent investigation. The results of the investigation are shared with the Compliance Committee. The case is "confirmed" once the results of the investigation confirms a corruption incident and is accepted by the Committee.

### Substantiated Incidents of Discrimination (✓)

Fertiglobe has developed various policies to support ethical business practices within the organization. These include, but not limited to, Code of Conduct policy, Human Rights Policy, Diversity and Inclusion Policy, and Whistleblower Policy. The policies are shared with employees during induction. All the employees have access to these policies through company intranet.

Incidents related to discrimination follow same systems as corruption, detailed above. Each complaint raised undergoes an independent investigation. Based on the outcomes of the investigations and discussions at Compliance Committee level, either a complaint is "substantiated" and an incident is recorded, or the complaint is disposed.

## Total Production (✓)

Fertiglobe produces Nitrogen based fertilizers Urea, through its 4 plants located across the region, as set out on pages 33 to 35 of our 2024 Annual Report.

Urea is a nitrogen-based fertilizer, and it is produced from ammonia manufactured in upstream ammonia plants through using natural gas as feed combined with nitrogen extracted from air. Ammonia and the $CO_2$ generated during the process of ammonia production are captured and sent to downstream urea plants (urea plants) for urea production.

Fertiglobe reports its total production in terms of Nitrogen (N) content on ammonia considering Nitrogen is the key nutrient for plants in fertilizers. The unit of measure shown will be nutrient N ton, abbreviated as N-ton.

Ammonia production is measured on real-time basis in the ammonia production plants. An industry standard factor is used to calculate total Nitrogen content of Ammonia which is sent to downstream plants.

## External Assurance

External Assurance provider PricewaterhouseCoopers Limited Partnership (ADGM Branch) was engaged as an independent assurance provider to perform a limited assurance engagement over selected ESG information against the applied internal Reporting Criteria as disclosed in this Methodological Note. Assured selected ESG information is marked as (✓) in this Methodological Note, and in our ESG Performance Summary Tables, presented on pages 223 to page 235 of this 2024 Annual Report. Reference is also made to the assured selected ESG information in the Assurance Report of the independent assurance provider. This report has been published on April 8, 2025.

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# Material Topics Descriptions & SDG Correlation

| Material Topics | Description | Upstream | Direct Operations | Downstream | SDGs |
|---|---|---|---|---|---|
| **Product stewardship** | Developing and promoting products with the aim to minimize impacts and dependencies on the environment, including impacts on climate change, water and soil pollution, and biodiversity and ecosystems, and maximize the impacts on society by taking measures to prevent health and safety issues. We support measures to improve nutrient use efficiency during the usage of fertilizers and develop low-carbon and sustainable products to foster the decarbonization of downstream industries. | | | • | 2 Zero Hunger; 12 Responsible Consumption and Production; 13 Climate Action; 15 Life on Land; 17 Partnerships for the Goals |
| **Climate change action** (excluding downstream) | Fuels and electricity used in own operations result in GHG emissions from our plants and upstream supply chain (e.g., natural gas extraction and transport), leading to long-term changes in the Earth's climate and impacts on biodiversity. To mitigate these impacts, it is essential to reduce our energy consumption and Scope 1 and 2 GHG emissions, which represent also opportunities in terms of resource efficiency, sourcing of renewable sources and new projects in the low-carbon and renewable ammonia space. | • | • | | 7 Affordable and Clean Energy; 13 Climate Action |
| **Health, safety, and wellbeing** | Promoting a healthy and safe working environment that protects the physical and mental wellbeing of our employees (incl. contractors) while at work. This includes ensuring safe operations, keeping employees and contractors safe, and providing access to safe, clean drinking water and sanitation to maintain sufficient standards of hygiene. | | • | • | 8 Decent Work and Economic Growth |
| **Water in our operations** | The impact and dependencies of our operations on freshwater and marine water availability, quality, and distribution. In order to mitigate risks, minimize impacts, and adapt to the changing environment: we are focused on improving our water efficiency over time, avoiding freshwater withdrawal in our industrial sites, and ensuring safe water discharge. | • | • | • | 6 Clean Water and Sanitation |
| **Employee engagement, talent, and development of our own workforce** | Attracting, retaining, and developing talents through policies and practices aimed at ensuring employees' professional growth, learning and development opportunities, and engagement. We foster the creation and maintenance of a healthy, inclusive, and forward-thinking working environment. | | • | | 8 Decent Work and Economic Growth |
| **Responsible business practices** | Policies and practices to ensure business is based on values and principles that promote ethical behavior and decision-making, protect data, mitigate financial risks, and enable speaking up, contributing positively to the economy and meeting stakeholder expectations. | • | • | • | 12 Responsible Consumption and Production |

# Material Topics Descriptions & SDG Correlation - continued

| Material Topics | Description | Upstream | Direct Operations | Downstream | SDGs |
|---|---|---|---|---|---|
| **Diversity and inclusion in our own workforce** | Building an inclusive and diverse working environment and ensuring fair treatment and equal opportunities for all employees. | | • | | 5 GENDER EQUALITY; 8 DECENT WORK AND ECONOMIC GROWTH |
| **Human and labor rights** | Upholding and promoting internationally recognized rights and freedoms of employees in our own workforce and all who work across the supply chain. | • | • | | 8 DECENT WORK AND ECONOMIC GROWTH |
| **Resource use and circular economy** | We still rely on fossil fuels for most of our production. To improve our environmental impacts, we are looking for ways to use renewable and recycled feedstocks in our production at scale. We minimize waste and ensure compliance in our operations and safe disposal of hazardous waste and we support measures to improve nutrient use efficiency during the usage of fertilizers. | • | • | | 12 RESPONSIBLE CONSUMPTION AND PRODUCTION |
| **Non-GHG pollution in our operations** | Pollutants from manufacturing other than GHG emissions, including $NO_x$, $SO_x$, and VOC emissions, pollution of soils, substances of concern, and harmful substances that impact human health and the environment. We take measures to upgrade and invest in our production plants to limit any impacts on our neighbors and the environment. | | • | | 13 CLIMATE ACTION |
| **Local community engagement** | Establishing and maintaining mutually beneficial relationships with the communities through community projects and local procurement practices. | • | | • | 8 DECENT WORK AND ECONOMIC GROWTH |

# ESG Performance Summary

The tables below present our ESG performance.

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Environment** | | | | | |
| **Energy** | | | | | |
| Total non-renewable electricity consumption (purchased) | TJ | 848 | 895 | 983 | GRI 302-1 |
| (✓) Total renewable electricity consumption (purchased) | TJ | 1,543 | 1,544 | 1,657 | GRI 302-1 |
| Total electricity consumption | TJ | 2,392 | 2,439 | 2,640 | GRI 302-1, ADX E3 |
| Total energy consumption for ammonia production | TJ | 141,600 | 140,946 | 137,906 | GRI 302-1, RT-CH-130a.1 |
| (✓) Total energy consumption | TJ | 162,654 | 161,691 | 158,482 | GRI 302-1, RT-CH-130a.1 |
| Percentage of non-renewable fuel consumed | % | 100% | 100% | 100% | ADX E5, RT-CH-130a.1 |
| Percentage of renewable electricity consumed | % | 65% | 63% | 63% | ADX E5, RT-CH-130a.1 |
| Percentage of non-renewable electricity consumed | % | 35% | 37% | 37% | ADX E5 |
| (✓) Total Production | Million N-ton | 3.0 | 3.1 | 3.0 | GRI 302-3, ADX E4, RT-CH-000.A |
| Energy intensity ratio (ammonia)[1] | TJ/ton gross product ammonia | 38.44 | 37.37 | 37.64 | GRI 302-3, ADX E4 |
| (✓) Energy intensity ratio | GJ/Million N-ton | 53.6 | 52.1 | 52.5 | GRI 302-3, ADX E4 |
| **GHG Emissions** | | | | | |
| (✓) Scope 1 GHG emissions | Million ton $CO_2e$ | 5.87 | 5.58 | 5.59 | GRI 305-1, ADX E1 |
| (✓) Scope 2 GHG emissions (market-based)[2] | Million ton $CO_2e$ | 0.13 | 0.13 | 0.14 | GRI 305-2, ADX E1 |
| (✓) Scope 1 GHG emissions ($CO_2$ to downstream) | Million ton $CO_2e$ | 3.18 | 3.43 | 3.07 | GRI 305-3 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 The increase in the Energy Intensity Ratio is due to a 2% decrease in total energy consumption and a 3% decline in total production compared to 2023. This is mainly due to planned shutdowns.
2 The Scope 2 emissions are market based. Our Scope 2 location based emission are equal to 0.34 Mt CO2e for 2024. The difference between market and location based Scope 2 emissions is due to the purchase of I-Recs for all the electricity in our UAE and Egypt Plants. Please reference the Methodological Note for additional information.

