

Consolidated statement of changes in equity

For the year ended 31 December 2024

	Share capital AED'000	Statutory reserve AED'000	Foreign currency translation reserve AED'000	Retained earnings AED'000	Equity attributable to equity holders of the parent AED'000	Non- controlling interest AED'000	Total equity AED'000
Balance as at 1 January 2023	1,000,000	500,000	-	1,944,890	3,444,890	-	3,444,890
Profit for the year	-	-	-	2,601,421	2,601,421	29,068	2,630,489
Transfer to statutory reserve	-	3,921	-	(3,921)	-	-	-
Other comprehensive loss for the year	-	-	(2,995)	-	(2,995)	(2,995)	(5,990)
Dividends declared (note 33)	-	-	-	(2,571,250)	(2,571,250)	-	(2,571,250)
Acquisition of a subsidiary (note 30)	-	-	-	-	-	330,802	330,802
Dividends declared by subsidiary	-	-	-	-	-	(33,108)	(33,108)
Balance as at 31 December 2023	1,000,000	503,921	(2,995)	1,971,140	3,472,066	323,767	3,795,833
Balance as at 1 January 2024	1,000,000	503,921	(2,995)	1,971,140	3,472,066	323,767	3,795,833
Adjustments of IAS 21 amendments (note 2)	-	-	-	(33,979)	(33,979)	(33,982)	(67,961)
Adjusted Balance as at 1 January 2024	1,000,000	503,921	(2,995)	1,937,161	3,438,087	289,785	3,727,872
Profit for the year	-	-	-	2,420,275	2,420,275	52,008	2,472,283
Transfer to statutory reserve	-	2,481	-	(2,481)	-	-	-
Other comprehensive loss for the year	-	-	(295,273)	-	(295,273)	(131,827)	(427,100)
Dividends declared (note 33)	-	-	-	(2,571,250)	(2,571,250)	-	(2,571,250)
Dividends declared by subsidiary	-	-	-	-	-	(20,529)	(20,529)
Balance as at 31 December 2024	1,000,000	506,402	(298,268)	1,783,705	2,991,839	189,437	3,181,276

The accompanying notes form an integral part of these consolidated financial statements.

Consolidated statement of cash flow

For the year ended 31 December 2024

	31 December 2024 AED'000	31 December 2023 AED'000
Cash flows from operating activities		
Profit for the year before tax	2,755,677	2,649,326
Adjustments for:		
Depreciation of property, plant and equipment	602,186	507,107
Depreciation of right-of-use assets	151,669	146,412
Amortization of intangible assets	31,952	43,046
Impairment losses on receivables	55,237	27,766
Recoveries on receivables	(19,874)	(5,925)
Employees' end of service benefit charge	31,157	30,989
Gain on disposal of property, plant and equipment	(8,467)	(2,608)
Impairment of property, plant and equipment	5,748	5,152
Finance costs	457,111	432,757
Interest income	(143,893)	(98,834)
Provisions/write-offs for inventories	5,035	4,018
Operating cash flows before movements in working capital	3,923,538	3,739,206
(Increase)/decrease in inventories	(368,020)	78,776
Decrease/(increase) in trade receivables and other current assets	508,349	(142,350)
Decrease in due from related parties	34,966	110,643
Increase in trade and other payables	229,946	106,038
(Decrease)/increase in due to related parties	(351,508)	1,207,509
Cash generated from operating activities	3,977,271	5,099,822
Payment of employees' end of service benefit	(23,583)	(33,157)
Payment of income taxes	(22,235)	(15,397)
Net cash generated from operating activities	3,931,453	5,051,268
Cash flows from investing activities		
Payments for purchases of property, plant and equipment	(1,116,830)	(1,000,290)

