

**Abu Dhabi National Energy Company PJSC
("TAQA")**

REVIEW REPORT AND INTERIM CONDENSED CONSOLIDATED FINANCIAL
STATEMENTS
FOR THE SIX MONTH PERIOD ENDED
30 JUNE 2023 (UNAUDITED)

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF ABU DHABI NATIONAL ENERGY COMPANY PJSC (“TAQA”)

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of Abu Dhabi National Energy Company PJSC (“the Company”) (“TAQA”) and its subsidiaries (together referred to as “the Group”) as of 30 June 2023, and the related interim condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the six month period then ended and other explanatory notes. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard (IAS) 34, “*Interim Financial Reporting*”. Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”. A review of financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statement is not prepared, in all material respects in accordance with IAS 34, “*Interim Financial Reporting*”.

Deloitte & Touche (M.E.)



Mohammad Khamees Al Tah
Registration No. 717
11 August 2023
Abu Dhabi
United Arab Emirates

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Six month period ended 30 June 2023 (Unaudited)

	Notes	<i>Three month period ended</i>		<i>Six month period ended</i>	
		<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
		<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
REVENUES					
Revenue from generation of power and water	3.1	3,309	3,615	6,450	6,502
Revenue from transmission and distribution of power and water	3.2	8,070	6,785	15,569	13,236
Revenue from oil and gas	3.3	2,286	2,613	4,785	5,688
		13,665	13,013	26,804	25,426
COST OF SALES					
Operating expenses		(8,063)	(6,954)	(15,454)	(13,493)
Depreciation, depletion and amortisation		(2,335)	(2,425)	(4,651)	(4,807)
		(10,398)	(9,379)	(20,105)	(18,300)
GROSS PROFIT		3,267	3,634	6,699	7,126
General and administrative expenses		(514)	(492)	(1,033)	(900)
Finance costs		(744)	(744)	(1,437)	(1,487)
Net foreign exchange gain (loss)		16	9	(25)	(25)
Share of results of associates and joint ventures		117	146	199	293
Interest income		120	22	197	28
Gain on recognition of an investment	17	-	-	10,784	-
Other income		103	60	169	102
PROFIT BEFORE TAX		2,365	2,635	15,553	5,137
Income tax expense	4	(329)	(284)	(2,015)	(893)
PROFIT FOR THE PERIOD		2,036	2,351	13,538	4,244
Attributable to:					
Equity holders of the parent		1,923	2,312	13,495	4,283
Non-controlling interests		113	39	43	(39)
PROFIT FOR THE PERIOD		2,036	2,351	13,538	4,244
Basic and diluted earnings per share attributable to equity holders of the parent (AED)	5	0.02	0.02	0.12	0.04

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Six month period ended 30 June 2023 (Unaudited)

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
<i>Notes</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
PROFIT FOR THE PERIOD	2,036	2,351	13,538	4,244
OTHER COMPREHENSIVE INCOME (LOSS)				
<i>Items that may be reclassified to income statement in subsequent periods:</i>				
Changes in fair values of derivative instruments in cash flow hedges net	306	845	223	1,921
Share of other comprehensive income of joint ventures	95	81	13	116
Exchange differences arising on translation of overseas operations	29	(91)	55	(135)
	430	835	291	1,902
<i>Items not to be reclassified to income statement in subsequent periods:</i>				
Remeasurement gain on defined benefit plans	-	-	6	-
Changes in fair value of investments carried at fair value through OCI	307	-	1,036	-
	307	-	1,042	-
NET OTHER COMPREHENSIVE INCOME FOR THE PERIOD	737	835	1,333	1,902
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	2,773	3,186	14,871	6,146
Attributable to:				
Equity holders of the parent	2,538	2,789	14,748	5,399
Non-controlling interests	235	397	123	747
	2,773	3,186	14,871	6,146

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2023 (Unaudited)

		<i>30 June</i>	<i>(Audited)</i>
		<i>2023</i>	<i>31 December</i>
	<i>Notes</i>	<i>AED million</i>	<i>2022</i>
			<i>AED million</i>
ASSETS			
Non-current assets			
Property, plant and equipment	7	116,419	117,470
Operating financial assets		7,843	7,917
Intangible assets		16,102	16,708
Investments carried at fair value through other comprehensive income	17	11,820	-
Investment in and loans to associates and joint ventures	18	7,360	6,515
Deferred tax assets		6,458	6,678
Derivative financial instruments	14	411	428
Other assets		961	889
		-----	-----
		167,374	156,605
		-----	-----
Current assets			
Inventories		3,273	3,402
Amounts due from related parties	12	2,751	1,760
Operating financial assets		1,211	1,253
Accounts receivable and prepayments		7,205	7,333
Derivative financial instruments	14	119	75
Income tax prepaid		426	424
Cash and short term deposits	8	10,325	10,422
		-----	-----
		25,310	24,669
		-----	-----
Assets classified as held for sale	19	-	234
		-----	-----
TOTAL ASSETS		192,684	181,508
		=====	=====
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Share capital		112,434	112,434
Merger reserve	9	(56,443)	(56,443)
Statutory reserve	9	3,130	1,780
Retained earnings		16,793	9,002
Foreign currency translation reserve		(62)	(117)
Cumulative changes in fair value of derivatives in cash flow hedges		3,879	3,723
Cumulative changes in fair value of investments	17	1,036	-
		-----	-----
		80,767	70,379
		-----	-----
Non-controlling interests		6,693	7,197
Loans from non-controlling interest shareholders in subsidiaries		131	165
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Total non-controlling interest, including loans		6,824	7,362
		-----	-----
TOTAL EQUITY		87,591	77,741
		=====	=====

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION continued As at 30 June 2023 (Unaudited)

		<i>30 June</i>	<i>(Audited)</i>
		<i>2023</i>	<i>31 December</i>
	<i>Notes</i>	<i>AED million</i>	<i>2022</i>
			<i>AED million</i>
Non-current liabilities			
Interest bearing loans and borrowings	10	54,351	50,484
Deferred tax liabilities		2,440	1,330
Asset retirement obligations		14,025	13,989
Derivative financial instruments	14	371	537
Other liabilities		2,656	1,853
		73,843	68,193
Current liabilities			
Accounts payable, accruals and other liabilities		18,638	18,047
Interest bearing loans and borrowings	10	7,263	11,129
Islamic loans	10	46	92
Amounts due to related parties	12	3,779	4,129
Bank overdrafts	8	1	37
Income tax payable		1,396	1,098
Derivative financial instruments	14	127	224
		31,250	34,756
Liabilities directly associated with assets classified as held for sale	19	-	818
TOTAL LIABILITIES		105,093	103,767
TOTAL EQUITY AND LIABILITIES		192,684	181,508

To the best of our knowledge, the financial information included in these interim condensed consolidated financial statements fairly presents in all material respects the financial condition, results of operation and cash flows of the Group as of, and for, the periods presented therein. The interim condensed consolidated financial statements were approved by the Board of Directors on 11 August 2023 and signed on its behalf by:



CHAIRMAN OF THE
BOARD OF DIRECTORS



CHAIRMAN OF THE
AUDIT COMMITTEE



GROUP CHIEF EXECUTIVE OFFICER
& MANAGING DIRECTOR



CHIEF FINANCIAL OFFICER

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Six month period ended 30 June 2023 (Unaudited)

