Integrated Annual Report 2024

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About this report

e&'s Integrated Annual Report 2024 consists of a comprehensive disclosure of our strategic, financial, and operational performance, along with our Environmental, Social, and Governance (ESG) performance and compliance requirements.

Scope and boundary

This report encompasses financial and non-financial performance, opportunities, risks, and outcomes connected to our key stakeholders, who significantly impact our ability to create value. It is structured into our Strategic Report, Sustainability Report, Corporate Governance Report and Financial Statements.

Financial: All financial and operational figures presented in the Strategic Report section are consolidated unless stated otherwise.

Non-Financial: All reported non-financial numbers in the Strategic Report and Sustainability Report section cover key business units, including e& UAE, e& international, e& life, e& enterprise, and e& capital.

Reporting framework and standards

This Report has been prepared in accordance with the reporting requirements for companies listed on the Abu Dhabi Securities Exchange (ADX), under the supervision of the Securities and Commodities Authority (SCA). Taking into consideration global best practices and industry trends.

This Report has also been made with reference to the following standards and frameworks:

- GRI 2021 Standards
- <IR> Framework of the International Financial Reporting Standards (IFRS) Foundation
- United Nations Sustainable Development Goals (UN SDGs)
- The International Sustainability Standards Board (ISSB) Standards (Working Towards)

Forward-looking statement

This report contains forward-looking information, including "future-oriented financial information" and "financial outlook," as defined by applicable securities laws. Aside from historical facts, it may include forward-looking statements reflecting management's views. While these are based on reasonable assumptions, actual outcomes may vary. The company assumes no obligation to update forward-looking statements unless mandated by securities laws. Readers are advised to exercise caution and avoid placing undue reliance on these statements.

Read more about e& at **eand.com**

For more information on Sustainability see **www.eand.com/en/sustainability**

Contents

2024 Highlights

Outstanding financial progress and more

Financial highlights

We maintained robust financial performance, supported by resilient cash flow generation and a strong balance sheet, underscoring sustainable growth.

Revenue
Achieved significant revenue growth across core telco and digital verticals, reflecting the strength of our diversified portfolio and operational excellence.

AED 59.2bn
+10% YoY

EBITDA
Recorded strong EBITDA growth, driven by operational efficiencies and revenue diversification, ensuring a solid financial position for future expansion.

AED 26.5bn
+1% YoY

Net Profit
Delivered robust net profit growth, underpinned by efficient cost management and strategic investments, demonstrating the resilience and profitability of our business model.

AED 10.8bn
+4% YoY

Dividends per share
Enhanced shareholder value through a progressive dividend policy, reflecting our commitment to consistent returns and financial transparency.

fils 83

Free cash flow
Achieved strong free cash flow generation, reflecting disciplined capital allocation and operational efficiency, providing flexibility for future growth and shareholder returns.

Margin
29%

Read more in our Group CFO's Statement on page 56

Strategic highlights

Our strategic initiatives drove expansion, innovation, and diversification, cementing our leadership in global telecommunications and digital industries.

Expanding geographical footprint in Europe
We successfully concluded a monumental transaction by acquiring a controlling stake in PPF Telecom's assets in Bulgaria, Hungary, Slovakia, and Serbia.

Countries
4

Aggregate subscribers
Achieved impressive growth in telecommunications subscribers, driven by superior network coverage, service excellence, and expansion into high-potential markets.

Subscribers
189mn
+12% YoY

Defending leadership in TelCo verticals
Demonstrated a disciplined approach to capital allocation, focusing on strategic investments in network expansion, and digital transformation has allowed us to fortify our TelCo market positions in the market.

Scaling digital verticals
Strengthened our portfolio with an optimised mix of digital services, generating sustainable revenue streams and enhancing resilience.

AI use cases
Integrated AI use cases to optimise operations, boost customer engagement, and deliver personalised, innovative solutions across all business verticals.
AI, RPA and automation tools

Use Cases
1100+

Read more about our Strategy on page 4

Sustainability highlights

We made significant progress on our sustainability journey, embedding ESG principles to create meaningful societal and environmental impact.

Launched our Climate Transition Plan (CTP)
Introduced an ambitious Group-wide Climate Transition Plan, aligning to UAE's net zero targets and showcasing our commitment to environmental leadership.

GHG emissions (Scopes 1 and 2)
Achieved substantial reductions in GHG emissions, supported by energy-efficient initiatives and operational upgrades across the Group.

Reduction
9%
(vs 2022 baseline)

Female employees
Increased female representation in our UAE operations, reflecting our dedication to fostering diversity and inclusion across all levels of the organisation.

26.2%
(+2% YoY)

Emiratisation rate
Advanced Emiratisation efforts, prioritising national talent development and contributing to the UAE's economic and social growth objectives.

54.3%
(+3.43% YoY)

Community impact
Made a significant financial contribution to community programmes, supporting education, healthcare, and digital inclusion across our markets.

Financial Contribution to Community Programs
AED 27.6mn

Read more about Sustainability on page 70

Go for more with e& | Introducing our brand campaign

With e&, every experience is designed to give you more. The & in e& goes beyond just connectivity, it lets you unlock limitless learning & transfer money instantly & stream without limits & dive into ultimate gaming & explore smart solutions for your business and **so much more.**

From advanced healthcare to immersive entertainment, e& brings more possibilities to your fingertips, helping you live and achieve more in every moment.

Go for more with e& | Introducing our 4D strategy to 2030

Becoming a global technology group

Our e& 2030 strategy is crafted to drive a transition from top-line stability to sustained growth. The vision is to evolve e&'s business composition from being predominantly UAE telco-centric to achieving a more balanced geographic profile, with increased revenue contributions from international markets and non-telco verticals.

This accelerating strategic transformation is driven by e&'s integrated verticals.

Our strategy

Pillars		Outcomes
Double Down on Core	Invest in telco to generate growth and scale, locally and internationally Read more on page 5	**Strengthen UAE operations** as a resilient growth engine **Scale international operations** for market leadership
Diversify Portfolio	More balanced geographic profile with a higher contribution from the non-telco verticals Read more on page 6	Operating across 3 continents, focusing on **stable FX revenue growth** Portfolio with **60% non-UAE revenue and 40% TechCo revenue**
Digitise and Transform Operations	Digitise and transform our operations to bring to the ecosystem new opportunities Read more on page 7	**Accelerate AI and data-driven decision-making** **Retain customer leadership** across all operating markets
Drive Sustainability	Committed to have a best-in-class ESG performance Read more on page 8	**Committing to net zero emissions** Scope 1 and 2 in UAE Operations by 2030

Go for more with e&

Double Down on Core

More core strength

We are evolving our core business in the UAE and strengthening our international operations to accelerate growth and scale for exceptional value creation across our markets.

Read more about our Strategic Framework on page 4

Network leadership

We aim to deliver unmatched network excellence, maintaining global leadership in FTTH penetration and delivering outstanding mobile 5G speeds, ensuring best-in-class connectivity and enhanced customer experiences.

International growth

We target double-digit revenue growth in Egypt and Pakistan in local currency while expanding our international customer bases, further solidifying our leadership and market relevance.

Go for more with e&

Diversify Portfolio

More balanced expansion

We are redefining our geographic footprint and diversifying our portfolio to create a balanced revenue mix, leveraging high-growth markets and innovative ventures to deliver sustainable value.

Read more about our Strategic Framework on page 4

International expansion

We will continue our strategic expansion to solidify our global presence through strategic investments in high-potential markets, enhancing our market position across Europe, the GCC and South Asia.

Digital adjacencies and innovation

Our ventures in cutting-edge sectors like fintech, IoT and cloud services – featuring brands such as Careem, STARZPLAY and e& money – aim to drive innovation, support our operations and contribute to an increasingly diversified portfolio that aligns with evolving market demands.

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Digitise and Transform Operations

More AI and Digitalisation

We are reshaping our ecosystem by harnessing the power of data, AI and automation, embedding innovation into every aspect of our operations to deliver seamless experiences and unlock new opportunities.

Read more about our Strategic Framework on page 4

AI-driven ecosystem

With over 1100 AI use cases deployed and a dedicated team of 120+ AI and data experts, we will accelerate process transformation, enhance operational efficiency and drive actionable insights across our operations.

Exceptional customer experience

We aim to maintain top rankings for customer experience in the UAE and across our operating companies while pioneering the world's first telco autonomous store, in line with our commitment to setting new benchmarks in service excellence.

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Drive Sustainability

More ESG Focus

We are committed to ESG excellence through robust initiatives and strategic collaborations, embedding ESG principles across all operations to create lasting value for our stakeholders and the communities we serve.

Read more about our Strategic Framework on page 4

Net zero commitment

Our Climate Transition Plan outlines our how we plan to achieve zero carbon emissions across our operations (Scope 1 and 2) in all markets by 2040, reinforcing our leadership in environmental responsibility.

Digital Inclusion (Financial)

Our commitment to digital inclusion is more than connecting people, its about empowerment. We are driving financial inclusion via e& money, U Bank, Erada microfinance and many initiatives across our markets.

Who we are

We do more so you can be more

Headquartered in Abu Dhabi with a growing international footprint, e& strives to enrich every day, every moment, for everyone we reach. With operations in 38 countries across the Middle East, Asia, Africa, and Europe, we deliver world-class digital solutions, smart connectivity, and next-generation technologies to over 189 million government, enterprise and consumer subscribers.

We have pioneered new technologies and brought these to new people and new places. First as the Emirates' telephone company, today as a global technology group, e&. We remain committed to creating sustainable value for all our stakeholders by pursuing growth and providing technologies that power people and societies to go for more.

1976
Emirates Telecommunication Corporation is founded

2022
e& has introduced their new operating model to transform into a Telecommunications and Technology Group

2024
e& expands to Eastern Central Europe through a majority stake of 50% + 1 economic share in PPF Telecom (Bulgaria, Serbia, Hungary, and Slovakia).

Learn more about our history here.

38
Countries

~1.1bn
Aggregate population

Middle East

- Bahrain
- Iraq
- Jordan
- Kuwait
- Lebanon
- Oman
- Palestine
- Qatar
- Saudi Arabia
- Syria
- Türkiye
- United Arab Emirates
- Yemen

Africa

- Algeria
- Benin
- Burkina Faso
- Central African Republic
- Chad
- Côte d'Ivoire
- Djibouti
- Egypt
- Eritrea
- Gabon
- Libya
- Mali
- Mauritania
- Morocco
- Niger
- South Africa
- Sudan
- Togo
- Tunisia

Europe

- Bulgaria
- Hungary
- Serbia
- Slovakia

Asia

- Afghanistan
- Pakistan

Telco Digital Both

How we operate

Revamped business model serving our aspirations

Our Vision

To be a Leading Global Technology Group.

Our purpose

To be the centre of the customers digital life. We connect them, and we build and enable experiences that make their work more productive and life more enjoyable.

Our values

Our shared platform for accelerating growth and transformation, leveraging on a dynamic and inclusive workplace that promotes collaboration, innovation and diversity encouraging the best from e&'s workforce and fortifying our position at the forefront of telecom and digital spaces with premium service offerings and outstanding customer experience.

Be Customer obsessed

Unite as One&

Dare to be Bold

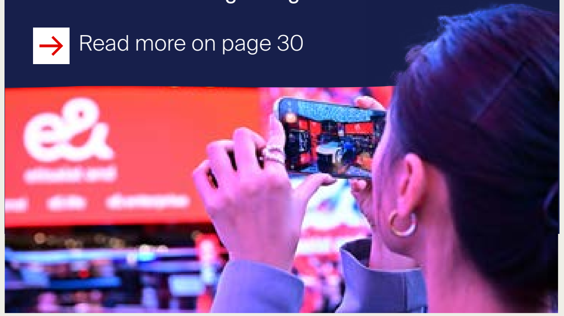
Our verticals

e&'s aspirations to become a global technology group is powered by 5 complementary verticals:

e& UAE

e& UAE provides comprehensive telecommunication solutions for consumers and businesses, relying on one of the best and most advanced telecommunication networks globally and continuously explores new possibilities to enhance the delivery of our portfolio of digital services across target segments.

Read more on page 30



e& life

e& life brings the next-generation digital world to consumers' fingertips through leading services in the areas of Fintech, Digital Lifestyle and Digital Entertainment. This wide spectrum of premium services underscores and reinforces e& life's competitive position in the digital economy across MENA region.

Read more on page 45

e& international

e& international drives the Group's portfolio of international telecommunication and digital assets outside the UAE. With operations spanning 19 countries across four geographic regions (Middle East, Africa, Asia and Europe), e& international serves over 174 million customers and is a major financial contributor to the Group.

Read more on page 35

e& enterprise

e& enterprise enables organisations across multiple sectors to maximise their digital potential. It provides advanced digital capabilities that continuously transform and enhance how companies do business by designing, delivering and operating impactful, intelligent and secure end-to-end digital solutions.

Read more on page 40

e& capital

e& capital is the investment pillar of e& that invests in the ideas and people that will build a better and brighter digital future. It supports visionary tech businesses, helping them grow and enabling meaningful progress that moves this world forward.

Read more on page 53

Awards and recognition

Celebrating our accolades

Throughout the year, e&'s exceptional progress, performance, and commitment to innovation have been celebrated through numerous prestigious local and international awards and recognitions. These accolades highlight our leadership in technology, sustainability, customer experience and operational excellence, reinforcing our position as a trusted global brand and a pioneer in shaping the digital future.

e& etisalat and

e& was ranked by Brand Finance as the "World's Fastest Growing Brand" and also among the Top 10 Most Valuable Telecom Brands globally in the Global 500 Brand 2025 report released during World Economic Forum at Davos

Two Digital Development awards – SAMENA Telecommunications Council's Leadership & Excellence Awards

e& Legal Team at the ALB Middle East Awards won two awards as best in house legal team in 'Technology, Media and Telecommunications' category as well as the best Middle East team across all sectors

Top global Telecoms Employer Brand – Brand Finance's Employer Brand Index 2024

The best use case of GenAI in 2024 – Middle East Enterprise AI & Analytics Summit

Most Sustainable Projects in the Middle East – Forbes Middle East Sustainability Leaders Summit

Platinum Award – Global ESG Awards

The total experience award – The world communication award

Internal Audit team secured the prestigious "Leading Practices in Internal Audit Award" from The UAE Internal Auditors Association (UAE IAA) at THE Audit Summit.

e& UAE

UAE's #1 global ranking in the Telecommunications Infrastructure Index – Telecommunications and Digital Government Regulatory Authority

'The Operator Award' for the best example of a successful automation deployment at FutureNet World

e& enterprise

Top IT Services category in the ME Business Awards segment, first for AI Solutions in the IT Services ME Technology Awards group

Awarded for Corporate Social Responsibility efforts – International Charity Organisation, UAE.

e& life

Best Payments Inclusivity Initiative – MEA Finance

Careem, Grand Prix Award for Overall Excellence in Rebranding – Transform Awards

e& international

Top Employer in Egypt 2024 – Top Employers Institute

Best Business Strategy and Expansion award – SAMENA Telecommunications Council

Chairman's statement

Creating the momentum of progress for greater success

2024 was a successful year marked by accelerated growth and impressive progress with our strategy to transform into a global technology company. Financial results were strong with record revenue and profitability, and an increase in dividend for our shareholders. The company's momentum is very encouraging and shows a strong track record of achievements.

e& delivered record consolidated revenues of AED 59.2 billion, and record net profit of AED 10.8 billion, growing 4.3 per cent in 2024. These achievements were underpinned by key strategic decisions made by the Board, including progressing on geographic expansion and revenue diversification, scaling up digital verticals, and increasing dividends. These measures have not only reinforced our financial resilience, but also positioned e& to capitalise on new opportunities while ensuring sustainable long-term value for our stakeholders.

Embodying the performance of the company is the success of the brand, e&, which was launched in 2022. The brand has changed perceptions of the company, and the value of the brand is now recognised as the fastest growing in the world. The progress is also evident in landmark partnerships, strategic alliances, and M&A to expand our footprint, all of which reinforce our position as a transformative force shaping the region's future. A vital part of our evolution is to infuse the transformative power of AI across our business verticals to maximise growth, optimise productivity, and revolutionise customer experience. Importantly we are committed to the responsible deployment of AI technology and are one of the leaders in the development and application of frameworks that ensure appropriate governance.

In 2024, the telecom and technology sectors continued to be dynamic markets with both changing opportunities and challenges: rapid advancements in digital innovation, the unprecedented AI evolution, growing customer demands, and shifting regulatory landscapes. The year was not without its macro economic strains in some of our international markets - although less than in recent previous years.

> "2024 was a successful year marked by accelerated growth and impressive progress."

> "Together, we are unlocking new growth opportunities to create lasting value across the regions we serve."

→ Continues

Chairman's statement continued

"We navigate economic realities by prioritising operational efficiency and investing in high-growth areas, to meet emerging customer needs."

Record net profit

10.8bn
AED billion

Dividend Per Share

83 fils
(4% YoY)

"e& stands resolute in its commitment to growth and transformation across 38 countries in the Middle East, Africa, Asia, and Central and Eastern Europe."

We have navigated these pressures by prioritising operational efficiency and investing in high- growth areas, responding to regulatory changes with proactive engagement and compliance measures, and leveraging our innovation-driven approach to meet emerging customer needs. These actions not only reinforced our market leadership but also cemented our position as a trusted partner in enabling connectivity and digital transformation globally.

Strengthening connectivity and driving digital innovation

While e& continues to evolve as a global technology group, our strength in connectivity remains central. It is the foundation that enables us to roll out cutting-edge advancements and digital offerings, including AI-driven solutions, across industries. Our partnerships with key players like ADNOC and EMSTEEL to deploy private 5G networks exemplify how our connectivity infrastructure powers the next wave of innovation in digital transformation for our customers. An additional milestone for the company is e& UAE's having the world's fastest 5G network and thereby making a significant contribution to the UAE's vision of becoming a global leader in digital transformation, driving economic growth, and fostering a sustainable, tech-enabled future.

The creation of e& PPF Telecom is a significant step in expanding our global reach and advancing our digital transformation agenda. This strategic partnership strengthens our presence across Central and Eastern Europe, combining our connectivity expertise with PPF's market access.

Together, we are unlocking new growth opportunities, driving digital innovation, and delivering sustainable solutions that create lasting value across the regions we serve.

The range of digital services continues to grow in scale and range. The company is better positioned than ever in rapidly growing sectors including fintech, everything apps, cybersecurity, cloud services, IoT and delivering digital transformation to enterprises and government. Through the corporate venture capital fund we have taken minority positions in a number of high potential companies scale-ups with a variety of complementary and disruptive technologies.

Ambition to action

With 2024 being recorded as the warmest year, the urgency to act is clearer than ever. As a global technology group, we recognise the critical balance between technology's potential to drive environmental solutions and its own environmental footprint. While technology infrastructure requires significant resources, we are committed to sustainable innovation that secures the future, creates long-term value, and demonstrates that protecting the planet and driving business success are mutually achievable. e&'s Climate Transition Plan, "Ambition to Action", one of the first publicly shared in the industry, outlines our journey over the next five years, ensuring we remain accountable for our sustainability promises with transparency and urgency.

Being named a Great Place to Work® reaffirms that our people are at the heart of e&'s purpose and success. We believe a thriving empowered workforce is essential for fostering innovation and achieving our strategic goals. By fostering a culture of trust, inclusion, and growth, we are committed to providing our employees with the resources, opportunities, and support they need to excel. With one of the highest Emiratisation rates in the industry, we are also proud to play a key role in cultivating local talent. Through our partnership with the National Programme for Emiratisation (NAFIS), e& is enhancing the presence of Emirati talents in the technology sector, ensuring they actively shape and lead the UAE's progress. As we continue to evolve, we remain focused on nurturing talent, ensuring well-being, and creating an environment where every individual can contribute to our collective success.

I extend my gratitude to our community—shareholders, customers, partners, and employees—for your trust and support, which continue to be the foundation of our success. I am deeply thankful to the visionary leadership of the UAE, whose bold aspirations and forward-thinking policies have created an environment where innovation thrives, businesses excel, and global ambitions are realised. Their unwavering commitment to progress and excellence inspires us to continuously push boundaries and contribute to shaping a future that reflects the UAE's role as a global leader in digital transformation and sustainable growth.

As we look to the future, e& is committed to growth and transformation across 38 countries in the Middle East, Africa, Asia, and Central and Eastern Europe. Our ambition is to innovate, lead, and deliver greater value for those we serve. Together, we will continue shaping a brighter, more digitally empowered future.

H.E. Jassem Mohamed Alzaabi
Chairman

Group CEO's statement

A year of more...

More impact, more opportunities, more growth, and more passion for excellence

> In 2024, we achieved exceptional progress and set milestones that redefined industries and enriched the communities we serve."

2024 marked a successful chapter in our transformation journey as we continued to evolve into a global technology leader. We leveraged our presence of telecom and digital services across 38 countries to deliver enhanced dividends and a stronger performance, cementing trust among our stakeholders. Through superior connectivity, advanced digital solutions, and AI-driven innovations, we will continue to empower our customers and the communities we serve.

Welcome to this review of 2024,

Delivering on our transformative vision and on our results

2024 was a year of significant achievements. I am pleased to report e& delivered a record-breaking financial performance while advancing rapidly in our transition from a regional telco leader to a global technology group. Last year we saw significant advancements in expanding our international footprint, diversifying into non-telco verticals, digitising and transforming our operations, developing critical partnerships, and leveraging synergies across our portfolio.

The company's results include a record consolidated revenue which grew 10% to AED 59.2 billion. e&'s EBITDA also rose by 1.3% per cent to reach AED 26.5 billion, overcoming high inflation and currency volatility in key markets. Net profit exceeded AED 10.75 billion for the first time. These achievements reflect our ability to effectively navigate complex macroeconomic environments while staying focused on our growth strategy. Our success is driven by a dual focus: the strength of our core telco operations, which maintained a robust EBITDA margin of 49% per cent, and the scaling of our digital verticals.

We provide a comprehensive commentary on each of the verticals in the following pages in this integrated annual report, but some of the highlights include:

Wide-ranging success was delivered in e&'s largest market, the UAE, including revenue growth of 5.2%, leadership in Net Promoter Score (NPS) from our customers, technical success in achieving the top spot globally in mobile network speeds, and deployment of over 900 AI use cases which are driving revenue, efficiency and improved customer experience. e& continued to provide unparalleled connectivity to unlock new digital experiences for businesses and consumers as we expanded our 5G network to reach over 99% per cent population coverage in the UAE.

Click here to watch the CEO's message in full

→ Continues

Group CEO's statement continued

In International markets, revenue growth exceeded local inflation level and there were notable investments in fibre and 5G to expand broadband quality and scale. For example, Pakistan grew rapidly to market leadership in fibre and Egypt had their first full year of 5G mobile. e& has a strong position in customer experience with NPS leadership in multiple markets. Our acquisitions include the investment in PPF Telecom's assets in November 2024 to create e& PPF Telecom with 12 million customers across Bulgaria, Hungary, Serbia, and Slovakia. This means e& now operates in Central and Eastern Europe and, in a total of 20 countries across three continents.

> Through superior connectivity, advanced digital solutions, and AI-driven innovations, we will continue to empower our customers and the communities we serve."

Our digital platforms stepped up innovation as well. Careem Technologies was consolidated under e& life, as it continued to expand services and cities with the launch in Abu Dhabi leading to a more than doubling of revenue. Our entertainment portfolio thrived with the successful launch of STARZ ON, an ad-supported streaming platform. At the same time, e& money introduced a revamped app offering prepaid cards, domestic and international money transfers, and a range of other innovative solutions, including the Wage Protection System (WPS) and wealth management tools. This e& money service is now the largest digital remittance app in the UAE, one of the leaders in card issuance and offers the most comprehensive embedded finance platform. e& enterprise's growth is encouraging, with significant partnerships launched and a number of accolades received - including being recognised as a "visionary" in Gartner's magic quadrant for Cloud IT Transformation Services. Additionally, e& enterprise's successful acquisition of GlassHouse, expands e&'s digital service footprint into Türkiye, Qatar, and South Africa.

Collaborating for Impact

In 2024, as part of our transformation to a global technology company, we established partnerships with other industry leaders. These partnerships included ones with AWS, Dell Technologies, Huawei, Ericsson, and Nokia Bell Labs, which underscored our focus on developing AI-powered services, energy-efficient networks while also advancing digital inclusion. Furthermore, through collaboration with the United Nations Development Programme (UNDP), we are championing digital transformation for sustainable development across the Arab States region, bridging digital divides and driving progress towards a digital economy.

We pledged an investment of USD 6 billion as part of the International Telecommunication Union's (ITU) Partner2Connect Digital Coalition, which aims to provide accessible and affordable network connectivity and digital services to 16 countries in the Middle East, Africa, and Asia between 2024 and 2026. In addition to UAE and KSA, this investment targets Pakistan, Egypt, Afghanistan, Benin, Burkina Faso, Central African Republic, Ivory Coast, Gabon, Mali, Mauritania, Morocco, Chad, Togo, and Niger. With this pledge, we will extend our accessible and affordable network connectivity and digital services to 20 million additional customers between 2024 and 2026.

Innovating with purpose

Sustainability remains at the heart of our growth and innovation efforts, as exemplified by the release of our Climate Transition Plan, one of the first in the region to outline comprehensive Scope 1, 2, and 3 climate targets. We are well-positioned to maintain our leadership in delivering growing stakeholder value while driving positive change across our operations and footprint.

Global recognition

Our transformative journey throughout the year earned widespread acclaim through prestigious accolades celebrating our leadership in technology, sustainability, customer experience, and innovation. Locally, our unmatched network capabilities earned the UAE the #1 global ranking in the *Telecommunications Infrastructure Index*. Internationally, our strategic initiatives were celebrated with awards like *Top Employer in Egypt* and recognition for our enterprise innovation, digital inclusivity, and managed services. The e& brand was rated as the fastest growing brand in the world by Brand Finance, as well as *MEA's Fastest Growing Technology Brand*. We also received a variety of top honours for advancements in AI, 5G, and ESG initiatives. The recognition of the e& brand strength and of the various company initiatives underlined our vital role in shaping the digital future.

More is yet to come

As we look ahead, we do so with a clear vision: to lead with purpose, collaborate with impact, and innovate for the future. 2025 will see us deepen our focus on digital transformation, scale our AI and data-driven solutions, and drive inclusivity in technology access. With the support of our talented teams, trusted partners, and loyal customers, we are poised to continue empowering communities, transforming industries, delivering sustainable value for generations to come, and always *go for more.*

Hatem Dowidar
Group Chief Executive Officer

> Our unmatched network capabilities earned the UAE the #1 global ranking in the *Telecommunications Infrastructure Index*."

Record consolidated revenue

59.2
AED billion
+10% YoY

Subscribers globally

189m
+12% YoY

> 2025 will see us lead with purpose, collaborate with impact, and innovate for the future."

Senior management

Hatem Dowidar
Group Chief Executive Officer, e&

Mr. Hatem Dowidar was appointed CEO of e& in December 2020. He joined the Group in September 2015 as Chief Operating Officer and was appointed as Chief Executive Officer of e& international in 2016.

Prior to this, Mr.Dowidar was Chairman of Vodafone Egypt and Group Chief of Staff for Vodafone Group. He initially joined Vodafone Egypt in its early start-up operation in 1999 as Chief Marketing Officer. After successfully undertaking two group assignments and the role of CEO Vodafone Malta, he became the CEO of Vodafone Egypt from 2009 to 2014. Mr. Dowidar started his career at AEG/Deutsche Aerospace (Daimler Benz Group) in Egypt, before moving to Marketing at Procter & Gamble, where he held various managerial roles.

Mr. Dowidar serves on the Boards of Vodafone Group, Maroc Telecom, Mobily, e& Egypt, e& enterprise, e& capital, Careem Technologies, and Khaza Data Centers. He also serves on the Boards of Abu Dhabi Chamber of Commerce and Industry, Khalifa University and GSMA. He holds a Bachelor's degree in Electronics and Communications Engineering from Cairo University and an MBA from the American University in Cairo.

Karim Bennis
Group Chief Financial Officer, e&

Dr. Karim Bennis was appointed as Chief Financial Officer of e& in July 2020. Prior to this role, he was Vice President Financial Control and Planning of the Group from 2013.

His previous positions include Deputy Managing Director and CFO at Tractafric Motors Corporation in Paris, Financial Controller, Strategic Planning, Subsidiaries Management and Investor Relations of Maroc Telecom as well as Financial Controller of Crown Holdings Europe (formerly CarnaudMetalbox). Dr. Bennis is a Board member and Audit Committee member of Maroc Telecom Group, and an Audit and Risk Committee member of Mobily, and e& Egypt He also serves as Chairman of the Audit Committee, Board member and Investment and Finance Committee member of PTCL and Ufone. In addition, he chairs the Audit Committee of e& PPF Telecom Group.

He holds a PhD in Economics and Technology from Conservatoire National des Arts et Métiers Paris, a Master's degree in Applied Economics and Corporate Finance from Sciences-Po Paris, a Master's degree in Audit and Management Accounting from SKEMA Business School and an Executive MBA from École Nationale des Ponts et Chaussées Paris. He has also completed the Executive CFO programme at Columbia Business School in New York.

Obaid Bokisha
Group Chief Operations Officer, e&

Mr. Obaid Bokisha was appointed as Chief Operations Officer in October 2021. Prior to this role, he served as Chief Transformation Officer (October 2020), Chief Business Continuity and Corporate Quality Officer (October 2017) and before that he served as Chief Procurement Officer of the Group (June 2012).

Since joining the Company in 1998, he has been assigned various responsibilities contributing to the network planning, optimisation, design and implementation of mobile systems covering GSM and UMTS. Other positions held include Vice President Mobile Networks Planning and International Support for Etisalat UAE and Senior Vice President Mobile Networks Optimisation for the Group.

Mr. Bokisha is the Managing Director of Etisalat Services Holding and Chairman of eMarine and serves on the Boards of e& Egypt He previously served as a Board and Committee member of Etisalat Nigeria, CanarTel ,Zantel, and eVision. He has a first-class Honour's degree in Communications Engineering from the Etisalat College of Engineering.

Brooke Lindsay
Group Chief Legal and Compliance Officer, e&

Ms. Brooke Lindsay was appointed as Chief Legal and Compliance Officer of e& in May 2022. Prior to this role, Ms. Lindsay served as e&'s Acting General Counsel from December 2021 and prior to that the General Counsel for e& international.

Before joining e& in 2010, she worked for highly regarded independent and international law firms. Ms. Lindsay is currently a Board member at PTCL Group. She previously served as a Director of Thuraya Telecommunications Company and a Board and Committee member for Etisalat Nigeria. She holds a Bachelor's degree of Law and Accounting from Bond University in Australia.

Senior management continued

Ali Al Mansoori
Group Chief People Officer, e&

Mr. Ali Al Mansoori was appointed as Group Chief People Officer of e& in January 2024 prior to that he was the head of human resource of e& UAE since 2022. Mr. Mansoori brings more than 25 years in senior roles spanning the government, telecommunications, and aviation sectors. He has a proven track record of driving business growth, fostering employee engagement, and exceeding Emiratisation targets.

Ali has led transformative projects in the telecommunications sector, including the establishment of the UAE's first Emirati-staffed contact centre. His expertise spans talent acquisition, people strategy, employee relations, performance management, and learning & development. Under Ali's leadership, e& has been recognised as a leading employer in the region, winning multiple awards for its Emiratisation efforts and talent development initiatives.

He holds a Bachelor's degree in Human Resources Management from the Canadian University of Dubai and a Higher Diploma in Aerospace and Aeronautical Engineering from the UK.

Dena Al Mansoori
Chief Data and AI Officer, e&

Ms. Dena Al Mansoori was appointed as Chief Data and AI Officer in January 2024. Before taking on this new role, Dena was the Group Chief Human Resources Officer at e& since November 2020.

Prior to e&, she was the Chief Human Resources Officer of the Central Bank of the UAE. Ms. Al Mansoori has over 17 years of experience with international companies in various industries such as retail, oil and gas, banking and finance.

In 2020, she established WhiteBox HR, a tech company that uses machine learning, people science and organisation network analysis. She currently serves as a Board member of e& enterprise and the Global Telco AI Alliance. She holds an MBA from the University of Strathclyde in Scotland and a Bachelor of Science in Management Information Systems and Finance from Boston University in the USA.

Harrison Lung
Group Chief Strategy Officer, e&

Mr. Harrison Lung was appointed as Chief Strategy Officer of e& in May 2023. Mr. Lung has over two decades of experience in the telecommunication and technology sectors. He also serves in boards of Careem Technologies and the Global Telco AI Alliance.

Prior to this, Mr. Lung was a Partner at Siris Capital, a leading New York-based private equity firm investing in core technology and telecommunication assets. Mr. Lung was formerly Partner for Technology, Telecommunications and Digital in North America and Asia at McKinsey & Company.

He previously also held roles at Bell Mobility, Sprint Canada (now Rogers Communications) and Accenture. He holds a Bachelor's degree in Computer Engineering from the University of Waterloo and a dual MBA from Cornell University and Queen's University. He is a licensed Professional Engineer and a Chartered Professional Accountant.

Mohamed Dukandar
Group Chief Risk & Assurance Officer, e&

Mr. Mohamed Dukandar was appointed as Chief Risk and Assurance Officer of e& in September 2016, where he leads the Group's Enterprise Risk Management, Internal Audit, and Special Audit functions. Mr. Dukandar is a Chartered Accountant (SA), Certified Internal Auditor (CIA) and Certified Control Self Assessor (CCSA) with over 20 years of experience in governance, risk management, insurance, internal/ external audit and forensics.

Prior to e&, he was the Group Executive, Telecom Audit Services of Telkom South Africa SOC Limited from 2009. Mr. Dukandar started his career as an Auditor with KPMG in 1996 and subsequently worked with National Treasury, South Africa and the City of Johannesburg. Mr. Dukandar serves as a member on the Audit Committee of PTCL Group, Egypt, Afghanistan, and e& PPF Telecom. In addition, he is a Board member of Glasshouse.

He has a Bachelor of Commerce from the University of Witwatersrand, South Africa and Honours in Accounting from the University of South Africa.

Senior management continued

Masood M. Sharif Mahmoud
Chief Executive Officer, e& UAE

Mr. Masood Mahmoud was appointed as Chief Executive Officer of e& UAE in August 2021 and currently sits on the board of e& Egypt and Khazna Data Centers. Mr. Mahmoud was previously the CEO of Yahsat from 2012, where he was instrumental in optimising business operations and expanding to new geographies and sectors.

Prior to that, he was a Vice President at Mubadala overseeing the Technology and Communications Investment portfolio. He also held positions at Dubai Investment Group and The Executive Office of the Government of Dubai. Mr. Mahmoud currently serves on the Board of e& Egypt, Khazna Data Centers, Wio Bank, Yahsat, UAE Space Agency and Etihad Aviation Group. He previously served on the Board of Emirates Integrated Telecommunications Company (du) from 2013 to 2020.

He holds an MBA in Finance from McGill University and a Bachelor's degree in Engineering from Boston University.

Khalifa Al Shamsi
Chief Executive Officer, e& life

Mr. Khalifa Al Shamsi was appointed as Chief Executive Officer of e& life in February 2022 as well as acting Chief Executive Officer of e& international in August 2024.

Prior to this role, Mr. Al Shamsi held the position of Chief Strategy and Corporate Governance Officer of the Group from 2016 and prior to that the Chief Digital Services Officer and Senior Vice President of Technology Strategy for the Group. Since joining the Company in 1993, Mr. Al Shamsi has held various key senior positions including Vice President and Senior Vice President of Marketing for Etisalat UAE. Mr. Al Shamsi serves on the Boards of Mobily, Wio Bank, STARZPLAY, Digital Financial Services, Careem Technologies. He previously served on the Board of PTCL and Etisalat Afghanistan.

He has a Bachelor's degree in Electrical Engineering from the University of Kentucky, USA.

Khalid Murshed
Chief Executive Officer, e& enterprise

Mr. Khalid Murshed was appointed CEO of e& enterprise in January 2025. Prior to this role, Mr. Murshed held the position of Chief Technology & Information Officer of e& UAE. He has more than 26 years' experience in the telecoms industry in a number of leadership positions.

Mr Murshed started his career at Etisalat UAE in 1998 as part of the mobile planning team. He next led the central region at Mobily in the Kingdom of Saudi Arabia where he managed network development. He then moved to the Emirates Telecommunications Company (du) where he was Vice President, Mobile Access Network. In 2013 Khalid joined e& group as the Chief Technology Officer for Etisalat Misr in Egypt, where his contribution to the business helped it become the technology leader in the market.

Khalid currently serves on the boards of PTCL Group, Khazna Data Centers, e& enterprise, Beehive and Careem Technologies as well as Chairman positions in Bespin Global, Glasshouse, and Ubiquitous Telecommunication Technology. Khalid holds a bachelor's degree in Telecommunications Engineering from Khalifa University in the UAE.

