



Corporate Governance Annual Report 2024

Dana Gas has consistently recognized the significance of embracing best practices in corporate governance as this remains one of the critical success factors for a private sector Corporation with a vision to be a leader in the Middle East's oil and gas industry. Immediately following our incorporation in April 2006, Dana Gas proactively enlisted in the International Finance Corporation (IFC), a subset of the World Bank Group, towards assessing and evaluating our corporate governance practices. Our objective was to enhance the Board of Directors' effectiveness, strengthen our control environment, and ensure that our disclosure and transparency practices were aligned with international best practices. To date, we continue to benchmark our Corporate Governance and Compliance vis a vis global standard through independent external audits.

In 2021, Dana Gas has updated its Articles of Association to comply with Federal Law No. 26 of 2020 and the Securities & Commodities Authority Chairman Decision No. (3/Chairman) of 2020. This amendment demonstrates our continuous efforts to evolve and mature our governance standards. We also conducted a thorough internal review of our Articles of Association and governance framework in 2021, towards ensuring alignment of our policies with our guidelines and integrating these into our Articles of Association. Lastly, we established the Corporate Governance, Remuneration & Nominations (CGR&N) Committee whose mandate is to oversee compliance with governance regulations in turn complemented by our Compliance Officer's regular monitoring of adherence across the Company. This reaffirms our dedication to the highest governance standards.

In 2022, we continued to refine our Articles of Association in line with the Federal Decree by Law No. 32 of 2021 concerning the Commercial Companies Law. That year, our Shareholders also approved the revised Board remuneration and dividend policies. Additionally, an external Board evaluation was conducted by Governance Creed in Q4 2022 with a report delivered to the Board in January 2023. During the first and last quarter of 2024, we conducted an internal Board evaluation for the years 2023 and 2024. Ongoing initiatives included verifying the independence of our directors, disclosing conflict of interests if any, and auditing the governance practices.

In 2024, Dana Gas conducted its Board election in accordance with the Articles of Association and regulatory requirements, reinforcing our commitment to stringent governance practices.

The dedication of our Board of Directors and Executive Management to uphold stringent corporate governance standards is crucial towards achieving our strategic goals. This commitment ensures transparency, effective control, and high performance, all of which are essential for turning strategies into future successes. Ultimately, our governance practices are designed to deliver value for our Shareholders and benefit other Stakeholders both locally and internationally.

1. Statement of ownership and transactions of Board of Directors members, their spouses and their children in the Company's securities during 2024:



The Dana Gas PJSC Share Dealing Code (the “Code”) was adopted in September 2017. The Code complies with international best practice as well as relevant provisions in regulations issued by the Securities and Commodities Authority and Abu Dhabi Securities Exchange.

The Rules define periods during which Directors and employees are not permitted to deal in the Company’s shares. No Director nor employee has traded in the shares of the Company during the closed periods set out in the Rules or in the Securities and Commodities Authority’s Resolution No. 2/2001.

The table below shows the trading in the company’s shares conducted by the members of the Board, their spouses, and their children during 2024 and their holdings of such shares at the end of the year:

Board Member	Position/ Relationship	Shares owned as of 31/12/2024	Total Sale Transactions	Total Purchase Transactions
Mr. Abdul Hameed Dhia Jafar	Chairman	-	-	-
Mr. Rashed Saif S. Al Jarwan Al Shamsi	Vice Chairman	1,600,000	-	-
Mr. Abdul Majid Abdul Hamid D. Jafar	Managing Director of Board Affairs	-	-	-
Mr. Ziad Abdulla Ibrahim Galadari	Director	4,132,855	-	-
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	Director	10,000,000	-	-
H.E. Najla Ahmed Mohamed Hamad Almidfa	Director	1,000,000	-	-
H.E. Younis Haji Abdulla Hussain Alkhoori	Director	16,614,490	-	-
	Wife	2,601,011	-	-
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi	Director	-	-	-
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi	Director	-	-	-
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhoori	Director	21,204,118	-	-
Mr. Omar Ibrahim Abdulla Ahmed Almulla	Director	-	-	-

2. Board Formation:



The Board of Directors is elected by the General Assembly every 3 years according to the requirements of the Articles of Association and the applicable regulations. The Annual General Assembly elected the current Board of Directors at its meeting held on 17 April 2024 for the period 2024-2027.

The Board members possess diverse expertise in areas such as finance, law, risk management, governance, and strategy. The Board includes some of the UAE's leading business figures, alongside a select group of experienced professionals specializing in the oil and gas sector. This collective expertise enables well-informed strategic decision-making which supports the Company's long-term objectives.

The Board is committed to holding regular meetings to discuss key matters related to the Company's Management, oversee its performance, and ensure compliance with applicable regulations and laws, in line with best corporate governance practices.

The current Board of Directors comprises seven independent Directors and four non-independent Non-Executive Directors.



A. Statement of the current Board formation according to the following schedule:

S/N	Name	Category	Qualifications and Experience	Period served as a BOD member of the Company since his first election date	Memberships and positions in any other joint-stock companies	Positions in any other important supervisory, governmental or business entities
1.	Mr. Abdul Hameed Dhia Jafar, Chairman of the Board	Non-Executive Non-Independent	<p>Mr. Abdul Hameed Dhia Jafar attended St. Paul's School in London, and subsequently studied at Churchill College, Cambridge University, where he obtained his Bachelor's of Engineering Degree (specializing in Thermodynamics & Fluid Flow), followed by a Master's Degree.</p> <p>Mr. Abdul Hameed Jafar is the Founder and Chairman of the Crescent Group of companies headquartered in Sharjah in the UAE, with regional offices in the Middle East and the UK. The group is engaged in a variety of commercial ventures including container port operations, logistics, real estate, power generation and private equity.</p> <p>Mr. Jafar also promoted a culture of transparency and accountability in the Gulf Region through the "Pearl Initiative" (whose Board of Governors he initially chaired), founded in cooperation with the United Nations Office of Partnerships.</p>	19 years (2005-2024)		<ul style="list-style-type: none"> - Chairman, Crescent Group of companies - Chairman, Gulfainer Ltd. - Founding Shareholder, URUK Group - Member, Board of Governors of Pearl Initiative - Founder, UAE Chapters of the Young Presidents Organization and the World Presidents Organization - Member, International Chief Executives Organization - Member of the Board of Trustees, American University of Sharjah



			Mr. Jafar is the founder of the UAE Chapter of the Young Presidents Organization and the World Presidents Organization (now 'YPO Gold') and is a member of the International Chief Executives Organization. In addition, Mr. Jafar has a wide range of philanthropic interests involving disabled and disadvantaged children, cancer treatment and education. He was a member of the Board of Trustees of the American University of Sharjah until August 2023.			
2.	Mr. Rashed Saif Al Jarwan Al Shamsi, Vice Chairman	Non-Executive Non-Independent	<p>Mr. Rashed Saif Al Jarwan Al Shamsi holds a Bachelor's Degree in Petroleum & Natural Gas Engineering from Pennsylvania State University, USA.</p> <p>Mr. Al Jarwan is the Vice Chairman of Dana Gas. He also serves on the Board of several institutions such as the Emirates General Petroleum Corporation (EMARAT), Sukoon Insurance Company and Al Ghurair Holding Company.</p> <p>He has extensive oil and gas experience over more than 40 years. Mr. Al Jarwan held the position of Acting CEO for one year and General Manager at Dana Gas for 3 years. Earlier he held the position of General Manager in ADGAS for 8 years and several technical and managerial posts in the ADNOC Group of companies in Abu Dhabi for 28 years.</p> <p>Mr. Al Jarwan is the Chairman of the Board Steering Committee in Dana Gas.</p>	16 years (2008-2024)	- Board Member, Sukoon Insurance Company (until 28 February 2025) -	- Board member, Emirates General Petroleum Corporation (EMARAT) (Until February 2025)



3.	Mr. Abdul Majid Abdul Hamid D. Jafar, Managing Director of Board Affairs	Non-Executive Non-Independent	<p>Mr. Majid Jafar is the CEO of Crescent Petroleum, the Middle East's oldest private oil & gas company, and Vice-Chairman of the Crescent Group of companies which includes interests in port management, logistics, venture capital, private equity and real estate. He is also Managing Director of the Board of Dana Gas PJSC, in which Crescent is the largest shareholder. His previous experience was with Shell International's Exploration & Production and Gas & Power Divisions.</p> <p>In addition to his professional commitments, Mr. Majid Jafar is an advocate of responsible energy and sustainable development, and serves on the Energy Business Council of the International Energy Agency (IEA), the Advisory Board of the Responsible Energy Forum, the Stewardship Board of the Global System on Energy at the World Economic Forum, and the Board of Trustees of the Arab Forum for Environment and Development (AFED). He promotes education and youth employment and is a Board Member of the Queen Rania Foundation and the Kalimat Foundation for Children's Empowerment, as well as a founding patron of the Prince's Trust International. He also serves on the Panel of Senior Advisers of the Royal Institute of International Affairs (Chatham House) in London, the International Advisory Board of The Atlantic Council in Washington DC, and the Board of Fellows of Harvard Medical</p>	19 years (2005-2024)	-	<ul style="list-style-type: none"> - CEO, Crescent Petroleum Company, UAE - Vice Chairman, Crescent Group of companies - Board member, Arab Forum for Environment and Development (AFED) - Board member, Iraq Energy Institute - Board member, Queen Rania Foundation (QRF) - Board member of Board of Fellows of Harvard Medical School, the Panel of Senior Advisers of the Royal Institute of International Affairs (Chatham House), and the International Advisory Board of the Prince's Trust International and The Atlantic Council