# ESG Performance Summary - continued

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Environment** | | | | | |
| (✓) Total GHG emission – GHG Protocol (scope 1+2) | Million ton $CO_2e$ | 6.00 | 5.70 | 5.73 | |
| (✓) Total GHG emissions – EU ETS (scope 1+2+downstream) | Million ton $CO_2e$ | 9.18 | 9.13 | 8.79 | |
| (✓) GHG emissions intensity ratio (scope 1+2) | Million ton $CO_2e$/Million N-ton | 1.98 | 1.84 | 1.90 | GRI 305-4, ADX E1 |
| (✓) GHG emissions intensity ratio (scope 1+2+downstream)[1] | Million ton $CO_2e$/Million N-ton | 3.03 | 2.94 | 2.91 | GRI 305-4, ADX E2 |
| Scope 3 GHG emissions | Million ton $CO_2e$ | NPR | 18.07 | 19.97 | GRI 305-3, ADX E1 |
| Scope 3 GHG emissions – upstream | Million ton $CO_2e$ | NPR | 3.40 | 3.44 | |
| Scope 3 GHG emissions – downstream | Million ton $CO_2e$ | NPR | 14.67 | 16.53 | |
| Scope 1 emissions covered under emissions limiting regulations | % (Scope 1 - Direct) | 0% | 0% | 0% | RT-CH-110a.1 |
| **Non-GHG Emissions** | | | | | |
| $NO_x$ | ton | 2,020 | 2,313 | 1,986 | GRI 305-7, RT-CH-120a.1 |
| $SO_x$ | ton | 107 | 32 | 35 | GRI 305-7, RT-CH-120a.1 |
| Total volatile organic compounds (VOC) | ton | 29 | 173 | 164 | GRI 305-7, RT-CH-120a.1 |
| Total non-GHG emissions | ton | 2,156 | 2,518 | 2,185 | ADX E2 |
| Total non-GHG intensity ratio | ton/Million N-ton | 0.71 | 0.81 | 0.72 | ADX E2 |
| **Effluents and Waste** | | | | | |
| Hazardous waste reused, recycled, or recovered | k-ton | 0.71 | 0.75 | 0.72 | GRI 306-3, RT-CH-150a.1 |
| Hazardous waste treated or disposed of | k-ton | 0.63 | 0.69 | 0.65 | GRI 306-3, RT-CH-150a.1 |
| Non-hazardous waste reused, recycled, or recovered | k-ton | 0.15 | 0.31 | 1.03 | GRI 306-3 |
| Non-hazardous waste treated or disposed of | k-ton | 1.19 | 1.23 | 1.90 | GRI 306-3 |
| **Total** | **k-ton** | **2.68** | **2.98** | **4.31** | **GRI 306-3** |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 Our GHG intensity reduction is due to lower emissions. Compared to 2023. Total GHG emissions under the EU ETS (Scope 1, 2, and downstream) decreased by 4%, while production declined by 3% due to planned shutdowns.

# ESG Performance Summary - continued

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Environment** | | | | | |
| **Water** | | | | | |
| **Water Withdrawal** | | | | | |
| (✓) Groundwater – Other water | Million $m^3$ | 6.82 | 10.16 | 9.36 | GRI 303-3, RT-CH-140a.1 |
| (✓) Seawater – Other water | Million $m^3$ | 46.51 | 40.74 | 38.72 | GRI 303-3, RT-CH-140a.1 |
| (✓) Third-party – Freshwater | Million $m^3$ | 6.05 | 0 | 0 | GRI 303-3, RT-CH-140a.1 |
| (✓) Third-party – Other water | Million $m^3$ | 3.12 | 11.16 | 11.09 | GRI 303-3, RT-CH-140a.1 |
| (✓) Total water withdrawal | Million $m^3$ | 62.50 | 62.06 | 59.17 | GRI 303-3, RT-CH-140a.1 |
| (✓) Water withdrawn in regions with High or Extremely High Baseline Water Stress[1] | % | 100 | 100 | 100 | GRI 303-3, RT-CH-140a.1 |
| **Water Discharge** | | | | | |
| (✓) Groundwater – Other water | Million $m^3$ | 1.76 | 3.25 | 3.38 | GRI 303-4, RT-CH-140a.1 |
| (✓) Seawater – Other water | Million $m^3$ | 38.93 | 31.01 | 29.02 | GRI 303-4, RT-CH-140a.1 |
| (✓) Third-party – Other water | Million $m^3$ | 0 | 0.72 | 0.89 | GRI 303-4, RT-CH-140a.1 |
| (✓) Total water discharge | Million $m^3$ | 40.69 | 34.98 | 33.29 | GRI 303-4, RT-CH-140a.1 |
| (✓) Water discharge in regions with High or Extremely High Baseline Water Stress[1] | % | 100 | 100 | 100 | GRI 303-4, RT-CH-140a.1 |
| **Water – Consumed and Stored** | | | | | |
| (✓) Total water consumption | Million $m^3$ | 21.81 | 27.08 | 25.88 | GRI 303-5, ADX E6, RT-CH-140a.1 |
| of which water reclaimed, reused/recycled (irrigation, wastewater recovery/treatment units) | Million $m^3$ | NPR | 1.58 | 1.81 | ADX E6 |
| of which water stored | Million $m^3$ | 0.03 | 0.51 | 0.50 | GRI 303-5 |
| (✓) Water consumed in regions with High or Extremely High Baseline Water Stress[1] | % | 100 | 100 | 100 | GRI 303-5, RT-CH-140a.1 |
| **Non-compliance** | | | | | |
| Water-related permit exceedances | # | 0 | 0 | **0** | SASB RT-CH-140a.2. |
| Number of incidents of non-compliance with water discharge limits | # | 0 | 0 | **0** | GRI 303-4 |
| **Water Intensity** | | | | | |
| (✓) Water consumption intensity | Million $m^3$/Million N-ton | 7.19 | 8.72 | **8.58** | |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 Data disclosed based on the Aqueduct Water Risk Atlas.

# ESG Performance Summary - continued

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Health and Safety** | | | | | |
| **Health and Safety – Employees** | | | | | |
| % of employees who are covered by the occupational health and safety management system | % | 100% | 100% | 100% | |
| Total recordable injuries (TRI) | # | 5 | 2 | 1 | GRI 403-9, ADX S7 |
| (✓) Total recordable injury rate (TRIR) | Per 200,000 hours worked | 0.19 | 0.07 | 0.04 | GRI 403-9, ADX S7, RT-CH-320a.1 |
| Total high-consequence work-related injuries | # | 0 | 0 | 0 | GRI 403-9 |
| Rate of high-consequence work-related injuries (excluding fatalities) | Per 200,000 hours worked | 0 | 0 | 0 | GRI 403-9 |
| (✓) Lost time injuries Rate (LTIR) | Per 200,000 hours worked | 0 | 0.07 | 0.04 | |
| (✓) Fatality (result of work-related injury) | # | 0 | 0 | 0 | GRI 403-9, ADX S7, RT-CH-320a.1 |
| Rate of fatalities as a result of work-related injury | Per 200,000 hours worked | 0 | 0 | 0 | GRI 403-9 |
| **Health and Safety – Contractors** | | | | | |
| % of non-employees who are covered by the occupational health and safety management system | % | 100% | 100% | 100% | |
| Total recordable injuries (TRI) | # | 7 | 3 | 0 | GRI 403-9, ADX S7, RT-CH-320a.1 |
| (✓) Total recordable injury rate (TRIR) | Per 200,000 hours worked | 0.41 | 0.20 | 0 | GRI 403-9, ADX S7 |
| Total high-consequence work-related injuries | # | 0 | 0 | 0 | GRI 403-9 |
| Rate of high-consequence work-related injuries (excluding fatalities) | Per 200,000 hours worked | 0 | 0 | 0 | GRI 403-9 |
| (✓) Lost time injuries rate (LTIR) | Per 200,000 hours worked | 0.06 | 0.13 | 0 | |
| (✓) Fatality (result of work-related injury) | # | 0 | 0 | 0 | GRI 403-9, ADX S7, RT-CH-320a.1 |
| Rate of fatalities (result of work-related injury) | Per 200,000 hours worked | 0 | 0 | 0 | GRI 403-9 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# ESG Performance Summary - continued

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Health and Safety** | | | | | |
| **Health and Safety – Total** | | | | | |
| Total recordable injuries (TRI) | # | 12 | 5 | 0 | GRI 403-9 |
| (✓) Total Recordable Injury Rate (TRIR) | Per 200,000 hours worked | 0.27 | 0.12 | 0.02 | GRI 403-9 |
| (✓) Total Lost Time Injury Rate (LTIR) | Per 200,000 hours worked | 0.02 | 0.10 | 0.02 | |
| Process safety incidents (PSI) | # | 7 | 7 | 0 | RT-CH-540a.1 |
| Process Safety Total Incident Rate (PSIR) | Per 200,000 hours worked | 0.16 | 0.18 | 0 | RT-CH-540a.1 |
| Environmental Incidents (EI) | # | 0 | 0 | 0 | |
| Environmental Incident Rate (EIR) | Per 200,000 hours worked | 0 | 0 | 0 | |
| **Health and Safety – Impacts of Products and Services** | | | | | |
| Total number of incidents of non-compliance with regulations concerning the health and safety impacts of products and services resulting in a fine or penalty | # | 0 | 0 | 0 | GRI 416-2 |
| Total number of incidents of non-compliance with regulations concerning the health and safety impacts of products and services resulting in a warning | # | 0 | 0 | 0 | GRI 416-2 |
| Total number of incidents of non-compliance with voluntary codes concerning the health and safety impacts of products and services | # | 0 | 0 | 0 | GRI 416-2 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# ESG Performance Summary - continued

