

# **Borouge PLC**

## **REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2025**

**Principal business address:**

P.O. Box: 764652

Abu Dhabi

UAE

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REPORTS AND CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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# **Borouge PLC**

## **BOARD OF DIRECTORS' REPORT**

31 DECEMBER 2025

**BOROUGE PLC**  
**BOARD OF DIRECTORS' REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2025**

The Directors present their report together with the audited consolidated financial statements of Borouge PLC ("the Company") and its subsidiaries (together, the "Group") for the year ended 31 December 2025.

**Principal activities**

The purpose of the Company is to serve as a holding company for Abu Dhabi Polymers Co. Ltd (Borouge)-Sole Proprietorship L.L.C. ("ADP") and Borouge Pte Ltd. which are engaged in the principal activities of production of ethylene, propylene, polyethylene, polypropylene and trading of polyolefins, respectively.

**Financial results**

The financial results of the Group represent a profit for the year of USD 1,099.13 million (2024: USD 1,238.95 million) as presented in these audited consolidated financial statements.

**Directors**

The Directors of the Group during the year and as of the date of the audit report were:

|                                         |                       |
|-----------------------------------------|-----------------------|
| H.E. Dr. Sultan Ahmed Al Jaber          | Chairperson           |
| Mr. Stefan Doboczky                     | Vice Chairman         |
| Mr. Thomas Gangl (resigned)             | Vice Chairman         |
| Mr. Khaled Salmeen                      | Director/Board Member |
| Mr. Thomas Boesen                       | Director/Board Member |
| Mr. Philippe Roodhooft                  | Director/Board Member |
| Mr. Nasser Omair Al Muhairi (appointed) | Director/Board Member |
| Mr. Daniel Turnheim (appointed)         | Director/Board Member |
| Mr. Klaus Froehlich (appointed)         | Director/Board Member |
| Mr. Hetal Patel (appointed)             | Director/Board Member |
| Mr. Ahmed El-Hoshy (appointed)          | Director/Board Member |
| Ms. Ayesha Al Hammadi (appointed)       | Director/Board Member |
| Mr. Abdulaziz Al Hajri (resigned)       | Director/Board Member |
| Mr. Khaled Al Zaabi (resigned)          | Director/Board Member |
| Mr. Omar Al Nuaimi (resigned)           | Director/Board Member |
| Ms. Tasnim Ahnaish (resigned)           | Director/Board Member |
| Ms. Daniela Vlad (resigned)             | Director/Board Member |

During the year ended 31 December 2025, several members resigned from the Borouge PLC board, with replacement appointments made in same period. During the year ended 31 December 2024, Mr. Thomas Gangl resigned from his position as Vice Chairman of the Board of Directors and was replaced by Mr. Stefan Doboczky.

**Release**

The Directors release from liability the management and external auditor in connection with their duties for the year ended 31 December 2025.

**Directors' statement to the disclosure to auditors**

In so far as the Directors are aware, there is no relevant information of which the Group's auditors are unaware.

The Group's auditors have been provided with access to all information of which we are aware that is relevant to the preparation of consolidated financial statements.

**BOROUGE PLC**  
**BOARD OF DIRECTORS' REPORT** continued  
**FOR THE YEAR ENDED 31 DECEMBER 2025**

**Directors' statement to the disclosure to auditors**

In so far as the Directors are aware, there is no relevant information of which the Group's auditors are unaware.

The Group's auditors have been provided with access to all information of which we are aware that is relevant to the preparation of consolidated financial statements.

**For the Board of Directors**

A handwritten signature in blue ink, consisting of a series of loops and a long horizontal stroke, positioned above a solid horizontal line.

Chairman

Date: 3 February 2026  
Abu Dhabi, UAE

# **Borouge PLC**

## **CONSOLIDATED FINANCIAL STATEMENTS**

**31 DECEMBER 2025**

## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF BOROUGE PLC**

### **Report on the Audit of the Consolidated Financial Statements**

#### *Opinion*

We have audited the consolidated financial statements of Borouge PLC ("Borouge" or the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position as at 31 December 2025, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 31 December 2025, and its consolidated financial performance and consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

#### *Basis for opinion*

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code"), as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the United Arab Emirates, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### *Key audit matters*

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF**

### **BOROUGE PLC continued**

#### **Report on the Audit of the Consolidated Financial Statements continued**

##### *Property, plant and equipment*

As of 31 December 2025, the Group's property, plant and equipment amounted to USD 6.1 billion representing 72% of the Group's total assets as of that date. This balance includes Capital Work-in-Progress (CWIP) amounting to USD 228 million representing 297 capital projects in progress. During the year, capital work in progress amounting to USD 116 million was completed and transferred to the respective categories of property, plant and equipment and depreciated in accordance with the Group's depreciation policy.

Considering the magnitude of the amount and the risk surrounding it in terms of assessing the eligibility of costs capitalized during the year in line with IFRS requirements; this has been identified as a key audit matter to be reported in our audit report.

The audit procedures performed to address this key audit matter include the following:

- 1) We reviewed the Group's policies and procedures for capitalization of project costs and assessed their compliance with the requirements of IFRS;
- 2) We tested the relevant controls over capitalization of project costs;
- 3) We performed substantive audit procedures over a sample of project costs capitalised to check adherence to the Group's policies and procedures, and compliance with the requirements of IFRS. This included management's processes and controls around identification of project costs eligible for capitalization, staff cost capitalization, inventory items etc.;
- 4) We held discussions with project managers for significant projects and inquired about their budgeted and actual costs incurred to complete the project;
- 5) We have reviewed management assessment made relating to the change in useful life of different components of property, plant and equipment and we performed substantive procedures including inquiries with management in relation to aforesaid change in estimate; and
- 6) For a sample of projects, we checked the date of project capitalization against supporting documents such as completion certificates received from contractors to verify that depreciation has been charged from the capitalization date.

##### *Other information*

Other information consists of the information included in the Board of Directors' report and the annual report other than the consolidated financial statements and our auditor's report thereon. We obtained the Board of Directors' report prior to the date of our audit report and we expect to obtain the annual report after the date of our auditor's report. Management is responsible for the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.



## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF**

### **BOROUGE PLC continued**

#### **Report on the Audit of the Consolidated Financial Statements continued**

##### *Other information continued*

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

##### *Responsibilities of management and the Board of Directors for the consolidated financial statements*

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs and in compliance with the applicable provisions of the Company's Articles of Association and the Companies Regulations 2020 of Abu Dhabi Global Market, and for such internal control as management determines is necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Group's financial reporting process.

##### *Auditor's responsibilities for the audit of the consolidated financial statements*

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF**

### **BOROUGE PLC continued**

#### **Report on the Audit of the Consolidated Financial Statements continued**

##### *Auditor's responsibilities for the audit of the consolidated financial statements continued*

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, action taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF  
BOROUGE PLC continued**

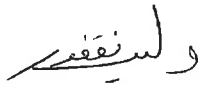
**Report on Other Legal and Regulatory Requirements**

Further, as required by the Companies Regulations 2020 of ADGM, we report that, in our opinion:

- i) The consolidated financial statements include, in all material respects, the applicable requirements of the Companies Regulations 2020 of ADGM; and
- ii) the financial information included in the report of the Board of Directors is consistent with the books of account and records of the Group.

Further, as required by the Abu Dhabi Accountability Authority Chairman Resolution No. 88 of 2021 pertaining to Auditing the Financial Statements of Subject Entities, we report that based on the information provided to us, nothing has come to our attention that causes us to believe that the Company has not complied, in all material respects, with the law of establishment of the Company and relevant provisions of the applicable laws, resolutions and circulars organising the Company's operations, which would materially affect its activities or the consolidated financial statements of the Company as at 31 December 2025.

For and on behalf of Ernst & Young - Middle East (ADGM Branch)



Walid Nakfour

3 February 2026  
Abu Dhabi, United Arab Emirates

# Borouge PLC

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

|                                                  | <i>Notes</i> | <i>2025<br/>USD'000</i> | <i>2024<br/>USD'000</i> |
|--------------------------------------------------|--------------|-------------------------|-------------------------|
| <b>ASSETS</b>                                    |              |                         |                         |
| <b>Non-current assets</b>                        |              |                         |                         |
| Property, plant and equipment                    | 6            | <b>6,082,232</b>        | 6,292,502               |
| Intangible assets                                | 7            | <b>104,573</b>          | 60,643                  |
| Right-of-use assets                              | 8(a)         | <b>23,327</b>           | 24,797                  |
| Investment in sublease                           | 8(b)&12(d)   | <b>135,697</b>          | 135,789                 |
| Loans to employees                               | 10(c)        | <b>21,905</b>           | 20,509                  |
| Deferred tax assets                              | 13(c)        | <b><u>1,992</u></b>     | <u>2,397</u>            |
| <b>Total non-current assets</b>                  |              | <b><u>6,369,726</u></b> | <u>6,536,637</u>        |
| <b>Current assets</b>                            |              |                         |                         |
| Inventories                                      | 9            | <b>523,702</b>          | 640,505                 |
| Amounts due from related parties                 | 12(d)        | <b>293,251</b>          | 209,937                 |
| Trade receivables                                | 10(a)        | <b>808,237</b>          | 858,768                 |
| Loans to employees                               | 10(c)        | <b>13,245</b>           | 13,454                  |
| Investments in sublease                          | 8(b)&12(d)   | <b>5,952</b>            | 5,741                   |
| Prepayments and other receivables                | 10(b)        | <b>48,090</b>           | 23,917                  |
| Cash and cash equivalents                        | 11           | <b><u>426,901</u></b>   | <u>418,506</u>          |
| <b>Total current assets</b>                      |              | <b><u>2,119,378</u></b> | <u>2,170,828</u>        |
| <b>TOTAL ASSETS</b>                              |              | <b><u>8,489,104</u></b> | <u>8,707,465</u>        |
| <b>EQUITY AND LIABILITIES</b>                    |              |                         |                         |
| <b>Equity</b>                                    |              |                         |                         |
| Share capital                                    | 14           | <b>4,809,231</b>        | 4,809,231               |
| Merger reserve                                   | 15           | <b>(4,446,467)</b>      | (4,446,467)             |
| Treasury shares                                  | 31           | <b>(158,223)</b>        | -                       |
| Other reserve                                    | 31           | <b>368</b>              | -                       |
| Restricted reserve                               | 15           | <b>186,869</b>          | 186,770                 |
| Capital reserve                                  | 15           | <b>12,490</b>           | 12,490                  |
| Cash flow hedge reserve                          | 15           | <b>(6,002)</b>          | (5,993)                 |
| Actuarial reserve                                | 15           | <b>17,125</b>           | 18,320                  |
| Translation reserve                              | 15           | <b>(4,426)</b>          | (7,741)                 |
| Retained earnings                                |              | <b><u>3,677,885</u></b> | <u>3,896,116</u>        |
| Equity attributable to the owners of the Company |              | <b>4,088,850</b>        | 4,462,726               |
| Non-controlling interests                        |              | <b><u>26,832</u></b>    | <u>19,337</u>           |
| <b>Total equity</b>                              |              | <b><u>4,115,682</u></b> | <u>4,482,063</u>        |

# Borouge PLC

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION continued

As at 31 December 2025

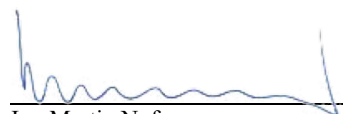
|                                                  | <i>Notes</i> | <b>2025</b><br><b>USD'000</b> | <b>2024</b><br><b>USD'000</b> |
|--------------------------------------------------|--------------|-------------------------------|-------------------------------|
| <b>EQUITY AND LIABILITIES continued</b>          |              |                               |                               |
| <b>Non-current liabilities</b>                   |              |                               |                               |
| Provision for employees' end of service benefits | 16           | <b>93,044</b>                 | 97,585                        |
| Lease liabilities                                | 8(c)         | <b>156,652</b>                | 158,082                       |
| Deferred tax liability                           | 13(c)        | <b>128,972</b>                | 85,136                        |
| Bank loans                                       | 17           | -                             | 2,944,100                     |
| Derivative financial instruments                 | 30           | -                             | 5,993                         |
| <b>Total non-current liabilities</b>             |              | <b><u>378,668</u></b>         | <b><u>3,290,896</u></b>       |
| <b>Current liabilities</b>                       |              |                               |                               |
| Trade and other payables                         | 18           | <b>378,200</b>                | 356,660                       |
| Bank loans                                       | 17           | <b>2,957,730</b>              | -                             |
| Derivative financial instruments                 | 30           | <b>6,002</b>                  | -                             |
| Amounts due to related parties                   | 12(c)        | <b>576,502</b>                | 520,260                       |
| Lease liabilities                                | 8(c)         | <b>9,528</b>                  | 9,042                         |
| Provisions for employees end of service benefits | 16           | <b>12,293</b>                 | 1,235                         |
| Income tax payable                               |              | <b><u>54,499</u></b>          | <b><u>47,309</u></b>          |
| <b>Total current liabilities</b>                 |              | <b><u>3,994,754</u></b>       | <b><u>934,506</u></b>         |
| <b>Total liabilities</b>                         |              | <b><u>4,373,422</u></b>       | <b><u>4,225,402</u></b>       |
| <b>TOTAL EQUITY AND LIABILITIES</b>              |              | <b><u>8,489,104</u></b>       | <b><u>8,707,465</u></b>       |



H.E. Dr. Sultan Ahmed Al Jaber  
Chairman



Hazeem Sultan Al Suwaidi  
Chief Executive Officer



Jan-Martin Nufer  
Chief Financial Officer

The attached notes 1 to 33 form part of the consolidated financial statements.

# Borouge PLC

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

|                                                                                      | Notes | 2025<br>USD'000  | 2024<br>USD'000  |
|--------------------------------------------------------------------------------------|-------|------------------|------------------|
| Revenue                                                                              | 19    | 5,847,773        | 6,026,123        |
| Cost of sales                                                                        | 20    | (3,565,985)      | (3,490,989)      |
| <b>Gross profit</b>                                                                  |       | <b>2,281,788</b> | <b>2,535,134</b> |
| Other income                                                                         | 22    | 26,321           | 53,951           |
| General and administrative expenses                                                  | 23    | (196,577)        | (193,121)        |
| Selling and distribution expenses                                                    | 24    | (416,028)        | (471,963)        |
| Impairment loss on property, plant and equipment and intangible assets               | 6     | (1,441)          | (3,082)          |
| <b>Operating profit</b>                                                              |       | <b>1,694,063</b> | <b>1,920,919</b> |
| Finance income                                                                       |       | 23,718           | 28,554           |
| Finance costs                                                                        | 17.1  | (175,924)        | (202,025)        |
| Foreign exchange loss                                                                |       | (2,013)          | (2,139)          |
| Net finance loss                                                                     |       | (154,219)        | (175,610)        |
| <b>Profit for the year before tax</b>                                                |       | <b>1,539,844</b> | <b>1,745,309</b> |
| Income tax expense                                                                   | 13(a) | (440,714)        | (506,361)        |
| <b>Profit for the year</b>                                                           |       | <b>1,099,130</b> | <b>1,238,948</b> |
| <b>Profit for the year attributable to:</b>                                          |       |                  |                  |
| Shareholders of the Parent                                                           |       | 1,089,178        | 1,225,273        |
| Non-controlling interests                                                            |       | 9,952            | 13,675           |
|                                                                                      |       | <b>1,099,130</b> | <b>1,238,948</b> |
| <b>Other comprehensive income for the year</b>                                       |       |                  |                  |
| <i>Items that will not be reclassified to profit or loss in subsequent periods</i>   |       |                  |                  |
| Defined benefit plan remeasurements, net of tax                                      | 16    | 565              | 363              |
| <i>Items that may be reclassified to profit or loss</i>                              |       |                  |                  |
| Exchange differences on translation of foreign operation                             |       | 3,911            | (2,675)          |
| Fair value (loss) gain on derivatives used in effective cash flow hedge relationship | 30    | (9)              | 6,615            |
| Other comprehensive income for the year                                              |       | 4,467            | 4,303            |
| <b>Total comprehensive income for the year</b>                                       |       | <b>1,103,597</b> | <b>1,243,251</b> |
| <b>Total comprehensive income for the year attributable to:</b>                      |       |                  |                  |
| Shareholders of the Parent                                                           |       | 1,093,042        | 1,229,948        |
| Non-controlling interests                                                            |       | 10,555           | 13,303           |
|                                                                                      |       | <b>1,103,597</b> | <b>1,243,251</b> |
| <b>Earnings per share:</b>                                                           |       |                  |                  |
| <b>Basic and Diluted (USD)</b>                                                       | 29    | <b>0.04</b>      | <b>0.04</b>      |

The attached notes 1 to 33 form part of the consolidated financial statements.