			<p>School, and is a member of the GCC Board Directors Institute and the Young Presidents Organization (YPO), an Accredited Director of the Institute of Directors (IoD Mudara), and has been named a Young Global Leader by the World Economic Forum.</p> <p>Mr. Majid Jafar attended Eton College and graduated from Cambridge University (Churchill College) with Bachelor's and Master's Degrees in Engineering (Fluid Mechanics and Thermodynamics). He also holds an MA (with Distinction) in International Studies and Diplomacy from the University of London's School of Oriental & African Studies (SOAS), an MBA (with Distinction) from the Harvard Business School, and an Executive Certificate in Public Policy from the Harvard Kennedy School of Government.</p>			
4.	Mr. Ziad Abdulla I. Galadari	<p>Non-Executive</p> <p>Non-Independent</p>	<p>Mr. Ziad Abdulla I. Galadari holds a Bachelor of Laws (LLB) Degree from UAE University.</p> <p>Mr. Galadari is the Founder and Chairman of Galadari Advocates & Legal Consultants. He has been practicing as an Advocate, Legal Advisor and Arbitrator since 1983.</p> <p>Mr. Galadari is the Chairman of Galadari Investments Group. In addition, he serves as a Member of the Board of Dubai World Trade Centre and Emirates Integrated Telecommunications Company PJSC (DU). He is a member of the IBA - International Bar Association (Lawyers International Association) and Chartered Institute of Arbitrators (CI Arb).</p>	19 years (2005-2024)	- Board Member, Emirates Integrated Telecommunications Company (DU)	<p>-Founder & Chairman, Galadari Advocates & Legal Consultants, UAE</p> <p>-Chairman, Galadari Investments Group, UAE</p> <p>-Board member, Dubai World Trade Centre</p> <p>-Board Member of Dubai World Trade Centre Authority Free Zone</p> <p>-Chairman of Higher Committee for Dubai's International</p>



						Arabian Horse Championship -Chairman of Jebel Ali Racecourse Council.
5.	Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	Non-Executive Independent	<p>Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri holds a Bachelor's Degree in Business Communications Technology from Staffordshire University in the UK.</p> <p>Mr. Shaheen Almheiri is currently a Board member of Al Rubaya Group since 2001. Al Rubaya Group is a leasing and real estate management company, commercial agencies and representing international companies.</p> <p>He also holds the position of Vice Chairman in Electromechanical Co., the sole agent for SIEMENS in Abu Dhabi, United Arab Emirates.</p> <p>Previously, Mr. Almheiri was the Assistant Director of Marine Management at Abu Dhabi Environment Authority until 2010. He has been a board member of the National Corporation for Tourism and Hotels since 2010, he also is a member of the Audit Committee.</p>	6 years and 8 months (since April 2018)	<ul style="list-style-type: none"> • Board member, National Corporation for Tourism and Hotels (NCTH), Abu Dhabi • Member, Audit Committee of National Corporation for Tourism and Hotels, Abu Dhabi 	<p>-Vice Chairman, Electromechanical Co., Abu Dhabi</p> <p>- Board member of Al Rubaya Group</p>
6.	H.E. Najla Ahmed Mohamed Hamad Almidfa	Non-Executive Independent	H.E. Najla Al Midfa is the Vice-Chairperson of the Sharjah Entrepreneurship Center (Sheraa), a government entity launched in 2016, with a mandate to build the entrepreneurial ecosystem in Sharjah, and support entrepreneurs as they build and grow	3 years and 8 months (Since April 2021)	Board member, United Arab Bank	- Vice-Chairperson and board member of the Sharjah Entrepreneurship Center (Sheraa)



			<p>innovative startups that will contribute positively to the region's economy.</p> <p>Prior to Sheraa, she held a senior position at Khalifa Fund for Enterprise Development, focused on SME financing, and was a consultant at McKinsey and Company's New York office, primarily serving clients across the financial institutions sector. Her previous professional experience also includes roles within PricewaterhouseCoopers and Shell.</p> <p>H.E. Almidfa is a board member of United Arab Bank and the Emirates Development bank. She also serves on the Board of Directors of Sharjah Research, Technology, and Innovation Park and the Sharjah Education Academy, contributing her governance expertise to various sectors. She is also the Vice Chair and Managing Director of the Emirates Growth Fund.</p> <p>H.E. Almidfa is a fellow of the Aspen Institute's Middle East Leadership Initiative, as well as an Eisenhower Global Fellow. Najla holds an MBA from Stanford University.</p>			<ul style="list-style-type: none"> - Board member, Emirates Development Bank - Board member, Sharjah Research Technology, and Innovation Park - Board member, Sharjah Education Academy - Vice Chair and Managing Director, Emirates Growth Fund.
7.	H.E. Younis Haji Abdulla Hussain Alkhoori	Non-Executive Independent	<p>His Excellency Younis Haji Al Khoori is the Undersecretary of the UAE Ministry of Finance, where he is in charge of overseeing the General Budget Department, the revenue and financial operations of the Federal Government, the development and diversification of financial resources, and all financial policies and procedures, in addition to managing the UAE's financial relations with regional and international institutions, such as the GCC and the OECD.</p>	Three years and 8 months (Since April 2021)		<ul style="list-style-type: none"> - Board Member of Central Bank of the UAE - Board Member of Al Eithad Credit Bureau - Department of Finance, Abu Dhabi, Financial Management Information System,



			<p>Having joined the Ministry of Finance after leading roles at the Abu Dhabi Department of Finance and Abu Dhabi National Oil Company (ADNOC), H.E. Al Khoori manages planning the Ministry's annual budget and setting its core strategies covering IT, human resources, communications, and excellence programmes, in addition to representing the UAE in regional and international financial institutions.</p> <p>On top of his role as Undersecretary of the Ministry of Finance, H.E. Al Khoori is a member of several boards of directors, including the UAE Central Bank, Federal Tax Authority (FTA), the Government Financial Policy Coordination Council, UAE Gender Balance Council, and General Pension and Social Security Authority.</p> <p>H.E. Al Khoori holds degrees from prestigious, world-renowned institutions, namely, a Bachelor of Science in Computer Engineering from Boston University, a Master of Science in Engineering Management from Northwestern University, and a degree in Executive Management from Harvard Business School.</p>			<p>Project Manager</p> <p>- Abu Dhabi National Oil Company, Abu Dhabi, Project Engineer</p>
8.	Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi	Non-Executive Independent	Mr. Ahmed Abdulhamid Alahmadi is the CEO of Albaher Real Estate Development. He is a Board Member of DFM listed Shuaa Capital and an independent member of the Audit and Risk Committee for ADX-listed Presight AI Holdings. He is also a Trustee for the American Community School of Abu Dhabi.	One year and three months (Since October 2023)	<p>Board Member, Shuaa Capital (until 30 December 2024)</p> <p>Independent member of Risk Committee for ADX-</p>	Member of Board of Trustee of American Community School of Abu Dhabi



			Mr. Alahmadi's professional career has spanned time at Mubadala, Rothschild & Co, and most recently in the CEO Office of ADQ, where he supported government initiatives and maintained strategic partnerships. He is a CFA charter holder and possesses a First-Class Honours degree in Chemical Engineering from University College London, and a Master's Degree in Risk Management and Financial Engineering from Imperial College London.		listed Presight AI Holdings	
9.	Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi	Non-Executive Independent	Mr. Mohamed Al Hashimi is currently the CEO of Eshraq Investments PJSC where he oversees a diverse portfolio of Real Estate and Financial investments. He brings extensive experience in Oil & Gas, Capital Markets, and Financial Strategy. Having served previously in various leadership roles across the ADNOC Group, Mr. Al Hashimi has a proven track record of delivering world class projects. He holds a Bachelor's Degree from Ohio State University and a Postgraduate Degree from Harvard University.	8 months (Since April 2024)	Board member, Islamic Arab Insurance Company - Salama PJSC	CEO of Eshraq Investments PJSC
10.	Mr. Mohamed Khalil Mohamed Sharif Foulathi Alkhoori	Non-Executive Independent	Mr. Mohammed Khalil Foulathi is an investment professional who holds a Bachelor's Degree in Applied Sciences, specializing in Business Administration and a Higher Diploma in Business and Management – Financial Services from the Higher Colleges of Technology in the United Arab Emirates, in addition to being a Chartered Financial Analyst (CFA). He has worked previously at the Abu Dhabi Investment Council and the Abu Dhabi Pension Fund.	8 months (Since April 2024)	Board member, Abu Dhabi Aviation PJSC Board member, Al Dhabi investments PJSC	



			Mr. Foulathi currently serves as a board member for Abu Dhabi Aviation PJSC and Al Dhabi Investments PJSC.			
11.	Mr. Omar Ibrahim Al-Mulla	Non-Executive Independent	<p>Mr. Omar Al Mulla is the CEO of Osool Investments at Sharjah Asset Management Holding LLC (SAM), the investment arm of the Government of Sharjah, where he oversees SAM's global investment activities. His responsibilities also include strategic investments in regional infrastructure assets, joint ventures and partnerships that foster long-term growth of Sharjah's economy.</p> <p>He chairs the board of Sharjah Hamriyah Independent Power Company (SHIPCO) and serves on the board of ADX listed Sharjah Cement & Industrial Development Co. In addition, Mr. Omar is a board member in the Investment committee in Sharjah Sports Council, He also served as the Chairman of RAFID Automotive Solutions and heads several leadership and executive committee positions across SAM's subsidiaries and joint ventures.</p> <p>Mr. Al Mulla holds a Bachelor's Degree in E-business Management, Higher Diploma in Financial Service and Banking from Higher College of Technology in the United Arab Emirates and a Master of Science degree in Finance and Banking from the British University in Dubai.</p>	8 months (Since April 2024)	Board member, Sharjah Cement & Industrial Development Co.	<ul style="list-style-type: none"> - Chairman of Sharjah Hamriyah Independent Power Company (SHIPCO) - CEO of Osool Investments at Sharjah Asset Management Holding LLC (SAM) - a board member in the Investment committee in Sharjah Sports Council - Former Chairman of RAFID Automotive Solutions



B. Statement of the percentage of female representation in the Board for 2024:

In April 2024, H.E. Najla Almidfa was successfully elected as a member of the Board of Directors. Accordingly, female representation on the Board is now 9%, and Dana Gas is compliant with the minimum requirement under the Corporate Governance Guide for listed companies issued by the Securities & Commodities Authority to have at least one female Board member.

C. Directors' Remuneration

The Corporate Governance, Remuneration and Nominations Committee (CGRNC) proposes the annual remuneration for members of the Board of Directors which, following Board endorsement, is presented to the General Assembly for approval, pursuant to the provisions of the Commercial Companies Law, the Company's Articles of Association and the Board Remuneration Policy.

1. Total remuneration approved to the Board members for 2023:

The total remuneration for the Board members for 2023 was an amount of AED 12,240,206 including fees for committee memberships.

2. Total remuneration of the Board members proposed for 2024, and which will be presented in the 2025 Annual General Assembly meeting for approval:

The recommendation for the proposed Directors' remuneration was submitted by the CGRNC to the Board of Directors at its meeting held on 24 February 2025, for an amount of AED 15,175,000.

The proposed Directors' remuneration will be presented for approval to the Annual General Assembly scheduled to be held on 16 April 2025.