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Product Stewardship** | | | | | |
| **Product Design for Use-Phase Efficiency** | | | | | |
| Revenue from products designed for use-phase resource efficiency | $ | 0 | 0 | 0 | RT-CH-410a.1 |
| **Chemical Stewardship** | | | | | |
| Percentage of products by revenue that contain Globally Harmonized System of Classification and Labeling of Chemicals (GHS) Category 1 and 2 Health and Environmental Hazardous Substances | % | 32.12% | 27.52% | 26.60% | RT-CH-410b.1 |
| Percentage of such products by revenue that have undergone a hazard assessment | % | 100% | 100% | 100% | RT-CH-410b.1 |
| **Genetically Modified Organisms (GMOs)** | | | | | |
| Percentage of products by revenue that contain GMOs | % | 0 | 0 | 0 | RT-CH-410c.1 |
| **Responsible Business Practices** | | | | | |
| **Compliance**[1] | | | | | |
| Compliance concerns | # | 38 | 11 | 1 | |
| Compliance concerns investigated | # | 38 | 11 | 1 | |
| Compliance concerns closed as substantiated | # | 13 | 1 | 0 | |
| Compliance concerns closed as unsubstantiated | # | 24 | 10 | 1 | |
| Compliance concerns open | # | 1 | 0 | 0 | |
| Substantial compliance concerns | # | 13 | 0 | 0 | |
| Anonymous notifications via hotline | # | 0 | 8 | 6 | |
| (✓) Substantiated incidents of discrimination | # | 0 | 0 | 0 | GRI 406-1 |
| (✓) Confirmed incidents of corruption | # | 0 | 0 | 0 | GRI 205-3 |
| Substantiated complaints concerning breaches of customer privacy and losses of customer data | # | 0 | 0 | 0 | GRI 418-1 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 2022 figures include both compliance related concerns and HR grievances. As of 2023, Fertiglobe only reports compliance concerns (excluding HR grievances).

# ESG Performance Summary - continued

| Disclosure | UoM | 2022 | 2023 | 2024 | Reference |
|---|---|---|---|---|---|
| **Governance** | | | | | |
| **Diversity** | | | | | |
| Male employees within the organization's governance bodies | Headcount | 10 | 10 | 6 | GRI 405-1, ADX G-1 |
| Female employees within the organization's governance bodies | Headcount | 1 | 1 | 1 | GRI 405-1, ADX G-1 |
| Employees under 30 years old within the organization's governance bodies | Headcount | 0 | 0 | 0 | GRI 405-1 |
| Employees between 30–50 years old within the organization's governance bodies | Headcount | 7 | 7 | 1 | GRI 405-1 |
| Employees above 50 years old within the organization's governance bodies | Headcount | 4 | 4 | 6 | GRI 405-1 |
| Percentage of male employees within the organization's governance bodies | % | 91 | 91 | 86 | GRI 405-1 |
| Percentage of female employees within the organization's governance bodies | % | 9 | 9 | 14 | GRI 405-1 |
| Percentage of employees under 30 years old within the organization's governance bodies | % | 0 | 0 | 0 | GRI 405-1 |
| Percentage of employees between 30–50 years old within the organization's governance bodies | % | 64 | 64 | 14 | GRI 405-1 |
| Percentage of employees above 50 years old within the organization's governance bodies | % | 36 | 36 | 86 | GRI 405-1 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# **ESG Performance Summary** - continued

| Disclosure | UoM | 2023[1] | 2024 | Reference |
|---|---|---|---|---|
| **Human Capital** | | | | |
| **Headcount** | | | | |
| Total male employees | FTE | 2,474 | 2,457.5 | GRI 2-7 |
| Total female employees | FTE | 245 | 266 | GRI 2-7 |
| Total employees in UAE | FTE | 776 | 777.5 | GRI 2-7 |
| Total employees in Egypt | FTE | 1,113 | 1,107 | GRI 2-7 |
| Total employees in Algeria | FTE | 830 | 828 | GRI 2-7 |
| Total employees in other countries | FTE | NPR | 11 | GRI 2-7 |
| **Total employees** | **FTE** | **2,719** | **2,723.5** | **GRI 2-7** |
| (✓) Total male employees | Headcount | 2,476 | 2,459 | GRI 2-7 |
| (✓) Total female employees | Headcount | 245 | 266 | GRI 2-7 |
| Total employees in UAE | Headcount | 777 | 778 | GRI 2-7 |
| Total employees in Egypt | Headcount | 1,113 | 1,107 | GRI 2-7 |
| Total employees in Algeria | Headcount | 831 | 828 | GRI 2-7 |
| Total employees in other countries | Headcount | NPR | 12 | GRI 2-7 |
| **(✓) Total employees** | **Headcount** | **2,721** | **2,725** | **GRI 2-7** |
| **Total non-employees** | **Headcount** | **NPR** | **2,115** | **GRI 2-8** |
| **Percentage of male employees** | **%** | **91** | **90** | **GRI 2-7** |
| **Percentage of female employees** | **%** | **9** | **10** | **GRI 405-1, ADX S4** |
| Total male permanent employees | Headcount | 2,322 | 2,318 | GRI 405-1, ADX S4 |
| Total female permanent employees | Headcount | 237 | 246 | GRI 2-7 |
| **Total permanent employees** | **Headcount** | **2,559** | **2,564** | **GRI 2-7** |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 2023 data collection methodology was improved to ensure better alignment to GRI and ADX Standards, and new KPIs have been added to ensure more transparency in our Human Capital Reporting, thus 2022 and 2021 data are not reported given the difference in the methodology.

# **ESG Performance Summary** - continued

| Disclosure | UoM | 2023 | 2024 | Reference |
|---|---|---|---|---|
| **Human Capital** | | | | |
| Total male temporary employees | Headcount | 154 | 141 | |
| Total female temporary employees | Headcount | 8 | 20 | GRI 2-7 |
| **Total temporary employees** | **Headcount** | **162** | **161** | **GRI 2-7** |
| Total male full-time employees | Headcount | 2,473 | 2,458 | GRI 2-7 |
| Total female full-time employees | Headcount | 245 | 266 | GRI 2-7 |
| **Total full time employees** | **Headcount** | **2,718** | **2,724** | **GRI 2-7** |
| Total male part-time employees | Headcount | 3 | 1 | GRI 2-7 |
| Total female part-time employees | Headcount | 0 | 0 | GRI 2-7 |
| **Total part time employees** | **Headcount** | **3** | **1** | **GRI 2-7, ADX S5** |
| **Percentage of total headcount held by part-time employees** | **%** | **0.11** | **0.04** | **ADX S5** |
| **National employees in Fertil headcount** | **%** | **56.91** | **56.81** | **ADX S11** |
| **Employees Turnover** | | | | |
| Total turnover under 30 years old | Headcount | 2 | 5 | GRI 401-1 |
| Total turnover between 30–50 years old | Headcount | 80 | 63 | GRI 401-1 |
| Total turnover over 50 years old | Headcount | 59 | 43 | GRI 401-1 |
| (✓) Total male turnover | Headcount | 125 | 93 | GRI 401-1 |
| (✓) Total female turnover | Headcount | 16 | 18 | GRI 401-1 |
| **(✓) Total number of employee turnover** | **Headcount** | **141** | **111** | **GRI 401-1** |
| **Rate of employee turnover** | **Rate** | **5.18** | **4.07** | **GRI 401-1** |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# **ESG Performance Summary** - continued

| Disclosure | UoM | 2023 | 2024 | Reference |
|---|---|---|---|---|
| **Human Capital** | | | | |
| **Employees New Hires** | | | | |
| Total new hires under 30 years old | Headcount | 20 | 54 | GRI 401-1 |
| Total new hires between 30–50 years old | Headcount | 92 | 49 | GRI 401-1 |
| Total new hires over 50 years old | Headcount | 16 | 7 | GRI 401-1 |
| Total male new hires | Headcount | 102 | 77 | GRI 401-1 |
| Total female new hires | Headcount | 26 | 33 | GRI 401-1 |
| **Total number of new hires** | **Headcount** | **128** | **110** | **GRI 401-1** |
| **Rate of employees new hires** | **Rate** | **4.70** | **4.04** | **GRI 401-1** |
| **Employee Diversity** | | | | |
| **Top Management Positions**[1] | | | | |
| Percentage of male employees in top management positions | % | 85 | 84 | GRI 405-1, ADX S4 |
| Percentage of female employees in top management positions | % | 15 | 16 | GRI 405-1, ADX S4 |
| Percentage of employees under 30 years old in top management positions | % | 0 | 2 | GRI 405-1 |
| Percentage of employees between 30–50 years old in top management positions | % | 71 | 64 | GRI 405-1 |
| Percentage of employees above 50 years old in top management positions | % | 29 | 34 | GRI 405-1 |
| **Mid-level Positions**[1] | | | | |
| Percentage of male employees in Mid-level positions | % | 72 | 72 | GRI 405-1, ADX S4 |
| Percentage of female employees in Mid-level positions | % | 28 | 28 | GRI 405-1, ADX S4 |
| Percentage of employees under 30 years old in Mid-level positions | % | 0 | 2 | GRI 405-1 |
| Percentage of employees between 30–50 years old in Mid-level positions | % | 71 | 70 | GRI 405-1 |
| Percentage of employees above 50 years old in Mid-level positions | % | 29 | 28 | GRI 405-1 |
| **Staff Positions**[1] | | | | |
| Percentage of male employees in staff positions | % | 92 | 92 | GRI 405-1, ADX S4 |
| Percentage of female employees in staff positions | % | 8 | 8 | GRI 405-1, ADX S4 |
| Percentage of employees under 30 years old in staff positions | % | 7 | 6 | GRI 405-1 |
| Percentage of employees between 30–50 years old in staff positions | % | 77 | 75 | GRI 405-1 |
| Percentage of employees above 50 years old in staff positions | % | 16 | 19 | GRI 405-1 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 Please refer to the Methodological Note for more information on employees professional categories definitions.

