



Resilience in Performance





Corporate Governance

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Corporate Governance

1. Statement of Measures taken to Complete the Corporate Governance System during 2023 and its implementation

Dana Gas has always recognized that embracing best practice corporate governance is essential for a private sector corporation aiming to lead Middle East's oil and gas industry. Corporate governance continues to be a priority for us. Shortly after our incorporation, in April 2006, we enlisted in the International Finance Corporation (IFC), part of the World Bank Group, to evaluate our corporate governance practices. The objective was to enhance the Board of Directors' effectiveness, strengthen our control environment, and ensure that our disclosure and transparency practices aligned with international best practice. Since then, we have consistently benchmarked our Corporate Governance compliance and international standards through external audits.

In 2021, in alignment with the Federal Law No. 26 of 2020 and the Securities & Commodities Authority Chairman Decision No. (3/Chairman) of 2020, we have updated our Articles of Association. This amendment was part of our continuous efforts to adhere to evolving governance standards.

We conducted a thorough internal review of our Articles of Association and governance framework in 2021, aligning our policies with the guidelines and integrating them into our Articles of Association and its Code of Conduct. This reaffirms our dedication to the highest governance standards. A special committee (CGR&N Committee) was established to oversee compliance with governance regulations, complemented by our Compliance Officer's monitoring of adherence across the company.

In 2022, further amendments were made to our Articles of Association in response to the Federal Decree by Law No. 32 of 2021 concerning the Commercial Companies Law. That year also saw the adoption of revised Board remuneration and dividend policies by our shareholders. An external Board evaluation was conducted by Governance Creed in Q4 2022 with a report delivered to the Board in January 2023. In the first quarter of 2024, we conducted an internal Board evaluation for the year 2023, along with our ongoing initiatives like verifying the independence of our directors, disclosing conflict of interests, and auditing the governance practices.

The dedication of our Board of Directors and Executive Management to upholding stringent corporate governance standards is foundational to realizing our strategic goals. This commitment ensures transparency, effective control, and high performance, which are vital for translating strategies into successful business ventures. Ultimately, our governance practices are designed to deliver value to our shareholders and benefit other stakeholders locally and internationally.

2. Statement of ownership and transactions of Board of Directors members, their spouses and their children in the Company's securities during 2023:

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

The Rules define periods during which directors and employees are not permitted to deal in the Company's shares. No Director or employee has traded in the shares of the Company during the closed periods set out in the Rules or in the Securities and Commodities Authority's Resolution No. 2/2001.

The below table shows the trading in the company's shares conducted by the board members, their spouses, and their children during 2023 and their holdings of such shares at the end of the year:

Board Member	Position/ Relationship	Shares owned as of 31/12/2023	Total Sale Transactions	Total Purchase Transactions
Mr. Abdul Hameed Dhia Jafar	Chairman	–	–	–
Mr. Rashed Saif S. Al Jarwan Al Shamsi	Vice Chairman	1,600,000	–	–
Mr. Abdul Majid Abdul Hamid D. Jafar	Managing Director of Board Affairs	–	–	–
Mr. Varoujan A. Nerguizian	Director	5,500,000	–	–
Mrs. Nirva Billorian wife of Varoujan Nerguizian	Wife	570,000	–	–
Mr. Younis Haji Abdulla Hussain Alkhoori	Director	14,114,490	–	–
Mr. Hani Abdulaziz Hussain Al Terkait	Director	1,874	–	–
Mr. Ziad Abdulla Ibrahim Galadari	Director	4,132,855	–	–
Ms. Najla Ahmed Mohamed Hamad Almidfa	Director	1,000,000	–	–
Mr. Ajit Vijay Joshi Vijay Anant	Director	–	–	–
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	Director	10,000,000	–	–
Mr. Jassim Mohamedrafi Alseddiqi Alansaari	Director (until 3 October 2023)	–	–	–
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi	Director (Since 4 October 2023)	–	–	–

3. Board Formation:

The Board of Directors is elected by the General Assembly every 3 years. The Annual General Assembly elected the current Board of Directors at its meeting held on 28 April 2021 for the Board period 2021-2024. On October 3, 2023, Mr. Jassim Mohamed Rafi Alseddiqi resigned from his position as a member of the Board of Directors, and Mr. Ahmed Abdulhamid Alahmadi was appointed as a member of the Board of Directors to succeed him. On 29 February 2024, Mr. Ajit Joshi resigned from his position as a member of the Board of Directors.

A number of the incumbent Directors have been on the Board since incorporation of the Company in November 2005. The Board of Directors continues to include some of the leading business people from GCC countries, with considerable experience in the oil and gas business.

The current Board of Directors comprises of six Independent Directors and five non-independent Non-Executive Directors.

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



Mr. Abdul Hameed Dhia Jafar,
Chairman of the Board

Category
Non-Executive
Non-Independent

Qualifications and Experience

Mr. Abdul Hameed Dhia Jafar attended St. Paul's School in London, and subsequently studied at Churchill College, Cambridge University, where he obtained his Bachelor's Engineering Degree (specializing in Thermodynamics & Fluid Flow), followed by a Master's Degree.

Mr. Abdul Hameed Jafar is the Founder and Chairman of the Crescent Group of companies headquartered in Sharjah in the UAE, with regional offices in the Middle East and the UK. The group is engaged in a variety of commercial ventures including container port operations, logistics, real estate, power generation and private equity.

Mr. Jafar also promoted a culture of transparency and accountability in the Gulf Region through the "Pearl Initiative" (whose Board of Governors he initially chaired), founded in cooperation with the United Nations Office of Partnerships.

Mr. Jafar is the founder of the UAE Chapter of the Young Presidents Organization and the World Presidents

Organization (now 'YPO Gold'), and is a member of the International Chief Executives Organization. In addition, Mr. Jafar has a wide range of philanthropic interests involving disabled and disadvantaged children, cancer treatment and education. He is a member of the Board of Trustees of the American University of Sharjah until August 2023.

Period served as a BOD member of the Company since his first election date

18 years (2005-2023)

Memberships and positions in any other joint-stock companies

- N/A

Positions in any other important supervisory, governmental or business entities

- Chairman, Crescent Group of companies
- Chairman, Gulftainer Ltd.
- Founding Shareholder, URUK Group
- Member, Board of Governors of Pearl Initiative
- Founder, UAE Chapters of the Young Presidents Organization and the World Presidents Organization
- Member, International Chief Executives Organization
- Member of the Board of Trustees, American University of Sharjah



Mr. Rashed Saif Al Jarwan Al Shamsi
Vice Chairman

Category
Non-Executive
Non-Independent

Qualifications and Experience

Mr. Rashed Saif Al Jarwan Al Shamsi holds a Bachelor's Degree in Petroleum & Natural Gas Engineering from Pennsylvania State University, USA.

Mr. Rashed Al Jarwan is the Vice Chairman of Dana Gas. He also serves on the Board of several institutions such as the Emirates General Petroleum Corporation (EMARAT), Sukoon Insurance Company and Al Ghurair Holding Company.

He has extensive oil and gas experience over more than 40 years. Mr. Al Jarwan held the position of Acting CEO for one

year and General Manager in Dana Gas for 3 years. Earlier he held the position of General Manager in ADGAS for 8 years and several technical and managerial posts in the ADNOC Group of companies in Abu Dhabi for 28 years.

In addition, Mr. Al Jarwan is the Chairman of the Board Steering Committee in Dana Gas.

Period served as a BOD member of the Company since his first election date

15 years (2008-2023)

Memberships and positions in any other joint-stock companies

- Board Member, Sukoon Insurance Company

Positions in any other important supervisory, governmental or business entities

- Board Emirates General Petroleum Corporation (EMARAT)
- Board member, Al Ghurair Holding Ltd



Mr. Abdul Majid Abdul Hamid D. Jafar,
Managing Director
of Board Affairs

Category
Non-Executive
Non-Independent

Qualifications and Experience

Mr. Majid Jafar is the CEO of Crescent Petroleum, the Middle East's oldest private oil & gas company, and Vice-Chairman of the Crescent Group of companies which includes interests in port management, logistics, venture capital, private equity and real estate. He is also Managing Director of the Board of Dana Gas PJSC, the leading publicly-listed natural gas company in the Middle East, in which Crescent is the largest shareholder. His previous experience was with Shell International's Exploration & Production and Gas & Power Divisions.

In addition to his professional commitments, Mr. Majid Jafar is an advocate of responsible energy and sustainable development, and serves on the Energy Business Council of the International Energy Agency (IEA), the Advisory Board of the Responsible Energy Forum, the Stewardship Board of the Global System on Energy at the World Economic Forum, and the Board of Trustees of the Arab Forum for Environment and Development (AFED). He promotes education and youth employment, and is a Board Member of the Queen Rania Foundation and the Kalimat Foundation for Children's Empowerment, as well as a founding patron of the Prince's Trust International. He also serves on the Panel of Senior Advisers of the Royal Institute of International Affairs (Chatham House) in London, the International Advisory Board of The Atlantic Council in Washington DC, and the Board of Fellows of Harvard Medical School, and is a member of the GCC Board Directors Institute and the Young Presidents

Organization (YPO), an Accredited Director of the Institute of Directors (IoD Mudara), and has been named a Young Global Leader by the World Economic Forum.

Mr. Majid Jafar attended Eton College and graduated from Cambridge University (Churchill College) with Bachelor and Master's degrees in engineering (Fluid Mechanics and Thermodynamics). He also holds an MA (with Distinction) in International Studies and Diplomacy from the University of London's School of Oriental & African Studies (SOAS), an MBA (with Distinction) from the Harvard Business School, and an Executive Certificate in Public Policy from the Harvard Kennedy School of Government.