# Borouge PLC

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

|                                             | Share<br>capital<br>USD'000 | Treasury<br>shares<br>USD'000 | Other<br>reserve<br>USD'000 | Merger<br>reserve<br>USD'000 | Restricted<br>reserve<br>USD'000 | Capital<br>reserve<br>USD'000 | Actuarial<br>reserve<br>USD'000 | Cash flow<br>hedge<br>reserve<br>USD'000 | Translation<br>reserve<br>USD'000 | Retained<br>earnings<br>USD'000 | Equity<br>attributable<br>to Owners of<br>the Company<br>USD'000 | Non-<br>controlling<br>interests<br>USD'000 | Total<br>equity<br>USD'000 |
|---------------------------------------------|-----------------------------|-------------------------------|-----------------------------|------------------------------|----------------------------------|-------------------------------|---------------------------------|------------------------------------------|-----------------------------------|---------------------------------|------------------------------------------------------------------|---------------------------------------------|----------------------------|
| Balance at 1 January 2024                   | 4,809,231                   | -                             | -                           | (4,446,467)                  | 186,486                          | 12,490                        | 17,993                          | (12,608)                                 | (5,474)                           | 3,970,831                       | 4,532,482                                                        | 13,354                                      | 4,545,836                  |
| Profit for the year                         | -                           | -                             | -                           | -                            | -                                | -                             | -                               | -                                        | -                                 | 1,225,273                       | 1,225,273                                                        | 13,675                                      | 1,238,948                  |
| Other comprehensive income for the year     | -                           | -                             | -                           | -                            | -                                | -                             | 327                             | 6,615                                    | (2,267)                           | -                               | 4,675                                                            | (372)                                       | 4,303                      |
| Total comprehensive income for the year     | -                           | -                             | -                           | -                            | -                                | -                             | 327                             | 6,615                                    | (2,267)                           | 1,225,273                       | 1,229,948                                                        | 13,303                                      | 1,243,251                  |
| Movement during the year                    | -                           | -                             | -                           | -                            | 284                              | -                             | -                               | -                                        | -                                 | (284)                           | -                                                                | -                                           | -                          |
| Dividend declared (note 15)                 | -                           | -                             | -                           | -                            | -                                | -                             | -                               | -                                        | -                                 | (1,299,704)                     | (1,299,704)                                                      | (7,320)                                     | (1,307,024)                |
| Balance at 31 December 2024                 | <u>4,809,231</u>            | <u>-</u>                      | <u>-</u>                    | <u>(4,446,467)</u>           | <u>186,770</u>                   | <u>12,490</u>                 | <u>18,320</u>                   | <u>(5,993)</u>                           | <u>(7,741)</u>                    | <u>3,896,116</u>                | <u>4,462,726</u>                                                 | <u>19,337</u>                               | <u>4,482,063</u>           |
| Balance at 1 January 2025                   | 4,809,231                   | -                             | -                           | (4,446,467)                  | 186,770                          | 12,490                        | 18,320                          | (5,993)                                  | (7,741)                           | 3,896,116                       | 4,462,726                                                        | 19,337                                      | 4,482,063                  |
| Profit for the year                         | -                           | -                             | -                           | -                            | -                                | -                             | -                               | -                                        | -                                 | 1,089,178                       | 1,089,178                                                        | 9,952                                       | 1,099,130                  |
| Other comprehensive income for the year     | -                           | -                             | -                           | -                            | -                                | -                             | 558                             | (9)                                      | 3,315                             | -                               | 3,864                                                            | 603                                         | 4,467                      |
| Total comprehensive income for the year     | -                           | -                             | -                           | -                            | -                                | -                             | 558                             | (9)                                      | 3,315                             | 1,089,178                       | 1,093,042                                                        | 10,555                                      | 1,103,597                  |
| Others                                      | -                           | -                             | -                           | -                            | (90)                             | -                             | (1,753)                         | -                                        | -                                 | 1,810                           | (33)                                                             | (10)                                        | (43)                       |
| Dividends (note 12)                         | -                           | -                             | -                           | -                            | -                                | -                             | -                               | -                                        | -                                 | (1,309,030)                     | (1,309,030)                                                      | (3,050)                                     | (1,312,080)                |
| Transfer to statutory reserve               | -                           | -                             | -                           | -                            | 189                              | -                             | -                               | -                                        | -                                 | (189)                           | -                                                                | -                                           | -                          |
| Own shares acquired in the period (note 31) | -                           | (158,223)                     | 368                         | -                            | -                                | -                             | -                               | -                                        | -                                 | -                               | (157,855)                                                        | -                                           | (157,855)                  |
| Balance at 31 December 2025                 | <u>4,809,231</u>            | <u>(158,223)</u>              | <u>368</u>                  | <u>(4,446,467)</u>           | <u>186,869</u>                   | <u>12,490</u>                 | <u>17,125</u>                   | <u>(6,002)</u>                           | <u>(4,426)</u>                    | <u>3,677,885</u>                | <u>4,088,850</u>                                                 | <u>26,832</u>                               | <u>4,115,682</u>           |

The attached notes 1 to 33 form part of the consolidated financial statements.

# Borouge PLC

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

|                                                                            |           | 2025<br>USD'000 | 2024<br>USD'000 |
|----------------------------------------------------------------------------|-----------|-----------------|-----------------|
| <b>OPERATING ACTIVITIES</b>                                                |           |                 |                 |
| Profit for the year before tax                                             |           | 1,539,844       | 1,745,309       |
| Adjustments for:                                                           |           |                 |                 |
| Depreciation on property, plant and equipment                              | 6         | 449,384         | 524,116         |
| Impairment of property, plant and equipment                                | 6         | 1,441           | 3,082           |
| Depreciation on right-of-use assets                                        | 8(a)      | 3,609           | 4,786           |
| Amortisation of intangible assets                                          | 7         | 23,321          | 23,748          |
| Provision for slow moving and obsolete inventory                           | 9         | 2,677           | 7,220           |
| Provision for (reversal of) expected credit losses on trade receivable     | 10a       | 811             | (3,195)         |
| Provision for expected credit losses on prepayments and other receivable   | 10b       | -               | 169             |
| Provision for (reversal of) expected credit losses on employee receivables | 10c       | 752             | -               |
| Loss on modification of lease liability                                    |           | 16              | 650             |
| Gain on disposal of plant, property and equipment                          |           | (13)            | -               |
| End of service benefits charge                                             | 16        | 7,484           | 8,310           |
| Provision for other retirement benefit                                     |           | -               | -               |
| Unrealised foreign exchange (gain) loss                                    |           | (294)           | 396             |
| Finance costs                                                              |           | 175,924         | 206,870         |
| Finance income                                                             |           | (23,718)        | (28,554)        |
| Net cash flow from operating activities before changes in working capital  |           | 2,181,238       | 2,492,907       |
| Changes in working capital:                                                |           |                 |                 |
| Decrease / (increase) in trade receivables                                 |           | 48,518          | (60,051)        |
| Increase in amounts due from related parties                               |           | (81,648)        | (29,826)        |
| Decrease / (increase) in inventories                                       |           | 114,501         | (2,787)         |
| Increase in prepayments and other receivables                              |           | (23,603)        | (2,246)         |
| Increase / (decrease) in amounts due to related parties                    |           | 54,615          | (45,347)        |
| Increase in trade and other payables                                       |           | 10,166          | 6,566           |
| Increase in accruals                                                       |           | 11,658          | 38,240          |
| Increase in contract liabilities                                           |           | 53              | 1,212           |
| Cash generated from operating activities                                   |           | 2,315,498       | 2,398,668       |
| End of service benefits paid                                               | 16        | (4,927)         | (8,004)         |
| Tax paid                                                                   |           | (389,595)       | (477,512)       |
| Net cash generated from operating activities                               |           | 1,920,976       | 1,913,152       |
| <b>INVESTING ACTIVITIES</b>                                                |           |                 |                 |
| Payments for purchase of property, plant and equipment                     | 6         | (275,687)       | (160,124)       |
| Proceeds from lease receivable, net                                        | 8(b)      | 5,551           | 6,349           |
| Proceeds from disposal of property, plant and equipment                    |           | 13              | -               |
| Payments for purchase of intangible assets                                 |           | (32,546)        | (7,259)         |
| Interest income received                                                   |           | 17,939          | 23,170          |
| Net cash used in investing activities                                      |           | (284,730)       | (137,864)       |
| <b>FINANCING ACTIVITIES</b>                                                |           |                 |                 |
| Repayment of lease liabilities                                             |           | (9,808)         | (8,904)         |
| Repayments of borrowings                                                   | 17        | -               | (200,000)       |
| Proceeds from receivables discounting agreement                            | 17        | 10,680          | -               |
| Payment of dividends                                                       | 12(b)     | (1,312,080)     | (1,307,024)     |
| Purchase of Treasury shares                                                | 31        | (157,855)       | -               |
| Payment of interest on bank loan                                           |           | (161,769)       | (191,839)       |
| Net cash used in financing activities                                      |           | (1,630,832)     | (1,707,767)     |
| Changes in translation reserve                                             |           | 2,981           | (2,936)         |
| <b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>                           |           | <b>8,395</b>    | <b>64,585</b>   |
| Cash and cash equivalents at beginning of the year                         |           | 418,506         | 353,921         |
| <b>CASH AND CASH EQUIVALENTS AT END OF THE YEAR</b>                        | <b>11</b> | <b>426,901</b>  | <b>418,506</b>  |

The attached notes 1 to 33 form part of the consolidated financial statements.



## 1 LEGAL STATUS AND PRINCIPAL ACTIVITIES

Borouge PLC (the “Company”) was incorporated on 28 April 2022 as a public company limited by shares, with registration number 000007602, pursuant to the Abu Dhabi Global Market Companies Regulations 2020. The Company has been established for the purpose of serving as a holding company for Abu Dhabi Polymers Co. Ltd (Borouge)-Sole Proprietorship LLC and Borouge Pte. Ltd. The Company together with its subsidiaries is referred to as the “Group”.

The Company is jointly controlled by Abu Dhabi National Oil Company (“ADNOC”) and Borealis Middle East Holding GmbH (“BMEH”, together with ADNOC, the “Shareholders”).

During the year, ADNOC and OMV announced the agreement of terms on a binding framework agreement for the proposed combination of Borouge PLC and Borealis into Borouge Group International (BGI). Upon merging, BGI will acquire Nova Chemicals, a leading North America-based polyethylene producer for US\$ 13.4 billion expanding global reach and access to growth markets.

Under the terms of the agreement, ADNOC and OMV will hold equal stakes of 46.94% in BGI, with joint control and equal partnership, with the remaining 6.12% in free float. This is subject to Securities and Commodities Authority (SCA) approval and assuming all existing Borouge free float shareholders accept to exchange their existing shares in Borouge into shares in BGI.

As announced on 11 September 2025, 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, with BGI to acquire NOVA Chemicals Inc. (Nova), ADNOC’s entire stake in BGI will be transferred to and held by XRG.

The above restructuring including the reorganization of Borouge PLC is expected to be implemented in 2026.

Pursuant to a resolution of the Shareholders dated 10 May 2022, the shareholders approved listing the Company’s shares on Abu Dhabi Securities Exchange whereby 10% of its shares were offered in an Initial Public Offering (“IPO”). As of the reporting date, ADNOC held 54% and BMEH held 36% of the issued share capital of the Group while the remaining 10% is held by the general public.

## 2 BASIS OF PREPARATION

### 2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards (“IFRSs”) as issued by the International Accounting Standards Board (IASB) and the applicable provisions of the Companies Regulations 2020 of Abu Dhabi Global Market.

### 2.2 Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis except for derivative financial instruments which are carried at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for goods or services.

Fair value is the price that would be received on sale of an asset or paid on transfer of a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 2 BASIS OF PREPARATION continued

#### 2.2 Basis of measurement continued

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

In estimating the fair value of a financial asset or liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis.

For financial reporting purposes, fair value measurements are categorised into level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which is described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 inputs are unobservable inputs for the asset or liability that are derived from valuation techniques.

#### 2.3 Functional and presentation currency

These consolidated financial statements are presented in US Dollars (“USD”), which is the Company’s functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

#### 2.4 Use of judgements and estimates

The preparation of consolidated financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The judgments, estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant, including expectations of future events that are believed to be reasonable under the circumstances. The Group based its judgements, assumptions and estimates on parameters available when the consolidated financial statements were prepared. However, the resulting accounting estimates may differ from actual results. The estimates and assumptions pose a risk of causing adjustment to the carrying amounts of assets and liabilities within the next financial year.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in these consolidated financial statements, is included in note 5.

#### 2.5 New and amended standards that are effective for the current year

In the current year, the Group has applied a number of amendments to IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2025. Their adoption has not had any material impact on the disclosures or on the amounts reported in these consolidated financial statements.

- Lack of exchangeability - Amendments to IAS 21

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 2 BASIS OF PREPARATION continued

#### 2.5 New and amended standards that are effective for the current year continued

##### Lack of exchangeability - Amendments to IAS 21

The amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 January 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments did not have a material impact on the Group's financial statements.

#### 2.6 Climate related matters

The Group considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Group due to both physical and transition risks. Even though the Group believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the consolidated financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Group is closely monitoring relevant changes and developments, such as new climate-related legislation.

The Group's Borouge 2030 (B2030) Strategy aims to proactively steer the business ambitions in response to the changing business environment. The B2030 Strategy works to ensure the continued growth of the Group through the pursuit of excellence and create a Borouge identity.

#### 2.7 New and amended standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

- Classification and Measurement of Financial Instruments - Amendments to IFRS 9 and IFRS 7
- IFRS 18 – Presentation and Disclosure in Financial Statements
- IFRS 19 - Subsidiaries without Public Accountability: Disclosures
- Annual Improvements to IFRS Accounting Standards—Volume 11
- Contracts Referencing Nature-dependent Electricity – Amendments to IFRS 9 and IFRS 7

#### 2.8 Going concern

The directors have, at the time of approving the consolidated financial statements, reasonable expectation that the Group will continue in operational existence for the foreseeable future as its subsidiaries have a history of profitable operations and the Group has ready access to financial resources. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

As at 31 December 2025, the Group's current liabilities exceeded its current assets by approximately USD 1.876 billion, primarily due to the classification of a loan maturing on 31 December 2026 as a current liability at the reporting date.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 2 BASIS OF PREPARATION continued

#### 2.8 Going concern continued

Further to the restructuring explained in note 1, on 4 March 2025, the Group's major shareholders—ADNOC and OMV – announced they had entered into a binding agreement to form a new jointly controlled entity. This planned transaction involves combining the Group with Borealis under a newly established joint venture, expected to be named Borouge Group International AG (BGI), which will serve as ADNOC and OMV's strategic platform for growth and acquisitions in the polyolefins sector. To support this initiative, the shareholders have secured AED 56.6 billion (USD 15.4 billion) in financing from global banks for BGI. A substantial portion of this facility will fund the acquisition of Nova Chemicals, while part of the proceeds is intended to refinance the Group's existing loan upon its maturity.

In evaluating the going concern basis, management assessed the Group's liquidity position, the terms and maturity profile of existing borrowings, the availability of refinancing options, and the continued financial backing of its shareholders. Management concluded that the Group will have access to sufficient financial resources to meet its obligations as they fall due, and accordingly the consolidated financial statements have been prepared on a going concern basis.

### 3 MATERIAL ACCOUNTING POLICY INFORMATION

#### Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights results in control. When the Group has less than a majority of the voting or similar rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the period are included in consolidated financial statements from the date when the Group gains control until the date when the Group ceases to control the subsidiary.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 3 MATERIAL ACCOUNTING POLICY INFORMATION continued

#### **Basis of consolidation** continued

Profit or loss and each component of other comprehensive income (OCI) are attributed to equity holders of the Company and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. Those interests of non-controlling shareholders that are present ownership interests entitling their holders to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Other non-controlling interests are initially measured at fair value. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

A change in the ownership interest of a subsidiary without a loss of control, is accounted for as equity transaction. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interest are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary, the gain or loss on disposal recognised in profit or loss is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), less liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as required/permitted by applicable IFRS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IFRS 9 when applicable, or the cost on initial recognition of an investment in an associate or joint venture.

#### **Business combinations**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in general and administrative expenses.

#### *Transactions under common control*

A business combination involving entities or business under common control is a business combination in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the combination and that control is not transitory.

Transactions giving rise to transfer of interests in entities, which are under the common control of the Shareholders, are accounted for using the pooling of interest method without restatement of comparative information. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the books of the transferor entity. The components of equity of the acquired entities are added to the same components within Group equity. Any difference between the consideration paid and capital of the acquiree is recognised directly in equity.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued

**Financial instruments**

Financial assets and financial liabilities are recognised in the Group's consolidated statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

**Financial assets**

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

*Amortised cost*

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance.

*Impairment of financial assets*

The Group recognises a loss allowance for expected credit losses on trade receivables, investment in sublease, other receivables and amounts due from related parties. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group recognises lifetime ECL for trade receivables, investment in sublease, other receivables and amounts due from related parties. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued

**Financial instruments** continued

**Financial assets** continued

(i) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

For financial guarantee contracts, the date that the Group becomes a party to the irrevocable commitment is considered to be the date of initial recognition for the purposes of assessing the financial instrument for impairment. In assessing whether there has been a significant increase in the credit risk since initial recognition of financial guarantee contracts, the Group considers the changes in the risk that the specified debtor will default on the contract.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

The Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

- a) the financial instrument has a low risk of default;
- b) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term; and
- c) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

(ii) Definition of default

The Group employs models to analyse the data collected and generate estimates of probability of default (“PD”) of exposures with the passage of time. This analysis includes the identification for any changes in default rates and changes in key macro-economic factors across various geographies of the Group.

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- a) significant financial difficulty of the issuer or the borrower;
- b) a breach of contract, such as a default or past due event (see (ii) above);
- c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower’s financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- e) the disappearance of an active market for that financial asset because of financial difficulties.

*Write-off policy*

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 3 MATERIAL ACCOUNTING POLICY INFORMATION continued

#### Financial instruments continued

##### Financial assets continued

##### *Impairment of financial assets continued*

#### (iv) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for financial guarantee contracts, the exposure includes the amount drawn down as at the reporting date, together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Group's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate.

The Group has elected the IFRS 9 simplified approach to measure loss allowance for cash and bank balances, trade receivables, investment in sublease and amounts due from related parties at an amount equal to lifetime ECLs. Accordingly, financial assets which are not credit impaired and which do not have significant financing component are categorised under stage 2 and lifetime ECL is recognised.

Expected credit losses related to cash and bank balances, trade and other receivables, investment in sublease and amounts due from related parties are presented in the consolidated statement of profit or loss and other comprehensive income.

#### *Derecognition of financial assets*

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at fair value through other comprehensive income (FVTOCI), the cumulative gain or loss previously accumulated in the investment's revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments' revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 3 MATERIAL ACCOUNTING POLICY INFORMATION continued

#### Financial instruments continued

##### Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, lease liabilities, bank loans, contract liabilities, amounts due to related parties, derivative financial instruments and other payables.

All financial liabilities are measured subsequently at amortised cost using the effective interest method or at fair value through profit or loss (FVTPL).

##### *Financial liabilities at FVTPL*

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on changes in fair value recognised in profit or loss to the extent that they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

However, for financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch with profit or loss. The remaining amount of change in the fair value of liability is recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are not subsequently reclassified to profit or loss; instead, they are transferred to retained earnings upon derecognition of the financial liability.