	Attributable to equity holders of the parent										
	<i>Share capital AED million</i>	<i>Merger reserve AED million</i>	<i>Statutory reserves AED million</i>	<i>Retained earnings AED million</i>	<i>Foreign currency translation reserve AED million</i>	<i>Cumulative changes in fair value of derivatives AED million</i>	<i>Cumulative changes in fair value of investments AED million</i>	Total AED million	<i>Non- controlling interests AED million</i>	<i>Loans from non- controlling interest shareholders in subsidiaries AED million</i>	Total equity AED million
Balance at 1 January 2022 (audited)	112,434	(56,443)	977	7,284	6	1,646	-	65,904	6,943	355	73,202
Profit for the period	-	-	-	4,283	-	-	-	4,283	(39)	-	4,244
Other comprehensive income for the period	-	-	-	-	(135)	1,251	-	1,116	786	-	1,902
Total comprehensive income for the period	-	-	-	4,283	(135)	1,251	-	5,399	747	-	6,146
Dividends (note 16)	-	-	-	(4,161)	-	-	-	(4,161)	(355)	-	(4,516)
Transfer to reserves	-	-	428	(428)	-	-	-	-	-	-	-
Repayment of loans	-	-	-	-	-	-	-	-	-	(123)	(123)
Balance at 30 June 2022 (unaudited)	112,434	(56,443)	1,405	6,978	(129)	2,897	-	67,142	7,335	232	74,709
Balance at 1 January 2023 (audited)	112,434	(56,443)	1,780	9,002	(117)	3,723	-	70,379	7,197	165	77,741
Profit for the period	-	-	-	13,495	-	-	-	13,495	43	-	13,538
Other comprehensive income for the period	-	-	-	6	55	156	1,036	1,253	80	-	1,333
Total comprehensive income for the period	-	-	-	13,501	55	156	1,036	14,748	123	-	14,871
Dividends (note 16)	-	-	-	(4,445)	-	-	-	(4,445)	(358)	-	(4,803)
Transfer to reserves	-	-	1,350	(1,350)	-	-	-	-	-	-	-
Group ownership modification	-	-	-	85	-	-	-	85	(269)	-	(184)
Repayment of loans	-	-	-	-	-	-	-	-	-	(34)	(34)
Balance at 30 June 2023 (unaudited)	112,434	(56,443)	3,130	16,793	(62)	3,879	1,036	80,767	6,693	131	87,591

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

Six month period ended 30 June 2023 (Unaudited)

	<i>Notes</i>	30 June 2023 AED million	30 June 2022 AED million
OPERATING ACTIVITIES			
Profit before tax		15,553	5,137
Adjustments for:			
Depreciation, depletion and amortisation		4,651	4,807
Finance costs		1,437	1,487
Share of results of associates and joint ventures		(199)	(293)
Interest income		(197)	(28)
Gain on recognition of an investment	17	(10,784)	-
Asset retirement obligation relief deed income		(16)	49
Other movements		206	190
Revenue from operating financial assets		(756)	(761)
		9,895	10,588
Working capital changes:			
Inventories		160	67
Accounts receivables and prepayments		275	(988)
Amounts due from related parties		(957)	(652)
Amounts due to related parties		(369)	548
Accounts payable, accruals and other liabilities		362	397
Income tax paid		(683)	(521)
Asset retirement obligation payments		(449)	(439)
Cash received from operating financial assets		1,004	980
		(657)	(608)
Net cash generated from operating activities		9,238	9,980
INVESTING ACTIVITIES			
Purchases of property, plant and equipment	7	(2,177)	(1,950)
(Advances to)/ receipts from associates and joint ventures	12	(599)	204
Purchase of share in a subsidiary		(204)	-
Interest received		197	28
Other movements		(70)	15
Net cash used in investing activities		(2,853)	(1,703)

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS continued Six month period ended 30 June 2023 (Unaudited)

	<i>Notes</i>	30 June 2023 AED million	30 June 2022 AED million
FINANCING ACTIVITIES			
Repayments of interest bearing loans and borrowings	10	(9,439)	(3,500)
Receipts of interest bearing loans and borrowings	10	9,545	2,804
Repayments of Islamic loans	10	(46)	(613)
Payments of lease liabilities	10	(90)	(44)
Payment of derivative financial instruments		-	(361)
Interest paid		(1,516)	(1,500)
Dividend paid to non-controlling interest shareholders		(393)	(373)
Dividend paid to shareholders		(4,445)	(4,161)
Repayment of loans from non-controlling interest shareholders in subsidiaries		(34)	(123)
Net cash used in financing activities		(6,418)	(7,871)
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS		(33)	406
Net foreign exchange difference		(28)	(130)
Restricted cash movement		28	35
Cash and cash equivalents at 1 January		10,123	8,422
CASH AND CASH EQUIVALENTS AT 30 JUNE	8	10,090	8,733

Significant non-cash transactions:

During the six month period ended 30 June 2023, assets with a value of AED 753 million were transferred to Abu Dhabi Transmission & Despatch Company PJSC. As the assets were transferred at nil cost to the company there are no transactions to reflect in the interim consolidated statement of cash flows, however the amount has been recorded within ‘Property, plant and equipment’ on the interim consolidated statement of financial position.

During the six month period ended 30 June 2023, an equity investment with a fair value of AED 10,784 million at initial recognition was transferred to Abu Dhabi National Energy Company PJSC (TAQA). This represents a 5% holding of the total issued share capital of ADNOC Gas plc, an entity listed on the Abu Dhabi Securities Exchange (ADX). This amount has not been reflected in the interim consolidated statement of cash flows, however the amount has been recorded on the interim consolidated statement of financial position. Further details are provided in note 17.

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

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

1 CORPORATE INFORMATION

Abu Dhabi National Energy Company PJSC (“TAQA” or the “Company”) was established on 21 June 2005 pursuant to the provisions of Emiri Decree number 16/2005 as a public joint stock company.

TAQA is a subsidiary of Abu Dhabi Power Corporation (“ADPC”) and is listed on the Abu Dhabi Securities Exchange. ADPC’s ownership represents 90.0% of the entire issued share capital of TAQA with the remainder 5.1% being held by Norm Commercial Investments – One Person Company and 4.9% held by other shareholders including the public. ADPC is a 100% owned by Abu Dhabi Developmental Holding Company (“ADQ”).

TAQA is a diversified utilities and energy company with significant strategic power and water generation assets in its domestic market in the UAE and operates internationally across the energy value chain from upstream and midstream oil and gas through to power generation.

TAQA’s registered head office is at 25th Floor, Al Maqam Tower, Abu Dhabi Global Market Square, PO Box 55224, Abu Dhabi, United Arab Emirates.

On 21 June 2023, TAQA entered into binding agreements for the purchase of Sustainable Water Solutions Holding Company (SWS Holding). SWS Holding was established in May 2023 with an aim to deliver sustainable water solutions through a focus on resource recovery and water circularity that will benefit industries and communities. SWS Holding owns Abu Dhabi Sustainable Water Solutions Company, the main entity behind all wastewater collection treatment, and reuse in the Emirate of Abu Dhabi. The transaction is still subject to the completion of necessary transaction requirements, including obtaining relevant third party and regulatory approvals, expected to take a number of months.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

The interim condensed consolidated financial statements for the six months period ended 30 June 2023 have been prepared in accordance with International Accounting Standard IAS 34, *Interim Financial Reporting*.