Abdeslam Ahizoune
Chairman of the Management Board, Maroc Telecom

Mr. Abdeslam Ahizoune has been Chairman of the Maroc Telecom Management Board since February 2001 and served as CEO from 1998 to 2001. Earlier, he was Minister of Telecommunications for four different governments.

Mr. Ahizoune has been Chairman of the Moroccan Royal Athletics Federation since 2006, and also serves as a Board member of several foundations: Inter Alia, King Mohammed V for solidarity, King Mohammed VI for the environmental protection and Princess Lalla Salma against cancer. He is also the Vice President of La Confédération Générale des Enterprises du Maroc (CGEM) and the President of its Moroccan-Emirati economic commission. He holds an Engineering degree from Télécom ParisTech.

Senior management continued

Balesh Sharma
Chief Executive Officer, e& PPF Telecom Group

Mr. Sharma was appointed as e& PPF Telecom Group's CEO in October 2024. Prior to this role, he was e& PPF Group's Chief Executive Officer since July 2022. Mr. Sharma is a telecom veteran who brings more than 28 years of experience in telecommunication industry through holding several key leadership roles. He worked for nearly two decades at Vodafone Group assuming different leadership positions including CEO of Vodafone Idea, India, Managing Director of Vodacom South Africa, CEO of Vodafone Malta, and CEO of Vodafone Czech Republic. Mr. Sharma has also worked in the Office Automation and IT industries at Xerox and Ricoh.

Mr. Sharma holds a bachelor's in mechanical engineering and Master of Business Administration with focus on Marketing and Finance from Rajasthan Technical University. He also took part in the Advance Management Program at Harvard Business School.

Salman Al Badran
Chief Executive Officer, Etihad Etisalat (Mobily)

Eng. Salman Al Badran was appointed as the CEO of Mobily in April 2019. Prior to this appointment, he was the CEO of VIVA Kuwait from January 2011 after joining the company in 2008 and completing its commercial launch.

Eng. Al Badran started his career with SABIC in 1996 and then made his foray into the telecommunications sector in 2001 with Saudi Telecom Company. He holds a Bachelor's degree in Applied Electrical Engineering with a specialisation in the field of Communication and Energy from King Fahad University of Petroleum and Minerals in the Kingdom of Saudi Arabia.

Hazem Metwally
Chief Executive Officer, e& Egypt

Mr. Hazem Metwally was appointed Chief Executive Officer of e& Egypt in October 2015. He joined e& Egypt in 2007 as Chief Commercial Officer managing sales, marketing and customer care functions. In 2012, he was promoted to Chief Operating Officer expanding his responsibilities to include Carriers Relations and Wholesale Operations.

Prior to joining Etisalat, he was the Head of Consumer Marketing at Vodafone Egypt where he played an important role in launching several innovating commercial initiatives. Before that, he was the Head of Distribution at Mobinil Egypt. Mr. Metwally started his telecommunications career in 1999 in sales distribution and operations focusing on both consumer and corporate segments.

Mr. Metwally currently sits on the boards of Careem Technologies and Digital Financial Services. He holds a Bachelor's degree in Electronics and Communications Engineering from Cairo University.

Hatem Bamatraf
Chief Executive Officer, PTCL Group

Mr. Hatem Bamatraf was appointed CEO of PTCL Group in May 2021. Prior to this appointment, he was the Chief Technology Officer of e& international from 2013. Mr. Bamatraf started his career in the Technology Division responsible for the planning of Etisalat UAE's mobile network. He was seconded to Saudi Arabia as part of the team that established Mobily, the second licensed telecommunications provider in the Kingdom. He also worked at Integrated Telecommunications Company (du) between 2007 and 2013 where he headed the Enterprise business.

Mr. Bamatraf serves as a Board member of Digital Financial Services. He holds a Bachelor's degree in Electrical and Electronic Engineering from Khalifa University.

Global market trends

Capitalising on evolving customer expectations across verticals

Consumers and businesses alike are demanding seamless, personalised, and always-on digital experiences. In the telecom sector, individual customers expect more than just reliable connectivity – they also want advanced services like AI-powered digital assistants, transparent pricing, and flexible bundles. Similarly, enterprise clients, particularly in the IoT and cloud sectors, seek tailored solutions that enhance operational efficiency, scalability, and security.

In the digital sectors, consumers require seamless facilitation of their day-to-day activities through a quick, safe, and entertaining plethora of services. As for businesses, they increasingly require IoT-enabled smart systems and cloud platforms that support real-time data processing and decision-making, especially in industries like healthcare, manufacturing, and logistics.

What it means for us
e& is capitalising on these trends by building a unified ecosystem that prioritises customer-centricity, offering scalable, industry-specific solutions for both individual and enterprise clients.

Economic uncertainty and inflationary pressure

The telecom sector continues to face significant challenges, particularly in emerging markets, where currency devaluation and high inflation rates disrupt revenue stability and increase operational costs. Rising energy prices, elevated input costs, and fluctuating foreign exchange rates add to the complexity, putting downward pressure on margins. These challenges are compounded by the need to continually invest in critical infrastructure, such as 5G and digital transformation, while maintaining profitability. In response, telcos are diversifying revenue streams, streamlining operations, and leveraging cost-sharing mechanisms for infrastructure investments.

What it means for us
e& has demonstrated resilience through a diversified geographic and sectoral portfolio, balancing its international exposure in emerging markets like Egypt and Pakistan with more stable markets through its newly acquired assets in Central and Eastern Europe, while scaling up digital adjacencies. Simultaneously, e& continued its cost efficiencies programme to absorb the impact of inflationary pressures, enhancing long-term sustainability despite the volatile macroeconomic environment, enabling the Group to maintain its strong financial position and world-class credit rating.

Business model reinvention

Telecom companies are increasingly focusing on reinventing their business models to stay competitive. This involves reimagining how they create, capture, and deliver sustained value, especially in a rapidly evolving digital ecosystem. Most see that solely focusing on the traditional telco model is not the optimal path forward for the industry, given the intensified investment requirements, the higher levels of market saturation, and the continuous drive towards lowering service tariffs.

That said, telcos continue to focus on efficiency to protect their margins, streamlining operations to be leaner and more cost-effective, reducing business volatility, and focusing on simpler product structures while leveraging generative AI for customer service and network management to achieve sustainable profits. They are also rationalising capital expenditure by optimising their investment profiles, advocating network sharing, and aligning infrastructure investments with national strategies to demonstrate their critical asset status.

What it means for us
e& embraced this industry shift early on, by expanding on its traditional telco model into a more diversified and dynamic profile, in line with its aspiration of transforming into a Global Technology Group.

Ever expanding demand for connectivity and data solutions

The demand for secure, high-speed connectivity is skyrocketing across industries and markets. IoT devices, AI applications, and real-time analytics require ultra-reliable data networks. With the rise of new technologies, this trend is only poised to accelerate.

In telecom, the expansion of 5G networks is critical to meeting this demand, enabling services such as connected industries and smart cities. For cloud and IoT, the need for edge computing to support low-latency a pplications is growing rapidly.

What it means for us
e& is uniquely positioned to capitalise on these trends by expanding its 5G reach, investing and building capabilities in AI, and delivering tailored solutions for enterprises and consumers.

Continues

Global market trends continued

Growing focus on cybersecurity across all sectors

Cybersecurity is rapidly emerging into one of the most critical priorities across industries, as digital transformation accelerates. In telecom, the proliferation of connected devices and 5G networks increases exposure to cyber threats, making advanced security solutions a necessity. For IoT, vulnerabilities in smart home and industrial ecosystems pose significant risks and create opportunities. In fintech, securing financial transactions and preventing fraud are vital to sustaining regulatory compliance and markets' trust.

What it means for us

e& is working to capture this potential by prioritising investments in AI-driven threat detection, which can analyse and mitigate risks in real-time, and zero-trust architectures to ensure the highest levels of security. Additionally, by deploying advanced encryption technologies and tailoring cybersecurity solutions for enterprises, e& is strengthening its position as a trusted provider in both consumer and enterprise markets.

Expanding opportunities in quick commerce industry

The quick commerce industry in the MENA region is experiencing rapid growth, driven by evolving consumer expectations for faster delivery, convenience, and broader product availability. With a young, tech-savvy population and urbanisation rates exceeding 90% in key markets including the UAE, the need for on-demand services has surged. To meet this demand requires ultra-reliable networks and advanced solutions while also enhancing customer experiences and operational efficiency.

This burgeoning industry presents significant opportunities for e& to innovate and scale, particularly through investments in advanced networks, IoT-powered solutions, and scalable cloud services. Additionally, Partnerships with quick commerce players to integrate these capabilities can strengthen e&'s role as a foundational technology provider.

What it means for us

Careem Technologies, an e& life company, has strategically expanded its multi-vertical ecosystem, offering services ranging from food and grocery delivery to retail and specialty products, demonstrating the transformative potential of quick commerce in meeting the diverse needs of a growing regional market.

Transformative growth in fintech and integration into telecom

The fintech industry is undergoing rapid transformation, driven by the increasing demand for seamless, digital-first financial services across payments, lending, and wealth management. Fintech is expected to be a key driver of economic growth globally, particularly in regions like MENA with large population of unbanked people, increased penetration of smartphone devices, and accelerating adoption.

What it means for us

e& is at the forefront of the fintech revolution, with its diverse portfolio delivering record-breaking milestones. e& money, now a comprehensive financial super app, has introduced peer-to-peer transfers. Wio, one of the region's fastest-growing neobanks, has expanded its portfolio with cryptocurrency trading, UAE stock market access, and POS-based merchant loans. Meanwhile, haifin is demonstrating its leadership in trade finance and fraud detection, while Beehive facilitated SME funding is fuelling regional economic growth.

By embedding these fintech solutions into its ecosystem, e& is transforming financial services into accessible, customer-centric offerings, reflecting its commitment to financial inclusion and innovation, while also positioning it as a leader in driving fintech growth across the MENA region and beyond.

Business model | Value creation

How we create value and more

We go for more each day, leveraging our unique strengths and proposition. More growth, more resilience and more innovation, applying our purpose-driven business model to create sustainable value for our wide-array of stakeholders.

Over the years, e& has demonstrated incredible adaptability, foresight and resilience, turning challenges into opportunities in the pursuit of achieving our strategic objectives. Today, our operations span three continents with the provision of our services among 38 countries serving the daily needs of more than 189 million clients and customers. We are highly focused on strengthening and applying our Critical Success Factors to achieve ever-increasing success across our entire value chain.

World-class networks

We deliver premium, scalable network coverage across all our areas of telecom operations, supported by cutting-edge technologies and forward-looking investments designed to drive future growth. These efforts ensure we sustain our competitive edge while reinforcing our market leadership.

Our commitment to network excellence and continuous technological advancements has enabled e& UAE to achieve and maintain our position as the global leader in FTTH penetration and the top-ranked operator for mobile download speeds.

Mobile Speeds

e& UAE (546 Mbps)

#1 Globally

FTTH penetration in UAE

99.3%

Global Leadership

Comprehensive products and services

We offer an extensive range of telecom and digital products tailored to meet the diverse needs of our customers, with a particular focus on tech-savvy generations and the rising global demand for data.

Consumer Solutions: e& continues to expand its portfolio, encompassing essential telecom services such as voice, mobile, and fixed broadband, alongside advanced digital offerings including on-demand ordering, online streaming, and fintech products.

Enterprise Solutions: Equally robust, e& expanded its local and regional presence in cutting-edge areas like cloud services, cybersecurity, IoT, AI, and B2B lending solutions, ensuring businesses of all scales benefit from our innovative offerings.

→ Continues

Business model

Over the years, e& has demonstrated incredible adaptability, foresight and resilience, turning challenges into opportunities through our purpose-driven business model.

Critical success factors

The enablers for creating a sustainable value for our stakeholders.

Read more on page 23

Six capitals

Our six capitals' framework allows us to manage resources effectively and create value.

Read more on page 24

Stakeholders

At e&, we prioritise building strong, collaborative relationships with all stakeholders.

Read more on page 26

For more information see

Business model | Value creation continued

Leveraging our data and AI

AI is at the heart of our transformation, driving innovation, operational excellence, and superior customer experiences across all our verticals. With a clear five-year strategy and roadmap, we are embedding AI into every aspect of e&'s verticals to unlock potential, elevate processes, and redefine customer experiences.

By harnessing our vast data assets, we gain actionable insights into customer trends, usage patterns, and preferences, allowing us to exceed expectations through high-quality services and exceptional experiences. At the same time, our AI capabilities play a critical role in optimising costs across various operations, ensuring sustainable growth and efficiency while maintaining our competitive edge.

AI Use Cases

152%

YoY Growth

AI Value Under Management

14%

YoY Growth

Track record of growth and financial resilience

We continue to demonstrate exceptional growth and financial stability, supported by strong fundamentals and robust governance. Through our diversified revenue streams across multiple verticals, we have sustained revenue growth, maintaining healthy margins and strong cash flow generation despite challenges in some of our operating markets.

Our solid financial position has allowed us to maintain a strong credit rating, providing a firm foundation for our strategic capital allocation priorities. This financial strength enables us to expand our operations both organically and through strategic acquisitions, ensuring we deliver maximum value to our shareholders while driving long-term sustainable growth.

TelCo Operations

49%

EBITDA Margin

Net debt to EBITDA

1.34x

Accelerating sustainability ambitions

We are committed to driving meaningful progress in sustainability through effective management of our environmental and social impacts and providing an effective governance framework combined with transparent reporting.

Technology has the power to transform and change the way we live for the better. Recognising that responsibility, in 2024 we deployed our technology and know-how to deliver on our publicly stated sustainability targets and also to unlock the potential of transformative technologies. These principles form the foundation of our efforts to create long-term value for our stakeholders and the communities we serve.

International OpCos signed-off on Climate Transition Plan

100%

Digital financial services users

1.5m

Critical Success Factors

1 Strong core operations and leading position

- Premium telecom services
- Favorable markets dynamics, with growing populations
- Network leadership
- Seasoned Management Team
- Outstanding customer experience

2 Scaling and diversifying exposure

- Expanding geographical footprint through acquisitions and strategic partnerships
- Growing digital adjacencies
- Leveraging the size of the Group to extract sizable synergies across key areas, including procurement, wholesale agreements, etc.

3 Robust operational and financial performance

- Growing customer base
- Growing revenues and profitability
- Delivering on guidance
- High investment grade credit ratings

4 Balanced Investment approach

- Creating value for shareholders, including new progressive dividend policy
- Delivering on our strategic objectives, accelerating international diversification and digital expansion
- Forward-looking investments in network across our footprint
- Concrete strategic framework for the assessment of investment opportunities

5 ESG at the heart of our operations

- Established net zero target for greenhouse gas emissions across the group
- Climate Transition Plan serving as a roadmap to achieving our net zero targets across our markets
- Diverse and inclusive workplace
- Robust corporate governance
- Defined Responsible AI Framework

Business model | Six capitals

Strategically managed to deliver impactful outcomes

Financial capital

Inputs
- Market Cap of AED 142 billion
- Total equity of AED 53.9 billion
- Debt Balance of AED 69.2 billion
- Dividend and Interest income received AED 4.4 billion
- Profit from investments and associates AED 2.5 billion
- Easy access to capital markets at preferential rates

Outputs
- Revenue of AED 59.2 billion with robust growth of 13% (constant currency)
- EBITDA of AED 26.5 billion with growth of 2.7% in constant currency
- Net profit growth of 4%
- OpFCF Margin of 29%
- Progressive dividend policy with DPS increasing by 3 fils annually until 2026 reaching 89 fils.
- Return on invested capital (ROIC) of 14.1%
- Net Debt/EBITDA of 1.34x
- Amounts paid to lenders of total AED 3.3 billion
- Maintained high credit ratings (AA-, Aa3, stable outlook by S&P and Moody's)
- Consistent delivery on guidance over the years

SDGs
8 DECENT WORK AND ECONOMIC GROWTH

Manufacturing capital

Inputs
- Capital expenditure (CapEx) of AED 8.2 billion (excluding licenses renewal)
- Running and managing towers within our footprint
- Data centres
- Retail Stores

Outputs
- Leadership in value in key markets (No. 1 or No. 2)
- Best-in-class UAE mobile network with download speeds of 546 Mbps
- 5G penetration 99.5% of UAE's population
- UAE ranks as a global leader in FTTH penetration 99.3%
- The increase in data traffic YoY with (%) (UAE)
- NPS leadership in key markets
- Multiple accolades, including Best Regional Data Center Operator and Best Middle East Regional Operator of the Year (Carrier Community Global Awards 2024)

SDGs
9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

11 SUSTAINABLE CITIES AND COMMUNITIES

Intellectual capital

Inputs
- Regulatory licenses including telecom, fintech and micro-finance services
- Significant investments in licenses and spectrum to enhance service quality and provide innovative solutions
- Access to proprietary technologies and patented software
- Cybersecurity credentials put in place
- AI experts
- e& brand reputation

Outputs
- Telecom licenses in 20 markets
- BSI score: 89.4/100 (AAA rating)
- Goodwill and intangible assets of AED 44.4 billion
- >1100 number of AI use cases
- 5.9 million No. of STARZ ON downloads
- GTV Doubled YoY for Careem Technologies
- e& money registered users (across all markets)
- Revenue growth in cybersecurity of 22%
- Recognised as MEA's fastest-growing technology brand with the most valuable brand portfolio (Brand Finance)
- e&'s brand portfolio and investment value surpassed USD 20 billion

SDGs
9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

Business model | Six capitals continued

Human capital

Inputs

- Workforce comprising +80 nationalities across our footprint
- Increased focus on Emirati representation
- Flexible working model with hybrid policies
- Supported graduate trainee programmes in the UAE
- Focus on diversity, equity, and inclusion, with equitable benefits for all employees
- Compensation frameworks aligned with long-term strategic objectives
- Gender diversity initiatives and leadership development programmes
- Career development opportunities
- Increased Engagement with employees

Outputs

- Employee engagement index: 79% (UAE, Other OpCos)
- Recognised as a top telecom employer globally (Brand Finance Employer Brand Index 2024)
- Featured in Forbes' World's Best Employers list
- Certified as a Great Place to Work
- Record-breaking Emiratisation of 54.3% at the group level
- Gender diversity improved in 2024, with women comprising 26.2% of the workforce in comparison to 25.8% at the end of 2023
- Number of hours of training per employees 6% year over year
- Employee voluntary turnover rate (FTE, %) 2.4%
- Percentage of positions filled by internal candidates (FTE,%) 31%
- Paid AED 5.2 Billion to our workforce

SDGs

3 Good health and well-being; 8 Decent work and economic growth

Social and relationship capital

Inputs

- Total Subscriber base of 189 million
- Robust relationships with regulators across markets
- Extensive international partner network and trusted global suppliers
- Operations in 38 countries across 3 continents
- Sustainability-driven governance via Board and management committees
- Strong engagement with investors through our earnings calls, Capital Market Days, conferences, non-deal roadshows, and perception studies
- Roaming agreement with 879 number of operators
- Joining the World Economic Forum's EDISON Alliance, pledging to enhance digital inclusion for 30 million individuals by providing affordable digital services to 1 billion people globally

Outputs

- Maintained ESG rankings (MSCI "A" Rating, inclusion in FTSE4Good Index, CDP score: B)
- Financial contribution to community programs of around AED 28mn
- Public Finance Contribution with Royalty and total taxes amounted to AED 7.0 Billion
- Collaborations with Dell Technologies and UNDP for sustainable innovation and digital transformation
- Partnering with Vodafone to offer fully managed voice solutions for operators, addressing international voice traffic needs and the growing demand for VoLTE services, with VoLTE adoption expected to exceed 70% of global mobile connections by 2030 as per GSMA
- Collaboration with SKT, Deutsche Telekom, Singtel, and SoftBank Corp. to establish joint venture to develop LLMs with a potential reach of 1.3 billion customers across 50 countries

SDGs

3 Good health and well-being; 17 Partnerships for the goals

Natural capital

Inputs

- Enhanced ESG disclosures and narratives for transparency and stakeholder trust
- Group-wide commitment to climate action
- Addressing sustainability issues across the value chain
- Commitment to environmental protection and conservation
- Proactive collaboration with suppliers on ESG practices
- Engaging with suppliers and investment partners on sustainability goals

Outputs

- Carbon emission reduction targets validated by SBTI (Net Zero Scope 1 and 2 by 2040)
- Adoption of Climate Transition Plan across e& group
- Network waste and e-waste recycling targets announced (50% in network waste, 25% in e-waste)
- No net loss in biodiversity/water against 2025 baseline
- Project life phase 1 completion, as part of decarbonising our supply chain in collaboration with 60 strategic suppliers
- Partnerships with 10 strategic suppliers and investee companies to meet our SBTi scope 3 targets

SDGs

6 Clean water and sanitation; 11 Sustainable cities and communities; 12 Responsible consumption and production; 13 Climate action; 15 Life on land; 17 Partnerships for the goals

Business model | Stakeholder propositions

A stakeholder first approach to business

At e&, we prioritise building strong, collaborative relationships with all stakeholders, from empowering our workforce and enhancing customer experiences to fostering strategic partnerships with business collaborators, suppliers, shareholders, and authorities.

By aligning our actions with regulatory advancements, societal needs, and cutting-edge innovations like AI, we create lasting value that drives sustainable growth and operational excellence.

Our commitment to inclusivity, resilience, and transparency ensures we remain a trusted partner and leader in advancing progress across the communities we serve and the markets where we operate.

Our customers

Putting customers at the heart of our business

We place our customers at the centre of everything we do, accelerating the adoption of digital channels to enable seamless, real-time engagement across all touchpoints. Dedicated relationship managers ensure strong account support for enterprises, government entities, and SMB customers, fostering deeper connections. Periodic feedback through digital surveys, our website, mobile app, and social media platforms allows us to stay attuned to evolving customer needs. Our Open Innovation Centre, a hub for cutting-edge ideas, has drawn over 1,000 visits, underscoring its role as a catalyst for innovation. Additionally, through showcases at events like GITEX, we highlight our comprehensive digital transformation capabilities and commitment to customer-centric growth.

Read more about our Customers in Business Review pages 30

Net Promoter Score:

Ranking #1

UAE, Saudi, Pakistan & Afghanistan

Business model | Stakeholder propositions continued

Our employees

Empowering and engaging our people

Employee Engagement Index

81%

e& based in the UAE

We cultivate a resilient workforce capable of thriving in a competitive digital landscape while prioritising employee engagement and professional growth through a comprehensive approach to development, inclusivity, and well-being. Our professional growth programmes include “License to Lead,” the GOLD leadership initiative, the AI Graduate Programme, and an e& coaching hub. Our commitment to diversity is reflected in partnerships with Nokia and UN Women, while work-life balance is supported by flexible remote work options, additional leave for new mothers, “Green Fridays” sustainability initiatives, and wellness programmes focused on fitness and mental health. By emphasising a people-first experience, we continue to be an employer of choice and attract top global talent.

Read more about our Employees in Six Capitals page 25

Our business partners

Building strategic alliances for mutual growth

We cultivate strong relationships with our business partners through continuous collaboration and open communication. Regular meetings, workshops, and webinars allow us to explore synergies and discuss joint initiatives, while feedback gathered through surveys helps us align our efforts with their needs. Our many strategic partnerships serve to expand our service offerings while also reinforcing our market leadership, by enabling us to deliver world-class solutions in AI, IoT, and digital transformation. We support our partners in growing their market presence and driving meaningful progress across industries. This dynamic partner ecosystem enhances resilience, long-term success, and value creation for all.

Partners & collaborations

JV for Telecom Large Language Models

(e&, SKT, Deutsche Telekom, Singtel and SoftBank Corp)

Business model | Stakeholder propositions continued

Total Spending

32.2
AED billion

Our suppliers

Developing shared value with our suppliers

We maintain robust relationships with our supplier community, with regular engagement, close collaboration, and independent vendor satisfaction surveys to ensure that we remain aligned with their needs while fostering stronger partnerships. Dedicated Accounts Relationship Management teams facilitate seamless interactions, while our annual Partner Recognition awards acknowledge suppliers who deliver exceptional value to our business. By connecting suppliers with relevant ministries and supporting them in obtaining In-Country Value certification, we actively contribute to their growth and alignment with local economic initiatives. By negotiating favourable terms to optimise procurement costs and collaborating on sustainable supply chain practices, our approach prioritises mutual value creation while mitigating supply chain risks and enhancing resilience in our shared journey.

Our shareholders

Reinforcing trust with shareholders and the market

We maintain an unwavering commitment to regularly and transparently engaging with our global shareholder community, investors, and sell-side analysts through multiple transparent and efficient channels. Our quarterly results calls, Annual Capital Markets Day events, Annual General Meetings (AGM), and regular investor conferences provide comprehensive updates on our performance and strategy.

Direct interactions through in-house meetings, conference calls, and an effective online presence – via the IR section of our website, IR application, and dedicated email – ensure we remain accessible and responsive to shareholder inquiries. By delivering clear and concise messages to the market, we empower investors to make well-informed decisions and reinforce their confidence in our ability to create sustainable value.

Progressive Dividend Policy

83, 86, 89 fils
for years 2024, 2025 and 2026

Business model | Stakeholder propositions continued

Our community

Collaborating with our communities

Contribution to Community in UAE

27.6
AED million

We actively engage with our communities by building long-term partnerships with governmental and international bodies to support a range of impactful initiatives. These collaborations enable us to address critical societal challenges, promote sustainable development, and contribute meaningfully to the well-being of the communities we serve.

Through targeted outreach programmes, we work hand-in-hand with stakeholders to make a tangible difference, from education and healthcare to environmental stewardship and digital inclusion. By prioritising inclusivity and sustainability, we ensure that our efforts meet immediate needs and contribute to long-term growth and development, advancing societal progress and fostering resilience across the regions we serve.

Our local and national authorities

Ensuring strong Government partnerships

We maintain close relationships with regulatory bodies and government entities, including the Securities and Commodities Authority (SCA), Telecommunications and Digital Government Regulatory Authority (TDRA), Ministry of Finance, and Abu Dhabi Securities Exchange (ADX). These engagements include structured dialogues on regulatory changes, compliance matters, and corporate disclosures to uphold transparency and operational excellence, including shaping the fiscal regime for the telecommunications sector in partnership with the Ministry of Finance. Through regular discussions, consultations, and surveys, we ensure alignment with evolving regulations while actively contributing to the development of new market frameworks, fostering sustainable growth for the UAE's economy and its telecommunications industry.

Business review

e& UAE

A landmark year for e& UAE

2024 marked the culmination of a three-year transformation journey for e& UAE, delivering record-breaking achievements, including unmatched network speeds, best-ever financial results, award-winning customer experiences, and groundbreaking product innovations. This milestone year reflects the fruition of reinvesting in our core, embracing the "Go for More" spirit, setting new benchmarks, and redefining excellence at every turn.

Market overview

In 2024, e& UAE's performance and strategic focus were shaped by a strong macroeconomic environment and transformative industry trends, reinforcing its position as a market leader.

The UAE's robust economic growth provided a solid foundation for success, with real GDP increasing by approximately 4% and non-oil GDP rising by 5%.

A 3% increase in the country's population drove expansion in both mobile and fixed subscriber bases, while accelerated AI-led initiatives across government and business sectors opened new avenues for growth. The reduction in interest rates further stimulated investments and economic activity, solidifying the UAE's reputation as a thriving investment hub with strong foreign direct investment momentum.

The ICT market in the UAE was influenced by key trends, including the rapid adoption of AI and generative AI-powered tools that revolutionised customer experiences, enhanced operational efficiency, and unlocked new revenue streams.

Further, accelerated 5G adoption and sustained fibre network rollouts, driven by data-intensive applications like gaming, ultra-high-definition content, and next-generation connectivity, fuelled growing demand for high-speed, low-latency solutions.

Meanwhile, the rising adoption of digital lifestyles increased demand for consumer digital services and strengthened the use of digital channels, underscoring the shift towards a digitally integrated society.

Revenue (AED)

33.1bn

+5% YoY

EBITDA (AED)

17.0bn

Margin 51.5%

OpFCF (AED)

14.1bn

Margin 43%

AI drives growth and revolutionises customer experiences across UAE ICT Market

Business review continued

e& UAE continued

Strategic progress

e& UAE is focused on becoming a "Leading AI-powered telco" – a premium connectivity experience provider with world-class digitally focused customer experiences, capturing the explosive opportunity in AI where we have a right-to-win. In line with the e& Group Strategy, we will:

STRATEGIC PILLARS

Double down on core

Refocus on what we do best to deliver a portfolio of premium connectivity solutions underpinned by AI enabled hyper-personalisation and a world-class customer experience.

We will claim new "right to win" arenas by building on our strengths in connectivity and customer relationships, to maximise growth from enhancements in AI-grade Infrastructure and the growing sovereign segment. In addition, we will fully capitalise on new mega-projects via, for example, the Public-Private Partnership business model and scale-up our Managed Services offerings within the business segment.

Diversify portfolio

e& UAE is targeting to become the digital marketplace for priority consumer segments and business verticals. We will create world-class ecosystems of partners that will be enabled via an innovative API-based platform that will facilitate seamless integration and onboarding of partners whilst driving the deployment of innovative solutions and business models.

At the same time, we will unlock new value streams through advanced data monetisation and will create AI products and software solutions that will complement our world-class connectivity infrastructure.

Digitise and transform operations

We will continue to modernise our operational engine through ongoing investments as we fortify our network and technology leadership, scale agile working, infuse AI across our entire organisation and build fit-for-purpose future talent and capabilities.

Drive sustainability

e& UAE is committed to achieving net zero Scope 1 and 2 emissions by 2030, supported by a robust approach to embedding sustainability across operations. We drive global collaboration with value chain partners to align with Scope 3 reduction targets. By integrating sustainability into core practices and leveraging innovation, we are fostering impactful progress across our operations and value chain.

2024 KEY ACHIEVEMENTS

Double down on core

Revenue growth
+5% YoY

Mobile subscribers
+6% YoY

fixed/eLife subscribers
+2% YoY

NPS
+19% YoY

Diversify portfolio

Digital services revenue
+20%

Smiles monthly active users
+11%

Business segment digital revenue
+48%

Digitise and transform operations

AI use cases
>1100

Drive sustainability

Scope 1 and 2
100%
reduction by 2030
on track

Scope 3
25%
reduction by 2030
on track

Business review continued

e& UAE continued

Double down on core

Setting new global standards for network excellence

e& UAE solidified its position as a global leader in network excellence, delivering best-in-class connectivity, speeds, and coverage through continued investment in state-of-the-art infrastructure embodying the "Go for More" spirit. With a 28% year-over-year increase in 5G sites, 5G now accounts for over 54% of total mobile data traffic. This enhanced network powered significant technological advancements, including a 74% increase in mobile download speeds to an impressive 546 Mbps, ranking e& UAE first globally in both overall mobile and 5G download speeds, with 5G reaching a remarkable 836 Mbps. Population coverage for 5G stood at 99.5%, underscoring our commitment to unparalleled connectivity and reliability.

Additionally, our fixed network capabilities advanced, with download speeds rising 16% to reach 313 Mbps, alongside a nearly 5% increase in fibre deployment. This enabled e& UAE to reinforce its commitment to innovation and excellence, with a portfolio of cutting-edge fibre solutions. The introduction of the 10 Gbps Consumer Fibre Internet Service set a new standard for home internet connectivity, delivering lightning-fast speeds that empower customers to enhance productivity and elevate their digital experiences. Additionally, we launched innovative fibre products via our NEO range that culminated in delivering unmatched customer value.

e& UAE boosts mobile download speeds to 546Mpbs and 5G download speeds to 836 Mpbs, securing the #1 global ranking in both categories

In the business segment, e& UAE unveiled its Next-Gen Enterprise Connectivity Platform during GITEX 2024. The platform integrates Trust-Net, 5G-Net, and AI-Net to provide seamless connectivity between corporate branches, data centres, and third-party locations, ensuring reliability, security, and round-the-clock support for organisations seeking to optimise performance.

Furthermore, e& UAE's network leadership extended to groundbreaking applications, such as the deployment of the world's largest private 5G network for ADNOC. Spanning 11,000 sq km, this initiative will connect over 12,000 wells and pipelines to autonomous control rooms, enabling real-time monitoring, enhanced operational efficiency, and advanced safety measures through AI integration.

Elevating customer experience

At e& UAE, we continue to place our customers at the heart of our operations, achieving significant advancements in customer experience excellence in 2024.

By digitising customer journeys, with >90% of services now available on digital channels, we ensured faster and seamless interactions, reflecting our commitment to innovation and convenience.

By identifying and addressing the root causes of common customer inquiries, we reduced call centre traffic by 31%, achieving the largest year-over-year decline in call volume to date. Among the calls received, we resolved over 81% of customer issues during the initial interaction – a record-breaking achievement in our contact centre's history. Additionally, preventive measures targeting failure demands led to a 30% reduction in technical repairs, further minimising disruptions for our customers.

The introduction of the Virtual Technician programme transformed technical support by enabling real-time troubleshooting via video calls. This initiative resolved over 10,000 cases remotely, eliminating delays associated with on-site technician visits and enhancing overall service efficiency.

Additionally, our customer experience leadership was validated by the Telecommunications and Digital Government Regulatory Authority (TDRA), where we outperformed the competition in customer experience benchmarks, including retail store superiority and digital channel leadership.

Overall, these achievements reaffirm our bold strides in transforming customer experience and solidifying e& UAE's position as a leader in delivering exceptional value through technology-driven innovation.

Diversify portfolio

Launching transformative solutions

e& UAE's premier lifestyle SuperApp, Smiles, continued its excellent performance by being crowned as the UAE's Biggest Brand Mover in 2024. We delivered a 40% growth in transactions and a 30% growth in Gross Merchandise Value. This was enabled by its partner network, which includes over 6,500 participating brands and more than 15,000 partner outlets.

The successful debut of GoLearning, a learning platform featuring top-tier courses from renowned institutions, highlighted e& UAE's focus on enriching digital lifestyles. Recognised with the prestigious Middle East Technology Excellence Award in the Digital Education category, GoLearning redefined the educational landscape by combining quality and accessibility, enabling lifelong learning opportunities for its users.

In the government segment, collaboration with UAE government entities resulted in the development of the Unmanned-Aircraft Traffic Management Platform, harnessing e& UAE's ultra-fast, low-latency 5G network capabilities. This platform ensures unified registration, tracking, and control of drone flights nationwide, promoting compliance with regulatory and security standards while accelerating innovation in drones, and advancing the nation's digital capabilities.

Business review continued

e& UAE continued

In addition, e& UAE launched Care Plus, a first for the region, that allows our business customers the flexibility to deliver customised support experiences to their own customers. Businesses can choose from a range of premium support packages and features, ensuring their specific needs are met with the highest levels of care and responsiveness. This managed service provides prioritised assistance for technical issues, billing complaints, and order management, ensuring an elevated customer experience and fostering loyalty among business clients.

Further, as part of our telco to techco transformation, we commercialised open APIs, empowering business customers with seamless integration capabilities. These APIs enable rapid deployment of tailored solutions and drive innovation.

AI value under management (AED)

1.6bn

Number of Citizen Xs trained

>550

4.9x

Digitise and transform operations

Reinvesting in core engine

Over the past three years, we have systematically renewed our operational engine, by continuing to build and enhance our new BSS stack and fortify network and technology leadership. These efforts underscore our commitment to reinvest our capital in the foundation of our success to deliver sustained growth and innovation.

Accelerating AI-driven value creation

In 2023, e& UAE laid the groundwork for a transformative AI journey, introducing key strategic and operational initiatives, including an AI First strategy, a corporate AI First programme, and an executive AI council chaired by the e& UAE CEO. These efforts led to an eightfold increase in the delivery of AI use cases across the organisation, setting the stage for 2024 to become a year of significant AI-driven value realisation.