##### *Financial liabilities measured subsequently at amortised cost*

Financial liabilities that are not designated as FVTPL, are measured subsequently at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

##### *Offsetting*

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

##### *Derecognition of financial liabilities*

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

##### Cash and cash equivalents

Cash and cash equivalents includes cash on hand, short-term deposits held with banks, other short-term highly liquid investments with original maturities of three months or less.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 3 MATERIAL ACCOUNTING POLICY INFORMATION continued

#### Revenue recognition

##### *Application of IFRS 15 Revenue from Contracts with Customers*

IFRS 15 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. The core principle of IFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer.
- Step 2: Identify the performance obligations in the contract.
- Step 3: Determine the transaction price.
- Step 4: Allocate the transaction price to the performance obligations in the contract.
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

Under IFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when ‘control’ of the goods or services underlying the particular performance obligation is transferred to the customer.

The Group is in the business of sale of high-density Polyethylene, linear low-density Polyethylene, Polypropylene, Ethylene, polyolefin and other compounded products.

Revenue from sale of goods and services in the ordinary course of business is recognised when the Group satisfies a performance obligation (“PO”) by transferring control of a promised good or service to the customer. The amount of revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO in the contract on the basis of the relative stand-alone selling prices of the promised goods or services. The individual standalone selling price of a good or service that has not previously been sold on a stand-alone basis, or has a highly variable selling price, is determined based on the residual portion of the transaction price after allocating the transaction price to goods and/or services with observable stand-alone selling prices. A discount or variable consideration is allocated to one or more, but not all, of the PO if it relates specifically to those POs.

The transaction price is the amount of consideration in the contract to which the Group expects to be entitled in exchange for transferring the promised goods or services. The transaction price may be fixed or variable and is adjusted for time value of money if the contract includes a significant financing component. Consideration payable to a customer is deducted from the transaction price if the Group does not receive a separate identifiable benefit from the customer. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

Revenue may be recognised at a point in time or over time following the timing of satisfaction of the PO. If a PO is satisfied over time, revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of that PO.

Revenue represents the invoiced value of goods delivered to the customer and is recognised when all criteria for acceptance have been satisfied.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued**Revenue recognition** continued*Application of IFRS 15 Revenue from Contracts with Customers* continued

The following table provides information about the nature and timing of the satisfaction of performance obligations in revenue contracts with customers, including significant payment terms, and the related revenue recognition policies:

|                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Nature of goods or services</b>                 | The Group generates revenue from sales of polyolefin and compounded products.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>When revenue is recognised</b>                  | <p>Revenue consideration is allocated to the respective performance obligations, i.e. sales of goods and the insurance and freight service, based on their stand-alone selling price. For sales transactions with delivery terms CIF and CFR (i.e. Cost, Insurance and Freight and Cost and Freight), the Company has additional obligation to arrange for the insurance and freight services subsequent to the transfer of the goods to the customer.</p> <p>Management assessed the Company's performance obligations are as follows:</p> <p>A. Sale of goods – revenue is recognised at a point of time when control of goods are transferred to the customers based on trade terms and all criteria for acceptance have been satisfied.</p> <p>The total transaction price is allocated to a single performance obligation as observable stand-alone selling prices for freight and insurance are not available. Revenue is therefore recognised at a point in time, upon satisfaction of the combined performance obligation when control transfers at the delivery destination.</p>                                                                                                                                                                                                                                           |
| <b>Significant payment terms</b>                   | Invoices are issued upon goods delivery. The Group provides credit terms of between 30 to 90 days to their customers which are common market credit terms. In cases where, the Group received cash paid in advance of goods delivered and to the extent that they remain undelivered as at reporting date, the Group defers recognition of revenue and recognise such amounts in the consolidated statement of financial position as "Contract liabilities".                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Obligations for returns and refunds, if any</b> | <p><i>Sales returns</i></p> <p>Customers have the right to return the goods to the Group within 14 days if the products are found defective or do not conform with requirements. For contracts that permit the customer to return an item, revenue is recognised to the extent that revenue recognised will not be reversed.</p> <p>The amount of revenue recognised is adjusted for expected returns, which are estimated based on past sales returns data. The Group will also recognise the related assets for the rights to recover the returned goods as inventories based on the previous carrying amounts of the goods plus expected recovery costs.</p> <p><i>Volume rebate</i></p> <p>Volume rebates are given to certain customers based on fulfilment of contractually agreed sales targets over a period of time. Such rebates are accounted for as a variable consideration and is adjusted against revenue.</p> <p>The rebate amount is estimated based on the most likely outcome method and is recognised when the probability of paying the sales rebates to the customers is high. The Group reviews its estimate of expected rebate at each reporting date based on the sales to customers, contingent on a future event occurring or not occurring, and recognise the rebate as a reduction of the revenue.</p> |

*Other income*

Other income is recognised when it is probable that the economic benefit will flow to the Group and the amount of income can be measured reliably.

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued**Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the Group and the cost of the asset can be measured reliably. Capital work in progress is carried at cost less any recognised impairment loss. When commissioned, capital work in progress is transferred to the appropriate property, plant and equipment category and is depreciated in accordance with the Group's policies.

Depreciation is charged so as to write off the cost less estimated residual values of property, plant and equipment, other than capital work in progress, over their estimated useful lives, using the straight-line method. The useful lives and residual values of the property, plant and equipment and intangible assets are based on management's judgment of the historical pattern of useful lives and the general standards applied within the industry.

The plant performs regular major inspections and overhauls, i.e. turnarounds. When each major turnaround is performed, its cost is recognised in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Other plant turnaround costs are expensed as incurred. The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

As per IAS 16, paragraph 51, the residual value and the useful life of an asset shall be reviewed at least at each financial year end and, if expectations differ from previous estimates, the change(s) shall be accounted for as a change in an accounting estimate in accordance with IAS 8 Basis of Preparation of Financial Statements.

The useful life of an asset is primarily determined by the extent to which its economic benefits are expected to be consumed through use. However, some factors contribute to the reduction of these benefits, including:

- Expected Usage: Based on the asset's anticipated capacity or output.
- Physical Deterioration: Influenced by operational intensity, maintenance practices, and conditions during idle periods.
- Obsolescence: Resulting from technological advancements, changes in production methods, or shifts in market demand, which may diminish the asset's value or utility.

**Change in estimate – useful life of property, plant and equipment:**

In line with the Group policy, during the year ended 31 December 2025, the Group has reassessed the estimated useful life of some of its Plant, Machinery and related Buildings assets. The overview reflects the updated expectation about the pattern of economic benefits and maintenance practices resulting in a decrease in depreciation charge and increase in profit before tax for the year of USD 90,335 thousand. The Group revisits its estimates annually as per its policy, and in light of the comprehensive asset lifetime extension initiated by technical steering committee, the estimated useful lives of such plants and related buildings have increased by up to an additional 10 years.

Based on the carrying amount of the affected assets at 31 December 2025 and assuming no further additions, disposals or changes in estimates, the change in useful lives is expected to decrease depreciation expense (and therefore increase profit before tax) by approximately USD 179,198 thousand in 2026. The effect on periods thereafter is not disclosed because it is impracticable to estimate this reliably over the remaining useful lives.

The estimated useful lives of the Group's Property, Plant and Equipment is applied prospectively, in accordance with IAS 8, from 1 July 2025, as follows:

|                     |               |
|---------------------|---------------|
| Buildings           | 15 – 40 years |
| Plant and machinery | 8 – 35 years  |

The estimated useful lives of the Group's remaining Property, Plant and Equipment where there is no change in useful life is as follows:

|                                   |              |
|-----------------------------------|--------------|
| Motor vehicles                    | 4 – 10 years |
| Furniture, fixtures and equipment | 3 – 4 years  |

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued

**Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

**Intangible assets**

Intangible assets acquired are recorded at cost and are amortised on a straight-line basis over their estimated useful lives as follows:

|                   |             |
|-------------------|-------------|
| Computer software | 3 – 5 years |
| Cracker rights    | 10 years    |
| License costs     | 10 years    |
| Others            | 4 years     |

License costs represent irrevocable exclusive and non-exclusive rights and licenses granted by Borealis to the Group for use of Borealis's proprietary catalyst, process design, patent rights and technical information in order to design, construct, maintain and operate the Ruwais plant, as well as use and sell Polyethylene ("PE") resins manufactured in the plant.

**Inventories**

Inventories (excluding spare parts) are stated at the lower of cost and net realisable value. Cost is determined using the weighted average cost method. The cost of finished goods and work in progress comprises raw materials, consumables, spare parts, direct labour and materials and related overheads (based on normal operating capacity). Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and costs necessary to make the sale. Spare parts under the inventory are carried at cost less provision for obsolete and slow-moving items.

**Impairment of non-financial assets other than goodwill**

At the end of each reporting period, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash generating units, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be identified.

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued**Leases***The Group as a lessee*

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the earlier of the asset's useful life and the lease term on a straight-line basis. The estimated useful lives of the assets is as follows:

|                                         |               |
|-----------------------------------------|---------------|
| Land lease                              | 35 – 50 years |
| Transportation, storage, and terminals  | 4 years       |
| Buildings and infrastructure            | 3 to 9 years  |
| Fixture, fittings, and office equipment | 3 years       |

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of fixed payments (including in-substance fixed payments), less any lease incentives receivable.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received; and
- restoration costs.

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

*The Group as a lessor*

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

Investment in sub-lease is recognised in the consolidated financial statements to reflect the sub-lease of a plot of land to a related party, Borouge 4.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 3 MATERIAL ACCOUNTING POLICY INFORMATION continued

#### **Interest income**

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

#### **Taxation**

##### *Value added tax (VAT)*

Expenses and assets are recognised net of the amount of VAT, except:

- When VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, VAT is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of VAT included

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the consolidated statement of financial position.

##### *Current income tax*

The Group is subject to income taxes in several jurisdictions. Estimates are required in determining the group-wide provision for income taxes. There are some transactions and calculations for which the ultimate tax position is uncertain during the ordinary course of business. The Group recognises provisions for anticipated tax audit issues based on estimates of whether additional taxes will be due.

Income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

The Group periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

##### *Deferred tax*

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the consolidated statement of profit or loss and other comprehensive income.

Deferred tax assets and liabilities are offset for financial reporting purposes when they relate to income taxes levied by the same taxation authorities.



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 3 MATERIAL ACCOUNTING POLICY INFORMATION continued

#### Taxation continued

##### International Tax Reform—Pillar Two Model Rules – Amendments to IAS 12

The amendments to IAS 12 have been introduced in response to the OECD's BEPS Pillar Two rules and include:

- A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and
- Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception – the use of which is required to be disclosed – applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after 1 January 2023, but not for any interim periods ending on or before 31 December 2024.

Pillar Two legislation has been enacted or substantively enacted in certain jurisdictions the Group operates. The legislation will be effective for the Group's financial year beginning 1 January 2025. The Group is in scope of the enacted or substantively enacted legislation and has performed an assessment of the Group's potential exposure to Pillar Two income taxes. The assessment of the potential exposure to Pillar Two income taxes is based on the most recent tax filings, country-by-country reporting and financial statements for the constituent entities in the Group. Based on the assessment, the Pillar Two effective tax rates in most of the jurisdictions in which the Group operates are above 15%. However, there are a limited jurisdictions where the legislation has not been enacted or substantively enacted. The Group is continuing to assess the exposure to the Pillar Two legislation in enacted jurisdictions and creates top-tax tax provisions as necessary.

IAS 12 is amended to add the exception to recognising and disclosing information about deferred tax assets and liabilities that are related to tax law enacted or substantively enacted to implement the Pillar Two Model Rules published by the Organisation for Economic Co-operating and Development (the "Pillar Two legislation"). It is unclear if the Pillar Two Model Rules create additional temporary differences with regards to deferred tax remeasurement and the Group has applied the temporary exception as at 31 December 2025.

##### Corporate tax

On 9 December 2022, the UAE Ministry of Finance released Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (Corporate Tax Law or the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime has become effective for accounting periods beginning on or after 1 June 2023. The Cabinet of Ministers Decision No. 116 of 2022 (widely accepted to be effective from 16 January 2023) specified the threshold of taxable income to which the 0% UAE CT rate would apply, and above which the 9% UAE CT rate would apply. It is widely considered that this would constitute 'substantive enactment' of the UAE CT Law for the purposes of IAS 12, the objective of which is to prescribe the basis for accounting for Income Taxes.

Current taxes should be measured at the amount expected to be paid to or recovered from the tax authorities by reference to tax rates and laws that have been enacted or substantively enacted, by the end of the any reporting period. Since the Group is expected to pay tax in accordance with the provision of the UAE CT Law on its operational results with effect from 1 January 2024, current taxes have been accounted for in the consolidated financial statements for the period beginning from 1 January 2025.

As per IAS12 (Income taxes), any change in tax laws should be recognised in the consolidated financial statements in the period in which the enactment occurs (i.e., FY24) and therefore the tax implications (current and/or deferred) were assessed and recorded accordingly (Note 13).



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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued

**Employees' benefit**

*(i) Short term obligation*

An accrual is made for the estimated liability for employees' entitlement to annual leave and leave passage as a result of services rendered by eligible employees up to the end of the reporting period. The accrual relating to annual leave and leave passage is disclosed as a current liability in the consolidated statement of financial position.

*(ii) Employees' end of service benefits (EOSB)*

The liability recognised in the consolidated statement of financial position in respect of the defined end of service benefit plan is the present value of the projected defined benefit obligation ("DBO") at the end of the reporting period. The provision for EOSB is calculated by a qualified actuary using the projected unit credit method whilst considering the Group's policy with respect to end of service benefits where it requires the provision to be at least equal to the benefits payable in accordance with the UAE Labour law for their period of service up to the end of the reporting period.

The provision relating to EOSB is disclosed as a non-current liability.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses are recognised immediately in other comprehensive income. Re-measurements are not reclassified to the consolidated statement of profit or loss in subsequent periods. The liability is calculated as the current value of the vested benefits to which the employee is entitled, should the employee leave at the consolidated statement of financial position date. Payments are based on employees' final salaries and allowances and their cumulative years of service, as stated in the UAE Labour law.

Net interest expense and other expenses related to defined benefit plans are recognised in the consolidated statement of profit or loss.

The net interest cost is calculated by applying the discount rate to the net balance of the defined EOSB obligation. The Group recognises the following changes in the net defined benefit obligation in the consolidated statement of profit or loss within personnel costs:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements.
- Net interest expense or income

*(iii) Pension contributions*

With respect to its UAE national employees, the Group makes pension contributions to the Abu Dhabi Retirement Pensions and Benefits Funds in accordance with the Abu Dhabi Retirement Pensions and Benefits Fund's regulations. With respect to its GCC national employees, the Group makes pension contributions to the pension funds or agencies of their respective countries. Such contributions are charged to operating costs during the employees' period of service.

**Provisions**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated.

**Foreign currency transactions**

Foreign currency transactions are translated at the rates prevailing on the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued

**Foreign currency transactions** continued

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognises the non monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

*Group companies*

On consolidation, the assets and liabilities of foreign operations are translated into USD at the rate of exchange prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are classified as equity and transferred to the foreign currency translation reserve. Such exchange differences are recognised in the profit or loss in the period in which the foreign operation is disposed of.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

**Current versus non-current classification**

The Group presents assets and liabilities in the consolidated statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**3 MATERIAL ACCOUNTING POLICY INFORMATION** continued

**Derivative financial instruments**

The Group enters into derivative financial instrument contracts to manage its exposure to interest rate. Derivatives are recognised initially at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date.

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. Derivatives are not offset in the consolidated financial statements unless the Group has both legal right and intention to offset. A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not expected to be realised or settled within 12 months.

**Hedge accounting**

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined).

A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- There is ‘an economic relationship’ between the hedged item and the hedging instrument.
- The effect of credit risk does not ‘dominate the value changes’ that result from that economic relationship.
- The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group actually hedges and the quantity of the hedging instrument that the Group actually uses to hedge that quantity of hedged item.

Hedges that meet all the qualifying criteria for hedge accounting are accounted for and further described in the below sections. If a hedging relationship ceases to meet the hedge effectiveness requirement relating to the hedge ratio but the risk management objective for that designated hedging relationship remains the same, the Group adjusts the hedge ratio of the hedging relationship (i.e. rebalances the hedge) so that it meets the qualifying criteria again.

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit or loss. The cash flow hedge reserve is adjusted to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

**Cash flow hedges**

The effective portion of changes in the fair value of derivatives and other qualifying hedging instruments that are designated and qualify as cash flow hedges are recognised in other comprehensive income and accumulated under the heading of cash flow hedge reserve, limited to the cumulative change in fair value of the hedged item from inception of the hedge. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss and is included in the ‘finance cost’ line item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. At that point in time, any cumulative gain or loss on the hedging instrument recognised in equity is retained in the Group’s consolidated statement of changes in equity until the forecasted transaction occurs or the original hedged item affects the Group’s consolidated statement of profit or loss and other comprehensive income. If a forecast hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in the Group’s consolidated statement of changes in equity is reclassified to the Group’s consolidated statement of profit or loss and other comprehensive income.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**4 GROUP INFORMATION**

Details of the Company's subsidiaries as at 31 December 2025 and 2024 are as follows:

| <i>Name of subsidiary</i>                                                | <i>Ownership interest</i> | <i>Parent Company</i> | <i>Country of incorporation</i> | <i>Principal activities</i>                                       |
|--------------------------------------------------------------------------|---------------------------|-----------------------|---------------------------------|-------------------------------------------------------------------|
| Abu Dhabi Polymers Co. Ltd (Borouge) - Sole Proprietorship L.L.C ("ADP") | 100%                      | PLC                   | U.A.E                           | Production of ethylene, propylene, polyethylene and polypropylene |
| Borouge Pte Ltd ("PTE")                                                  | 84.746%                   | PLC                   | Singapore                       | Trading of polyolefins                                            |
| Borouge (India) Pvt Ltd                                                  | 100%                      | PTE                   | India                           | Marketing and support services                                    |
| Borouge Compounding Holding PTE Ltd ("PTECOM")                           | 100%                      | PTE                   | Singapore                       | Investment Holding                                                |
| Borouge Compounding (Shanghai) Co. Ltd                                   | 100%                      | PTECOM                | People's Republic of China      | Trading polyolefins products                                      |
| Borouge Sales and Marketing (Shanghai) Co. Ltd                           | 100%                      | PTE                   | People's Republic of China      | Marketing and support services                                    |
| Borouge Egypt LLC                                                        | 100%                      | PTE                   | Arab Republic Egypt             | Marketing and support services                                    |
| Borouge Kenya Ltd                                                        | 100%                      | PTE                   | Kenya                           | Marketing and support services                                    |
| Borouge Korea Co. Ltd                                                    | 100%                      | PTE                   | South Korea                     | Trading of polyolefins products and sales and marketing support   |

The Company together with its subsidiaries is referred to as the "Group".