3. Details of the allowances for attending sessions of the committees of the Board, which were received by the Board members for 2024 fiscal year.

The Directors receive annual payment for their work on Board committees. AED 100,000 is paid to Committee Chairs and AED 75,000 is paid to Committee members. The Committees' membership payments are included in the Board remuneration figures above.

An attendance allowance of AED 15,000 is provided to Directors who are not resident in the UAE to cover board, accommodation, transportation and other expenses. The allowance is withheld in case of non-attendance. At present, all Directors are residents of the UAE.



The Table below shows Board and Committees attendance allowances paid to the Directors during 2024.

Name Board Member	Committees Attendance Allowances for 2024 and			
	Name of Committee	Annual payment of Board committees membership (AED)	Allowance Amount Paid for non-residents* (AED)	Number of Meetings
	Board Steering Committee			3
Mr. Rashed Saif Al-Jarwan Al Shamsi, Chairman		100,000	-	
Mr. Abdul Majid Abdul Hamid D. Jafar		75,000	-	
H.E.. Younis Haji Abdulla Hussain Alkhoori		75,000	-	
H.E. Najla Ahmed Mohamed Hamad Almidfa		75,000	-	
Mr. Hani Abdulaziz Hussain Al Terkait – <i>nonresident</i> (until 17 April 2024)		-	-	-
	Audit & Compliance Committee			5
H.E.. Younis Haji Abdulla Hussain Alkhoori, Chairman		100,000	-	
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri		75,000	-	
H.E.. Najla Ahmed Mohamed Hamad Almidfa (until 17 April 2024)		-	-	
Mr. Ajit Vijay Joshi Vijay Anant (until 29 February 2024)		-	-	
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (until 17 April 2024)		-	-	
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi (since 17 April 2024)		75,000	-	
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhoori (since 17 April 2024)		75,000	-	
Mr. Omar Ibrahim Abdulla Ahmed Almulla (since 17 April 2024)		75,000	-	

	Corporate Governance, Remuneration & Nominations Committee			5
H.E. Najla Ahmed Mohamed Hamad Almidfa		100,000	-	
Mr. Abdul Majid Abdul Hamid D. Jafar		75,000	-	
H.E. Younis Haji Abdulla Hussain Alkhoori		75,000	-	
Mr. Ziad Abdulla I. Galadari		75,000	-	
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi		75,000	-	

***Note: Allowance amount paid for non-residents of the UAE for attending Board & Committees meetings.**

4. Details of the additional allowances, salaries or fees received by a Board member other than the allowances for attending the committees and their reasons.

No additional allowances, salaries or fees were paid to the Board members other than the allowances for attending the committees.

Number of Board meetings held during 2024 fiscal year, along with their convention dates, personal attendance times, and members attending by proxy:

According to the Company's Articles of Association and the corporate governance standards laid down by the Chairman of the Authority's Decision No. 3 (R.M) of 2020 (as amended), the Board of Directors is required to meet at least 4 times per year. The Board of Directors held seven (7) meetings during 2024.

The Table below shows attendance of Board meetings by the Directors during 2024:

Board Members	7 February	13 March	17 April	17 April (After AGM)	12 June	25 Sep	27 Nov	Attendance by proxy
Mr. Abdul Hameed Dhia Jafar, Chairman	✓	✓	x	✓	✓	✓	✓	-
Mr. Rashed Saif S. Al Jarwan Al Shamsi, Vice Chairman	✓	✓	✓	✓	✓	✓	✓	-
Mr. Abdul Majid Abdul Hamid D. Jafar, Managing Director of Board Affairs	✓	✓	✓	✓	✓	✓	✓	-
Mr. Varoujan A. Nerguizian	✓	✓	✓	*	*	*	*	-
Mr. Hani Abdulaziz Hussain Al Terkait	✓	✓	✓	*	*	*	*	-

Mr. Ziad Abdullah Ibrahim Galadari	✓	✓	✓	✓	✓	✓	✓	-
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	✓	✓	x	✓	✓	✓	✓	-
H.E.. Younis Haji Abdulla Hussain Alkhoori	✓	✓	✓	✓	✓	✓	✓	-
H.E. Najla Ahmed Mohamed Hamad Almidfa	✓	✓	✓	✓	✓	✓	✓	-
Mr. Ajit Vijay Joshi Vijay Anant	✓	*	*	*	*	*	*	-
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi	✓	✓	✓	✓	✓	✓	✓	-
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi (since 17 April 2024)	*	*	*	✓	✓	✓	✓	-
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhoori (since 17 April 2024)	*	*	*	✓	✓	✓	✓	-
Mr. Omar Ibrahim Abdulla Ahmed Almulla (since 17 April 2024)	*	*	*	✓	✓	✓	✓	-

(✓) Attend in person

(x) Absent

No attendance by proxy

(*) Not a member

Number of Board resolutions by circulation passed during the 2024 fiscal year:

According to Article 30 of the Company's Articles of Association, the Board of Directors may issue resolutions by circulation in cases of urgency. Such resolutions shall be valid and effective as if they were adopted in a meeting that had been properly called for and validly held provided a majority of the members of the Board of Directors agree to their urgency, delivered in writing to all members for approval, and approved in writing by a majority of the members of the Board.

During the fiscal year 2024, the Board of Directors successfully passed 3 resolutions by circulation in line with our commitment to efficient governance and timely decision-making. Below is a summary of these resolutions and their respective dates:

1. Approval of New BOS Loan Facility, circulated on 23 January 2024.
2. Pearl Operations and KM250 Budgets for 2025, circulated on 09 September 2024.
3. Conversion of EGP, circulated on 24 October 2024.

3. Committees of the Board of Directors:

The Audit and Compliance Committee (A&CC)

- A.** H.E. Younis Haji Abdulla Hussain Alkhoori, Chairman of the Audit & Compliance Committee, acknowledges his responsibility for the Committee system in the Company, review of its work mechanism and ensuring its effectiveness.



B. Names of the Audit and Compliance Committee members clarifying their competencies and tasks assigned to them:

The Audit and Compliance Committee is composed of the following Members:

Members of the Audit and Compliance Committee
H.E. . Younis Haji Abdulla Hussain Alkhouri, Chairman
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri
H.E. . Najla Ahmed Mohamed Hamad Almidfa (until 17 April 2024)
Mr. Ajit Vijay Joshi Vijay Anant (until 29 February 2024)
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (until 17 April 2024)
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi (since 17 April 2024)
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhouri (since 17 April 2024)
Mr. Omar Ibrahim Abdulla Ahmed Almulla (since 17 April 2024)

Most of the members of the Audit and Compliance Committee come from a financial, business or banking background and are familiar with financial, accounting, banking and business matters. All of the members of the Committee are Independent Directors.

The Audit and Compliance Committee assists the Board of Directors in carrying out the Board functions of supervision and control of the financial affairs of the Company and ensuring compliance with applicable financial and accounting policies, procedures and regulations.

In the discharge of the tasks entrusted to it, the Committee carries out the following functions:

1. Overseeing the preparation and particulars of the Company's financial statements and financial reporting;
2. Reviewing annual and quarterly financial statements;
3. Ensuring that the Company's financial statements and reports represent a true and authentic statement of the Company's financial position;
4. Reviewing risk management and internal control procedures;
5. Recommending appointments and fees of the Company's external auditors; and
6. Recommending internal audit plans and necessary audit activities.

In addition to the above, the Committee performs the functions prescribed in the Chairman of the Authority's Decision No. 3 (R.M) of 2020 (as amended).

C. Number of meetings held by the Audit and Compliance Committee during 2024 and their dates to discuss matters related to financial statements and any other matters, the members' personal attendance in those held meetings:

The table below shows the number and dates of meetings held by the Audit and Compliance Committee during 2024 and members' attendance:

Members of the A&C Committee	6 February (Virtually)	12 March (Virtually)	7 May (Virtually)	7 August (Virtually)	7 November (Virtually)
H.E. . Younis Haji Abdulla Hussain Alkhoori, Chairman	✓	✓	✓	✓	✓
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	✓	✓	✓	x	✓
H.E. Najla Ahmed Mohamed Hamad Almidfa (until 17 April 2024)	✓	✓ Proxy to the Chairman	*	*	*
Mr. Ajit Vijay Joshi Vijay Anant (until 29 February 2024)	✓	*	*	*	*
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi	✓	✓	*	*	*
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi (since 17 April 2024)	*	*	✓	✓	✓
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhoori (since 17 April 2024)	*	*	✓	✓	✓
Mr. Omar Ibrahim Abdulla Ahmed Almulla (since 17 April 2024)	*	*	✓	✓	✓

(✓) in person

(x) Absent

No attendance by proxy

(*) Not a Member

D. Annual Audit Committee Report

In the course of endorsing the financial results and statements for both quarterly and yearly periods, the Audit Committee engaged in discussions with the management and External Auditors regarding significant matters identified for the respective quarter and year-end. Their joint conclusions on the matters were also reviewed. In 2024, the key issues included:



- UAE Gas project assets and legal arbitration
- Impairment of Oil & Gas interests
- Estimation of fair value of financial assets at fair value through profit or loss

The Audit Committee ensures the independence and effectiveness of the external audit process through several measures. This includes quarterly confirmation of independence from the External Auditors and regular updates to the Committee on the audit process and annual plan. The shareholders appoint the external auditor for a term of one financial year, with the option to renew for up to six consecutive years. Importantly, the audit partner must be rotated after three consecutive years. Ernst & Young has served as the company's external auditors for the past 4 years, with the audit partner being changed last year after completing a three-year tenure.

The Committee's recommendation regarding the appointment, reappointment, or dismissal of the external auditor is based on a thorough evaluation process. Only external auditors registered with the SCA are eligible for appointment. Candidate firms must demonstrate qualifications and independence, including adherence to restrictions on non-audit services.

The Audit Committee evaluates firms based on efficiency, reputation, independence, capacity, experience, and qualifications. The recommended firm is then submitted to the Board for further deliberation and ultimately to shareholders for approval at the annual general meeting.

To ensure the independence of the external auditor when providing non-audit services, the Audit Committee must first approve any such engagements. The Committee assesses these engagements based on the auditor's expertise in the relevant area and the measures in place to prevent potential conflicts of interest.

Internal Audit submits quarterly reports to the Audit Committee for review, which include the following:

- An overview of the internal audit results for the quarter including areas audited, number of controls tested and audit findings in terms of numbers and ratings.
- Audit results for each audit engagement are presented and discussed during the Audit Committee meetings.