The interim condensed consolidated financial statements have been presented in United Arab Emirates Dirhams (“AED”), which is the functional currency of the Company and presentation currency of the Group. All values are rounded to the nearest million (AED million) except where otherwise indicated.

The interim condensed consolidated financial statements do not include all information and disclosures required in the annual financial statements and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 December 2022. In addition, results for the six months ended 30 June 2023 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2023.

As at 30 June 2023, retained earnings of the Group are AED 16,793 million (31 December 2022: AED 9,002 million). As at 30 June 2023, the current liabilities of the Group exceed its current assets by AED 5,940 million (31 December 2022: by AED 10,087 million). The Group has sufficient short to medium term liquidity to meet ongoing commitments and upcoming debt repayments in the ordinary course of business. Therefore it is concluded that there are sufficient resources available to support the going concern assumption being appropriate for the preparation of the interim condensed consolidated financial statements for the six month period ended 30 June 2023.

On 9 December 2022, the UAE Ministry of Finance released Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (UAE CT Law or the Law) to enact a Federal corporate tax (CT) regime in the UAE. The Corporate Tax Law shall apply to Tax Periods commencing on or after 1 June 2023 (where the Tax Period is generally aligned with the financial accounting period).

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES continued

2.1 BASIS OF PREPARATION continued

Decision No. 116 of 2022 (published in December 2022 and considered to be effective from 16 January 2023) specifies that taxable income not exceeding AED 375,000 would be subject to a 0% UAE CT rate, and taxable income exceeding AED 375,000 would be subject to the 9% UAE CT rate. With the publication of this Decision, the UAE CT Law is considered to have been substantively enacted for the interim reporting period to 30 June 2023 and for the purposes of accounting for Income Taxes.

Since its publication, the UAE CT Law has been supplemented by a number of Decisions of the Cabinet of Ministers of the UAE (Decisions). Such Decisions and other interpretive guidance of the UAE Federal Tax Authority provide important details relating to the interpretation of the UAE CT Law, and are required to fully evaluate the impact of the UAE CT Law on the TAQA Group.

The Group should be subject to the provisions of the UAE CT Law with effect from 1 January 2024, and current taxes shall be accounted for as appropriate in the financial statements for the period beginning 1 January 2024. In accordance with IAS 12 Income Taxes, the related deferred tax accounting impact has been considered for the interim financial period ended 30 June 2023.

Following assessment of the potential impact of the UAE CT Law on the interim balance sheet, the Group considers that taxable temporary differences arise in respect of Purchase Price Allocation (PPA) adjustments carried on the Group’s consolidated balance sheet and relating to corporate transaction in prior accounting periods. The Group has assessed a potential deferred tax liability in the amount of AED 1,198 million and relating to the PPA attributable to UAE-based Group entities. While there is ambiguity concerning many aspects of the UAE CT Law, the Group consider it is appropriate to account for this deferred tax liability in the interim financial period ended 30 June 2023.

No other potential deferred tax assets or liabilities have been identified at 30 June 2023. The Group will continue to assess the expected impact of the UAE CT Law on its operations and investments, and continue to evaluate its interpretation in light of the Decisions and related guidance. The Group will also continue the more detailed review of its financial matters, to consider any changes to this position at subsequent reporting dates, and to further evaluate the expected quantum of impact of the UAE CT Law on the Group in future accounting periods.

The geopolitical situation in Eastern Europe intensified on 24 February 2022 with the commencement of the conflict between Russia and Ukraine. As at the date of authorising these interim condensed consolidated financial statements for issue, the conflict continues to evolve as military activity proceeds. Management has considered the unique circumstances and the possible risks and exposures of the Group and has concluded that there is no significant impact on the Group interim condensed consolidated financial statements. Similarly, the situation is not expected to have any material impact on the business operations. Management will continue to monitor the situation closely and will assess the need for any action as required.

Following the international arbitration ruling on the Iraq-Turkey oil pipeline dispute, operations at TAQA Atrush in Iraq and part of the oil and gas segment have been shut down. The shut down began on 25 March 2023 and although Turkey, Iraq’s federal government and the KRG are in talks on how to reach a mutual agreement over the northern Iraqi exports, it remains unresolved. TAQA management is monitoring the situation and ensuring the business maintains safe and reliable operations with maximum cost efficiency.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES continued

2.2 SIGNIFICANT ACCOUNTING POLICIES

The Group has consistently applied the accounting policies as applied by the Group in the annual consolidated financial statements for the year ended 31 December 2022, except for the adoption of the following new standards and interpretations effective as of 1 January 2023 which have not caused any material impact on the Group’s interim condensed consolidated financial statements.

- IFRS 17 Insurance Contracts
- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current
- Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)
- Definition of Accounting Estimates (Amendments to IAS 8)
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)
- Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4)
- International Tax Reform- Pillar Two Model Rules (Amendments to IAS 12).

The Group has not early adopted the following standards, interpretations or amendments that have been issued but not yet effective. These are not expected to have any material impact on the Group’s consolidated financial statements.

- Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (effective date not yet decided)
- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16) (effective from 1 January 2024)
- Non-current Liabilities with Covenants (Amendments to IAS 1) (effective from 1 January 2024)
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7) (effective from 1 January 2024).

The critical judgements and estimates used in the preparation of these interim condensed consolidated financial information are consistent with those used in the preparation of the Group’s annual financial statements for the year ended 31 December 2022, with the exception of the below:

A new critical judgement was exercised in determining whether the transfer of ADNOC Gas Pls (“ADNOC Gas”) shares from Abu Dhabi National Oil Company PJSC (“ADNOC”) is considered to be a government grant in accordance with IAS 20 or considered as contribution in kind. Management is satisfied that the transfer of ADNOC Gas shares is not an equity contribution. Management considered the detailed criteria of IAS 20, and concluded that it represents a grant and the gain on initial recognition in the interim condensed consolidated profit or loss is appropriate.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

3 REVENUE

3.1 Revenue from generation of power and water

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
Operating lease revenue	1,528	1,489	2,950	2,789
Revenue from operating financial assets	400	393	756	761
Revenue from tolling agreement	-	282	-	321
Energy payments and other related revenue	440	438	835	792
Fuel revenue*	679	952	1,597	1,673
Other revenue	262	61	312	166
	-----	-----	-----	-----
	3,309	3,615	6,450	6,502
	=====	=====	=====	=====

*Fuel revenue represents reimbursements from the offtakers of the power and water subsidiaries for fuel consumed in power generation in accordance with the terms of the power and water purchase agreements and the power purchase agreements.

All revenue from generation of power and water is recognised at a point in time, with the exception of revenue from operating financial assets and development fee revenue within “other revenue” which is recognised over time.

3.2 Revenue from transmission and distribution of power and water

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
TUOS charges for unlicensed activities	282	224	553	480
Revenue from supply and distribution of power and water	3,380	3,273	6,292	5,935
Distribution connection and meter installation fees	68	61	144	134
Water coupons	19	20	37	41
Other operating revenue	4,321	3,207	8,543	6,646
	-----	-----	-----	-----
	8,070	6,785	15,569	13,236
	=====	=====	=====	=====

Other operating revenue for sales of water and electricity is calculated as the difference between its Maximum Allowed Revenue (“MAR”) determined in its Regulatory Control Framework (issued by the DoE) and revenue relating to supply and distribution of water and electricity from its customers. Accordingly, the Group recognised this revenue relating to supply and distribution of water and electricity based on those rights and rewards that are confirmed during the period.