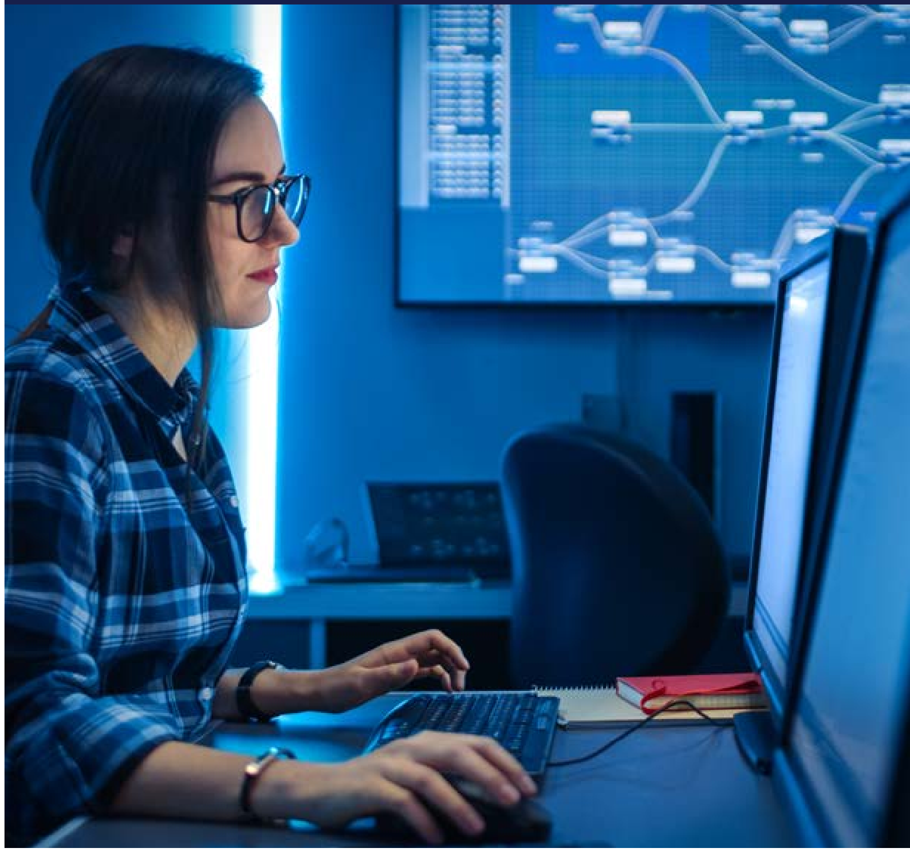
Building on this momentum, 2024 saw e& UAE intensify its focus on harnessing AI to generate measurable value. Central to this effort was the establishment of the Value Realisation Office to drive AI development and drive value generation.

This structured approach resulted in remarkable advancements: a 14% increase in AI value under management, nearly doubling the realised AI-driven value, a 2x rise in customer value management revenue, and a >2x increase in new AI-driven value streams. Over 1100 new use cases were implemented, encompassing innovations such as an AI-powered market research tool, hyper-personalised Smiles offerings, ChatGPT integration for app support, enhanced network forecasting, and self-care solutions for fixed and mobile networks.

The global acceleration of generative AI adoption further prompted e& UAE to take a leading role in this transformative technology. Pioneering initiatives included the development of a Legal Translation Gazette, and a GPT-powered VA ChatBot, positioning the company at the forefront of GenAI innovation.

On the cultural front, the number of AI-trained "Citizen X" employees grew 4.9x, contributing to a threefold increase in self-developed AI models. Extensive employee training, including AI hackathons, advanced courses in collaboration with Microsoft AI Academy, and an enhanced in-house AI Graduate programme, fostered a culture of innovation and equipped Emirati youth to play a pivotal role in the AI adoption journey.

e& UAE leads from the front on generative AI



Business review continued

e& UAE continued

Becoming the UAE's leading provider of EV charging stations

To drive innovation, e& UAE forged strategic partnerships with leaders such as Microsoft, AWS, Nokia Bell Labs, UiPath, and ServiceNow. New AI capabilities were introduced, including a multi-cloud, deployment of an Oracle Cloud Infrastructure Dedicated Region GenAI Orchestrator for seamless model development, a conversational AI platform to mimic human interactions, and an OCR platform for translating critical business documents. Beyond internal advancements, e& UAE collaborated with e& Group to deliver impactful AI use cases across verticals and shared AI knowledge throughout the international footprint.

Drive Sustainability

e& UAE is advancing steadily towards our ambition of achieving net zero Scope 1 and 2 emissions by 2030, as outlined in the e& Climate Transition Plan. Our Group procurement team, based in the UAE, is driving global initiatives in collaboration with strategic value chain partners to achieve a 25% reduction in Scope 3 emissions by 2030. By embedding sustainability into procurement practices, leveraging AI, and fostering a cultural shift in operational approaches, we are building significant momentum across the value chain.

Critical initiatives further demonstrate our commitment to sustainable leadership. These include planting over 53,000 Ghaf trees, implementing advancements in waste disposal and wastewater management, and becoming the UAE's leading provider of EV charging stations. Together, these efforts reflect our comprehensive approach to sustainability, integrating environmental stewardship into every facet of our operations.

e& UAE in 2025

In 2025, e& UAE will focus on driving growth, enhancing customer experiences, sustaining its technology leadership, and transforming the organisation to meet the demands of the future. By aligning strategic objectives with targeted initiatives, the Company will continue to deliver value and strengthen its position as a global leader in connectivity and digital innovation.

The Company will prioritise revenue growth across premium core connectivity, digital marketplaces, and carefully chosen new arenas focused on our connectivity-related competitive advantages. Central to this effort will be the evolution of core propositions and the scaling of next-generation connectivity solutions, ensuring customers benefit from state-of-the-art products and services. At the same time, e& UAE will optimise customer experiences across every touchpoint, driving a significant shift towards digital channel adoption while delivering world-class service.

To build leadership in digital ecosystems, the Company will establish tailored digital marketplaces for key consumer segments and business verticals, expanding its role as a trusted partner for both customers and enterprises. This growth will be complemented by the development of AI-grade infrastructure, enabling the creation of advanced AI products and software solutions that will drive operational excellence and customer value.

e& UAE will further continue to transform its organisation by scaling agile practices through the implementation of a best-fit operating model and preparing a future-ready workforce. The Company will fully pivot its AI-First programme to focus on maximising value extraction from AI, following a year of successfully scaling AI use cases across the organisation. By infusing AI into every aspect of its operations and fostering a culture of innovation, e& UAE will position itself to deliver sustainable growth and exceptional results in the year ahead.

Business review continued

e& international

More transformation, more expansion

In 2024, e& international marked a pivotal year of transformation and expansion, achieving major milestones that reinforced our position as a global leader in telecommunications and digital services. We completed the acquisition of a majority stake in PPF Telecom Group's operations in Bulgaria, Serbia, Slovakia and Hungary, extending our footprint to 19 countries and establishing a strong presence in Central and Eastern Europe.

Throughout the year, e& international remained focused on delivering value to customers through its operating companies, introducing innovative products and services while driving improvements in customer satisfaction, as reflected in improved Net Promoter Scores (NPS) across the majority of our markets.

Market overview

e& international navigated a challenging but evolving operating environment during 2024, marked by varied macroeconomic and regulatory landscapes across all our markets. In Egypt, the year saw a 35% devaluation of the Egyptian pound in March and persistently high inflation, though it eased from 2023 highs to over 25% by year-end. Rising utility costs and multiple interest rate hikes totalling 800 basis points added further pressure. However, significant foreign investments, such as the UAE's Ras El Hekma initiative and the extension of the IMF loan programme to USD 8 billion, helped stabilise the economic outlook.

In Pakistan, conditions showed marked improvement, with inflation dropping from nearly 30% at the start of the year to 7% by year-end. The Pakistani rupee remained relatively stable, and interest rates were cut by 700 basis points, reaching 15%, offering a more favourable economic environment for operations.

Elsewhere, financial performance in Morocco faced headwinds from regulatory challenges, portrayed with the significant damages of MAD 6.4 billion (~USD 645 million) awarded to Inwi, which impacted Maroc Telecom. In Afghanistan, price caps and restrictions on SIM card releases were imposed by ATRA.

Against this backdrop, the closure of the PPF Telecom transaction marked a strategic shift for e& international, further diversifying the Group's portfolio and rebalancing towards more stable markets in Central and Eastern Europe. This move underscores our resilience and ability to adapt to complex operating conditions while laying a foundation for long-term growth.

Revenue (AED)

21.8bn

+12% YoY

EBITDA (AED)

9.8bn

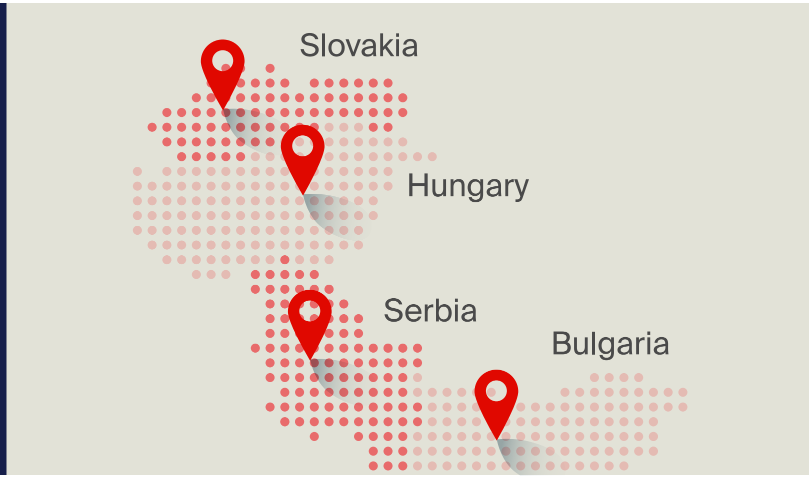
Margin 45%

Subscribers

+19mn

YoY

We completed the acquisition of a majority stake in PPF Telecom Group's operations in Bulgaria, Serbia, Slovakia and Hungary, extending our international footprint to 19 countries



Business review continued

e& international continued

Strategic progress

At e& international, we drive the Group's global ambitions by expanding our telecommunications and digital assets across diverse markets. We are focused on delivering sustained growth, enhancing digital ecosystems, and leveraging scale synergies to deliver superior returns and creating value as a key growth engine for the Group.

STRATEGIC PILLARS

Double down on core

We lead in organic growth by accelerating revenue growth across our international footprint, leveraging superior network quality, customer-centric innovations, and best-in-class AI and advanced analytics to optimise customer value management. Amidst economic uncertainty, we remain focused on operational resilience, cost efficiency, and optimising our capital structure.

Diversify portfolio

We are expanding internationally with a targeted approach to mergers and acquisitions, diversifying our portfolio to reduce risk, increase scale, and broaden access to customers.

Acquisition of a controlling stake in PPF Telecom exemplifies our focus on stable, high-growth markets.

Digitise and transform operations

We are accelerating digital ecosystems by driving growth in digital channels, fintech, gaming, and B2B services. We plan to expand our digital solutions while pursuing commercial partnerships and, where appropriate, inorganic growth.

Drive sustainability

e& international plays a pivotal role in driving the Group-wide sustainability agenda, working collaboratively to align with overarching commitments. By engaging teams across all regions, we developed a unified Climate Transition Plan that sets clear pathways for achieving emissions targets. This strategic approach underscores our commitment to accountability and measurable progress towards sustainability goals.

2024 KEY ACHIEVEMENTS

By capitalising on the Group's size and operational strength, we continue to drive scale synergies, integrating newly acquired companies, and sharing expertise across markets to unlock value through innovation, digital development, and procurement efficiency. We will maintain focus on seamlessly onboarding and integrating new assets while driving growth and maximising value creation across our portfolio.

Revenue increase

AED 21.8bn

(+12% vs. 2023)

Telecom international footprint

19 countries

First-ever AI-enabled customer services platform in Pakistan by PTCL.

300 predictive and descriptive AI models in Egypt.

Double-digit revenue contribution from CVM activities in Afghanistan.

Scope 1 and 2

43%

reduction by 2030
on track

Scope 3

25%

reduction by 2030
on track

Business review continued

e& international continued

Double down on core

Launches and Innovation across our markets

2024 was a year of continued growth, disruptive innovation, and customer-centric launches across our five international markets.

Maroc Telecom

Maroc Telecom continued its growth trajectory, with the total customer base increasing by 4% to reach 79.3 million, driven by subscriber growth in Moov Africa. This enabled it to maintain a strong EBITDA margin of 55%, reflecting its operational efficiency and financial resilience.

Key achievements included the launch of the MTCloud marketplace, in collaboration with its subsidiary Casanet. This platform introduced 18 new digital offerings, including Microsoft SaaS solutions and an advanced cybersecurity portfolio, tailored to meet the needs of SME and large enterprise clients.

Further enhancing its service portfolio, Maroc Telecom introduced fully managed connectivity solutions, including new Fiber-to-the-Room and SDWAN products, seamlessly integrated with SaaS offerings through the MTCloud marketplace.

e& Egypt's transformative journey delivers +50% YoY revenue

Subscribers	Data revenue growth
38m	+48%

e& Egypt

e& Egypt delivered another chapter of transformation into a technology company while delivering 50% revenue growth year-over-year in local currency, driven by subscriber base growth of 12% reaching 38.0 million and strong data revenue growth of 48% year-over-year. The Company formed e& Fintech and Digital Lifestyle, a new entity to oversee fintech and lifestyle services. This entity drives our digital ecosystem, encompassing loyalty programmes, a super app, and the Twist digital entertainment platform, featuring TV, music, and gaming.

In fintech, e& Egypt launched e& Cash international remittance, enabling instant global wallet-to-wallet transfers, and e& Neo, Egypt's first digital banking service developed in partnership with Mashreq Bank, adding to the growing portfolio of fintech services.

Additionally, we unveiled the e& Business brand and app, introducing Business Pro mobility bundled with SaaS solutions and offering a curated buying experience for SMEs, supported by a revamped B2B portal.

With more than 10,500 sites, e& Egypt was able to leverage capital investments in fibre, 5G, coverage, VoLTE, data centres, power resilience and service licenses into incremental revenue share.

Investing in the future of connectivity, e& Egypt acquired a 5G license and renewed its existing licenses for 15 years. In addition, e& Egypt acquired the first fixed infrastructure license for a mobile operator, unlocking new domains to reshape the future of smart cities. Consequently, e& Egypt was awarded the infrastructure development contract for Ras El Hekma, Egypt's flagship real estate development on the Mediterranean coast.

These investments underscore our commitment to leveraging 5G technology to transform industries, enhance connectivity, and redefine customer experiences.

PTCL Group

PTCL Group demonstrated exceptional performance delivering 15% revenue growth in local currency, underscoring its leadership in Pakistan's telecommunications sector. PTCL Flash Fibre became the #1 fibre-to-the-home (FTTH) provider in January 2024 and surpassed 600,000 subscribers in September 2024, driven by an aggressive network rollout and effective sales strategies.

Innovation remained a key hallmark with the launch of UPTCL, Pakistan's first unified self-care app for managing wireless and wireline services. PTCL launched the industry's first android-powered set top box, Shoq TV, offering IPTV multicast over Wi-Fi, bringing a state-of-the-art user interface while offering an extensive selection of HD channels and premium content. Ufone introduced the "Roam Like Home" service across 27 popular destinations, enabling customers to enjoy hassle-free international roaming with affordable data and voice buckets.

In mobile financial services, we expanded our offerings with the Upaisa Mastercard, nano-lending service (UCash), and instant international remittance services, empowering customers with greater financial accessibility and convenience.

In B2B, PTCL was the fastest growing solution provider with major growth in cloud, data centres and related digital services, reflecting the corporate sector's selection of PTCL as their trusted partner in digital transformation.

Further strengthening our position, PTCL secured a landmark USD 400 million financing deal from an International Finance Corporation (IFC)-led consortium to support the acquisition of Telenor Pakistan and Orion Towers (Private) Limited, subject to regulatory approvals.

Mobily

Mobily continued to evolve and expand, entering a new phase of leadership while maintaining exceptional performance and driving growth. The Company achieved strategic expansion and operational excellence, positioning itself for a dynamic future in the TMT sector.

Mobily continued to achieve remarkable financial results in 2024, driven by growth in revenues by 8.6%, EBITDA by 8.6%, and net income by 39.2%. The Company has enhanced digitisation offerings and strengthened leadership in digital solutions for SMEs and public sectors. This positioning solidifies Mobily's leadership in new trends

Business review continued

e& international continued

through service excellence and end-to-end digitalisation, aligning with Vision 2030 objective to position the Kingdom as a digital hub.

Mobily's focus on quality and targeting high-value subscribers drove growth in the postpaid segment in 2024. This, coupled with its robust customer-care strategy and strategic partnerships resulted in several recognitions during the year.

Mobily was honoured with the "Best Customer Experience" award by the Communications, Space, and Technology Commission (CST) for the third consecutive year, besides winning two golden awards and a silver award for customer experience at the GCXA Awards ceremony. These awards are a testament to Mobily's relentless commitment to enhancing the customer experience, dedicating outstanding efforts to continue raising competitiveness among service providers in the Kingdom.

e& international

37%

contribution to e&'s top-line & EBITDA

Pakistan revenue

+15%

YoY

In a strategic move to broaden our market reach, Mobily signed an MVNO network hosting agreement with Red Bull Mobile, leveraging our existing infrastructure to improve operational efficiency while tapping into new customer segments and appealing to wider demographics. To further enhance network capabilities, the company acquired a 15-year license for 120 MHz of spectrum, bringing the total spectrum to 440 MHz. This acquisition reinforced Mobily's commitment to delivering cutting-edge infrastructure and supporting the latest technologies.

Mobily's unwavering commitment to sustainability and governance was recognised with an upgrade in its MSCI ESG index rating from "A" to "AA", making it the first telecom company in the Middle East to achieve this rating. This recognition underscores Mobily's dedications to embedding sustainability at the heart of its operations and implementing ESG best practices and policies, actively contributing to the Kingdom's Vision 2030 initiatives, and reinforcing its role as a leading national and digital enabler of sustainable growth.

Etisalat Afghanistan

Etisalat Afghanistan delivered strong growth, with data revenue increasing by 19.2%, driven by subscriber growth and rising data penetration. EBITDA further grew by 48%, supported by higher revenues and improved cost efficiencies.

To enhance connectivity in underserved regions, we developed a new satellite internet service portfolio in partnership with Turksat, offering reliable solutions for remote areas. Strengthening our competitive position, we acquired the highest spectrum in the 2024 auction, securing 5 MHz in the 1800 MHz band and 10 MHz in the 2600 MHz band. This acquisition reinforces our leadership as the operator with the most spectrum in Afghanistan, enabling us to deliver superior services and expand our network capabilities.

Enhancing customer experience

We solidified our leadership in customer experience and service, maintaining the #1 NPS in Pakistan, Afghanistan and Saudi Arabia (Mobily). In Egypt, we achieved a four-point improvement in NPS, driven by enhanced network resilience to power shortages. In addition, PTCL Flash Fiber closed the NPS gap with StormFiber, surpassing it by year-end.

To further enhance customer experience, we launched chatbots for PTCL and Ufone customers, accessible via WhatsApp and a new mobile app. Our focus on user-centric design and functionality led to #1 rankings for self-care and mobile wallet applications across most of our markets, reflecting significant advancements in features and user experience.

We reinforced our leadership in customer experience by again emerging as #1 in NPS in Pakistan, Afghanistan and Saudi Arabia

Business review continued

e& international continued

Diversify portfolio

Opening new markets

e& international achieved a transformative milestone by entering Central and Eastern Europe with the completion of the PPF transaction. This expansion aligns with e&'s strategy of diversifying its global footprint and bolstering its revenue and EBITDA contributions to the Group. The newly established entity, e& PPF Telecom, lays the foundation for further growth opportunities in the region.

The acquisition enhances e& international's portfolio by adding markets with robust regulatory frameworks and stable macroeconomic conditions. As part of this process, e& became the first company to undergo an in-depth (Phase 2) investigation under the EU Foreign Subsidies Regulation, receiving final approval on 24 September 2024. The transaction was finalised on 24 October 2024, with e& acquiring a majority stake (50% +1 economic share) in PPF Telecom Group's operations in Serbia, Slovakia, Hungary and Bulgaria. This strategic move strengthens e& international's position as a leading global telecommunications player while unlocking new avenues for growth.

In addition, Uzbekistan's Perfectum joined e& international's Partner Market Programme, marking a significant step in accelerating the digital transformation of Uzbekistan's telecommunications sector. Through this strategic initiative, Perfectum gains access to e& international's vast expertise and advanced solutions, enabling it to drive business growth, foster innovation across industries, and play a pivotal role in shaping Uzbekistan's digital future.

Finally, we made significant progress towards the planned acquisition of Telenor Pakistan, with regulatory approvals and integration planning advancing steadily. e& is working closely with PTCL Group to complete the transaction, enabling in-market consolidation and strengthening PTCL's position as a leading operator in mobile, fixed and microfinancing, creating new opportunities for growth and competitiveness.

PTCL (Pakistan) launched the first AI-enabled customer-service platform in the country

Digitise and Transform Operations

Driving value through the application of AI

e& international accelerated our commitment to innovation this year, embedding AI across our operations, transforming customer experiences and driving productivity and efficiency throughout our footprint. By harnessing AI's transformative potential, we have revolutionised customer service across our operating companies, with advanced AI-powered chatbots and virtual assistants delivering personalised interactions. On the network side, our AI algorithms optimise performance, while businesses leverage powerful insights for data-driven decision-making.

Notable milestones include our launch of Pakistan's first AI-enabled customer service platform through PTCL, setting a new benchmark for digital innovation and customer experience. In Egypt, we have developed or deployed over 300 predictive and descriptive AI models across more than 80 use cases, enhancing operational effectiveness. In Afghanistan, AI-powered customer value management (CVM) initiatives have delivered double-digit revenue growth. These achievements underscore our dedication to using AI as a driver of growth, innovation, and operational excellence.

Drive sustainability

e& international's markets have worked collaboratively to advance the Group-wide sustainability agenda, aligning closely with e&'s overarching commitments. Following the announcement of our Group-wide Scope 1, 2 and 3 emissions targets at COP28, international markets contributed to the creation of the e& Climate Transition Plan. This comprehensive initiative engaged operating companies and their technology, sustainability, and management teams across all regions.

The resulting plan, prepared for COP29, outlines how each market will achieve its respective targets, details the required budget allocations for implementation, and culminated in a unified presentation to the Sustainability Committee, which received unanimous approval. This cohesive strategy underscores the strength of our collective efforts. Progress against the plan will be reviewed across international markets in 2026, ensuring accountability and a steadfast commitment to achieving our sustainability objectives.

e& international in 2025

In 2025, we will continue to build on the momentum of our recent achievements to position e& international for sustained growth and value creation. A key priority will be the seamless onboarding and integration of our recently announced acquisitions, including PPF and the anticipated closure of Telenor Pakistan. These efforts will focus on extracting synergies, enhancing operational efficiency, and unlocking the full potential of these strategic additions to our portfolio.

We remain committed to driving organic growth across our existing footprint by leveraging our operational strengths, enhancing customer experiences, and expanding our innovative offerings. By aligning our resources and expertise, we aim to strengthen our market leadership and create long-term value for all our stakeholders.

Business review continued

e& enterprise

Growth, innovation, and impactful partnerships

In 2024, e& enterprise continued to grow, driving strategic innovation, and forging impactful partnerships that solidified our leadership in digital transformation. Guided by a clear vision and an agile approach, we achieved sustainable growth across key lines of business, expanded our capabilities, and entered new markets to meet the evolving demands of our enterprise customers.

In 2024, e& enterprise's full-year revenue grew by 7%, supported by robust performance in key markets. Saudi Arabia stood out with 84% year-on-year growth driven by cybersecurity services, highlighting strong momentum from a growing pipeline. The acquisition of GlassHouse strengthened capabilities, supporting growth and international diversification.

Market overview

According to IDC, the Enterprise IT market in the META region is forecasted to reach USD 55.6 billion in 2024, with IT services accounting for 39.1% of the total. The IT services market in the UAE and Saudi Arabia has been experiencing robust growth, driven by several factors including government initiatives, economic diversification efforts, and the adoption of new technologies.

Cloud services

According to IDC, between 2024 and 2028, the Middle East and Africa cloud services market is expected to grow at an annual rate of 20.6%.

The UAE and KSA have both experienced substantial increases in domestic data centre investments, fueled by growing demands for digital sovereignty and data privacy. This development has accelerated the adoption of public cloud services across various industries, with multicloud strategies becoming increasingly popular due to the availability of in-country cloud providers. National programmes such as the UAE Energy Strategy 2050, the UAE Environment Vision 2030, and Saudi Arabia's Vision 2030 and National Digital Transformation Programme emphasise cloud adoption as a key enabler for achieving sustainability, efficiency, and digital transformation goals. Key growth drivers include application modernisation, as businesses shift from legacy systems to cloud solutions along with the growing demand for data processing driven by IoT adoption, digital transactions, and sectoral digitisation across industries such as banking, healthcare, utilities, and government.

Cybersecurity services

According to IDC, between 2024 and 2028, the Middle East and Africa cybersecurity market is forecasted to expand by 12.5% annually. As the digital economy expands globally, cybersecurity has become a critical focus for countries, organisations, and individuals.

The MEA region faces a rising volume and sophistication of cyber threats, necessitating robust investments in security frameworks. Cybercrime is outpacing projected cybersecurity spending, highlighting the urgency of addressing this challenge. Key drivers of growth in cybersecurity services include the increasing complexity of cyberattacks and the introduction of new regional cybersecurity regulations, such as the UAE's cloud security and data storage laws. These factors are driving organisations to adopt advanced solutions, including Managed Detection and Response (MDR) systems, to protect critical infrastructure and sensitive data.

Data & AI

The Data & AI market in the MENA region is projected to double from USD 1.5 billion in 2023 to USD 3 billion by 2028, growing at 14% annually, driven by adoption in sectors like BFSI, Public Sector, and Telecom. This growth is supported by demand for cost-effective, flexible AI systems and national initiatives in the UAE and Saudi Arabia. The UAE's AI Strategy 2031 aims to position the UAE as a global AI leader, while Saudi Arabia's Vision 2030, through its National Data & AI Strategy, targets USD 20 billion in AI investments and 20,000 trained specialists by 2030. Hyperscaler demand is also rising due to strict local data regulations and sovereign cloud solutions. Key investment priorities include data literacy, AI security and AI-enabled tools, highlighting the region's focus on addressing challenges and fostering innovation.

Revenue (AED)

2.9bn

+7% YoY

Cybersecurity revenue

+22%

YoY

Business review continued

e& enterprise continued

Strategic progress

In line with the goals of our Group strategy, e& enterprise seeks to deliver advanced digital solutions that continuously transform and enhance the way businesses operate.

We aim to reinforce our position as a regional digital leader, trusted by enterprise customers to drive sustainable development, create safer cities, improve government services, enable connected healthcare, enhance education, shape the future of banking, and optimise industries such as manufacturing and logistics. This focus positions us to lead digital transformation for businesses across the region, enabling long-term success and value creation.

STRATEGIC PILLARS

Double down on core

e& enterprise drives the business transformation for government, major enterprises, and corporations throughout the region. We focus on enabling transformation rather than contributing directly to the telecommunications sector.

Diversify portfolio

By engaging in selective mergers and acquisitions, establishing transformative strategic partnerships, and introducing innovative digital solutions, we strengthen our market positioning, fuel growth, and facilitate our expansion across the region.

Digitise and transform operations

By fostering high impact partnerships and collaborations with leading accelerators, scale-ups, and global technology providers, we continue to drive innovation and expedite digital adoption.

Drive sustainability

e& enterprise empowers clients to become more sustainable by helping them to proactively embed framework and processes that align with the UN SDGs into their businesses and operations. Drawing inspiration from both global initiatives and the government's vision for an ecologically balanced future, e& enterprise is proud to offer "Sustainability as a Service", delivering tangible impact for clients and the nation.

Recognising our people as a core asset, we focus on empowering and retaining top talent while cultivating a skilled workforce of industry experts across diverse technologies and domains.

2024 KEY ACHIEVEMENTS

Revenue increase

AED 2.9bn

(+7% vs. 2023)

- Established AWS partnership that will generate over USD 1 billion over the next six years
- Completed the acquisition of GlassHouse which enables access to Turkey and enhances our capabilities
- Launched Data & AI practice with dedicated team of 50+ experts
- Launched our Digital Transformation Consulting division, designed to foster deep collaboration with clients to co-create and implement innovative digital strategies
- Launched the state-of-the-art Shared Service Command and Control Centre in Saudi Arabia
- Launched the National Sustainable Finance Utility Initiative, leveraging G17Eco technology to support the UAE's AED 1 tn sustainable finance goal by 2030

- Forged high impact partnerships, including those with Meta, Huawei and Cloudera to enable operational efficiency, drive digital engagement and scale innovation
- Established the GenAI Centre of Excellence in partnership with Google, AWS, and Microsoft to integrate generative AI into business strategies, enabling efficiency improvements, automation of complex processes, and delivery of personalised services
- Created the AI Academy in partnership with Emeritus designed to equip executives, product managers, and practitioners with the knowledge and skills needed to harness and apply AI effectively

Customers engaged

+40

Projects delivered

4

- Services provided across multiple countries

Business review continued

e& enterprise continued

Internet of Things (IoT)

IoT has emerged as a transformative force across industries, enhancing quality of life and driving innovation. GCC countries, particularly the UAE and Saudi Arabia, have embraced IoT as part of their economic diversification strategies. These nations are leveraging advanced technologies to develop intelligent solutions and innovative infrastructure, including mega projects and smart city initiatives.

The Middle East and Africa IoT market is forecasted to grow at a CAGR of 10.3% from 2024 to 2028, according to IDC. Key drivers of this growth include industrial digital transformation, economic diversification and automation, smart infrastructure and cities, agriculture and resource management and advancements in technology and network expansion. Government-led initiatives and supportive policies further fuel investment, while cloud migration and new IoT platforms are anticipated to significantly impact sectors like manufacturing, resources, and public administration.

The convergence of cloud, cybersecurity, Data & AI and IoT in the GCC and MEA regions underscores a dynamic landscape of technological advancement and economic transformation, and emerging challenges, positioning the region as a hub of innovation and resilience.

Strong performance across our lines of business

e& enterprise demonstrated steady growth across our key lines of business in 2024, further solidifying our position as a leader in digital transformation by driving innovation and delivering value for the Group and our clients.

Cloud services: With over 300 managed cloud customers in the UAE, we continued to expand our cloud offerings. Public Cloud Services, powered by Bespin, achieved an 80% year-on-year revenue growth, reflecting our strong market presence and growing demand.

Cybersecurity: Our cybersecurity operations managed over 300,000 attacks and identified 125+ zero-day vulnerabilities, which were accredited and published. Processing and analysing more than 25 trillion security events annually, we remain a trusted partner in safeguarding critical infrastructure. Cyber revenue grew by 23% year-on-year, with Saudi Arabia showing an impressive 90% increase.

Data & AI: The launch of our Data & AI practice marked a significant milestone, delivering over 200 tailored use cases. Our team of 50+ experts is driving measurable outcomes, including churn rate reduction through predictive modelling, IoT maintenance cost savings, and enhanced sales performance via advanced forecasting techniques.

Fintech:

- **Haifin:** Formerly UAE Trade Connect, in 2024 Haifin's platform saw a 34% increase in the number of invoices and a 22% increase in the value of invoices uploaded to the platform. Fraud detection surged 55% from 2024, with AED 328 million in potential fraud identified. The platform welcomed four new lenders during the year, increasing its network to 19 banks and Fintechs.
- **Beehive:** Our SME financing platform facilitated AED 925 million in funding, a 30% year-on-year increase, supported by a community of over 16,000 investors. Beehive has now surpassed AED 3.0 billion in total SME funding, showcasing its commitment to fuelling SME growth throughout the GCC.
- **IoT:** We continued scaling IoT adoption with over 951,000 smart meters, 420,000 IoT-connected vehicles, 4,000 public health users, 13,000 connected cameras, and 800,000 smart fire-alarm devices deployed, demonstrating our ability to enable smarter, more connected ecosystems.

Driving customer experience and success

At e& enterprise, we reinforced our "people-centric and tech-enabled" philosophy by prioritising human experience at the core foundation of our market strategy. A key milestone was the launch of our Digital Transformation Consulting division, designed to foster deep collaboration with clients to co-create and implement innovative digital strategies. This division, an integral part of our End-to-End Digital Transformation unit, seamlessly integrates a wide range of technologies and services, empowering businesses to achieve their objectives while transforming the experiences they deliver to customers.

To further enhance service delivery and strengthen client relationships, we established a dedicated Customer Success department. This department implements standardised processes and robust governance frameworks to ensure a consistent, strategic engagement approach across our diverse product and service offerings. This not only drives measurable outcomes but also delivers lasting value to our clients.

Diversify portfolio

Expanding markets and capabilities

e& enterprise exemplified the "Go for More" ethos by advancing capabilities and extending market reach to deliver transformative solutions to an expanding customer base. By building on strategic partnerships, acquisitions, and innovative service offerings, we have established a robust foundation for sustained growth and innovation.

We launched our Data & AI practice to deliver tailored solutions that drive customer-centric innovation, operational efficiency, and new revenue streams. With services including generative AI, Data as a Service (DaaS), AI accelerators, Robotic Process Automation (RPA), and AI-driven solutions for cybersecurity and sustainability, we enable businesses to maintain a competitive edge.

Strategic partnerships further enhance our offerings. Our collaboration with AWS is expected to generate over USD 1 billion in revenue between 2025 and 2030, elevating our market positioning, focuses on expanding public cloud services for enterprises, delivering sovereign cloud solutions for government clients, and advancing AI innovation with generative AI capabilities. These initiatives optimise cloud adoption, secure data sovereignty, and enable transformative digital services.

Business review continued

e& enterprise continued

The newly launched End-to-End Digital Transformation consulting offering strengthens our early engagement with clients, helping them envision and implement comprehensive digital strategies. Additionally, the acquisition of GlassHouse enhances our private cloud and managed services capabilities, introducing expertise in SAP solutions and financial services. This acquisition also deepens our industry focus and technical capacity in high-growth sectors.

Through the acquisition of GlassHouse, we have solidified our presence in high-growth markets such as Türkiye, aligning with our goal of becoming a regional leader. This strategic move serves to expand our services geographically while further reinforcing our ability to address the evolving needs of clients in diverse industries. Additionally, we have established operations in Egypt, with plans to ramp up revenue in 2025, while pursuing a clear roadmap for expansion into high-potential markets like Qatar and Bahrain, building on our established presence in Saudi Arabia and Oman.

Eastern Europe offers further opportunities, with its rapid digital market growth and strong talent pool, positioning the region as a key focus for future expansion. By integrating the technological advancements from our AWS partnership with the regional growth achieved through GlassHouse, e& enterprise is becoming a powerhouse in the digital transformation ecosystem, as a trusted partner for government and enterprise clients.

Launching new solutions

e& enterprise introduced a range of transformative solutions throughout the year, reflecting our unwavering commitment to innovation, sustainability and delivering impactful solutions across our markets to reinforce our market-leading proposition.

Saudi Arabia Shared Service Command and Control Centre

We launched a state-of-the-art Shared Service Command and Control Centre in Saudi Arabia, designed to support over 400 staff members. This facility enhances our operational capabilities and demonstrates strong regional momentum, aligning closely with market needs in high-growth regions. By delivering top-tier managed services, this initiative underscores our commitment to operational excellence and market leadership in the Kingdom.

Data & AI practice

Our newly established Data & AI practice provides tailored solutions that revolutionise client experiences, streamline operations, and drive revenue growth. Offering cutting-edge services such as generative AI, DaaS, RPA, and AI, and AI for cybersecurity, the practice further delivers strategic consulting on AI readiness, transformation, and scalable deployment. This initiative enables businesses to harness the transformative power of AI and data-driven insights to remain competitive in a dynamic marketplace.

Digital transformation consultancy

We further strengthened our capabilities with the launch of a digital transformation consultancy unit. This division fosters early engagement with clients, working collaboratively to define and implement forward-looking digital strategies. By positioning ourselves as trusted advisors, we enhance our market relevance and solidify our role as a partner of choice in digital transformation.

National sustainable finance utility

In collaboration with World Wide Generation (WWG), a sustainability assurance fintech, and Commercial Bank International (CBI), we launched the National Sustainable Finance Utility. This initiative addresses upcoming reporting regulations slated for May 2025, while supporting the UAE's ambitious goal of unlocking AED 1 trillion in sustainable finance by 2030. Leveraging WWG's advanced G17Eco technology platform, the initiative integrates sustainability standards into financial analysis and operations, empowering banks, investors, and corporations to meet regulatory requirements and drive sustainable economic growth.

Digitise and transform operations

e& enterprise forged a series of high impact partnerships in 2024, reinforcing our leadership in digital transformation and innovation across diverse industries through the application of cutting-edge technologies, novel approaches and sustainable solutions. By harnessing AI potential, we established transformative capabilities and launched initiatives to drive innovation and expedite digital adoption.

Forging high-impact partnerships

Partnership with the Egyptian Credit Bureau

Announced at Cairo ICT 2024, this collaboration marks a pivotal step in advancing digital transformation across the MENA region. By integrating advanced AI capabilities, the partnership will redefine financial scoring systems, enabling smarter, faster decision-making and setting the stage for the future of digital financial services.

Dubai Public Prosecution partnership

e& enterprise partnered with Dubai Public Prosecution (DPP) to develop a centralised digital system for remote investigation and litigation. This cutting-edge platform integrates systems from key stakeholders, modernising Dubai's judicial processes and enhancing efficiency in the legal system.