To address any deficiencies or weaknesses in internal control or risk management, the committee has implemented a comprehensive corrective action plan. This plan includes a quarterly action tracking process to validate the implementation status of management actions resulting from internal audits. The process involves:

- Validating completed actions and justifying any delays
- Assessing overdue actions based on risk exposure



- Presenting these actions to the Audit Committee, including details on risk ranking, aging and expected completion dates

The Audit Committee, as part of its review of quarterly and annual financial statements, reviews all transactions entered with related parties as disclosed in Company's 2024 audited annual consolidated financial statements.

Corporate Governance, Remuneration & Nominations Committee (CGR&NC)

A. H.E. Najla Ahmed Mohamed Hamad Almidfa, Chairperson of the Corporate Governance, Remuneration & Nominations Committee, acknowledges responsibility for the committee system in the Company, review of its working mechanism and ensuring its effectiveness.

B. Names of the Corporate Governance, Remuneration & Nominations Committee members clarifying their competencies and tasks assigned to them:

Members of the CGR&N Committee
H.E. Najla Ahmed Mohamed Hamad Almidfa, Chairperson
Mr. Abdul Majid Abdul Hamid D. Jafar
Mr. Ziad Abdulla I. Galadari
H.E. . Younis Haji Abdulla Hussain Alkhoori
Mr. Varoujan A. Nerguizian (until 17 April 2024)
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi

Three members of the Committee are Independent Directors. They possess considerable knowledge and expertise in corporate governance, nominations, remuneration, salaries and benefits policies.

The Committee oversees compliance by the governing bodies of the Company through the General Assembly, the Board of Directors and executive management with established corporate governance standards. The Committee assists the Board in relation to the appointment of senior executives, appraisal of management performance, succession planning and remuneration policies. The Committee is responsible for reviewing nominations for election to the Board of Directors.

To achieve its objectives, the Committee carries out the following functions:



1. Proposing remuneration, salary, benefits and incentives policies;
2. Proposing human resources policies aimed at promoting improved performance and a healthier work environment;
3. Recommending appropriate corporate governance standards;
4. Follow up on the Board of Directors' procedures and performance;
5. Reviewing non-financial disclosure standards;
6. Reviewing Directors' remuneration and making appropriate recommendations to the Board;
7. Reviewing and approving employees' succession plans; and
8. Supervising nominations for election to the Board of Directors.

In addition, the Committee performs the other functions ascribed to it by the Authority Chairman's Decision No. 3 (R.M) of 2020 (as amended).

C. Statement of number of meetings held by the Committee during 2024 and their dates, and statement of all Committee members' personal attendance:

The table below shows the number and dates of meetings held by the Corporate Governance, Remuneration & Nominations Committee during 2024 and members' attendance:

Members of the CGR&N Committee	6 February (Virtually)	12 March (Virtually)	5 April (Virtually)	11 June (Virtually)	20 November (Virtually)
H.E. Najla Ahmed Mohamed Hamad Almidfa, Chairperson	✓	✓	✓	✓	✓
Mr. Abdul Majid Abdul Hamid D. Jafar	✓	✓	✓	✓	✓
Mr. Ziad Abdulla I. Galadari	✓	✓	✓	✓	✓
H.E. Younis Haji Abdulla Hussain Alkhoori	✓	✓	✓	✓	✓
Mr. Varoujan A. Nerguizian (until 17 April 2024)	✓	✓	✓	*	*
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi	✓	✓	✓	✓	✓

(✓) in person (x) Absent No attendance by proxy (*) Not a Member

The Supervision and Follow-up Committee of insiders' transactions

- A.** Mr. Neville Henwood, Legal and Commercial Director, is responsible for maintenance of the register of insiders and for follow-up on the reporting of insiders' transactions and



acknowledges his responsibility for the committee system in the Company, reviewing its working mechanisms and ensuring its effectiveness.

B. Names of members of the Supervision and Follow-up Committee of insiders' transactions and clarifying their competencies and tasks assigned to them:

The committee comprises Mr. Neville Henwood, Compliance Officer and Legal and Commercial Director, Mr. Mohammed Mubaideen, Head of Investor Relations, Mrs. Fatima Al Obaidly, External Affairs Manager & Investor Relations Officer and Mr. Omran Alzamani, Board Secretary & Senior Legal Counsel.

C. A summary of the committee's work report during 2024:

Pursuant to Article 33 of Decision No. 3 (R.M) of 2020 (as amended), the Board of Directors should appoint any of the Company's departments or internal committee or a special committee to be responsible for the management, follow-up and supervision of insiders' trading. During 2024, the Company maintained such a register and submits periodic statements and reports to the Market.

Other Committees approved by the Board of Directors:

There are two other committees approved by the Board of Directors, namely the Board Steering Committee and the Reserves Sub-Committee.

1. Board Steering Committee:

A. Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman of the Board Steering Committee, acknowledges his responsibility for the committee system in the Company, review of its working mechanisms and ensuring its effectiveness.

B. Name of the committee:

Board Steering Committee.

C. Names of each committee member, clarifying its competencies and tasks assigned thereto:

The Board Steering Committee is chaired by Mr. Rashed Saif Al Jarwan, Vice Chairman and is composed of the following members:

Members of the Board Steering Committee
Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman



Mr. Abdul Majid Abdul Hamid D. Jafar
Mr. Hani Abdulaziz Hussain Al Terkait (until 17 April 2024)
H.E. Najla Ahmed Mohamed Hamad Almidfa
H.E. Younis Haji Abdulla Hussain Alkhooori

The role of the Board Steering Committee is to provide support to, and facilitate the deliberations and decision-making process of, the Board of Directors through prior consideration of matters submitted for Board's consideration relating to strategy, business plan and budgets and new investment opportunities and making appropriate recommendations to the Board of Directors.

D. Statement of number of meetings held by the Committee during 2024 and their dates, and all Committee members' personal attendance:

The Table below shows the number and dates of meetings held by the Board Steering Committee during 2024 and members' attendance:

Members of the Board Steering Committee	6 February (Virtually)	11 June (Virtually)	25 November (Virtually)
Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman	✓	✓	✓
Mr. Abdul Majid Abdul Hamid D. Jafar	✓	✓	✓
Mr. Hani Abdulaziz Hussain Al Terkait (until 17 April 2024)	✓	*	*
H.E. Najla Ahmed Mohamed Hamad Almidfa	✓	✓	✓
H.E. Younis Haji Abdulla Hussain Alkhooori	✓	✓	x

(✓) in person

(x) Absent

No attendance by proxy

(*) Not a Member

2. Reserves Sub-Committee:

- A.** Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman, Chairman of the Reserves Sub-Committee, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness.

B. Name of the committee:



The Reserves Sub-Committee.

C. Names of each committee member, clarifying its competencies and tasks assigned thereto:

The Reserves Sub-Committee is composed of the following members:

Members of the Reserves Sub-Committee
Mr. Hani Abdulaziz Hussain Al Terkait, Chairman (until 17 April 2024)
Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman (since 17 April 2024)
Mr. Ziad Abdulla Ibrahim Galadari
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri
Mr. Ajit Vijay Joshi Vijay Anant (until 29 February 2024)
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (until 17 April 2024)
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi (since 17 April 2024)
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhouri (since 17 April 2024)
Mr. Omar Ibrahim Abdulla Ahmed Almulla (since 17 April 2024)

This is a sub-committee of the Board Steering Committee and was chaired by Mr. Hani Abdulaziz Hussain Al Terkait (until 17 April 2024) and by Mr. Rashed Saif Al Jarwan Al Shamsi (from 17 April 2024). The role of the Reserves Sub-Committee is to review and approve the Company's annual reserve reports after reviewing them with the Executive Management and the External Reserves Auditors. The Committee presents its recommendations to the Board of Directors.

The Committee exercises the following functions:

1. Ensure that the Company is properly assessing and reporting the reserves that result from exploration and development operations.
2. Ensure that the reserve estimate updates are timely, professionally accurate and compliant with international standards.
3. Contract with an independent engineering and reserve auditing firm (currently Gaffney, Cline and Associates) to do annual updates.
4. Meet annually to review the changes to oil and gas reserves with the Company's technical management and the independent engineers.

D. Statement of number of meetings held by the Committee during 2024 and their dates, and all Committee members' personal attendance:



The table below shows the number and dates of meetings held by the Reserves subcommittee during 2024:

Members of the Reserves Sub-Committee	7 March 2024
Mr. Hani Abdulaziz Hussain Al Terkait, Chairman (until 17 April 2024)	✓
Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman (since 17 April 2024)	✓
Mr. Ziad Abdulla I. Galadari	✓
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	✓
Mr. Ajit Vijay Joshi Vijay Anant	*
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (until 17 April 2024)	✓
Mr. Mohamed Al Sayed Mohamed Ebraheem Alhashmi (since 17 April 2024)	*
Mr. Mohamed Khalil Mohamedsharif Foulathi Alkhooori (since 17 April 2024)	*
Mr. Omar Ibrahim Abdulla Ahmed Almulla (since 17 April 2024)	*

(✓) in person (x) Absent No attendance by proxy (*) Not a Member

E. Statement of Board duties and powers exercised by Board members or the executive management during 2024, based on authorization from the Board, specifying the duration and validity of the authorization according to the following schedule:

Name of the Authorized person	Delegation Authority	Duration of the Delegation
NIOC Award Enforcement Strategy Ad Hoc Committee	To monitor enforcement of the NIOC arbitral award and to provide reports to the Board of Directors. The members of the committee are Mr. Majid Jafar, Mr. Hani Alterkait (until 17 April 2024), Mr. Ziad Abdulla I. Galadari, H.E. Younis Alkhooori, Mr. Richard Hall and Mr. Neville Henwood.	From January 2022 until end of enforcement of the arbitral award.
Mergers & Acquisition Committee	The mandate of this committee is to consider the timing, desirability, discussion with one or more parties assessing interests, and to submit recommendations to the Board of Directors. The members of the committee are Mr. Majid Jafar, Mr. Rashid Al-Jarwan and Mr. Hani Hussain (until 17 April 2024).	Ongoing from September 2020.