Period served as a BOD member of the Company since his first election date

18 years (2005-2023)

Memberships and positions in any other joint-stock companies

- N/A

Positions in any other important supervisory, governmental or business entities

- CEO, Crescent Petroleum Company, UAE
- Vice Chairman, Crescent Group of companies
- Board member, Arab Forum for Environment and Development (AFED)
- Board member, Iraq Energy Institute
- Board member, Queen Rania Foundation (QRF)
- Board member of Board of Fellows of Harvard Medical School, the Panel of Senior Advisers of the Royal Institute of International Affairs (Chatham House), and the International Advisory Board of the Prince's Trust International and The Atlantic Council



Mr. Varoujan A. Nerguizian
Director

Category
Non- Executive
Non- Independent

Qualifications and Experience

Mr. Varoujan Nerguizian holds a Licence es Sciences Economiques from Saint Joseph University, Lebanon and from Université Lyon Lumière, France (1976).in 2023 he was bestowed in 2023 a Doctorat Honoris Causa from the same university. He has a General Banking diploma from Columbia University NYC with emphasis on Blockchain and cryptos.

Mr. Nerguizian was the former Group CEO of Bank of Sharjah up to the end of 2022., He currently acts as the Chairman and General Manager of Emirates Lebanon Bank SAL, Lebanon (member of Bank of Sharjah Group since 2008).

Mr. Nerguizian is a Founding Member of Dana Gas and has been a member of various committees of the Board. He is also a Founding Member and Chairman of the Lebanese Educational Fund SA and the Lycée Libanais Francophone Privé in Dubai, a non-profit educational initiative that caters to the needs of the Lebanese and Francophone communities of the UAE since 2003.

He serves on the Board of Growthgate Capital and is a member on the Conseil Stratégique de l'Université Saint Joseph, Beirut.

Period served as a BOD member of the Company since his first election date

18 years (2005-2023)

Memberships and positions in any other joint-stock companies

- N/A

Positions in any other important supervisory, governmental or business entities

- Chairman and General Manager, Emirates Lebanon Bank SAL, Lebanon
- Board member, Growthgate PEF
- Member of the Conseil Stratégique de l'Université Saint Joseph, Beirut- Lebanon
- Founding member and Chairman, Lebanese Educational Fund SA
- Founding member and Chairman, Lycée' Libanais Francophone Privé Meydan', Dubai (non-profit educational institution)



**Mr. Younis Haji Abdulla
Hussain Alkhoori**
Director

Category
Independent

Qualifications and Experience

His Excellency Younis Haji Al Khoori is the Undersecretary of the UAE Ministry of Finance, where he is in charge of overseeing the General Budget Department, the revenue and financial operations of the Federal Government, the development and diversification of financial resources, and all financial policies and procedures, in addition to managing the UAE's financial relations with regional and international institutions, such as the GCC and the OECD.

Having joined the Ministry of Finance after leading roles at the Abu Dhabi Department of Finance and Abu Dhabi National Oil Company (ADNOC), H.E. manages planning the Ministry's annual budget and setting its core strategies covering IT, human resources, communications, and excellence programmes, in addition to representing the UAE in regional and international financial institutions.

On top of his role as Undersecretary of the Ministry of Finance, H.E. Al Khoori is a member of several boards of

directors, including at UAE Central Bank, Federal Tax Authority (FTA), the Government Financial Policy Coordination Council, UAE Gender Balance Council, and General Pension and Social Security Authority.

H.E. holds degrees from prestigious, world-renowned institutions, namely, a Bachelor of Science in Computer Engineering from Boston University, a Master of Science in Engineering Management from Northwestern University, and a degree in Executive Management from Harvard Business School.

Period served as a BOD member of the Company since his first election date

Two years and 8 months (Since April 2021)

Memberships and positions in any other joint-stock companies

- N/A

Positions in any other important supervisory, governmental or business entities

- Board Member of Central Bank of the UAE
- Board Member of Al Etihad Credit Bureau
- Department of Finance, Abu Dhabi, Financial Management Information System, Project Manager
- Abu Dhabi National Oil Company, Abu Dhabi, Project Engineer



**Mr. Hani Abdulaziz
Hussain Al Terkait**
Director

Category
Independent

Qualifications and Experience

Mr. Hani Abdulaziz Hussain Al Terkait holds a Bachelor's Degree in Chemical Engineering from University of Tulsa in USA.

Mr. Hani Al Terkait served as the Oil Minister in Kuwait until 2013 and Chief Executive Officer of Kuwait Petroleum Corporation (KPC) from 2004 until 2007

Mr. Al Terkait previously served on the Board of several companies such as Kuwait Foundation for the Advancement

of Science and Supreme Council for Planning. He held various executive positions in several oil and petrochemical companies in Kuwait such as Kuwait National Petroleum Co., Petrochemical Industries Co., Public Authority for Industry, Hoechst German and Ikarus Petroleum Industries Company.

Period served as a BOD member of the Company since his first election date

Eight years and 9 months (2015-2023)

Memberships and positions in any other joint-stock companies

- N/A

Positions in any other important supervisory, governmental or business entities

- N/A



Mr. Ziad Abdulla I. Galadari
Director

Category
Non-Executive
Non-Independent

Qualifications and Experience

Mr. Ziad Abdulla I. Galadari holds Bachelor of Laws (LLB) Degree from UAE University.

Mr. Ziad Galadari is the Founder and Chairman of Galadari Advocates & Legal Consultants. He has been practicing as an Advocate, Legal Advisor and Arbitrator since 1983.

Mr. Galadari is the Chairman of Galadari Investments Group. In addition, he serves as a Member of the Board of Dubai World Trade Centre and Emirates Integrated Telecommunications Company PJSC (DU). He is a member of the IBA - International

Bar Association (Lawyers International Association) and Chartered Institute of Arbitrators (CIArb).

Period served as a BOD member of the Company since his first election date

18 years (2005-2023)

Memberships and positions in any other joint-stock companies

- Board Member, Emirates Integrated
- Telecommunications
- Company (DU)

Positions in any other important supervisory, governmental or business entities

- Founder & Chairman, Galadari Advocates & Legal Consultants, UAE
- Chairman, Galadari Investments Group, UAE
- Board member, Dubai World Trade Centre



Ms. Najla Ahmed Mohamed Hamad Almidfa
Director

Category
Independent

Qualifications and Experience

Ms. Najla Al Midfa is the Chief Executive Officer of Sharjah Entrepreneurship Center (Sheraa), a government entity launched in 2016, with a mandate to build the entrepreneurial ecosystem in Sharjah, and support entrepreneurs as they build and grow innovative startups that will contribute positively to the region's economy.

Prior to Sheraa, she held a senior position at Khalifa Fund for Enterprise Development, focused on SME financing, and was a consultant at McKinsey and Company's New York office, primarily serving clients across the financial institutions sector. Her previous professional experience also includes roles within PricewaterhouseCoopers and Shell.

Najla is a board member of United Arab Bank, Emirates Development Bank, and Dana Gas. She is also a board member of the Sharjah Research Technology and Innovation Park (SRTIP), and a board member of Endeavor UAE.

Najla is a fellow of the Aspen Institute's Middle East Leadership Initiative, as well as an Eisenhower Global Fellow. Najla holds an MBA from Stanford University.

Period served as a BOD member of the Company since his first election date

Two years and 8 months (Since April 2021)

Memberships and positions in any other joint-stock companies

- Board Directors, United Arab Bank

Positions in any other important supervisory, governmental or business entities

- CEO and board member of the Sharjah Entrepreneurship Center (Sheraa)
- Board member, Emirates Development Bank
- Board member, Sharjah Research Technology and Innovation Park (SRTIP)



Mr. Ajit Vijay Joshi
Director

Category
Independent

Qualifications and Experience

Mr. Ajit Joshi worked as the Managing Director, Head of Private Markets at SHUAA Capital PSC. He was responsible for overseeing the Group's investments in publicly listed securities and private markets, while implementing a turnaround investment approach.

Mr. Joshi has over 19 years of professional experience in technology consulting, equity research, investment banking and investment management. Prior to joining SHUAA Capital, he worked with Bank Muscat's investment banking team where he advised and executed equity and debt advisory transactions

across GCC's petrochemicals, contracting, oil and gas services, marine and hospitality sectors.

Mr. Joshi holds a Bachelor of Engineering degree in Computer Engineering and holds an MBA from Indian Institute of Management Lucknow, India.

Period served as a BOD member of the Company since his first election date

Two years and 8 months (since April 2021)
(Resigned on 29 February 2024)

Memberships and positions in any other joint-stock companies

- Board member of Islamic Arab Insurance Co. (Salama) PJSC
- Managing Director at SHUAA Capital PSC

Positions in any other important supervisory, governmental or business entities

- N/A



Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri
Director

Category
Independent

Qualifications and Experience

Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri holds a Bachelor's Degree in Business Communications Technology from Staffordshire University in the UK.

Mr. Shaheen Almheiri is currently Board member of Al Rubaya Group since 2001. Al Rubaya Group is a leasing and real estate management company, commercial agencies and representing international companies.

He also holds the position of Vice Chairman in Electromechanical Co., the sole agent for SIEMENS in Abu Dhabi, United Arab Emirates.

Previously Mr. Almheiri was the Assistant Director of Marine Management at Abu Dhabi Environment Authority until 2010. In addition to his board membership in the National Corporation for Tourism and Hotels since 2010, he also is a member of the Audit Committee.