Burjeel Holdings partnership

Collaborations with Burjeel Holdings included a telemedicine services project and a strategic memorandum of understanding (MoU), both aimed at transforming healthcare delivery in the UAE and MENA region. These initiatives strengthen the integration of technology into healthcare, delivering improved patient outcomes.

Meta collaboration

e& enterprise became a certified WhatsApp for Business Service Provider globally through a strategic partnership with Meta. This milestone enhances customer communication solutions, enabling businesses to deliver seamless, efficient interactions through WhatsApp, a key channel for digital engagement.

Fils partnership

The partnership with Fils introduced innovative carbon offset solutions in digital payments, aligning transactions with COP28 sustainability directives. By integrating Fils's platform into our Digital Payment Platform, e& enterprise is setting a new sustainability benchmark in the UAE's payment ecosystem.

Cloudera partnership

The alliance with Cloudera leverages advanced AI, data analytics, and hybrid platform technologies to enhance innovation and operational efficiency. This partnership is poised to drive sustainable business growth and unlock new opportunities across the Middle East.

Business review continued

e& enterprise continued

Strategic collaboration with Huawei

In a transformative move, e& enterprise teamed up with Huawei Cloud Middle East to revolutionise cloud services across the UAE, KSA, Egypt and Türkiye. Combining regional expertise with Huawei Cloud's cutting-edge technologies, the partnership delivers innovative, locally compliant cloud solutions, positioning both companies as leaders in regional digital transformation.

Beehive partnership with Goldman Sachs

Beehive and Goldman Sachs signed a warehouse facility agreement. The facility, which is a first of its kind in the Middle East, will allow Beehive to provide AED 500 million of loans to UAE SMEs. The facility will enable Beehive to triple the amount of finance that Beehive provides to UAE SMEs.

Harnessing AI for innovation and transformation

The continued rise of AI in 2024 has positioned e& enterprise as a leader in innovation, agility, and transformative solutions, strengthening our commitment to revolutionising businesses and enhancing customer experiences.

We have taken significant strides to harness AI's potential, beginning with the launch of our Data & AI practice, which delivers end-to-end expertise and impactful AI solutions across industries. This practice focuses on providing actionable insights and optimising operations to drive measurable outcomes. Building on this foundation, we established the GenAI Centre of Excellence (CoE) in partnership with Google, AWS, and Microsoft. This initiative integrates generative AI into business strategies, enabling efficiency improvements, automation of complex processes, and delivery of personalised services.

Our collaboration with Emeritus led to the creation of the AI Academy, designed to equip executives, product managers, and practitioners with the knowledge and skills needed to harness and apply AI effectively. This initiative will provide a steady pipeline of talent ready to integrate AI across industries.

Additionally, we launched the Utilities CoPilot, a groundbreaking application of generative AI that transforms utility operations and customer engagement. By leveraging real-time insights from smart grid data, it enhances efficiency, transparency, and reporting while delivering proactive support, personalised insights, and faster issue resolution.

AI has also been instrumental in driving customer value, with proactive churn prediction models reducing customer attrition and predictive IoT maintenance cutting costs by minimising device replacements. Sales forecasting powered by AI has further boosted overall performance by enabling more accurate demand planning.

Drive sustainability

e& enterprise offers a "Sustainability as a Service" model that delivers a structured approach to integrating sustainability into our clients' business operations. This adaptable and comprehensive model is designed to guide organisations towards achieving both short-term and long-term sustainability objectives through clearly defined steps. By partnering with us, organisations gain access to expert sustainability services on a subscription basis, eliminating the need for in-house expertise while ensuring progress towards their environmental and social goals.

Our service provides a holistic 360° ESG evaluation, enabling businesses to embark on a sustainable journey supported by our expertise in GHG enhancing the positive changes achieved. A Centre of Excellence, staffed with subject matter experts, energy analysts, and performance-tracking specialists, ensures that sustainability measures are governed effectively and sustained over time. Through this best-practice driven approach, we empower organisations to align their operations with global sustainability standards while creating lasting value for their stakeholders.

e& enterprise in 2025

Looking ahead, we will focus on expanding our capabilities and broadening our international reach, with the ambition to scale our operations and achieve stronger financial outcomes.

Leveraging our strategic partnership with AWS, we will develop a sovereign cloud solution tailored to government needs and enhance our public cloud offerings to drive enterprise digital transformation. We will also accelerate the growth of our Data & AI capabilities, delivering innovative solutions that optimise operations and unlock new revenue streams for our clients.

Internationally, we will strengthen our position in Saudi Arabia by building on existing momentum and pursue organic growth in Egypt to establish a more robust presence. The acquisition of GlassHouse will further enhance our footprint in Türkiye, solidifying our position as a regional leader and unlocking new opportunities in high-growth markets.

Through these initiatives, we will continue to advance our role as a global digital transformation leader, empowering businesses and governments to achieve their ambitions.

We are investing in the future. As the cloud and cybersecurity sectors experience significant growth, we remain committed to providing enterprises and government agencies with the most advanced digital infrastructure solutions.

Prioritising our investments and focus on advanced AI-driven threat detection, zero-trust architectures, and tailored cybersecurity solutions will position us as a leader in addressing the growing demand for robust security services. Similarly, our cloud initiatives will empower enterprises and governments to modernise their operations with scalable, secure, and efficient infrastructure.

Our partnership with AWS is projected to yield USD 1 billion in revenue from 2025 to 2030

Business review continued

e& life

Setting new benchmarks in the MENA digital economy

2024 was a landmark year for e& life, driven by exceptional growth and transformative innovation across our fintech, digital lifestyle, and digital entertainment segments. We delivered record-breaking results, almost doubling year-over-year revenue and setting new benchmarks in the MENA digital economy. By leveraging scalable digital solutions and meeting evolving customer demands, we reinforced our leadership in delivering impactful and customer-centric offerings.

e& life revenues

2x

YoY

Careem GTV growth

Double

YoY

e& money GTV Growth

+3.6x

YoY

Key highlights

2024 was a transformative year for e& life, marked by exceptional growth and innovation across our fintech, digital lifestyle, and digital entertainment segments. Our focus on delivering seamless, cutting-edge solutions enabled us to exceed expectations, as we continuously evolved to meet the needs of our consumers.

Overall revenues surged by 102% year-over-year to AED 2.0 billion, reflecting robust performance across all segments and improved profitability in newly introduced segments. These achievements underscore e& life's dedication to driving sustained growth and value creation while advancing towards long-term profitability, cementing our position as a trailblazer in the digital economy.

In the **fintech segment**, e& money's registered users grew to around 1.5 million, with issued cards surpassing ~900,000 and monthly active users doubling compared to previous year. e& money's hero product, International Money Transfers showed a significant growth of 3x compared to last year, showcasing robust engagement. Wio likewise achieved remarkable growth, more than doubling its customer base in the past 12 months, with deposits surging 3x reaching AED 35 billion, while annual payment volumes soared to AED 337 billion in FY24, up from AED 85 billion in 2023. Investment accounts experienced nearly 4x growth, exceeding 41,000. Additionally, revenue tripled year-over-year, accompanied by a substantial improvement in net profits.

In **digital lifestyle**, Careem delivered exceptional growth, with gross transaction value (GTV) excluding rides increasing substantially year-over-year, while monthly GTV per user showed impressive gains. Careem Plus subscriptions surged, with Plus members now representing a major portion of monthly active users. Food and groceries demonstrated their first signs of profitability exemplified by the Dubai Food segment achieving positive EBITDA from Q2 2024 onwards, while Dubai Darkstores broke even on gross profit at network level in Q4 2024, driven by higher average order values and cost optimisations initiatives.

In **digital entertainment**, evision further solidified its leadership in MENA's streaming market. Its app, STARZ ON, offering FAST/AVOD content with STARZPLAY's premium SVOD plans, surpassed 5.9 million downloads, ranking among the top three entertainment apps in the GCC alongside TikTok and Netflix. Consolidated user numbers grew to over 5.5 million, supported by premium exclusive content offerings such as ICC Cricket, Disney Hotstar, and UFC, partnerships with Sony Pictures, Amazon MGM,

Business review continued

e& life continued

At GITEX 2024, e& life portfolio companies showcased their innovative edge and bold vision for the future

Warner Bros. Discovery, Noorplay and FIFA, as well as diverse Ramadan content line-up. The introduction of “STARZ ON Business” hospitality solution for SMBs further strengthened evision’s position in the digital entertainment space.

At GITEX 2024, e& life portfolio companies showcased their innovative edge and bold vision for the future. Careem unveiled “Ask Careem”, an AI-powered virtual assistant revolutionising dining recommendations, and captivated audiences with branded delivery drones, highlighting its commitment to tech-driven customer experiences and last-mile logistics. Meanwhile, e& money redefined financial convenience with an immersive booth experience featuring instant card vending, interactive AI assistance, and a VR journey, while announcing strategic partnerships with Mastercard, SafeGold, and Unity Infotech to enhance cross-border transfers, introduce gold trading, and strengthen integration with UAE Central Bank systems. evision showcased their innovative hospitality solutions and their fast-growing STARZ ON platform, which leads AVOD in the MENA region, demonstrating their commitment to reshaping entertainment experiences for both individual and business customers.

Market overview

In 2024, e& life’s focus and performance were shaped by significant market events and trends that influenced our diverse portfolio, presenting both challenges and opportunities. We continued to prove our adaptability and leadership by responding to external pressures with innovative approaches, ensuring that our portfolio companies maintained relevance and continued to deliver value in a dynamic and competitive environment.

Intensified competition in financial services and banking drove the need for differentiation. Local and international players introduced aggressive acquisition campaigns and enhanced digital offerings. In response, e& money enhanced its customer experience with a fully revamped app along with competitive rates for International Money Transfer services and additional products, which led to significant market share acquisition, while Wio capitalised on its leading savings and deposit rates to stand out in the market. Economic and regulatory changes, such as high-interest rates early in the year, boosted savings-focused products, while later rate cuts spurred demand for long-term savings.

Regulatory developments, including Aani real-time payment systems and Open Finance initiatives in the UAE, required significant compliance and risk management enhancements, impacting operations for both Wio and e& money.

Consumer preferences continued to evolve. In fintech, innovative solutions like Buy Now, Pay Later (BNPL) apps created new growth opportunities. e& money capitalised on this trend, with an upcoming product addressing this shift in consumer preference. In entertainment, macroeconomic pressures, currency devaluation and subscription fatigue impacted willingness to pay in some markets. evision adapted by introducing ad-supported models to maintain accessibility and attracted major advertisers to its platforms to diversify revenue streams.

Geopolitical tensions and driver supply shortages posed operational challenges for Careem, particularly in the UAE. Despite these constraints, Careem Technologies refined its delivery strategies to sustain high levels of customer satisfaction.

These efforts underscored e& life’s ability to navigate shifting economic and advertising landscapes with agility and resilience.

e& money enhanced its customer experience with a fully revamped app along with competitive rates for International Money Transfer services and additional products

Business review continued

e& life continued

Strategic progress

e& life's strategic alignment with e& Group ensures a cohesive approach to diversification, digital transformation, and sustainability, driving integrated ecosystems and innovative solutions that support long-term leadership in the MENA digital economy.

STRATEGIC PILLARS

Diversify portfolio

e& life focuses on strategic diversification and expansion, deepening its presence in core markets while exploring new opportunities. In fintech, e& money and Wio prioritised the UAE, driving value through tailored offerings. Careem expanded its digital lifestyle services in the UAE and KSA, strengthening its ecosystem, while evision and STARZPLAY explored growth in MENAP and Central Europe, leveraging synergies from e&'s global investments.

In addition, e& money's continuous efforts on financial inclusion made a significant improvement in 2024. Programmes like enabling unique Virtual IBANs for each customer, a supplementary card which helped digitalising existing requirement on domestic helpers and family members' cash utilisation whereas Instant Card helped users easily access a payment card, that is accepted worldwide.

The journey towards the platformisation of brands and assets marked a transformational progression for e& life. This evolution is building increasingly integrated ecosystems that foster synergies across platforms while steadily enhancing operational efficiency and scalability. As services and offerings converge within unified ecosystems, e& life continues to improve customer satisfaction, retention, and engagement.

Digitise and transform operations

By leveraging Group-wide synergies, including shared infrastructure, data, and expertise, we are progressively positioning e& life to meet the dynamic and evolving needs of our customers. This ongoing transformation underscores e& life's commitment to innovation and strengthens our trajectory towards long-term leadership in the MENA digital economy.

Drive sustainability

By advancing financial inclusion through innovative solutions like e& money and Careem Pay, e& life empowers unbanked and underbanked communities, fosters economic participation, and promotes social equality, aligning with its vision of creating lasting positive impact in underserved regions.

2024 KEY ACHIEVEMENTS

Diversify portfolio:

- Careem has 12 live services in Abu Dhabi and 7 in Riyadh.
- e& money's International money transfer tripled year over year whereas monthly active customers doubled.
- STARZ ON became the most downloaded SVOD/AVOD app in the GCC.

Digitise and transform operations:

AI-powered hyper-personalised recommendations on STARZ ON platform drove double-digit growth in user retention and engagement.

Drive sustainability:

e& money app enabled financial services for 1.5 million users.

Business review continued

e& life continued

Diversify portfolio

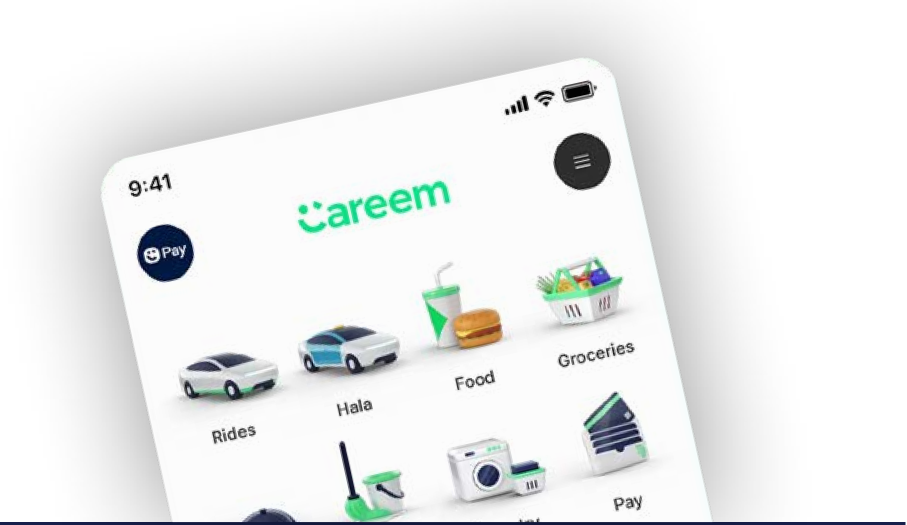
Progress across fintech, lifestyle and entertainment

e& life delivered record-breaking growth and innovation across our three segments, as we continued to raise the bar and set new benchmarks for customer-centric digital experiences.

Fintech segment

The fintech segment of e& life achieved remarkable milestones, cementing its leadership in digital financial services across the MENA region. As it strived to further integrate platforms such as e& money, CareemPay and Wio into a cohesive ecosystem, the company delivered innovative, customer-centric solutions that drove record-breaking growth. These efforts underscore e& life's focus on financial inclusion, operational excellence, and long-term value creation for its stakeholders.

e& money evolved into a comprehensive financial super app, combining peer-to-peer functionality with robust offerings such as prepaid cards, international money transfers, and IBAN-enabled accounts. With around 1.5 million registered users and over almost 900,000, cards issued, monthly active users doubled and transaction volumes more than tripled year-over-year. The platform's international money transfer saw 3x growth. Furthermore, e& money launched new products and features, including unique IBANs that allowed every UAE resident access to digital IBAN in 10 seconds, which is contributing to the UAE's goal of financial inclusion directly. Given that UAE has a significant base for domestic helpers and blue-collar workers, e& money launched a unique card proposition, a new supplementary card product, to allow sponsors pay for salaries, allowances and household expenditures, while providing a compelling proposition for families willing to pay their children's allowances. Meanwhile, upcoming launches, including digital gold savings and micro-lending, are set to further solidify e& money's position as the UAE's leading fintech platform.



e& life achieved exceptional growth, driven by Careem's Everything app, which has emerged as the fastest-growing super app in the region

Wio emerged as one of the region's fastest growing NeoBanks, demonstrating exceptional performance in its second year of operation. Positive organic growth momentum, combined with the launch of new product features drove revenue to triple year-over-year, accompanied by a substantial improvement in net profits. Enhanced by a bold marketing strategy, including campaigns like AP Dhillon Live sponsorship, Wio reinforced its brand presence and commitment to empowering customers. Its tagline, "Born to back you", encapsulated its focus on redefining banking with products tailored for both personal and business users.

Innovation remained a key driver for the fintech segment. e& money integrated financial services across its ecosystem, introducing supplementary youth cards and offering unique IBANs to enhance fund transfers and financial accessibility. Additionally, the e& money app, revamped to support three languages, catered to a wider demographic, while unique functionalities such as the Send Now, Pay Later feature combined credit card top-ups with international money transfers. Embedded finance integrations began with GoChat, while future collaborations with Careem Pay promise to deepen platform synergies. Wio expanded its portfolio with business credit cards, Quick Cash, multi-user accounts, POS-based merchant loans, and investment solutions such as cryptocurrency trading, UAE stock market access, leveraged ETFs and stock lending. These developments reflect a strategic emphasis on embedding financial solutions into everyday workflows, creating an agile, scalable foundation for sustainable growth.

Digital lifestyle segment

The digital lifestyle segment under e& life achieved exceptional growth, driven by Careem's Everything App, which has emerged as the fastest-growing super app in the region. Careem's ability to unify services, innovate at scale, and lead in customer engagement redefined the digital lifestyle experience across the MENA region. This success reflects the strategic consolidation of offerings into a single scalable platform, leveraging synergies across operations and infrastructure to create significant value.

Careem's expansion efforts solidified its leadership across key markets. In Dubai, the Everything app reached a milestone with 18 live services and the industry-leading Careem Plus membership programme. Careem's dominance in business areas including food delivery, grocery delivery, and remittance services underscored the platform's scalability and defensibility. The Careem Plus membership programme was a standout contributor, achieving a threefold increase in average revenue per user and transactions per user, while boosting retention by 35%. This programme enhanced customer loyalty and engagement, reinforcing Careem's position as the go-to digital lifestyle platform.

Business review continued

e& life continued

Strategic expansion into new markets strengthened Careem's regional footprint. In Abu Dhabi, Careem reached 12 live services, while Riyadh achieved 7 service offerings, including Careem Plus. These moves laid the groundwork for activating the Everything App flywheel in these key cities, extending Careem's holistic approach to urban mobility and lifestyle services. Geographic expansion was complemented by innovation in remittance solutions, with nine new corridors positioning Careem as the fastest-growing remittance platform in Dubai, offering cost-effective and reliable money transfer options.

e& money cards

+900k

STARZ ON downloads

5.9mn

Digital entertainment segment

The digital entertainment segment of e& life, anchored by evision, STARZ ON and STARZPLAY, delivered exceptional growth and innovation, solidifying its leadership as a premier media and technology platform in the region. Transformational developments, including the unification of services and a focus on premium and ad-supported content, established STARZ ON as a game-changer in the streaming landscape and positioned e& life as a leader in digital entertainment.

The launch of STARZ ON marked a major milestone, consolidating STARZPLAY's premium subscription service into a single seamless platform while introducing evision's ad-supported content to broaden its reach. With over 5.9 million installs, STARZ ON became the most downloaded SVOD/AVOD app in the GCC, surpassing global players like Netflix and TikTok. Active users exceeded 1.9 million, driven by exclusive partnerships for high-demand content, including ICC Cricket, UFC, and collaborations with Sony Pictures, Amazon MGM, Noorplay, Disney Hotstar and FIFA. The platform's appeal was further enhanced with more content, now surpassing 10,000 hours of AVOD content, significantly boosting engagement and user retention.

STARZ ON Business extended the platform's impact by catering to small and medium-sized businesses, providing customised entertainment solutions for venues such as clinics, gyms, and F&B outlets. This initiative demonstrated STARZ ON's scalability and ability to diversify revenue streams while leveraging e& Group's infrastructure, distribution, and branding expertise. By addressing the unique needs of the SMB segment, STARZ ON Business unlocked new monetisation opportunities and reinforced its position as a versatile and valuable service.

evision and STARZPLAY's strategic efforts to unify and expand content offerings, spanning genres like Arabic, Western, South Asian, sports and kids programming, further amplified audience reach. This was further underpinned by the launch of STARZPLAY's Original Show, "Unstoppable: The Italian Dream", providing young MENA talents with the opportunity to train in Serie A, whereas evision launched "Bloom", its new pre-school proprietary channel designed to educate and entertain young minds.

Overall, evision and STARZPLAY's ability to deliver tailored experiences, supported by premium partnerships and innovative distribution models, underpinned their success as a leading linear, AVOD, SVOD, technology and advertising service in MENA.

Driving growth across our footprint

e& life strengthened our operations across our geographic footprint by adopting targeted strategies to deepen our presence in core markets while selectively exploring new opportunities, in alignment with market potential and customer needs across our segments. By consolidating our presence in established markets and exploring high-potential expansions, we ensured sustained growth and positioned ourselves to align with e&'s 2030 strategic vision.

e& is focused on scaling its fintech operations across key international markets, including Egypt, Pakistan, Afghanistan, and Saudi Arabia. The strategy leverages telco synergies to expand digital wallets, boost customer acquisition, and introduce advanced services such as lending and banking.

In Saudi Arabia, Mobily Pay continues to grow with International Money Transfer and prepaid card offerings, aiming to differentiate itself and capture greater market share. In Egypt, e& cash is expanding its presence in the fintech lending space with Erada, while UPaisa in Pakistan is building a robust fintech proposition, and in In Afghanistan we are looking to capture the payments space with our Scan & Pay offering that will allow customers to perform payments via QR code scanning. This will be facilitated by a robust ecosystem of merchants that we are building throughout the country. In addition to this, we are deploying a new MFS platform that will enable us to expand our product portfolio through diverse integration with various partners in the fintech space, allowing us to drive customer acquisition. The overarching goal is to establish a centralised fintech platform that unlocks value, drives growth, and maximises e&'s synergies across the MENA region.

In the UAE, the focus was to tailor services to meet the specific needs of both banked and unbanked populations. e& money refined its offerings to address diverse demographic segments, while Wio focused exclusively on untapped opportunities within the UAE market. By leveraging its disruptive and customer-centric banking model, Wio ensured consistent shareholder value creation and cemented its digital presence on the overall UAE banking landscape.

In digital lifestyle, Careem deepened its footprint in key markets such as the UAE and KSA. In Abu Dhabi, Careem expanded its presence with 12 live services, demonstrating a strong commitment to the capital. In Riyadh, it reached seven live services, including Careem Plus, while activating its Everything app flywheel to establish a dominant position in one of the region's most critical markets.

Business review continued

e& life continued

Within the digital entertainment segment, evision and STARZPLAY maintained their primary focus on the MENAP region while strategically exploring opportunities in Central and Eastern Europe. This expansion was driven by synergies created from e&'s acquisition of PPF Group, reflecting evision's ambition to grow beyond its traditional boundaries and leverage the group's global investments.

Elevating personalisation and experience

e& life continued to drive excellence in customer experience through advanced technologies, innovation, and streamlined operations. Across our platform, the Company delivered seamless, personalised, and efficient services to meet the evolving needs of our growing user base, ensuring high satisfaction and engagement across our core segments.

In the fintech segment, e& money launched a redesigned mobile app that transformed user interactions with a more seamless and intuitive interface. Integrating widgets for international money transfers, a supplementary card, and bill payments with a multilingual capability helped the app quickly gained traction. Its App Store rating surged to 4.6, and users could now complete international money transfers in just four clicks. The introduction of enhanced funding options, including credit cards and unique IBANs, further boosted inclusivity and transaction efficiency. Wio complemented these efforts with customer service improvements, creating a segment-driven Customer Care unit and launching automation and self-service tools to improve first-contact resolution and response times, significantly elevating service metrics such as customer satisfaction and speed of answer.

In digital lifestyle, Careem Technologies harnessed AI to deliver more personalised and efficient user experiences. AI-powered personalisation ensured that services were tailored to individual preferences, while AI-enhanced customer care improved response times and resolution accuracy for support inquiries. The expansion of Careem Plus benefits across key services such as Food, Grocery, and DineOut added value for subscribers, strengthening loyalty and driving platform engagement.

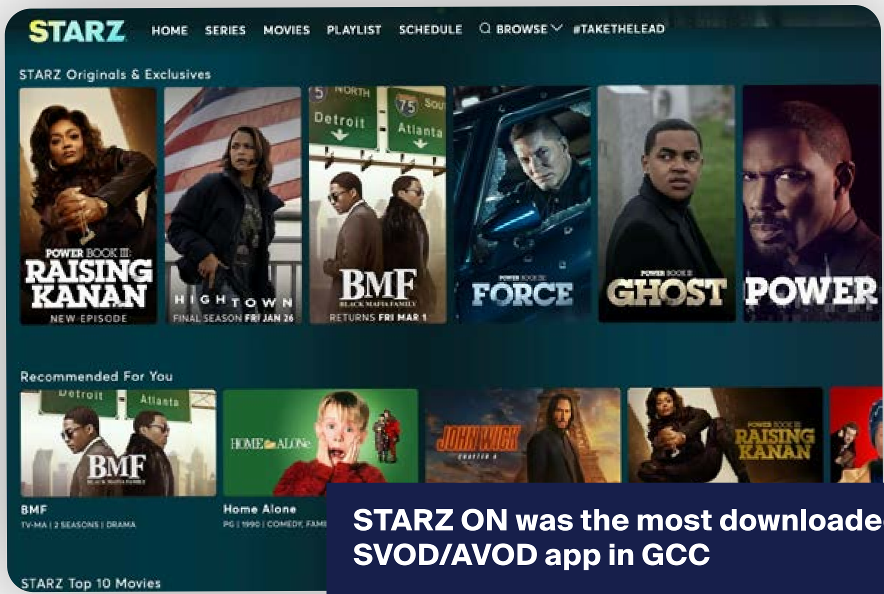
In Digital Entertainment, evision and STARZPLAY redefined audience experiences via the STARZ ON platform with diverse content offerings and AI-driven innovations. evision and STARZPLAY catered to a wide range of audience preferences by delivering content spanning sports, Arabic, Turkish, Western, and South Asian genres. STARZ ON employed AI to deliver hyper-personalised content recommendations and automate sports highlight reels, enhancing content discovery and increasing user interaction.

Digitise and transform operations

Embracing AI for transformative innovation

e& life embraced AI across all operations and businesses, transforming the culture of service delivery, while enhancing customers engagement, and promoting internal efficiencies. By integrating AI into its fintech, digital lifestyle, and digital entertainment segments, e& life achieved greater personalisation, operational optimisation, and innovation, and we were able to meet evolving customer demands while positioning the vertical for long-term growth.

In the fintech segment, e& money utilised AI to revolutionise financial services and customer experiences. AI-powered onboarding streamlined registration through secure government ID checks, while AI-based credit scoring models accelerated micro-lending and expanded financial inclusion. The development of AI fraud detection platforms and customer segmentation tools further improved security and personalised marketing efforts.

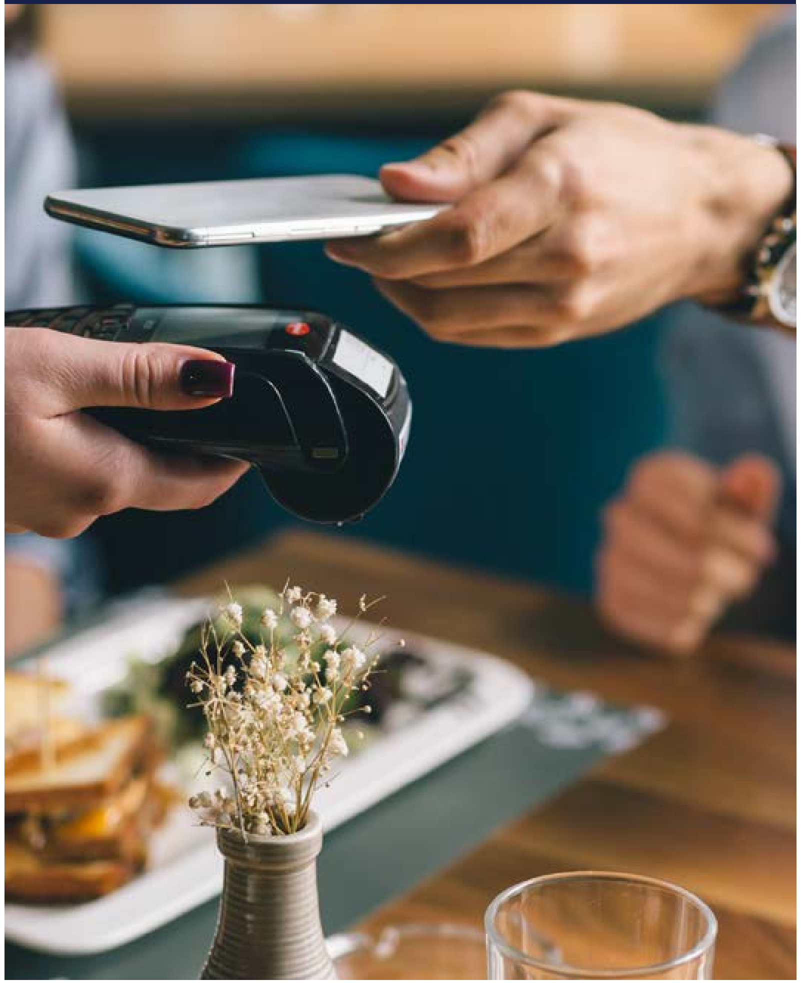


STARZ ON was the most downloaded SVOD/AVOD app in GCC

Business review continued

e& life continued

#1 Neobank for consumers and businesses, and profitable



Internally, tools like GitHub Copilot boosted developer productivity, enabling faster delivery of new features and capabilities. Soon, AI-driven chatbots will enhance customer support by providing instant, efficient service, improving satisfaction and reducing wait times in order to boost customer satisfaction. Wio complemented these advancements by leveraging AI to enhance operational efficiency, optimise customer onboarding, predict churn, and provide smarter product recommendations. AI tools further automated internal processes, such as SWIFT message classification and cloud cost optimisation, ensuring operational agility and scalability.

Careem's commitment to innovation was evident in the integration of AI-powered tools. Careem integrated AI deeply into its digital lifestyle platform, delivering highly personalised and efficient user experiences. Innovations such as the Estimated Time Delivery (ETD) feature improved delivery precision by 20%, while AI-powered content creation halved the costs and time required for marketing operations. AI-driven customer care solutions ensured faster, more accurate resolution of support inquiries, and personalised services tailored to user behaviour reinforced engagement and loyalty. Additionally, Careem introduced an AI-powered dining concierge, redefining the restaurant discovery process with curated recommendations. The expansion of Careem Plus provided exclusive benefits across key business areas, bolstering customer retention and strengthening Careem's leadership in the region's digital lifestyle ecosystem. Additional features like in-app donation options, enabled by right-click, showcased Careem's socially responsible approach. These advancements enhanced convenience and engagement while further driving triple-digit revenue growth in select markets, underscoring the transformative impact of Careem's strategic initiatives.

In digital entertainment, eVision and STARZPLAY harnessed AI to enhance both content delivery and operational efficiency. AI-powered hyper-personalised recommendations on STARZ ON improved content discovery and viewer satisfaction, while automated sports highlight reels, particularly for cricket, increased engagement with dynamic, tailored content. These innovations drove double-digit growth in user retention and engagement metrics, solidifying evision and STARZPLAY's competitive edge. Despite macroeconomic challenges, the segment successfully diversified its revenue streams through ad-supported models, attracting major advertisers and expanding its market reach. Opportunities in Central and Eastern Europe, driven by e&'s acquisition of PPF, further positioned evision for sustained growth.

Through comprehensive AI adoption, e& succeeded in elevating user experiences across our platform while optimising operations and unlocking new revenue streams. By strategically integrating AI into our core segments, e& life has established a strong foundation for future innovation and growth in the dynamic digital economy.

Financial inclusion: Empowering communities and driving impact

Financial inclusion is more than a goal; it is a pathway to empower individuals, foster economic growth, reduce poverty, and promote social equality. e& life is at the forefront of this mission, advancing financial inclusion through innovative digital solutions that are transforming lives across its markets. **The e& Money app**, now serving over **1.5 million users**, has emerged as a critical tool, particularly for blue-collar workers in the UAE who have historically been excluded from traditional banking services. By offering secure and accessible financial tools, the app enables users to actively participate in the digital economy and improve their financial well-being.

Business review continued

e& life continued

One of the app's most impactful achievements has been its facilitation of **seamless cross-border money transfers** to banks, mobile wallets, and cash pick-up stations. These services address the critical needs of migrant workers, allowing them to support their families and communities back home. In 2024 alone, international transaction volumes grew **fourfold**, reflecting the trust and reliance on these solutions. Additionally, the issuance of **900,000 instant Mastercard digital cards** has enabled users to conduct safe and convenient transactions, both online and offline, bridging critical gaps in financial access.

e& life's efforts contribute directly to the **UN Sustainable Development Goals (SDGs)** and the sustainability ambitions of the e& Group. By advancing financial access and empowerment, we are driving meaningful progress towards reducing poverty, fostering economic inclusion, and creating equitable opportunities for communities across our footprint.

International expansion and innovation

e& life has significantly expanded its impact in international markets, driving financial inclusion with innovative services tailored to local needs:

- **Egypt:** The launch of e& Neo, the country's first digital banking platform, and e& Cash, which facilitates instant global wallet-to-wallet remittances, marked significant milestones in expanding financial access.
- **Pakistan:** The UCash nano-lending service offers swift access to small loans, empowering underserved populations with the tools they need to manage financial challenges and opportunities.

By simplifying payments, enabling international remittances, and driving innovation in financial tools, e& life is advancing the vision of financial inclusion. Millions of individuals, particularly in underserved regions, now have the opportunity to participate fully in the digital economy, fostering economic growth and reducing inequality. e& life remains committed to its mission of empowering communities, connecting lives, and building a more equitable and inclusive future.

Drive sustainability

e& life is at the forefront of driving innovative solutions that empower individuals, fosters economic growth, reduces poverty, and promotes social equality. e& life is advancing financial inclusion through innovative digital solutions that transform lives across our markets. The e& Money app, now serving over 1.5 million users, has emerged as a critical tool, particularly unbanked populations in the UAE who are excluded from traditional banking services. By offering secure and accessible financial tools, the app enables users to actively participate in the digital economy and improve their financial well-being.

e& Life has expanded internationally, driving financial inclusion with innovative services tailored to local needs. We launched Egypt's first digital banking platform, e& Neo, and e& Cash for instant global remittances. In Pakistan, UCash nano-lending services provide quick access to small loans, empowering underserved populations. These services allow millions, particularly in underserved regions, to participate fully in the digital economy, fostering economic growth and reducing inequality.

By advancing financial access and empowerment, we contribute directly to the UN Sustainable Development Goals (SDGs) and the sustainability ambitions of the e& Group. We are driving meaningful progress towards reducing poverty, fostering economic inclusion, and creating equitable opportunities for communities across our footprint.

e& life in 2025

e& life will build on our successes in 2024 by pursuing ambitious objectives and introducing innovative initiatives across our segments, focusing on enhancing customer experiences, scaling operations, and driving sustainable growth.

In the fintech segment, e& money will enhance customer engagement with gamification, and an AI-powered chatbot, while expanding cross-border payments and solidifying its position as a leading card issuer in the UAE. Plans include developing an embedded finance platform, introducing digital gold and wealth management platforms, and launching micro-lending solutions backed by one of the strongest scoring algorithms in UAE. Wio will focus on scaling SME relationships, expanding wealth and credit offerings, and launching family banking and payroll solutions. It will also prioritise governance, operational efficiency, and regulatory compliance to drive sustainable growth.

In the digital lifestyle segment, Careem will continue to scale its Everything app platform across the UAE and Saudi Arabia, simplifying lives while driving sustainable growth. Investments in AI and advanced technologies will accelerate innovation, delivering even greater convenience and value to customers while moving closer to profitability.

In the digital entertainment segment, evision and STARZPLAY will expand their offerings by introducing exciting new content to STARZ ON. evision will further grow the STARZ ON Business platform across the MENA region and explore diversification into new digital entertainment areas, such as music and gaming, aiming to unlock additional value and broaden its ecosystem. These efforts will position evision and STARZPLAY as key players in redefining entertainment experiences for customers while maximising growth opportunities.

Business review continued

e& capital

e& capital continues to make significant strides in expanding its investment portfolio, with USD ~136 million deployed and committed across 15 portfolio companies. e& capital's portfolio spans across key verticals of the e& Group – telecom and digital – ensuring alignment with the Group's overarching strategy. Recent investments, including Clockwork, Traydstream, Ikigai, and Derq, leverage AI and machine learning as core components of their technologies, underpinning their workflows and analytics to drive innovation and scalability.