All revenue from transmission and distribution of power and water is recognised at a point in time.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

3 REVENUE continued

3.3 Revenue from oil and gas

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
Gross oil and gas revenue	1,880	2,712	4,087	5,814
Less: royalties	(38)	(207)	(174)	(342)
	1,842	2,505	3,913	5,472
Gas storage revenue	377	50	520	97
Net processing income	58	58	108	113
Other revenue	9	-	244	6
	2,286	2,613	4,785	5,688

All revenue from oil and gas is recognised at a point in time, with the exception of gas storage revenue which is recognised over time.

4 INCOME TAX

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
<i>Current income tax:</i>				
Current income tax charge	290	314	712	809
<i>Deferred income tax:</i>				
Relating to origination and reversal of temporary differences	39	(30)	105	84
Relating to enactment of UAE corporate income tax*	-	-	1,198	-
Income tax expense	329	284	2,015	893

*The deferred income tax expense for the six month period ended 30 June 2023 of AED 1,198 million (30 June 2022: nil) relates to the initial recognition of a deferred tax liability in respect of Purchase Price Allocation (PPA) adjustments carried on the Group’s interim consolidated statement of financial position and attributable to certain UAE-based Group entities. While the PPA adjustments relate to a corporate transaction completed in prior accounting periods, the deferred tax liability arises due to the introduction of the UAE CT Law in the UAE, and on the basis that the UAE-based entities to which those PPA adjustments are attributed should be subject to UAE CT in the future.

Tax for the six month period is charged at 43% (30 June 2022: 34%), representing the best estimate of the average annual effective tax rate expected for the full year, applied to the pre-tax income of the six month period.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

5 BASIC AND DILUTED EARNINGS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT

Basic earnings per share amounts are calculated by dividing earnings for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period.

Diluted earnings per share amounts are calculated by dividing the earnings attributable to ordinary shareholders of the parent by the weighted average number of ordinary shares outstanding during the period, adjusted for the effects of dilutive instruments.

The following reflects the profit and share data used in the earnings per share computations:

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
Profit for the period attributable to equity holders of the parent (<i>AED million</i>)	1,923	2,312	13,495	4,283
	-----	-----	-----	-----
Weighted average number of ordinary shares issued (million)	112,434	112,434	112,434	112,434
	-----	-----	-----	-----
Basic earnings per share (AED)	0.02	0.02	0.12	0.04
	=====	=====	=====	=====

No figure for diluted earnings per share has been presented as the Group has not issued any instruments which would have an impact on earnings per share when exercised.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

6 OPERATING SEGMENT INFORMATION

Operating segments are components that engage in business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the chief operating decision maker (CODM), and for which discrete financial information is available. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Executive Officer (CEO) of TAQA.

For this purpose, the Group is organised into business units based on their geography, products and services, and has three reportable operating segments as follows:

- Power and Water Generation Segment
- Power and Water Transmission & Distribution Segment
- Oil and Gas Segment

Power and Water Generation Segment

This segment is engaged in generation of electricity and production of desalinated water for supply in UAE and generation of electricity in Morocco, India, Ghana, and Saudi Arabia. It also includes investments in joint ventures and associates which hold a number assets focused in renewable energy and sustainable development in various countries.

Power and Water Transmission & Distribution Segment

This segment is engaged in transmission and distribution of water and electricity from the generation and desalination plants in the UAE.

Oil and Gas Segment

This segment is engaged in Upstream and Midstream oil and gas activities in Canada and Netherlands and Upstream oil and gas activities in United Kingdom and Kurdistan, Iraq.

Several operating segments have been aggregated to form the above reportable operating segments which are provided below:

Power and Water Generation – UAE	}	Generation
Power and Water Generation – Others		
Power and Water Transmission & Distribution – UAE	}	Transmission & Distribution
Oil and Gas – North America		
Oil and Gas – Europe	}	Oil & Gas
Oil and Gas – Iraq		

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on ‘profit or loss for the period’ as detailed in the following table. Interest bearing loans and borrowings and Islamic loans except for the subsidiaries with project financing arrangements are managed on a group basis and are not allocated to operating segments.

The majority of the Group’s revenues, profits, and assets relate to its operations in the United Arab Emirates.

Investment in certain associates with activities other than power and water generation and oil and gas and available for sale investments are managed on a group basis and are therefore not allocated to operating segments.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

6 OPERATING SEGMENT INFORMATION continued

The following table presents revenue and profit information for the Group’s operating segments:

	<i>Transmission & Distribution AED million</i>	<i>Generation AED million</i>	<i>Oil & Gas AED million</i>	<i>Adjustments, eliminations & unallocated AED million</i>	<i>Consolidated AED million</i>
Period ended 30 June 2023:					
Revenue from external customers	15,569	6,450	4,785	-	26,804
Operating expenses	(10,614)	(2,704)	(2,150)	14	(15,454)
Depreciation, depletion and amortisation	(1,952)	(2,244)	(470)	15	(4,651)
	-----	-----	-----	-----	-----
Gross profit	3,003	1,502	2,165	29	6,699
General and administrative expenses	(616)	(123)	(103)	(191)	(1,033)
Finance costs	(2)	(816)	(218)	(401)	(1,437)
Net foreign exchange gains (losses)	-	31	(10)	(46)	(25)
Gain on recognition of an investment	-	-	-	10,784	10,784
Share of results of associates and joint ventures	-	192	-	7	199
Other income (expense)	79	67	33	(10)	169
Interest income	66	112	143	(124)	197
Income tax (expense) credit	(1,030)	(266)	(930)	211	(2,015)
	-----	-----	-----	-----	-----
Profit for the period	1,500	699	1,080	10,259	13,538
Non-controlling interests	-	(43)	-	-	(43)
	-----	-----	-----	-----	-----
Profit for the period Attributable to equity holders of the parent	1,500	656	1,080	10,259	13,495
	=====	=====	=====	=====	=====
	<i>Transmission & Distribution AED million</i>	<i>Generation AED million</i>	<i>Oil & Gas AED million</i>	<i>Adjustments, eliminations & unallocated AED million</i>	<i>Consolidated AED million</i>
Period ended 30 June 2022:					
Revenue from external customers	13,236	6,502	5,688	-	25,426
Operating expenses	(8,779)	(2,884)	(1,844)	14	(13,493)
Depreciation, depletion and amortisation	(2,024)	(2,319)	(479)	15	(4,807)
	-----	-----	-----	-----	-----
Gross profit	2,433	1,299	3,365	29	7,126
General and administrative expenses	(503)	(123)	(101)	(173)	(900)
Finance costs	(2)	(898)	(223)	(364)	(1,487)
Net foreign exchange (losses) gains	-	(170)	19	126	(25)
Share of results of associates and joint ventures	-	292	-	1	293
Other income (expense)	88	36	4	(26)	102
Interest income	18	20	7	(17)	28
Income tax (expense) credit	-	(181)	(748)	36	(893)
	-----	-----	-----	-----	-----
Profit (loss) for the period	2,034	275	2,323	(388)	4,244
Non-controlling interests	-	39	-	-	39
	-----	-----	-----	-----	-----
Profit (loss) for the period Attributable to equity holders of the parent	2,034	314	2,323	(388)	4,283
	=====	=====	=====	=====	=====