Period served as a BOD member of the Company since his first election date

Five years and 8 months (since April 2018)

Memberships and positions in any other joint-stock companies

- Board member of National Corporation for Tourism and Hotels (NCTH), Abu Dhabi
- Member, Audit Committee of National Corporation for Tourism and Hotels, Abu Dhabi

Positions in any other important supervisory, governmental or business entities

- Vice Chairman, Electromechanical Co., Abu Dhabi

Corporate Governance continued



Mr. Jassim Mohamedraf Alseddiqi Alansaari
Director

Category
Independent

Qualifications and Experience

Jassim Alseddiqi is the Managing Director of Shuaa Capital (until August 2023).

He previously served as the Chairman of GFH Financial Group, Islamic Arab Insurance Company (SALAMA), Eshraq Investments, Khaleeji Commercial Bank and The Entertainer. He also served on the boards of First Abu Dhabi Bank (FAB), and ADNOC Distribution.

Jassim holds a BSc in Electrical Engineering degree from the University of Wisconsin-Madison and MSc in Electrical Engineering degree from Cornell University, USA. He also served as a noted lecturer at the Abu Dhabi-based Petroleum Institute.

Period served as a BOD member of the Company since his first election date

Five years (from Nov 2018 to October 2023)

Memberships and positions in any other joint-stock companies

- N/A

Positions in any other important supervisory, governmental or business entities

- N/A



Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi
Director

Category
Independent

Qualifications and Experience

Ahmed Abdulhamid Alahmadi is the CEO of Albaher Real Estate Development. He is a Board Member of DFM listed Shuaa Capital and an independent member of the Audit and Risk Committee for ADX-listed Presight AI Holdings. He is also a Trustee for the American Community School of Abu Dhabi.

Mr. Alahmadi's professional career has spanned time at Mubadala, Rothschild & Co, and most recently in the CEO Office of ADQ, where he supported government initiatives and maintained strategic partnerships. He is a CFA charter

holder and possesses a First-Class Honours degree in Chemical Engineering from University College London, and a Master's degree in Risk Management and Financial Engineering from Imperial College London.

Period served as a BOD member of the Company since his first election date

Three months (Since October 2023)

Memberships and positions in any other joint-stock companies

- Board Member of Shuaa Capital
- Independent member of Risk Committee for ADX-listed Presight AI Holdings

Positions in any other important supervisory, governmental or business entities

- Member of Board of Trustee of American Community School of Abu Dhabi

International Advisory Board

Dana Gas has adopted the concept of the International Advisory Board (IAB). The purpose of this Board is to provide strategic advice to the Board of Directors and management, to identify specific business opportunities and build relationships worldwide.

(Left to right)

Mr. Kai Hietarinta

Former Vice Chairman of Neste Oy of Finland

Dr. Joseph Stanislaw

Former CEO of Cambridge Energy Research Associates (CERA)

Mr. Nordine Ait-Laoussine

Former Algerian Oil Minister and former Head of Sonatrach

Sir Graham Hearne

Chairman of the International Advisory Board, former Chairman of Enterprise Oil plc of the UK

Ms. Razan Jafar

Secretary of the International Advisory Board

Mr. Hamid Dhiya Jafar

Chairman of Dana Gas

Mr. Said Arrata

Chairman and CEO, Delta Oil and Gas (UK)

Lord Simon of Highbury

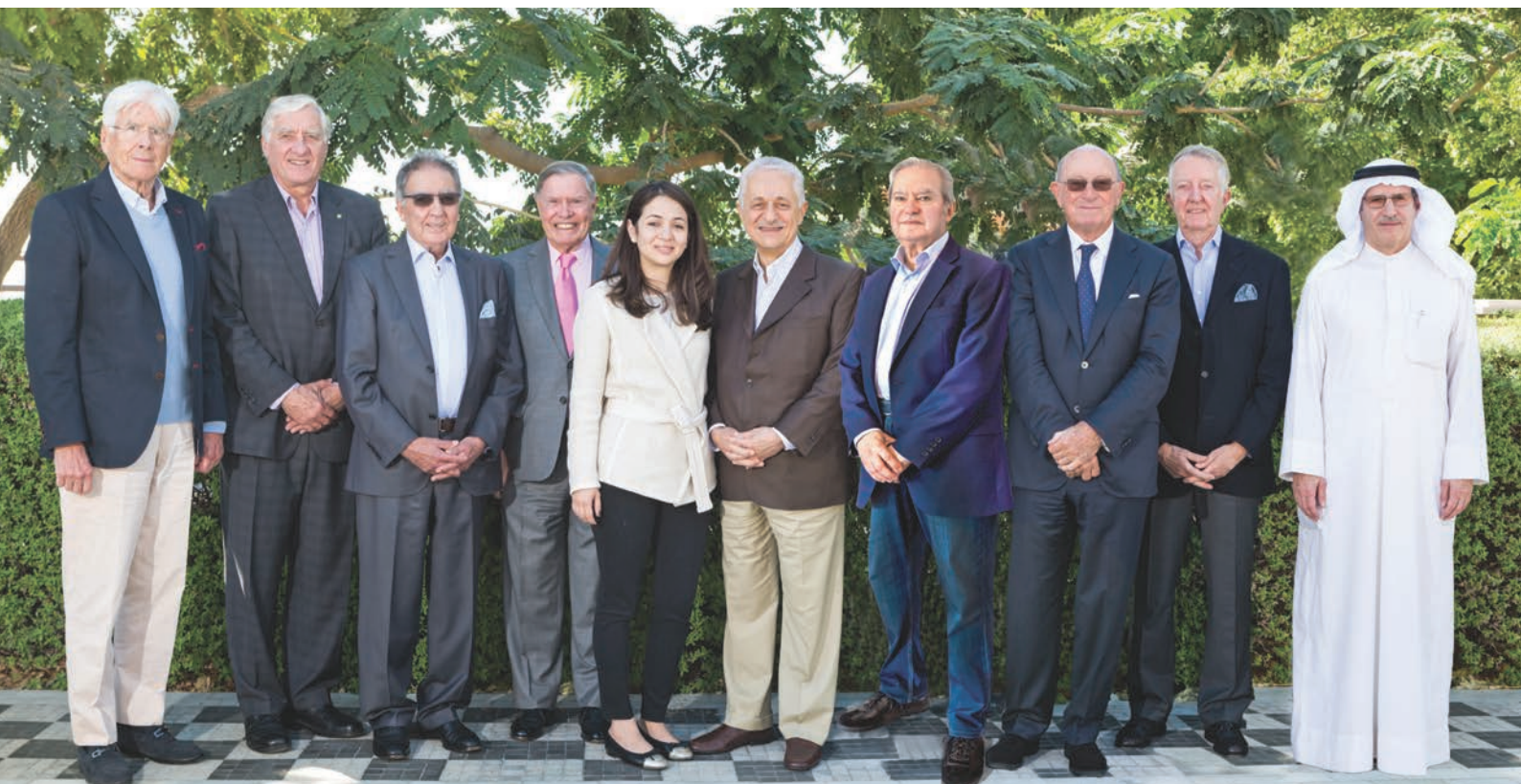
Former Chairman of British Petroleum (BP)

Dr. Burckhard Bergmann

Former Board member of Russian gas company, Gazprom

Dr. Nader Sultan

Former CEO of Kuwait Petroleum Corporation and Direct Oxford Energy Seminar



Corporate Governance continued

Senior Executive Management



Richard Hall
Chief Executive Officer

Richard Hall graduated from Leeds University with a BSc in Chemical Engineering and spent the first 10 years of his career with Amoco, Murphy and Hess in various offshore and onshore drilling and production supervisory roles.

Mr. Hall was one of four Founders and Operations Director of Acteon Group which won the Institute of Petroleum Platinum award in 2001 for its new technology. He also formed and led a team which won the prestigious Queen's Award for Export.

Mr. Hall subsequently joined Petrofac and became the VP of Operations and Developments and General Manager in Malaysia. He was also the CEO and Co-Founder of Asia focused Nio Petroleum which opportunistically procured assets offshore Malaysia before being acquired by EnQuest in 2013 with Richard joining the Senior Management Team as Head of International Business and then Head of Major Capital Projects.

After a stint in Dubai as Chairman and CEO of a private equity backed service company, he returned to EnQuest as GM Malaysia. He was then promoted to his previous role as COO of EnQuest. Mr. Hall was recently appointed as the CEO of Dana Gas Group.



Mr. Chris Hearne
Chief Financial Officer

Chris Hearne is the Chief Financial Officer (CFO) of Dana Gas. He joined the Company in early 2016. Previously, Mr. Hearne was with Serica Energy plc, an international oil exploration and production company listed on the AIM market in London, where he served as CFO and Director from 2005.

Mr. Hearne has over 20 years' experience within the oil industry, having been CFO and Senior Vice President of Erin Energy, a NYSE listed company with oil assets across Africa, and with Intrepid Energy North Sea Limited.

Mr. Hearne was originally an investment banker and has extensive experience of corporate finance transactions, including capital markets and M&A. He spent 10 years with Lehman Brothers International and Robert Fleming & Co.



Mr. Neville Henwood
Legal and Commercial Director

Neville Henwood is Legal and Commercial Director of Dana Gas. Mr. Henwood joined Dana Gas in August 2020. Previously Mr. Henwood spent 14 years with Rio Tinto, most recently as General Counsel for the Copper & Diamonds business.

He was also Chief Counsel – Rio Tinto Procurement, and Corporate Counsel and Company Secretary for Energy Resources of Australia.

Prior to joining Rio Tinto he spent over 20 years in private practice, focused on resources and energy and commercial litigation. He was admitted to practise in the Supreme Court of the Northern Territory and the High Court of Australia in 1985.



Mr. Mike Seymour
Head of HSSE and
Sustainability

Mike Seymour is Head of Corporate HSSE and Sustainability for Dana Gas. He joined the company in early 2020. He is an accomplished HSSE and Sustainability professional with over 30 years international experience in environment, health and safety, social performance and non-technical risk management, particularly in the upstream oil and gas industry.