Managing Director of Board Affairs	To assist the Chairman in the affairs of the Board, providing the Board with reports and information, supervising preparations for meetings and proposals of agendas and coordinating with the Board members and Senior Management on strategy.	The duration of the delegation is until the end of the Board membership period in April 2027.
Chief Executive Officer	<ol style="list-style-type: none"> 1. To implement the strategies, plans and policies laid down by the Board of Directors to achieve the Company's objectives; 2. To manage the day-to-day affairs and business of the Company; 3. To identify, pursue and submit studies and proposals relating to business development and new investment opportunities; 4. To submit to the Board of Directors periodic reports about the business of the Company, its financial position, internal control procedures and the measures taken to manage risks; 5. To provide the Board of Directors, on a timely basis, with the information and documents required for efficient conduct of Board meetings; and 6. To provide regulatory bodies (Ministry of Economy, Securities and Commodities Authority, Abu Dhabi Securities Exchange) with information, disclosure statements and documents as required in accordance with applicable laws, rules, policies and Company regulations. 	The delegation is valid during the tenure of the Chief Executive Officer.
Chief Executive Officer and the Chief Financial Officer	To delegate responsibility for signing future quarterly covenant Compliance Certificates for Mashreq, as defined in the Facility Agreement, to the CEO and CFO of the Company	The delegation is valid from 9 June 2021 to the end of the Facility Agreement.

F. Statement of the details of the transactions made with related parties during 2023, provided that it shall include the following:

Sn	Statement of related parties	Clarifying the nature of relationship	Type of transaction	Value of transaction
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1	Crescent National Gas Corporation Limited (CNGCL)	Minority shareholding	Pipeline capacity billing to Joint Venture ¹	\$1.3 million
2	Pearl Petroleum Company Limited	Joint arrangement	Fees for Management services billed to Joint Venture ²	\$ 2 million
3	Crescent Petroleum Company	Shareholder	Fees for Management services provided by shareholder ³	\$ 0.85 million

¹ Revenue relates to pipeline capacity charges billed by one of the Group subsidiaries, United Gas Transmissions Company (UGTC) to a joint venture, Crescent National Gas Corporation Limited (CNGCL) in which Dana Gas holds 35% interest.

² Fees for management services to the Pearl Petroleum joint venture reflect actual cost charged in respect of time spent by Dana Gas personnel on joint ventures activities.

³ Fees for management services provided by the shareholder reflect actual cost charged in respect of time spent by shareholder personnel on activities related to Dana Gas.

There were no transactions by the Company with related parties during 2024 which equal 5% or more of the Company's capital.

4. Assessment of the Bord of Directors

A. Every year, the Board of Directors carries out an internal assessment to evaluate its overall effectiveness, including the performance of individual board members and committees. The evaluation focuses on several key areas:

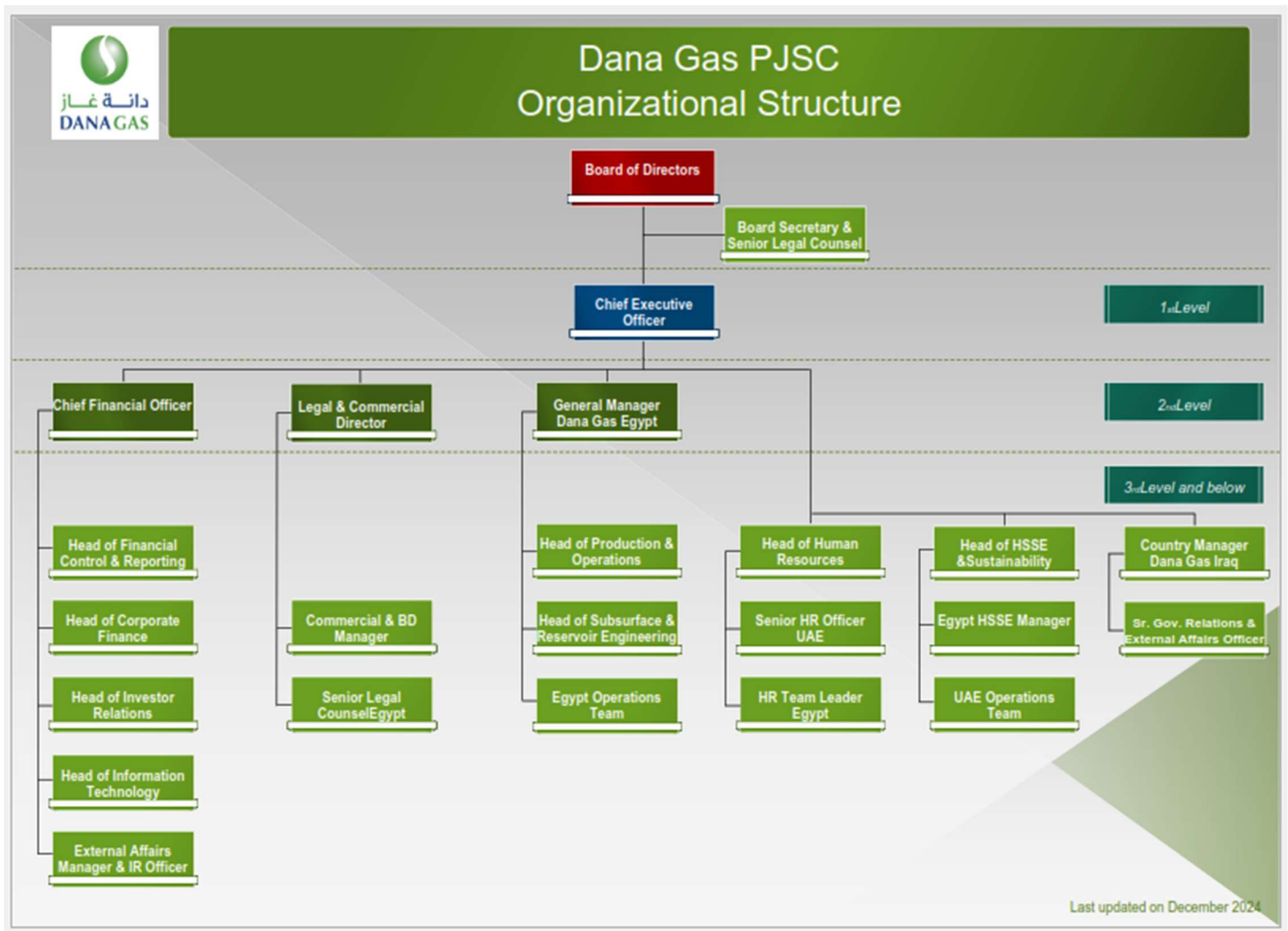
- Strategic Oversight
- Board evaluation
- Financial oversight
- Risk management
- Behavioral support
- Stakeholder engagement
- Team composition
- Discussions and decision-making
- Information accessibility
- Meeting efficiency
- Committee support
- Areas of improvement and development

A Board evaluation questionnaire was developed and circulated to all Directors on 16 December 2024, using the Thinking Board Evaluator Platform (online questionnaire). The questionnaire was designed to promote critical and objective feedback, encouraging self-evaluation and reflection on potential improvement areas. To ensure comprehensive feedback, participants were invited to add comments beyond the close-ended questions. Anonymous feedback was then collected, and a report with the collated results was produced. This report will be presented to the Board for further discussion and consideration.



- B. Every three years, the Board undergoes an external assessment conducted by an independent professional entity, ensuring no conflict of interest with the Company, Board members, or executive management. This assessment evaluates the performance of the Board, its members, and committees. The next external Board evaluation is scheduled for Q4 2025.

5. The complete organizational structure of the Company:



A detailed statement of senior executives in the first and second grade according to the Company's organizational structure, their jobs and dates of appointment, along with a statement of the total salaries and bonuses paid to them, according to the following schedule:

The following table shows the Senior Executives of the Company with their designations, appointment dates and total remuneration, including bonus paid to them in 2024.

Sn	Job Title	Date of Appointment	Total salaries, allowances & benefits paid in 2024 (AED)	Total Bonuses paid for 2024 (AED)	Any other cash / in kind bonuses for 2024
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1	Chief Executive Officer (until 12 Mar 2024)	1/Sep/13	603,826	-	2,703,362 *
2	Chief Executive Officer	6/Nov/23	2,607,029	2,244,842	-
3	Chief Financial Officer	5/Jan/16	2,170,279	1,125,597	-
4	Legal & Commercial Director	16/Aug/20	2,003,576	1,020,756	-
5	General Manager DG Egypt	01/May/23	1,700,873	919,307	-
6	Head of HSSE & Sustainability	16/Mar/20	1,473,860	524,636	-
7	Head of Human Resources (until 31 Dec 2024)	22/Nov/09	1,319,764	-	1,184,175 *
8	Country Manager Dana Gas Iraq	27/May/07	1,078,438	423,604	-

(*) End of Service Benefits.

6. External Auditors

A. An overview of the Company's auditors to shareholders:

The Company's External Auditors, Ernst & Young, is one of the "Big Four" global accounting firms. It employs more than 312,000 professionals in over 150 countries, with four global regions and 33 sub-areas within those regions.

B. Statement of fees and costs for the audit or services provided by the external auditors, according to the following schedule:

The External Auditors' fees in respect of the annual statutory Financial Statements for Dana Gas PJSC for 2024 amount to AED 370,000 as approved by the General Assembly. The total fee for auditing the Group Companies' quarterly, annual and standalone financial statements is AED 1.4 million. The External Auditors' fees are disclosed in the Company's Annual Financial Statements.

Name of Auditing Firm	Ernst & Young Mr. Thodla Hari Gopal
Number of years served as external auditor for the Company	4 years
Total fees for auditing the Group Companies' quarterly, annual and standalone financial statements of 2024 (AED)	AED 1.4 million
The fees and costs of the special services other than the auditing of the financial statements in 2024 (AED)	0.045 million



The details and nature of other services provided (if any)	Issuance of cost recharge certificates.
A statement of the other services performed by an external auditor other than the Company's auditor in 2024 (if any)	Name of the Auditor: PricewaterhouseCoopers Details of the Services Provided: Tax advisory services Name of the Auditor: Grant Thornton Details of the Services Provided: Internal audit services

C. Statement clarifying the reservations that the Company's auditors included in the interim and annual financial statements for 2024:

None.

7. Internal Control System:

A. The Board of Directors acknowledges responsibility for the Company's internal control system, review of its working mechanisms and ensuring its effectiveness. The Board of Directors has established an internal controls functions which include the following:

1. Assessment of the risks facing the Company;
2. Preparing the risks register and updating it quarterly and annually;
3. Preparing the audit plan linked to the risks register in accordance with the directions of the Board of Directors and the Audit and Compliance Committee;
4. Ensuring availability of resources to carry out audit work and the internal audit plan; and
5. Implementing the audit plan and submitting periodical reports to the Board of Directors and to the Audit & Compliance Committee with observations on the actions taken by executive management with respect to them.