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

6 OPERATING SEGMENT INFORMATION continued

The following table presents segment assets and liabilities of the Group’s operating segments:

	<i>Transmission & Distribution AED million</i>	<i>Generation AED million</i>	<i>Oil & Gas AED million</i>	<i>Adjustments, eliminations & unallocated AED million</i>	<i>Consolidated AED million</i>
<i>At 30 June 2023</i>					
Property, plant and equipment	82,333	28,999	5,088	(1)	116,419
Operating financial assets	-	9,054	-	-	9,054
Investment in associates, joint ventures and related balances	797	6,204	-	359	7,360
Intangible assets	4,755	11,309	38	-	16,102
Investment carried at FVOCI	-	-	-	11,820	11,820
Deferred tax assets	-	63	6,295	100	6,458
Other assets	5,914	9,925	2,381	7,251	25,471
Segment assets	93,799	65,554	13,802	19,529	192,684
Segment liabilities	18,928	40,992	16,538	28,635	105,093

	<i>Transmission & Distribution AED million</i>	<i>Generation AED million</i>	<i>Oil & Gas AED million</i>	<i>Adjustments, eliminations & unallocated AED million</i>	<i>Consolidated AED million</i>
<i>At 31 December 2022(audited)</i>					
Property, plant and equipment	82,147	30,508	4,811	4	117,470
Operating financial assets	-	9,170	-	-	9,170
Investment in associates, joint ventures and related balances	797	5,366	-	352	6,515
Intangible assets	4,755	11,927	26	-	16,708
Deferred tax assets	63	-	6,517	98	6,678
Other assets	4,851	9,959	2,350	7,573	24,733
Assets classified as held for sale	-	-	234	-	234
Segment assets	92,613	66,930	13,938	8,027	181,508
Liabilities directly associated with assets classified as held for sale	-	-	818	-	818
Segment liabilities	17,114	42,647	16,723	27,283	103,767

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

7 PROPERTY, PLANT AND EQUIPMENT

During the six month period ended 30 June 2023, the Group incurred capital expenditure of AED 2,078 million (30 June 2022: AED 1,783 million) and a depreciation and depletion charge of AED 4,042 million (30 June 2022: AED 3,603 million).

8 CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the interim consolidated statement of cash flows comprise the following amounts:

	<i>At 30 June 2023 (Unaudited) AED million</i>	<i>At 31 December 2022 (Audited) AED million</i>	<i>At 30 June 2022 (Unaudited) AED million</i>
Cash in hand and at banks	3,904	5,810	3,317
Short term deposits	6,421	4,612	5,717
	-----	-----	-----
Total cash and short term deposits	10,325	10,422	9,034
Restricted cash	(234)	(262)	(284)
Bank overdrafts	(1)	(37)	(17)
	-----	-----	-----
Net cash and cash equivalents	10,090	10,123	8,733
	=====	=====	=====

Short term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates. Bank overdrafts carry interest at floating rates and are secured by guarantees from certain shareholders of the subsidiaries.

At 30 June 2023, the Group had available undrawn committed borrowing facilities of AED 13,584 million (31 December 2022: AED 13,582 million and 30 June 2022: AED 13,574 million) in respect of which all conditions precedent have been met.

9 OTHER EQUITY

	<i>At 30 June 2023 (Unaudited) AED million</i>	<i>At 31 December 2022 (Audited) AED million</i>
Statutory reserve (i)	3,130	1,780
Merger reserve (ii)	(56,443)	(56,443)
	=====	=====

(i) Statutory reserve

As required by the UAE Federal Law No. 32 of 2021 and Article 34 of the Articles of Association of TAQA, 10% of the profit for the year is transferred to a statutory reserve. The Company may resolve to discontinue such transfers when the reserve equals 50% of the share capital. The reserve is not available for distribution.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

9 OTHER EQUITY continued

(ii) Merger reserve

On 1 July 2020, the Company completed a transaction whereby ADPC contributed the majority of its power and water generation, transmission and distribution assets to TAQA. In this transaction, Abu Dhabi Transmission & Despatch Company PJSC (TransCo) was determined to be the accounting acquirer (or legal acquiree) given its relative size within the combining entities and TAQA was determined to be the legal acquirer (or the accounting acquiree) which resulted in a reverse acquisition. In accordance with IFRS 3 and per the principles of reverse acquisition, the equity structure appearing in these consolidated financial statements reflects the capital structure (number of shares) of the legal acquirer (TAQA), including the shares issued by TAQA to ADPC to effect the business combination. This resulted in the creation of a 'Merger reserve' as at 1 July 2020, being the difference between the capital structure of the legal acquirer (TAQA) and the capital structure of the accounting acquirer (TransCo).

10 INTEREST BEARING LOANS AND BORROWINGS AND ISLAMIC LOANS

	<i>30 June 2023 AED million</i>	<i>30 June 2022 AED million</i>
--	---	---

The Group had the following loan receipts / repayments during the period:

Repayments:

Interest bearing loans and borrowings	(9,439)	(3,500)
Islamic loans	(46)	(613)
	=====	=====

Receipts:

Interest bearing loans and borrowings	9,545	2,804
	=====	=====

2023

On 12 January 2023, the Group's AED 3,631 million bond (US \$989 million) matured and was repaid in full.

On 6 March 2023, the Group utilised AED 2,754 million (US \$750 million) of its revolving credit facility. Amounts borrowed carry interest of SOFR plus a margin. As at 30 June 2023, it has been fully repaid.

On 18 April 2023, the Group issued an aggregate AED 5,509 million (US \$1,500 million) in 5 year and 10 year dual tranche senior unsecured notes. The 10 year notes at AED 3,673 million (US \$1,000 million) were issued with a coupon rate of 4.696% per annum and are a green bond issuance. The 5 year notes at AED 1,836 million (US \$500 million) were issued as conventional bonds at a coupon rate of 4.375% per annum.

On 26 May 2023, Jorf Lasfar Energy Company 5&6 S.A drew down a bridge loan of AED 1,224 million (MAD 3,300 million) in order to repay the maturing senior loan on 31 May 2023. The bridge loan was issued with an interest rate of 4.5% per annum. Once the conditions precedent are met the bridge loan will be repaid and long term debt issued.

2022

On 17 January 2022, Sweihan PV Power Company PJSC refinanced its existing debt facilities with green senior secured bonds of AED 2,574 million (US \$700.8 million). The bonds were issued at a 3.625% coupon rate maturing on 31 January 2049.

On 3 March 2022, the AED 571 million (MYR 650 million) Islamic loan matured and was repaid in full.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

10 INTEREST BEARING LOANS AND BORROWINGS AND ISLAMIC LOANS continued

2022 continued

At 31 December 2022, Fujairah Asia Power Company PJSC (FAPCO) was in breach of a loan covenant. This covenant breach was a result of a delay in the restructuring of the international shareholder interests in FAPCO. As a result of the breach, the full amount of the debt was classified as current liabilities in the statement of financial position. This has been resolved and the debt at 30 June 2023 is split between current and non-current liabilities in the statement of financial position.

