

11 September 2025

11 سبتمبر 2025

**Disclosures and Compliance Section
Market Operations & Surveillance
Abu Dhabi Securities Exchange**

السادة/ قسم الإفصاح والامتثال المحترمين،
إدارة العمليات والرقابة
سوق أبوظبي للأوراق المالية

Greetings,

تحية طيبة وبعد،،،

**Subject: Statement relating to ADNOC
Gas Plc (the Company)**

**الموضوع: تصريح بشأن شركة أدنوك للغاز بي إل
سي (الشركة)**

We are writing to inform you of the attached statement issued by Abu Dhabi National Oil Company (ADNOC) P.J.S.C. (ADNOC), the principal shareholder of the Company, regarding the transfer by ADNOC of its shares in the Company to its wholly owned subsidiary, XRG P.J.S.C.

نرفق لكم نسخة عن التصريح الصادر عن شركة بترول أبوظبي الوطنية (أدنوك) ش.م.ع (أدنوك) المساهم الرئيسي في الشركة بخصوص تحويل أدنوك لأسهمها في الشركة إلى شركة إكس آر جي، شركة مساهمة عامة، والمملوكة بالكامل من قبل أدنوك.

Yours sincerely,



وتفضلوا بقبول فائق الاحترام والتقدير،،،

**Fatema Mohamed Al Nuaimi
Chief Executive Officer
ADNOC Gas PLC**

**فاطمة محمد النعيمي
الرئيس التنفيذي
شركة أدنوك للغاز بي إل سي**

Media Release:**ADNOC Announces Internal Transfers of Shareholdings in its Listed Companies to XRG**

Abu Dhabi, UAE – September 11, 2025: Abu Dhabi National Oil Company (ADNOC) P.J.S.C announced today that it will transfer its equity stakes in its listed companies to XRG P.J.S.C. (XRG), ADNOC's wholly-owned international energy investment company. ADNOC will continue to retain control and ultimate ownership of the listed companies through its 100% shareholding of XRG and reaffirms its commitment to long-term value creation and capital discipline.

The internal administrative share transfers will have no impact on the day-to-day operations, leadership teams, or strategic direction of the respective listed companies. The dividend policies of the listed companies remain unchanged, consistent with ADNOC's track record of delivering predictable and sustainable returns.

These internal transfers will further strengthen XRG's size and financial position, and drive its long-term development, through access to stable and attractive dividend streams, supported by the listed companies' existing disciplined growth and capital return agendas.

The companies included in the transfer are:

- Abu Dhabi National Oil Company for Distribution P.J.S.C. (ADNOC Distribution)
- ADNOC Drilling Company P.J.S.C. (ADNOC Drilling)
- ADNOC Gas plc (ADNOC Gas)
- ADNOC Logistics and Services plc (ADNOC Logistics & Services)

As previously announced, upon receipt of regulatory approvals and the successful completion of the proposed transactions that involve the planned combination of Borouge plc and Borealis AG (Borealis) into a new entity to be named Borouge Group International (BGI), with BGI to acquire NOVA Chemicals Inc. (Nova), ADNOC's entire stake in BGI will be transferred to and held by XRG. ADNOC also confirms that its entire stake in Fertigllobe plc (Fertigllobe) is held through XRG.

The transfer of ADNOC's majority shareholdings in ADNOC Distribution, ADNOC Gas and ADNOC Logistics & Services were effected earlier today, through an off-market transfer on the ADX, with the share transfer of ADNOC Drilling to occur following regulatory approvals.



ENDS

Notes to Editors

- Launched in November 2024, XRG is a transformative international energy investment company, focused on natural gas, chemicals and scalable energy solutions to help power AI and industry globally.
- Wholly owned by ADNOC, and headquartered in Abu Dhabi, XRG's portfolio includes operating and non-operating interests in industry-leading companies that are meeting the rapidly increasing global demand for energy and the chemicals that are essential to enable sustainable economic growth.
- The listed companies' capital allocation frameworks, indebtedness targets and M&A strategies remain unchanged.

About ADNOC

ADNOC is a leading diversified energy and petrochemicals group wholly owned by the Emirate of Abu Dhabi. ADNOC's objective is to maximize the value of the Emirate's vast hydrocarbon reserves through responsible and sustainable exploration and production to support the United Arab Emirates' economic growth and diversification. To find out more, visit: www.adnoc.ae

For media enquiries, please contact: media@adnoc.ae

For investor enquiries, please contact: IR@adnoc.ae