**5 CRITICAL JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of the consolidated financial statements in compliance with IFRS requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the consolidated financial statements as they become reasonably determinable.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**Critical judgements***Segment information*

For management purpose, the Group is organised as one business unit based on the products and services and management has concluded that it has only one reportable segment. The Group is managed as a single business unit and the financial performance is reported in the internal reporting provided to the Chief Operating Decision-maker ("CODM"). The Executive Committee, which is responsible for allocating resources and assessing performance of the operating segments, has been identified as the CODM that makes strategic decisions. The financial information reviewed by the CODM is based on the IFRS compliant financial information for the Group. The CODM monitors the operating results of its business unit separately for the purpose of making decisions about resource allocation and performance assessment.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**5 CRITICAL JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY** continued

**Critical judgements** continued

*Determination of principal status*

The Group measures its revenue at the fair value of consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty, as the Group has determined that it is acting as principal in the transactions. The determination of whether the Group is principal or agent requires judgement. In making this judgement, the Group evaluates whether it controls each specified good or service before that good or service is transferred to the customer.

*Asset retirement obligation*

The Group exercises judgement in evaluating whether an arrangement contains a legal or constructive obligation to remove the plant and equipment and restore the land at the end of the contractual arrangement or end of useful life of the Group's plant and equipment constructed and installed on land leased from government related entities. The management has concluded it does not have any legal or constructive obligation relating to decommissioning activity.

*Functional currency*

Management considers USD to be the currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. USD is the currency in which the Group measures its performance and reports its results.

**Key sources of estimation uncertainty**

*Useful lives and residual values of property, plant and equipment and intangible assets*

The Group's management determines the estimated useful lives and residual values of the property, plant and equipment and the intangible assets based on the historical pattern of useful lives and general standards in the industry. The useful lives and residual values are reviewed for reasonableness by management on an annual basis.

*Useful lives of right-of-use assets*

The Group's management determines the estimated useful lives of its right-of-use assets for calculating depreciation. The cost of right-of-use assets are depreciated over the estimated useful lives of the assets, which is based on the shorter of the lease term and the estimated useful lives of the assets. The Group reviews the estimated useful lives of right-of-use assets at the end of each annual reporting period. Any change in the lease term or pattern of consumption of these assets are adjusted prospectively.

*Assessment of indicators of impairment of non-financial assets*

The Group assesses at each reporting date whether there is objective evidence that its non-financial assets are impaired. The Group's non-financial assets primarily comprise property, plant and equipment, right-of-use assets and intangible assets. To determine whether there is objective evidence of impairment, the Group considers factors such as operating economic conditions, industry developments and other factors which could affect the carrying value of these assets. An impairment exists when carrying value of an asset or cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value-in-use. During the current year, impairment expense amounting to USD 1,441 thousand (2024: USD 3,082 thousand) was recorded in relation to property, plant and equipment and USD nil (2024: USD nil) in relation to intangible assets.

*Leases - Estimating the incremental borrowing rate*

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the Company's stand-alone credit rating).

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**5 CRITICAL JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY** continued

**Key sources of estimation uncertainty** continued

*Contingencies*

By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of contingencies inherently involves the exercise of significant judgement and estimate of the outcome of future events. The Group receives claims from its customers and suppliers as part of its ongoing business and records a provision based on assessment of reliability and probability of the outflow of economic resources (note 25).

*Income tax and deferred tax assets*

The amount of income tax payable is subject to adjustment pending final agreement on all items of revenue, costs and expenses for the period ended 31 December 2025 between the Group and the representatives of Supreme Council for Financial and Economic Affairs ("SCFAEA"). Management believes that the finalisation of the discussion will not have a material impact on the consolidated financial statements.

Deferred tax assets are recognised against differences between tax basis and accounting basis of recording for depreciation on property, plant and equipment, amortisation of intangible assets, amortisation of right-of-use asset and end of service benefits to the extent that it is probable that taxable profit will be available against which the temporary differences can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits (note 13).

*Provision for expected credit losses on amounts due from related parties and trade and other receivables*

The Group recognises an allowance for expected credit losses (ECLs) for amounts due from related parties and trade other receivables. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

An estimate of the collectible amount of due from related parties and trade and other receivables is made when collection of the full amount is no longer probable. For individually significant amounts, this estimation is performed on an individual basis. As at 31 December 2025, gross trade receivable, other receivables and amounts due from related parties were USD 811,680 thousand (2024: USD 859,914 thousand), USD 29,612 thousand (2024: USD 20,435 thousand) and USD 293,251 thousand (2024: USD 209,937 thousand) with provision for expected credit losses of USD 3,433 thousand (2024: USD 1,146 thousand), USD nil (2024: USD 2,857 thousand) and USD nil (2024: USD nil) respectively. Any difference between the amounts actually collected in future periods and the amounts expected to be received will be recognised in the consolidated statement of comprehensive income.

*Impairment of inventories*

Inventories are held at the lower of cost and net realisable value. When inventories become old or obsolete, an estimate is made of their net realisable value. For individually significant amounts this estimation is performed on an individual basis. Amounts which are not individually significant, but which are old or obsolete, are assessed collectively and a provision applied according to the inventory type and the degree of ageing or obsolescence, based on historical selling prices. As at 31 December 2025, gross inventory was USD 586,491 thousand (2024: USD 700,617 thousand). As at 31 December 2025, a provision of USD 62,789 thousand (2024: USD 60,112 thousand) on inventories has been recorded. Any difference between the amounts actually realised in future periods and the amounts expected to be realised will be recognised in the profit or loss (note 9).

# Borouge PLC

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 6 PROPERTY, PLANT AND EQUIPMENT

|                                          | <i>Buildings</i><br><i>USD'000</i> | <i>Plant and</i><br><i>machinery</i><br><i>USD'000</i> | <i>Motor</i><br><i>vehicles</i><br><i>USD'000</i> | <i>Furniture,</i><br><i>fixtures and</i><br><i>equipment</i><br><i>USD'000</i> | <i>Capital</i><br><i>work-in-</i><br><i>progress</i><br><i>USD'000</i> | <i>Total</i><br><i>USD'000</i> |
|------------------------------------------|------------------------------------|--------------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------------|------------------------------------------------------------------------|--------------------------------|
| <b>2025</b>                              |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| Cost:                                    |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| Balance at 1 January 2025                | 716,770                            | 12,751,222                                             | 14,093                                            | 194,204                                                                        | 257,273                                                                | 13,933,562                     |
| Additions                                | 22                                 | 87,312                                                 | -                                                 | 1,823                                                                          | 186,530                                                                | 275,687                        |
| Disposals                                | -                                  | (90)                                                   | -                                                 | (9,077)                                                                        | -                                                                      | (9,167)                        |
| Write off                                | -                                  | -                                                      | -                                                 | -                                                                              | (1,078)                                                                | (1,078)                        |
| Transfers from capital work in progress  | 704                                | 105,493                                                | -                                                 | 9,989                                                                          | (116,186)                                                              | -                              |
| Transfers to intangibles (note 7)        | -                                  | -                                                      | -                                                 | -                                                                              | (36,198)                                                               | (36,198)                       |
| Exchange differences                     | <u>769</u>                         | <u>1,876</u>                                           | <u>-</u>                                          | <u>1,309</u>                                                                   | <u>35</u>                                                              | <u>3,989</u>                   |
| At 31 December 2025                      | <b><u>718,265</u></b>              | <b><u>12,945,813</u></b>                               | <b><u>14,093</u></b>                              | <b><u>198,248</u></b>                                                          | <b><u>290,376</u></b>                                                  | <b><u>14,166,795</u></b>       |
| Accumulated depreciation and impairment: |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| Balance at 1 January 2025                | 366,869                            | 7,084,935                                              | 13,562                                            | 173,850                                                                        | 1,844                                                                  | 7,641,060                      |
| Impairment                               | -                                  | -                                                      | -                                                 | -                                                                              | 363                                                                    | 363                            |
| Depreciation                             | 20,714                             | 419,235                                                | 136                                               | 9,299                                                                          | -                                                                      | 449,384                        |
| Disposals                                | -                                  | (90)                                                   | -                                                 | (9,077)                                                                        | -                                                                      | (9,167)                        |
| Exchange differences                     | <u>364</u>                         | <u>1,343</u>                                           | <u>3</u>                                          | <u>1,214</u>                                                                   | <u>(1)</u>                                                             | <u>2,923</u>                   |
| At 31 December 2025                      | <b><u>387,947</u></b>              | <b><u>7,505,423</u></b>                                | <b><u>13,701</u></b>                              | <b><u>175,286</u></b>                                                          | <b><u>2,206</u></b>                                                    | <b><u>8,084,563</u></b>        |
| Net book value:                          |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| At 31 December 2025                      | <b><u>330,318</u></b>              | <b><u>5,440,390</u></b>                                | <b><u>392</u></b>                                 | <b><u>22,962</u></b>                                                           | <b><u>288,170</u></b>                                                  | <b><u>6,082,232</u></b>        |

# Borouge PLC

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 6 PROPERTY, PLANT AND EQUIPMENT continued

|                                          | <i>Buildings</i><br><i>USD'000</i> | <i>Plant and</i><br><i>machinery</i><br><i>USD'000</i> | <i>Motor</i><br><i>vehicles</i><br><i>USD'000</i> | <i>Furniture,</i><br><i>fixtures and</i><br><i>equipment</i><br><i>USD'000</i> | <i>Capital</i><br><i>work-in-</i><br><i>progress</i><br><i>USD'000</i> | <i>Total</i><br><i>USD'000</i> |
|------------------------------------------|------------------------------------|--------------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------------|------------------------------------------------------------------------|--------------------------------|
| 2024                                     |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| Cost:                                    |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| Balance at 1 January 2024                | 720,196                            | 12,693,872                                             | 14,093                                            | 184,005                                                                        | 207,842                                                                | 13,820,008                     |
| Additions                                | -                                  | 315                                                    | -                                                 | 191                                                                            | 159,618                                                                | 160,124                        |
| Disposals                                | (5,062)                            | (14,249)                                               | -                                                 | (3,817)                                                                        | (4,449)                                                                | (27,577)                       |
| Transfers from capital work in progress  | 2,168                              | 72,355                                                 | -                                                 | 14,150                                                                         | (88,673)                                                               | -                              |
| Transfers to intangibles (note 7)        | -                                  | -                                                      | -                                                 | -                                                                              | (17,019)                                                               | (17,019)                       |
| Exchange differences                     | <u>(532)</u>                       | <u>(1,071)</u>                                         | <u>-</u>                                          | <u>(325)</u>                                                                   | <u>(46)</u>                                                            | <u>(1,974)</u>                 |
| At 31 December 2024                      | <u>716,770</u>                     | <u>12,751,222</u>                                      | <u>14,093</u>                                     | <u>194,204</u>                                                                 | <u>257,273</u>                                                         | <u>13,933,562</u>              |
| Accumulated depreciation and impairment: |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| Balance at 1 January 2024                | 346,093                            | 6,609,624                                              | 13,375                                            | 170,177                                                                        | 3,384                                                                  | 7,142,653                      |
| Impairment                               | (370)                              | 543                                                    | -                                                 | -                                                                              | 2,909                                                                  | 3,082                          |
| Depreciation                             | 26,444                             | 489,722                                                | 190                                               | 7,760                                                                          | -                                                                      | 524,116                        |
| Disposals                                | (5,062)                            | (14,249)                                               | -                                                 | (3,817)                                                                        | (4,449)                                                                | (27,577)                       |
| Exchange differences                     | <u>(236)</u>                       | <u>(705)</u>                                           | <u>(3)</u>                                        | <u>(270)</u>                                                                   | <u>-</u>                                                               | <u>(1,214)</u>                 |
| At 31 December 2024                      | <u>366,869</u>                     | <u>7,084,935</u>                                       | <u>13,562</u>                                     | <u>173,850</u>                                                                 | <u>1,844</u>                                                           | <u>7,641,060</u>               |
| Net book value:                          |                                    |                                                        |                                                   |                                                                                |                                                                        |                                |
| At 31 December 2024                      | <u>349,901</u>                     | <u>5,666,287</u>                                       | <u>531</u>                                        | <u>20,354</u>                                                                  | <u>255,429</u>                                                         | <u>6,292,502</u>               |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**6 PROPERTY, PLANT AND EQUIPMENT** continued

The right and license to use the land in Ruwais, on which the buildings, plant and machinery are constructed, was granted by the Supreme Petroleum Council, free of all fees, in accordance with a letter dated 28 October 1998. The land in Ruwais continues to be free of all fees, except for the Borouge 4-Plant Site in accordance with an agreement signed between the Group and ADNOC on 16 November 2021. On the same day, the Group signed an agreement with ADNOC for the lease of the Sas Al Nakhil Area where rent will be payable on land for the Innovation Centre Site.

The depreciation charge for the year is allocated to consolidated statement of profit or loss and inventory as follows:

|                                               | <i><b>2025</b></i>    | <i><b>2024</b></i>    |
|-----------------------------------------------|-----------------------|-----------------------|
|                                               | <i><b>USD'000</b></i> | <i><b>USD'000</b></i> |
| Cost of sales (note 20)                       | <b>408,732</b>        | 456,370               |
| Depreciation included in unsold inventory     | <b>36,611</b>         | 64,438                |
| General and administrative expenses (note 23) | <b>4,040</b>          | 3,307                 |
| Selling and distribution expenses (note 24)   | <u><b>1</b></u>       | <u>1</u>              |
|                                               | <u><b>449,384</b></u> | <u><b>524,116</b></u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**7 INTANGIBLE ASSETS**

|                                                        | <i>Computer<br/>software<br/>USD'000</i> | <i>License and<br/>patent<br/>costs<br/>USD'000</i> | <i>Others<br/>USD'000</i> | <i>Development<br/>costs<br/>USD'000</i> | <i>Capital<br/>work in<br/>progress<br/>USD'000</i> | <i>Total<br/>USD'000</i> |
|--------------------------------------------------------|------------------------------------------|-----------------------------------------------------|---------------------------|------------------------------------------|-----------------------------------------------------|--------------------------|
| <b>2025</b>                                            |                                          |                                                     |                           |                                          |                                                     |                          |
| Cost:                                                  |                                          |                                                     |                           |                                          |                                                     |                          |
| Balance at 1 January 2025                              | 125,135                                  | 28,202                                              | 187,082                   | -                                        | 12,768                                              | 353,187                  |
| Reclassification                                       | 29,697                                   | 144,721                                             | (185,038)                 | 10,276                                   | 344                                                 | -                        |
| Additions                                              | 903                                      | 47                                                  | -                         | 62                                       | 30,023                                              | 31,035                   |
| Disposals                                              | (515)                                    | -                                                   | -                         | -                                        | -                                                   | (515)                    |
| Transfers from property, plant, and equipment (note 6) | -                                        | -                                                   | -                         | -                                        | 36,198                                              | 36,198                   |
| Transfers from capital work in progress                | 31,433                                   | -                                                   | -                         | -                                        | (31,433)                                            | -                        |
| Exchange differences                                   | <u>121</u>                               | <u>-</u>                                            | <u>1</u>                  | <u>(1)</u>                               | <u>4</u>                                            | <u>125</u>               |
| At 31 December 2025                                    | <b><u>186,774</u></b>                    | <b><u>172,970</u></b>                               | <b><u>2,045</u></b>       | <b><u>10,337</u></b>                     | <b><u>47,904</u></b>                                | <b><u>420,030</u></b>    |
| Accumulated amortisation:                              |                                          |                                                     |                           |                                          |                                                     |                          |
| Balance at 1 January 2025                              | 99,038                                   | 25,044                                              | 168,462                   | -                                        | -                                                   | 292,544                  |
| Reclassification                                       | 20,063                                   | 143,786                                             | (167,654)                 | 3,805                                    | -                                                   | -                        |
| Charge for the year                                    | 18,997                                   | 1,538                                               | 1,239                     | 1,547                                    | -                                                   | 23,321                   |
| Disposals                                              | (515)                                    | -                                                   | -                         | -                                        | -                                                   | (515)                    |
| Exchange differences                                   | <u>109</u>                               | <u>-</u>                                            | <u>(2)</u>                | <u>-</u>                                 | <u>-</u>                                            | <u>107</u>               |
| At 31 December 2025                                    | <b><u>137,692</u></b>                    | <b><u>170,368</u></b>                               | <b><u>2,045</u></b>       | <b><u>5,352</u></b>                      | <b><u>-</u></b>                                     | <b><u>315,457</u></b>    |
| Net book value:                                        |                                          |                                                     |                           |                                          |                                                     |                          |
| At 31 December 2025                                    | <b><u>49,082</u></b>                     | <b><u>2,602</u></b>                                 | <b><u>-</u></b>           | <b><u>4,985</u></b>                      | <b><u>47,904</u></b>                                | <b><u>104,573</u></b>    |