# ESG Performance Summary - continued

| Disclosure | UoM | 2023 | 2024 | Reference |
|---|---|---|---|---|
| **Human Capital** | | | | |
| **Compensation** | | | | |
| Average annual employee compensation | $k | 84.4 | 84.4 | |
| **Employees Years of Service** | | | | |
| % of employees with 0–5 years of service | % | 20 | 23 | |
| % of employees with 6–10 years of service | % | 15 | 9 | |
| % of employees with 11–20 years of service | % | 55 | 58 | |
| % of employees with 21+ years of service | % | 10 | 10 | |
| **Technical Employees** | | | | |
| Total technical male employees | Headcount | 1,779 | 1,759 | GRI 405-1 |
| Total technical female employees | Headcount | 45 | 56 | GRI 405-1 |
| **Total technical employees** | **Headcount** | **1,824** | **1,815** | **GRI 405-1** |
| Total non-technical male employees | Headcount | 697 | 700 | GRI 405-1 |
| Total non-technical female employees | Headcount | 200 | 210 | GRI 405-1 |
| **Total non-technical employees** | **Headcount** | **897** | **910** | **GRI 405-1** |
| **Collective Bargaining Agreements** | | | | |
| Percentage of employees covered by collective bargaining agreements | % | 31 | 30 | GRI 2-30 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# ESG Performance Summary - continued

| Disclosure | UoM | 2023 | 2024 | Reference |
|---|---|---|---|---|
| **Human Capital** | | | | |
| **Parental Leave**[1] | | | | |
| Total number of male employees that are entitled to take parental leave (maternity/paternity) | Headcount | NPR | 1,412 | GRI 401-3 |
| Total number of female employees that are entitled to take parental leave (maternity/paternity) | Headcount | NPR | 266 | GRI 401-3 |
| Total number of male employees that took parental leave (maternity/paternity) | Headcount | NPR | 122 | GRI 401-3 |
| Total number of female employees that took parental leave (maternity/paternity) | Headcount | NPR | 27 | GRI 401-3 |
| Total number of male employees who returned to work in the reporting period after parental leave (maternity/paternity) ended | Headcount | NPR | 122 | GRI 401-3 |
| Total number of female employees who returned to work in the reporting period after parental leave (maternity/paternity) ended | Headcount | NPR | 25 | GRI 401-3 |
| Total number of male employees that returned to work after parental leave (maternity/paternity) ended that were still employed 12 months after their return to work | Headcount | NPR | NPR | GRI 401-3 |
| Total number of female employees that returned to work after parental leave (maternity/paternity) ended that were still employed 12 months after their return to work | Headcount | NPR | NPR | GRI 401-3 |
| Total number of employees that are entitled to take parental leave (maternity/paternity) | Headcount | NPR | 1,679 | GRI 401-3 |
| Total number of employees that took parental leave (maternity/paternity) | Headcount | NPR | 82 | GRI 401-3 |
| Total number of employees who returned to work in the reporting period after parental leave (maternity/paternity) ended | Headcount | NPR | 152 | GRI 401-3 |
| Total number of employees that returned to work after parental leave (maternity/paternity) ended that were still employed 12 months after their return to work | Headcount | NPR | NPR | GRI 401-3 |
| Male return to work rate | Rate | NPR | 100 | GRI 401-3 |
| Male retention rate | Rate | NPR | NPR | GRI 401-3 |
| Female return to work rate | Rate | NPR | 93 | GRI 401-3 |
| Female retention rate | Rate | NPR | NPR | GRI 401-3 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

1 Note that some 2024 data is NPR (Not Previously Reported) as it requires comparison with 2023 data, which was also NPR.

# ESG Performance Summary - continued

| Disclosure | UoM | 2023 | 2024 | Reference |
|---|---|---|---|---|
| **Human Capital** | | | | |
| **Training and Development** | | | | |
| Total number of training hours for male employees | Hours | NPR | 87,604 | GRI 404-1 |
| Total number of training hours for female employees | Hours | NPR | 7,834 | GRI 404-1 |
| Average number of trainings hours per male employee | Hours | NPR | 35.6 | GRI 404-1 |
| Average number of trainings hours per female employee | Hours | NPR | 29.5 | GRI 404-1 |
| Average number of trainings hours per employee | Hours | NPR | 35.0 | GRI 404-1 |
| **Performance Review** | | | | |
| Percentage of top management employees who received a regular performance and career development review | % | NPR | 94 | GRI 404-3 |
| Percentage of mid-level management employees who received a regular performance and career development review | % | NPR | 98 | GRI 404-3 |
| Percentage of staff level employees who received a regular performance and career development review | % | NPR | 98 | GRI 404-3 |
| Percentage of male employees that participated in regular performance and career development reviews | % | NPR | 98 | GRI 404-3 |
| Percentage of female employees that participated in regular performance and career development reviews | % | NPR | 91 | GRI 404-3 |

Indicators marked with the checkmark icon (✓) were subject to a limited assurance engagement for the year ending December 31, 2024 by PricewaterhouseCoopers (PwC).

# Global Reporting Initiative (GRI) Content Index

| | |
|---|---|
| **Statement of Use** | Fertiglobe has reported in accordance with the GRI Standards for the period 1/1/2024 - 31/12/24 |
| **GRI 1 used** | Foundation 2021 |

| GRI Standard | | Reference |
|---|---|---|
| **General Disclosures** | **Disclosure** | |
| GRI 2: General Disclosures 2021 | 2-1 Organizational details | Fertiglobe at a Glance, page 6 |
| | 2-2 Entities included in the organization's sustainability reporting | Methodological Note, pages 216-220 |
| | 2-3 Reporting period, frequency and contact point | Methodological Note, pages 216-220. Contact point: sustainability@fertiglobe.com |
| | 2-4 Restatements of information | Methodological Note, pages 216-220 |
| | 2-5 External assurance | Methodological Note, pages 216-220 |
| | 2-6 Activities, value chain and other business relationships | Strategic report, pages 13-40 |
| | 2-7 Employees | ESG Performance Summary, pages 230-231 |
| | 2-8 Workers who are not employees | ESG Performance Summary, page 230 |
| | 2-9 Governance structure and composition | ESG Governance, page 90<br>Corporate Governance Report, pages 109-113<br>BoD Stakeholder representation: 4 ADNOC members, 4 OCI members, 3 independent members. |
| | 2-10 Nomination and selection of the highest governance body | Corporate Governance Report, page 118 |
| | 2-11 Chair of the highest governance body | The chair of the highest governance body is not a senior executive in the organization. |
| | 2-12 Role of the highest governance body in overseeing the management of impacts | ESG Governance, page 90 |
| | 2-13 Delegation of responsibility for managing impacts | ESG Governance, page 90 |
| | 2-14 Role of the highest governance body in sustainability reporting | ESG Governance, page 90 |

# Global Reporting Initiative (GRI) Content Index - continued

| General Disclosures | | |
|---|---|---|
| GRI 2: General Disclosures 2021 | 2-15 Conflicts of interest | Corporate Governance Report, page 126 |
| | 2-16 Communication of critical concerns | Corporate Governance Report, page 89 |
| | 2-17 Collective knowledge of the highest governance body | Corporate Governance Report, page 122 |
| | 2-18 Evaluation of the performance of the highest governance body | Corporate Governance Report, page 118 |
| | 2-19 Remuneration policies | Corporate Governance Report, page 125 |
| | 2-20 Process to determine remuneration | Corporate Governance Report, page 125 |
| | 2-21 Annual total compensation ratio | Social Value, page 77<br>Corporate Governance Report, page 125 |
| | 2-22 Statement on sustainable development strategy | A Message from Our Chairperson, pages 4-5<br>A Message from Our CEO, pages 14-15 |
| | 2-23 Policy commitments | Managing Our Environmental Impacts, page 52<br>Social Value, pages 75-79, 87<br>Responsible Business Practices, pages 91-92<br>Risk Management & Compliance, pages 103-105 |
| | 2-24 Embedding policy commitments | Managing Our Environmental Impacts, page 52<br>Social Value, pages 75-79, 87<br>Responsible Business Practices, pages 91-92<br>Risk Management & Compliance, pages 103-105 |
| | 2-25 Processes to remediate negative impacts | Managing Our Environmental Impacts, page 52<br>Social Value, pages 75-79<br>Responsible Business Practices, pages 91-92<br>Risk Management & Compliance, pages 103-105 |
| | 2-26 Mechanisms for seeking advice and raising concerns | Risk Management & Compliance, page 103 |
| | 2-27 Compliance with laws and regulations | Fertiglobe has had 0 instances of non-compliance with laws and regulations and no fines have been paid for non-compliances during the reporting period. |
| | 2-28 Membership associations | Stakeholder Engagement, page 46 |
| | 2-29 Approach to stakeholder engagement | Stakeholder Engagement, pages 45-49 |
| | 2-30 Collective bargaining agreements | One Fertiglobe, One Team, page 78 |