Prior to joining Dana Gas, Mr. Seymour was Principal Adviser on environmental and social risk to the UK Government's Export Credit Agency, UK Export Finance. Previously, he spent 20 years with Shell International in various positions around the world for the Upstream Exploration & Production and Gas & Power businesses.

An Environmental Scientist by background, he started his career in UK-based consultancies, spending 10 years advising multinationals, financial institutions and donor agencies on environment and occupational health and safety management.



Mr. Ramganesh Srinivasan
Head of Human Resources

Ramganesh Srinivasan joined Dana Gas in 2009 and has been heading the HR function since 2015. He has over 22 years of human resources experience in multinational and multicultural organisations in the MENASA region. Prior to moving to the oil and gas industry, he worked in various capacities in HR in the IT sector.

Mr. Srinivasan's areas of specialisation in HR include HR Strategy, Organization Design and Job Measurement, Reward Management, and Learning and Development. He is also experienced in People Capability Maturity Model (PCMM), Six Sigma and Integrated Competency and Learning Management.

Mr. Srinivasan holds an MBA in HR and Systems from the University of Madras in 2002 and has undertaken various executive certification programmes throughout his career. He completed the HR Management and Analytics programme in 2019 (Wharton Executive Education) and an executive programme on leadership in 2020 (IMD).

Corporate Governance continued



SHAUN PATRICK HOOLAHAN
General Manager – Egypt

General Manager of Dana Gas Egypt since May 2023. Mr. Hoolahan joined Dana Gas in 2021 as Head of Subsurface and Reservoir Engineering and served as a Board Member of the joint venture operating company Wasco Petroleum. He previously provided consulting services to Dana Gas in 2010 and Dana Gas Egypt in 2012 and 2018-2021.

Mr. Hoolahan has over 40 years of experience in the oil and gas industry, including more than 20 years in either senior management positions or running his own consulting firm. Mr. Hoolahan is a Reservoir Engineer by background with an emphasis on compositional recovery processes.

As an independent consultant since 2005, Mr. Hoolahan provided a wide range of services including oversight for green and brown field developments, property acquisitions, reserves assessment, insurance adjustment, technical training, investor insight, litigation support and expert witness services. In addition to Dana Gas, his client base included Shell, BP, Mærsk, Max, Caspiygas, Samek, Steege, Vantage, O'Hara Investments, the Trans Alaska Pipeline Owner's Group, SM Energy, Caelus, Pioneer, ENI and Alaska Oil and Gas Operating Consultants, LLC.



Mr. Shakir Shakir
Iraq Country Manager

Shakir is the Iraq Country Manager for Dana Gas and has held this position since 2007. Prior to this, Shakir was the Iraq-Countrywide Cognizant Technical Officer (CTO) and the General Development Specialist and Activity Manager for the United States Agency for International Development (USAID) – Iraq Mission, from 2003 to 2007. He also helped to develop several sectors like Oil and Gas, Agriculture, Education, Local Governance, Economic Growth, Power Generation and built infrastructure projects in the Kurdistan region and Iraq under USAID.

From 2001 to 2003, he managed the Integrated Rural Agricultural Rehabilitation Program in the United Nations Food and Agriculture Organization (UNFAO) in the Kurdistan Region of Iraq.

Shakir is a member of the Iraqi Physics and Mathematics Society. He obtained a Bachelor of Science in Physics from the College of Science of the Al-Mustansiriyah University, Baghdad in 1993. He completed the Iraq Public Policy and Leadership Program at the American University of Sharjah, UAE in 2013.

B. Statement of the percentage of female representation in the Board for 2023:

During 2021, two women were nominated as candidates for election to the Board of Dana Gas, with one (1), Ms. Najla Almidfa being elected to the Board. Accordingly, female representation on the Board is now 9%, which is in line with minimum requirement under the Corporate Governance Guide for listed companies issued by the Securities & Commodities Authority to have at least one female Board member.

C. Directors' Remuneration

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

1. Total remunerations approved to the Board members for 2022:

The total remuneration for the Board members for 2022 was an amount of AED 12.225 million, including fees for committee memberships.

2. Total remunerations of the Board members proposed for 2023, and which will be presented in the Annual General Assembly meeting for approval:

The recommendation for the proposed Directors' remuneration was submitted by the CGRNC to the Board of Directors at its meeting held on 13 March 2024, for an amount of AED 12,240,206.

The proposed Directors' remuneration will be presented to the Annual General Assembly scheduled to be held on 17 April 2024 for approval.

Corporate Governance continued

3. Details of the allowances for attending sessions of the committees of the Board, which were received by the Board members for 2023 fiscal year.

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

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

The Table below shows Board and Committees Attendance Allowances paid to the Directors during 2023.

Name Board Member	Committees Attendance Allowances for 2023 and		
	Annual payment of Board committees membership (AED)	Allowance Amount Paid for non-residents* (AED)	Number of Meetings
Board Steering Committee			4
Mr. Rashed Saif Al-Jarwan Al Shamsi, Chairman	100,000	–	
Mr. Abdul Majid Abdul Hamid D. Jafar	75,000	–	
Mr. Jassim Mohamedrafi Alseddiqi Alansaari (until 3 October 2023)	33,082	–	
Mr. Younis Haji Abdulla Hussain Alkhoodi (since 22 November 2023)	31,849	–	
Ms. Najla Ahmed Mohamed Hamad Almidfa	75,000	–	
Mr. Hani Abdulaziz Hussain Al Terkait – non resident	75,000	45,000	
Audit & Compliance Committee			5
Mr. Jassim Mohamedrafi Alseddiqi Alansaari, Chairman (until 3 October 2023)	44,110	–	
Mr. Younis Haji Abdulla Hussain Alkhoodi, Chairman (since 22 November 2023)	85,616	–	
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	75,000	–	
Ms. Najla Ahmed Mohamed Hamad Almidfa	75,000	–	
Mr. Ajit Vijay Joshi Vijay Anant	75,000	–	
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)	31,849	–	
Corporate Governance, Remuneration & Nominations Committee			3
Ms. Najla Ahmed Mohamed Hamad Almidfa (Chairperson since 23 November 2022)	100,000	–	
Mr. Abdul Majid Abdul Hamid D. Jafar (Since 9 June 2021)	75,000	–	
Mr. Younis Haji Abdulla Hussain Alkhoodi (since 9 June 2021)	75,000	–	
Mr. Ziad Abdulla I. Galadari	75,000	–	
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)	31,849	–	

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

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

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

D. Number of Board meetings held during 2023 fiscal year, along with their convention dates, personal attendance times, and members attending by proxy:

According to the Company's Articles of Association and the corporate governance standards laid down by the Chairman of the Authority's Decision No. 3 (R.M) of 2020 (as amended), the Board of Directors is required to meet at least 4 times per year. The Board of Directors held six (6) meetings during 2023.

The Table below shows attendance of Board meetings by the Directors during 2023:

Board Members	25 January	7 March	16 April	14 June	26 September	22 November	Attendance by proxy
Mr. Abdul Hameed Dhia Jafar, Chairman	✓	✓	✓	✓	✓	✓	-
Mr. Rashed Saif S. Al Jarwan Al Shamsi, Vice Chairman	✓	✓	✓	✓	✓	✓	-
Mr. Abdul Majid Abdul Hamid D. Jafar, Managing Director of Board Affairs	✓	✓	X	✓	✓	✓	-
Mr. Varoujan A. Nerguizian	✓	✓	✓	✓	✓	✓	-
Mr. Hani Abdulaziz Hussain Al Terkait	✓	✓	✓	✓	✓	✓	-
Mr. Ziad Abdullah Ibrahim Galadari	✓	✓	✓	✓	✓	✓	-
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	✓	✓	✓	✓	✓	✓	-
Mr. Jassim Mohamedrafi Al Siddiqi Alansaari (since 3 October 2023)	✓	✓	✓	✓	✓	*	-
Mr. Younis Haji Abdulla Hussain Alkhoori	✓	✓	✓	✓	✓	✓	-
Ms. Najla Ahmed Mohamed Hamad Almidfa	✓	✓	✓	✓	✓	✓	-
Mr. Ajit Vijay Joshi Vijay Anant	✓	✓	✓	✓	✓	✓	-
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)	*	*	*	*	*	✓	-

(✓) Attend in person (X) Absent No attendance by proxy (*) Not a member

E. Number of Board resolutions by circulation passed during the 2023 fiscal year:

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

During the fiscal year 2023, the Board of Directors successfully passed 12 resolutions by circulation in line with our commitment to efficient governance and timely decision-making. Below is a summary of these resolutions and their respective dates:

1. Banking Finance Facility, circulated on 20 March 2023.
2. Appropriations, circulated on 20 March 2023.
3. Board Remuneration, circulated on 20 March 2023.
4. Recommendation to the Annual General Assembly 2023, circulated on 20 March 2023.
5. Incremental Budget for KM-10 & Amendment to Pearl's Work Programme and Budget, circulated on 14 July 2023.
6. CEO Appointment, circulated on 20 July 2023.
7. Approval of Additional Pearl Petroleum Expenditure For Interim Compression Solution (ICS), passed on 2 August 2024.
8. Repatriation of DGE Excess EGP Funds, circulated on 31 August 2023.
9. Repatriation of Excess EGP Funds (revised recommendation), circulated on 14 September 2023.
10. Resignation and Appointment of A New Board Member, circulated on 3 October 2023.
11. Incorporation of Dana Gas Upstream Holdings Limited, circulated on 23 October 2023.
12. Approval of the Corporate Restructuring, circulated on 15 December 2023.