This year's achievements reaffirm e& capital's commitment to investing in companies that redefine industries and shape the future, both regionally and globally.

Expanding investment portfolio

USD~136mn

deployed

At e& capital, we dare to be bold by identifying and capitalising on disruptive trends shaping core sectors. Through targeted investments in high-growth startups across key innovation hubs such as the US, UK, and the Middle East, we have secured equity stakes and strategic board positions in over half of our portfolio companies. These decisive actions position e& capital as a key enabler in driving innovation and shaping the future of emerging industries.

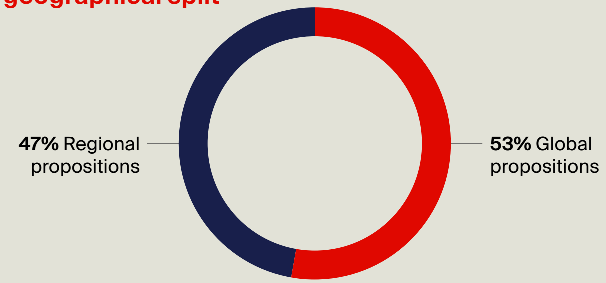
Our customer-obsessed, one-team approach has fostered close collaboration with all verticals across the e& Group, unlocking significant value and strengthening Group synergies. This partnership-driven model has generated incremental revenues by aligning portfolio companies with Group opportunities, delivered transformative innovations to enhance customer offerings, and facilitated strategic integrations, partnerships, and acquisitions. By working as one with our Group colleagues, we continue to accelerate e&'s transformation into a global technology powerhouse.

Portfolio overview

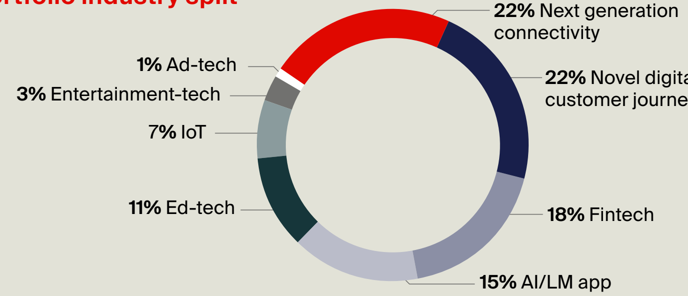
e& capital maintained a balanced focus in 2024, with 53% of investments targeting the Middle East and 47% focused globally. This distribution ensures that we remain rooted in our home market while capturing global opportunities across innovative sectors.

Portfolio overview by geography, industry and synergy breakdown

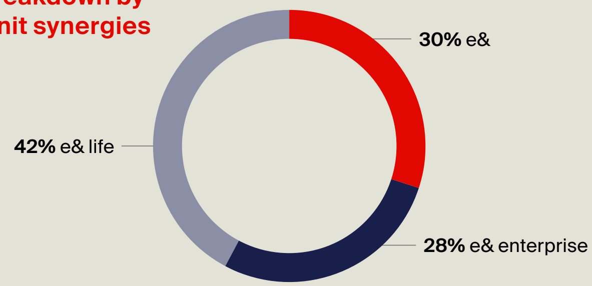
Portfolio geographical split



Portfolio industry split



Portfolio breakdown by business unit synergies



Business review continued

e& capital continued

e& capital achieved a major milestone this year with our strategic investment in Derq, a global leader in AI-powered Intelligent Transportation Systems (ITS), in partnership with AT&T Ventures

Strategic focus driving value creation

e& capital makes strategic investments enabling core functions and services across the Group, while mutually benefiting portfolio companies from access to the broader e& ecosystem, supporting and aligning with e& Group's strategic pillars:

- **Diversify portfolio:** e& capital diversifies the Group's revenue streams by pursuing disruptive startups, regionally and globally, that transform industries and yield strong financial returns.
- **Digitise and transform operations:** e& capital invests in tech-based businesses transforming the operational landscapes in which they operate, and have the potential to create profound synergetic opportunities for e& verticals in the future.

Robust portfolio growth

Our portfolio's value has grown significantly, now estimated to be worth 1.5x our initial investment, a testament to the soundness of our strategy and the quality of our investments.

Accelerating AI and favourable macroeconomic shifts

In 2024, artificial intelligence emerged as the defining market trend, with all e& capital portfolio companies integrating AI into their workflows or business models to drive efficiency, innovation, and gain a competitive advantage. This widespread adoption highlights AI's pivotal role in shaping businesses and accelerating digital transformation across key sectors.

Favourable macroeconomic shifts, including declining interest rates and a rebound in IPO markets, led to increased startup valuations and renewed investor confidence. This environment attracted heightened interest from private equity firms, with several approaching e& capital's portfolio companies. Their interest underscores the strong market appeal and strategic positioning of these businesses, reflecting e& capital's success in backing high-potential, future-focused ventures.

Investing for growth and diversification

e& capital achieved a major milestone this year with our strategic investment in Derq, a global leader in AI-powered Intelligent Transportation Systems (ITS), in partnership with AT&T Ventures. This collaboration supports Derq's expansion across the US, GCC, and other international markets while accelerating product development and enhancing the company's intellectual property.

Derq's advanced platform integrates AI, IoT, and connected infrastructure technologies, aligning seamlessly with e& capital's strategic priorities in AI and connectivity. This investment underscores e& capital's commitment to enabling and leveraging connectivity across use-cases.

Additionally, e& capital acquired a stake in Clockwork, a US-based technology company developing software-based clock synchronisation technology. Clockwork's clock synchronisation technology is critical in enabling distributed systems across verticals, such as media and broadcasting, telecom, gaming, financial services, and sales and marketing. This investment highlights e& capital's focus on backing innovative solutions that enhance operational efficiency across sectors, further reinforcing its role as a key enabler of transformative technologies.

e& capital in 2025

In the year ahead, e& capital will continue to evolve and build a balanced portfolio, targeting at least one partial exit to deliver strong Distributions to Paid-In Capital (DPI) and unlock value for stakeholders. By year-end, we plan to finalise investments from Fund I, prioritising follow-on rounds that drive further growth and strengthen our existing portfolio companies.

We are preparing to launch Fund II by the end of the year, laying the foundation for a new five-year strategic roadmap. This fund will build on the success of Fund I, enabling us to expand our presence in disruptive industries and pursue high-potential opportunities that align with emerging market trends.

In alignment with e& Group's strategic vision, we will enhance synergies across verticals, leveraging transformative technologies such as AI to accelerate innovation, drive sustainable growth, and create lasting value across our investment ecosystem.

2024 Financial highlights

Delivering growth and returns

Revenue (AED billion)

2024	59.2
2023	53.8
2022	52.4
2021	53.3
2020	51.7

EBITDA (AED billion)

2024	26.5
2023	26.1
2022	26.2
2021	26.7
2020	26.4

Net profit (AED billion)

2024	10.8
2023	10.3
2022	10.0
2021	9.3
2020	9.0

Operating free cash flow (AED billion)
(excluding license and spectrum)

2024	18.2
2023	18.8
2022	18.5
2021	19.7
2020	20.0

Telco EBITDA margin (%)

2024	49
2023	50
2022	51
2021	50
2020	51

Dividend per share (fils)

2024	83
2023	80
2022	80
2021	80
2020	80

Group CFO’s statement

Driving lasting value

2024 was a momentous year for e& as we expanded our footprint, showcased our resilience and delivered record-breaking financial results for the fifth year in a row. Amid a dynamic global environment, we reported the highest revenue and net profit in the history of the Group while expanding digital revenue streams.

This outstanding performance is a testament to our disciplined strategy, solid fundamentals, and focus on creating lasting value for all stakeholders.

This year marked a pivotal moment in e&’s growth journey, as we scaled both organically and inorganically while continuing to deliver exceptional value for our shareholders by delivering higher dividend and outstanding financial performance. Since the announcement of our transformation strategy, we have made steady progress in fulfilling our vision and this year we truly began delivering on our ambition to “Go for More”. Guided by a clear focus on our priorities – strengthening our core markets, generating strong cash flows, and protecting profitability – we achieved significant milestones that position us for sustained success.

We continue to execute with excellence domestically, as e& UAE strengthens its global leadership in network performance, achieving the world’s fastest 5G download speeds at 836Mbps and 99.5% population coverage allowing us to unlock a range of new 5G capabilities for our customers. We are the largest fibre player in the UAE, offering connectivity that clearly outperforms competing technologies with coverage of 99.3% population, and we continue deployment. These investments in our networks are paying off as we have been recognised for achieving the world’s fastest 5G download speeds and the UAE is ranked among the top countries in FTTH penetration. These accomplishments have translated into solid financials and returns. We delivered consistent revenue and EBITDA growth of 5.2% and 3.6% respectively, with industry-leading EBITDA margins of 51.5% and strong operating free cash flow margin of 43%, demonstrating our continued financial strength and operational excellence.

Group cash flow remains the centre of our focus. At Group level, we achieved a strong cash flow with a 31% OpFCF margin excluding licenses, supported by our resilient business model and unwavering commitment to shareholders. Our progressive dividend policy remains a cornerstone of this commitment, reinforcing our ability to deliver sustainable long-term value.

We expanded our telecommunications footprint into the most growing part of Europe (central eastern Europe) by successfully closing the acquisition of PPF Telecom Group’s assets in Bulgaria, Hungary, Serbia, and Slovakia. This transformative move

“This year marked a pivotal moment in e&’s growth journey, as we scaled both organically and inorganically while continuing to deliver exceptional value for our shareholders by delivering a higher dividend and outstanding financial performance.”

→ Continues

Group CFO's statement continued

established our presence in Central and Eastern Europe and added substantial value to our e& international portfolio with exposure to hard currency (euro) and high-level profitability margins. Additionally, we strengthened our enterprise vertical with the acquisition of a 100% stake in GlassHouse, a cloud services leader based in Türkiye, reinforcing our capabilities in this high-growth sector solutions, with 80% of revenues denominated in USD.

Our growth story this year has been defined by geographic expansion, with operations now spanning across 38 countries, and by scaling our verticals to achieve remarkable results. What truly differentiates our model is our ability to deliver robust financial performance while continuing to create value for our investment community.

Year-over-year, revenue increased significantly by 12.6% in constant currency driven by growth across all verticals. EBITDA remained resilient and increased by 2.7% in constant currency against double-digit inflation in few key markets, and we achieved an impressive 4.3% growth in net profit. These outcomes were bolstered by share of profit from associates, which are also yielding dividends.

We maintained a strong balance sheet, supported by one of the highest credit ratings (AA- by S&P Global and Aa3 by Moody's) in the global telecommunications industry. To further demonstrate our commitment to shareholders, we increased DPS by 3 fils to 83 fils in 2024 as per our new progressive dividend policy, ensuring consistent and sustainable returns to our shareholders.

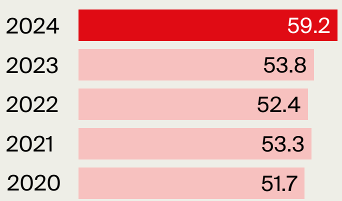
Strategic investment and expansion

We have continued to invest for the future, with all our initiatives aimed at delivering medium- to long-term benefits that drive sustainable growth and operational excellence and shareholder value.

The acquisition of e& PPF Telecom provides stable foreign currency exposure pegged to the Euro, supported by strong macroeconomic fundamentals. This strategic milestone will increase e& international's contribution to the Group and will also create synergies through economies of scale in procurement and carrier and wholesale operations.

Our focus extends beyond telecommunications to scaling our digital verticals. e& enterprise and e& life are pivotal in this transformation, driving innovation and expanding customer-centric offerings. GlassHouse acquisition enhanced e& enterprise's capabilities in private cloud and managed services, while introducing SAP expertise, business continuity and financial services specialisation to its portfolio. e& life is doubling down its revenue by accelerating Careem Everything app operations in the UAE and expanding e& money and STARZ ON services. In telecommunications, we have directed higher capital spending in the UAE towards 5G rollout, network modernisation, and improved quality. Meanwhile, higher capital expenditures in e& international, primarily due to the consolidation of e& PPF Telecom and license renewal within MT Group OpCos. CapEx concentrated on network expansion and capacity enhancements.

Revenue
(AED billion)



Outstanding financial performance

This year, we delivered robust financial performance, marked by strong revenue growth and disciplined cost management, despite challenging macroeconomic conditions in some key markets. Consolidated revenue reached AED 59.2 billion, reflecting a 12.6% year-over-year increase in constant currency and a 10.1% rise in reported currency. Growth was driven by the strength of both our telecommunications and digital verticals, highlighting the success of our diversified strategy.

EBITDA increased 2.7% in constant currency and 1.3% in reported currency to report AED 26.5 billion, with an EBITDA margin of 45%. Our telecommunications verticals demonstrated resilience in consolidated basis, reporting a robust EBITDA margin of 49%.

Net profit after federal royalty and corporate tax reached AED 10.8 billion, representing a 4.3% year-over-year increase and a margin of 18%. Earnings per share for the period stood at AED 1.24, reflecting our consistent focus on delivering shareholder value. Capital expenditure for the year, excluding licenses, reached AED 8.2 billion, a 12.6% year-over-year increase, with a CapEx intensity ratio of 14%. These investments supported critical network upgrades, including 5G rollout in the UAE and network expansion in Egypt, reinforcing our commitment to enhancing infrastructure.

Our balance sheet remains strong, with a net debt position of AED 35.6 billion and a net debt-to-EBITDA ratio of 1.34x. While inflationary pressures presented cost challenges across our footprint, we maintained solid operating free cash flow excluding licenses of AED 18.2 billion, achieving a 31% margin, reflecting disciplined financial management.

We sustained strong credit ratings of AA- from S&P and Aa3 from Moody's, both with a stable outlook despite the Group's expansionary measures, further underscoring our financial resilience. This year's performance highlights our ability to deliver growth, manage costs effectively, and maintain financial strength while investing strategically in our future.

Revenue growth

12.6%

YoY
in constant currency

Telco EBTIDA margin

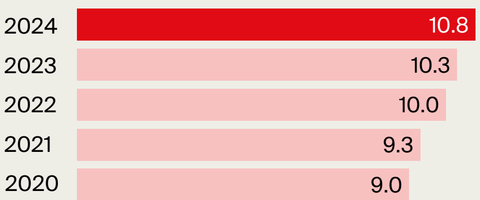
49%

→ Continues

Group CFO's statement continued

The acquisition of e& PPF Telecom provides stable foreign currency exposure pegged to the euro, increases e& international's contribution to the Group and creates synergies."

Net profit
(AED billion)



Reaching record brand value

The transformation into a global technology group has elevated e&'s brand portfolio and investment value to unprecedented heights, reaching a record value of USD 20 billion.

Recognised as the "world's fastest-growing brand" and ranked among the "top 10 most valuable telecom brands globally", according to Brand Finance in their Global 500 Brand 2025 report, reflecting the success of our strategic diversification and relentless focus on innovation. These accolades underscore e&'s leadership in delivering exceptional customer experiences, driving digital transformation, and solidifying its position as a trusted global technology leader.

Resilience and growth across our verticals

In 2024, e&'s verticals delivered a strong performance, reflecting the success of our strategic focus on diversifying offerings and enhancing customer experience across markets.

e& UAE achieved steady growth, driven by consistent focus on improving customer experience and acceleration of core revenues, with mobile and fixed segments registering the highest level of revenue ever. Total revenue reached AED 33.1 billion, a 5.2% year-over-year increase, supported by a profound operating environment. EBITDA increased by 3.6% to AED 17.0 billion, yielding a robust margin of 51.5%.

e& international delivered revenue of AED 21.8 billion, reflecting a 12.1% year-over-year growth. EBITDA increased by 6.7% to AED 9.8 billion with 45% EBITDA margin. Revenue and EBITDA growth was driven by strong organic growth from Moov Africa's, and outstanding results from e& Egypt, which achieved 50% growth in local currency through expanding subscriber base, data usage and price increase. Revenue in Pakistan rose 16.2% in local currency, supported by higher data demand and price adjustments. We also benefited from consolidation of e& PPF Telecom effective from November 2024.

e& enterprise continued to expand its footprint in the enterprise market, with revenue increasing 7.5% year-over-year to AED 2.9 billion, supported by strong demand for cybersecurity and cloud services and higher contribution from the Saudi market. The vertical remains a critical pillar of our growth strategy, particularly in high-value digital solutions.

e& life demonstrated remarkable growth, with revenue surging 102% year-over-year to AED 2.0 billion, largely driven by the consolidation of Careem Technologies. While EBITDA was negative as the vertical remains in a high-growth phase.

These results highlight the resilience and dynamism of e&'s verticals as we continue to drive sustainable growth and operational excellence across our diverse markets and offerings.

A promising future for e&

In 2025, we will focus on enhancing operational efficiency across all verticals, ensuring we remain agile and responsive to evolving market conditions. Our top priority will be to scale our telecommunications and digital verticals, building on the investments and foundations laid over the past three years. We will keep executing our strategy and ensure a proper asset monetisation to create shareholder value, as we concentrate on optimising our existing assets, consolidating recent acquisitions like e& PPF Telecom, Careem's Everything app and GlassHouse, and leveraging synergies across our portfolio to drive value creation.

As the macroeconomic environment stabilises, with expected declines in interest rates, we will seize opportunities to capitalise on an improving operating landscape. Revenue growth is set to accelerate, led by strong performance in the UAE and supported by growth in other core markets. Additionally, we will advance the implementation of AI across our operations, translating key use cases into tangible contributions to efficiency and profitability. By aligning these initiatives with our strategic goals, we aim to maximise returns, deliver sustainable growth, and reinforce our position as a global technology leader.

Karim Bennis
Group Chief Financial Officer

Risk management

The world in 2024

The global risk landscape in 2024 is marked by accelerated technological evolution, intensified geopolitical tensions, and a growing emphasis on sustainability. As a global technology company, e& must demonstrate agility and foresight to navigate this complex environment. Operating in a highly regulated, competitive, and dynamic sector, e& has strategically embraced risks to fulfil its mission of enriching lives through innovative technology and standout services.

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Climate change continues to dominate global agendas, with organisations facing increasing pressure to not only demonstrate compliance with the latest governance trends, but also to continuously integrate sustainable practices across their operations. Regulatory frameworks are tightening, with new mandates for carbon neutrality and increased transparency in reported emissions across supply chains. Failure to meet these evolving standards might result in reputational damage and penalties. From consumers to investors, stakeholders are increasingly demanding more meaningful action to close gaps and move faster towards environmental and social goals.

Geopolitical tensions remain high, characterised by ongoing conflicts and the emergence of new power blocs. The Russia-Ukraine conflict persists, and tensions in the Asia-Pacific region, coupled with volatile Middle Eastern dynamics, continue to complicate access to new markets and disrupt global supply chains. The increasing fragmentation of international trade relationships adds unpredictability to regulatory environments and tariffs, directly impacting strategic expansion plans. On the other hand, economic uncertainty is compounded by persistent inflationary pressures and monetary policy shifts. Organisations face higher operating costs and fluctuating exchange rates, factors which are contributing for changes in consumer behaviour, especially noticeable in certain geographies. These factors demand a continuous evaluation of cost structures and pricing strategies to maintain competitiveness and profitability as drivers of financial resilience.

Managing cybersecurity remains top of mind for executives as organisations accelerate digital transformation and increase their reliance on technology. In 2024, cyber-attacks have become more sophisticated, with advanced ransomware, data breaches, and attacks on infrastructure and supply chains posing critical challenges. Businesses are investing in enhanced resilience to safeguard its operations, protect customer data, and maintain stakeholder trust, as any lapse can result in severe financial and reputational consequences.

The rapid pace of technological advancement is both an opportunity and a challenge. Emerging technologies like AI, blockchain, and quantum computing are reshaping industries, while the competitive landscape intensifies as companies embark on a race to innovation. Businesses must manage the risks around technology adoption – including regulatory scrutiny and ethical considerations – to stay ahead of and avoid obsolescence.

In a broader context, social inequality remains a critical concern, with growing expectations for organisations to actively contribute to the well-being of the communities they serve. Nowadays, having a robust diversity, equity, and inclusion (DEI) strategy is an imperative rather than an option, and adaptive, flexible work models and mental health support are basic expectations from the workforce. Failure to address these priorities can lead to employee dissatisfaction, talent attrition, and reputational harm.

In conclusion, the risk landscape in 2024 underscores the need for robust governance and proactive and targeted efforts. For e&, the ability to navigate these challenges while leveraging opportunities is key to achieving its strategic objectives and by fostering healthy discussions at governance forums about smart risk-taking, e& continues to position itself as a resilient and forward-thinking global leader in the technology industry. This commitment is reflected in our updated Principal Risks outlined later.

Risk governance in e&

Overall, the governance structure in e& remained unchanged during the last year. The e& Board and its sub-committees maintain ultimate oversight accountability for governance and risk management, as clearly articulated in their respective charters. This responsibility is upheld through the Risk Committee, which oversees the implementation of e&'s risk management framework to ensure the effective management of key risks impacting the achievement of strategic objectives.

→ Continues

Risk management continued

At the Executive Management level, the Group Enterprise Risk Management Committee (ERMC) chaired by our Group CEO has ultimate accountability and oversight for all risks across the Group. It is supported by ERMCs embedded in each vertical, which are chaired by the respective CEOs and attended by leadership teams, the Group Chief Risk and Internal Audit Officer, and the Group Risk team to ensure a standardised approach to governance and risk management across the Group, driving coordination in the management of principal risks and enabling the timely escalation of key risks.

In addition to the ERMCs, there are additional governance forums designed to oversee the management of specialty risk areas and ensure coordination across the Group such as, for instance, data and cybersecurity, AI and emerging technologies, or third-party risk.

At an operational level, these governance efforts are supported by a network of risk leads and champions across departments and verticals who liaise closely with the Group Risk team to deliver the risk management agenda, ensuring e& remains resilient in a dynamic risk landscape.

Our risk management philosophy

As communicated last year, the Board officially signed-off our new Risk Management Framework in January 2024. This framework is the main pillar of an architecture that continues to evolve and is designed to meet the dynamic challenges of our operating environment as well as increased external expectations and scrutiny in the jurisdictions in which we operate. We truly believe that to embed a greater link between risk and strategy, we ought to think and communicate risk in a different manner. For that reason, and while we kept traditional impact and likelihood criteria to assess operational risks, we adopted different criteria for our enterprise risks:

- **Ability to influence:** the organisation's ability or capacity to manage or mitigate the outcomes of a particular risk event.
- **Time to risk:** a measure of the time horizon within which the risk is expected to materialise.
- **Size of the opportunity:** the potential upside, value or growth associated with the same risk.

Further to the new framework, we remain resolved in defining and monitoring risk appetite across key risk areas as we believe this remains an important tool to instil the appropriate risk mindset we are looking for in our workforce, ensuring they apply it whenever making decisions everyday. Our target appetite levels and tolerances are refreshed annually to ensure alignment with the organisation's strategy. This year, recognising important aspects of the Group's strategy, appetite statements and metrics were developed for AI and ESG risks. Adherence to the approved tolerances is reported to management and the Board periodically.

Continues

e& Risk governance structures

Board of Directors

Accountable for evaluating and approving the effectiveness of the risk management procedures

GROUP RISK TEAM

Group Risk Committee

Board sub-committee responsible for ensuring a comprehensive risk management strategy is consistently deployed

Group Enterprise Risk Management Committee (ERMC)

Chaired by Group CEO with the membership of Group CXOs and the ERMCs' Chairman

e& UAE ERMC	e& international ERMC	e& enterprise ERMC	e& life ERMC	e& capital ERMC
Chair: CEO	Chair: CEO	Chair: CEO	Chair: CEO	Chair: GCSO
Vertical Risk Lead	*Vertical Risk Lead*	*Vertical Risk Lead*	*Vertical Risk Lead*	*Vertical Risk Lead*
Risk Champions	OpCo Heads of Risk/Risk teams	Risk Champions	Risk Champions	Risk Champions
Departments	International operating companies	Departments/ sub-verticals	Departments/ sub-verticals	Investment portfolio
Controlled subsidiaries		Controlled subsidiaries	Controlled subsidiaries	

Risk management continued

At e&, we are committed to continuously enhancing our risk management practices to stay aligned with global best practices and meet the evolving needs of our organisation and stakeholders.

Finally, e&'s Group risk function remains a pivotal piece of our efforts to ensuring the resilience of our strategic plans and operations. This is achieved by but not limited to the following activities:

- Providing regular updates on emerging risks and assessing the organisation's preparedness for potential scenarios, ensuring timely corrective actions where necessary.
- Monitoring breaches of risk appetite across the Group, enabling proactive and corrective measures to address deviations.
- Reviewing and aligning the risk profile to reflect the business context, strategic direction, and control environment.

By combining these advancements with our ongoing focus on training, engagement, and supporting risk champions across subsidiaries, we continue to strengthen our risk culture and capabilities.

What we have been working on

At e&, we are committed to continuously enhancing our risk management practices to stay aligned with global best practices and meet the evolving needs of our organisation and stakeholders. In addition to the official launch of the new framework, during 2024 we pursued several strategic initiatives informed by frequent maturity assessments as well as external engagements and benchmarking in order to deliver the step-changes required:

- **Internal controls:** remained focused in building an internal controls framework that underpins the management of key risks across e& supported by a Group-wide Controls & Assurance framework aimed at improving the alignment of methodologies across assurance providers in the three lines of defence, clarify roles and responsibilities, encourage accountability and drive better, integrated reporting. The goal is to provide our stakeholders with confidence in the effectiveness of key internal controls while enabling targeted assurance efforts.
- **Enhanced governance and oversight:** recognised the importance of cohesive governance by strengthening the engagement with our subsidiaries and aligning risk management practices throughout the Group to enhance the overall maturity of our governance model.
- **Risk quantification:** supported the transition to a quantitative and data-driven risk assessment approach, by incorporating scenario analysis in the management of our principal risks.
- **Linking risk and decisions:** provided critical risk insights during M&A activities and other key initiatives to drive more balanced and informed decision-making.
- **Risk culture campaign:** drove increased awareness through targeted programmes and initiatives such as our successful annual risk awareness week, and expanding our engagement and reach across the Group through training to reinforce the importance of risk management, including by launching our company-wide mandatory online training programmes.

These efforts reflect our dedication to evolving our risk management capabilities and ensuring they remain a critical enabler of e&'s strategic ambitions.

Where we are focusing next

Looking ahead, the following are some of the priority areas for action:

- **Strengthening coordinated assurance:** We aim to enhance collaboration across assurance functions by establishing a unified methodology and ensuring comprehensive oversight. This will provide greater clarity and confidence to our leadership and Board that key controls are both robust and effective.
- **Embedding risk management:** Integrating risk management into strategic decision-making remains a core focus and by leveraging advanced quantification and modelling capabilities, we are fostering a culture of informed risk-taking aligned to organisational goals.
- **Enhancing operational risk management:** Supporting the business in developing and maintaining an operational view of key risks and ensuring a seamless integration between this and the enterprise-wide view of risks, enabling more agile responses to dynamic operational challenges.
- **Expanding Risk-as-a-Service (RaaS):** Leveraging our expertise, we plan to provide tailored solutions for business units through stress testing, scenario analysis, decision modelling, and advanced data-driven insights, enabling sharper decision-making and adaptability.
- **Fostering a strong risk culture:** Expanding the scope and reach of the activities planned during risk awareness week as well as other training opportunities, capitalising on our digital learning module to educate new joiners and deepen their understanding of risk, and continuously advocating for risk-based decision-making as a core part of e&'s DNA.

These priorities will be supported by our integrated governance, risk and compliance platform enabling efficient cross-functional coordination. By aligning risk with strategic and operational imperatives, we not only manage threats but also place e& in a great position to explore growth opportunities.

Principal risks

We continuously scan, assess, and monitor the Group's evolving risk landscape to proactively identify and address exposures and ensure they remain within e&'s defined risk appetite. This year, we enhanced our principal risk disclosure by providing a view on its internal sponsorship at the executive level, nature and strategic relevance to e&, as well as a view on recent changes and emerging contributing factors that may influence our mitigation approach. We believe the disclosure provides the reader with a clearer view of the risks we face, how they align with our strategic priorities and how we mitigate them.

Risk management continued

Strategy key: **More core strength** **More balanced expansion** **More AI and digitalisation** **More ESG focus**

Business resilience

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCOO **Risk category** Technological risk **Link to e& strategy**	Service continuity is crucial for e& to uphold its reputation as a leading network provider in the region and globally. Disruptions caused by unplanned outages or failures in critical network infrastructure or IT systems can result in significant financial losses and reputational damage. Such disruptions not only hinder our ability to provide consistent service but also challenge our strategic goal of being recognised as a top-tier network. Service continuity reinforces our position as a reliable and high-quality network provider.	- Extreme weather and climate change threaten physical infrastructure, leading to potential outages. - Global shortages in critical components can impede infrastructure maintenance and upgrades.	- Operating our network and infrastructure with built-in redundancy and geo-resilience. - Maintaining business continuity and disaster recovery planning to strengthen our preparedness levels and ensure high availability and resilience of critical systems. - Delivering comprehensive preventive and reactive maintenance schedules to increase our ability to continuously service customers. - Regularly validating resilience through comprehensive business continuity drills, including external audits and critical supplier assessments. - Implementing recovery strategies with geo-redundancy for all critical infrastructure.	e& implemented several key initiatives to enhance the overall business resilience and continuity of its operations. We conduct thorough analysis of any incident impacting our network connectivity such as the Red Sea submarine cable cut occurring early 2024, analyse root causes, and develop both short-term and long-term plans to reduce the likelihood or impact of such risks in future. Business Continuity Management Systems (BCMS) were strengthened across UAE operations leading to the ISO-22301 certification for critical services. In addition, e& achieved NCEMA 7000:2021 certification with the highest score in the telecommunications sector in the UAE. We prioritised detailed business continuity plans for all critical infrastructure and extended BCMS to key international subsidiaries through focused drills and recovery strategies. Additionally, IT systems modernisation was prioritised in major entities like PTCL and Mobily, ensuring they remain robust and capable of meeting future demands.

Competition

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
CEO, e& UAE/ CEO, e& life/ CEO, e& enterprise **Risk category** Strategic risk **Link to e& strategy**	As a telecom leader, e& faces growing risks from intense competition both in traditional telco services and the digital space. The rise of OTT platforms, pricing pressures, and regulatory challenges in areas like cloud services threaten to erode e&'s traditional revenue streams. In the digital market, e& must constantly innovate to stay ahead of established tech giants and new entrants. This competitive landscape demands increased marketing and continuous enhancement of customer experience. Additionally, strengthening and expanding capabilities in emerging technologies and ensuring availability of the right talent pool remain critical areas of focus for digital businesses.	- Increasing adoption of Over-The-Top (OTT) services, specifically those impacting messaging and voice communications. - The rise of cloud and edge computing services provided by competitor third-parties. - Competition from digital-first companies and tech giants offering competing services while maintaining a strong focus on innovation and customer experience. - Competition spending heavily in AI and other emerging technologies to maintain a competitive edge. - Partnerships between local IT services players and tech giants to build scale and drive innovation in t he region.	- Continuously monitoring competitor promotions and market trends to enable rapid response. - Analysing market share, customer satisfaction, and performance relative to competitors to inform strategic adjustments. - Employing a market segmentation strategy and designing targeted plans for distinct customer groups. - Promoting the migration of customers from prepaid to premium postpaid plans to enhance customer engagement and drive profitability. - Introducing new services, entering new markets, and building capabilities through a mix of organic and inorganic strategies. - Continuing to make significant development and operations investments to build and support AI capabilities and other emerging technologies.	e& remained focused in ensuring customer retention by bundling digital benefits and services with core connectivity plans. In the UAE, e& partnered with Huawei to offer 10 Gbps connectivity and continued to address competition in different segments with revised pricing strategies. Internationally, the acquisition of PPF Group assets in Central and Eastern Europe fueled our expansion and diversification to reduce the dependency on the UAE market.

Risk management continued

Strategy key: **More core strength** **More balanced expansion** **More AI and digitalisation** **More ESG focus**

Customer experience

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
CTIO/CCXO **Risk category** Operational risk **Link to e& strategy**	Customer experience is a fundamental pillar of our business strategy, directly impacting our ability to lead in the market and meet evolving consumer expectations. As a technology company, it is essential to be customer-obsessed and maintain an innovative product portfolio that is centred around customer needs. Additionally, ensuring a consistent and superior customer experience across all touchpoints is critical to developing long-term relationships with customers, long-term customer and business value and maintaining our competitive edge.	▪ Failure to keep up with evolving customer needs and the pace of technology and innovation as expected by consumers. ▪ Ability to strike a balance between human interaction and encouraging digital adoption, prioritising customer choice rather than imposing transitions. ▪ The accelerated utilisation of large data sets, machine learning and generative AI to scale personalised products, enhance experiences, and drive pre-emptive care. ▪ Failure to adhere to industry standards for customer centricity maturity.	▪ Utilising a unified measure for customer experience, such as NPS, directly linked to financial outcomes and total customer lifecycle value (CLV). ▪ Maintaining a central, independent quality assurance process to validate customer insight, and perform root cause analysis. ▪ Gathering statistically sound real-time voice of customer data to provide objective insights and enable timely strategic improvements in customer experience through a robust platform. ▪ Aligning CX improvement programme investments with clear financial metrics tied to NPS and incorporating these into business cases. ▪ Ensuring that timely insights are fed into product development to ensure alignment with customer expectations and result in improvements to NPS scores. ▪ Monitoring voice of customer sentiment and feedback across all products and channels to enable immediate resolution of issues. ▪ Embedding customer-centricity by continuously closing gaps identified when compared to industry standards as well as the gap on capability to establish leadership in industry.	e& advanced its customer experience goals by successfully adopting a unified measure for Customer Experience which is the Net Promoter System (NPS) across all products and channels and, subsequently, transitioning to a new NPS platform with the capability to support all customer journeys and ensure that customer feedback can be systematically gathered and fed back to be used to drive improvements (i.e. through the award-winning framework: CX Change Factory). These efforts ensure that customer feedback is consistently leveraged to change, reinforcing e&'s leadership in the market and driving long-term growth.

Cyber and information security

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
CTIO, e& UAE **Risk category** Technological risk **Link to e& strategy**	The ongoing threat of cybersecurity attacks or data breaches from both external and internal sources poses significant risks to e&, including the potential for revenue loss due to disruptions in critical revenue-generating services. Additionally, such incidents could result in reputational damage and regulatory fines, particularly given e&'s market position as a leading network provider in the region and a well-known technology company worldwide. Strong cybersecurity practices indirectly benefit e& by enhancing brand reputation and customer retention as customers are more likely to trust a company that is committed.	▪ The increasing sophistication of cybersecurity attacks employing advanced technologies such as AI-driven malware could lead to greater exposures and losses. ▪ The proliferation of IoT devices and the massification of 5G technology significantly increase the number of endpoints that could be exploited by cybercriminals. ▪ Data breaches due to the sophisticated application of social engineering tactics such as phishing or spoofing, often using AI-generated deepfakes.	▪ Ensuring adequate policies and procedures, and robust compliance management procedures, including regular audits and performance evaluations. ▪ Assessing information security risks and implementing comprehensive controls, including physical security, asset management, or access control. ▪ Delivering a training and awareness programme to build a specialised workforce capable of addressing cybersecurity challenges. ▪ Maintaining robust incident and crisis management plans to ensure business resilience and continuity of operations. ▪ Group oversight through a Corporate Information Security Steering Committee.	Significant efforts were made to harmonise practices across the Group and clarify the level of oversight for different subsidiaries. This allowed the organisation to raise the bar and drive consistency across the Group while ensuring the Group is in a strong position to comply with the various regulatory requirements in the industries where it operates. Furthermore, we continued to strengthen access controls and data encryption measures across the Group's technology infrastructure in line with our security standards. These efforts underscore the organisation's commitment to maintaining a secure and resilient cybersecurity posture. Finally, e& engaged external parties to assess our cybersecurity maturity and assist the Group in exploring cyber insurance options.