# Global Reporting Initiative (GRI) Content Index - continued

| Material Topics | | |
|---|---|---|
| GRI 3: Material Topics 2021 | 3-1 Process to determine material topics | Materiality Assessment, pages 49-50 |
| | 3-2 List of material topics | Materiality Assessment, page 49 |
| **Local Community Engagement** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | Our Communities, pages 85-87 |
| GRI 201: Economic Performance 2016 | 201-1 Direct economic value generated and distributed | Our Communities, page 85 |
| GRI 204: Procurement Practices | 204-1 Proportion of spending on local suppliers | Procurement Practices, page 87 |
| **Responsible Business Practices** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | Business Ethics, pages 91-92 |
| GRI 205: Anti-corruption 2016 | 205-3 Confirmed incidents of corruption and actions taken | ESG Performance Summary, page 228<br>Business Ethics, pages 91-92 |
| GRI 418: Customer Privacy 2016 | 418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data | ESG Performance Summary, page 228 |
| **Climate Change Action** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | Energy and Climate Change, pages 51-58 |
| GRI 302: Energy 2016 | 302-1 Energy consumption within the organization | ESG Performance Summary, page 223 |
| | 302-3 Energy intensity | ESG Performance Summary, page 223 |
| GRI 305: Emissions 2016 | 305-1 Direct (Scope 1) GHG emissions | ESG Performance Summary, page 223 |
| | 305-2 Energy indirect (Scope 2) GHG emissions | ESG Performance Summary, page 223 |
| | 305-3 Other indirect (Scope 3) GHG emissions | ESG Performance Summary, page 224 |
| | 305-4 GHG emissions intensity | ESG Performance Summary, page 224 |
| **Water in Our Operations** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | Water, pages 59-61 |

# Global Reporting Initiative (GRI) Content Index - continued

| | | |
|---|---|---|
| **GRI 303: Water and Effluents 2018** | 303-1 Interactions with water as a shared resource | Water, pages 59-61 |
| | 303-2 Management of water discharge-related impacts | Water, page 59 |
| | 303-3 Water withdrawal | ESG Performance Summary, page 225 |
| | 303-4 Water discharge | ESG Performance Summary, page 225 |
| | 303-5 Water consumption | ESG Performance Summary, page 225 |
| **Non-GHG Pollution in our Operations** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | Other Environmental Impacts, page 63 |
| **GRI 305: Emissions 2016** | 305-7 Nitrogen oxides ($NO_x$), sulfur oxides ($SO_x$), and other significant air emissions | ESG Performance Summary, page 224 |
| **Resource Use and Circular Economy** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | Waste, page 62 |
| **GRI 306: Waste 2020** | 306-1 Waste generation and significant waste-related impacts | Waste, page 62 |
| | 306-2 Management of significant waste-related impacts | Waste, page 62 |
| | 306-3 Waste generated | ESG Performance Summary, page 225 |
| **Employee Engagement, Talent, and Development of Our Own Workforce** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | One Fertiglobe, One Team, pages 75-77 |
| **GRI 401: Employment 2016** | 401-1 New employee hires and employee turnover | ESG Performance Summary, pages 231-232 |
| | 401-3 Parental leave | ESG Performance Summary, page 234 |
| **GRI 404: Training and Education 2016** | 404-1 Average hours of training per year per employee | ESG Performance Summary, page 235 |
| | 404-3 Percentage of employees receiving regular performance and career development review | ESG Performance Summary, page 235 |
| **Health, Safety, and Wellbeing** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | Health and Safety, pages 79-84 |

# Global Reporting Initiative (GRI) Content Index - continued

| | | |
|---|---|---|
| **GRI 403: Occupational Health and Safety 2018** | 403-1 Occupational health and safety management system | Health and Safety, page 79 |
| | 403-2 Hazard identification, risk assessment, and incident investigation | Health and Safety, page 79 |
| | 403-3 Occupational health services | Health and Safety, pages 79-81 |
| | 403-4 Worker participation, consultation, and communication on occupational health and safety | Health and Safety, pages 79-81 |
| | 403-5 Worker training on occupational health and safety | Health and Safety, pages 80, 83-84 |
| | 403-6 Promotion of worker health | Health and Safety, pages 79-84 |
| | 403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships | Health and Safety, pages 79-84 |
| | 403-8 Workers covered by an occupational health and safety management system | Health and Safety, page 79 |
| | 403-9 Work-related injuries | ESG Performance Summary, pages 226-227 |
| **Diversity and Inclusion in Our Own Workforce** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | One Fertiglobe, One Team, pages 75-76 |
| **GRI 405: Diversity and Equal Opportunity** | 405-1 Diversity of governance bodies and employees | ESG Performance Summary, pages 229-232 |
| **Human and Labor Rights** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | One Fertiglobe, One Team, pages 75-78 |
| **GRI 406: Non-discrimination** | 406-1 Incidents of discrimination and corrective actions taken | ESG Performance Summary, page 228 |
| **Product Stewardship** | | |
| **GRI 3: Material Topics 2021** | 3-3 Management of material topics | Product Stewardship, pages 65-73 |
| **GRI 304: Biodiversity 2016** | 304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas | Other Environmental Impacts, page 63 |
| **GRI 416: Customer Health and Safety 2016** | 416-2 Incidents of non-compliance concerning the health and safety impacts of products and services | ESG Performance Summary, page 227 |

# Abu Dhabi Securities Exchange (ADX) Content Index

| Area | Disclosure | KPIs | Location/Omissions |
|---|---|---|---|
| Environment | E1 GHG Emissions | E1.1) Total amount in $CO_2$ equivalents, for Scope 1 | ESG Performance Summary, page 223 |
| | | E1.2) Total amount, in $CO_2$ equivalents, for Scope 2 | ESG Performance Summary, page 223 |
| | | E1.3) Total amount, in $CO_2$ equivalents, for Scope 3 | ESG Performance Summary, page 224 |
| | E2 Emissions Intensity | E2.1) Total GHG emissions per output scaling factor | ESG Performance Summary, page 224 |
| | | E2.2) Total non-GHG emissions per output scaling factor | ESG Performance Summary, page 224 |
| | E3 Energy Usage | E3.1) Total amount of energy directly consumed | ESG Performance Summary, page 223 |
| | | E3.2) Total amount of energy indirectly consumed | ESG Performance Summary, page 223 |
| | E4 Energy Intensity | Total direct energy usage per output scaling factor | ESG Performance Summary, page 223 |
| | E5 Energy Mix | Percentage: Energy usage by generation type | ESG Performance Summary, page 223 |
| | E6 Water Usage | E6.1) Total amount of water consumed | ESG Performance Summary, page 225 |
| | | E6.2) Total amount of water reclaimed | ESG Performance Summary, page 225 |
| | E7 Environmental Operations | E7.1) Does your company follow a formal Environmental Policy? | Managing Our Environmental Impacts, page 52 |
| | | E7.2) Does your company follow specific waste, water, energy, and/ or recycling polices? | Managing Our Environmental Impacts, page 52 |
| | | E7.3) Does your company use a recognized energy management system? | Managing Our Environmental Impacts, page 52 |
| | E8 Environmental Oversight | Does your Management Team oversee and/or manage sustainability issues? | ESG Governance, page 90 |
| | E9 Environmental Oversight | Does your Board oversee and/ or manage sustainability issues? | ESG Governance, page 90 |
| | E10 Climate Risk Mitigation | Total amount invested, annually, in climate-related infrastructure, resil-ience, and product development | $48.6 MN CapEx invested in 2024, in climate-related infrastructure, resilience, and product development in our fully controlled production plants and strategic partnerships. |