F. Statement of Board duties and powers exercised by Board members or the executive management during 2023, based on authorization from the Board, specifying the duration and validity of the authorization according to the following schedule:

Name of the Authorized person	Delegation Authority	Duration of the Delegation
NIOC Award Enforcement Strategy Ad Hoc Committee	To monitor enforcement of the NIOC arbitral award and to provide reports to the Board of Directors. The members of the committee are Mr. Majid Jafar, Mr. Hani Alterkait, Mr. Ziad Abdulla I. Galadari, Mr. Younis Alkhoori, Dr. Patrick Allman-Ward (until 22 November 2023) ,Mr. Neville Henwood and Mr. Richard Hall (since 22 November 2023).	From January 2022 until end of enforcement of the arbitral award.
Mergers & Acquisition Committee	The mandate of this committee is to consider the timing, desirability, discussion with one or more parties assessing interests, and to submit recommendations to the Board of Directors. The members of the committee are Mr. Majid Jafar, Mr. Rashid Al-Jarwan, Mr. Hani Hussain and Mr. Jassim Alseddiqi (until 3 October 2023).	Ongoing from September 2020.
Managing Director of Board Affairs	To assist the Chairman in the affairs of the Board, providing the Board with reports and information, supervising preparations for meetings and proposals of agendas and coordinating with the Board members and Senior Management on strategy.	The duration of the delegation is until the end of the Board membership period in April 2024.
Chief Executive Officer	<ol style="list-style-type: none"> 1. To implement the strategies, plans and policies laid down by the Board of Directors for achieving the Company's objectives; 2. To manage the day-to-day affairs and business of the Company; 3. To identify, pursue and submit studies and proposals relating to business development and new investment opportunities; 4. To submit to the Board of Directors periodic reports about the business of the Company, its financial position, internal control procedures and the measures taken to manage risks; 5. To provide the Board of Directors, on a timely basis, with the information and documents required for efficient conduct of Board meetings; 6. To provide regulatory bodies (Ministry of Economy, Securities and Commodities Authority, Abu Dhabi Securities Exchange) with information, disclosure statements and documents as required in accordance with applicable laws, rules, policies and Company regulations. 	The delegation is valid during the tenure of the Chief Executive Officer.
Chief Executive Officer and the Chief Financial Officer	To delegate responsibility for signing future quarterly covenant Compliance Certificates for Mashreq, as defined in the Facility Agreement, to the CEO and CFO of the Company	The delegation is valid from 9 June 2021 to the end of the Facility Agreement.

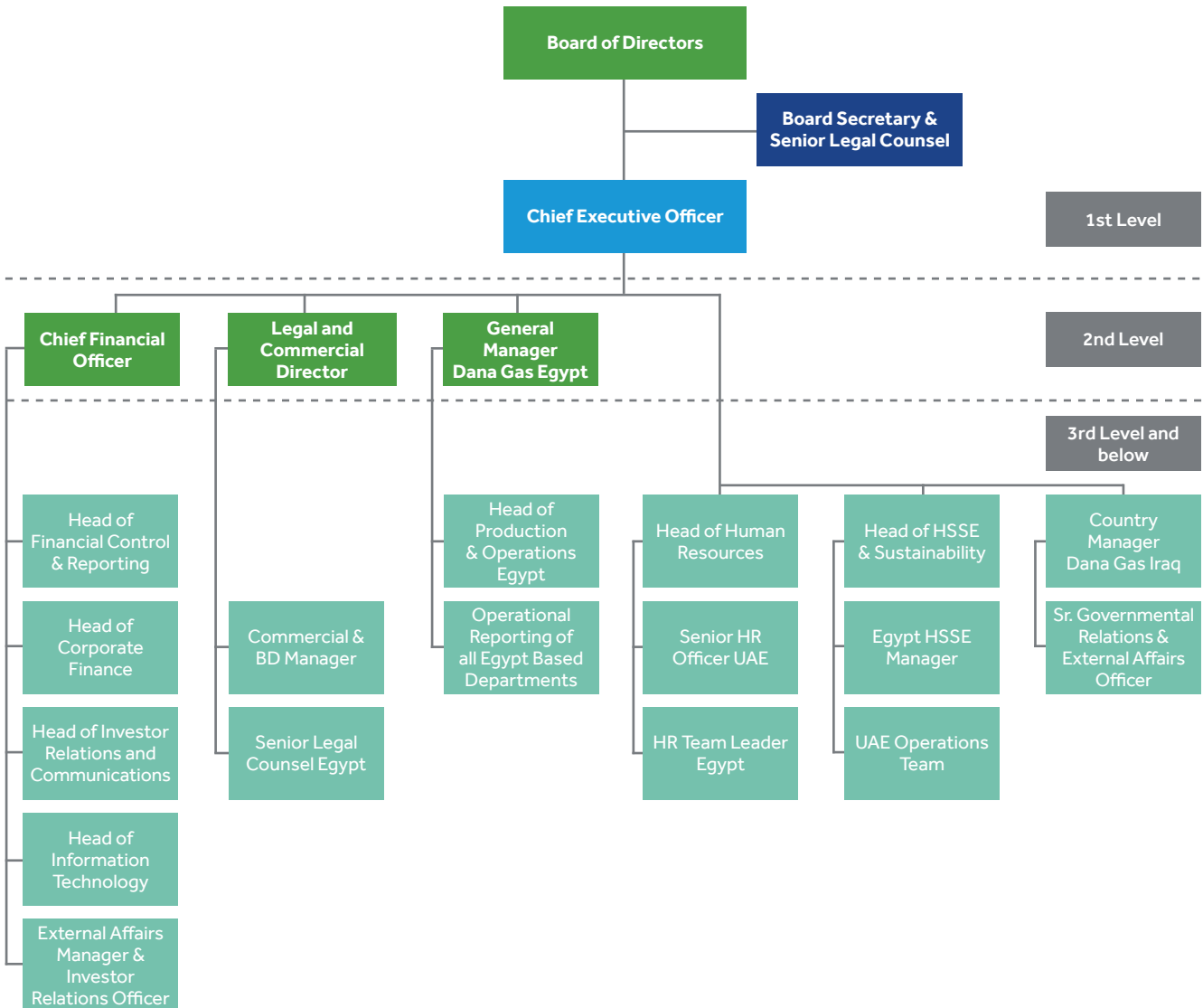
G. Statement of the details of the transactions made with related parties during 2023, provided that it shall include the following:

Sn	Statement of related parties	Clarifying the nature of relationship	Type of transaction	Value of transaction
1	Crescent National Gas Corporation Limited (CNGCL)	Minority shareholding	Pipeline capacity billing to Joint Venture	\$1.3 million
2	Pearl Petroleum Company Limited	Joint arrangement	Fees for Management services billed to Joint Venture	\$2.5 million
3	Crescent Petroleum Company	Shareholder	Fees for Management services provided by shareholder	\$1.1.3 million

- ¹⁾ Revenue relates to pipeline capacity charges billed by one of the Group subsidiaries, United Gas Transmissions Company (UGTC) to a joint venture, Crescent National Gas Corporation Limited (CNGCL) in which Dana Gas holds 35% interest.
- ²⁾ Fees for management services to the Pearl Petroleum joint venture reflect actual cost charged in respect of time spent by Dana Gas personnel on Joint ventures activities.

- ³⁾ Fees for management services provided by the shareholder reflect actual cost charged in respect of time spent by shareholder personnel on activities related to Dana Gas.
- There were no transactions by the Company with related parties during 2023 which equal 5% or more of the Company's capital.

H. The complete organizational structure of the Company:



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

The following Table shows the Senior Executives of the Company with their designations, appointment dates and total remuneration, including bonus paid to them in 2023.

Job Title	Date of Appointment	Total salaries, allowances & benefits paid in 2023 (AED)	Total Bonuses paid in 2023 (for 2022 performance) (AED)	Any other cash / in kind bonuses for 2023
Chief Executive Officer	1/Sep/13	3,200,272	3,125,733	–
Chief Executive Officer	6/Nov/23	411,087	–	439,860*
Chief Financial Officer	5/Jan/16	2,140,712	1,276,653	–
Legal & Commercial Director	16/Aug/20	1,938,436	1,157,739	–
General Manager DG Egypt (until 30 April 2023)	4/Oct/21	557,156	1,011,238	208,934**
General Manager DG Egypt	1/May/23	1,142,470	–	–
Head of HSSE & Sustainability	16/Mar/20	1,451,535	623,377	–
Head of Human Resources	22/Nov/09	1,301,114	492,217	–
Country Manager Dana Gas Iraq	27/May/07	1,035,408	402,534	–

(*) Joining Bonus (***) End of contract payment.

4. External Auditors

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

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

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

The External Auditors' fees in respect of the annual Financial Statements for Dana Gas PJSC for 2023 amount to AED 345,000 as approved by the General Assembly. The total fee for auditing the Group is AED 1.18 million. The External Auditors' fees are disclosed in the Company's Annual Financial Statements.

Name of Auditing Firm	Ernst & Young Mr. Anthony O' Sullivan
Number of years served as external auditor for the Company	3 years
Total fees for auditing the financial statements of 2023 (AED)	AED 1.18 million
The fees and costs of the special services other than the auditing of the financial statements in 2023 (AED)	0.012 million
The details and nature of other services provided (if any)	Issuance of cost recharge certificates & audit of carve out and pro-forma financial statements.
A statement of the other services performed by an external auditor other than the Company's auditor in 2023 (if any)	Tax advisory services - 0.07 million

C. Statement clarifying the reservations that the Company's auditors included in the interim and annual financial statements for 2023:

None.

Corporate Governance continued

5. The Audit and Compliance Committee (A&CC)

A. Mr. Younis Haji Abdulla Hussain Alkhoodi, Chairman of the Audit & Compliance Committee, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness.