Changes in liabilities arising from financing activities

	<i>1 January 2023 AED million</i>	<i>Cash flows (note i) AED million</i>	<i>Other (note ii) AED million</i>	<i>30 June 2023 AED million</i>
<i>2023</i>				
<i>Current:</i>				
Interest bearing loans and borrowings	11,129	106	(3,972)	7,263
Islamic loans	92	(46)	-	46
Lease liabilities	125	(90)	224	259
	-----	-----	-----	-----
	11,346	(30)	(3,748)	7,568
<i>Non-current:</i>				
Interest bearing loans and borrowings	50,484	-	3,867	54,351
Lease liabilities	443	-	(126)	317
	-----	-----	-----	-----
	50,927	-	3,741	54,668
	62,273	(30)	(7)	62,236
	=====	=====	=====	=====
	<i>1 January 2022 AED million</i>	<i>Cash flows (note i) AED million</i>	<i>Other (note ii) AED million</i>	<i>30 June 2022 AED million</i>
<i>2022</i>				
<i>Current:</i>				
Interest bearing loans and borrowings	2,843	(1,115)	4,712	6,440
Islamic loans	661	(613)	40	88
Lease liabilities	138	(44)	109	203
	-----	-----	-----	-----
	3,642	(1,772)	4,861	6,731
<i>Non-current:</i>				
Interest bearing loans and borrowings	61,369	419	(5,232)	56,556
Islamic loans	92	-	(46)	46
Lease liabilities	388	-	(67)	321
	-----	-----	-----	-----
	61,849	419	(5,345)	56,923
	65,491	(1,353)	(484)	63,654
	=====	=====	=====	=====

(i) The cash flows relates to the net movements in interest bearing loans and borrowings and Islamic loans as detailed in the cash flow statement.

(ii) This includes reclassifications between non-current and current, prepaid finance cost accruals and payments, foreign exchange differences and fair value adjustments

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

11 SEASONALITY OF OPERATIONS

Due to higher electricity demand in the summer period in the United Arab Emirates, higher revenues and operating profits are usually expected for the power and water generation domestic subsidiaries in the second and third quarters of the year compared to the first and fourth quarters of the year.

Due to high demand for natural gas in Canada and Europe in the winter period, higher revenues and operating profits are usually expected in the first and fourth quarters of the year compared to the second and third quarters of the year. Higher revenues and operating profits from European midstream operations are generated during the first and fourth quarters of the year.

12 RELATED PARTY TRANSACTIONS

The Group enters into transactions with companies and entities that fall within the definition of a related party. Related parties, as defined in International Accounting Standard 24: Related Party Disclosures, include associate companies, major shareholders, directors and other key management personnel of the Company, and entities controlled, jointly controlled or significantly influenced by such parties. The following table provides a summary of other significant related party transactions included in the interim consolidated statement of profit or loss during the six month period:

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
	<i>(Unaudited)</i>		<i>(Unaudited)</i>	
	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
Emirates Water and Electricity Company:				
TUOS and connection charges for unlicensed activity	282	224	553	480
Revenue from electricity and water	2,047	2,009	3,944	3,723
Energy costs	(27)	(21)	(51)	(39)
Electricity and water bulk supply tariff	(5,098)	(4,089)	(9,653)	(7,769)
	-----	-----	-----	-----
	(2,796)	(1,877)	(5,207)	(3,605)
	=====	=====	=====	=====
Other operating revenue	4,320	3,207	8,542	6,646
	=====	=====	=====	=====
Other transactions				
Massar vehicle leasing	(10)	(5)	(13)	(11)
License fees to DOE	(17)	(26)	(56)	(51)
Charges for provision of IT support services	(8)	(22)	(24)	(34)
Finance costs	(2)	(2)	(5)	(3)
Interest income	7	2	15	3

Other operating revenue for sales of water and electricity is calculated as the difference between its Maximum Allowed Revenue (MAR) determined in its Regulatory Control Framework (issued by the DoE) and revenue relating to supply and distribution of water and electricity from its customers. Accordingly, the Group recognised this revenue for supply and distribution of water and electricity based on those rights and rewards that are confirmed during the period.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

12 RELATED PARTY TRANSACTIONS continued

Balances with related parties

Balances with related parties that are disclosed in the consolidated statement of financial position as follows:

	<i>At 30 June 2023 (Unaudited) AED million</i>	<i>At 31 December 2022 (Audited) AED million</i>
<i>Non-current asset</i>		
Advance and loans to associates and joint ventures*	1,833 =====	1,146 =====
<i>Current assets</i>		
Bank balances with UAE government banks	2,290 =====	7,019 =====
Amounts due from Emirates Water and Electricity Company (EWEC)	1,765	1,385
Amounts due from Abu Dhabi Power Corporation (ADPC)	329	343
Amounts due from other related parties	657 -----	32 -----
	2,751 =====	1,760 =====
<i>Non-current liabilities</i>		
Loan from Abu Dhabi Power Corporation (ADPC)	27	26
Bank loans with government owned bank	103 -----	107 -----
	130 =====	133 =====
<i>Current liabilities</i>		
Amounts due to Emirates Water and Electricity Company (EWEC)	3,372	1,976
Amounts due to Abu Dhabi Power Corporation (ADPC)	124	129
Amounts due to other related parties	283 -----	2,024 -----
	3,779 =====	4,129 =====
Available undrawn bank facilities with UAE government banks	470 =====	470 =====

*During the period ended 30 June 2023, TAQA provided a shareholder loan of AED 687 million to Abu Dhabi Future Energy Company PJSC. The loan has no set repayment date and bears no interest. The proceeds of the loan will be used in connection with investments approved in accordance with the Borrower’s delegation of authority.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

12 RELATED PARTY TRANSACTIONS continued

Compensation of key management personnel

The remuneration of senior key management personnel of the Group during the six month period was as follows:

	<i>Three month period ended</i>		<i>Six month period ended</i>	
	<i>30 June</i>		<i>30 June</i>	
	<i>2023</i>	<i>2022</i>	<i>2023</i>	<i>2022</i>
	<i>(Unaudited)</i>		<i>(Unaudited)</i>	
	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>	<i>AED million</i>
Short and long term benefits	5	5	29	25
	=====	=====	=====	=====

13 COMMITMENTS AND CONTINGENCIES

(i) Capital expenditure commitments

The authorised contracted capital expenditure contracted for at 30 June 2023 but not provided for amounted to AED 6,624 million (31 December 2022: AED 5,040 million).

(ii) Other commitments

As at the reporting date TAQA North has entered into contractual commitments, mainly pipeline usage, under which they are committed to spend AED 606 million as at 30 June 2023 (31 December 2022: AED 837 million).

The Group’s associates and joint ventures have capital commitments of AED 1,064 million as at 30 June 2023 (31 December 2022: AED 541 million).

(iii) Contingencies

- a) The Group has entered into decommissioning security agreements for a number of UK North Sea Assets acquired by it, pursuant to which it may be required to provide financial security to the former owners of the assets, either by means of (a) placing monies in trust or procuring the issuance of letters of credit in an amount equal to its share of the net decommissioning costs of the subject fields plus an allowance for uncertainty; or (b) procuring a guarantee from a holding company or affiliate which satisfies a minimum credit rating threshold; or (c) providing security in such other form as may be agreed by parties to the deeds.

In respect of certain other UK North Sea Assets TAQA is able to meet the security arrangements for decommissioning obligations by way of provision of a parent company guarantee, so long as TAQA continues in majority-ownership of the Government of Abu Dhabi.