# Abu Dhabi Securities Exchange (ADX) Content Index - continued

| Area | Disclosure | KPIs | Location/Omissions |
|---|---|---|---|
| Social | S1 CEO Pay Ratio | S1.1) Ratio: CEO total compensation to median Full Time Equivalent (FTE) total compensation | FG CEO receives Fertiglobe remuneration as from 16 October 2024. CEO pay ratio will be disclosed over 2025 in the 2025 AR to ensure an annualized total compensation to median can be measured and disclosed. |
| | | S1.2) Does your company report this metric in regulatory filings? | No |
| | S2 Gender Pay Ratio | Ratio: Median male compensation to median female compensation | Fertiglobe gender pay gap is equal to 11.16%[1] |
| | S3 Employee Turnover | S3.1) Percentage: Year-over-year change for full-time employees | Full-time employees change year over year is 1%. |
| | | S3.2) Percentage: Year-over-year change for part-time employees | Part-time employees change year over year is 0%. |
| | | S3.3) Percentage: Year-over-year change for contractors/consultants | Please note we started disclosing non-employee related data in 2024.[1] |
| | S4 Gender Diversity | S4.1) Percentage: Total enterprise headcount held by men and women | ESG Performance Summary, page 230 |
| | | S4.2) Percentage: Entry- and mid-level positions held by men and women | ESG Performance Summary, page 230 |
| | | S4.3) Percentage: Senior- and executive-level positions held by men and women | ESG Performance Summary, page 230 |
| | S5 Temporary Worker Ratio | S5.1) Percentage: Total enterprise headcount held by part-time employees | ESG Performance Summary, page 231 |
| | | S5.2) Percentage: Total enterprise headcount held by contractors and/or consultants | Contractors account for 43.7% of the total enterprise headcount, including both employees and full-time equivalent (FTE) contractors. |
| | S6 Non-Discrimination | Does your company follow non-discrimination policy? | One Fertiglobe, One Team, page 78 |
| | S7 Injury Rate | Percentage: Frequency of injury events relative to total workforce time | Health and Safety, page 82 |
| | S8 Global Health & Safety | Does your company follow an occupational health and/or global health & safety policy? | Health and Safety, pages 79 |
| | S9 Child & Forced Labor | S9.1) Does your company follow a child and/or forced labor policy? | One Fertiglobe, One Team, page 78 |
| | | S9.2) If yes, does your child and/or forced labor policy also cover suppliers and vendors? Yes/No | One Fertiglobe, One Team, page 78 |
| | S10 Human Rights | S10.1) Does your company follow a human rights policy? | One Fertiglobe, One Team, page 78 |
| | | S10.2) If yes, does your human rights policy also cover suppliers and vendors? Yes/No | One Fertiglobe, One Team, page 78 |
| | S11 Nationalization | Percentage of national employees | ESG Performance Summary, page 75 |
| | S12 Community Investment | Amount invested in the community, as a percentage of company revenues. | Our Communities, page 85 |

[1] Please note that the KPI shows the average male and female employees compensation.

# Abu Dhabi Securities Exchange (ADX) Content Index - continued

| Area | Disclosure | KPIs | Location/Omissions |
|---|---|---|---|
| Governance | G1 Board Diversity | G1.1) Percentage: Total board seats occupied by men and women | ESG Performance Summary, page 229 |
| | | G1.2) Percentage: Committee chairs occupied by men and women | Corporate Governance Report, page 121<br>Please note that 60% of our Board Committees are chaired by men (Audit Committee and Executive Committee), while 40% are chaired by women (Nomination and Remuneration Committee). |
| | G2 Board Independence | G2.1) Does company prohibit CEO from serving as board chair? Yes/No | It is not permissible for the Chair to hold the position of the CEO and vice versa. |
| | | G2.2) Percentage: Total board seats occupied by independent board members | 7 board seats are occupied by independent board members, corresponding to 100% |
| | G3 Incentivized Pay | Are executives formally incentivized to perform on sustainability? | ESG Governance, page 90 |
| | G4 Supplier Code of Conduct | G4.1) Are your vendors or suppliers required to follow a Code of Conduct? Yes/ No | Procurement Practices, page 87 |
| | | G4.2) If yes, what percentage of your suppliers have formally certified their compliance with the code? | 30% of Fertiglobe's suppliers have signed the Code of Conduct |
| | G5 Ethics & Prevention of Corruption | G5.1) Does your company follow an Ethics and/or Prevention of Corruption policy? | Business Ethics, pages 91-92 |
| | | G5.2) If yes, what percentage of your workforce has formally certified its compliance with the policy? | All employees are required to take the Code of Conduct trainings when joining Fertiglobe. |
| | G6 Data Privacy | G6.1) Does your company follow a Data Privacy policy? | Business Ethics, pages 91-92 |
| | | G6.2) Has your company taken steps to comply with GDPR rules? Yes/No | Business Ethics, pages 91-92 |
| | G7 Sustainability Reporting | Does your company publish a sustainability report? | Methodological Note, page 216-220 |
| | G8 Disclosure Practices | G8.1) Does your company provide sustainability data to sustainability reporting frameworks? | Methodological Note, page 216-220 |
| | | Yes/No G8.2) Does your company focus on specific UN Sustainable Development Goals (SDGs)? | ESG Framework, page 44<br>Material Topics Descriptions & SDG Correlation, pages 121-231 |
| | | G8.3) Does your company set targets and report progress on the UN SDGs? Yes/ No | How We Create Value, page 26<br>Material Topics Descriptions & SDG Correlation, pages 121-231 |
| | G9 External Assurance | Are your sustainability disclosures assured or verified by a third party audit firm? | Methodological Note, page 216-220 |

# Task Force on Climate-Related Financial Disclosures (TCFD) Index

| GRI Indicator | Disclosure | Reference |
|---|---|---|
| Governance (a) | Describe the board's oversight of climate-related risks and opportunities | ESG Governance, page 90 |
| Governance (b) | Describe management's role in assessing and managing climate-related risks and opportunities | ESG Governance, page 90 |
| Strategy (a) | Describe the climate-related risks and opportunities the organization has identified over the short, medium, and long term | Climate Change Risks and Opportunities page 58, Risk Management & Compliance, page 97 |
| Strategy (b) | Describe the impact of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning | Climate Change Risks and Opportunities, page 58 |
| Strategy (c) | Describe the resilience of the organization's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario | Energy and Climate Change, pages 53-54 |
| Risk Management (a) | Describe the organization's processes for identifying and assessing climate-related risks | Risk Management & Compliance, pages 94-96 |
| Risk Management (b) | Describe the organization's processes for managing climate-related risks | Risk Management & Compliance, pages 94-96 |
| Risk Management (c) | Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organization's overall risk management | Climate Change Risks and Opportunities, page 58, Risk Management & Compliance, pages 94-96 |
| Metrics and Targets (a) | Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management process | Climate Change Risks and Opportunities, page 58, Risk Management & Compliance, page 97 |
| Metrics and Targets (b) | Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks | Sustainable Operations, page 55<br>Risk Management & Compliance, page 96 |
| Metrics and Targets (c) | Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets | Energy and Climate Change, page 53 |

# Sustainability Accounting Standards Board (SASB) Index

| SASB Reference | Metric | Category | Unit of measure | Reference |
|---|---|---|---|---|
| **Environment** | | | | |
| **GHG gas emissions** | | | | |
| RT-CH-110a.1 | Gross global Scope 1 emissions, percentage covered under emissions-limiting regulations | Quantitative | Metric tons (t) $CO_2e$, Percentage (%) | page 224 |
| RT-CH-110a.2 | Discussion of long-term and short-term strategy or plan to manage Scope 1 emissions reduction targets and an analysis of performance against those targets | Discussion and analysis | n/a | pages 53-58 |
| **Air quality** | | | | |
| RT-CH-120a.1 | Air emissions of the following pollutants: (1) $NO_x$ (excluding $N_2O$), (2) $SO_x$, (3) volatile organic compounds (VOCs), and (4) hazardous air pollutants (HAPs) | Quantitative | Metric tons (t) | page 224 |
| **Energy management** | | | | |
| RT-CH-130a.1 | (1) Total energy consumed, (2) percentage grid electricity, (3) percentage renewable, (4) total self-generated energy | Quantitative | Gigajoules (GJ), Percentage (%) | page 223 |
| **Water management** | | | | |
| RT-CH-140a.1 | 1) Total water withdrawn, (2) total water consumed, percentage of each in regions with High or Extremely High Baseline Water Stress | Quantitative | Thousand cubic meters ($m^3$), Percentage (%) | page 225 |
| RT-CH-140a.2 | Number of incidents of non-compliance associated with water quality permits, standards, and regulations | Quantitative | Number | page 225 |
| RT-CH-140a.3 | Description of water management risks and discussion of strategies and practices to mitigate those risks | Discussion and analysis | n/a | pages 59-61 |
| **Hazardous waste management** | | | | |
| RT-CH-150a.1 | Amount of hazardous waste generated, percentage recycled | Quantitative | Metric tons (t), Percentage (%) | page 224 |

# Sustainability Accounting Standards Board (SASB) Index - continued

| SASB Reference | Metric | Category | Unit of Measure | Reference |
|---|---|---|---|---|
| **Social** | | | | |
| **Community relations** | | | | |
| RT-CH-210a.1 | Discussion of engagement processes to manage risks and opportunities associated with community interests | Discussion and analysis | n/a | pages 52-63, 85-87 |
| **Workforce health & safety** | | | | |
| RT-CH-320a.1 | (1) Total recordable incident rate (TRIR) and (2) fatality rate for (a) direct employees and (b) contract employees | Quantitative | Rate | pages 226-227 |
| RT-CH-320a.2 | Description of efforts to assess, monitor, and reduce exposure of employees and contract workers to long-term (chronic) health risks | Discussion and analysis | n/a | pages 79-81 |
| **Product design for use-phase efficiency** | | | | |
| RT-CH-410a.1 | Revenue from products designed for use-phase resource efficiency | Quantitative | Reporting currency | page 228 |
| **Safety & environmental stewardship of chemicals** | | | | |
| RT-CH-410b.1 | (1) Percentage of products by revenue that contain Globally Harmonized System of Classification and Labeling of Chemicals (GHS) Category 1 and 2 Health and Environmental Hazardous Substances, (2) percentage of such products by revenue that have undergone a hazard assessment | Quantitative | Percentage (%) by revenue, Percentage (%) | page 228 |
| RT-CH-410b.2 | Discussion of strategy to (1) manage chemicals of concern and (2) develop alternatives with reduced human and/or environmental impact | Discussion and analysis | n/a | page 63 |
| **Genetically modified organisms** | | | | |
| RT-CH-410c.1 | Percentage of products by revenue that contain genetically modified organisms (GMOs) | Quantitative | Percentage (%) by revenue | page 228 |
| **Operational safety, emergency preparedness & response** | | | | |
| RT-CH-540a.1 | Process Safety Incidents Count (PSIC), Process Safety Total Incident Rate (PSTIR), and Process Safety Incident Severity Rate (PSISR) | Quantitative | Number | page 227 |