The internal controls functions enjoy independence in performing their functions. They report to the Audit & Compliance Committee of the Board of Directors, which is responsible for the efficiency of the internal control system. The Corporate Internal Control Manager is authorized to take the necessary action to implement the directives of the Board of Directors, and to report violations of the Company's regulations, policies and Board directives to the Board of Directors and the Audit & Compliance Committee identified during the audit process. The internal controls functions mandated by the Board investigate and form an independent opinion on any matter which obstructs, delays or challenges internal control work.

The Internal Audit function audits the internal control systems of the Company, its subsidiaries and the affiliates in which the Company holds a significant stake. The Department has full



authority to obtain information on those companies from employees and departments at the Group level.

The Head of Internal Audit prepares an annual internal audit plan, which is submitted to the Board for approval. The plan takes into consideration a comprehensive assessment of the risks facing the Company. The Board approved in its meeting held on 13 March 2024 the 2024 internal audit plan. In March 2021, the Board of Directors resolved to appoint Grant Thornton as Dana Gas' internal auditors for the period 2021 to 2023 inclusive and they have been reappointed annually since then.

The audit reports are shared with the Company's external auditors when auditing the Company's Annual Financial Statements.

B. The department head, his qualifications and date of appointment:

Mr. Neville Henwood was appointed as Head of Internal Audit in September 2020 in addition to his primary role as Legal & Commercial Director. Mr. Henwood is an Australian qualified lawyer, is admitted as a Barrister and Solicitor of the High Court of Australia, and the Supreme Court of the Northern Territory.

C. Compliance Officer, his qualifications and date of appointment:

Mr. Neville Henwood was appointed as the Compliance Officer for the Company by Board Resolution No. 39/2020 dated 23 September 2020, to carry on the duties and functions prescribed under Article (69) of the Chairman of the Securities and Commodities Authority's Resolution No. 3 (R.M) of 2020 concerning adopting the Governance Guide for Public Joint Stock Companies (as amended). He is responsible for verifying the scope of compliance by the Company and its employees with the applicable laws, regulations and resolutions.

Mr. Henwood is an Australian qualified lawyer, is admitted as a Barrister and Solicitor of the High Court of Australia, and the Supreme Court of the Northern Territory.

D. How the Internal Control Function deals with any major company issues or those disclosed in the annual reports and accounts:

The Company has established a whistleblowing mechanism whereby employees can anonymously make complaints pertaining to mal-administration, fraud or corruption. The Compliance Officer leads the Business Ethics Committee which is responsible for addressing complaints made through this procedure. Any complaints will be addressed by the Compliance Officer and promptly communicated to the Audit & Compliance Committee.

There were no major issues identified in the year 2024 that warranted disclosure on the 2024 annual financial statements.



E. Number of reports issued by the Internal Control Function to the Company's Board of Directors:

The Internal Control Function presented multiple internal audit reports to the Company's Board of Directors and to the Audit and Compliance Committee comprising an ongoing internal audit activities from 2021 to 2024 as part of the internal audit plan.

8. Details of the violations committed during 2024:

There were no violations reported by the Company in 2024.

9. The cash and in-kind contributions made by the Company during 2024 in developing the local community and preserving the environment.

Dana Gas' corporate social responsibility activities cover the countries where it operates. The Company's objective has been to play a prominent role in supporting local communities situated in the vicinity of its operations. Dana Gas has implemented a number of projects and programs covering education, health and social activities in accordance with its annual corporate social responsibility plan.

The table below shows some of the Company's social responsibility activities during the year 2024:

Dana Gas UAE 2024

Theme	Project	Partners	Description	Total
Education	Give Education to Orphans	Sharjah Social Empowerment Foundation	'Give Education to Orphans' is a large-scale academic empowerment project, which aims to provide orphans with access to education.	\$5 K
Social	Partnership	Pearl Initiative	Annual partnership with the Pearl Initiative to enhance corporate transparency and accountability in the Gulf Region. This collaboration reflects our commitment to sustainable and ethical business practices, aiming to foster a culture of responsibility and positive societal impact.	\$25 K
			Total DG UAE	\$30 K

Note:

Dana Gas continues to support the Dana Gas Chair in Chemical Engineering at the American University of Sharjah, following an endowment of \$4 MM made in 2008.

Dana Gas Egypt 2024

Theme	Project	Partners	Description	Total
Health	Training of 100 Paramedics	<i>DGE CSR & HSSE teams and Damietta Governorate Paramedics Authority</i>	Increase the Capacity Building of 100 Paramedics. 1- Hazard identification. 2- Chemical & radiation hazard. Also, distributed training certificates and 1 st aid kits as in-kind gifts.	\$1 K
Welfare	Ramadan Boxes	<i>Al Ber and Takwa Foundation and Ministry of Social Solidarity</i>	Distributed of 5000 dry food boxes to the poor families in both Damietta (2500) & Dakahlia (2500) governorates for the holy month of Ramadan.	\$52 K
	Underprivileged Community Support	<i>Annual Fees paid to SPE Society of Petroleum Engineers-Mining & Gas.</i>	Collective contribution with other companies in the Egyptian oil & gas sector to support various health and welfare activities for underprivileged members of the community.	\$2 K
Education	Stitching Success: Empowering Graduates of the Income Generation Program	<i>American University of Cairo and Ministry of Social Solidarity</i>	Provided intensive training in Marketing & branding. Distributed Sewing machines to 16 females in Dakahlia governorate	\$ 10 K
	HSSE Topics to School Students	<i>DGE & Ministry of Education</i>	Conducted HSSE event to the teachers & students of a Abou El Fetouh El Dengawy, primary public school adjacent to EW field. During the event, pencil cases with stationery items (Excess items of DGE stock) were distributed to 150 students & other items to the school classes (white boards & flip charts) and schoolteachers (other stationery items).	\$1 K
Social Solidarity	Prosthetic limbs convoy	<i>Hands in Hands foundation and Ministry of Social Solidarity</i>	Provided upper & lower prosthetic limbs for 30 eligible amputees in addition to the needed psychological support.	\$12 K
Social Entrepreneurship	Fishermen support	<i>Misr El Kheir foundation and</i>	Provided 20 young fishermen at Dakahlia governorate with small	\$12 K



		<i>Ministry of Social Solidarity</i>	engine boats and fishing nets to help them generate a sustainable income.	
Sponsorship	Gold Sponsorship for the UAE National Day	<i>Embassy of UAE in Cairo, Egypt</i>	Contribution to the UAE National Day Celebration	\$10 K
			Total DG Egypt	\$ 100 K

2024 WASCO CSR Activities

Theme	Project	Partners	Description	Total
Health	Support to Burns hospital	<i>WASCO CSR and EGAS</i>	Donation to Ahl Misr foundation, per EGAS industry commitment.	\$50 K
Education	Development of Umm Al Rida preparatory school	<i>WASCO CSR & Orman Foundation</i>	Rehabilitation & development of Umm Al Rida preparatory school and support for sports activities	\$42 K
Presidential Initiative	Reconstruction & Development	<i>WASCO CSR & Orman Foundation</i>	Reconstruction and delivery of clean water to 13 Houses in Umm al Rida village-Kafr El Bateekh center	\$23 K
				\$115 K

Note:

WASCO achieved ISO 26000 certification in 2024, the international standard for Social Responsibility.

Dana Gas KRI 2024

Theme	Project	Partners	Description	Total
Agriculture	Construction of Dunking Tanks for six villages in Takya Jabari	<i>Dept of Agriculture, Takya Jabari</i>	Provide financial support to build six (6) livestock dunking tanks within six (6) various villages of Takya Jabari Sub-district.	\$30 K
	Irrigation Water Network - Takya Jabari	<i>Dept of Agriculture, Takya Jabari</i>	Provide support for the Takya Jabari Agriculture Department by installing an irrigation water network from an existing water dam to the Department building.	\$3 K
Energy	Electricity supply to local communities	<i>Dept of Electricity, Qadir Karam</i>	Supplied free electricity from the Khor Mor gas plant to villages around Qadir Karam and Khor Mor. Initially at 16,000 kWh/day (commercial value ~\$96,000/mth), this has dropped to 6,500	\$553 K

			kWh/day (~\$39,000/mth), following PPCL's installation of a substation and improved QK connection to the national grid.	
	Provision of Kerosene - CH	<i>Social Affair, Chamchamal</i>	Provide financial support to distribute kerosene (One hundred barrels of 200L) among 100 families with handicap/disable members within Chamchamal city and surrounding area.	\$9 K
	Community Fuel Distribution - Qadir Karam and Surrounding Area	<i>Dept of Electricity & Mayoralty, Qadir Karam Sub-District</i>	Provision of Diesel fuel distribution assistance across different locations and villages within the boundaries of Qadir Karam Sub-district (9500 Liters)	\$173 K
	Authority Fuel Distribution - Qadir Karam	<i>CH- Mayoralty, Qadir Karam Sub-District</i>	Provide annual fuel (Benzene) to the local authority of Qadir Karam (Mayoralty, Police Station and Ashayesh)	\$14 K
	Provision of Transformer - Ali Mustafa	<i>CH- Mayoralty, Qadir Karam Sub-District, Electric Dep.</i>	Provide financial support for the purchase of a new 33 KV transformer with a capacity of 250 KF, operating at 0.416 volts, for the Ali Mustafa Village.	\$7 K
	Substation Operators Sponsorship - QK	<i>CH-Mayoralty, Qadir Karam Sub-District, Electric dep.</i>	Provide continual funding for the Qadir Karam 10KVA Mobile Substation by financing the sponsorship of twelve (12) Operators to oversee the substation operations throughout the year 2024.	\$ 47 K
	Provision of Transformer - Takya Jabari	<i>CH- Mayoralty, Takya Jabari Sub-District, Electric dep</i>	Provide financial support to purchase a new 33 KV transformer with a capacity of 400 kVA operating at 0.416 volts for the Takya Jabari Sub-District.	\$8 K
	Fuel to QK Water Department	<i>QK Water Department</i>	<i>QK-Water Department Fuel Request to cover the daily water distribution (400 Ltrs)</i>	\$1K
	Qadir Karam Mobile Substation Project Signboard	<i>CH-Mayoralty, Qadir Karam Sub-District, Electric dep.</i>	<i>Qadir Karam Mobile Substation Project Signboard</i>	\$2 K
Education	KM Teachers and Student Transportation	<i>CH-Education directorate</i>	Sponsoring and supporting the KM Teachers and Students' Transportation project in Qadir Karam and Surrounding village. Salaries for teacher and transportation cost of Students.	\$141 K
	Provision of Painting and	<i>CH-Education directorate</i>	Provide financial support to purchase a new 33 KV	\$5 K