# Borouge PLC

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 7 INTANGIBLE ASSETS continued

|                                                        | <i>Computer<br/>software<br/>USD'000</i> | <i>Cracker<br/>rights<br/>USD'000</i> | <i>Licence<br/>costs<br/>USD'000</i> | <i>Capital<br/>work in<br/>progress<br/>USD'000</i> | <i>Others<br/>USD'000</i> | <i>Total<br/>USD'000</i> |
|--------------------------------------------------------|------------------------------------------|---------------------------------------|--------------------------------------|-----------------------------------------------------|---------------------------|--------------------------|
| 2024                                                   |                                          |                                       |                                      |                                                     |                           |                          |
| Cost:                                                  |                                          |                                       |                                      |                                                     |                           |                          |
| Balance at 1 January 2024                              | 114,008                                  | 11,305                                | 31,255                               | 7,423                                               | 181,171                   | 345,162                  |
| Additions                                              | 953                                      | -                                     | -                                    | 6,306                                               | -                         | 7,259                    |
| Disposals                                              | (1,030)                                  | -                                     | (15,050)                             | -                                                   | (129)                     | (16,209)                 |
| Transfers                                              | 959                                      | -                                     | -                                    | (959)                                               | -                         | -                        |
| Transfers from property, plant, and equipment (note 6) | 10,289                                   | -                                     | 691                                  | -                                                   | 6,039                     | 17,019                   |
| Exchange differences                                   | <u>(44)</u>                              | <u>-</u>                              | <u>1</u>                             | <u>(2)</u>                                          | <u>1</u>                  | <u>(44)</u>              |
| At 31 December 2024                                    | <u>125,135</u>                           | <u>11,305</u>                         | <u>16,897</u>                        | <u>12,768</u>                                       | <u>187,082</u>            | <u>353,187</u>           |
| Accumulated amortisation:                              |                                          |                                       |                                      |                                                     |                           |                          |
| Balance at 1 January 2024                              | 88,949                                   | 11,305                                | 27,721                               | -                                                   | 157,061                   | 285,036                  |
| Charge for the year                                    | 11,153                                   | -                                     | 1,065                                | -                                                   | 11,530                    | 23,748                   |
| Disposals                                              | (1,030)                                  | -                                     | (15,050)                             | -                                                   | (129)                     | (16,209)                 |
| Exchange differences                                   | <u>(34)</u>                              | <u>-</u>                              | <u>3</u>                             | <u>-</u>                                            | <u>-</u>                  | <u>(31)</u>              |
| At 31 December 2024                                    | <u>99,038</u>                            | <u>11,305</u>                         | <u>13,739</u>                        | <u>-</u>                                            | <u>168,462</u>            | <u>292,544</u>           |
| Net book value:                                        |                                          |                                       |                                      |                                                     |                           |                          |
| At 31 December 2024                                    | <u>26,097</u>                            | <u>-</u>                              | <u>3,158</u>                         | <u>12,768</u>                                       | <u>18,620</u>             | <u>60,643</u>            |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**7 INTANGIBLE ASSETS** continued

The amortisation charge for the year is allocated to the consolidated statement of profit or loss and inventory as follows:

|                                               | 2025<br>USD'000      | 2024<br>USD'000      |
|-----------------------------------------------|----------------------|----------------------|
| Cost of sales (note 20)                       | 20,098               | 20,372               |
| Amortisation included in unsold inventory     | 1,801                | 2,881                |
| General and administrative expenses (note 23) | 1,274                | 350                  |
| Selling and distribution expenses (note 24)   | <u>148</u>           | <u>145</u>           |
|                                               | <u><b>23,321</b></u> | <u><b>23,748</b></u> |

**8 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES**

The right and license to use the land in Ruwais, on which the buildings, plant and machinery are constructed, was granted by the Supreme Petroleum Council, free of all fees, in accordance with a letter dated 28 October 1998. The land in Ruwais continues to be free of all fees, except for the Borouge 4-Plant Site in accordance with an agreement signed between the Group and ADNOC on 16 November 2021. On the same day, the Group signed an agreement with ADNOC for the lease of the Sas Al Nakhil Area where rent will be payable on land for the Innovation Centre Site.

**(a) Right-of-use assets**

|                                 | 2025<br>USD'000      | 2024<br>USD'000      |
|---------------------------------|----------------------|----------------------|
| Cost:                           |                      |                      |
| Balance at 1 January            | 51,214               | 49,578               |
| Additions                       | 1,802                | 361                  |
| Disposals                       | (8,529)              | (2,745)              |
| Modification on lease liability | (62)                 | 2,341                |
| Transfer of sublease, net       | -                    | 2,156                |
| Exchange differences            | <u>1,331</u>         | <u>(477)</u>         |
| <b>At 31 December</b>           | <u><b>45,756</b></u> | <u><b>51,214</b></u> |
| Accumulated depreciation:       |                      |                      |
| Balance at 1 January            | 26,417               | 22,274               |
| Charge for the year             | 3,609                | 4,786                |
| Disposal                        | (8,529)              | (438)                |
| Exchange differences            | <u>932</u>           | <u>(205)</u>         |
| <b>At 31 December</b>           | <u><b>22,429</b></u> | <u><b>26,417</b></u> |
| Carrying amount:                |                      |                      |
| <b>At 31 December</b>           | <u><b>23,327</b></u> | <u><b>24,797</b></u> |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**8 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES** continued

**(a) Right-of-use assets** continued

The depreciation for the year is allocated to consolidated statement of profit or loss and inventory as follows:

|                                               | 2025<br>USD'000 | 2024<br>USD'000 |
|-----------------------------------------------|-----------------|-----------------|
| Cost of sales (note 20)                       | 186             | 164             |
| Depreciation included in unsold inventory     | 13              | 18              |
| General and administrative expenses (note 23) | 3,410           | 4,604           |
| Selling and distribution expenses (note 24)   | -               | -               |
|                                               | <u>3,609</u>    | <u>4,786</u>    |

**(b) Investment in sublease**

Investment in sub-lease is recognised in the consolidated financial statements to reflect the sub-lease of a plot of land to a related party, Borouge 4 (note 12(d)).

|                       | 2025<br>USD'000 | 2024<br>USD'000 |
|-----------------------|-----------------|-----------------|
| Balance at 1 January  | 141,530         | 142,641         |
| Additions             | -               | 100             |
| Receipts              | (5,551)         | (6,449)         |
| Accretion of interest | 5,205           | 5,214           |
| Modification of lease | 465             | -               |
| Exchange differences  | -               | 24              |
| <b>At 31 December</b> | <u>141,649</u>  | <u>141,530</u>  |

|                                      | 2025<br>USD'000 | 2024<br>USD'000 |
|--------------------------------------|-----------------|-----------------|
| Current – Investment in sublease     | 5,952           | 5,741           |
| Non-current – Investment in sublease | <u>135,697</u>  | <u>135,789</u>  |
|                                      | <u>141,649</u>  | <u>141,530</u>  |

**(c) Lease liabilities**

|                                 | 2025<br>USD'000 | 2024<br>USD'000 |
|---------------------------------|-----------------|-----------------|
| Balance at 1 January            | 167,124         | 170,613         |
| Additions                       | 1,802           | 361             |
| Payments                        | (9,808)         | (8,904)         |
| Interest expense                | 6,193           | 6,233           |
| Modification of lease liability | (107)           | (616)           |
| Exchange differences            | 976             | (563)           |
| <b>At 31 December</b>           | <u>166,180</u>  | <u>167,124</u>  |
| Non-current                     | 156,652         | 158,082         |
| Current                         | <u>9,528</u>    | <u>9,042</u>    |
| <b>Total</b>                    | <u>166,180</u>  | <u>167,124</u>  |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**8 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES** continued

(c) *Lease liabilities* continued

Set out below, is the amount recognised in the consolidated statement of profit or loss related to leases:

|                     | 2025<br>USD'000     | 2024<br>USD'000      |
|---------------------|---------------------|----------------------|
| Depreciation charge | 3,609               | 4,786                |
| Interest expense    | <u>6,193</u>        | <u>6,233</u>         |
|                     | <u><b>9,802</b></u> | <u><b>11,019</b></u> |

**9 INVENTORIES**

|                                                          | 2025<br>USD'000        | 2024<br>USD'000        |
|----------------------------------------------------------|------------------------|------------------------|
| Finished goods                                           | 266,352                | 378,208                |
| Spare parts                                              | 166,930                | 148,411                |
| Raw materials                                            | 133,686                | 159,183                |
| Goods in transit                                         | 14,566                 | 9,020                  |
| Work in progress                                         | <u>4,957</u>           | <u>5,795</u>           |
|                                                          | <b>586,491</b>         | 700,617                |
| Less: allowance for slow moving and obsolete inventories | <u><b>(62,789)</b></u> | <u><b>(60,112)</b></u> |
|                                                          | <u><b>523,702</b></u>  | <u><b>640,505</b></u>  |

Finished goods include an allocation of depreciation and amortisation charges amounting to USD 38,404 thousand (2024: USD 67,337 thousand). The movement in the allowance for slow moving and obsolete inventories during the year was as follows:

|                       | 2025<br>USD'000      | 2024<br>USD'000      |
|-----------------------|----------------------|----------------------|
| Balance at 1 January  | 60,112               | 52,892               |
| Charge for the year   | <u>2,677</u>         | <u>7,220</u>         |
| <b>At 31 December</b> | <u><b>62,789</b></u> | <u><b>60,112</b></u> |

During the year, total of USD 75 million (2024: 41 million) has been consumed in capex activities. Increase is primarily due to B3 Turnaround.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**10 RECEIVABLES****(a) Trade receivables**

|                                            | 2025<br>USD'000       | 2024<br>USD'000 |
|--------------------------------------------|-----------------------|-----------------|
| Trade receivables                          | <b>811,680</b>        | 859,914         |
| Less: provision for expected credit losses | <b><u>(3,443)</u></b> | <u>(1,146)</u>  |
|                                            | <b><u>808,237</u></b> | <u>858,768</u>  |

Movement in the provision for expected credit losses of trade receivables was as follows:

|                                                            | 2025<br>USD'000     | 2024<br>USD'000 |
|------------------------------------------------------------|---------------------|-----------------|
| Balance at 1 January                                       | <b>1,146</b>        | 4,341           |
| Transfer from Prepayments and other receivables (note 10b) | <b>2,010</b>        | -               |
| Charge / (reversal) for the year                           | <b>811</b>          | (3,195)         |
| Write off                                                  | <b><u>(524)</u></b> | <u>-</u>        |
| At 31 December                                             | <b><u>3,443</u></b> | <u>1,146</u>    |

The analysis of the trade receivables provision for expected credit losses is as follows:

|                                                  |                         |                                    | <i>Past due</i>               |                                  |                                    |                                     |                                     |
|--------------------------------------------------|-------------------------|------------------------------------|-------------------------------|----------------------------------|------------------------------------|-------------------------------------|-------------------------------------|
|                                                  | <i>Total</i><br>USD'000 | <i>Not past<br/>due</i><br>USD'000 | <i>30<br/>days</i><br>USD'000 | <i>31-60<br/>days</i><br>USD'000 | <i>61 – 90<br/>days</i><br>USD'000 | <i>91 – 180<br/>days</i><br>USD'000 | <i>Over 180<br/>days</i><br>USD'000 |
| <b>31 December 2025</b>                          |                         |                                    |                               |                                  |                                    |                                     |                                     |
| Expected credit loss rate                        |                         | <b>0.01%</b>                       | <b>0.01%</b>                  | -                                | <b>100%</b>                        | <b>79.45%</b>                       | <b>64.62%</b>                       |
| Estimated total gross carrying amount at default | <b>811,680</b>          | <b>763,923</b>                     | <b>42,630</b>                 | -                                | <b>85</b>                          | <b>73</b>                           | <b>4,969</b>                        |
| Expected credit losses                           | <b>3,443</b>            | <b>85</b>                          | <b>4</b>                      | -                                | <b>85</b>                          | <b>58</b>                           | <b>3,211</b>                        |
| <b>31 December 2024</b>                          |                         |                                    |                               |                                  |                                    |                                     |                                     |
| Expected credit loss rate                        |                         | 0.01%                              | 0.01%                         | -                                | 34.22%                             | -                                   | 55.85%                              |
| Estimated total gross carrying amount at default | 859,914                 | 808,242                            | 49,656                        | -                                | 263                                | -                                   | 1,753                               |
| Expected credit losses                           | 1,146                   | 73                                 | 4                             | -                                | 90                                 | -                                   | 979                                 |

**Limited recourse receivables discounting agreement**

During the year-ended 31 December 2025, a subsidiary of Borouge PLC entered into a Limited Recourse Receivables Discounting Agreement (“agreement”) with an external Commercial Bank (“Purchaser”). The agreed structure provides for the sale of Trade Receivables of Borouge PLC Group and was successfully initiated in December 2025.

As part of this program, with a facility to sell up to USD 400 million, the Group have sold a pool of Trade Receivables in the amount of USD 100 million as of 31 December 2025 (2024: nil), for which USD 100 million has been received by the Group as Cash as of 31 December 2025 (2024: nil).

The requirements for derecognition of receivables are met for the non-recourse portion of the agreement, whereby it is concluded that the contractual rights have been transferred from the Group to the Purchaser. The non-recourse portion of the agreement is irrevocably transferred, with Purchases obtaining the right to ‘control’ the purchased receivables. As of 31 December 2025, USD 90 million has been de-recognised from Trade Receivables (2024: nil). Borouge continues to administer the relationship with Debtors and has to transfer all receivables collected and previously sold to the Purchaser under this program.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**10 RECEIVABLES** continued**(a) Trade receivables** continued***Limited Recourse Receivables Discounting Agreement*** continued

For the remaining 'with-recourse' portion of the sale, it is concluded that the Group have substantially retained the risks and rewards associated and therefore, have not met the criteria for de-recognition and accordingly, corresponding liability has been recognised. See note 17 for further details on treatment of recourse portion of the agreement.

For the year ended 31 December 2025, Interest payable on the agreement has been recognised in the profit or loss statement of USD 94 thousand (2024: nil), which represents accumulated daily interest due payable on gross receivables sold to Purchaser, irrespective of their recourse vs non-recourse nature.

**(b) Prepayments and other receivables**

|                                            | 2025<br>USD'000      | 2024<br>USD'000      |
|--------------------------------------------|----------------------|----------------------|
| Other receivables                          | 25,871               | 19,651               |
| Tax recoverable                            | 3,741                | 784                  |
| Deposits                                   | 13,234               | 1,760                |
| Less: provision for expected credit losses | <u>-</u>             | <u>(2,857)</u>       |
|                                            | 42,846               | 19,338               |
| Prepayments                                | <u>5,244</u>         | <u>4,579</u>         |
|                                            | <u><b>48,090</b></u> | <u><b>23,917</b></u> |

No interest is charged on the other receivable balances. Past due receivables are provided for based on estimated irrecoverable amounts determined by reference to management expectations and past default history. In determining the recoverability of a receivable balance, the Group considers any change in the credit quality of the receivable balances from the date credit was initially granted up to the reporting date.

The movement in the provision for expected credit losses on other receivables during the year was as follows:

|                                           | 2025<br>USD'000 | 2024<br>USD'000     |
|-------------------------------------------|-----------------|---------------------|
| Balance at 1 January                      | 2,857           | 2,688               |
| Transfer to trade receivables (note 10a)  | (2,010)         | -                   |
| Transfer to loans to employees (note 10c) | (847)           | -                   |
| Charge for the year                       | <u>-</u>        | <u>169</u>          |
| <b>At 31 December</b>                     | <u><b>-</b></u> | <u><b>2,857</b></u> |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**10 RECEIVABLES** continued**(c) Loans to employees**

|                                            | 2025<br>USD'000      | 2024<br>USD'000      |
|--------------------------------------------|----------------------|----------------------|
| Loans to employees                         | 36,749               | 33,963               |
| Less: provision for expected credit losses | <u>(1,599)</u>       | <u>-</u>             |
| <b>At 31 December</b>                      | <b><u>35,150</u></b> | <b><u>33,963</u></b> |

The movement in the provision for expected credit losses on other receivables during the year was as follows:

|                                                            | 2025<br>USD'000     | 2024<br>USD'000 |
|------------------------------------------------------------|---------------------|-----------------|
| Balance at 1 January                                       | -                   | -               |
| Transfer from Prepayments and other receivables (note 10b) | 847                 | -               |
| Charge for the year                                        | <u>752</u>          | <u>-</u>        |
| <b>At 31 December</b>                                      | <b><u>1,599</u></b> | <b><u>-</u></b> |

|                                  | 2025<br>USD'000      | 2024<br>USD'000      |
|----------------------------------|----------------------|----------------------|
| Loans to employees – non-current | 21,905               | 20,509               |
| Loans to employees – current     | <u>13,245</u>        | <u>13,454</u>        |
|                                  | <b><u>35,150</u></b> | <b><u>33,963</u></b> |

**11 CASH AND CASH EQUIVALENTS**

|                                        | 2025<br>USD'000       | 2024<br>USD'000       |
|----------------------------------------|-----------------------|-----------------------|
| Cash at bank – <i>current accounts</i> | 114,643               | 86,216                |
| Short-term deposits                    | 312,248               | 332,286               |
| Cash in hand                           | <u>10</u>             | <u>4</u>              |
| <b>Cash and cash equivalents</b>       | <b><u>426,901</u></b> | <b><u>418,506</u></b> |

Short-term deposits are mainly denominated in US Dollar and earn interest at average floating rate of 4.67% (2024: 5.32%) per annum with an original maturity period of less than three months.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**12 RELATED PARTIES TRANSACTIONS AND BALANCES****(a) Related parties**

Related parties comprise the Government of Abu Dhabi and related departments and institutions (owner of the majority shareholder), associated companies, joint ventures, shareholders, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management. During the year, the Group entered into the following significant transactions with related parties at prices and on terms agreed between the related parties:

**(b) Related party transactions**

|                             |               | 2025<br>USD'000 | 2024<br>USD'000 |
|-----------------------------|---------------|-----------------|-----------------|
|                             | <i>Nature</i> |                 |                 |
| <b><i>Sale of goods</i></b> |               |                 |                 |
| ADNOC                       | Shareholder   | 9,704           | 6,756           |
| Borealis AG                 | Shareholder   | 570,028         | 462,629         |
| ADNOC Refining              | Affiliate     | 36,412          | 40,295          |
| Borouge 4                   | Affiliate     | 13,884          | 18,065          |
| ADNOC Global Trading        | Affiliate     | -               | 82              |
|                             |               | <u>630,028</u>  | <u>527,827</u>  |