	31 December 2024 AED'000	31 December 2023 AED'000
Payments for advances to contractors	(62,403)	(31,951)
Proceeds from disposal of property, plant and equipment	23,264	5,971
Increase in term deposits with maturity more than three months	-	(70,000)
Interest received	143,893	98,834
Payments for acquisition of subsidiary, net of cash acquired	-	(539,100)
Net cash used in investing activities	(1,012,076)	(1,536,536)
Cash flows from financing activities		
Payment of lease liabilities	(208,300)	(200,322)
Net proceeds from borrowings	97,996	2,788
Repayment of borrowings	(1,284)	(1,725)
Dividends paid	(2,613,700)	(2,622,890)
Finance cost paid	(355,264)	(307,871)
Net cash used in financing activities	(3,080,552)	(3,130,020)
Net (decrease)/increase in cash and cash equivalents	(161,175)	384,712
Cash and cash equivalents at the beginning of the year	2,993,937	2,617,099
Effect of foreign exchange rate changes	(98,724)	(7,874)
Cash and cash equivalents at the end of the year	2,734,038	2,993,937
Non-cash transactions		
Accruals for property, plant and equipment	517,652	610,117
Advances to contractors transferred to property, plant and equipment	53,213	41,887
Additions to right of use assets for land leases	158,427	511,560
Finance cost related to provision for decommissioning	5,955	5,436

The accompanying notes form an integral part of these consolidated financial statements.

Notes to the consolidated

financial statements

For the year ended 31 December 2024

1. General information

Abu Dhabi National Oil Company for Distribution PJSC (“ADNOC Distribution” or the “Company”), formerly Abu Dhabi National Oil Company for Distribution, is a company incorporated by Law No. 13 of 1973 issued by His Highness the Acting Ruler of the Emirate of Abu Dhabi.

On 22 November 2017, Law No. 15 of 2017 (the “New Law of Establishment”) was issued replacing Law No. 13 of 1973 in respect of the incorporation of Abu Dhabi National Oil Company for Distribution PJSC, a public joint stock company registered with the commercial register in Abu Dhabi under commercial licence number CN-1002757 issued by Abu Dhabi Department of Economic Development.

The Articles of Association of the Company became effective as of 22 November 2017, at the same time that the New Law of Establishment was issued and became effective. The duration of the Company is 100 Gregorian years commencing on the date of issuance of the New Law of Establishment.

The head office of the Company and ADNOC Distribution Global Company L.L.C. (“ADGC LLC”) are registered at P.O. Box 4188, Abu Dhabi, United Arab Emirates. The Company, ADGC LLC and its subsidiaries are collectively referred to as the “Group”. The Company’s shares are listed on the Abu Dhabi Securities Exchange.

Pursuant to the resolution of Abu Dhabi National Oil Company (“ADNOC”, “Shareholder”, or the “Parent Company”), as the sole shareholder of the Company, dated 28 June 2017, ADNOC approved the listing of all the Company’s share in Abu Dhabi Securities Exchange and the sale by way of offer to the public of 10% of the Company held by ADNOC.

In September 2020, ADNOC completed a USD 1 billion institutional placement of 10% of ADNOC Distribution shares. Subsequently in May 2021, ADNOC completed another placement of approximately 375 million shares in ADNOC Distribution shares, representing 3%, approximately, of the registered share capital of the company. The two placements have increased the free float of the Group on the Abu Dhabi Securities Exchange to 23%. The Parent Company currently retains 77% ownership of the Group.

In May 2021, ADNOC also issued approximately USD 1.195 billion of senior unsecured bonds due 2024, exchangeable into existing shares of ADNOC Distribution under certain conditions, constituting approximately 7% of the Company’s registered share capital. During the year, ADNOC redeemed fully all the unsecured bonds through cash payment.

The principal activities of the Group are the marketing of petroleum products, natural gas and ancillary products. The Group owns retail fuel stations in the United Arab Emirates (UAE), the Arab Republic of Egypt and the Kingdom of Saudi Arabia.

The Group is a marketer and distributor of fuels and lubricants to corporate and government customers throughout the UAE. In addition, the Group provides refueling and related services at eight airports in the UAE and provides a compressed natural gas distribution network in Abu Dhabi.

The Group also exports its proprietary Voyager lubricants to distributors in various countries, across the Gulf Cooperating Council (GCC), Africa and Asia. The Group operates “ADNOC Oasis” convenience stores at a majority