Risk management continued

Strategy key: More core strength More balanced expansion More AI and digitalisation More ESG focus

Data & AI

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCAI & DO, GCL & CO **Risk category** Technological risk **Link to e& strategy**	Effective and ethical management of data assets, along with the planning and execution of the AI strategy is crucial for driving revenue growth, improving efficiency, and enhancing customer experience. The ability to unlock value from data depends on establishing the right governance frameworks, roles, and strategies to optimise and monetise data assets. This includes leveraging advanced analytics and AI to inform decision-making and drive personalised customer experiences. Failure to adequately manage our data in line with legal and regulatory requirements and leverage AI could compromise security and limit opportunities for innovation and value creation.	▪ Ability to leverage AI-powered analytics, automation and other disruptive technologies, not only to drive internal efficiency but also to unlock new business models and revenue streams. ▪ Untapped opportunities and competitive advantage resulting from general mistrust in AI, poor infrastructure or low investment to develop products and services. ▪ Nascent and emerging regulations on privacy, data, and AI in the UAE and other countries where e& operates, including the European Union, which now enforces the highly restrictive yet comprehensive AI Act.	▪ Establishing the Group AI & Data office with oversight of the overall AI strategy and execution, aligning with Group's priorities and innovation goals. ▪ Setting up an AI & Disruptive Technologies Council to regularly monitor AI-related activities, other disruptive or emerging technologies, and its alignment with strategic goals. ▪ Enhancing AI and data literacy in partnership with HR across the organisation to ensure teams are equipped to effectively utilise advanced analytics and AI capabilities. ▪ Ensuring the Group AI & Data office continues to support the Group Legal & Compliance team with its efforts to guarantee compliance with the Group's Privacy and Data Protection programme as well as all applicable regulation within the UAE and international jurisdictions in which e& operates. ▪ Ensuring the Group AI & Data office continues to support the technology & IT team to process all personal data and sensitive data with the most stringent security measures, such as firewalls, encryption layers and access controls.	e& has accelerated its data management and AI strategy by implementing a robust Responsible AI framework and launching a clear 2030 roadmap with AI/GenAI use cases, along with aligned KPIs to track and measure impact and ROI, while leveraging e&'s Privacy and Data Protection programme to ensures compliance with applicable regulatory requirements in the countries e& operates.

Geopolitical instability

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
Chief of Staff to GCEO **Risk category** Systemic risk **Link to e& strategy**	Geopolitical instability poses significant risks to e& as it expands internationally to reduce its dependence on UAE telco revenues. Political unrest, conflicts, and legislative changes in diverse markets can disrupt operations, raise costs, and threaten the financial stability of its international operations, particularly with the e&'s increased exposure through the addition of four new operations in Southeastern Europe, including two within the European Union. Navigating these risks is crucial to maintaining operational resilience and achieving e&'s strategic goals in a volatile global landscape.	▪ Global tensions, such as trade wars or regional conflicts. ▪ Declining consensus and support for international bodies responsible for establishing legal and behavioural norms, such as the United Nations. ▪ Increased likelihood of state-sponsored cyberattacks as a result of geopolitical tensions.	▪ Diversifying investments diversification across various regions. ▪ Implementing crisis management protocols to address disruptions due to political or social unrest. ▪ Proactively engaging with local authorities in key markets to anticipate regulatory and political changes. ▪ Responding to emergencies by implementing employee safety and evacuation protocols in high-risk areas. ▪ Developing contingency plans based on scenario planning and stress testing for key markets. ▪ Monitoring risks through external surveys (e.g. Fitch) that provide risk ratings, facilitated by communication across operational units via the Group Chief of Staff office.	N/A

Risk management continued

Strategy key: **More core strength** **More balanced expansion** **More AI and digitalisation** **More ESG focus**

Growth agenda

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCSO **Risk category** Strategic risk **Link to e& strategy**	e&'s growth agenda hinges on expanding its digital services and pursuing strategic acquisitions to diversify its revenue beyond traditional telecommunications. The inability to scale digital adjacencies or capitalise on high-quality M&A opportunities could severely hinder e&'s goals of enhancing its core telco offerings and building new digital growth engines. This risk poses a threat to e&'s financial targets, as it may lead to diminished revenues, reduced profitability, and missed opportunities in emerging digital markets.	▪ The rapid pace of digital transformation is introducing challenges in acquiring and integrating companies that are at different stages of technological advancement. ▪ Emerging regulations around data privacy across different jurisdictions are complicating the integration of customer data across digital assets. ▪ Competition from digital-first companies and tech giants offering competing services while maintaining a strong focus on innovation and customer experience.	▪ Monitoring the landscape for potential acquisitions across sectors and geographies, allowing early identification and prioritisation of high-value deals. ▪ Executing a disciplined capital allocation framework to ensure investments are aligned with strategic priorities and deliver optimal value. ▪ Assessing M&A opportunities for strategic and financial alignment using a defined framework and performing due diligence covering all major risk areas. ▪ Realising synergies through operational integration and cross-selling opportunities. ▪ Reviewing and adjusting integration plans as necessary to ensure synergies are realised and value maximised as per approved business cases. ▪ Reviewing investment portfolio by monitoring performance and conducting valuations to optimise returns. ▪ Evaluating portfolio's alignment with the 2030 strategy continuously to identify areas where divestment may be more strategically beneficial. ▪ Embedding revenue growth targets in management scorecards, ensuring executive oversight and consistent focus on both organic and inorganic growth.	e& has made significant progress on its expansion agenda. Acquiring PPF Telecom expanded e&'s telecom reach in Central and Eastern Europe, while the acquisition of Glasshouse in Turkey strengthened e&'s cloud and managed service offerings. In the UAE, e& reviewed the operating model of its digital offerings such as Smiles, ServiceMarket and elGrocer, to drive synergies and boost growth. e&'s commitment to building a comprehensive digital ecosystem remains visible either in the development of e& money's digital wallet, or in the roll out the Charge & Go EV charging network. Additionally, the Group's strategy team for transformation has been elevated to focus on value creation and governance-related efforts, marking a strategic shift to ensure better alignment with and execution of the Group's investment model.

Human capital

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCPO **Risk category** Operational risk **Link to e& strategy**	The ineffective planning, development or retention of talent poses significant risk to e&'s ability to deliver on its strategic ambition. The rapidly evolving technological landscape necessitates a workforce with specialised skills and competencies to allow us not only to remain competitive but rather to lead. A shortage of critical skills could result in the loss of key leadership, disruption to business activities as well as delays in executing our strategy. As market demand for specialised talent increases, so does the importance of strategic workforce planning to secure the skills and competencies essential for e&'s long-term success.	▪ The availability of digital and technical skills required to support the continuous shift from telco to techco. ▪ The ability to attract specialised talent to the regions where we operate to fuel our growth plans. ▪ The ever-dynamic aspirations of a global and diversified talent pool impact our ability to attract and retain talent.	▪ Proactively reviewing talent pools and adjusting sourcing strategies accordingly. ▪ Delivering tailored training around emerging technologies, to ensure the availability of required critical skills. ▪ Benchmarking our compensation and benefits to balance internal equity with external competitiveness. ▪ Developing succession plans for critical leadership and technical roles to ensure strategic and operational continuity. ▪ Driving our e& culture programme, including key initiatives to support diversity, equity, and inclusion across the organisation.	e& took significant steps to clarify the core skills required to deliver our strategy, focusing on both behavioural and technical competencies. Succession plans were enhanced with the re-identification of successors for critical leadership roles across the Group, and talent was segmented by career readiness to ensure a robust pipeline capable of addressing the growing challenges of talent acquisition and retention in a competitive market. Notable progress in DEI was achieved in 2024 through initiatives fostering an inclusive and equitable environment, with key accomplishments highlighted across three focus pillars: Gender Diversity, People of Determination (POD), and Youth.

Risk management continued

Strategy key: **More core strength** **More balanced expansion** **More AI and digitalisation** **More ESG focus**

Legal compliance

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCL & CO **Risk category** Conduct risk **Link to e& strategy**	e& is committed to conducting its operations ethically, transparently and in compliance with the applicable laws in all our jurisdictions. Any breach of laws or regulations, whether actual or perceived, are outside our risk appetite as they could result in financial loss from penalties, criminal charges, and reputational damage. Key areas of compliance risk include bribery and corruption, conflicts of interest, money-laundering and counter-terrorism financing, global sanctions and export controls, and ethics-related risks and opportunities associated with the adoption of digital products and services. e& ensures all verticals and operation companies have the necessary tools and processes to prevent and address regulatory breaches, safeguarding the Group's integrity and reputation, to remain a credible technology partner across all our markets.	▪ Increased complexity in legal and regulatory landscape resulting from the expanding portfolio, both geographically and in the nature of products and services offered. ▪ New or changing laws or increased trade sanctions in response to geopolitical dynamics. ▪ Introduction of the UAE Accountability Authority with a new set of requirements and expectations. ▪ Increased focus on ethics and compliance indicators by ESG rating agencies.	▪ Fostering a culture of integrity through our and supplier Code of Conduct. ▪ Conducting ethics and compliance risks and opportunities assessments ensuring that emerging trends are timely identified and addressed. ▪ Maintaining a robust whistleblowing policy and encouraging anonymous reporting. ▪ Assessing legal and compliance risks in strategic projects, new business ventures, and commercial operations. ▪ Running and overseeing the implementation of compliance programmes across the Group, while training employees to recognise, manage, and escalate ethics, compliance and legal risks. ▪ Implementing robust financial reporting controls and procedures to ensure financial integrity and detect conflicts of interest. ▪ Conducting due diligence on vendors, suppliers, business partners, and potential target acquisitions to reduce or anticipate the risk of inappropriate conduct. ▪ Conducting compliance maturity assessments throughout the Group, including that of newly acquired entities, to identify areas for improvement. ▪ Using digital systems to support the compliance programme, enabling e& to scale and rollout controls across the Group in an efficient manner.	This year marked significant advancements in our Ethics and Compliance Programme, further consolidating it and ensuring its alignment with emerging risks and trends associated with our techco strategy. Both the Group Audit and Risk committees provided strategic oversight of our programme, supported by the Group Compliance Steering Committee, chaired by the Group CEO, and strong leadership from Audit committees in place in various subsidiaries. These efforts improved the programme's maturity, facilitated the approval of key policies, and contributed to institutionalised robust ethics and compliance practices. We retained the ISO 37001 Certification for Anti-Bribery Management in the UAE, supporting our goal to reduce bribery and corruption in line with our commitment to Sustainable Development Goal 16. A new sanctions screening system was launched to rigorously monitor financial transactions and ensure timely filing of suspicious transaction and suspicious activity reports, while the Supplier Code of Ethical Purchasing was embedded to drive responsible practices across our value chain. Key training initiatives included refreshed anti-bribery and anti-corruption campaigns and specialised eLearning modules on economic sanctions and anti-money laundering. Enhanced digital systems were deployed to improve hospitality management processes, ensuring greater rigour and efficiency. Our Annual Legal and Compliance Conference emphasised ethical leadership and highlighted emerging risks such as AI, ESG, and diversity, while recognising best practices and contributions from teams and ethics and compliance champions. These efforts reinforce our commitment to sustainability, ethical leadership, and readiness to address evolving risks and opportunities. These and other compliance activities delivered in 2024 are further detailed in our Sustainability Report.

Risk management continued

Strategy key: **More core strength** **More balanced expansion** **More AI and digitalisation** **More ESG focus**

Macroeconomic conditions

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCFO **Risk category** Financial risk **Link to e& strategy**	Adverse macroeconomic conditions, including rising interest rates, currency fluctuations, inflation and global economic instability, present significant challenges to e&'s financial performance. Higher interest rates increase the cost of servicing debt, potentially reducing profitability and limiting investment opportunities, while currency volatility can erode the value of international investments and cash flows. Additionally, economic downturns could impact consumer spending, increase our cost structure and limit the Company's ability to access capital markets, hindering our capacity to finance growth and strategic initiatives.	▪ Central banks in major economies are currently in a downward interest rate phase to stimulate growth amidst slowing economic activity. While this reduces immediate borrowing costs, the uncertainty surrounding future rate adjustments poses risks to financial planning and market stability. ▪ Post-election policy changes in the US could disrupt global trade and economic relations, influencing significant impact on economic stability. ▪ Challenges in China's property sector and structural economic shifts may slow global growth, disrupt supply chains, and increase commodity price volatility, impacting multinational operations. ▪ Persistent risks of recession in key markets, along with inflationary pressures and fragile consumer confidence, continue to undermine economic recovery efforts and limit access to capital markets. ▪ Volatility in oil prices can impact fiscal spending in key markets of operation, putting pressure on revenues and profitability.	▪ Monitoring key global and regional economic metrics to inform commercial and pricing strategies. ▪ Developing and adjusting budgets and forecasts to anticipate market changes. ▪ Reviewing forex impact on financial performance and assessing hedging strategies. ▪ Assessing currency requirements and matching major commitments in local currencies to minimise forex exposure. ▪ Monitoring interest rate trends to inform refinancing and debt management decisions, including the use of swaps. ▪ Developing a liquidity plan for accessing alternative funding sources during economic downturns or crises. ▪ Diversifying business into countries with growing GDPs, stable currencies, and mature regulatory environments. ▪ Maintaining a strong balance sheet and investment-grade credit ratings, enabling easy access to capital markets at preferential rates. ▪ In markets experiencing high inflationary pressures, increasing prices to offset the impact of inflation and optimising costs.	N/A

Risk management continued

Strategy key: **More core strength** **More balanced expansion** **More AI and digitalisation** **More ESG focus**

Regulatory pressures

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
CCA & SO, e& UAE/COO, e& international **Risk category** Conduct risk **Link to e& strategy** More balanced expansion More core strength	As e& expands its global footprint and diversifies into new digital, fintech and technological domains, regulatory pressures present significant risks. Operating in diverse and evolving markets, e& faces ongoing challenges and uncertainties from policy decisions that impact both its traditional telecommunications services and newer digital revenue streams. The regulatory landscape now extends beyond telecommunications to include digital services and data protection, increasing the potential for non-compliance. e& ensures that all verticals and operating companies stay informed and respond promptly to changes in regulatory requirements.	▪ Exploration of new regulations concerning adoption of AI and other advanced technologies. ▪ Changing regulatory landscape regarding 5G spectrum allocation and 5G private network licensing. ▪ Potential introduction of stricter consumer protection regulations. ▪ Growing emphasis by regulatory authorities on combating third-party fraudulent activities, including scam messages and calls.	▪ Proactively engaging with all relevant regulatory authorities across different industries and jurisdictions. ▪ Monitoring and reviewing regulatory environment regularly to identify changes that could impact its operations, enabling timely response and adjustment to regulatory developments. ▪ Performing due diligence on applicable regulations before the launch of new products or services. ▪ Leveraging of e&'s position to actively engage with policy-making bodies, influencing the development of regulations. ▪ Collaborating with regulatory authorities to develop legitimate and sustainable solutions for combating fraud.	e& has implemented several key initiatives to mitigate the significant regulatory pressures faced as the Group expands its global footprint and diversifies into new digital and technological domains. A new regulatory compliance function was established, alongside the hiring of a dedicated compliance team, to enhance oversight and ensure adherence to evolving regulatory requirements. e& international has strengthened its Regulatory Affairs team for international operations by appointing a digital Regulations specialist.

Supplier dependencies

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCOO **Risk category** Operational risk **Link to e& strategy** More balanced expansion More core strength More ESG focus More AI and digitalisation	The disruption of global supply chains and reliance on key third-party service providers present significant risks to e&. These risks could lead to increased costs, disruptions to critical business operations and impact on our ability to service our customers. Additionally, failures in supplier due diligence procedures or inadequate contract management can have legal and reputational implications. Managing these risks effectively is crucial in order to prevent margin leakage and ensure long-term profitability.	▪ Increasing geopolitical tensions, natural disasters, and other global events lead to significant tensions in global supply chains. ▪ Market consolidation in niche areas such as digital content, can result in high dependency on a few key players. ▪ Third-party vulnerabilities can increase the exposure to cyber-attacks, potentially leading to data breaches and business interruption.	▪ Ensuring we maintain a supplier base that is sufficiently diversified geographically. ▪ Maintaining a panel of vendors available for key services and rotating them to minimise reliance while driving transparency. ▪ Ensuring robust data governance and access management mechanisms are in place to restrict third-party access to our data, systems and applications. ▪ Reviewing the performance of suppliers on an annual basis and compliance audits, with contracts standardised to include key compliance clauses. ▪ Implementing a supplier risk management framework which includes due diligence, risk assessment, and compliance verification procedures. ▪ Establishing long-term partnerships in key areas to drive contract profitability and support our strategic execution.	Throughout the year, a comprehensive supplier performance evaluation was completed leading to the annual Suppliers Performance Awards held in May 2024. Global Frame Agreements (GFA) were finalised with parallel vendors for fibre cables, and similar initiatives were extended to other procurement categories to enhance supplier diversity. Additionally, the Dow Jones system is now fully in use to support third-party screening and the detailed risk assessment activities required by the Supplier Risk Management Policy.

Risk management continued

Strategy key: More core strength More balanced expansion More AI and digitalisation More ESG focus

Sustainability

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCSO **Risk category** Strategic risk **Link to e& strategy**	Failing to effectively execute sustainability agenda poses significant challenges to e&'s strategic objective to drive long-term sustainable value. Without a robust sustainability programme, e& risks reputational damage, regulatory penalties, and increased infrastructure costs, all of which could hinder the Company's ability to meet its sustainability commitments, including its net zero Scope 1, 2, and 3 targets. It is crucial for e& to continue rapidly developing its Sustainability programme to stay competitive and maintain stakeholder trust.	▪ High energy demands, and maintaining and operating 5G networks pose sustainability challenges. ▪ Growing regulatory demands for carbon reduction, energy efficiency, and waste management. ▪ Increasing reporting demands with the advent of IFRS and CSRD reporting standards.	▪ Developing a coordinated sustainability strategy across our footprint under the oversight of a dedicated Sustainability Committee to ensure we deliver on our public commitments. ▪ Strengthening external reporting by publishing net zero data annually, getting targets approved by the Science-Based Targets Initiative (SBTi), and externally assuring GHG emissions data starting 2025. ▪ Complying with the applicable latest regulations and reporting standards across all regions of operation. ▪ Building an "ESG factory" of colleagues across the Group, meeting monthly to drive sustainability progress. ▪ Accessing best practices through the GCC Innovation Hub, GSMA, WEF, ITU, and the GCC Chief Sustainability Officers Network.	During the year, e& launched the Group Climate Transition Plan and developed a refreshed Sustainability Strategy 2030, with clear goals and measurable outcomes. The e& Community initiative was created, aligning CSR programmes with sustainability efforts to make a meaningful community impact. Progress was made in closing policy gaps, including drafting Human Rights and Conflict Minerals policies. Additionally, e& improved performance in 4 out of 6 targeted ESG ratings and completed the Double Materiality exercise to meet evolving reporting standards. These initiatives reflect e&'s progress in advancing its sustainability goals and enhancing its long-term value creation for stakeholders.

Technology innovation

Risk owner/ sponsor:	What this risk means to e&	Emerging factors	How we manage this risk	What changed last year
GCSO/CTIO, e& UAE **Risk category** Technological risk **Link to e& strategy**	As a global technology company, the ability to keep pace with technological innovation is a critical driver of our competitive edge and operational efficiency. Failure to proactively upgrade our infrastructure and technology stack to the latest available versions as well as the inability to adopt innovative and disruptive technologies in a timely manner can create operational challenges, disrupt critical business processes and result in a significant loss of market leadership with the associated reputational damage. This risk underscores the importance of staying ahead and lead in technological advancements to ensure e& can continue to offer state-of-the-art connectivity and enhanced customer experiences supported by an award-winning network infrastructure and agile internal processes.	▪ The significant investment required to keep up with the fast pace of technological development, particularly in domains such as 6G, AI, and IoT. ▪ The ability to proactively integrate disruptive technologies such as quantum computing and AI into our business model and operations.	▪ Running a strategic programme to manage the decommissioning or upgrade of legacy IT and network components, enabling customer migration to newer platforms. ▪ Regularly scanning the external environment for the latest industry trends and collaborating with leading firms to inform our long-term strategic plan and technology roadmap. ▪ Maintaining internal processes that enable the identification of opportunities and use cases for the application of new and emerging technologies to drive internal efficiencies and productivity. ▪ Engaging proactively with digital regulatory and government authorities to ensure compliance, amid shifting digital landscapes. ▪ Implementing a comprehensive three-year strategy, refreshed annually to align with emerging trends and our ambition of becoming an AI-powered telco.	Significant initiatives have been implemented to advance technological innovation at e&, including the launch of our Technovate programme to foster innovation by encouraging ideas from both internal and external stakeholders that can be translated into business use cases. At GITEX, we showcased cutting-edge use cases, including advanced AI applications, the 5G network at 62Gbps, and prototypes like WiFi 8, highlighting our readiness to lead in next-generation technologies. We strengthened our collaborations by signing MOUs with Ericsson (6G), Huawei (5G-Advanced), and other leading firms to bring state-of-the-art technologies to the UAE. Additionally, we launched strategic programmes such as AI-First, Automation, Cloud Transformation, and 5G/API monetisation to foster innovation and operational excellence. Additionally, we also introduced TechTrend, a quarterly magazine, and expanded insights through the Gartner Digest, with plans to launch a TM Forum Digest. These developments collectively demonstrate e&'s continued leadership in adopting and integrating next-generation technologies.

Sustainability Report

Our approach to sustainability

A year of turning ambition into action

In 2024, we moved beyond commitments to real action, deploying transformative technologies to deliver on our sustainability targets and empower the communities we serve.

After setting ambitious environmental targets for 2030, we launched the e& Group Climate Transition Plan, titled "Ambition to Action". This plan outlines the steps e& will take to achieve its Net Zero Targets. As one of the first companies in the region to publish such a detailed approach, the plan presents our clear roadmap to 2030 and outlines the efforts we are making for the millions of customers we serve, who experience the immediate impacts of climate change. This significant undertaking, involving all markets, gives us confidence that we are on track to deliver. In 2025, for the first time, we will have an independent third party verify or audit our emissions data. The purpose of this external assurance is set to ensure the accuracy, reliability, and transparency of our reported emissions and to maintain our focus on these efforts.

As a global tech company, we recognize that digitisation plays a crucial role in achieving the UN Sustainable Development Goals, ensuring that no one is left behind. In 2024, we deployed our technology to support several critical partnerships, empowering society through our networks and products. Through the Edison Alliance, we enabled an additional 30 million people to access network services, contributing to the 1 billion target that has now been met. In collaboration with the United Nations Development Programme, we are co-developing the Climate & Natural Disaster Crises (CNDC) Platform, which is designed to enhance resilience against climate-related challenges such as floods, earthquakes, and droughts through AI-powered insights and data visualisation tools. We understand more than ever that digital technology forms the base of the pyramid for tackling some of humanity's most pressing issues. As our company continues to grow, we will build partnerships focused on transformative solutions using AI, our technology, and our expertise.

As highlighted in the enclosed report, we have made strides this year in our non-financial reporting, reviewing our policies and climate-related risks, among other advancements that are often unseen but critical to our ambition to lead in sustainability and ESG.

> "One of the first in the region to publish a detailed Climate Transition Plan - turning ambition into action for a sustainable future."

Hatem Dowidar
Group Chief Executive Officer

Our approach to sustainability continued

Our approach to sustainability

At e&, sustainability is a strategic driver of long-term value creation, deeply embedded in our corporate vision and transformation journey. As a forward-thinking technology and investment group, we recognise that managing our environmental, social, and governance (ESG) impact is not just about mitigating risks – it is about seizing opportunities that drive sustainable growth, enhance resilience, and create lasting value for our stakeholders.

Our approach is structured around three key pillars: Managing our environmental footprint, Empowering people and giving back to society, and Operating responsibly. These pillars address the material challenges that matter most to our stakeholders – as confirmed and refined by a double materiality assessment conducted this year – and underpin our commitment to responsible and ethical business practices.

This sustainability framework is aligned with national and global priorities, including the "We The Emirates 2031" Vision, the Abu Dhabi Economic Vision 2030 and Environment Vision 2030, and the UAE Net Zero Plan 2050. As we advance our sustainability strategy, we continue to align our impact with the Sustainable Development Goals (SDGs), refining our contributions to maximise our effectiveness.

Transparency is fundamental to our sustainability agenda. We are committed to rigorous ESG reporting in line with international frameworks such as GRI, SASB, and the WEF Stakeholder Capitalism Metrics, while adhering to the Abu Dhabi Securities Exchange (ADX) voluntary ESG disclosures. By maintaining the highest standards of non-financial reporting, we provide investors with clear, credible insights into our performance and impact.

This report is structured around our 15 material topics – key issues that matter most to our stakeholders that have been identified as areas in which e& can create the greatest impact. Responsibility for these issues is distributed across multiple departments, ensuring sustainability is embedded across our operations and decision-making. By working collaboratively, each department contributes to managing and delivering on our material topics, driving a unified and effective approach. As we continue to evolve, our sustainability ambition remains unwavering: to drive positive change, align with global best practices, and reinforce our position as a sustainable market leader championing the ambitions of our business and stakeholders.

Our ESG ratings

Rated A	**Rated B**
MSCI in 2024	**CDP in 2024**

Pillar 1
Managing our environmental footprint

We are dedicated to building a sustainable, inclusive future by embracing adaptability, resilience, and innovation, as we work towards net zero emissions, minimise waste, and invest in renewable energy and climate-smart solutions to leave a positive legacy for future generations.

Material issues:

- Climate action
- Waste management and circularity
- Water usage

Aligned To SDGs:

Discover more about how we are managing our environmental footprint:

Launching our Climate Transition Plan: Ambition to Action

Read more on page 78

Implementing a seamless recycling system for waste reduction with Reloop

Read more on page 87

Pillar 2
Empowering people and giving back to society

We embrace an interconnected framework where economic, social, and environmental priorities align, empowering our talented employees and leveraging innovation to drive meaningful impact and sustainable success beyond traditional metrics.

Material issues

- Diversity, equity and inclusion
- Talent attraction, retention and development
- Health and safety
- Community engagement

Aligned To SDGs:

Discover more about how we are empowering people and giving back to society:

Driving financial inclusion in Pakistan and Egypt

Read more on page 103

Embedding One& Culture transformative initiative to foster employee engagement

Read more on page 99

Pillar 3
Operating responsibly

We lead with responsibility by embedding sustainability into our operations, fostering trust through transparent reporting, and aligning our practices with shared objectives for a more inclusive, resilient, and environmentally sustainable future.

Material issues:

- Ethical business
- Data privacy
- Cybersecurity
- Responsible AI
- Supply chain engagement
- Human rights
- Responsible commercialisation

Aligned To SDGs:

Discover more about how we are operating responsibly:

Leveraging AI for sustainable development and humanitarian impact

Read more on page 124

Pioneering responsible sourcing through EcoVadis with Project Life

Read more on page 127

Q&A with Senior VP, Sustainability

How does e&'s new Climate Transition Plan support the UAE's Net Zero 2050 Strategy?

The UAE's leadership in hosting COP28 has invigorated global efforts towards achieving net zero, and e& is proud to contribute meaningfully to this momentum through our commitments and actions, in particular our recently launched Group-wide Climate Transition Plan. This plan, Ambition to Action, reflects a rigorous and unified approach across our operations, designed to support the UAE's ambitious target of net zero by 2050 while aligning with global benchmarks.

Our commitment to eliminate Scope 1 and 2 emissions in the UAE by 2030 underscores our proactive stance. The plan identifies three primary levers for achieving these targets: procuring 100% of our electricity in the UAE from renewable sources, adopting sustainable practices such as solar and battery integration for base stations and accelerating the electrification of our fleet. These measures are backed by comprehensive, country-specific roadmaps developed collaboratively with our markets, ensuring practicality and precision.

Beyond operational efficiency, our Scope 3 strategy addresses emissions across our value chain. Through partnerships with suppliers holding Science-Based Targets Initiative (SBTi) approvals and leveraging investments like Vodafone's advanced sustainability trajectory, we aim to reduce emissions while promoting industry-wide progress.

The plan is much more than an internal focusing tool – it is a demonstration of our intent to lead in sustainable innovation. As one of the first companies in the region to publish such a detailed roadmap, we hope to set a benchmark for corporate accountability and action.

What were your biggest achievements in 2024?

Throughout the year, we concentrated on laying a strong foundation for sustainability at e& by closing critical gaps, enhancing transparency and building capacity across the Group. Over the past 18 months, we identified 19 areas of improvement across environmental, social and governance (ESG) pillars, and we successfully addressed all of them. This effort was central to establishing a coordinated, group-wide approach to ESG.

Furthermore, we prioritised creating a cohesive sustainability framework by fostering a collaborative community across our operating companies. Through regular engagements, we are building a culture of accountability and shared commitment, enabling every function and business unit to contribute meaningfully to our sustainability goals. The launch of our Climate Transition Plan further provided clarity of focus internally about how we will achieve our shared ambitions.

Stakeholder expectations for transparent reporting have increased across Europe with the introduction of the CSRD. What are your plans to reach compliance across your European operations?

At e&, we are fully committed to meeting the Corporate Sustainability Reporting Directive (CSRD) requirements across our European operations and leveraging this momentum to elevate our reporting standards globally.

Following the acquisition of PPF Telecom Group, we have inherited a robust sustainability function that has been preparing for CSRD compliance. Their 2023 report aligned with CSRD standards and they have rigorously tested their reporting systems against these requirements.

Recognising the broader implications for our Group, we are conducting a comprehensive CSRD and IFRS gap analysis to identify and address any potential shortcomings across our portfolio, including our listed entities like Maroc Telecom. This initiative is part of our strategy to align our reporting practices with international standards and ensure consistency and accuracy. Our approach to CSRD compliance is not confined to meeting legislative requirements; it is an opportunity to raise the bar for sustainability reporting across all our markets.

Looking ahead, what are your key priorities for 2025?

This year, we aim to deepen our strategy with a refreshed sustainability framework anchored in clear goals for both environmental and social domains. One of our priorities is understanding and quantifying the full social impact of our operations globally – from empowering financial inclusion to enabling digital transformation – ensuring our efforts directly contribute to the communities we serve.

In line with this, we are launching "e& Community", an initiative that unifies our CSR efforts under three core pillars: leveraging technology for people, the planet and innovation. This strategic consolidation will allow us to scale our impact, focusing on fewer, high-value initiatives that drive measurable outcomes.

Moreover, we are committed to enhancing transparency and accountability in our sustainability efforts. For the first time, we will externally assure our greenhouse gas (GHG) data, re-baseline our emissions across the Group and implement a cutting-edge GHG data management tool to refine our data accuracy and reporting.

As a global tech company, we know our technology has the power to transform and change the way we live for the better. Wherever we operate, digital is the base of the pyramid for addressing some of the most pressing problems in the communities in which we operate. Our sustainability programmes will continue to lead us in meeting our environmental and social commitments and improve lives of many in the communities in which we serve.

Andrew Dunnett
Group Senior Vice President of Sustainability

ESG Governance 2024

Integration of ESG across our business

We recognise that effective ESG governance is fundamental to driving long-term value and ensuring the successful integration of sustainability across our business. Our governance framework is designed to provide oversight, accountability, and strategic direction for ESG-related initiatives, ensuring alignment with our corporate strategy and stakeholder expectations.

Corporate functions

- Group legal and compliance
- Group operations
- Admin and contracts
- Group finance
- Group human resources
- Group risk and internal audit
- Group strategy
- Branding and communications
- Technology

Companies

- e& UAE
- e& international
- e& life
- e& enterprise
- e& capital

Group Sustainability function

The Group Sustainability function, which is led by e&'s Senior Vice President of Sustainability, is part of e&'s strategy department. It is responsible for setting the Group Sustainability strategy, which incorporates much of the ESG agenda. e& operates a hub and spoke model with a small sustainability team at the centre, working with a network of over 50 colleagues across the Group who have responsibilities critical to delivering the strategy. This "ESG factory" of colleagues meets monthly to review progress against the agreed strategy.

Environmental sub-committee

The Environmental sub-committee is chaired by e& international's Chief Technology Officer.

Social and Governance sub-committee

The Social and Governance sub-committee is chaired by the Group Chief Legal and Compliance Officer.

Sustainability steering committee

The Sustainability steering committee was established at the Executive level to provide strategic direction on sustainability across the Group and to drive the implementation of sustainability programmes. It is chaired by e&'s Group CEO and composed of members of e&'s executive management. e&'s Senior Vice President of Sustainability reports directly to the Committee on all ESG and sustainability matters.

Board of Directors

The Board designates responsibility for the Sustainability and ESG programme to the Nomination and Remunerations sub-committee.

Nomination and Remuneration Committee (NRC)

The NRC is responsible for overseeing ESG matters.
It reviews progress against the sustainability strategy and targets, as well as plans for environmental and climate action.
It also reviews ESG risks and related risk management strategies and controls.

Double materiality

In 2024, we conducted our first double materiality assessment to identify and prioritise the most significant environmental, social, and governance (ESG) topics impacting both e& and its stakeholders.

This assessment aligns with international reporting frameworks, including the Global Reporting Initiative (GRI) and the upcoming Corporate Sustainability Reporting Directive (CSRD) requirements.

Leveraging e& enterprise's "Sustainability as a Service", we collaborated with World Wide Generation (WWG) to utilise its G17Eco platform, enabling a data-driven analysis of 450 ESG topics. By integrating stakeholder input, industry benchmarks, and regional considerations, we ensured a balanced evaluation of financial and impact materiality. The final list of 15 material topics now serves as a foundation for e&'s sustainability commitments, initiatives, and reporting practices.

Materiality assessment process

Our assessment followed a five-step process, ensuring a comprehensive and strategic approach to materiality.

1 ESG landscape review

Using WWG's proprietary materiality intelligence tool, we analysed 450 potential ESG topics, benchmarking them against global sustainability standards, sectoral trends, and regional priorities.

2 Stakeholder engagement

To validate and refine our ESG priorities, we engaged with our stakeholders through structured surveys and discussions. Insights were gathered from key business units, including HR, Finance, Sustainability, and Risk Management.

3 Results

The G17Eco platform processed stakeholder inputs using a robust impact and financial materiality scoring methodology, evaluating topics based on:

- Scope – The geographical and business unit reach of the issue
- Scale – The significance and severity of its consequences
- Irremediability – The difficulty of reversing or mitigating its impact

4 Committee validation

To ensure alignment with e&'s strategic goals and risk management framework, the Sustainability Committee and senior leadership reviewed and validated the final material topics.

5 Report integration

The 15 material topics for 2024 have been incorporated into the 2024 Integrated Report, reinforcing transparency and accountability in e&'s ESG reporting.

Double materiality continued

Materiality results

We have refined our material topics from 18 in 2023 to 15 in 2024, incorporating emerging trends, consolidating overlapping topics, and aligning with evolving ESG priorities.

The 15 material topics below were identified through our materiality assessment process, classified as material based on a defined threshold evaluating both impact materiality (societal and environmental significance) and financial materiality (business risk and opportunity). A topic is considered material if it meets or exceeds this threshold.

Pillar 1 Managing our environmental footprint

	Impact	Financial
1. Climate action	✓	
2. Waste management and circularity	✓	
3. Water usage	✓	

Read more on page 78

Pillar 2 Empowering people and giving back to society

	Impact	Financial
4. Diversity, equity and inclusion	✓	
5. Talent attraction, retention and development	✓	✓
6. Digital access and inclusion	✓	
7. Health and safety	✓	
8. Community engagement		✓

Read more on page 93

Pillar 3 Operating responsibly

	Impact	Financial
9. Ethical business practices	✓	✓
10. Data privacy	✓	
11. Cybersecurity	✓	
12. Responsible AI	✓	✓
13. Sustainable supply chain		✓
14. Human rights	✓	
15. Responsible commercialisation		✓

Read more on page 112

Our material topics

Focusing on what matters, this report is aligned with our 15 material topics — critical issues identified through our double materiality assessment. These topics highlight the areas where e& is best positioned to drive meaningful progress.

Pillar 1
Managing our environmental footprint

Pillar 2
Empowering people and giving back to society

Pillar 3
Operating responsibly

1 Climate action

"We have taken bold and decisive steps this year in our journey towards achieving net zero with the publication of our Climate Transition Plan: Ambition to Action. This roadmap outlines how we will meet our ambitious Scope 1, 2, and 3 targets, and reinforces our commitment to embedding sustainability across every facet of our operations. By implementing innovative solutions, fostering collaboration, and addressing key climate risks, we are driving measurable progress in reducing emissions, optimising energy use, and integrating renewable energy sources. Through a steadfast focus on governance and transparency, we aim to create lasting value for our stakeholders while playing a pivotal role in shaping a more sustainable and resilient future."

Sabri Ali Yehya
Group Chief Technology Officer, e& International

Definition of material matter:
Our carbon footprint is the entire amount of greenhouse gas (GHG) emissions resulting from our activities, both directly and indirectly, expressed in carbon dioxide equivalents. It includes emissions from a range of sources, such as energy use, purchased goods and services or capital goods.

Why it is material to e&:
e& operates in regions affected by extreme weather conditions, exacerbated by climate change. Mitigation and adaptation strategies are essential to preserve water, biodiversity and food security as well as to preserve our business continuity, threatened by extreme weather conditions. With growing consumer demand for sustainable products and services, we believe reducing our carbon footprint is a business necessity.