***Other income***

|                                          |               | 2025<br>USD'000 | 2024<br>USD'000 |
|------------------------------------------|---------------|-----------------|-----------------|
|                                          | <i>Nature</i> |                 |                 |
| ADNOC                                    | Shareholder   | 4,507           | -               |
| Borealis AG                              | Shareholder   | 2               | -               |
| OMV Supply and Trading Singapore PTE Ltd | Affiliate     | 25              | 19              |
| Borouge 4                                | Affiliate     | 5,134           | 5,133           |
|                                          |               | <u>9,668</u>    | <u>5,152</u>    |

|                                                       |               | 2025<br>USD'000  | 2024<br>USD'000  |
|-------------------------------------------------------|---------------|------------------|------------------|
|                                                       | <i>Nature</i> |                  |                  |
| <b><i>Cost of sales</i></b>                           |               |                  |                  |
| Purchase of feedstock (ADNOC)                         | Shareholder   | 975,456          | 951,616          |
| Purchase of catalyst (Borealis AG)                    | Shareholder   | 495,167          | 435,715          |
| Purchase of feedstock- ADNOC Gas Facility             | Affiliate     | 419,928          | 450,550          |
| Re-charge electricity and water (ADNOC)               | Shareholder   | 247,829          | 250,277          |
| Purchase of feedstock (DYM Solution)                  | Affiliate     | 60,053           | 47,319           |
| Royalties (Borealis AG) (note 20)                     | Shareholder   | 45,486           | 42,643           |
| Purchase of feedstock – ADNOC Gas Processing          | Affiliate     | 22,649           | 21,919           |
| Purchase of feedstock – ADNOC Industrial Gas-(Elixir) | Affiliate     | 6,748            | 5,925            |
| Fuel, gas and oil (ADNOC Distribution)                | Affiliate     | 5,295            | 5,041            |
| Purchase of feedstock – Borealis Compounds Inc        | Affiliate     | 2,359            | 3,530            |
|                                                       |               | <u>2,280,970</u> | <u>2,214,535</u> |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**12 RELATED PARTIES TRANSACTIONS AND BALANCES** continued**(b) Related party transactions** continued

|                                                                        |                     | 2025<br>USD'000 | 2024<br>USD'000 |
|------------------------------------------------------------------------|---------------------|-----------------|-----------------|
| Selling and distribution costs<br>(ADNOC Logistics and Services)       | Nature<br>Affiliate | <u>136,649</u>  | <u>185,725</u>  |
| Administrative costs including secondees costs<br>(ADNOC and Borealis) | Shareholder         | <u>80,651</u>   | <u>88,149</u>   |
| Interest Expenses<br>(ADNOC)                                           | Shareholder         | <u>5,991</u>    | <u>10,013</u>   |

**Compensation of key management personnel:**

|                     | 2025<br>USD'000 | 2024<br>USD'000 |
|---------------------|-----------------|-----------------|
| Short-term benefits | <u>7,836</u>    | <u>6,247</u>    |
| Long-term benefits  | <u>408</u>      | <u>469</u>      |

**Other transactions***Tax*

An amount of 383,060 thousand (2024: USD 470,063 thousand) was paid to the Government of Abu Dhabi Department of Finance by the Group as per the fiscal agreement. At 31 December 2025, an amount of 45,186 thousand (2024: USD 42,977 thousand) was payable to the tax authorities.

*Land - right of use*

The right and license to use the land in Ruwais, on which the buildings and plant and machinery are constructed, were granted by the Supreme Petroleum Council, free of all fees, in accordance with a letter dated 28 October 1998. The land in Ruwais continues to be free of all fees, except for the Borouge 4 Plant Site in accordance with an agreement signed between the Group and ADNOC on 16 November 2021. On the same day, the Group signed an agreement with ADNOC for the lease of the Sas Al Nakhl Area where rent will be payable on land for Innovation Centre Site (note 8).

*Dividends*

During the year ended 31 December 2025, dividends of USD 1,312 million (2024: USD 1,307 million) were declared and paid in accordance with resolutions of the Board of Directors (note 15).

In accordance with IAS 24 "Related Party Disclosures", the Group has elected to disclose qualitatively the transactions and balances with the Government of Abu Dhabi (other than ADNOC) and other entities over which the Government of Abu Dhabi exerts control, joint control or significant influence.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**12 RELATED PARTIES TRANSACTIONS AND BALANCES** continued**(c) Amounts due to related parties**

|                                        | <i>Nature</i> | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|----------------------------------------|---------------|-------------------------------|-------------------------------|
| ADNOC                                  | Shareholder   | 334,017                       | 278,554                       |
| Borealis AG                            | Shareholder   | 121,998                       | 112,502                       |
| ADNOC Logistics                        | Affiliate     | 44,658                        | 68,626                        |
| ADNOC Gas Facility                     | Affiliate     | 41,924                        | 40,246                        |
| ADNOC Refining                         | Affiliate     | 18,242                        | 8,814                         |
| DYM Solution Co. Ltd                   | Affiliate     | 12,680                        | 10,449                        |
| ADNOC Distribution                     | Affiliate     | 1,632                         | 491                           |
| ADNOC Industrial Gas Elixier           | Affiliate     | 679                           | 471                           |
| Borealis Compounds Inc.                | Affiliate     | 539                           | 107                           |
| ADNOC Global Trading Co                | Affiliate     | 90                            | -                             |
| Borouge 4                              | Affiliate     | 29                            | -                             |
| OMV Supply & Trading Singapore Pte Ltd | Affiliate     | 12                            | -                             |
| ADNOC Onshore                          | Affiliate     | 2                             | -                             |
|                                        |               | <u>576,502</u>                | <u>520,260</u>                |

Amounts due to related parties are disclosed in the consolidated statement of financial position as follows:

|             | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|-------------|-------------------------------|-------------------------------|
| Non-current | -                             | -                             |
| Current     | <u>576,502</u>                | <u>520,260</u>                |
| Total       | <u>576,502</u>                | <u>520,260</u>                |

**(d) Amounts due from related parties**

|                                               | <i>Nature</i> | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|-----------------------------------------------|---------------|-------------------------------|-------------------------------|
| Borealis AG                                   | Shareholder   | 223,174                       | 152,407                       |
| ADNOC                                         | Shareholder   | 43,977                        | 40,088                        |
| Borouge 4                                     | Affiliate     | 23,044                        | 14,142                        |
| ADNOC Refining                                | Affiliate     | 2,501                         | 3,216                         |
| ADNOC Offshore                                | Affiliate     | -                             | -                             |
| Borealis AG Abu Dhabi                         | Affiliate     | 551                           | 57                            |
| ADNOC Global Trading                          | Affiliate     | 4                             | 27                            |
|                                               |               | <u>293,251</u>                | <u>209,937</u>                |
| OMV Supply & Trading Singapore PTE Ltd        | Affiliate     | 96                            | 98                            |
| Borouge 4- Investment in sublease (note 8(b)) | Affiliate     | 141,553                       | 141,432                       |
|                                               |               | <u>141,649</u>                | <u>141,530</u>                |
|                                               |               | <u>434,900</u>                | <u>351,467</u>                |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**12 RELATED PARTIES TRANSACTIONS AND BALANCES** continued**(d) Amounts due from related parties**

Amounts due from related parties are disclosed in the consolidated statement of financial position as follows:

|                                            | <b>2025</b><br><b>USD'000</b> | <b>2024</b><br><b>USD'000</b> |
|--------------------------------------------|-------------------------------|-------------------------------|
| Investment in sublease – current           | <b>5,952</b>                  | 5,741                         |
| Investment in sublease – non-current       | <b>135,697</b>                | 135,789                       |
| Amounts due from related parties - current | <b><u>293,251</u></b>         | <u>209,937</u>                |
| Total                                      | <b><u>434,900</u></b>         | <u>351,467</u>                |

The Group provides credit terms of between 30 to 90 days to their customers which are common market credit terms. No interest is charged on amounts due from related parties. Past due receivables are provided for based on estimated irrecoverable amounts determined by reference to management expectations and past default history. In determining the recoverability of a receivable balance, the Group considers any change in the credit quality of the receivable balances from the date credit was initially granted up to the reporting date. Management believes that no provision for expected credit losses is required. The ageing analysis of amounts due from related parties is as follows:

|                         | <i>Weighted<br/>average<br/>loss rate</i><br><i>USD'000</i> | <i>Gross<br/>receivables</i><br><i>USD'000</i> | <i>Provision<br/>for expected<br/>credit losses</i><br><i>USD'000</i> |
|-------------------------|-------------------------------------------------------------|------------------------------------------------|-----------------------------------------------------------------------|
| <b>31 December 2025</b> |                                                             |                                                |                                                                       |
| Not yet due             | 0%                                                          | <b>430,219</b>                                 | -                                                                     |
| < 90 days               | 0%                                                          | <b>4,677</b>                                   | -                                                                     |
| Past due 91 -180 days   | 0%                                                          | <b>4</b>                                       | -                                                                     |
| Past due 181 -365 days  | 0%                                                          | -                                              | -                                                                     |
| Past due > 365 days     | 0%                                                          | <u>-</u>                                       | <u>-</u>                                                              |
|                         |                                                             | <b><u>434,900</u></b>                          | <u>-</u>                                                              |
| <b>31 December 2024</b> | 0%                                                          | 293,092                                        | -                                                                     |
| Not yet due             | 0%                                                          | 58,145                                         | -                                                                     |
| < 90 days               | 0%                                                          | 230                                            | -                                                                     |
| Past due 91 -180 days   | 0%                                                          | -                                              | -                                                                     |
| Past due 181 -365 days  | 0%                                                          | -                                              | -                                                                     |
| Past due > 365 days     |                                                             | <u>-</u>                                       | <u>-</u>                                                              |
|                         |                                                             | <b><u>351,467</u></b>                          | <u>-</u>                                                              |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**13 INCOME TAX EXPENSE**

**a) Amounts recognised in profit or loss**

|                                                   | 2025<br>USD'000 | 2024<br>USD'000 |
|---------------------------------------------------|-----------------|-----------------|
| <i>Income tax expense</i>                         |                 |                 |
| UAE                                               | 385,236         | 466,352         |
| Foreign jurisdictions                             | <u>11,360</u>   | <u>8,382</u>    |
|                                                   | <u>396,596</u>  | <u>474,734</u>  |
| <i>Deferred tax expense</i>                       |                 |                 |
| Origination and reversal of temporary differences | <u>44,118</u>   | <u>31,627</u>   |
|                                                   | <u>440,714</u>  | <u>506,361</u>  |

**b) Reconciliation of effective tax rate**

|                                                                       | 2025<br>USD'000  | 2024<br>USD'000  |
|-----------------------------------------------------------------------|------------------|------------------|
| <b>Profit for the period before tax</b>                               | <b>1,539,844</b> | <b>1,745,309</b> |
| Effective tax rate                                                    | 38.24%           | 29.66%           |
| Tax on accounting profit at applicable rate                           | <u>588,825</u>   | <u>517,572</u>   |
| Tax effect of non-deductible expenses                                 | (5,807)          | (42)             |
| Tax effect of exempt income/tax holidays                              | (141,795)        | (7,273)          |
| Tax effect of Pillar 2 adjustments                                    | 4,955            | -                |
| Opening deferred tax assets remeasured                                | 4,152            | 2,893            |
| Deferred tax assets reversed on disposed assets during current period | -                | 727              |
| Others                                                                | <u>(9,616)</u>   | <u>(7,516)</u>   |
|                                                                       | <u>440,714</u>   | <u>506,361</u>   |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**13 INCOME TAX EXPENSE** continued**(c) Movement in deferred tax balances**

Deferred tax represents temporary differences arising due to the difference in useful lives used for accounting purposes and that used for fiscal purposes for all assets. It also arises due to the timing difference created in respect of the provision and payment relating to end of service benefits. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences. Deferred tax relates to the following:

|                               | <i>At</i>          | <i>Tax charge<br/>Recognised</i> | <i>FX<br/>difference<br/>Recognised</i> | <i>Tax charge<br/>Recognised<br/>in other<br/>comprehensive<br/>Income</i> | <i>At</i>          |
|-------------------------------|--------------------|----------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------|
|                               | <i>1 January</i>   | <i>in profit</i>                 | <i>in profit</i>                        |                                                                            | <i>31 December</i> |
|                               | <i>2025</i>        | <i>or loss</i>                   | <i>or loss</i>                          |                                                                            | <i>2025</i>        |
|                               | <i>USD'000</i>     | <i>USD'000</i>                   | <i>USD'000</i>                          | <i>USD'000</i>                                                             | <i>USD'000</i>     |
| Property, plant and equipment | (110,110)          | (46,085)                         | 83                                      | -                                                                          | (156,112)          |
| Other provision               | <u>27,371</u>      | <u>1,967</u>                     | <u>-</u>                                | <u>(206)</u>                                                               | <u>29,132</u>      |
| Deferred tax liability        | <u>(82,739)</u>    | <u>(44,118)</u>                  | <u>83</u>                               | <u>(206)</u>                                                               | <u>(126,980)</u>   |
|                               | <i>At</i>          | <i>Tax charge<br/>Recognised</i> | <i>FX difference<br/>Recognised</i>     | <i>Tax charge<br/>Recognised<br/>in other<br/>comprehensive<br/>Income</i> | <i>At</i>          |
|                               | <i>1 January</i>   | <i>in profit</i>                 | <i>in profit</i>                        |                                                                            | <i>31 December</i> |
|                               | <i>2024</i>        | <i>or loss</i>                   | <i>or loss</i>                          |                                                                            | <i>2024</i>        |
|                               | <i>USD'000</i>     | <i>USD'000</i>                   | <i>USD'000</i>                          | <i>USD'000</i>                                                             | <i>USD'000</i>     |
| Property, plant and equipment | (78,920)           | (31,190)                         | -                                       | -                                                                          | (110,110)          |
| Other provision               | <u>27,863</u>      | <u>(437)</u>                     | <u>(55)</u>                             | <u>-</u>                                                                   | <u>27,371</u>      |
| Deferred tax liability        | <u>(51,057)</u>    | <u>(31,627)</u>                  | <u>(55)</u>                             | <u>-</u>                                                                   | <u>(82,739)</u>    |
|                               | <i>At</i>          |                                  |                                         |                                                                            | <i>At</i>          |
|                               | <i>31 December</i> |                                  |                                         |                                                                            | <i>31 December</i> |
|                               | <i>2025</i>        |                                  |                                         |                                                                            | <i>2024</i>        |
|                               | <i>USD'000</i>     |                                  |                                         |                                                                            | <i>USD'000</i>     |
| Deferred tax asset            | 1,992              |                                  |                                         |                                                                            | 2,397              |
| Deferred tax liability        | <u>(128,972)</u>   |                                  |                                         |                                                                            | <u>(85,136)</u>    |
|                               | <u>(126,980)</u>   |                                  |                                         |                                                                            | <u>(82,739)</u>    |

Deferred tax asset and liabilities relate to property, plant and equipment and provision for end of service benefits.

*International Tax Reform - Pillar Two model rules:*

The Organisation for Economic Co-operation and Development (OECD)/G20 Inclusive Framework on Base Erosion and Profit Shifting (BEPS) has published the Pillar Two Anti-Global Base Erosion Rules ("GloBE Rules"), which are designed to address the tax challenges arising from the digitalisation of the global economy. The Group falls within the scope of the Pillar Two legislation, as its consolidated revenue exceeds the €750 million threshold, and it operates in a jurisdiction that has been enacted or substantively enacted Pillar Two legislation.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**13 INCOME TAX EXPENSE** continued*International Tax Reform - Pillar Two model rules:* continued

It is unclear if the Pillar Two model rules create additional temporary differences, whether to remeasure deferred taxes for the Pillar Two model rules and which tax rate to use to measure deferred taxes. In response to this uncertainty, on 23 May 2023 and 27 June 2023, respectively, the IASB and AASB issued amendments to IAS 12 'Income taxes' introducing a mandatory temporary exception to the requirements of IAS 12 under which a company does not recognise or disclose information about deferred tax assets and liabilities related to the proposed OECD/G20 BEPS Pillar Two model rules.

The UAE, where the Parent Company is incorporated, published Federal Decree-Law No. 60 of 2023 on 24 November 2023. This law amends specific provisions of Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses, as part of the UAE's commitment to the OECD guidelines. The amendments introduced by Federal Decree-Law No. 60 of 2023 are intended to prepare for the introduction of the BEPS 2.0 Pillar Two Rules.

On 11 February 2025, the Ministry of Finance of the United Arab Emirates (UAE) released Cabinet Decision No. 142 of 2024 regarding the Imposition of Top-Up Tax on Multinational Enterprises on its website. This decision provides further details on the UAE Domestic Minimum Top-up Tax (UAE DMTT), which will apply to fiscal years starting on or after 1 January 2025. The UAE DMTT aims to ensure that certain in-scope UAE entities of a multinational enterprise (MNE) meet a 15% effective tax rate (ETR) on profits derived in the UAE.

As the UAE DMTT legislation becomes effective in the UAE from 1 January 2025, the Group has performed an assessment of its potential exposure to Pillar Two income taxes based on the 2024 country-by-country reporting (CbCR) and 2025 financial information for the constituent entities in the Group.

Based on the assessment performed, the Group applied the transitional CbCR safe harbour using the simplified effective tax rate test. The UAE jurisdictional ETR exceeded the 15% threshold, resulting in no top-up tax under the UAE DMTT legislation during the fiscal year. This temporary relief, which is available for fiscal years beginning on or before December 31, 2026, allows the Group to use data from qualified financial statements and CbC reports to determine if a jurisdiction meets the de minimis, simplified ETR, or routine profits tests.

However, the Group has recognised a Pillar Two current tax expense of USD 4,955 thousand that arises in PTE Singapore (subsidiary of Borouge), which is not subject to the transitional safe harbour relief– because of low ETR rate resulting to a recognition of additional top-up tax of 10%.

The Group continues to follow Pillar Two legislative developments, as further countries enact the Pillar Two model rules, to evaluate the potential future impact on its consolidated results of operations, financial position and cash flows beginning.