Stationery Items - Fine Arts Institute		transformer with a capacity of 400 kVA operating at 0.416 volts for the Takya Jabari Sub-District.	
QK High School Scientific Material	CH-Education directorate	Providing Science Laboratory Materials Request to the Qadir Karam Secondary School	\$1 K
Capacity Building - High School	CH-Education directorate	Upgrade the education capacity of the 9th and 12th grade students in Qadir Karam and Takya Jabari Sub-Districts through financial sponsoring and support by providing a summer training course	\$6 K
Oil and Gas Waste Management Seminar - Koya University	Koya University	Financial support of the Waste Management Seminar at Koya University, securing the role of the gold sponsor. This endeavor is designed to support the entirety of the three-day university seminar.	\$10 K
Desktop Computers Donation - Local Authority Sectors	CH-Mayoralty	Donation of forty-three (43) desktop computer cases to the local authority sectors within the KhorMor and Chamchamal Blocks. It is important to note that this donation encompasses only the computer cases; additional components such as screens, power UPSs, and other necessary accessories will need to be procured separately.	\$7 K
Gifts for Outstanding Students-CH	CH-Education Directorate	As part of this academic initiative, students who successfully complete the 12th-grade national examination in the CH District will be rewarded with laptops	\$7 K
School Kits Distribution - CH, TJ & KM	CH-Education Directorate	Provide School Kits to students in Chamchamal, Qadir Karam and Takya Jabari sub-district schools, which also covers the schools in Khormor Gawra, Shekh Hamid and Qaitul villages. Provide School Kits to students in Chamchamal, Qadir Karam and Takya Jabari sub-district schools, which also covers the schools in Khormor Gawra, Shekh Hamid and Qaitul villages.	\$28 K
Laboratory Equipment Requirements - Charmo University	Charmo University	Equipping the University with advanced medical lab equipment enhances education by providing hands-on experience that	\$39 K

		deepens students' understanding of medical sciences	
	Purchase and Maintenance of AC's - Chamchamal Technical Institute	<i>CH-technical Institute</i> Financial support to purchase and replace the AC unit in CTI to enhance the studying environment of both students and staff at the Chamchamal Technical Institute through the provision and maintenance of efficient air conditioning systems	\$9 K
	Chamchamal Technical Institute - Renovation	<i>CH-technical Institute</i> Improve the studying and working environment for students and staff at the Chamchamal Technical Institute (CTI) by addressing roof restoration and water leakage issues in the nursing department building	\$32 K
	Donation of cabin to Khormor Gawra Primary school	<i>Khormor Gawra Primary School</i> Donation of cabin to Khormor Gawra Primary school	\$2 K
Health & Welfare	Provision of Lab Materials - Health Centre Takya Jabari	<i>CH-Health Directorate</i> Provide financial support to purchase medical equipment for the Takya Jabari (Shahid Wrya) Health Centre.	\$5
	Shahid Saed Jawhar - Health Centre Renovation	<i>CH-Health Directorate</i> Provide financial support to refurbish the Shahid Saed Jawhar Health Centre within Shorsh sub-district, Chamchamal.	\$16K
	Shahid Mala Yasin - Health Center Renovation	<i>CH-Health Directorate</i> Provide financial support to refurbish the Shahid Mala Yasin Health Centre within Shorsh sub-district, Chamchamal.	\$4K
	Ambulance Drivers - Qadir Karam	<i>CH-Health Directorate, QK Health Centre</i> Support annual financial assistance to the Qadir Karam Health Centre by funding the services of two (2) ambulance drivers dedicated to the town of Qadir Karam	\$7 K
	Medical Equipment Donation - Hiwa Cancer Hospital	<i>Suli- Health Directorate, Hiwa Hospital</i> Supporting healthcare infrastructure and addressing critical needs in the region. Cancer treatment requires specialized equipment and resources, so this project has the potential to make a significant impact on the lives of patients and their families.	\$16K
	Mobile X-Ray Maintenance - SL	<i>Suli Health Directorate- Burning Hospital</i> Provide support with the donation and maintenance of the Mobile X-ray . A mobile X-ray device avoids the need of moving the patient, hence reducing the possibility of	\$2 K

		further harm or suffering during movement.	
Shahid Peshraw - Hospital Renovation	<i>CH-Health Directorate, Shahid Peshraw Hospital</i>	Provide financial support for the refurbishment of the Shahid Peshraw, the main and emergency, Hospital in Chamchamal.	\$7 K
CH Care Packages	<i>CH-Mayoralty</i>	Offer assistance to families with low incomes and vulnerable individuals, to decrease the financial burden, which these families are now experiencing.	\$38 K
Suly - Orphanage & Care House Support	<i>Suli Social Affair Directorate</i>	Procure essential materials for the Orphanage and Care House. With 120 beneficiaries and damaged items, the goal is to replace the necessary materials as needed.	\$19 K
Suly - Orphanage & Care House Support - Phase 2	<i>Suli Social Affair Directorate</i>	Providing a nurturing and supportive environment for the elderly, children, and juveniles in our community. This project aims to procure essential materials and supplies to enhance the quality of life for residents in Elderly Houses, Children's Homes, and Juvenile Centers.	\$36 K
Breast Cancer Awareness - QK	<i>CH-Health Directorate</i>	Breast Cancer Awareness campaign aims to raise public awareness by providing essential information about early warning signs, symptoms, and the importance of regular screenings	\$46 K
Down Syndrome Centre Support	<i>Suli Social Affair Directorate</i>	Improve the play area for the children	\$15 K
Water	Water Project - Charmo University	<i>Charmo Univesrity, Chamchamal SDM</i> Provide support to Charmo University Campus in order to facilitate the construction of a concrete water tank and related infrastructure for an Artesian water well in the campus.	\$33 K
	Water Network - Qashqa Village	<i>CH-Water Directorate</i> Provide financial support to establish a water supply system for the Qashqa village and consequently provide the villagers of Qashqa with potable water.	\$41 K
	Purchasing Water Valve - Shorsh	<i>Shorsh Water Department</i> Offer financial assistance to the Shorsh water department for the acquisition of a 20-inch water valve intended for the primary water tank with a capacity of six	\$6 K

		thousand (6,000) m3 at the Shorsh Water Directorate.	
Dukan-Chamchamal Pipeline Repair - Second Phase	<i>CH-Water Directorate</i>	Provide financial support for the second phase of the repair works for the broken 900mm water pipeline (Dukan - Chamchamal) near Mama Risha overpass in Chamchamal District.	\$7 K
Provision of Soft Starters - Chamchamal	<i>CH-Water Directorate</i>	Offer financial assistance for the acquisition of soft starters and all necessary works for the Kani Shaitan Water Pumping Station, which was damaged by a lightning strike.	\$11 K
Water Source Enhancement - Daratuy Gil	<i>CH-Water Directorate</i>	Provide support for the reconstruct the water source of Daratuy Gil Village, to ensure that the residents of the village have access to potable water	\$7 K
Water Source Rehabilitation - Taza Shar	<i>CH-Water Directorate</i>	Provide support for the reconstruct the water source of Taza Shar Village, to ensure that the residents of the village have access to potable water	\$3 K
Water Network Establishment - QK	<i>CH-Water Directorate</i>	Provide support for the Qadir Karam Town (old Quarter) by renovating the water supply network that is damage and face lots of water leakage, consequently, ensuring that the town of Qadir Karam has access to clean and potable water.	\$22 K
Elevated Water Tank Replacement - CH	<i>CH-Water Directorate</i>	Financial support for the replacement of the Ashti Quarter Elevated Water Tank in the Water department.	\$50 K
Infrastructure	Bani Maqan - Khormor Directional Road Signs	<i>CH-Traffic Department</i> Installing a total of eleven (11) directional signs along the road from Bani Maqan to Khormor.	\$26 K
	Concrete Bridge Extension - Qaitawan Village	<i>CH-Road Repair Directorate</i> Provide financial support to repair and construct a concrete extension for Qaitawan village bridge that has been partly collapsed.	\$21 K
	Flooded Roads repair - KM & CH Blocks	<i>CH-Road Repair Directorate</i> Bridge repair project was implemented in response to the urgent need for repairs in Alyawa and Hanjeera villages, as a result of road damages.	\$24 K

	Bani Maqan - Khormor Road Safety Signs	<i>CH-Traffic Department</i>	Installing a total of two hundred (200) road signs along the road from Bani Maqan to Khormor.	\$32 K
	Bridge Rehabilitation - Qadir Karam	<i>CH-Road Repair Directorate</i>	Provide financial support for the restoration of the Qadir Karam bridge, the main passage to Qadir Karam and Khormor. This includes addressing all essential repairs required due to damage to the retaining wall caused by recent and previous rain and river floods.	\$66 K
	Bridge Rehabilitation - Alyawa Village	<i>CH-Road Repair Directorate</i>	Provide financial support to the Chamchamal Road/Bridge Repair and Protection for the purpose of rehabilitating of the Alyawa village bridge, the main route to Qadir Karam and Khormor, encompassing all necessary repairs following damage from recent rain and floods.	\$162 K
	Bridge Rehabilitation - Hanjeera River	<i>CH-Road Repair Directorate</i>	Provide financial support for the rehabilitation of the Hanjeera river Bridge, including all necessary works, due to damage caused by recent and previous floods.	\$86 K
Other	Touring Through Nature Project for Handicapped People - CH	<i>Asha Ghasht Organization</i>	Provide financial support to the Asha Ghasht Organization, enabling them to assist individuals with disabilities and special needs in Sulaymaniyah, Chamchamal, and surrounding areas.	\$2 K
	Cabin Donation	<i>Takaya Jabari Police Department</i>	Donation of cabin to Takya Jabari police department	\$1K
			Total CREDAN KRI	\$1,945 K