# Sustainability Accounting Standards Board (SASB) Index - continued

| SASB Reference | Metric | Category | Unit of Measure | Reference |
|---|---|---|---|---|
| **Governance** | | | | |
| **Management of the legal & regulatory environment** | | | | |
| RT-CH-530a.1 | Discussion of corporate positions related to government regulations and/or policy proposals that address environmental and social factors affecting the industry | Discussion and analysis | n/a | page 58 |
| **Other** | | | | |
| **Activity metric** | | | | |
| RT-CH-000.A | Production by reportable segment | Quantitative | Metric tons (t) | page 33 |

# ESG Assurance Report

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information

To the Board of Directors of Fertiglobe Plc

The Board of Directors of Fertiglobe Plc (the "Company") and its subsidiaries (together the "Group") have engaged us to obtain a limited assurance on the Environment, Social and Governance (ESG) selected Information of the Group as defined within the *Sustainability information and reporting criteria* section of this report and marked with the symbol **(✓)** on pages 223-231 in the ESG Performance Summary within the APPENDIX I: SUSTAINABILITY of the Annual Report 2024 (the "sustainability information"), for the period from 01 January 2024 to 31 December 2024.

Our assurance conclusion does not extend to information in respect of earlier periods or to any other information included in, or linked from, the Annual Report 2024 including any images, audio files or videos.

### Limited assurance conclusion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the sustainability information is not prepared, in all material respects, in accordance with the reporting criteria set out in pages 216 – 220 of the Annual Report 2024 and referenced in the *Sustainability information and reporting criteria* section below.

### Basis for conclusion

We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised) "Assurance engagements other than audits or reviews of historical financial information" ("ISAE 3000 (Revised)"), and, in respect of the greenhouse gas emissions, International Standard on Assurance Engagements 3410, "Assurance engagements on greenhouse gas statements" ("ISAE 3410"), issued by the International Auditing and Assurance Standards Board.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion. Our responsibilities under these standards are further described in the Practitioner's responsibilities section of our report.

*Our independence and quality management*

We have complied with the independence requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour, and the ethical requirements that are relevant to our limited assurance on the sustainability information in the Abu Dhabi Global Market ("ADGM").

Our firm applies International Standard on Quality Management (ISQM 1), which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

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# ESG Assurance Report - continued

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information (continued)

### Sustainability information and reporting criteria

The sustainability information needs to be read and understood together with the reporting criteria, which the Group is solely responsible for selecting and applying. The sustainability information and the reporting criteria are as set out in the table below:

| Sustainability information | Unit of measurement | Value for the period from 1 January 2024 to 31 December 2024 | Materiality reference* | Location of the sustainability information in the Annual Report 2024 | Reporting criteria |
|---|---|---|---|---|---|
| **Environment** | | | | | |
| **Energy** | | | | | |
| Total renewable electricity consumption (purchased) | TJ | 1,657 | (6) | Page 223 | Methodological Note (page 216-220) |
| Total energy consumption | TJ | 158,482 | (6) | Page 223 | |
| Total production | Million N-ton | 3.0 | (6) | Page 223 | |
| Energy intensity ratio | GJ/ Million N- ton | 52.5 | (7) | Page 223 | |
| **GHG Emissions** | | | | | |
| Scope 1 GHG emissions | Million tons $CO_2e$ | 5.59 | (6) | Page 223 | Methodological Note (page 216-220) |
| Scope 2 GHG emissions (market-based) | Million tons $CO_2e$ | 0.14 | (6) | Page 223 | |
| Scope 1 GHG emissions ($CO_2$ to downstream) | Million tons $CO_2e$ | 3.07 | (6) | Page 223 | |
| Total GHG emission - GHG protocol (scope 1+2) | Million tons $CO_2e$ | 5.73 | (6) | Page 224 | |
| Total GHG emissions – EU ETS (scope 1+2+downstream) | Million tons $CO_2e$ | 8.79 | (6) | Page 224 | |
| GHG emissions intensity ratio (scope 1+2) | Million tons $CO_2e$/ Million N-ton | 1.90 | (7) | Page 224 | |
| GHG emissions intensity ratio (scope 1+2+downstream) | Million tons $CO_2e$/ Million N-ton | 2.91 | (7) | Page 224 | |
| **Water withdrawal** | | | | | |
| Groundwater – Other water | Million $m^3$ | 9.36 | (1) | Page 225 | Methodological Note (page 216-220) |
| Seawater – Other water | Million $m^3$ | 38.72 | (1) | Page 225 | |
| Third-party – Freshwater | Million $m^3$ | 0 | (1) | Page 225 | |
| Third-party –Other water | Million $m^3$ | 11.09 | (1) | Page 225 | |
| Total water withdrawal | Million $m^3$ | 59.17 | (1) | Page 225 | |
| Water withdrawn in regions with High or Extremely High Baseline Water Stress | % | 100 | (3) | Page 225 | |

# ESG Assurance Report - continued

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information (continued)

### Sustainability information and reporting criteria (continued)

| Sustainability information | Unit of measurement | Value for the period from 1 January 2024 to 31 December 2024 | Materiality reference* | Location of the sustainability information in the Annual Report 2024 | Reporting criteria |
|---|---|---|---|---|---|
| **Water discharge** | | | | | |
| Groundwater – Other water | Million $m^3$ | 3.38 | (1) | Page 225 | Methodological Note (page 216-220) |
| Seawater – Other water | Million $m^3$ | 29.02 | (1) | Page 225 | |
| Third-party –Other water | Million $m^3$ | 0.89 | (1) | Page 225 | |
| Total water discharge | Million $m^3$ | 33.29 | (1) | Page 225 | |
| Water discharge in regions with High or Extremely High Baseline Water Stress | % | 100 | (3) | Page 225 | |
| **Environment** | | | | | |
| **Water – Consumed and Stored** | | | | | |
| Total water consumption | Million $m^3$ | 25.88 | (1) | Page 225 | Methodological Note (page 216-220) |
| Water consumed in regions with High or Extremely High Baseline Water Stress | % | 100 | (3) | Page 225 | |
| **Water intensity** | | | | | |
| Water consumption intensity | Million $m^3$ / Million N- ton | 8.58 | (2) | Page 225 | Methodological Note (page 216-220) |
| **Health and Safety** | | | | | |
| **Health and Safety - Employees** | | | | | |
| Total recordable injury rate (TRIR) | Per 200,000 hours worked | 0.04 | (5) | Page 226 | Methodological Note (page 216-220) |
| Lost time injuries rate (LTIR) | Per 200,000 hours worked | 0.04 | (5) | Page 226 | |
| Fatality (result of work-related injury) | # | 0 | (4) | Page 226 | |
| **Health and Safety** | | | | | |
| **Health and Safety - Contractors** | | | | | |
| Total recordable injury rate (TRIR) | Per 200,000 hours worked | 0 | (5) | Page 226 | Methodological Note (page 216-220) |
| Lost time injuries rate (LTIR) | Per 200,000 hours worked | 0 | (5) | Page 226 | |
| Fatality (result of work-related injury) | # | 0 | (4) | Page 226 | |
| **Health and Safety - Total** | | | | | |
| Total Recordable Injury Rate (TRIR) | Per 200,000 hours worked | 0.02 | (5) | Page 227 | Methodological Note (page 216-220) |
| Total Lost Time Injury Rate (LTIR) | Per 200,000 hours worked | 0.02 | (5) | Page 227 | |

# ESG Assurance Report - continued

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information (continued)

### Sustainability information and reporting criteria (continued)

| Sustainability information | Unit of measurement | Value for the period from 1 January 2024 to 31 December 2024 | Materiality reference* | Location of the sustainability information in the Annual Report 2024 | Reporting criteria |
|---|---|---|---|---|---|
| **Responsible Business Practices** | | | | | |
| **Compliance** | | | | | |
| Substantiated incidents of discrimination | # | 0 | (4) | Page 228 | Methodological Note (page 216-220) |
| Confirmed incidents of corruption | # | 0 | (4) | Page 228 | |
| **Human Capital** | | | | | |
| Total male employees | Headcount | 2,459 | (1) | Page 230 | Methodological Note (page 216-220) |
| Total female employees | Headcount | 266 | (1) | Page 230 | |
| Total employees | Headcount | 2,725 | (1) | Page 230 | |
| **Employees Turnover** | | | | | |
| Total male turnover | Headcount | 93 | (1) | Page 231 | Methodological Note (page 216-220) |
| Total female turnover | Headcount | 18 | (1) | Page 231 | |
| Total number of employees turnover | Headcount | 111 | (1) | Page 231 | |

**Refer to our assessment of materiality discussed in the 'Materiality' section of this report.*

### Responsibilities for the sustainability information

The Management of the Group is responsible for:

- Determining appropriate reporting topics and selecting or establishing suitable criteria for measuring or evaluating the underlying sustainability matter;
- Ensuring that those criteria are relevant and appropriate to the Group and the intended users of the Annual Report 2024;
- The preparation of the sustainability information in accordance with the reporting criteria applied as explained and referenced in the *Sustainability information and reporting criteria* section above;
- Designing, implementing and maintaining systems, processes and such internal controls as management determines is necessary to enable the preparation of the sustainability information including over the evaluation or measurement in accordance with the reporting criteria, that is free from material misstatement, whether due to fraud or error; and
- The selection and application of appropriate sustainability information reporting methods and making assumptions and estimates that are reasonable in the circumstances.