**14 SHARE CAPITAL**

In accordance with the Articles of Association of the Company which became effective on 28 April 2022, the Company issued 50,000 ordinary shares of USD 1 each on its incorporation to the Shareholders. By virtue of the Subscription and Transfer agreement dated 17 May 2022, the Company issued further shares effective 31 May 2022 (note 1) increasing its share capital to USD 4.8 billion divided into 30,057,691,583 shares, each valued at USD 0.16.

|                                                 | 2025<br>USD'000         | 2024<br>USD'000         |
|-------------------------------------------------|-------------------------|-------------------------|
| <b>Authorised, issued and fully paid</b>        |                         |                         |
| 30,057,691,583 ordinary shares of USD 0.16 each | <u><b>4,809,231</b></u> | <u><b>4,809,231</b></u> |



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

### 15 RESERVES

#### *Merger reserve*

The merger reserve was recognised on combination of the Borouge Business under the pooling of interest method.

#### *Restricted reserve*

For the Company, in accordance with ADGM laws the provisions of the Decree Law No.32 of 2021 shall not apply to companies established in free zones of the Emirate of Abu Dhabi.

For the subsidiary ADP, in accordance with the UAE Federal Law No. 32 of 2021 and the Articles of Association of the subsidiary ADP, 10% of the profit is transferred to a non-distributable statutory reserve. Such transfers are required to be made until the reserve is equal to 50% of the paid-up share capital of ADP.

For the subsidiary PTE, pursuant to the relevant laws and regulations of PRC, a portion of the profit of a subsidiary established in PRC is required to transfer to a statutory reserve which is restricted in use.

#### *Capital reserve*

The capital reserve attributable to the owners of the Company relates to a waiver of a related party payable balance amounting to USD 14.8 million in prior years of PTE, the subsidiary.

#### *Actuarial reserve*

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions on post-employment benefits are recognised in the period in which they occur, directly in other comprehensive income. They are included in the actuarial reserve in the consolidated statement of changes in equity and in the consolidated statement of financial position.

#### *Cash flow hedge reserve*

The effective portion of changes in the fair value of derivatives and other qualifying hedging instruments that are designated and qualify as cash flow hedges are recognised in other comprehensive income and accumulated under the heading of cash flow hedge reserve, limited to the cumulative change in fair value of the hedged item from inception of the hedge.

#### *Translation reserve*

The translation reserve comprises foreign currency differences arising from the translation of the consolidated financial statements of foreign operations into the Group's presentation currency.

#### *Dividends*

During the year ended 31 December 2025, dividends USD 1,312.1 million (2024: USD 1,307.0 million) was declared and paid in accordance with a resolution of the Board of Directors. Of the total dividend, an amount of USD 1,309.0 million (2024: USD 1,299.7 million) was paid to shareholders of the Company and USD 3.1 million (2024: USD 7.3 million) was paid to non-controlling interests.

#### *Treasury Shares and Other reserve*

See note 31 for further information.

### 16 PROVISION FOR EMPLOYEES' END OF SERVICE BENEFITS

The Group has a post-employment benefit plan that is awarded to employees in the United Arab Emirates. Under the plan, qualifying employees will receive gratuity benefits when they leave service. The employees are entitled to receive a lumpsum benefit based on their last drawn salaries taking into account the number of years of their service to the Group.

The defined benefit plan is unfunded. In the estimation of the defined benefit liability, the Group engaged an independent actuary to assess the defined benefit plan obligation. The defined benefit plan exposes the Group to actuarial risks such as mortality rates, interest rates, and expected retirement and termination rates.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**16 PROVISION FOR EMPLOYEES' END OF SERVICE BENEFITS** continued

The provision for employees' end of service benefit at the reporting date is as follows:

|                                          | 2025<br>USD'000       | 2024<br>USD'000      |
|------------------------------------------|-----------------------|----------------------|
| Defined benefit obligation – current     | 12,293                | 1,235                |
| Defined benefit obligation – non-current | <u>93,044</u>         | <u>97,585</u>        |
|                                          | <u><b>105,337</b></u> | <u><b>98,820</b></u> |

***Movement in defined benefit obligation***

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit liability and its components.

|                                                                        | 2025<br>USD'000       | 2024<br>USD'000       |
|------------------------------------------------------------------------|-----------------------|-----------------------|
| Balance at 1 January                                                   | 98,820                | 94,369                |
| <b><i>Included in the consolidated statement of profit or loss</i></b> |                       |                       |
| Current service cost                                                   | 7,484                 | 8,310                 |
| Interest cost                                                          | <u>4,673</u>          | <u>4,845</u>          |
|                                                                        | <u><b>12,157</b></u>  | <u><b>13,155</b></u>  |
| <b><i>Other</i></b>                                                    |                       |                       |
| Benefits paid                                                          | (5,362)               | (8,466)               |
| Transferred                                                            | 435                   | 462                   |
| Foreign exchange loss                                                  | <u>20</u>             | <u>(337)</u>          |
|                                                                        | <u><b>(4,907)</b></u> | <u><b>(8,341)</b></u> |
| <b><i>Remeasurement of provision--</i></b>                             |                       |                       |
| Actuarial gains – arising from experience                              | (728)                 | (1,798)               |
| Return on assets                                                       | (2)                   | (693)                 |
| Actuarial gains – arising from financial assumptions                   | <u>(3)</u>            | <u>2,128</u>          |
|                                                                        | <u><b>(733)</b></u>   | <u><b>(363)</b></u>   |
| <b>Balance at 31 December</b>                                          | <u><b>105,337</b></u> | <u><b>98,820</b></u>  |

***Actuarial assumptions***

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

|                                  | 2025 | 2024 |
|----------------------------------|------|------|
| Discount rate                    | 5.0% | 5.0% |
| Salary escalation rate per annum | 4.0% | 4.0% |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**16 PROVISION FOR EMPLOYEES' END OF SERVICE BENEFITS** continued*Sensitivity analysis*

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

|                                                | 2025<br>USD '000 |                 |
|------------------------------------------------|------------------|-----------------|
|                                                | <i>Increase</i>  | <i>Decrease</i> |
| Discount rate (1% movement)                    | (5,811)          | 6,426           |
| Salary escalation rate per annum (1% movement) | 6,694            | (6,144)         |

|                                                | 2024<br>USD '000 |                 |
|------------------------------------------------|------------------|-----------------|
|                                                | <i>Increase</i>  | <i>Decrease</i> |
| Discount rate (1% movement)                    | (4,969)          | 5,509           |
| Salary escalation rate per annum (1% movement) | 5,744            | (5,258)         |

**17 BANK LOANS**

|                                       | 2025<br>USD'000         | 2024<br>USD'000         |
|---------------------------------------|-------------------------|-------------------------|
| Commercial term facility              | 2,600,000               | 2,600,000               |
| Islamic facility                      | 350,000                 | 350,000                 |
| Receivables discounting (note 10 (a)) | <u>10,680</u>           | <u>-</u>                |
|                                       | 2,960,680               | 2,950,000               |
| Unamortised transaction costs         | <u>(2,950)</u>          | <u>(5,900)</u>          |
|                                       | <u><b>2,957,730</b></u> | <u><b>2,944,100</b></u> |

This represents external facilities from a consortium of banks amounting to USD 4,000 million with a maturity of 5 years from 19 December 2021, comprising a commercial term facility of USD 3,650 million and an Islamic facility of USD 350 million. The commercial term facility carries an interest rate of SOFR + 0.90% margin per annum and the Islamic facility carries a profit margin amount. The repayment of the commercial term and Islamic finance facilities will be in full after 5 years. During the year, interest on this loan amounted to USD 157,956 thousand (2024: USD 190,768 thousand) and transaction costs amortised amounted to USD 2,950 thousand (2024: USD 3,375 thousand) and have been recognised in the consolidated statement of profit or loss and other comprehensive income. During the year ended 31 December 2025, the Group repaid an amount of USD nil (2024: USD 200,000 thousand). There are no bank covenants or collateral maintained for the loans.

As at 31 December 2025, the Group has an undrawn revolving loan facility with First Abu Dhabi Bank amounting to USD 500 million, valid for up to 5 years from December 2024. The loan bears an interest rate at SOFR plus margin per annum of 0.8%. Total commitment fee recognised during the year amounted to USD 886 thousand (2024: USD 1,522 thousand). There are no bank covenants or collateral maintained for this facility.

|                           | 2025<br>USD'000         | 2024<br>USD'000         |
|---------------------------|-------------------------|-------------------------|
| Current liabilities       | 2,957,730               | -                       |
| Non – current liabilities | <u>-</u>                | <u>2,944,100</u>        |
|                           | <u><b>2,957,730</b></u> | <u><b>2,944,100</b></u> |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**17 BANK LOANS continued****17.1 Finance costs**

|                                       | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|---------------------------------------|-------------------------------|-------------------------------|
| Interest on loans                     | <b>164,476</b>                | 191,959                       |
| Interest on lease liabilities (8 (c)) | <b>6,193</b>                  | 6,233                         |
| Others                                | <b><u>5,255</u></b>           | <u>3,833</u>                  |
|                                       | <b><u>175,924</u></b>         | <u>202,025</u>                |

**18 TRADE AND OTHER PAYABLES**

|                                | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|--------------------------------|-------------------------------|-------------------------------|
| Trade accounts payable         | <b>79,430</b>                 | 68,794                        |
| Accrued expenses               | <b>248,325</b>                | 244,954                       |
| Contract liabilities (note 19) | <b>20,568</b>                 | 20,494                        |
| Other payables                 | <b><u>29,877</u></b>          | <u>22,418</u>                 |
|                                | <b><u>378,200</u></b>         | <u>356,660</u>                |

Trade and other payables are non-interest bearing and have an average credit period of 30 days. The Group has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

**19 REVENUE**

|                                                       | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|-------------------------------------------------------|-------------------------------|-------------------------------|
| <b>Sale of goods (net of commissions and rebates)</b> |                               |                               |
| Polyethylene                                          | <b>3,419,049</b>              | 2,431,350                     |
| Polypropylene                                         | <b>2,384,384</b>              | 3,547,516                     |
| Ethylene and others                                   | <b><u>44,340</u></b>          | <u>47,257</u>                 |
|                                                       | <b><u>5,847,773</u></b>       | <u>6,026,123</u>              |
| <b>Timing of revenue recognition</b>                  |                               |                               |
| At a point in time                                    | <b><u>5,847,773</u></b>       | <u>6,026,123</u>              |
| <b>Revenue from contracts with customers</b>          | <b><u>5,847,773</u></b>       | <u>6,026,123</u>              |

In terms of the timing of revenue recognition, revenue is recognised at a point in time, when the control of goods is transferred to the Customer. The Group does not render any installation or other services. There are no financing components on these contracts with customers. The performance obligation is satisfied upon delivery of the goods and payment is generally due within 90 days from delivery. Certain contracts for the sale of goods provide customers with a right of return. However, the sales returns are negligible as compared to the gross revenue for the sale of goods. Based on estimated expected returns, goods that are likely to be returned are expected to be very minimal. Considering that the sales returns of the Group are not significant, the Group has not recorded a refund liability and a right of return asset for anticipated sales returns in either period.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**19 REVENUE** continued**Geographical information**

Revenue based on the geographical location of customers as follow:

|                            | 2025<br>USD'000         | 2024<br>USD'000         |
|----------------------------|-------------------------|-------------------------|
| People's Republic of China | 1,533,835               | 1,803,740               |
| India                      | 812,522                 | 818,815                 |
| United Arab Emirates       | 649,417                 | 685,489                 |
| Austria                    | 570,028                 | 462,629                 |
| Egypt                      | 302,794                 | 374,061                 |
| Pakistan                   | 268,804                 | 247,825                 |
| Vietnam                    | 151,892                 | 150,389                 |
| Saudi Arabia               | 145,904                 | 120,811                 |
| Others                     | <u>1,412,577</u>        | <u>1,362,364</u>        |
|                            | <u><b>5,847,773</b></u> | <u><b>6,026,123</b></u> |

**Contract balances**

Contract liabilities relate to advance consideration received from customers for sale of polyolefin products. The Group did not account for any significant financing component arising from these advances as the related performance obligations are completed within less than 12 months.

**20 COST OF SALES**

|                                                  | 2025<br>USD'000         | 2024<br>USD'000         |
|--------------------------------------------------|-------------------------|-------------------------|
| Cost of production and other related costs       | 2,728,868               | 2,507,546               |
| Staff cost (note 21)                             | 295,277                 | 338,370                 |
| Depreciation on goods sold (note 6)              | 473,170                 | 533,820                 |
| Amortisation on goods sold (note 7)              | 22,979                  | 68,446                  |
| Depreciation on right-of-use assets (note 8 (a)) | 205                     | 164                     |
| Royalty expense (note 12(b))                     | <u>45,486</u>           | <u>42,643</u>           |
|                                                  | <u><b>3,565,985</b></u> | <u><b>3,490,989</b></u> |

20.1 Royalty expense relates to fees charged by Borealis for the manufacturing of polyolefin products under the Borstar process license and process design agreement.

**21 STAFF COSTS**

|                                               | 2025<br>USD'000       | 2024<br>USD'000       |
|-----------------------------------------------|-----------------------|-----------------------|
| Cost of sales (note 20)                       | 295,277               | 338,370               |
| General and administrative expenses (note 23) | 126,250               | 84,224                |
| Selling and distribution expenses (note 24)   | <u>112,586</u>        | <u>106,903</u>        |
|                                               | <u><b>534,113</b></u> | <u><b>529,497</b></u> |

**22 OTHER INCOME**

Other income relates mainly to the sale of scrap materials that took place during the year.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**23 GENERAL AND ADMINISTRATIVE EXPENSES**

|                                                        | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|--------------------------------------------------------|-------------------------------|-------------------------------|
| Salaries and wages (note 21)                           | <b>126,250</b>                | 84,224                        |
| Maintenance cost                                       | <b>23,678</b>                 | 30,828                        |
| General service cost                                   | <b>13,881</b>                 | 21,351                        |
| Corporate service cost                                 | <b>8,587</b>                  | 8,072                         |
| Human capability cost                                  | <b>206</b>                    | 5,907                         |
| Depreciation of right-of-use assets (note 8(a))        | <b>3,410</b>                  | 4,604                         |
| Depreciation of property, plant and equipment (note 6) | <b>4,040</b>                  | 3,307                         |
| Insurance                                              | <b>3,041</b>                  | 3,083                         |
| Travel cost                                            | <b>511</b>                    | 384                           |
| Amortisation of intangible assets (note 7)             | <b>1,274</b>                  | 350                           |
| Others                                                 | <b><u>11,699</u></b>          | <b><u>31,011</u></b>          |
|                                                        | <b><u>196,577</u></b>         | <b><u>193,121</u></b>         |

**24 SELLING AND DISTRIBUTION EXPENSES**

|                                                        | <i>2025</i><br><i>USD'000</i> | <i>2024</i><br><i>USD'000</i> |
|--------------------------------------------------------|-------------------------------|-------------------------------|
| Shipping cost                                          | <b>169,804</b>                | 209,382                       |
| Storage cost                                           | <b>117,691</b>                | 140,701                       |
| Salaries and wages (note 21)                           | <b>112,586</b>                | 106,903                       |
| General service cost                                   | <b>5,123</b>                  | 5,415                         |
| Travel cost                                            | <b>2,309</b>                  | 2,058                         |
| Depreciation of property, plant and equipment (note 6) | <b>1</b>                      | 1                             |
| Amortisation of intangible assets (note 7)             | <b>148</b>                    | 145                           |
| Others                                                 | <b><u>8,366</u></b>           | <b><u>7,358</u></b>           |
|                                                        | <b><u>416,028</u></b>         | <b><u>471,963</u></b>         |

**25 CONTINGENCIES**

As at 31 December 2025, the Group had contingent liabilities amounting to USD 322 thousand (2024: USD 193 thousand) in respect of bank and other guarantees and other matters arising in the ordinary course of business from which it is anticipated that no material liabilities will arise.

The Group is involved in various legal proceedings and claims arising in the ordinary course of business. While the outcome of these matters cannot be predicted with certainty, management does not believe that these matters will have a material adverse effect on the Group's consolidated financial statements if concluded unfavorably.

## 26 SEGMENTAL ANALYSIS

The business activities of the Group are performed on an integrated basis. Therefore, any segmentation of operating income, expenses, assets and liabilities is not relevant and is not performed for internal management reporting purposes.

For internal management purpose, the Group is organized as one business unit based on the products and services and has only one reportable segment. The Group is managed as a single business unit and the financial performance is reported in the internal reporting provided to the Chief Operating Decision-maker (“CODM”). The Executive Committee, which is responsible for allocating resources and assessing performance of the operating segments, has been identified as the CODM that makes strategic decisions. The financial information reviewed by the CODM is based on the IFRS compliant financial information for the Group. The CODM monitors the operating results of its business unit separately for the purpose of making decisions about resource allocation and performance assessment.

The CODM regularly reviews the consolidated statement of profit or loss and other comprehensive income. The CODM function is to allocate resources to and assess the performance of the operating segments of the Group. Based on the review and assessment of the CODM, the Group has a single operating segment, which is ‘Polyolefin Business’.

There are no other economic characteristics within the Group that will lead to determination of other operating segments. This analysis requires significant judgement as to the circumstances of the Group.

The Group does not have any operating segments that are aggregated. The CODM has considered the following criteria in determining the operating segments of the Group:

- the nature of products and services;
- the nature of the production processes;
- the type or class of customer for their products and services; and
- the methods used to distribute their products or provide their services;

Based on the criteria and evaluation above, the CODM has determined that the Group has only one operating segment, which is consistent with the internal reporting and performance measurement.

## 27 FINANCIAL RISK MANAGEMENT

### Overview

The Board of Directors has overall responsibility for the establishment and oversight of the Group’s risk management framework and is responsible for developing and monitoring the Group’s risk management policies. The Group’s risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group’s activities.

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Group’s exposure to each of the above risks, the Group’s objectives, policies and processes for measuring and managing risk and the Group’s management of capital. Further quantitative disclosures are included throughout these consolidated financial statements. Credit risk is limited to the carrying values of financial assets in the consolidated statement of financial position.