- b) TAQA Offshore B.V., alongside other oil and gas companies and the government of the Netherlands in a cross industry initiative has put in place security for offshore oil and gas infrastructure decommissioning. TAQA Offshore B.V. has formally committed to the Government initiative and a legal Netherlands trust arrangement has been set up, and a bank guarantee secured, to effect the provision of security by TAQA Offshore B.V.
- c) The Group has various claims lodged by contractors and consultants relating to its ongoing and completed projects, arising from extension of time and work performed but not paid. The Group is in negotiations with these contractors and consultants regarding the resolution of these claims. At this stage management believes it is not possible to determine a reliable estimate of the range of potential claims.
- d) The Group has a number of letters of credit and guarantees issued on behalf of the generation companies in relation to debt service reserve accounts.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

14 FINANCIAL INSTRUMENTS

14.1 Hedging Activities

	30 June 2023 (Unaudited)			31 December 2022 (Audited)		
	Notional amount AED million	Fair value		Notional amount AED million	Fair value	
		Current AED million	Non-current AED million		Current AED million	Non-current AED million
Cash flow hedges						
Liabilities						
Interest rate swaps - hedged	10,434	87	331	12,634	113	472
Forward foreign exchange contracts	1,034	40	40	1,355	111	65
		-----	-----		-----	-----
		127	371		224	537
		=====	=====		=====	=====
Assets						
Interest rate swaps- hedged	9,342	96	374	8,520	75	405
Forward foreign exchange contracts	941	23	37	448	-	23
		-----	-----		-----	-----
		119	411		75	428
		=====	=====		=====	=====

14.2 Fair Values

The fair values of the financial instruments of the Group are not materially different from their carrying values at the reporting date except for certain fixed interest borrowings and operating financial assets. Set out below is a comparison of the carrying amounts and fair values of fixed interest borrowings and operating financial assets:

	Carrying amount		Fair value	
	30 June 2023	31 Dec 2022	30 June 2023	31 Dec 2022
	AED million	AED million	AED million	AED million
Operating financial assets (note i)	9,054	9,170	9,137	9,232
Interest bearing loans and borrowings (note ii)	40,309	38,707	34,918	34,463

- (i) The fair value of operating financial assets is estimated by discounting the expected future cash flows using appropriate interest rates for assets with similar terms, credit risk and remaining maturities.
- (ii) Interest bearing loans and borrowings relates to the Abu Dhabi National Energy Company Global Medium Term notes, Abu Dhabi National Energy Company bond and other subsidiaries’ bonds. The fair value of the interest bearing loans and borrowings is based on price quotations at the reporting date.

14.3 Fair Values hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments 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. For level 3 valuations, the Group relies on discounted cash flow models based on management expectations.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

14 FINANCIAL INSTRUMENTS continued

14.3 Fair Values hierarchy continued

	<i>Fair value AED million</i>	<i>Carrying value AED million</i>	<i>Fair value hierarchy</i>
At 30 June 2023			
Financial assets measured at fair value			
Interest rate swaps- hedged	470	470	Level 2
Future and forward contracts	60	60	Level 2
Listed equity investments	11,820	11,820	Level 1
Financial assets disclosed at fair value			
Operating financial assets	9,137	9,054	Level 3
Financial liabilities measured at fair value			
Interest rate swaps – hedged	418	418	Level 2
Forward foreign exchange contracts	80	80	Level 2
Financial liabilities disclosed at fair value			
Interest bearing loans and borrowings	34,918	40,309	Level 1
At 31 December 2022			
Financial assets measured at fair value			
Interest rate swaps- hedged	480	480	Level 2
Forward foreign exchange contracts	23	23	Level 2
Financial assets disclosed at fair value			
Operating financial assets	9,232	9,170	Level 3
Financial liabilities measured at fair value			
Interest rate swaps – hedged	585	585	Level 2
Forward foreign exchange contracts	176	176	Level 2
Financial liabilities disclosed at fair value			
Interest bearing loans and borrowings	34,463	38,707	Level 1

During the period ended 30 June 2023 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.

The fair values of other financial instruments of the Group are not materially different from their carrying values at the reporting date.

Interest bearing loans and borrowings detailed above relates to the Group’s medium term notes and bonds portfolio. The company’s project related debt is excluded from this number as the fair value is not materially different from the carrying value at the reporting date.

Listed equity investments designated at fair value through OCI include shares held in ADNOC Gas plc. The Company holds a non-controlling interest (5%) and the investment is considered strategic in nature.

The fair values of the financial assets and financial liabilities measured at fair value included in the Level 1 category above, have been determined by market rates at the period end date.

The fair values of the financial assets and financial liabilities measured at fair value included in the Level 2 category above, have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis. The models incorporate various inputs including foreign exchange spot and forward rates, interest rate curves and forward rate curves of the underlying commodities.

For financial instruments where there is no active market, fair value is determined using valuation techniques. Such techniques may include using recent arm’s length market transactions; reference to the current fair value of another instrument that is substantially the same; discounted cash flow analysis or other valuation models.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

15 SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

These interim condensed consolidated financial statements include the following major operating subsidiaries, joint ventures and associates and their effective ownership as at 30 June 2023 are listed below:

<i>Subsidiaries</i>	<i>Effective ownership %</i>	<i>Country of incorporation</i>	<i>Principal activities</i>
FOREIGN SUBSIDIARIES			
TAQA Bratani Limited	100%	UK	Oil & gas production
TAQA North Limited	100%	Canada	Oil & gas production
TAQA Atrush B.V.	100%	Netherlands	Oil & gas production
TAQA Energy B.V.	100%	Netherlands	Gas storage, oil & gas production
TAQA Morocco	86%	Morocco	Power generation
Jorf Lasfar Energy Company 5&6 S.A	91%	Morocco	Power generation
Takoradi International Company	90%	Cayman Islands	Power generation
TAQA Neyveli Power Company Private Limited	100%	India	Power generation
DOMESTIC SUBSIDIARIES			
Abu Dhabi Transmission and Despatch Company PJSC (TransCo)	100%	UAE	Transmission of water and electricity in the region of Abu Dhabi and the surrounding areas.
Abu Dhabi Distribution Company PJSC (ADDC)	100%	UAE	Distribution of water and electricity in the region of Abu Dhabi, Al Ain, and the surrounding areas.
Al Ain Distribution Company PJSC (AADC)	100%	UAE	
Al Mirfa Power Company PJSC (AMPC)	100%	UAE	Generation of electricity and the production of desalinated water
Sweihan PV Power Company PJSC	60%	UAE	
Shuweihat Asia Power Company PJSC (SAPCO)	60%	UAE	
Mirfa International Power and Water Company PJSC (MIPCO)	60%	UAE	
Gulf Total Tractebel Power Company PJSC (GTTPC)	60%	UAE	
Arabian Power Company PJSC (APC)	60%	UAE	
Shuweihat CMS International Power Company PJSC (SCIPCO)	60%	UAE	
Taweelah Asia Power Company PJSC (TAPCO)	70%	UAE	
Emirates CMS Power Company PJSC (ECPC)	60%	UAE	
Emirates Semb Corp Water and Power Company PJSC (ESWPC)	60%	UAE	
Fujairah Asia Power Company PJSC (FAPCO)	60%	UAE	
Ruwais Power Company PJSC (RPC)	60%	UAE	
Taweelah Shared Facilities Company LLC	60%	UAE	Operating & maintenance
Shuweihat Shared Facilities Company LLC	52%	UAE	Operating & maintenance
ASSOCIATES			
Massar Solutions PJSC	49%	UAE	Lease management
Abu Dhabi Offshore Power Infra Limited LLC	30%	UAE	Transmission of electricity
Jubail Energy Company LLC	25%	KSA	Generation of electricity
Sohar Aluminium Company LLC	40%	Oman	Aluminium smelter
JOINT VENTURES			
LWP Lessee LLC	50%	USA	Wind power
Taweelah RO Holding Company LLC	33%	UAE	Production of desalinated water
Fujairah Energy Holding Company LLC	67%	UAE	Generation of electricity
Dhafrah Solar Energy Holding Company LLC	67%	UAE	Solar power
Tanajib Cogeneration Holding Company Limited	49%	UAE	Generation of electricity
Abu Dhabi Future Energy Company PJSC (Masdar)	43%	UAE	Renewable energy

During the six month period ended 30 June 2023, the Company acquired an additional 10% ownership stake in Taweelah Asia Power Company PJSC, there were no other changes in the major operating subsidiaries, joint ventures, and associates.