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

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

Members of the Committee

Mr. Jassim Mohamedrafi Alseddiqi Alansaari, Chairman (until 3 October 2023)

Mr. Younis Haji Abdulla Hussain Alkhoodi, Chairman (since 22 November 2023)

Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri

Ms. Najla Ahmed Mohamed Hamad Almidfa

Mr. Ajit Vijay Joshi Vijay Anant (until 29 February 2024)

Mr. Varoujan A. Nerguizian (since 22 November 2023)

Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)

C. Number of meetings held by the Audit & Compliance Committee during 2023 and their dates to discuss the matters related to financial statements and any other matters, the members' personal attendance in those held meetings:

The Table below shows the number and dates of meetings held by the Audit & Compliance Committee during 2023 and members' attendance:

Members of the A&C Committee	7 February (Virtually)	3 March (Virtually)	9 May (Virtually)	8 August (Virtually)	7 November (Virtually)
Mr. Jassim Mohamedrafi Alseddiqi Alansaari, Chairman, (until 3 October 2023)	✓	✓	✓	✓	*
Mr. Younis Haji Abdulla Hussain Alkhoodi, Chairman (since 22 November 2023)	✓	✓	✓	✓	✓
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	✓	✓	✗	✓	✗
Ms. Najla Ahmed Mohamed Hamad Almidfa	✓	✓	✓	✓	✓
Mr. Ajit Vijay Joshi Vijay Anant	✓	✓	✓	✓	✓
Mr. Varoujan A. Nerguizian (since 22 November 2023)	*	*	*	*	*
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)	*	*	*	*	✓

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

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

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

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

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

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

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

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

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

Members of the Committee

Najla Ahmed Mohamed Hamad Almidfa, Chairperson

Mr. Abdul Majid Abdul Hamid D. Jafar

Mr. Ziad Abdulla I. Galadari

Mr. Younis Haji Abdulla Hussain Alkhoori

Mr. Varoujan A. Nerguizian

Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)

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

The Committee oversees compliance by the governing bodies of the Company through the General Assembly,

the Board of Directors and executive management with established corporate governance standards. The Committee assists the Board in relation to the appointment of senior executives, appraisal of management performance, succession planning and remuneration policies. The Committee is responsible for reviewing nominations for election to the Board of Directors.

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

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

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

C. Statement of number of meetings held by the Committee during 2023 and their dates, and statement of all Committee members' personal attendance:

The Table below shows the number and dates of meetings held by the Corporate Governance, Remuneration & Nominations Committee during 2023 and members' attendance:

Members of the CGR&N Committee	23 January (Virtually)	2 March (Virtually)	22 November
Ms. Najla Ahmed Mohamed Hamad Almidfa, Chairperson (since 23 November 2022)	✓	✓	✓
Mr. Abdul Majid Abdul Hamid D. Jafar	✓	✓	✓
Mr. Ziad Abdulla I. Galadari	✓	✓	✓
Mr. Younis Haji Abdulla Hussain Alkhoori	✓	✓	✓
Mr. Varoujan A. Nerguizian	✓	✓	✗
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)	*	*	✓

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

Corporate Governance continued

D. The Supervision and Follow-up Committee of insiders' transactions

Mr. Neville Henwood, Legal and Commercial Director is responsible for maintenance of the register of insiders and for follow-up on the reporting of insiders' transactions and acknowledges his responsibility for the committee system in the Company, review of its working mechanisms and ensuring its effectiveness.

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

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

F. A summary of the committee's work report during 2023:

Pursuant to Article 33 of the Decision No. 3 (R.M) of 2020 (as amended), the Board of Directors should appoint any of the Company's departments or internal committee or a special committee to be responsible for the management, follow-up and supervision of insiders' trading. During 2022, the Company maintained such a register and submits periodic statements and reports to the Market.

8. Other Committees approved by the Board of Directors:

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

G. Statement of number of meetings held by the Committee during 2023 and their dates, and all Committee members' personal attendance:

The Table below shows the number and dates of meetings held by the Board Steering Committee during 2023 and members' attendance:

Members of the Committee	24 January (Virtually)	28 March (Virtually)	13 June (Virtually)	25 September (Virtually)
Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman	✓	✓	✓	✓
Mr. Abdul Majid Abdul Hamid D. Jafar	✓	✓	✓	✓
Mr. Hani Abdulaziz Hussain Al Terkait	✓	✓	✓	✓
Mr. Jassim Mohamedrafi Alseddiqi Alansaari (until 3 October 2023)	✓	✓	✓	✓
Najla Ahmed Mohamed Hamad Almidfa	✓	✓	✓	✓
Mr. Younis Haji Abdulla Hussain Alkhoodi (since 22 November 2023)	*	*	*	*

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

Board Steering Committee:

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

B. Name of the committee:

Board Steering Committee.

C. Names of each committee members, clarifying its competences and tasks assigned thereto:

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

Members of the Committee

Mr. Rashed Saif Al Jarwan Al Shamsi, Chairman

Mr. Abdul Majid Abdul Hamid D. Jafar

Mr. Hani Abdulaziz Hussain Al Terkait

Mr. Jassim Mohamedrafi Alseddiqi Alansaari (until 3 October 2023)

Najla Ahmed Mohamed Hamad Almidfa

Mr. Younis Haji Abdulla Hussain Alkhoodi (since 22 November 2023)

The role of the Board Steering Committee is to assist the Board in the supervision and control of the activities of the Executive Management of the Company, and to take decisions between the meetings of the Board in relation to certain matters including urgent matters involving capital and operating expenditures and new business opportunities.

Reserves Sub-Committee:

A. Mr. Hani Abdulaziz Hussain Al Terkait, Chairman of the Reserves Sub-Committee, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness.

B. Name of the committee:

The Reserves Sub-Committee.

C. Names of each committee members, clarifying its competences and tasks assigned thereto:

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

Members of the Committee

Mr. Hani Abdulaziz Hussain Al Terkait, Chairman

Mr. Rashed Saif Al Jarwan Al Shamsi

Mr. Ziad Abdulla Ibrahim Galadari

Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri

Mr. Ajit Vijay Joshi Vijay Anant
(until 29 February 2024)

Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi
(since 22 November 2023)

D. Statement of number of meetings held by the Committee during 2023 and their dates, and all Committee members' personal attendance:

The Table below shows the number and dates of meetings held by the Reserves subcommittee during 2023:

Members of the Committee	3 March 2023
Mr. Hani Abdulaziz Hussain Al Terkait, Chairman	✓
Mr. Rashed Saif Al Jarwan Al Shamsi	✓
Mr. Ziad Abdulla I. Galadari	✓
Mr. Shaheen Mohamed Abdulaziz Rubayea Almheiri	✗
Mr. Ajit Vijay Joshi Vijay Anant	✓
Mr. Ahmed Abdulhamid Mohammed Saeed Alahmadi (since 22 November 2023)	*

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

This is a sub-committee of the Board Steering Committee and is chaired by Mr. Hani Abdulaziz Hussain Al Terkait. The role of the Reserves Sub-Committee is to review and approve the Company's annual reserve reports after reviewing them with the Executive Management and the External Reserves Auditors. The Committee presents its recommendations to the Board of Directors.

The Committee exercises the following functions:

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

9. Internal Control System:

- A. The Board of Directors acknowledges its responsibility for the Company's internal control system, review of its working mechanisms and ensuring its effectiveness. The Board of Directors has established an Internal Control Department since 2011, the functions of which include:
1. Assessment of the risks facing the Company;
 2. Preparing the risks register and updating it quarterly and annually;
 3. Preparing the audit plan linked to the risks register in accordance with the directions of the Board of Directors and the Audit and Compliance Committee;
 4. Ensuring availability of resources to carry out audit work and the internal audit plan;
 5. Implementing the audit plan and submitting periodical reports to the Board of Directors and to the Audit & Compliance Committee with observations on the actions taken by executive management with respect to them.

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

The Internal Control Department audits the internal control systems of the Company, its subsidiaries and the affiliates in which the Company holds a significant stake. The Department has full authority to obtain information on those companies from employees and departments at the Group level.

The Head of Internal Controls prepares an annual internal audit plan, which is submitted to the Board for approval. The plan takes into consideration a comprehensive assessment of the risks facing the Company. The Board approved in its meeting held on 7 March 2023 the 2023 internal audit plan. In March 2021, the Board of Directors resolved to appoint Grant Thornton as Dana Gas' internal auditors for the period 2021 to 2023 inclusive.

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

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

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

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

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

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

D. Whistle Blowing Mechanism - the Internal Control Department dealing with any major problems at the Company or those that were disclosed in the annual reports and accounts:

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

The Head of Internal Audit reports directly to the Board of Directors. Any major problems with respect to internal control or incidence of fraudulent activities would also be promptly communicated to the Board. The Head of Internal Audit also advises the CEO on corrective actions.

During 2023, no major issues were identified that warranted disclosure in the Annual financial statements for the year.

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

During 2023 the Internal Control Department issued three reports to the Company's Board of Directors and to the Audit and Compliance Committee comprising an update of the progress of the internal audit plan.

10. Details of the violations committed during 2023:

No violations were committed by the Company during 2023.

11. The cash and in-kind contributions made by the Company during 2023 in developing the local community and preserving the environment.