Type of impact:
Implementing carbon reduction strategies aligns with global sustainability goals, positively impacting the environment and society. Investing in sustainable practices presents opportunities for innovation, cost savings and enhanced brand reputation. Failure to manage and reduce our carbon footprint poses a risk to our environmental credibility, regulatory compliance, and stakeholder relationships and business continuity.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Targets
- Achieve net zero emissions (Scope 1 and 2) across all our markets by 2040 (UAE 2030)
- Achieve net zero emissions (Scope 1, 2 and 3) across all our markets by 2050
- 43% reduction in Scope 1 and 2 across all our markets by 2030 versus the 2022 baseline – SBTi validated
- 25% reduction in Scope 3 across all our markets by 2030 versus the 2022 baseline – SBTi validated

Our management approach

At e&, addressing climate change begins with a comprehensive understanding of our carbon footprint, guided by widely recognised standards and methodologies. Our emissions accounting framework aligns with the Greenhouse Gas Protocol and leverages emission factors from DEFRA, the US EPA, and the IEA. By considering both direct and indirect emissions across our value chain and operating companies, we take a holistic view of our environmental impact, enabling us to measure, mitigate, and manage emissions across our business ecosystem.

Our governance structure is designed to align with international best practices, allowing us to set ambitious targets and pursue a net zero future across all operations. This commitment extends beyond compliance, reflecting our dedication to environmental responsibility and stewardship. Addressing climate-related challenges requires a coordinated effort across multiple divisions. The e& International technology team leads the Group's carbon reduction initiatives, working closely with the Sustainability team to implement and monitor progress. Climate-related risks and opportunities are collaboratively managed by our Enterprise Risk Management (ERM) team and Sustainability function.

→ Continues

Pillar 1 | Managing our environmental footprint
Climate action continued

The governance framework ensures rigorous oversight and accountability. The Board's Nomination and Remuneration Committee (NRC) approves the Sustainability Strategy, while the Sustainability Committee oversees programme execution to meet strategic objectives. The Senior Vice President of Sustainability reports quarterly to the Sustainability Committee on progress against targets. Green finance initiatives are spearheaded by the Corporate Finance team, supported by cross-functional collaboration involving the Legal, Sustainability, Procurement, and e& International Technology teams.

All climate-related commitments undergo a robust approval process, which includes review by the CXO of the relevant department, the Sustainability Committee, and the Group CEO. The NRC of the Board of Directors provides strategic oversight, ensuring our climate strategy is fully integrated into our broader goals and responsibilities. This cohesive approach underscores our dedication to combating climate change while driving sustainable value for all stakeholders.

Progress in 2024

We made significant strides in advancing our sustainability agenda and meeting our ambitious net zero targets for 2030. Central to this progress was the publication of our Climate Transition Plan: Ambition to Action (CTP), a publicly accessible roadmap detailing how we will achieve our Scope 1, 2, and 3 GHG reduction targets. A climate risk analysis was also completed, which included creating a risk registry, quantifying top transition risks, and prioritising three risks for action.

Key milestones included publishing targets on circularity for the first time and committing to programmes addressing water management and biodiversity. In addition, we developed a carbon reduction roadmap with a primary focus on Scope 1 and Scope 2 emissions. Initiatives to optimise energy use, reduce fuel consumption, and integrate renewable energy were successfully implemented. In Egypt, we achieved 17% renewable energy usage through a Power Purchase Agreement, and in the UAE by purchasing IRECs to support the energy transition.

Operational improvements further bolstered emissions reductions. In the UAE, 400 diesel generators were decommissioned, while Egypt deployed over 2,500 remote monitoring solutions and Afghanistan launched a trial using a super capacitor to provide reliable power during outages with 112 sites implementing this solution reducing energy consumption by 604,000 litres of fuel per year. Across 886 sites in the UAE, we adopted free air cooling and began replacing refrigerants with lower Global Warming Potential (GWP) alternatives. Additionally, fleet electrification advanced in the UAE, where 102 electric vehicles are now in operation.

Overcoming challenges required building a cohesive global team to lead these initiatives and enlisting external advisors to navigate regulatory approvals and market maturity for renewable energy certificates.

Our global carbon footprint
based on our 2022 baseline

Upstream activities procurement

Reporting company operations network

Downstream activities retail and sales

Our Scope 3 upstream

Purchased goods and services
~5%

Capital goods
~11%

Fuel and energy related activities
~12%

Scope 1

Combustion
~9%

Refrigerants
~1%

Scope 2

Purchased energy
~41%

Our Scope 3 downstream

Use of sold product
~11%

Scope 3

Investments
~8%

→ Continues

Pillar 1 | Managing our environmental footprint
Climate action continued

Ambition to action: e&'s Climate Transition Plan

Recognising the urgency of climate action, this year we took a bold a step to be industry leaders within the region and launched our Climate Transition Plan (CTP). The plan clearly lays out how we will achieve net zero emissions for Scope 1 and 2 by 2030 within our UAE operation and Group-wide Scope 1, 2 and 3 net zero emissions by 2050.

Our ambitious near-term targets have been validated by the Science Based Targets initiative (SBTi) to ensure measurable and impactful progress and include reducing Scope 1 and 2 GHG emissions by 43% Group-wide and achieving a 25% reduction in Scope 3 emissions by 2030, all benchmarked against a 2022 baseline.

Our CTP incorporates a roadmap designed to address the unique market characteristics of the regions where we operate, including the UAE, Egypt, Pakistan, Afghanistan, and Morocco. By leveraging collaboration between local strategy, technology, and sustainability teams, we are tackling challenges like data traffic growth and network expansion while maintaining our focus on decarbonisation. Our approach integrates three strategic pillars: decarbonising our operations, transitioning our value chain, and managing climate-related risks.

Aligned with the UK Transition Plan Taskforce's Disclosure Framework, our CTP is a benchmark for best practices in climate transition.

We are committed to transparency and will continue to report on our progress through our Integrated Annual Report, submissions to the Carbon Disclosure Project (CDP), and an update to our CTP scheduled for 2026. These efforts underscore our dedication to achieving climate targets and driving long-term value for our stakeholders.

→ Continues

Read more here
eand.com/content/dam/eand/assets/docs/general/eand-climate-transition-plan.pdf

Our net zero journey

2020
Work starts in e&'s full GHG baseline and net zero target

2021
First e& CDP submission
Score: C

2023
e& serves as principal technology partner
e& CDP
Score: B
First group-wide GHG footprint and near-term science-based target published
AED 366mn green loan
project life to drive e&'s sustainability procurement

2024
e& Climate Transition Plan published
e& CDP
Score: B
Climate risk assessment undertaken
Circularity and biodiversity targets published

Future targets

2030
Zero carbon operations in UAE
Scope 1 and 2
Group-wide
43% reduction
Scope 1 and 2
25% reduction
Scope 3

2040
Zero carbon operations Group-wide
Scope 1 and 2

2050
Net zero value chain Group-wide
Scope 1, 2 and 3

Pillar 1 | Managing our environmental footprint
Climate action continued

Our climate action plan

Scope 1 and 2

Action areas

- Invest in renewable energy generation and purchasing
- Continue with fleet electrification
- Improve free cooling and gas replacement
- Offset remaining emissions through credible projects

Current targets
2024–2030

Emission reduction
↓ 43%
Target against 2022 baseline

Future targets
2030–2040

Emission reduction
↓ 90%

Offsets
10%

Scope 3

Action areas

- Collaborate with our supply chain to decarbonise purchased goods and services, capital goods and products we sell to our customers
- Engage investors and set challenging M&A carbon reduction targets
- Invest in digital data management to accurately track performance
- Offset remaining emissions through credible projects

Current targets
2024–2030

Emission reduction
↓ 25%
Target against 2022 baseline

Future targets
2030–2050

Emission reduction
↓ 90%

Offsets
10%

Pillar 1 | Managing our environmental footprint
Climate action continued

Decarbonisation goals

Focused on Scope 1 and 2 Decarbonisation Goals

Our CTP outlines six strategies to decarbonise our most carbon intensive Scope 1 and 2 activities, including; stationary combustion, electricity, mobile combustion and refrigerants.

By leveraging innovative solutions and optimising energy use, we aim to accelerate meaningful reductions, ensuring alignment with both corporate and global climate goals. This steadfast focus underscores our role as a leader in driving impactful change across the industries and communities we serve.

Energy efficiency

Energy efficiency involves upgrading equipment, optimising operations, and using AI to improve network and office performance.

Renewable generation

On-site renewable generation, such as solar PV, provides a partial energy supply, with battery storage and diesel hybrid solutions for off-grid sites.

Renewable energy procurement

Renewable energy purchasing focuses on corporate power purchase agreements (PPAs) and international renewable energy certificates (I-RECs) to source cleaner electricity.

Fleet electrification

Fleet electrification replaces our current combustion vehicles with electric alternatives, though challenges remain in the supply of cleaner shipping fuel in e-marine, however, alternatives are being developed.

Refrigerant gases

Free cooling and gas replacement targets emissions from refrigerants and fire suppressants by adopting low global warming potential alternatives.

Carbon offset

Carbon offsetting will address any difficult to abate emissions. This will be achieved through credible offset projects that align with SBTi requirements.

Accelerating Scope 3 decarbonisation efforts

Guided by our comprehensive decarbonisation strategy, we are committed to achieving a 25% reduction in Scope 3 emissions by 2030, based on a 2022 baseline. This ambitious target underscores the importance of collaboration across our value chain and our dedication to sustainable growth.

To drive these reductions, we are embedding sustainability into our supply chain through our Responsible Procurement Strategy, Project Life. By integrating ESG principles into our Supplier Code of Ethical Conduct and Procurement Manual, we have refined processes and upskilled our Group Procurement team to address environmental risks. Supported by platforms like EcoVadis, we can assess ESG risks, collect GHG data from suppliers, and map emissions across our supply chain, which allows us to pinpoint emissions hotspots and support suppliers with their own decarbonisation efforts.

Additionally, we are working with key investee companies to assess the impact of mergers and acquisitions (M&A) on our emissions and aligning transition pathways with our decarbonisation objectives. Accurate data is at the core of these efforts, and in 2024, we refined our Scope 3 emissions reporting processes to enhance data quality and transparency. Ongoing investments in governance, GHG data management tools, and robust internal controls, will further support these goals. Where emissions cannot be reduced, we will offset any difficult to abate emissions through credible offset projects that are aligning with SBTi requirements.

Proactively managing climate-related risks

Governance

To ensure these risks are managed effectively, our findings are embedded within our corporate governance framework. The Sustainability Risk Framework undergoes annual review by the NRC, Sustainability Committee, and Group Risk Committee, ensuring robust oversight and alignment with our strategic objectives. This governance structure underscores our commitment to integrating sustainability into all aspects of our operations and decision-making. By proactively addressing climate transition risks, we are safeguarding our business operations and enhancing our position as a leader in sustainable innovation and resilience.

Risk management

The Group is committed to becoming a leading technology company. In 2024, we began assessing our climate-related risks and opportunities, viewing this as an integral component of our strategy to achieve this goal. To fully understand the potential impacts of climate change on e&'s business model, the Sustainability Committee initiated a detailed review of the key climate-related risks relevant to the business. This process involved mapping over 25 potential transition risks collated from peer benchmarks and industry reports. The prioritisation of the long list of transition risks was achieved based on a framework considering risk criticality and assessment feasibility for scenario analysis. Using this risk assessment methodology, ten transition risks most relevant to our operations were identified from which three transition risks were prioritised for detailed quantification using scenario analysis frameworks.

The Group is assessing existing plans and mitigations for identified risks, determining further actions to meet our public commitments, and will integrate this analysis with our risk management approach through the relevant governance process in 2025.

Metrics and targets

To track our progress against our emissions reduction commitments, we monitor key performance metrics, with a primary focus on Scope 1 and 2 emissions to measure our decarbonisation efforts. Scope 3 emissions data collection is gradually improving as we deepen engagement with vendors and identify the products and services with the greatest impact. Our targets are outlined in our Climate Transition Plan (CTP), and as we review our progress, we will update our metrics and targets to align with emerging requirements.

→ Continues

Pillar 1 | Managing our environmental footprint
Climate action continued

Future focus

As we continue to expand, the potential challenges of balancing rapid growth with environmental objectives will require careful management. However, advancements in energy efficiency and modernisation technologies present substantial opportunities to enhance operational performance, reduce costs, and further accelerate our sustainability efforts. To address the complexities associated with acquisitions, we are collaborating with the M&A team to integrate new businesses seamlessly into our CTP, ensuring alignment with our net zero trajectory.

In 2025, we plan to re-baseline our GHG emissions data from 2022 onwards to account for the Group's growing footprint, ensuring accurate tracking and alignment with our expansion. We will also introduce a GHG emissions data management tool to monitor progress against our targets across every market. For the first time, we will externally assure our GHG data, enhancing transparency and credibility in our reporting. Whilst we secured a B rating from the Carbon Disclosure Project for our climate commitments in 2024, we are aiming for an A- grade rating in 2025 with the publication of our CTP.

We will intensify efforts to reduce our carbon footprint through expanded sustainable practices. Stage 2 of Project Life, our Sustainable Procurement programme, will also be rolled out, further embedding sustainability into our supply chain practices. We will also seek to further optimise energy consumption, increase the integration of renewable energy sources, and accelerate the transition to electric vehicles across our operations. By implementing these measures, we aim to achieve a balance between environmental responsibility and operational growth, supporting our broader sustainability goals while driving business performance.

Our long-term vision remains to achieve our net zero targets ahead of 2030 in our UAE operations (Scope 1 and 2). We will focus on maintaining momentum while leveraging emerging technologies to enable precise measurements, swift action, and sustainable growth. This commitment ensures our business expansion remains firmly aligned with environmental stewardship, reinforcing e&'s position as a leader in sustainability-driven innovation.

Thought leadership: green shoots - a new model for renewables in the GCC

Working with GSMA Intelligence and as members of the Gulf Cooperative Council Sustainability Innovation Hub, we published a new report outlining the current availability of renewables in telecommunications with insights into the operational, technological and regulatory hurdles to enable operators to reach net zero by 2050. The report outlined how collective action is essential in all operators achieving their targets and greening the network infrastructure. While GSMA estimate the total industry carbon footprint at 0.3% of global emissions, renewable energy still constitutes only 20% of the average operators power usage. The report builds on recent activity by the hub's work in pioneering solutions to accelerate renewable energy solutions with a specific focus on AI power solutions. The hub is proving to be an effective forum for collaboration and testing, and developing new solutions.

Our performance	2022	2023	2024
Scope 1 GHG emissions (tCO_2e)	398,378	387,594**	**380,406**
Scope 2 GHG emissions (tCO_2e) - market based	1,519,824	1,462,151**	**1,363,344**
Scope 3 GHG emissions (tCO_2e)	1,836,100	1,993,689 **	***
Total GHG emissions (tCO_2e)	3,754,302	3,843,434**	***
Scope 1 + Scope 2 GHG emissions (tCO_2e)	1,918,202	1,849,746**	**1,743,750**
Reduction of GHG emissions Scope 1 + 2 (tCO_2e)	n/a	68,456 **	**105,996**
Total energy consumption within the organisation (MWh)	3,869,467	3,958,631**	**4,076,386**
Total renewable energy consumption (MWh)	85,276	123,623	**272,284**
Total non-renewable energy consumption (MWh)	3,784,191	3,835,008**	**3,804,102**
Total fuel consumption within the organisation from non-renewable sources (MWh)	1,129,903	1,283,239**	**1,271,968**
Total electricity consumption (MWh)	2,738,534	2,674,158**	**2,803,033**
Renewable electricity consumption (MWh)	85,276	123,623	**272,284**
Total energy consumed: percentage grid electricity (%)	69	64**	**62**
Total energy consumed: percentage renewable (%)	2	3	**7**

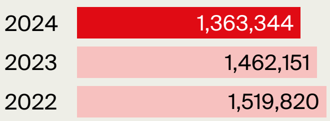
* This set of data covers our global operations, including operating companies for 2024, except for newly acquired PPF.

** Data restated due to updated emissions factors, and revision of previously-used estimates with established emissions data.

***Data unavailable at time of publication.

Scope 1 GHG emissions (tCO_2e)

Scope 2 GHG emissions (tCO_2e) - market based



Continues

Pillar 1 | Managing our environmental footprint
Climate action continued

Solar on exchange and mobile sites: Enhancing renewables adoption at e&

Harnessing the sun for a greener future

Our Solar on Exchange and Mobile Sites initiative represents a transformative step towards renewable energy adoption, integrating solar systems across rooftops, car parks, and ground-mounted locations. This milestone project underscores our commitment to reducing carbon emissions, improving environmental performance, and advancing global climate action. By generating renewable energy on-site, the initiative directly supports our goals to lower Scope 1 and Scope 2 emissions while reducing reliance on commercial power and diesel generators.

Overcoming barriers to renewable integration

This initiative presented significant opportunities to align with our ambition to achieve net zero emissions by 2030 while improving our ESG rankings. However, challenges arose, including regulatory compliance, site-specific technical constraints, and the complexity of integrating solar systems with existing infrastructure. These hurdles were effectively managed through collaboration with utility providers, site assessments, and tailored engineering solutions, ensuring seamless implementation.

Advancing solar energy systems

We partnered with highly qualified contractors and consultants, adhering to rigorous quality and safety standards, to design and implement on-grid and off-grid solar systems. Approved by utility authorities, these systems generate renewable energy on-site, minimising our environmental impact and maximising energy efficiency. This approach reflects our broader strategy to integrate sustainable energy solutions across our operations, fostering resilience and cost efficiency.

A cleaner energy landscape

The initiative is projected to deliver substantial environmental and financial benefits, including a carbon reduction of 2,490 tonnes annually, the generation of 1,878 MWh of renewable energy, and the elimination of 0.6 million litres of diesel usage each year. These efforts contribute to reduced energy costs and long-term savings for e& UAE while reinforcing our role as an environmental leader, empowering customers and communities to lower their carbon footprints.

> Renewable energy is at the heart of our commitment to a greener future, reducing our carbon footprint while demonstrating leadership in sustainable business and operations practices in the region."

Bakheet Alameri
Senior Vice President, Deployment & Field Operation

Pillar 1 | Managing our environmental footprint
Climate action continued

Charge&go:
Transforming the EV charging network

A greener vision for mobility
Through our Charge&go initiative, we have undertaken a transformative project to establish an EV charging network, directly supporting our sustainability goals and the UAE's vision for a cleaner, greener environment. This initiative began with converting the Etisalat fleet from fuel-based to electric vehicles and has since expanded to cater to public and business sectors. With approximately 170 strategically located chargers installed across the UAE, we have made EV charging accessible and efficient, encouraging wider adoption of electric vehicles while contributing to a more sustainable future.

Accelerating EV adoption amid complexities
We identified an immense opportunity to advance the UAE government's ESG objectives and accelerate the shift to electric mobility. However, this endeavour came with challenges, including obtaining regulatory approvals in all emirates, engaging multiple stakeholders, and securing suitable locations for infrastructure deployment. Despite these complexities, we succeeded in building a robust EV charging ecosystem that aligns with the nation's goals and serves as a model for sustainable mobility.

Building a seamless EV charging ecosystem
To achieve this, we partnered with top EV manufacturers, charger providers, infrastructure contractors, and property developers to develop an end-to-end EV charging solution. With the collaboration of government and private property owners, we secured high-traffic locations for deploying chargers that serve both tenants and visitors. A landmark achievement was the launch of the UAE's first 360 kWh ultra-fast charger, which allows EV users to power their vehicles in a fraction of the time, underscoring our leadership in innovation and sustainability.

Powering a sustainable future
Charge&go has positioned us as the only EV charging infrastructure provider with a presence in every emirate. The initiative contributed to offsetting 1,760 tonnes of CO_2 emissions, displacing 304,000 litres of oil, and equating to the addition of 80,000 trees in 2024 alone. This enhances our brand's commitment to sustainability and innovation while also providing crucial support to businesses and consumers striving to meet their ESG goals. By empowering a cleaner mobility ecosystem, we have set a new standard in the UAE for environmentally responsible transportation.

"At Charge&go we are committed to provide cleaner and greener energy to enable sustainable mobility in the UAE and beyond."

Muammar Al Rukhaimi
CEO, Etisalat Services Holding

Pillar 1 | Managing our environmental footprint
Climate action continued

Weathering the storm

e&'s Effective flood response in the UAE

Business Continuity & Crisis Management: preparing for any eventuality

At e&, our Business Continuity & Crisis Management (BC&CM) team plays a critical role in establishment, implementation, and maintenance of the business continuity lifecycle in accordance with national, international standards and best practices (ISO 22301:2019, NCEMA 7000 and BCI Good Practice Guidelines Edition 7.0), which includes the identification and mitigation of risks that could disrupt operations, such as those posed by natural disasters. The team focuses on potential threats such as damage to infrastructure, employee safety challenges, supply chain disruptions, regulatory non-compliance, and service interruptions. Our proactive strategies and controls reinforce resilience, ensure operational continuity and safeguard our stakeholders.

e&'s BC&CM governance structure ensures robust safety and agility by integrating a comprehensive framework across all business units, verticals, subsidiaries, and international operating companies. Reporting to the Group COO, the team is empowered to consider Business Continuity Management System (BCMS) practices as part of the day-to-day activities. The slogan followed by the BC&CM team is "Preparedness Today… Resilience Tomorrow", embracing a culture of preparedness and resilience.

The BC&CM team oversees the Business Continuity Management System (BCMS) lifecycle, ensuring seamless alignment across the Group. Each business unit is represented by a Business Continuity Champion, whose roles and responsibilities are defined in the e& Directive for Crisis Management Team (CMT).

Our BCMS, undergoes an annual review to maintain compliance and relevance, is underpinned by the e& Business Continuity Policy. The full policy can be seen here.

We manage business continuity risks with an approach that ensures resilience and operational stability. We conduct regular risk assessments to identify potential impacts and develop tailored continuity. To minimise vulnerabilities, we invest in robust infrastructure and backup systems for critical assets and data, in addition to maintaining diversified supplier relationships. Reliable communication channels facilitate effective coordination and timely stakeholder updates. To further strengthen our preparedness, we secure adequate insurance coverage and regularly conduct training sessions and simulation drills, equipping our teams for efficient response and recovery in any scenario.

An unprecedented challenge: record rainfall

In April 2024, the UAE faced an extraordinary challenge with the heaviest rainfall in 75 years, leading to widespread flooding across the nation. These rainfalls are equivalent to London's rainfall over three months. This unprecedented weather event disrupted infrastructure, strained services, and impacted communities, posing a significant test to e&'s resilience and preparedness. Our mission to ensure uninterrupted connectivity and support became a cornerstone of our response.

Swift action: the initial response

We activated our Crisis Management team to manage operations round the clock. Our technical teams were mobilised to safeguard critical infrastructure, deploying water pumps, tankers, special purpose trucks, sandbags, and other protective measures to minimise damage. Network monitoring systems provided real-time insights, enabling us to anticipate and address potential disruptions. Employee safety was prioritised through remote work arrangements, ensuring that critical operations continued seamlessly while safeguarding our workforce. VSAT-enabled Cell on Wheels (CoW) were deployed in regions experiencing service interruptions.

Seamless collaboration: communication and coordination

Effective communication and coordination are central to e&'s Business Continuity and Crisis Management framework. Internally, regular training sessions and simulation exercises involving all business units and Business Continuity Champions ensure readiness, improve collaboration, and refine continuity plans. This proactive approach, guided by the BC policy and governance structure, fosters seamless internal alignment.

Externally, we maintain strong ties with regulatory bodies such as TDRA and NCEMA to ensure resource deployment and compliance with national guidelines. Transparent communication with stakeholders builds trust, while mobile units and specialised vehicles ensure swift action in affected areas.

Navigating forward: recovery and learning

Our business continuity approach kept critical services operational during the historic event. Minor disruptions were swiftly addressed, and recovery teams restored full operational capacity. The event provided invaluable lessons, highlighting opportunities for flood-resistant infrastructure, expanding fleet capabilities, and enhancing coordination with government agencies. Regular drills and advanced technologies will continue to strengthen our preparedness, ensuring we remain agile and resilient in navigating future challenges.

> "Our swift response to the unprecedented rains highlights e&'s commitment to keeping people connected, ensuring uninterrupted connectivity and support for all our stakeholders. By turning challenges to opportunities, we continue to set new benchmarks for resilience, crisis management and sustainable growth."

Abdalla Rashid Alsaadi
Senior Vice President – e& Group Business Continuity & Crisis Management

2 Waste management and circularity

"This year, we took bold steps to strengthen waste management and circularity across our operations. Through initiatives such as source segregation for efficient recycling and our asset second-life programme, we enhanced resource optimisation and waste diversion efforts. With a strong governance framework, innovative approaches, and a culture of responsibility, we continue to drive meaningful progress towards a more sustainable and circular future."

Obaid Bokisha
Group Chief Operations Officer

Definition of material matter:
The way in which e& manages its waste streams: securely disposing of hazardous waste, correctly managing e-waste, overall reducing waste and increasing recycling while striving towards more circularity: reusing, recycling and refurbishing customer products.

Why it is material to e&:
Within our industry, operational waste and e-waste have a significant environmental impact, which we must minimise. Customer demand for more sustainable products and services is growing, and we need to address the end-of-life impact of the products we sell.

Type of impact:
By addressing the challenges posed by e-waste and the proper disposal of the products we sell collaboratively across our value chain, we will reduce our negative environmental impact and improve e&'s reputation.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Community
- Local and national authorities

Policies:
- e& Group Environmental Management Policy

Our management approach

In 2024, e& maintained a robust governance framework for waste management, guided by our Environmental Management Policy and supported by the Environmental Management System (EMS). Health, Safety, and Environment (HSE) and administration teams, both functioning under e& Operations, foster collaboration across the organisation, as we strengthen partnerships and awareness initiatives to further embed sustainability within our operations.

Progress in 2024

e& takes a multi-pronged approach to manage waste effectively, enhancing operational efficiency and sustainability while mitigating risks associated with improper disposal. By transitioning to digital solutions, the Company reduced paper and operational waste. Our Managed Printing Solutions (MPS) monitors monthly and annual paper consumption, and in the immediate future, we are looking into assigning a print quota and monitoring for individual usage. Currently the colour print options are limited to a very minimal number of users to reduce our footprint.

In addition, segregation protocols and dedicated waste bins were established for hazardous, recyclable, and general waste, ensuring responsible handling and disposal. We initiated a corporate-

Continues

Pillar 1 | Managing our environmental footprint

Waste management and circularity continued

Enhancing circularity

As part of our Climate Transition Plan, e& is advancing an ambitious goal to enhance circularity across our operations, aiming to reduce raw material use, extend product lifecycles and minimise waste by 2030. Our approach to circularity focuses on three key phases: inflows, use phase and outflows.

Inflows:
To optimise material procurement, e& is implementing “Project Life” to establish sustainable procurement guidelines. We will conduct annual supplier programmes and audits to verify compliance with circularity indicators for our top 30 suppliers, targeting completion by 2027.

Use phase:
e& will prioritise extending product lifespans by providing repair and recycling services to all customers by 2027. We are working to reuse or repurpose 75% of our network equipment and offer refurbished devices to customers by 2028.

Outflows:
In addressing waste management, e& aims to divert 50% of waste from landfills by 2028, introduce KPIs for local operations on reuse and recycling by 2026, and achieve a 20% reduction in e-waste by 2028.

We launched the Hayyak e-Marketplace to support our Second Life programme for corporate assets. This platform enables interested employees to participate in the reuse of high-quality pre-owned corporate assets, promoting circularity, reducing waste, and maximising resource efficiency.

Our performance	2021	2022	2023	2024
Total waste generated (tons)	326.58	834.46	1126.65	**1369.13**
Hazardous waste generated (tons)	115	95	110	**191.5**
Non-hazardous waste generated (tons)	211.58	739.46	1016.65	**1158.73**
Non-hazardous waste recycled (tons)	70.96	283	278.15	**249.77**
E-waste generated (tons)*	26.5	17.5	34	**18.9**
Number of facilities covered by ISO 14001 certification (high-rise buildings)	5	5	5	**10**

*Calculated based on internal estimates

wide “Segregate at Source” waste disposal programme to enhance recycling efficiency. This initiative marks significant progress in waste management by improving resource recovery and supporting sustainable disposal practices across our operations. With our focused recycling efforts for paper waste alone, we recycled 97.22 tons of paper and cardboard, directly saving 1,652 trees, 97,220 kg of CO_2, 2.58 million litres of water, 292 m^3 of landfill space, and 398,602 kWh of energy - further reinforcing our commitment to sustainability and the circular economy[1]. Partnerships with certified recycling vendors allowed materials such as plastics, metals, and e-waste to be recycled effectively, while compliance with regulatory standards ensured proper management of hazardous waste.

Through the “No More Bottles” initiative, we eliminated the use of over 23,659 plastic bottles, reducing waste and promoting sustainability. This initiative was implemented while ensuring optimal drinking water quality, verified through approved laboratory testing, reinforcing our commitment to environmental responsibility and resource conservation.

We achieved LEED Gold certification from the US Green Building Council for our T&A Building in Abu Dhabi and Al Kifaf building in Dubai. This certification signifies our commitment and efforts to sustainable building practices, energy efficiency, and environmental stewardship across our operations. Another notable progress is the expansion of the scope of our Environmental Management System (EMS) under ISO 14001 to cover all high-rise buildings (HRBs) across the UAE. This expansion reinforces our commitment to environmental management, ensuring sustainable practices and compliance across our operations.

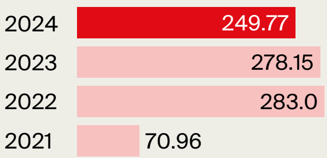
Training and awareness

e& launched initiatives covering digitalisation, material substitution, and supplier collaboration to minimise hazardous materials. Employee training programmes focused on preventing waste generation, while customer-facing initiatives such as device recycling and e-waste return programmes offered incentives for responsible disposal. Awareness campaigns further educated customers on the importance of recycling, creating a shared commitment to sustainability.

Impact and continuous improvement

e&’s waste management efforts in 2024 resulted in efficient recycling. Environmental protection measures, including workshops and campaigns, engaged employees and partners, fostering a culture of sustainability. Regular performance tracking and audits – including monthly records for waste audits, yearly training plans for EMS and the entire HSE team, with specific training for waste management – ensured continuous improvement.

Non-hazardous waste recycled



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[1] Data presented in equivalent terms provided by our recycling partners

Pillar 1 | Managing our environmental footprint
Waste management and circularity continued

Protecting biodiversity
As outlined in our Climate Transition Plan, e& is committed to achieving a minimum of no net loss of biodiversity across our direct operations by 2030, using 2025 as a baseline, while ensuring compliance with existing and emerging nature-related regulations in relevant geographies. Recognising the five primary drivers of biodiversity loss – land and sea use change, resource exploitation, climate change, pollution, and invasive species – e& addresses these pressures through a structured approach.

Future focus
Looking ahead to 2025, we will focus on raising awareness about recycling and fostering collaboration among our employees and partners to ensure the success of our waste management initiatives. Our priority is to educate and engage our teams, encouraging them to fully embrace and support our impactful recycling measures. By embedding these practices into our daily operations, we aim to create a collective effort where environmental responsibility becomes a fundamental aspect of our workplace culture.

Looking further to 2030, we envision achieving a zero-waste environment by leveraging innovative recycling technologies and continuously improving our waste management strategies. Our long-term goal is to cultivate a workplace where sustainability becomes second nature to everyone at e&, reflecting our shared commitment to environmental stewardship.

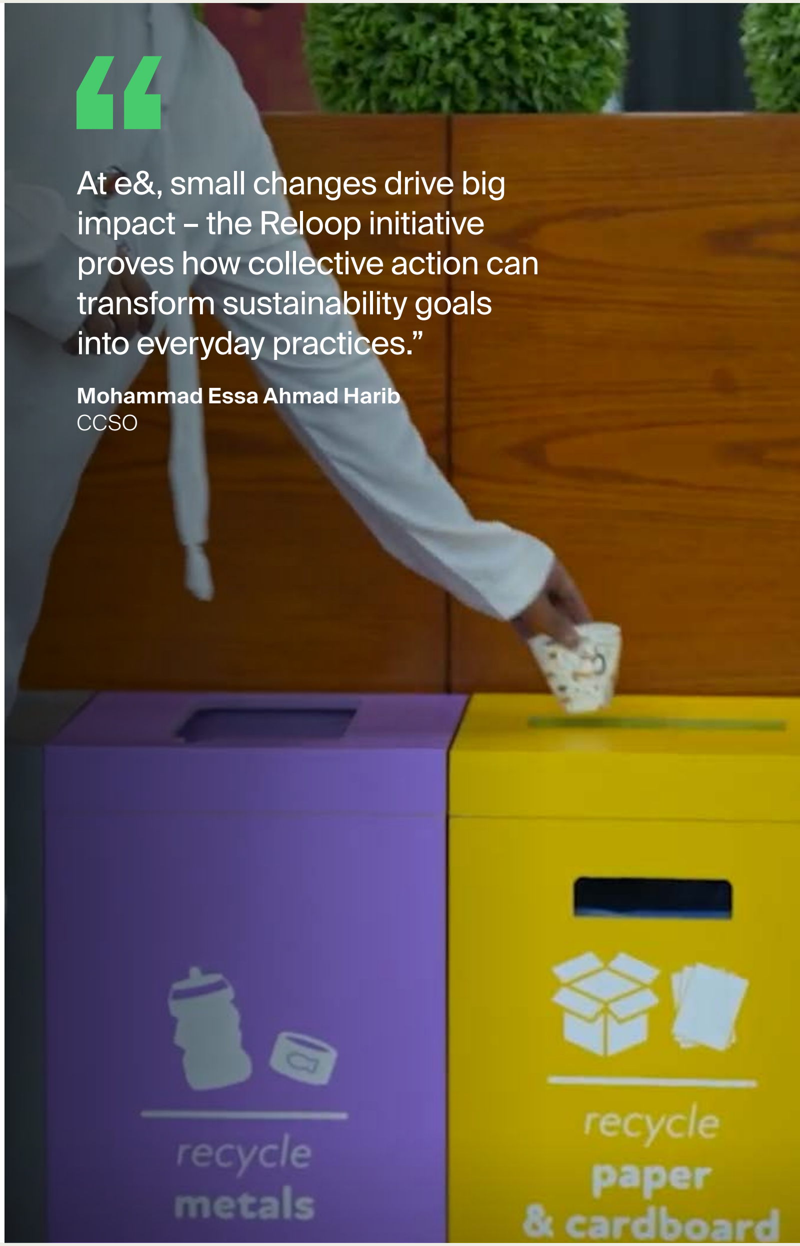
Reloop at e&:
Driving circularity in the workplace

Building a greener workplace
In 2024, e& introduced a workplace recycling initiative as part of our broader commitment to circularity and sustainable business practices. Across all HRB floors, segregated waste bins for paper, plastic, metal, and general waste, along with dedicated e-waste collection points, were installed to reduce landfill contributions. Partnering with Reloop, e& aimed to foster a culture of environmental responsibility among employees while improving waste management practices.

Turning resistance into opportunity
While the initiative promised to enhance circularity, staff resistance to change emerged as a significant hurdle. Shifting workplace habits required both strategic communication and persistent effort to inspire participation. This challenge became an opportunity to educate and engage employees, reinforcing the importance of sustainable practices in everyday work.

A partnership for progress
Collaborating with Reloop, e& implemented a seamless recycling system supported by staff awareness sessions and clear signage. These measures helped overcome initial reluctance, aligning workplace practices with e&'s circularity goals. By integrating recycling into the workflow, the initiative created a practical and scalable solution for waste reduction.

Sustainability gains in action
The initiative succeeded in increasing recycling rates while catalysing meaningful conversations around sustainability among employees. It transformed e&'s workplace into an eco-conscious environment, demonstrating our leadership in sustainable operations and creating long-term environmental value.



"At e&, small changes drive big impact – the Reloop initiative proves how collective action can transform sustainability goals into everyday practices."

Mohammad Essa Ahmad Harib
CCSO

Pillar 1 | Managing our environmental footprint
Waste management and circularity continued

Yettel Serbia:
Driving sustainability through device recycling

A commitment to green innovation
Yettel Serbia, part of e& PPF Telecom, celebrated three years of its electronic device recycling programme this year, positioning itself as a leader in sustainable practices in the Serbian telecommunications market. Through initiatives like "The more you recycle, the bigger discount you get", the programme incentivised customers to recycle their old devices while offering discounts on new ones. This effort was aligned with Yettel's broader ESG objectives, combining environmental responsibility with innovative customer engagement.

Transforming challenges into opportunities
The challenge lay in designing ESG-aligned initiatives that seamlessly integrated into Yettel's commercial strategy. Navigating local recycling regulations and securing partnerships with reliable, licensed operators added complexity. However, these challenges presented an opportunity to strengthen Yettel's market differentiation and enhance its brand perception as an environmentally responsible leader.

Pioneering recycling solutions
Yettel partnered with local recycling operators to implement its device recycling and Eco Bonus programmes. These collaborations ensured proper collection and recycling of e-waste, paper, and plastics. Additionally, the company introduced paperless retail transactions and e-billing to further reduce environmental impact. The recycling campaigns actively involved customers, encouraging personal participation in Yettel's green agenda.