The Directors are responsible for overseeing the Group's sustainability information reporting process.

# ESG Assurance Report - continued

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information (continued)

### Responsibilities for the sustainability information (continued)

*Inherent limitations in preparing sustainability information*

The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, evaluation and measurement techniques that can affect comparability between entities and over time.

Non-financial performance information is subject to more inherent limitations than financial information, given the characteristics of the underlying sustainability matter and the methods used for determining such information. The precision of different measurement techniques may also vary.

As discussed in the reporting criteria, greenhouse gas quantification is subject to inherent uncertainty because of incomplete scientific knowledge used to determine emissions factors and the values needed to combine emissions of different gases.

### Practitioner's responsibilities

Our responsibility is to plan and perform the assurance engagement to obtain limited assurance about whether the sustainability information is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the sustainability information.

As part of a limited assurance engagement in accordance with ISAE 3000 (Revised) and ISAE 3410, we exercise professional judgement and maintain professional scepticism throughout the engagement. We also:

- Determine the suitability in the circumstances of the Group's use of reporting criteria as the basis for the preparation of the sustainability Information.
- Perform risk assessment procedures, including obtaining an understanding of internal control relevant to the engagement, to identify where material misstatements are likely to arise, whether due to fraud or error, but not for the purpose of providing a conclusion on the effectiveness of the Group's internal control.
- Design and perform procedures responsive to where material misstatements are likely to arise in the sustainability information. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

# ESG Assurance Report - continued

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information (continued)

### Materiality

We are required to plan and perform our work to address the areas where we have identified that a material misstatement of the sustainability information is likely to arise.

Based on our professional judgement, we determined materiality for the sustainability information as follows:

| | |
|---|---|
| Overall materiality | The benchmark approach for each aspect of the sustainability information is indicated in the table above by one of the following numbers:<br>(1) This metric is an absolute number. A benchmark of 5% has been applied.<br>(2) This metric is calculated as a ratio between two different numbers. A benchmark of 5% has been applied to both the numerator and denominator used in the calculation.<br>(3) This metric is a percentage. A benchmark of 5% has been applied to both the numerator and denominator used in the percentage calculation.<br>(4) This metric is an absolute number. Each individual unit of measure (i.e. a fatality or incident) is considered material.<br>(5) This metric is calculated as a ratio between two different numbers. A benchmark to each individual unit of measure has been applied to the numerator (i.e. a fatality or incident is considered material) and a benchmark of 5% has been applied to the denominator. Furthermore, a benchmark of 5% has been applied to the reported figure.<br>(6) This metric is an absolute number. A benchmark of 4.5% has been applied.<br>(7) This metric is calculated as a ratio between two different numbers. A benchmark of 4.5% has been applied to both the numerator and denominator used in the calculation. |

For each metric, the materiality threshold means that a misstatement of that amount or higher, either as an individual misstatement, or as an aggregate of smaller misstatements, would lead us to conclude that the sustainability information had not been prepared in all material respects in accordance with the reporting criteria. For qualitative information, materiality considerations consider qualitative matters, including balance, understandability, and lack of bias.

# ESG Assurance Report - continued

## Independent practitioner’s limited assurance report on Fertiglobe Plc’s Environmental, Social and Governance (ESG) selected information (continued)

### Summary of work performed

A limited assurance engagement involves performing procedures to obtain evidence about the sustainability information. The procedures in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

The nature, timing and extent of procedures selected depend on professional judgement, including the identification of where material misstatements are likely to arise in the sustainability information, whether due to fraud or error.

In conducting our limited assurance engagement, we:

- obtained an understanding of Group’s control environment, processes and systems relevant to the preparation of the sustainability information. Our procedures did not include evaluating the suitability of design or operating effectiveness of control activities;
- evaluated whether all information identified by the process to identify the information is included in the sustainability information;
- considered the suitability in the circumstances of the Group’s use of the reporting criteria, as the basis for preparing the sustainability information;
- evaluated the appropriateness of measurement and evaluation methods, reporting policies used and estimates made, noting that our procedures did not involve testing the data on which the estimates are based or separately developing our own estimates against which to evaluate Group’s estimates;
- performed limited substantive testing on a selective basis of the sustainability information, which is aggregated from information submitted by the Group’s operational sites within their organisational boundary. Testing involved: comparing year on year movements and obtaining explanations from management for significant differences we identified, agreeing arithmetical accuracy and agreeing data points to or from source information to check that the underlying sustainability information had been appropriately evaluated or measured, recorded, collated and reported;
- undertook site visits of the Group’s sites to perform testing procedures over site level sustainability information. We selected these sites based on their inherent risk and materiality to the Group; and
- considered the disclosure and presentation of the sustainability information.

# ESG Assurance Report - continued

## Independent practitioner's limited assurance report on Fertiglobe Plc's Environmental, Social and Governance (ESG) selected information (continued)

### Other matters in relation to the sustainability information

The comparative sustainability information of the Group as at 31 December 2023 and for the year then ended was not subject to an assurance engagement. Our conclusion is not modified in respect of this matter.

### Use of our report

Our report, including our conclusion, has been prepared solely for the Board of Directors of the Group in accordance with the agreement between us dated 18 February 2025. To the fullest extent permitted by law, we do not accept or assume responsibility or liability to anyone other than the Board of Directors of Fertiglobe Plc for our work or this report except where terms are expressly agreed between us in writing.

For and on behalf of PricewaterhouseCoopers Limited Partnership (ADGM Branch)

Rashid Muhammed Khursheed

8 April 2025

# Glossary of Abbreviations and Key Terms

| Abbreviations | |
|---|---|
| ADGM | Abu Dhabi Global Market |
| ADNOC | Abu Dhabi National Oil Company |
| AGM or GM | Annual General Meeting of Shareholders |
| APM | Alternative Performance Measures |
| BACT | Best Available Control Technology |
| BN | Billion |
| CapEx | Capital expenditure |
| $CO_2$ | Carbon dioxide |
| $CO_2e$ | Carbon dioxide equivalent |
| COSO | Committee of Sponsoring Organizations of the Treadway Commission |
| DEF | Diesel exhaust fluid |
| EBIC | Egypt Basic Industries Corporation |
| EBITDA | Earnings Before Interest, Taxes, Depreciation, and Amortization |
| EFC | Egyptian Fertilizers Company |
| EIR | Environmental incident rate |
| EPS | Earnings per share |
| ESG | Environmental, Social, Governance |
| FCF | Free cash flow |
| FTE | Full Time Equivalent |
| GHG | Greenhouse gas |
| GJ | Gigajoule |
| GRI | Global Reporting Initiative |
| HC | Headcount |
| HSE | Health, Safety, and Environment |
| ICF | Internal Control Framework |
| IEA | International Energy Agency |
| IFA | International Fertilizer Association |
| IFRS | International Financial Reporting Standards |
| IPCC | Intergovernmental Panel on Climate Change |

| Abbreviations | |
|---|---|
| ISCC | International Sustainability and Carbon Certification |
| ktpa | Thousand tons per annum |
| LTI | Lost time injury |
| LTIR | Lost time injury rate |
| M | Million |
| M $m^3$ | Million cubic meters |
| MENA | Middle East and North Africa |
| MMBTU | Million British thermal unit |
| MPC | Maximum proven capacity |
| MT | Million metric tons |
| N/A | Not applicable |
| $N_2O$ | Nitrous oxide |
| NF LoR | Non-financial Letter of Representation |
| $NO_x$ | Nitrogen oxide |
| NPR | Not Previously Reported |
| OHSAS | Occupational Health and Safety Assessment Series |
| OpCo | Operating Company |
| OSHA | Occupational Safety and Health Administration |
| PSI | Process safety incident |
| REACH | Registration, Evaluation, Authorization, and Restriction of Chemicals |
| SASB | Sustainability Accounting Standards Board |
| SDG | Sustainable Development Goal |
| $SO_2$ | Sulfur dioxide |
| STEM | Science, Technology, Engineering, and Maths |
| TCFD | Task Force on Climate-related Financial Disclosures |
| TJ | Terajoule |
| TRIR | Total recordable injury rate |
| TSR | Total shareholder return |
| YoY | Year-on-year |