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

The table below shows some of the Company's social responsibility activities during the year 2023:

Dana Gas UAE 2023

Theme	Project	Partners	Description	Total
Education	Give Education to Orphans	Sharjah Social Empowerment Foundation	'Give Education to Orphans' is a large-scale academic empowerment project, which aims to provide orphans with access to education.	\$5 K
Total DG UAE				\$5 K

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

Dana Gas Egypt 2023

Theme	Project	Partners	Description	Total
Health	School Medical Convoys	Misr El Khier Foundation (with Ministry of Health)	Medical convoys to 2 primary schools in Damietta governorate, enabling medical check-ups to 884 students.	\$19 K
	Nurse Training	Misr El Khier Foundation (with Al Mansoura University)	Specialist training for 50 nurses from public hospitals in Dakhlia governorate, hosted by Al Mansoura university (continuation of 2022 programme).	\$4 K Previous year budget
	Medical Equipment	Ministry of Health	Supplied medical equipment to the kidney dialysis centres at 3 public hospitals in Damietta governorate.	\$34 K
Welfare	Ramadan Boxes	Egyptian Food Bank (with Ministry of Social Solidarity)	4,000 dry food boxes distributed to local communities around our operational fields in Damietta and Dakahlia governorates during the month of Ramadan.	\$27 K
	Charity Iftar Tables	Egyptian Food Bank (with Ministry of Social Solidarity)	Iftar tables provided to 250 persons/day during the month of Ramadan (30 days) in Haggaga & Faraskour districts in Damietta governorate.	\$8 K
	Womens Shelter	Al Ber and Takwa Foundation (with Ministry of Social Solidarity)	Provided furniture, supplies, building maintenance and restoration to Damietta womens shelter. The shelter accommodates 30 females (orphans) of different ages and operates under the supervision of the Ministry of Social Solidarity.	\$10 K
	Underprivileged Community Support	Petroleum & Mineral Resources Society (PMS) (with Ministry of Social Solidarity)	Collective contribution with other companies in the Egyptian oil & gas sector to support various health and welfare activities for underprivileged members of the community.	\$2 K
Education	Social Entrepreneurship Mobilization - Income Generation program	American University of Cairo (with Ministry of Social Solidarity)	Phase II of the Income Generation Program provided vocational training to local female community members in Gamalya district, Dakhlia governorate who had successfully completed Phase I of the programme (2022). Included advanced business and technical skills to 30 women on sewing and garment manufacture to enable their own business start-ups. Participants were also provided with heavy duty sewing machines (continuation of 2022 programme).	\$49 K Previous year budget
Total DG Egypt				\$ 100 K

Corporate Governance continued

CRE DAN – KRI 2023

Theme	Project	Partners	Description	Total
Energy	Electricity supply to local communities	Dept of Electricity, Qadir Karam	Supplied five villages in Qadir Karam with free electrical power from the Khor Mor plant, an estimated value of approx. US\$ 96,000 per month.	\$1,152 K
	Mobile Sub-Station, Qadir Qaram	Ministry of Electricity and Ministry of Natural Resources	Provision and installation of a 10MW capacity Electrical Mobile Sub-station to connect Qadir Karam town to the national grid, enabling improved energy access, a more secure and stable supply, with capacity for future growth and development in the town.	\$1,100
	Community fuel distribution for generating electricity	Dept of Electricity & Qadir Karam Mayoralty, Qadir Karam Sub-District	Provided fuel to residents of Qadir Karam and 35 villages/ locations in surrounding areas to enable power generation (approx. 9,500 litres per month).	\$129 K
	Authority Fuel Distribution	Qadir Karam Mayoralty	Provide fuel supply to Qadir Karam Sub-District Mayoralty offices (District Manager, Security of Qadir, and Police Station of Qadir Karam) enabling the local authorities to conduct their day-to-day duties (approx. 1,400 litres per month).	\$16 K
	Fuel to Chamchamal	Mayor of Chamchamal and Sub-District Office	Provision of fuel to support local authority deliveries of drinking water in Chamchamal, Shorsh and Takya Kakamand and response to emergencies (eg. fire-fighting during the harvest season).	\$15 K
Education	KM Teachers and Students Transportation	Directorate of Education, Chamchamal District	School transportation for approx. 160 students in 21 different villages, including monthly salaries of 15 drivers. In addition, the project sponsored salaries of 26 teachers to enable speciality subjects not available at Qadir Karam and surrounding area schools to be taught.	\$150 K
	Primary School renovation – Takya Jabari	Takya Jabari Primary School, Chamchamal	Renovate the Takya Jabari primary school, which currently hosts 125 students and 10 teachers.	\$73 K
	Secondary School refurbishment – Padasht	Padasht Secondary School, Shorsh	Completed 2nd phase of refurbishment project to enhance the school facilities. The school hosts approx. 380 students and 20 teachers.	\$25 K
	High School capacity building	Directorate of Education, Chamchamal District	Student Empowerment Program (summer training course) for 9th and 12th grade students in Qadir Karam and Takya Jabari sub-districts	\$6 K
	School Kits for students	Directorate of Education, Chamchamal District	Provided school bags and stationery kits to approx. 900 students in Chamchamal, Qadir Karam and Takya Jabari, aimed at assisting families of low income and encouraging student education.	\$27 K
	Outstanding Student Recognition Awards	Directorate of Education, Chamchamal District	Outstanding student recognition award scheme to highest ranked students passing 12th Grade national examinations in Qadir Karam and Takya Jabari districts.	\$6 K
	Scientific Teaching Materials	Qadir Karam Secondary School, Chamchamal	Provision of materials to support teaching of secondary school Science classes.	\$1 K
	IT Equipment – Charmo University	Charmo University, Chamchamal	Donation of HP Blade Centre servers and NetApp sub-storage systems to the Charmo University/College of Computer Science in Chamchamal.	\$15 K

Theme	Project	Partners	Description	Total
Health & Welfare	Health Centre – Shahid Saed Anwar	Chamchamal Directorate of Health	Refurbished the Shahid Saed Anwar Health Centre in Shorsh sub-district to provide upgrades to healthcare facilities and essential safety improvements.	\$17 K
	Health Centre – Shahid Mala Yasin	Chamchamal Directorate of Health	Refurbishments to the Shahid Mala Yasin Health Centre in Shorsh sub-district.	\$4 K
	Ambulance drivers	Health Centre, Qadir Karam Sub-District	Sponsored monthly salaries of 2 ambulance drivers for Qadir Karam Health Centre, which services 52 villages in the local area.	\$6 K
	Care Packages	Chamchamal, Shorsh, Takya Jabari, Qadir Karam	Provided food and welfare packages to poor/low-income families and vulnerable persons in Chemchamal and sub-districts of Qadir Karam and Takya Jabari.	\$48 K
	Beds to Cancer Hospitals	Chamchamal Directorate of Health	Provided new hospital beds and mattresses to the cancer hospitals in Erbil governorate, Sulaymaniyah governorate, and Chamchamal district. Initiative undertaken as part of Breast Cancer Awareness Month of October.	\$37 K
Water	Community Water Distribution Network	Chamchamal Water Directorate	Construction of potable water distribution network for Chamchamal, Shorsh and Takya Kakamand, improving community access to reliable drinking water supplies.	\$179 K
	Water supply - Qala Mikail Saru	Chamchamal Water Directorate	Water well, storage and supply project to provide residents of Qala Mikail Saru village with potable water.	\$22 K
	Water supply - Qala Mikail Khwaru	Chamchamal Water Directorate	Water well, storage and supply project to provide residents of Qala Mikail SKhwaru illage with potable water.	\$11 K
	Water source – Khormor Gawra	Chamchamal Water Directorate	Restoration of water source and storage in Khormor Gawra village which had suffered damage from extreme winter rainfall.	\$24 K
	Pipeline repairs – Chamchemical	Chamchamal Water Directorate	Repairs to broken water pipeline (Dukan – Chamchamal) near Mama Risha overpass in Chamchamal District.	\$6 K
	Water valves replacement – Chamchemical	Chamchamal Water Directorate	Replacement of 18 damaged and broken water valves for Chamchamal District and its subdistricts in order to prevent loss of potable water and consequent pollution, spread of disease, and contamination.	\$7 K
	Water valves replacement – Takya Kakamand	Takya Kakamand Water Department	Replacement of 12 damaged and broken water valves for Takya Kakamand to control water flow to Handren, Sharawani and Rizgarits neighbourhoods.	\$8 K
	Water flowline – Anfal Monument	Anfal Monument Directorate	Establishing a new water pipeline connection between the Mofariakan Well and Anfal Monument to enable irrigation to the monument gardens and enhance the environmental sustainability and appearance of this important monument site.	\$6 K
	Water flowline – Takya Jabari	Chamchamal Water Directorate, Takya Jabari sub-district	Install a flowline to connect Takya Jabari town with new water well.	\$10 K
	Water truck repairs	Chamchamal Water Directorate, Takya Jabari and Qadir Karam sub-districts	Repairs to water trucks that service Takya Jabari and Qadir Karam with emergency water supplies during shortage periods.	\$2 K
	Water supply and storage – Charmo University	Charmo University	Construction of a concrete water tank and related infrastructure for an Artesian water well at the Charmo University campus.	\$35 K
	Submersible water pumps – Qadir Karam	Chamchamal Water Directorate, Qadir Karam sub-districts	Procure replacement submersible water pump and related accessories for the Qadir Karam primary water well	\$2 K
	Water storage tank – Qadir Karam	Qadir Karam Civil Defense Department	Provide potable water tank to the Civil Defense Office of Qadir Karam.	\$1 K