**27 FINANCIAL RISK MANAGEMENT** continued**i) Credit risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities primarily for other receivables and amounts due from related parties and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

|                                   | <i>Notes</i> | <b>2025</b><br><b>USD'000</b> | <b>2024</b><br><b>USD'000</b> |
|-----------------------------------|--------------|-------------------------------|-------------------------------|
| Amounts due from related parties  | 12(d)        | <b>293,251</b>                | 209,937                       |
| Loans to employees                | 10(c)        | <b>35,150</b>                 | 33,963                        |
| Cash and cash equivalents         | 11           | <b>426,901</b>                | 418,506                       |
| Trade receivables                 | 10(a)        | <b>808,237</b>                | 858,768                       |
| Prepayments and other receivables | 10(b)        | <b>48,090</b>                 | 23,917                        |

The Group's credit risk primarily relates to concentration of credit attributable to the amounts due from third parties. Management estimates that this concentration of credit risk is not significant, as exposure is ultimately spread over a large number of third party customers. All balances with banks represent commercial banks in the Middle East region. For banks, only reputable and independently rated parties with a sound rating are accepted.

The amount that best represents the Group's maximum credit risk exposure at the reporting date, in the event counter parties fail to perform their obligations under financial instruments generally approximates their carrying value. Amounts due from related parties and certain other receivables and balances with banks are not secured by any collateral.

**ii) Liquidity risk**

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and funds from shareholders. The Group's principal financial liabilities comprise amounts due to related parties, trade and other payables, lease liabilities and bank loans. The main purpose of these financial liabilities is to raise finance for the Group's operations and construction activity.

The shareholders of the Group and the facilities obtained from banks are the main source of funding for the Group and the liquidity risk for the Group is assessed to be low. The Group limits its liquidity risk by ensuring adequate cash from operations, bank facilities and funds from Shareholders are available.

At 31 December 2025, 93.2% (2024: 19.2%) of the Group's financial liabilities will mature in less than one year based on the carrying value of borrowings reflected in the consolidated financial statements. The table below summarises the maturity profile of the Group's financial liabilities in each period based on undiscounted payments and current market interest rates:



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

**27 FINANCIAL RISK MANAGEMENT** continued**ii) Liquidity risk** continued

|                                  | <i>Notes</i> | <i>Carrying<br/>value<br/>USD '000</i> | <i>Contractual<br/>cash flows<br/>USD '000</i> | <i>One year<br/>or less<br/>USD '000</i> | <i>More than<br/>one year<br/>USD '000</i> |
|----------------------------------|--------------|----------------------------------------|------------------------------------------------|------------------------------------------|--------------------------------------------|
| <b>31 December 2025</b>          |              |                                        |                                                |                                          |                                            |
| Amounts due to related parties   | 12(c)        | <b>576,502</b>                         | <b>(576,502)</b>                               | <b>(576,502)</b>                         | -                                          |
| Lease liabilities                | 8(c)         | <b>166,180</b>                         | <b>(293,799)</b>                               | <b>(10,297)</b>                          | <b>(283,502)</b>                           |
| Bank loan including interest     | 17           | <b>2,957,730</b>                       | <b>(3,095,410)</b>                             | <b>(3,095,410)</b>                       | -                                          |
| Derivative financial instruments | 30           | <b>6,002</b>                           | <b>(6,162)</b>                                 | <b>(6,162)</b>                           | -                                          |
| Trade and other payables         | 18           | <b>109,307</b>                         | <b>(109,307)</b>                               | <b>(109,307)</b>                         | -                                          |
|                                  |              | <b><u>3,815,721</u></b>                | <b><u>(4,081,180)</u></b>                      | <b><u>(3,797,678)</u></b>                | <b><u>(283,502)</u></b>                    |
| <b>31 December 2024</b>          |              |                                        |                                                |                                          |                                            |
| Amounts due to related parties   | 12(c)        | 520,260                                | (520,260)                                      | (520,260)                                | -                                          |
| Lease liabilities                | 8(c)         | 167,124                                | (294,696)                                      | (9,788)                                  | (284,908)                                  |
| Bank loan including interest     | 17           | 2,944,100                              | (3,316,676)                                    | (189,441)                                | (3,127,235)                                |
| Derivative financial instruments | 30           | 5,993                                  | (6,308)                                        | (2,712)                                  | (3,596)                                    |
| Trade and other payables         | 18           | <u>91,212</u>                          | <u>(91,212)</u>                                | <u>(91,212)</u>                          | -                                          |
|                                  |              | <b><u>3,728,689</u></b>                | <b><u>(4,229,152)</u></b>                      | <b><u>(813,413)</u></b>                  | <b><u>(3,415,739)</u></b>                  |

The financial derivative instruments disclosed in the above table are the gross undiscounted cash flows. However, those amounts may be settled gross or net. The following table shows the corresponding reconciliation of those amounts to their carrying amounts:

|                                              | <i>On<br/>demand<br/>USD '000</i> | <i>Less than<br/>3 months<br/>USD '000</i> | <i>3 to 12<br/>months<br/>USD '000</i> | <i>1 to 5<br/>years<br/>USD '000</i> | <i>Over 5<br/>years<br/>USD '000</i> | <i>Total<br/>USD '000</i> |
|----------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------|--------------------------------------|--------------------------------------|---------------------------|
| <b>Year ended 31 December 2025</b>           |                                   |                                            |                                        |                                      |                                      |                           |
| Inflows                                      | -                                 | <b>4,590</b>                               | <b>12,176</b>                          | -                                    | -                                    | <b>16,766</b>             |
| Outflows                                     | -                                 | <b>(5,813)</b>                             | <b>(17,115)</b>                        | -                                    | -                                    | <b>(22,928)</b>           |
| Net                                          | -                                 | <b>(1,223)</b>                             | <b>(4,939)</b>                         | -                                    | -                                    | <b>(6,162)</b>            |
| Discounted at the applicable interbank rates | -                                 | <b>(1,211)</b>                             | <b>(4,791)</b>                         | -                                    | -                                    | <b>(6,002)</b>            |
| <b>Year ended 31 December 2024</b>           |                                   |                                            |                                        |                                      |                                      |                           |
| Inflows                                      | -                                 | 5,339                                      | 15,522                                 | 19,331                               | -                                    | 40,192                    |
| Outflows                                     | -                                 | (5,735)                                    | (17,838)                               | (22,927)                             | -                                    | (46,500)                  |
| Net                                          | -                                 | (396)                                      | (2,316)                                | (3,596)                              | -                                    | (6,308)                   |
| Discounted at the applicable interbank rates | -                                 | (392)                                      | (2,240)                                | (3,361)                              | -                                    | (5,993)                   |

The Group is exposed to certain risks relating to its ongoing business operations. The derivative instruments have been entered into to manage the interest rate risk, explained in the Financial Instruments risk management section on page 60.

**27 FINANCIAL RISK MANAGEMENT** continued**iii) Market risk**

Market price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Market prices comprise the following types of risk:

*Foreign currency risk*

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to risk of changes in foreign exchange rates relates primarily to the operating activities and assets and liabilities denominated in a different currency from the functional currencies.

The Group undertakes certain transactions denominated in foreign currencies. Thus, exposures to exchange rate fluctuations arise.

The following table demonstrates the sensitivity to a reasonably possible change of 5% increase in exchange rates for the Japanese Yen, Chinese Yuan Renminbi, Euro, Singaporean Dollar, British Pound and Swiss Frank over the United States Dollar, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities). A 5% decrease in exchange rates will have the same opposite effect. The Group's exposure to foreign currency changes for all other currencies is not material.

|                                                                 | 2025<br>USD'000       | 2024<br>USD'000     |
|-----------------------------------------------------------------|-----------------------|---------------------|
| <b>5% increase in exchange rates - impact on profit or loss</b> |                       |                     |
| Japanese Yen                                                    | 30                    | 21                  |
| Chinese Yuan Renminbi                                           | (538)                 | (249)               |
| Euro                                                            | (378)                 | 581                 |
| Singaporean Dollar                                              | (699)                 | (895)               |
| British Pound                                                   | (1)                   | (1)                 |
| Swiss Frank                                                     | <u>6</u>              | <u>1</u>            |
|                                                                 | <u><b>(1,580)</b></u> | <u><b>(542)</b></u> |

*Interest rate risk*

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's bank loan drawdown.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at the end of each period.

The interest rate profile of the Group's interest bearing financial instruments is as follows:

|                  | 2025<br>USD'000 | 2024<br>USD'000 |
|------------------|-----------------|-----------------|
| Increase of 0.5% | 14,746          | (14,721)        |
| Decrease of 0.5% | (14,746)        | 14,721          |

Debt issued at variable interest rates gives rise to an interest rate cash flow risk. Interest rate swap contracts are used for debt issued at variable rates to generate fixed interest exposure, creating a cashflow hedge.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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**27 FINANCIAL RISK MANAGEMENT** continued**iv) Capital risk management**

The primary objective of the Group's capital management is to achieve strong credit metrics and healthy capital ratios in order to support its business and maximise shareholder value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. There are no regulatory imposed requirements on the level of share capital which the Group has not met.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, trade and other payables, bank loans, amounts due to related parties, derivative financial instruments lease liabilities and income tax payable less cash and cash equivalents. Capital includes total equity.

|                                                        | <i>Notes</i> | <b>2025</b><br><b>USD'000</b> | <b>2024</b><br><b>USD'000</b> |
|--------------------------------------------------------|--------------|-------------------------------|-------------------------------|
| Trade and other payables                               | 18           | <b>378,200</b>                | 356,660                       |
| Amounts due to related parties                         | 12(c)        | <b>576,502</b>                | 520,260                       |
| Bank loans                                             | 17           | <b>2,957,730</b>              | 2,944,100                     |
| Lease liabilities                                      | 8(c)         | <b>166,180</b>                | 167,124                       |
| Derivative financial instruments                       | 30           | <b>6,002</b>                  | 5,993                         |
| Income tax payable                                     |              | <b>54,499</b>                 | 47,309                        |
| Less: cash and cash equivalents                        | 11           | <b><u>(426,901)</u></b>       | <b><u>(418,506)</u></b>       |
| Total debt net of cash and cash equivalents            |              | <b><u>3,712,212</u></b>       | <b><u>3,622,940</u></b>       |
| Total equity                                           |              | <b><u>4,115,682</u></b>       | <b><u>4,482,063</u></b>       |
| Equity and total debt net of cash and cash equivalents |              | <b><u>7,827,894</u></b>       | <b><u>8,105,003</u></b>       |
| Gearing ratio                                          |              | <b><u>0.47</u></b>            | <b><u>0.45</u></b>            |

**Changes in liabilities arising from financing activities – year ended 31 December 2025**

|                                             | <i>At</i><br><i>1 January</i><br><i>2025</i><br><i>USD'000</i> | <i>Cash</i><br><i>outflows</i><br><i>USD'000</i> | <i>Proceeds</i><br><i>USD'000</i> | <i>Others</i><br><i>USD'000</i> | <i>At</i><br><i>31 December</i><br><i>2025</i><br><i>USD'000</i> |
|---------------------------------------------|----------------------------------------------------------------|--------------------------------------------------|-----------------------------------|---------------------------------|------------------------------------------------------------------|
| Bank loan (note 17)                         | <b>2,944,100</b>                                               | -                                                | -                                 | <b>2,950</b>                    | <b>2,947,050</b>                                                 |
| Receivables discounting (note 17)           | <b>-</b>                                                       | -                                                | <b>10,000</b>                     | <b>680</b>                      | <b>10,680</b>                                                    |
| Total liabilities from financing activities | <b><u>2,944,100</u></b>                                        | <b><u>-</u></b>                                  | <b><u>10,000</u></b>              | <b><u>3,630</u></b>             | <b><u>2,957,730</u></b>                                          |

**Changes in liabilities arising from financing activities – year ended 31 December 2024**

|                                             | <i>At</i><br><i>1 January</i><br><i>2024</i><br><i>USD'000</i> | <i>Cash</i><br><i>outflows</i><br><i>USD'000</i> | <i>Proceeds</i><br><i>USD'000</i> | <i>Others</i><br><i>USD'000</i> | <i>At</i><br><i>31 December</i><br><i>2024</i><br><i>USD'000</i> |
|---------------------------------------------|----------------------------------------------------------------|--------------------------------------------------|-----------------------------------|---------------------------------|------------------------------------------------------------------|
| Bank loan (note 17)                         | <b>3,140,725</b>                                               | <b>(200,000)</b>                                 | -                                 | <b>3,375</b>                    | <b>2,944,100</b>                                                 |
| Total liabilities from financing activities | <b><u>3,140,725</u></b>                                        | <b><u>(200,000)</u></b>                          | <b><u>-</u></b>                   | <b><u>3,375</u></b>             | <b><u>2,944,100</u></b>                                          |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 28 CAPITAL COMMITMENTS

The Group has authorised and committed estimated future expenditure amounting to USD 324,736 thousand (2024: USD 129,087 thousand).

### 29 BASIC AND DILUTED EARNINGS PER SHARE

Basic and diluted earnings per share are calculated by dividing the profit attributable to shareholders of the Group by the weighted average number of share outstanding during the period as follows:

|                                                         | 2025<br>USD'000       | 2024<br>USD'000       |
|---------------------------------------------------------|-----------------------|-----------------------|
| Profit attributable to owners of the Company (USD '000) | <u>1,089,178</u>      | <u>1,225,273</u>      |
| Weighted average number of shares in issue              | <u>29,937,557,774</u> | <u>30,057,691,583</u> |
| Basic and Diluted Earnings per share (USD)              | <u>0.04</u>           | <u>0.04</u>           |

The weighted average number of ordinary shares takes into account the weighted average effect of changes in treasury shares (note 31) during the year.

### 30 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

Management considers that the fair values of the financial instruments of the Group are not materially different from their carrying values at the reporting date.

#### Fair value hierarchy

As at 31 December 2025 and 2024, the fair value measurement hierarchy of the Group's assets and liabilities is as follows:

|                                     | Level 1<br>USD'000 | Level 2<br>USD'000 | Level 3<br>USD'000 | Total<br>USD'000 |
|-------------------------------------|--------------------|--------------------|--------------------|------------------|
| <b>Items measured at fair value</b> |                    |                    |                    |                  |
| <b>At 31 December 2025</b>          |                    |                    |                    |                  |
| Interest rate swap – hedged         | <u>=</u>           | <u>(6,002)</u>     | <u>=</u>           | <u>(6,002)</u>   |
| <b>Items measured at fair value</b> |                    |                    |                    |                  |
| <b>At 31 December 2024</b>          |                    |                    |                    |                  |
| Interest rate swap – hedged         | <u>=</u>           | <u>(5,993)</u>     | <u>=</u>           | <u>(5,993)</u>   |

During the year ended 31 December 2023, the Group entered in interest rate swap agreements for notional amount of USD 500 million. The Group earned fair value loss on derivatives used in effective cashflow hedge relationship of USD 9 thousand (2024: gain of USD 6,615 thousand).

#### Cash flow hedge

At 31 December 2025, the Group had interest rate swap agreements in place with a notional amount of USD 500,000 thousand (2024: USD 500,000 thousand) whereby the Group receives a fixed rate of interest of 4.65% and pays interest at a variable rate on the external bank loan. The swap is being used to hedge the exposure to variability of cash flows associated with the variable interest bearing loan held by the Group.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### 30 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES continued

There is an economic relationship between the hedged item and the hedging instrument as the terms of the interest rate swap match the terms of the fixed rate loan (i.e., notional amount, maturity, payment and reset dates). The Group has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of the interest rate swap is identical to the hedged risk component. To test the hedge effectiveness, the Group completes a qualitative assessment of the critical terms, as the critical terms of the interest rate swap match with that of the hedged item and the underlying economics of the interest rate swap matches the underlying of the hedged item.

The hedge ineffectiveness can arise from:

- Different interest rate curve applied to discount the hedged item and hedging instrument
- Differences in timing of cash flows of the hedged item and hedging instrument
- The counterparties' credit risk differently impacting the fair value movements of the hedging instrument and hedged item

The ineffectiveness recognised in the statement of profit or loss was USD nil (2024: USD nil).

#### **Fair value hierarchy**

The Group uses the following hierarchy for determining and disclosing the fair value of assets and liabilities by valuation technique:

*Level 1:* Quoted (unadjusted) prices in active markets for identical assets or liabilities.

*Level 2:* Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

*Level 3:* Techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

During the years ended 31 December 2025 and 31 December 2024, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements.

### 31 TREASURY SHARES AND SHARE PREMIUM

During the year, the Group appointed, ("Al Ramz Capital") a licensed Market Maker on the Abu Dhabi Securities Exchange (ADX) that offers liquidity provision services, to place buy and sell orders of the Group's shares with the objective of reducing bid/ask spreads as well as reducing price and volume volatility.

The Market Maker trades and operates within the predetermined parameters approved by the Group. The Group has provided the funding to the Market Maker to trade the Group's shares and it carries all risks and rewards associated with the arrangement. Given the nature and substance of the arrangement, the shares have been classified as "Treasury Shares" in Equity.

At 31 December 2025, the Market Maker held 14,664 thousand shares (31 December 2024: Nil) on behalf of the Group, which are classified under equity as treasury shares at the average purchase price amounting to USD 10,405 thousand (31 December 2024; nil). A cumulative net gain of USD 368 thousand has been recognised at 31 December 2025 (31 December 2024; nil) in 'other reserve' under equity, which includes gain/loss on trading shares as well as any dividends received on shares held.

In addition to the Liquidity provider services, on 7 April 2025, in the Annual General Assembly meeting the Shareholders of the Group approved the purchase of up to a maximum of 2.5% of the Group's publicly issued shares. The share buyback program commenced after shareholder approval was received and at 31 December 2025, the Group held 211,847 thousand shares (31 December 2024: Nil) which are classified under equity as treasury shares at acquisition cost amounting to USD 147,818 thousand (31 December 2024: Nil).

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### **32 COMPARATIVE INFORMATION**

Certain comparative figures have been reclassified in order to conform to the presentation for the current year and to improve the quality of information previously presented. Such reclassifications do not affect previously reported net profit or total equity.

### **33 APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS**

The consolidated financial statements were approved by the Board of Directors and authorised for issue on 3 February 2026.