10. General Information:

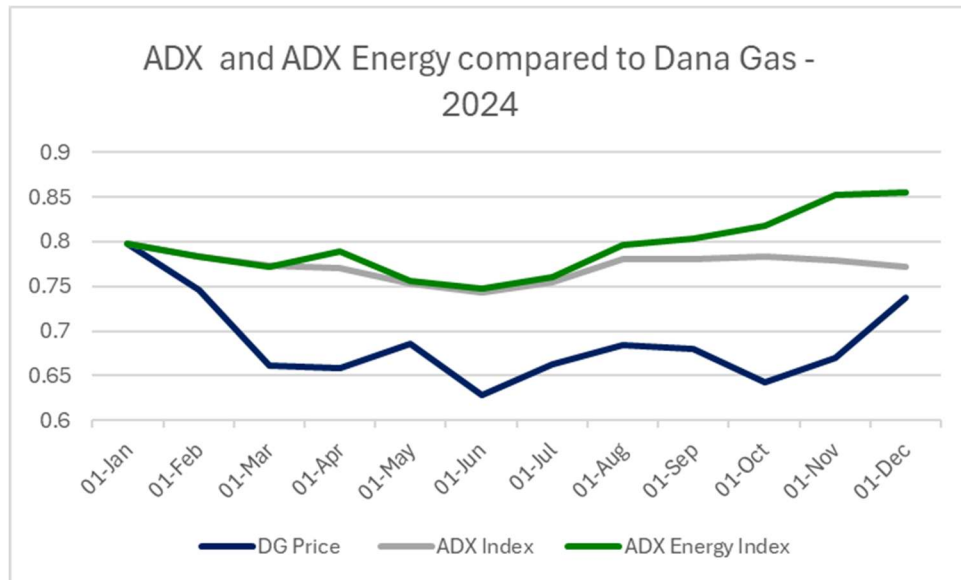
A. The Company's share price in the market at the end of each month during the fiscal year 2024:

Date	Close	High	Low
31 January	0.739	0.748	0.735
29 February	0.632	0.682	0.632
29 March	0.654	0.661	0.649
30 April	0.690	0.694	0.662



31 May	0.616	0.626	0.613
28 June	0.635	0.650	0.635
31 July	0.685	0.697	0.684
30 August	0.680	0.680	0.675
30 September	0.640	0.646	0.640
31 October	0.675	0.675	0.665
29 November	0.726	0.727	0.710
30 December	0.705	0.707	0.699

B. The Company's comparative performance with the general market index and sector index to which the Company belongs during 2024



C. Shareholders' ownership distribution as on 31/12/2024 classified as follows:

Type	UAE	GCC	Arab	Others
Individuals	2,057,915,535	650,343,100	164,919,518	169,425,300
Companies	1,306,502,776	423,422,912	2,841,150	2,215,448,992
Governments	4,554,090	0	0	0
TOTAL	3,368,972,401	1,073,766,012	167,760,668	2,384,874,292
	6,995,373,373			



D. Shareholders owning 5% or more of the Company's capital as of 31/12/2024 according to the following schedule:

Investor Name	Citizenship	Quantity	%
CRESCENT PETROLEUM COMPANY INTERNATIONAL	United Kingdom - GBR	1,399,087,797	20%

E. Details of shares ownership as of 31/12/2024, in accordance to the following schedule:

Shares Ownership	No. of shareholders	No. of shares	% of shares compared to capital
Less than 50,000	230,211	542,659,544	7.76
From 50,000 to less than 500,000	2,256	337,774,899	4.83
From 500,000 to less than 5,000,000	577	858,224,793	12.27
Higher than 5,000,000	167	5,256,714,137	75.15
Total	233,211	6,995,373,373	100.00

F. Measures taken regarding the controls of investor relationships and an indication of the following:

1. Name of the Head of Investor Relations

Mr. Mohammed Mubaideen is the Head of Investor Relations and Corporate Communications. He has more than 18 years of experience in investor relations.

2. Communications with the Investor Relations

Shareholders are encouraged to contact the Company's Investor Relations Department by phone on +97165194401 or by email to ir@danagas.com.

Dana Gas maintains regular contact with its Shareholders, investors and financial analysts to inform them on the Company's business activities and financial position through regular meetings and calls with financial institutions, analysts, media and investors and regular press releases on important developments and activities.

3. Link of investor relations page on the Company's website



Information related to the investors can be viewed at the investor relations page <https://www.danagas.com/investors/>

Shareholders are invited to familiarize themselves with the Company's activities and its financial affairs at the Company's webpage www.danagas.com where disclosures on important developments in the Company's business are also made.

G. The special resolution presented in the Annual General Assembly held during 2024 and the procedures taken in its regard:

A special resolution was presented and approved by the Annual General Assembly held on April 17, 2024, as follows:

"The Annual General Assembly resolved to approve amendment to Article 20 of the Company's Articles of Association as published at the Company's page at ADX and uploaded to the Company's website." The above-mentioned amendment allowed at least one third of directors to be independent in line with the amendments of the Corporate Governance Guide as amended.

H. Board Secretary:

1. Name of Board Secretary

The Board of Directors appointed Mr. Omran Al Zamani as Board Secretary.

2. Appointment date

01 December 2019.

3. Qualifications and experience

Mr. Omran Al Zamani, Board Secretary and Senior Legal Counsel has held this position since December 2019. He is an Emirati qualified lawyer who joined Dana Gas as Senior Legal Counsel on 27 May 2018.

He holds a Master's Degree in International Law, Diplomacy and International Relations with focus in International Business Law from Paris Sorbonne University Abu Dhabi and a Bachelor's Degree in Law from University of Sharjah. He has more than 16 years of experience in corporate commercial practices in the region. Prior to joining Dana Gas, he was with ABB Group of Companies as Legal Counsel & Data Privacy Officer for UAE & Oversight Countries (Oman, Qatar, Bahrain, Iraq, Jordan, Lebanon, Syria, Iran, and Afghanistan).



Mr. Omran Al Zamani is a certified Board Secretary by The Institute of Corporate Governance (Hawkamah) and Dubai Financial Market (DFM) and certified by the GCC Board Directors Institute and the Financial Academy in the Kingdom of Saudi Arabia.

4. **Statement of duties during the year**

- Ensuring compliance with Dana Gas' policies and applicable laws.
- Supervising and leading corporate governance in Dana Gas.
- Preparing and taking the minutes of the Board of Directors, Board Steering Committee, and Corporate Governance, Remuneration and Nominations Committee meetings.
- Maintaining a special, organized record of Board resolutions, voting results, and attendee names.
- Keeping all reports submitted to or prepared by the Board.
- Providing Board members with agendas, related documents, and any additional information.
- Ensuring Board members comply with Board approved actions.
- Notifying Board members of upcoming meetings well in advance.
- Circulating draft minutes among Board members for feedback before finalization.
- Ensuring Board members promptly receive photocopies of the minutes of the Board meetings, relevant information, and documents.
- Communicating Board and Committee resolutions to the Company's executive management and monitoring their implementation.
- Supporting the Board evaluation process.
- Facilitating coordination between Board Members, executives and committees.
- Managing disclosure records of the Board and the Executive management in line with guidelines and legislation and offering advice to Board members.

I. **Major events and important disclosures that the Company encountered during 2024:**

Temporary suspension of operations as a result of a drone targeting Kor Mor in the KRI	26 January 2024
Dana Gas announces Net Profit of AED 586 million (\$160mm) for FY 2023	08 February 2024
Dana Gas Annual Shareholder Meeting New Board of Directors Elected	18 April 2024
Temporary suspension of operations as a result of a drone targeting Kor Mor in the KRI	29 April 2024
Dana Gas reports AED 139 million (\$38 million) Net Profit in Q1 2024	08 May 2024



Dana Gas reports a 3% increase in Net Profit to AED 124 million (\$34 million) in Q2 2024	08 August 2024
Termination the contract of the KM250 project EPC contractor Pearl Petroleum takes direct control of the Project.	20 August 2024
Dana Gas reports AED 410 million (\$112 million) Net Profit in 9M 2024	08 November 2024
Dana Gas receives \$20 million payment in Egypt	12 December 2024

J. Statement of the details of the transactions made by the Company during 2024, which is equal to 5 % or more of the Share Capital of the Company:

There was no transaction made by the Company during 2024, which is equal to 5 % or more of the share capital of the Company.

K. Emiratization percentage in the Company at the end of 2022, 2023 and 2024:

The nationalization percentage in the Company reached 9 % by the end of 2022, 2023 and 2024.

L. Innovative projects and initiatives carried out by the Company or being developed during 2024.

A range of actions were pursued in 2024 under the company's Energy Transition Strategy and Climate Action Plan. This included the following:


1. Dana Gas signed an agreement with Levidian, a British climate tech business, in September 2024 to pilot groundbreaking patented LOOP technology which converts methane into graphene and hydrogen. The project aligns with Dana Gas' commitment to investing in next-generation innovation and supporting sustainable energy solutions, while unlocking new revenue streams for the Company. The engineering and design of the pilot unit is being finalised and will be deployed into Dana Gas' operations later in 2025. The unit will use advanced microwave plasma technology to capture the carbon from methane that would otherwise be flared to produce up to 1.5 tonnes of high-quality graphene and hydrogen per year and could play a critical role in Dana Gas' commitment to reduce its Greenhouse Gas emissions and achieve near-zero methane emissions from operated O&G assets by 2030. The project will allow Dana Gas to demonstrate the technology's capabilities and explore broader commercial applications for the graphene - a high-value versatile material that is set to shape the future of multiple industrial applications – from batteries and tyres to concrete and polymer pipes – which has drawn strong interest from the industry and



investors. By adopting this innovative technology, Dana Gas aims to secure first-mover advantage and unlock new commercial opportunities, including sourcing customers for graphene offtake in partnership with Levidian. The installation of the pilot unit will allow Dana Gas to test and refine the capability for graphene production at its facilities, with the potential to install industrial scale units that will each be capable of producing over 15 tonnes of graphene per annum if there is sufficient demand in the market.

2. Our Pearl Petroleum venture in the KRI continued to voluntarily offset its annual CO2 emissions for the fourth year, maintaining its position as one of the first carbon neutral O&G production businesses in the Middle East.

For additional information on Innovative projects and initiatives, refer to the Sustainability Report section of the Integrated Report.

Chairman of the Board	Mr. Abdul Hamid Dhia Jafar	Signature: 	Date: 31-03-2025
Chairman of the Audit & Compliance Committee	H.E. Younis Haji Abdulla Hussain Alkhoori	Signature: 	Date: 31-03-2025
Chairperson of the Corporate Governance, Remuneration & Nominations Committee	H.E. Najla Ahmed Mohamed Hamad Almidfa	Signature: 	Date: 31-03-2025
Head of Internal Audit	Mr. Neville Henwood	Signature: 	Date: 31-03-2025

