



Date: 27 March 2024

التاريخ: 27 مارس 2024

**Disclosures and Compliance Section**  
**Market Operations Surveillance Department**  
**Abu Dhabi Securities Exchange**  
**Abu Dhabi, UAE**

قسم الإفصاح والامتثال  
إدارة العمليات والرقابة  
سوق أبوظبي للأوراق المالية  
أبوظبي، الإمارات العربية المتحدة

Greetings,

تحية طيبة وبعد،

**Subject: Notification of the Results of the Annual General Assembly Meeting of Abu Dhabi National Oil Company for Distribution PJSC (ADNOC Distribution or the Company)**

الموضوع: إخطار بنتائج اجتماع الجمعية العمومية السنوي لشركة بترول أبوظبي الوطنية للتوزيع ش.م.ع. (أدنوك للتوزيع أو الشركة)

Please find attached the results of the General Assembly meeting of ADNOC Distribution, which was held on Wednesday, 27<sup>th</sup> March 2024, at 3:00 p.m.

مرفق لكم طيه نتائج اجتماع الجمعية العمومية لشركة أدنوك للتوزيع، والتي تم انعقاده يوم الأربعاء الموافق 27 مارس 2024 في تمام الساعة الثالثة بعد الظهر.

Yours faithfully,

وتفضلوا بقبول فائق الاحترام والتقدير،،

معن العايدي  
أمين سر مجلس الإدارة  
Mann El Aydi  
Board Secretary

Copy to: Securities and Commodities Authority

نسخة: هيئة الأوراق المالية والسلع

## General Assembly Meeting Results

|   |   |  |
|---|---|--|
| <b>Date</b>   | 27 March 2024   |  |
| <b>Name of the Listed Company</b>   | Abu Dhabi National Oil Company for Distribution PJSC  |  |
| <b>Date and day of the meeting</b>  | Wednesday, 27 March 2024  |  |
| <b>The starting time of the meeting</b>   | 3:00pm  |  |
| <b>The ending time of the meeting</b>   | 4:00pm  |  |
| <b>Venue of the meeting</b>   | Meeting held in person at Abu Dhabi Energy Center in Abu Dhabi & virtually, with electronic participation of shareholders |  |
| <b>Chair of the General Assembly Meeting</b>  | H.E. Dr. Sultan Ahmed Al Jaber, Chairman of the Board of Directors  |  |
| <b>Quorum of the total attendance (percentage of capital)</b>   | 83.13%  |  |
| <b>Distributed as follows:</b>  |   |  |
| <b>1- Personal attendance rate (%)</b>  | 0.00%   |  |
| ▪ <b>Authenticity (%)</b>   | 0.00%   |  |
| ▪ <b>Proxy (%)</b>  | 0.00%   |  |
| <b>2- Attendance through electronic voting (%)</b>  | 83.13%  |  |
| ▪ <b>Authenticity (%)</b>   | 0.00%   |  |
| ▪ <b>Proxy (%)</b>  | 83.13%  |  |
| <b>Decisions and Resolutions of the General Assembly meeting</b>  |   |  |
| 1. Approve the report of the Board of Directors on the Company's activities and its financial position for the financial year ended 31 December 2023. | Approved  |  |
| 2. Approve the report of the Company's independent auditor for the financial year ended 31 December 2023.   | Approved  |  |
| 3. Approve the Company's balance sheet and profit and loss account for the financial year ended 31 December 2023.                                     | Approved  |  |

|   |                 |
|---|-----------------|
| <p>4. Approve the interim cash dividend of AED 1.285 billion (10.285 fils per share) for the first half of 2023 which was distributed to shareholders by virtue of a resolution of the Board of Directors adopted on 25 September 2023.</p>   | <p>Approved</p> |
| <p>5. Approve the Board of Directors' recommendation regarding the distribution of a cash dividend amounting to AED 1.285 billion (10.285 fils per share) for the second half of 2023, to bring the total cash dividend for the financial year ended 31 December 2023 to AED 2.57 billion (20.57 fils per share, 257.1% of the Company's share capital).</p>  | <p>Approved</p> |
| <p>6. Release the members of the Board of Directors of liability for the year ended 31 December 2023.</p>   | <p>Approved</p> |
| <p>7. Release the independent auditors of liability for their activities for the year ended 31 December 2023.</p>   | <p>Approved</p> |
| <p>8. Approve the payment of AED 25.56 million to the Board of Directors as remuneration for the financial year ended 31 December 2023.</p>   | <p>Approved</p> |
| <p>9. Appoint Grant Thornton as independent auditor for 2024 and determine their remuneration at AED 895,000 plus any applicable VAT.</p>   | <p>Approved</p> |
| <p>10. Approve the Board of Directors recommendation to amend the dividend policy of the Company for the years from and including 2024 through 2028, to set an annual dividend per financial year of AED 2.57 billion (20.57 fils per share), or minimum 75% of net profit, whichever is higher (compared to minimum 75% of distributable profits as per current policy). All other sections of the dividend policy remain the same and the above changes shall be subject to them.</p> | <p>Approved</p> |
| <p>11. The following individuals have been elected to a three-year term to serve as the approved new Board of Directors:</p> <ul style="list-style-type: none"> <li>• H.E. Dr. Sultan Ahmed Al Jaber</li> <li>• H.E. Ahmed Jasim AlZaabi</li> <li>• Mr. Khaled Salmeen</li> <li>• Mr. Khaled Al Zaabi</li> <li>• Mr. Marwan Naim Nijmeh</li> <li>• Mr. Saif Al Falahi</li> <li>• Ms. Paula Disberry</li> </ul>  | <p>Approved</p> |

**General assembly Resolution concerning dividends (cash / bonus):**

| <b>Cash Dividends</b>            |                     |                              |                         |  |                          |
|----------------------------------|---------------------|------------------------------|-------------------------|--|--------------------------|
| <b>Percentage</b>                |                     |                              | <b>Amount (AED)</b>     |  |                          |
| 257.1%**                         |                     |                              | 2,571,250,000**         |  |                          |
| <b>Dividend period</b>           | <b>Amount (AED)</b> | <b>Last Entitlement date</b> | <b>Ex-dividend Date</b> | <b>Shareholders' registry closing date</b> | <b>Last Payment Date</b> |
| Dividend for first half of 2023  | 1,285,625,000       | 3 October 2023               | 4 October 2023          | 5 October 2023                             | 25 October 2023          |
| Dividend for second half of 2023 | 1,285,625,000       | 4 April 2024                 | 5 April 2024            | 8 April 2024 <sup>(1)</sup>                | 26 April 2024            |

\*\*2023 full year dividend of 2.57 billion which represents a payout of 257.1% of the nominal value of the share (half of which paid in October 2023, and the second half to be paid in April 2024)

(1) please note that the Record Date is subject to change due to the Eid/Market holiday, whenever decided

| <b>Bonus Shares</b>                                  |  |                                     |
|--|--|-------------------------------------|
| <b>Percentage</b>                                    |  | <b>Amount</b>                       |
| NA   |  | NA                                  |
| <b>The total number of shares after the increase</b> | <b>The number of shares to be issued</b> | <b>The number of current shares</b> |
| NA   | NA                                       | NA                                  |
| <b>Shareholders' registry closing date</b>           |  | <b>Last Entitlement date</b>        |
| NA   |  | NA                                  |



**Mann El Aydi**  
**Board Secretary**

**27 March 2024**