Corporate Governance continued

Theme	Project	Partners	Description	Total
Infrastructure	Road Safety Signage	Mayor of Chamchamal and Sub-District Offices, Chamchemal Police Dept	Support to Chamchamal Traffic Police by installing new and improved directional road safety signage at 11 locations along the Bani Maqan to Khor Mor highway.	\$26 K
	Fire-extinguishers	Chamchamal Civil Defence Dept	Provision of 3 backpack blowers to support fire-extinguishing capability in agricultural areas for Chamchamal Civil Defence (Firefighting) Department.	\$2 K
Other	Child Protection Centre Support	Chamchamal & Shorsh sub-district Child Protection Centre	Procurement of course materials and equipment to enable the Child Protection Centre to improve delivery of training courses aimed at families in the Chamchamal district and Shorsh sub-district. Enhanced educational access, the promotion of child development, and empowerment of families are identified social outcomes for the centre, which has a primary focus on individuals between 6 and 18 years of age.	\$10 K
	Computers & Printers	Sulaymaniah Martyrs & Anfal Directorate	Provision of computers and colour printers to support activities of the General Directorate of Martyrs and Anfal in Sulaymaniyah.	\$10 K
Total CREDAN KRI				\$ 3,188 K

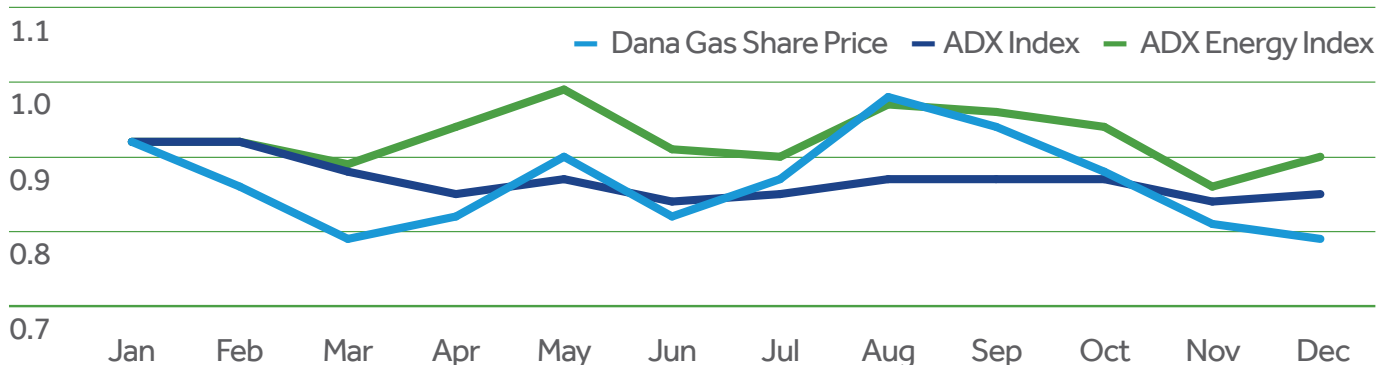
12. General Information:

A. The Company's share price in the market at the end of each month during the fiscal year 2023:

Date	Close	High	Low
31 January	0.828	0.829	0.817
28 February	0.790	0.792	0.782
31 March	0.815	0.817	0.812
28 April	0.894	0.898	0.878
31 May	0.821	0.832	0.821
26 June	0.860	0.862	0.852
31 July	0.979	0.979	0.933
31 August	0.924	0.943	0.924
28 September	0.881	0.899	0.881
31 October	0.810	0.818	0.806
30 November	0.792	0.794	0.782
29 December	0.792	0.795	0.788

B. The Company's comparative performance with the general market index and sector index to which the Company belongs during 2023

ADX and ADX Energy compared to Dana Gas Share Price (AED) (2023)



C. Shareholders' ownership distribution as on 31/12/2023 classified as follows:

Type	UAE	GCC	Arab	Others
Individuals	1,889,400,890	637,095,346	181,871,345	153,217,700
Companies	1,628,829,668	328,269,543	2,377,230	2,173,202,776
Governments	1,108,875	0	0	0
TOTAL	3,519,339,433	965,364,889	184,248,575	2,326,420,476
		6,995,373,373		

D. Shareholders owning 5% or more of the Company's capital as of 31/12/2023 according to the following schedule:

Investor Name	Citizenship	Quantity	%
CRESCENT PETROLEUM COMPANY INTERNATIONAL	United Kingdom - GBR	1,399,087,797	20%
Ajman Bank	UAE	372,387,915	5.32%

E. Details of shares ownership as of 31/12/2023, in accordance to the following schedule:

Shares Ownership	No. of shareholders	No. of shares	% of shares compared to capital
Less than 50,000	231,539	552,627,493	7.90
From 50,000 to less than 500,000	2,242	346,355,593	4.95
From 500,000 to less than 5,000,000	537	851,629,429	12.17
Higher than 5,000,000	157	5,244,760,858	74.97
Total	235,256	6,995,373,373	100.00

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

1. Name of the Head of Investor Relations

Mr. Mohammed Mubaideen is the Head of Investor Relations and Corporate Communications. He has more than 17 years of experience in investor relations.

2. Communications with the Investor Relations

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

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

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

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

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

G. The special resolution presented in the Annual General Assembly held during 2023 and the procedures taken in its regard:

A special resolution was presented and approved by the Annual General Assembly held on April 26, 2023, as follows:

"The Annual General Assembly resolved to approve amendment to Article 8 of the Company's Articles of Association as published at the Company's page at ADX and uploaded to the Company's website."

H. Board Secretary:

1. Name of Board Secretary

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

2. Appointment date

1st December 2019.

3. Qualifications and experience

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

He holds a Master's degree in International Law, Diplomacy and International Relations with focus in International Business Law from Paris Sorbonne University Abu Dhabi and a Bachelor's Degree in Law from University of Sharjah. He has more than 15 years of experience in corporate commercial practices in the region. Prior to joining Dana Gas, he was with ABB Group of Companies as Legal Counsel & Data Privacy Officer for UAE & Oversight Countries (Oman, Qatar, Bahrain, Iraq, Jordan, Lebanon, Syria, Iran, and Afghanistan).

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

4. Statement of his duties during the year

- Ensure compliance with Dana Gas' policies and applicable laws.
- Supervise and lead corporate governance in Dana Gas.
- Prepare and take the minutes of the Board of Directors and Board Steering Committee Meetings.
- Maintaining a special, organized record of Board resolutions, voting results, and attendee names.

- Keeping all reports submitted to or prepared by the Board.
- Providing Board members with agendas, related documents, and any additional information.
- Ensuring Board members comply with Board approved actions.
- Notifying Board members of upcoming meetings well in advance.
- Circulating draft minutes among Board members for feedback before finalization.
- Ensuring Board members promptly receive photocopies of the minutes of the Board meetings, relevant information, and documents.
- Communicating Board and Committee resolutions to the Company's executive management and monitoring their implementation.
- Supporting the Board evaluation process.
- Facilitating coordination between Board Members executives, and committees.
- Managing disclosure records of the Board and the Executive management in line with guidelines and legislation and offering advice to Board members.

I. Major events and important disclosures that the Company encountered during 2023:

1. On 27 December 2023, Dana Gas announced that Ajman Bank, shareholding has exceeded 5.0% in the share capital of Dana Gas.
2. On 8 November 2023, Dana Gas reported AED 462 million (\$126 million) Net Profit in 9M 2023.
3. On 4 October 2023, Dana Gas announced that Mr. Ahmed Abdulhamid Alahmadi as a member of the Company's Board of Directors.
4. Mr. Alahmadi's appointment comes following the resignation of Mr. Jassim Alseddiqi from the Company's Board.
5. On 27 September 2023, Dana Gas announced the appointment of Mr. Richard Hall as Group CEO, as of November 6th, 2023.
6. On 9 August 2023, Dana Gas reported AED 304 million (\$83 million) Net Profit in H1 2023.
7. On 25 July 2023, Dana Gas announced that it became the latest signatory to the Aiming for Zero Methane Emissions Initiative. Dana Gas is now the 20th producer to commit to achieving near-zero methane emissions from operated oil and gas assets by 2030.
8. On 29 May 2023, Dana Gas announced that it has received regulatory approval to increase the foreign ownership limit in the company's shares to 100%.
9. On 10 May 2023, the company reported AED 183 million (\$50 million) Net Profit in Q1 2023.
10. On 27 April 2023, Dana Gas announced that shareholders approved 4.5 fils per share cash dividend for H2 2022.

J. Statement of the details of the transactions made by the Company during 2023, which is equal to 5 % or more of the Share Capital of the Company:

There was no transaction made by the Company during 2023, which is equal to 5 % or more of the share capital of the Company.

K. Emiratization percentage in the Company at the end of 2021,2022 and 2023:

The nationalization percentage in the Company reached 9 % by end of 2021, 2022 and 2023 (applies only for the UAE based business units).

L. Innovative projects and initiatives carried out by the Company or being developed during 2023.

A range of actions were pursued in 2023 under the company's Energy Transition Strategy and Climate Action Plan. This included the following:

- Discussions with the Egyptian Government and various other operators to define next steps in the Dana Gas Carbon Capture & Storage (CCS) project. Framing studies have already determined that DGE's existing depleted fields would be suitable for CCS, though further work is necessary to establish the necessary national policy and regulatory framework, and to establish collaborative industry partnerships to further refine the technical, economic and commercial viability of the opportunity.
- Our Pearl Petroleum venture in the KRI continued to voluntarily offset its annual CO₂e emissions for the third year, maintaining its position as one of the first carbon neutral O&G production businesses in the Middle East.

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

	Signature:	Date:
Chairman of the Board	Mr. Abdul Hamid Dhia Jafar	31-03-2024
Chairman of the Audit & Compliance Committee	Mr. Younis Haji Abdulla Hussain Alkhoori	21-03-2024
Chairperson of the Corporate Governance, Remuneration & Nominations Committee	Ms. Najla Ahmed Mohamed Hamad Almidfa	31-03-2024
Head of Internal Audit	Mr. Neville Henwood	31-03-2024



دانة غاز
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