During the year ended 31 December 2022, the Company acquired a stake in Abu Dhabi Future Energy Company PJSC (note 18). There were no other changes in major operating subsidiaries, joint ventures, and associates.

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

16 DIVIDENDS

2023

At the General Assembly meeting in March 2023, the shareholders approved a dividend of AED 1,350 million, being AED 0.01 per share for the year ended 31 December 2022. A special dividend was also approved by the shareholders of AED 2,363 million, being AED 0.02 per share. Both dividends were paid in the three month period ended 31 March 2023.

On 12 May 2023, the Board of Directors approved an interim dividend of AED 731 million, being AED 0.007 per share for the quarter ended 31 March 2023. The interim dividend was paid on 30 May 2023.

2022

At the General Assembly meeting in March 2022, the shareholders approved a dividend of AED 1,237 million, being AED 0.01 per share for the year ended 31 December 2021. A special dividend was also approved by the shareholders of AED 2,249 million, being AED 0.02 per share. Both dividends were paid in the three month period ended 31 March 2022.

On 11 May 2022, the Board of Directors approved an interim dividend of AED 675 million, being AED 0.006 per share for the quarter ended 31 March 2022. The interim dividend was paid on 18 May 2022.

17 INVESTMENTS CARRIED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

On 15 February 2023, the Company received a 5% holding of the total issued share capital of ADNOC Gas plc for no consideration. ADNOC Gas plc is majority owned by the ADNOC group which in turn is wholly owned by the Abu Dhabi government. The fair value of the investment on initial recognition of AED 10,784 million was assessed based on the closing share price on the first day of trading on the Abu Dhabi Stock Exchange (ADX) of AED 2.81 per share and a corresponding gain was recognised in the interim consolidated statement of profit or loss. Based on the facts and circumstances of the transaction, management has concluded and is satisfied that the transfer of the shares is appropriately recognised in the interim condensed consolidated statement of profit or loss.

At initial recognition, the Company made an irrevocable election to recognise the investment at fair value through other comprehensive income (FVOCI) and therefore subsequent gains or losses will be recognised within the interim statement of comprehensive income. FVOCI has been elected by the Group as this is a strategic investment and the shares are not held for trading. The impact on the interim consolidated financials is as follows:

	<i>At 30 June 2023 (Unaudited) AED million</i>	<i>At 31 December 2022 (Audited) AED million</i>
Investments carried at fair value through other comprehensive income	11,820 =====	- =====

The investments are recorded at fair value using the fair value techniques disclosed in note 14. Movement in investments in financial assets carried at fair value through other comprehensive income is as follows:

	<i>At 30 June 2023 (Unaudited) AED million</i>	<i>At 31 December 2022 (Audited) AED million</i>
At 1 January	-	-
Additions during the period	10,784	-
Change in fair value	1,036 -----	-
	11,820 =====	-

Abu Dhabi National Energy Company PJSC (“TAQA”)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

18 INVESTMENT IN AND LOANS TO ASSOCIATES AND JOINT VENTURES

On 21 June 2022, TAQA, Abu Dhabi National Oil Company (ADNOC) and Mubadala Investment Company (Mubadala) entered into binding agreements for TAQA and ADNOC to purchase stakes in Abu Dhabi Future Energy Company (Masdar) from Mubadala. The partnership creates a global clean energy powerhouse that consolidates the renewable energy efforts of TAQA, Mubadala and ADNOC under the Masdar brand. TAQA acquired a 43% stake in Masdar’s renewables business with Mubadala and ADNOC owning a 33% and 24% interest respectively. The transaction closed on 1 December 2022 and has been accounted for as a joint venture as all shareholders have joint control over the decision making of the company. The fair value of TAQA’s share of identifiable assets and liabilities of Masdar at the acquisition date based on the provisional purchase price allocation was the following:

	<i>PROVISIONAL</i> <i>1 December</i> <i>2022</i> <i>AED million</i>
<i>Assets</i>	
Current assets	1,806
Non-current assets	3,749
<i>Liabilities</i>	
Current liabilities	519
Non-current liabilities	1,289

Net assets	3,747
Cost of investment	3,747 =====

19 ASSETS HELD FOR SALE

On 1 July 2022, the Board of Directors agreed to proceed with the sale of the upstream assets within TAQA Energy B.V.’s portfolio. Subsequent to the Board of Directors decision, TAQA entered into definitive agreements with Waldorf Energy Netherlands BV to sell 100% of its ownership in the upstream oil and gas business in the Netherlands. The sale was expected to be completed in early 2023, and was subject to obtaining approvals from applicable regulatory and other third parties. As at 31 December 2022 the upstream assets in the Netherlands contained within the Oil & Gas operating segment were classified as a disposal group held for sale and as a discontinued operation.

Subsequently, it was confirmed that the completion did not occur in accordance with its terms and the agreement was terminated on 28 March 2023. TAQA remains committed to its business in the Netherlands and will continue to contribute actively to the security of gas through its upstream and gas storage activities. Consequently, TAQA Energy B.V.’s upstream oil and gas business is no longer treated as held-for-sale under IFRS 5, and its assets and liabilities have been appropriately reclassified.

Comparative amounts for the discontinued operations in the interim condensed consolidated statement of profit or loss for prior year are represented to reflect the classification in the interim condensed consolidated statement of profit or loss for the current year presented.

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NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 30 June 2023 (Unaudited)

19 ASSETS HELD FOR SALE continued

	<i>31 December 2022 (Audited) AED million</i>
<i>Assets</i>	
Property, plant and equipment	69
Deferred tax asset	37
Inventories	24
Accounts receivable and prepayments	104

Assets classified as held for sale	234
	=====
<i>Liabilities</i>	
Asset retirement obligations	675
Income tax payable	85
Accounts payable, accruals and other liabilities	58

Liabilities directly associated with assets classified as held for sale	818
	=====
Net liabilities directly associated with the disposal group	584
	=====

Included in equity and the consolidated statement of financial position as at 31 December 2022 is an accumulated foreign currency translation reserve loss of AED 12 million directly associated with the assets held for sale.

20 EVENTS AFTER THE REPORTING DATE

On 11 August 2023, the Board of Directors proposed an interim dividend of AED 731 million, being AED 0.007 per share for the quarter ended 30 June 2023. The interim dividend is in accordance with the dividend policy approved by the shareholders on 15 March 2023.