Delivering tangible results
In 2024, Yettel recycled 95.4 tonnes of electronic devices and set ambitious targets to recycle one million devices by 2025. It also recycled over 1,481 tonnes of paper and plastics through the Eco Bonus initiative and reduced paper waste by adding nearly 170,000 new e-billing users. With 90% of retail transactions now paperless, Yettel demonstrated measurable environmental impact while engaging customers in its sustainability journey.

"We believe the best way to drive impact and raise awareness of our green-commercial agenda is by engaging our customers personally. Recycling campaigns, Eco Bonus initiative, and our 100% green network have been key. By 2025, we aim to recycle one million devices, solidifying Yettel as Serbia's top destination for recycling and purchasing devices."

Dejan Marković
Consumer Marketing Manager

3 Water usage

“

Water is a precious resource, and at e&, we are committed to using it responsibly. Through targeted conservation initiatives, infrastructure optimisation, and staff engagement, we are enhancing efficiency and promoting sustainable water management. Our efforts ensure that we minimise our environmental impact while contributing to the long-term sustainability of the communities we serve.”

Obaid Bokisha
Group Chief Operations Officer

Definition of material matter:
The way in which e& manages its water use across its operations.

Why it is material to e&:
The telecommunications sector may not be a water intensive industry, but e& operates in water scarce regions. Water management and conservation is material to us and the communities in which we work.

Type of impact:
Lack of efficient water management processes could lead to water waste and increased water costs in water scarce regions.

Value chain impact:
- Operations

Key stakeholders:
- Customers
- Employees
- Community

Policies:
- e& Group Environmental Management Policy

Our management approach

Efficient water management is a key pillar of our commitment to sustainable operations. At e&, we implement a comprehensive strategy to optimise water use across our facilities. Municipal networks remain our primary water source, complemented by measures such as low-flow fixtures, water reuse initiative and advanced automation and sensor technologies to monitor and reduce consumption.

In line with our sustainability objectives, 10 of our UAE facilities have achieved ISO 14001 certification, underscoring our adherence to internationally recognised environmental management standards.

Water management is governed by our Group-wide Environmental Management Policy and supported by an Environmental Management System (EMS) designed to ensure consistent and effective practices. Our Health, Safety, and Environment (HSE) and Administration teams, both functioning under e& Operations, play a pivotal role in addressing all corporate water-related issues.

Progress in 2024

During 2024, we made considerable progress in water management by employing a comprehensive approach that included low-flow fixtures and automated sensors in high-rise buildings across our UAE operations.

→ Continues

Pillar 1 | Managing our environmental footprint

Water usage continued

Our performance	2021	2022	2023	2024
Total water consumption (cubic meters)	309,377.00	306,044.12*	309,805.90*	**289,329.43**

*Data restated due to improved data availability

Regular audits and risk assessments through our Environmental Management System helped us identify inefficiencies and improve water usage patterns, enabling us to meet and exceed our 0.5% reduction target in water usage annual target (6.60% reduction in 2024). Additionally, we prioritised employee engagement through educational programmes that encouraged responsible water use and swift reporting of leaks or issues.

Our Ras Al Khaimah high-rise building (HRB) office tower operates an in-house Sewerage Treatment Plant (STP) that treats wastewater onsite, discharging only treated water into the drainage network. A substantial portion of the treated water is reused for landscaping irrigation, supporting our commitment to water conservation and sustainable resource management.

e& was honoured with the Water Conservation Initiatives - Gold Award (GESGA 2024) in recognition of our efforts to enhance water efficiency and sustainability across our UAE operations. This award highlights the exceptional contributions of our Administration and Property Management department's efforts in water conservation and reflects our commitment to responsible water management and continuous improvement.

While challenges such as high-water consumption and difficulty in tracking leaks required ongoing attention, our proactive measures laid the foundation for continued improvement in water conservation.

Future focus

In 2025, we will focus on the goal of obtaining LEED Certification for additional buildings as part of our ongoing water conservation efforts. This goal reflects our commitment to optimising water use and aligning our operations with the highest sustainability standards.

Looking ahead to 2030 and beyond, we aspire to significantly reduce water waste by implementing advanced water recovery and reuse systems and continually improving our practices. As part of our Climate Transition Plan, we are committed to reducing absolute water withdrawals for direct operations in line with maximum allowable basin-wide levels. We are committed to a no net loss approach by 2030 against a 2025 baseline. In 2025, we plan to assess our land and water footprint to develop targets and policies with SBTN verification in mind. Our ultimate goal is to achieve zero water waste across all our facilities, reinforcing our commitment to responsible and sustainable water management.

4 Diversity, equity and inclusion

"At e&, embracing diversity, equity, and inclusion (DEI) as the cornerstone of our innovation is our blueprint for growth and progress. We are embedding equity and inclusion into the fabric of our business, empowering voices that challenge convention and drive innovation. In championing accessibility, equality, and youth engagement, we are creating a workforce that mirrors the boldness of our ambitions and the diversity of the world we live in and the communities we serve."

Ali Al Mansoori
Group Chief People Officer

Definition of material matter:
For e&, diversity, equity and inclusion means recognising diversity amongst our workforce and broader stakeholders, treating people fairly, considering their unique circumstances and embracing a culture in which everyone feels included and heard.

Why it is material to e&:
It is our duty to respect and recognise the differences amongst our people and provide for a fair and inclusive workplace, free of discrimination.

A diverse, equitable and inclusive workplace is essential for fostering innovation, attracting new talent, reflecting our customer base and ultimately enhancing e&'s profitability.

Type of impact:
Diverse perspectives present an opportunity for innovation and growth.

However, failing to address diversity challenges poses a risk to our culture, overall performance and attractiveness to potential talent.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Targets
- Achieve a workforce gender diversity of 30% by 2030 in our UAE operations
- Increase representation of people with determination to 3% by 2030 in our UAE operations
- Increase youth representation to 15% by 2030 in our UAE operations

Our management approach

At e&, we believe diversity is our strength and aim to impact lasting change through our actions. We strive to build a company that represents a variety of backgrounds, perspectives, and abilities at all levels. Embedded within our HR framework, DEI permeates all aspects of our organisation. Our Code of Conduct is the central policy document detailing our core behavioural values and expectations, including our commitment to diversity, equity, and inclusion. As an equal opportunities employer, we uphold a strict no-tolerance policy against discrimination, bullying, and harassment.

Our DEI efforts focus on three core areas: Gender Diversity, People of Determination, and Youth. Each initiative is guided by our DEI team, ensuring strategic oversight and alignment with e&'s long-term goals. Through these targeted efforts, we are building an inclusive culture that empowers our people, reflects our values, and drives meaningful change across the organisation.

We actively collaborate with our operating companies (OpCos) to share best practices, enhance learning, and report progress transparently at the OpCo level, fostering collaboration and accountability.

→ Continues

Pillar 2 | People and society
Diversity, equity and inclusion continued

By working with employee groups across seniority levels and areas of the business, we connect with our employees to gather views, shape and implement e&'s DEI agenda, defining what it means to embrace diversity and foster inclusive environments across our operations. Our practices and policies are regularly updated to reflect our commitment. Support groups like the "New Mothers Network" and "New Fathers Network" have emerged as a result of this grass roots approach, offering tailored support to each employee demographic. This is strengthened by partnering with inclusion-focused organisations and networks, exchanging knowledge, collaborating and benchmarking against external best practices.

This year, we expanded the scope and governance of our e& Youth Council, which amplifies the voices of young employees. The council opened up to our international OpCos in 2024 - Afghanistan has nominated a representative and other OpCos are set to follow in 2025. This inclusive platform drives innovation and enriches our collective approach to DEI, as a living example of how e& applies our "Unite as One" core value.

We are committed to promoting the inclusion and equity of People of Determination, by encouraging equal opportunities and eliminating workplace discrimination based on disability. We actively implement measures to create accessible environments and inclusive systems that empower individuals of all abilities to thrive.

Progress in 2024

Gender diversity

Our commitment to gender diversity creates meaningful opportunities for underrepresented groups and fosters an inclusive workplace that promotes equal opportunities and career growth. Through targeted initiatives, we are empowering women across all levels of the organisation and impacting society by championing inclusivity.

We launched the "She Leads" programme in partnership with Nokia and UN Women, focusing on developing leadership skills for middle management females. A total of 22 female employees completed the first cohort of the She Leads programme in 2024. The programme aims to develop leadership skills, builds resilience, and encourages women to push boundaries within the organisation. Focused on long-term leadership growth, the programme provided valuable insights into individual leadership styles, empowering participants to navigate challenges with confidence. With a 96% average satisfaction rate, the programme successfully fostered a supportive and transformative learning experience for women leaders. For more information on our targeted development programmes, please see page 99.

In celebration of Emirati Women's Day, our "She&" campaign showcased the strength and wisdom of Emirati women at e& through inspiring interviews and highlighted the contributions of outstanding female employees. Activities included a visit to Bait Al Banat Museum, where employees gained valuable insights into the rich history of Emirati women's contributions.

Additionally, we introduced initiatives to support working parents, including a workshop titled "How to Survive the Summer", offering practical advice on activities within the UAE and abroad, and hosted our first e& Mothers Gathering to collaboratively plan for future enhancements tailored to their needs. These programmes reflect our dedication to cultivating a workplace that values and supports diversity, inclusion, and the advancement of women.

By actively improving our recruitment processes and tools, partnering with diverse talent networks, and setting measurable goals to ensure balanced representation, we are seeing improvements in our gender diversity year on year.

People of determination

Fostering an inclusive environment for People of Determination (PoD) is a core priority at e&, reflecting our commitment to creating workplaces where everyone feels valued and empowered. By providing opportunities for employment, we enable financial independence, contribute to long-term economic growth, and drive innovation through the strength of diverse teams.

This year, we completed comprehensive accessibility assessments for three offices and two retail stores, focusing on physical and digital accessibility. These evaluations ensure upcoming renovations meet inclusive standards, benefiting both employees and customers. Additionally, we conducted a technical workshop for our Talent Acquisition team, equipping them with best practices for disability-inclusive hiring.

We partnered with The Butterfly's Inclusive Employment Ecosystem (IEE), a hub uniting public and private sectors to promote inclusion for PoD. Through this collaboration, e& engages in monthly workshops, receives access to global best practices, self-assessment tools, and tailored guidance to enhance disability inclusion in our practices and policies.

Our performance	2021	2022	2023	2024
Proportion of women in our workforce (FTE, %)	24.2	24.6	25.8	**26.2**
Proportion of women in management (FTE, %)	13.5	13.8	15.5	**15.6**
Proportion of women in our top management (-SVP and above) (FTE %)	8	6	4	**4**
Proportion of women on our Board of Directors (%)	9.1	9.1	9.1	**9.1**
Gender pay ratio (men to women FTE)	1:0.68	1:0.72	1:0.71	**1:0.78**
Proportion of employees by age:<30/30-50/>50 years old (%)	8/80/12	8/75/17	7/74/18	**9/75/16**
Proportion of Gen Z employees (employees born 1996-2012) (FTE, %)	2.6	4.6	5.6	**7.5**
Number of nationalities (FTE)	70	71	74	**70**
Proportion of local UAE employees (FTE, %)	51.2	51.5	52.5	**54.3**

e& participation in the ImInclusive annual Disability Inclusion Summit and Career Fair

Pillar 2 | People and society
Diversity, equity and inclusion continued

Our efforts extended to awareness-building initiatives, including campaigns and collaborative webinars through our DEI calendar. Highlights included our participation as the gold sponsor for ImInclusive's Disability Inclusion Summit and Career Fair, where we reinforced our commitment to empowering People of Determination and supporting the UAE's vision of inclusivity through innovative technology. Through our relationships with key partners that focus on diversity and inclusion, we are able to identify and connect with POD talent. Our recruitment processes ensure that we are consciously building a diverse and balanced candidate pipeline, identifying the right talent for the role irrespective of their ability, background or gender.

To deepen understanding and promote inclusion, we organised activities like an accessibility scavenger hunt on International Day of Persons with Disabilities and celebrated Autism Acceptance Month by educating employees on autism-friendly actions. Our partnership with ImInclusive brought valuable sessions, such as "Tips and Tools for Working Parents". Additionally, Youth Council members, trained in collaboration with the People of Determination Welfare and Rehabilitation Department, successfully delivered workshops further embedding inclusion into our organisational culture.

Youth

At e&, empowering youth is integral to our vision of fostering innovation, inclusivity, and sustainable growth. By providing young talent with meaningful opportunities, platforms, and partnerships, we aim to shape the next generation of leaders and contribute to the UAE's development goals.

This year, we completely revamped our internship programme, opening doors to over 200 students from diverse educational levels and backgrounds, including children and family members of our employees. The relaunch reflects our commitment to equipping youth with practical skills and exposure to the corporate world. We also launched the second cycle of our Youth Council, expanding it to include representatives from OpCos, forming a Global Youth Council. This council provides young employees from across regions a platform to influence global decisions, share innovative ideas, and foster cross-cultural collaboration, ultimately driving inclusivity and sustainable growth.

Collaborating with the Federal Youth Authority (FYA), we signed an MoU to amplify youth-focused initiatives beyond e&. Announced at GITEX GLOBAL, this partnership aligns with the National Youth Agenda 2031 and focuses on leadership, innovation, and skills development. Through this collaboration, we united public and private sectors to champion youth empowerment, supporting meaningful contributions to the UAE's progress.

We celebrated youth in various ways, including hosting Emirati students from the Emirates Global Youth Council in the UK at our Dubai headquarters for an Innovation Centre tour and discussions on technology and youth-focused topics. Initiatives like the AI Graduate Programme saw collaboration with the Artificial Intelligence, Digital Economy, and Remote Work Applications office to explore AI-driven innovations. Additionally, our Youth Podcast tackled themes of international opportunities and youth philanthropy, amplifying voices and ideas that inspire progress.

Internship programme

200
students

Recognition for our efforts

Our commitment to DEI has earned significant accolades, underscoring our dedication to creating an inclusive and welcoming environment. We were honoured with the Inclusive Place Badge and accreditation from The Butterfly, recognising our efforts to foster inclusivity across all aspects of our organisation.

Additionally, we received the Community Torchbearer Award 2024 from ImInclusive and the Ministry of Community Development, celebrating our leadership in advancing community inclusion. For the second consecutive year, we were proud recipients of The Butterfly Award for the Inclusive Employment Ecosystem, a testament to our journey towards greater inclusion for People of Determination.

Future focus

We are committed to developing and implementing a robust framework for DEI, encompassing gender diversity, People of Determination, and youth. This initiative will align all stakeholders with inclusive strategies, fostering a workplace culture that empowers and values every individual.

Our gender diversity goals include launching a C-level executive mentorship programme for diverse HiPo talent, revamping the e& She Leads programme to run future cohorts, and introducing a networking initiative for women. To further support working parents, we are committed to continue making strategic changes to policies and the physical working environment, as well as promote the organisational awareness, to ensure a more inclusive and supportive workplace.


e& Youth Council members in the UAE

Continues

Pillar 2 | People and society

Diversity, equity and inclusion continued

We plan to support new mothers in our organisation by training managers to ensure a positive experience and smooth integration back to work after their maternity leave. We will continue to build partnerships with leading networking groups and organisations to give our female employees opportunities to connect and exchange knowledge with other female leaders.

For People of Determination, we will embed inclusion principles into our refreshed Code of Conduct and introduce customised sign language training for retail staff to ensure accessible and inclusive customer experiences. We plan to launch a pilot of the e& People of Determination internship programme in retail stores across three locations during the summer, with the aim of extending this into a regular programme across the Emirates. We are working with academic institutions and our inclusivity partners to offer both workshops and work experience opportunities for People of Determination students, empowering our next generation of leaders and exposing students to AI technologies. Additionally, we will implement disability training for new employees and inclusive leadership training for managers to further enhance an environment where everyone thrives. We will continue to upgrade our facilities, including offices and stores, using the findings of our accessibility report to ensure they are inclusive to all employees and customers.

To empower youth, we will host transformative experiences such as a Youth Townhall and Retreat, Youth Circles, and Youth World Skills Day. Our Global Youth Council will continue to create opportunities for young talents to contribute innovative ideas and gain representation in key company decisions, solidifying their role as drivers of cultural transformation.

Looking beyond 2025, we aim to achieve measurable outcomes, including 30% gender diversity, 3% People of Determination representation, and 15% youth representation within our UAE operations. We will publicly report progress towards gender equality and ensure our workplace integrates Gen Z through representation at key events and a culture that enables them to thrive. These efforts will drive economic and social well-being, positioning e& as a leader in inclusivity and empowerment.

2030 targets

30%
gender diversity

3%
People of Determination representation

15%
youth representation

Empowering change:

PTCL's gender equity drive

Creating a foundation of inclusion

PTCL Group reaffirmed its commitment to diversity, equity, and inclusion with the launch of enhanced gender-equity policies. These efforts aimed to establish a supportive workplace culture that values all employees to drive meaningful social impact. The initiatives reflect PTCL's dedication to fostering a balanced and progressive environment.

Pioneering policies for progress

To address workplace disparities, we implemented five pivotal measures. Maternity leave was extended to six months, with paternity leave increased to 30 days, ensuring a supportive environment for new parents. Flexible work schedules and an expanded work-from-home policy promote work-life balance and employee satisfaction. The "Green Friday" initiative advances sustainability by reducing traffic and environmental impact, while company-managed transport provides female employees with safe and cost-effective commuting options.

Building a better workplace

Our gender-equity initiatives are designed to enhance employee engagement, retention, and productivity. By addressing gender disparities and fostering inclusion, PTCL strengthened its reputation as a socially responsible and forward-thinking organisation. These measures contribute to operational efficiency, cost savings, and environmental sustainability, benefiting both employees and the broader community.

Driving impact beyond compliance

The introduction of these policies improved employee experience by advancing workplace equity and sustainability to position PTCL as a leader in corporate responsibility and innovation.

"Our policies focused on gender equality are a reflection of our commitment to building a diverse and inclusive workplace."

Muhammad Taimoor Khan
Group Vice President & Head of Sustainability & Corporate HSE, PTCL & Ufone

Pillar 2 | People and society
Diversity, equity and inclusion continued

Empowering change:

Empowering inclusion at e& Egypt

Championing diversity and belonging

At e& Egypt, we prioritise creating an inclusive workplace where every individual feels valued and supported. DEI is central to our strategy, driving innovation, collaboration, and sustainable growth. By embedding equity and diversity across all levels, we contribute meaningfully to the Egyptian community and economy while fostering a culture of belonging.

Innovative actions for change

We have revolutionised workplace inclusion through groundbreaking initiatives. Gender inclusive hiring policies and extended parental leave have empowered women, supported by campaigns showcasing female leadership and resilience. Youth-focused programmes, including partnerships with top universities, are cultivating the next generation of talent. For People of Determination, partnerships with Helm and SEED Academy have provided critical training and employment opportunities, while accessibility workshops and a referral programme have strengthened workplace inclusion and community engagement.

Driving impact and transformation

Our initiatives have yielded transformative results. Female representation rose to 23%, youth under 30 make up 46% of our workforce, and People of Determination representation increased by 45%, reaching 7%. Engagement scores reflect industry-leading inclusive leadership, and psychological safety campaigns achieved 92% satisfaction. With 500 People of Determination graduates from SEED Academy ready to join the workforce, our efforts are shaping a more inclusive and equitable future.

Such achievements were recognised and awarded through the following esteemed certifications and awards including:

- Top Employer Egypt and Africa 2025
- Best Places to work Certified, securing the esteemed # 1 position in Egypt and Middle East and 3rd position on World's Best Places to Work Rank
- Future Workplace Best DEI Strategy

"Inclusion isn't just about preparing individuals for the workplace, it's about creating confidence, fostering happiness and learning to grow together as better people and leaders."

Dalia ElGezery
Chief HR and Administration Officer, e& Egypt

5 Talent attraction, retention and development

"Our people are the heart and soul of e&'s transformation journey, and the strength of our organisation lies not just in attracting the best talent but in challenging them to think bigger, act bolder, and create a lasting impact because talent isn't just recruited; it's ignited. By investing in our people's growth, equipping them with the tools to lead us into the future and the freedom to dream, and creating an environment where talent is nurtured, valued, and inspired, we ensure our organisation remains agile and prepared to navigate the complexities of change and transformation."

Ali Al Mansoori
Group Chief People Officer

Definition of material matter:
e& recognises the important role human capital plays in shaping our success, aligning with the current trend of prioritising employee well-being and growth. A diverse and skilled workforce is key to fostering innovation and inclusivity.

Why it is material to e&:
Effective talent management is crucial for e& as it directly impacts operational efficiency, innovation and customer satisfaction. It is material since our success hinges on the capabilities, health and growth of our workforce. We have the duty to take care of our employees by remunerating them fairly, assisting their development and safeguarding well-being, in compliance with applicable laws.

Type of impact:
Positive impacts include enhanced innovation, improved employee satisfaction and strengthened organisational resilience. Negative impacts may arise from talent shortages, skill gaps or unhealthy turnover rates.

Value chain impact:
- Operations

Key stakeholders:
- Employees
- Community
- Local and national authorities

Policies:
- e& HR Manual

Our management approach

At e&, we are dedicated to fostering a workplace that attracts, retains, and develops top talent through transparent and forward-thinking talent management practices. Our approach is built on a strategic framework that integrates competitive compensation, professional development opportunities, and an inclusive work environment. By aligning recruitment strategies with our values and objectives, we ensure a seamless fit for new hires who are ready to contribute to our transformative goals. Once onboard, employees are supported through a robust ecosystem of engagement initiatives, rewards, and recognition programmes that nurture their growth and motivation.

Our learning and development efforts revolve around e&'s transformation from a Telco to a global techco focusing on programmes that address competencies and skills of the future. Each programme is tailored to the relevant learning group whether new joiners, subject matter experts, leaders, fresh graduates, leaders, and people managers.

A key pillar of our talent development strategy is the integration of advanced tools and tailored learning pathways. AI-powered tools support every stage of the employee lifecycle – from identifying top candidates whose skills and values align with our

→ Continues

Pillar 2 | People and society

Talent attraction, retention and development continued

culture to delivering personalised, skills-based training aligned with individual aspirations and business needs. Real-time feedback systems and data-driven performance analytics enable us to maintain a workplace that is agile, aligned, and responsive to evolving demands.

Compensation at e& is competitive and market-aligned, with salaries regularly reviewed against industry benchmarks to ensure fairness and compliance with local labour laws. By embedding cultural priorities and leveraging technology across all aspects of talent management, we create an environment where employees are empowered to thrive, contribute, and deliver exceptional value. This holistic approach positions e& as a leader in cultivating a dynamic, inclusive, and high-performing workforce ready to meet the challenges of a rapidly evolving business landscape.

Progress in 2024

As one of the UAE's leading companies, e& is deeply committed to attracting, retaining, and developing top talent, recognising the critical role a skilled and engaged workforce plays in driving innovation, business success, and sustainable economic growth. Our approach to talent management is anchored in fairness, transparency, and inclusivity, ensuring that employees feel empowered to thrive in a dynamic and rapidly evolving environment. By embedding advanced technical competencies and cultural alignment across all stages of the employee lifecycle, we are building a workforce that is not only prepared for the future but also aligned with our strategic transformation goals.

This year, we made significant strides in embedding our One& Culture, a transformative initiative designed to align organisational values and foster employee engagement during our transformation into a global technology company. This culture programme, supported by six behavioural competencies – with two behavioural competencies for each of our three values: Be Customer Obsessed, Unite as One, and Dare to Be Bold – that ensure employees are equipped with the skills and mindset needed to drive success.

Learning and growth

Our talent development initiatives consist of tailored learning pathways that reflect our commitment to fostering leadership, innovation, and technical excellence across all levels of the organisation.

Riyada – high potential employee programme

Towards the end of the year, we kicked-off our Riyada development programme for high-potential employees (HiPo). In collaboration with INSEAD and Biz Group, the six-month customised intensive programme aims to accelerate participant growth and prepare them for a bright future. Participants engage in various learning opportunities, including case discussions and leadership feedback sessions, all tailored to reflect e&'s values, transformation journey and strategic priorities.

She Leads programme

Our She Leads leadership programme for middle management females has been instrumental in advancing gender diversity and fostering inclusivity. This programme was customised to support females who are stepping into leadership positions or preparing to do so, and provides them with the tools and support needed to navigate leadership in a tech landscape.

AI Graduate programme

Emiratisation remains a cornerstone of our talent strategy, and our AI Graduate programme continued its momentum this year. The successful onboarding of 60 UAE nationals into our programme highlights our efforts to achieve our broader goal of 60% Emirati representation by 2030. We are committed to developing local talent and contributing to the UAE's economic vision, which includes prioritising gender diversity. In 2024, 62% of our graduate hires were female, and we have had an overall 81% female participation rate since the inception of the AI Graduate programme in 2021.

Nukhbat Al Wattan

Launched in late 2024, our Nukhbat Al Wattan programme offers practical work experience and skill development for Emirati males awaiting their national service training. During this two to six-month gap period, we provide these individuals with opportunities to learn practical applications of work and gain new skills.

Our performance	2021	2022	2023	2024
Total workforce UAE (FTE + outsourced employees)	5,192	6,174	7,210	**6,570**
Proportion of FTE versus outsourced employees (%)	25	34	45	**46**
Total of new hires (FTE, external hires)	193	230	182	**170**
Percentage of positions filled by internal candidates (%)	9	25	30	**31**
Employee total turnover rate (FTE, %)	5.1	6.9	9.4	**13.5**
Employee voluntary turnover rate (FTE, %)	3.1	2.8	2.4	**2.4**
Employee non-voluntary turnover rate (FTE, %)	2.0	4.1	7.0	**11.1**
Number of employees who took maternity leave/Number who returned to work/Number who were still in employment 12 months after returning (FTE)	42/31/29	38/28/26	56/46/45	**59/45/44**
Percentage of employees who took paternity leave, out of those entitled to paternity leave (FTE, %)	60.8	65.6	63.2	**61**
Percentage of employees covered by performance appraisals (FTE, %)	100	100	100	**100**
Total number of training hours (FTE and outsourced employees)	163,688	188,856	298,686	**288,164**
Number of hours of training per employees	31.5	30.6	41.4	**43.9**
CEO pay ratio (annual total compensation for the organisation's highest-paid individual to the median annual total compensation for all employees)	1:47.11	1:34.67	1:33.83	**1:32**
Sickness absence rate (% of sick days out of total days worked, FTE)	1.1	1.3	1.6	**1.7**

→ Continues

Pillar 2 | People and society
Talent attraction, retention and development continued

AI Programme by Ministry of Cabinet Affairs
In 2024, we sponsored a select number of our top talent to attend and complete the Ministry of Cabinet Affairs AI programme. Nine top talents were nominated and won first place for their capstone project.

Ericsson Excelerate&
In collaboration with Ericsson, we launched the Excelerate& programme to upskill high-potential employees in the youth category on cloud and data monetisation. In 2024, 12 high-potential employees were nominated to participate.

Bidayati – internship programme
We developed Bidayati as a unique internship programme offering students of all academic levels the opportunity to gain professional work experience and engage in live AI projects. In 2024, 212 students participated, including seven Master's degree students from MBZUAI.

Retail store manager programme
Our programme is designed to empower retail sales managers in the UAE with leadership skills to drive performance through coaching and feedback. Participants learn to manage teams effectively in alignment with the e& brand values. In 2024, we delivered 16 sessions to 215 retail store managers, with 99% of participants recommending the training to others.

iQRA
Our iQRA platform is a Group-wide learning platform, which hosts all mandatory and voluntary training across the business.

Engaging our people
Our focus on engagement lies at the heart of our proposition as an employer of choice, as evidenced by an engagement score of 81 out of 100 in our annual survey, a one-point increase from the previous year. Initiatives such as the Viva Suite, which includes tools like Glint and Engage, have enhanced communication, collaboration, and inclusivity across the organisation.

The Innovate& Hub provided a platform for employees to share ideas and solutions, while peer-to-peer recognition programmes fostered a culture of appreciation and collaboration. By listening to employee feedback and addressing areas like work-life balance, recognition, and innovation, we are continuously refining our approach to create an environment where employees feel valued and supported.

Awards and recognition
Our strategic focus on talent attraction, development, and engagement is further reflected in the awards and accolades we received this year, including "Employer of the Year" at the Future Workplace Awards and "HR Team of the Year" at the GCC Gov HR & Youth Awards. These recognitions underscore our leadership in shaping a high-performing, inclusive workforce that is well-positioned to navigate the challenges and opportunities of an ever-evolving business landscape. Through these efforts, we are not only advancing our organisational goals but also fostering a culture of excellence that drives value for our stakeholders and society at large.

Future focus
In 2025, we will focus on advancing our talent strategy by identifying and developing the capabilities required to achieve our 2030 vision. This includes implementing targeted upskilling initiatives to ensure our workforce is prepared to meet the challenges and opportunities of the future. Our culture transformation efforts will be aligned with long-term objectives, fostering a workplace environment that supports new operating models and drives sustained success.

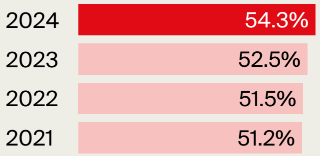
We will also roll out tech-enabled HR practices and frameworks designed to address the individual needs of each employee, creating a personalised HR experience that enhances engagement, satisfaction, and productivity.

To further our Emiratisation agenda, we plan to introduce new hiring programmes aimed at transitioning Nafis and outsourced UAE national employees to full-time roles. We will increase the number of graduates hired through our graduate programme and ensure balanced Emirati representation across all departments and organisational levels, meeting our targets while fostering diversity and inclusion across e&.

Over the long term, we aim to deliver a technology-driven, personalised talent lifecycle that attracts, develops, and retains exceptional talent. By empowering our workforce with the skills and opportunities to thrive, we will position e& to excel in a dynamic, digital-first world.

Our performance	2021	2022	2023	2024
Proportion of local UAE employees (%)	51.2	51.5	52.5	**54.3**
Proportion of local UAE employees in management (%)	48.5	46.8	44.9	**44.4**

Proportion of local UAE employees



Celebrating the kick-off of our Riyada development programme for high-potential employees

6 Digital access and inclusion

"Our commitment to digital inclusion is about more than connecting people – we are contributing to a world where everyone has equal access to opportunities that drive progress. By breaking down barriers to connectivity and empowering underserved communities with digital tools, we are building a future where innovation, accessibility, and inclusivity fuel sustainable growth and transformation."

Harrison Lung
Group Chief Strategy Officer

Definition of material matter:
Enabling available, accessible, affordable connectivity and digital solutions in the communities in which we operate.

Why it is material to e&:
Connectivity is at the core of our business activities. By tackling access and inclusion, we can address broader societal challenges while positively impacting our business.

Type of impact:
Providing for connectivity and inclusive digital access, is an enabler for the communities to access essential services such as health, education or finance.

Value chain impact:
- Operations
- Downstream

Key stakeholders:
- Customers
- Business partners
- Community

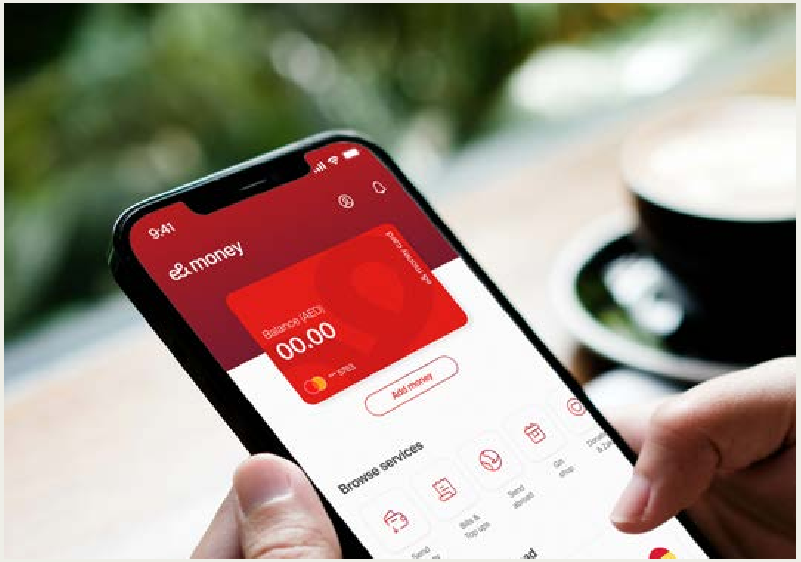
Our management approach

The digital divide remains a critical challenge, with nearly one-third of the global population lacking network connectivity. This disparity is particularly severe among underrepresented groups, where factors such as gender, age, income, geographical location, and physical ability exacerbate inequality. Similarly, the gap in financial inclusion is stark, with 1.4 billion people worldwide remaining unbanked, depriving them of essential financial resources. These challenges not only hinder access to vital services like healthcare, education, and banking but also stifle economic growth and perpetuate poverty.

Bridging these divides is essential for fostering economic empowerment, social equality, and national growth. Reliable connectivity, combined with affordable and accessible devices, forms the backbone of an inclusive digital ecosystem. Investments in network infrastructure and the development of fintech solutions such as mobile money transfers and microloans can drive financial inclusion in underserved communities, particularly in developing economies. Tailored financial products, informed by telecom infrastructure and customer insights, can further empower individuals by addressing their specific needs and creating a data-rich ecosystem for future innovation.

Continues

Pillar 2 | People and society
Digital access and inclusion continued



To ensure success, fostering trust within communities is vital. This requires a localised approach, including transparent pricing, simple and clear communication in local languages, reliable customer support, and partnerships with trusted local institutions. By prioritising these measures, digital and financial inclusion initiatives can effectively reach the underserved, fostering sustainable growth and rewriting the rules of inclusion.

Ultimately, the purpose of advancing digital and financial inclusion lies in its ability to empower individuals and businesses, reduce poverty, and promote a more equitable and prosperous future. By integrating connectivity, fintech innovation, and community trust, we can create ecosystems where convenience, empowerment, and economic growth converge.

Progress in 2024

At e&, we contribute to digital access and inclusion through our strategic partnerships and initiatives. During 2024 we made significant progress on our existing commitments, while at the same time seeing a scale up from a number of our companies in products and services to drive financial inclusion.

Our commitment to digital access and inclusion was strengthened through our partnership with the World Economic Forum's EDISON Alliance in 2023. The EDISON Alliance is a global initiative aiming to provide affordable digital access to one billion people by 2025, aligning with our goal of fostering inclusive, equitable digital opportunities. We pledged to impact positively the lives of 30 million people by 2025 through enhanced connectivity, digital financial services, and technology education. As of the end of 2024, our impact went above and beyond our original pledge, supporting the EDISON Alliance to meet their one billion lives goal over a year ahead of schedule. Ubank and Erada (see case studies) are two examples of our e&'s commitment to the goals of the EDISON alliance, which forms part of our broader focus on ensuring a better society and future through our actions across our markets.

Under our e& Life vertical, the e& Money app has emerged as a vital driver of financial inclusivity, empowering over 1.5 million users, particularly underbanked populations in the UAE. The app facilitates seamless cross-border money transfers to banks, mobile wallets and cash pick-up stations. With a fourfold increase in transaction volumes in 2024 alone, the app has become a lifeline for the unbanked and underbanked, enabling active participation in the digital economy, particularly in regions lacking traditional banking infrastructure. Additionally, the issuance of 900,000 instant Mastercard digital cards has enabled users to conduct safe and convenient transactions, both online and offline, bridging critical gaps in financial access. e& money is a lifeline for populations previously excluded from traditional banking services.

e& Life has expanded its impact in international markets, driving financial inclusion with innovative services tailored to local needs. In Egypt, the launch of e& Neo, the country's first digital banking platform, and e& Cash, which facilitates global wallet-to-wallet remittances, marked significant milestones in expanding financial access. In Pakistan, the UCash nano-lending service offers access to small loans, empowering underserved populations with the tools they need to manage financial challenges and opportunities

Through our efforts in connectivity, millions of individuals gained access to our networks, representing a significant expansion in mobile subscribers who now benefit from reliable and affordable digital access. With respect to digital financial services, our initiatives empowered users with e-wallets, deposit accounts, and loan facilities, providing them with tools for financial independence and inclusion. These achievements underscore our commitment to creating a digitally inclusive future that transforms lives and drives sustainable progress.

Future focus

At e&, we are shaping the future by empowering digital societies through our networks, products, and solutions. Superior connectivity and innovative digital tools serve as the foundation for tackling some of humanity's most pressing challenges, bridging gaps, and unlocking opportunities across communities.

We believe a truly inclusive digital future means ensuring equitable access to digital skills and technology for all. By enabling individuals with the technical and vocational expertise needed for employment, entrepreneurship, and economic inclusion, we aim to create pathways for sustainable development. Expanding and strengthening our network connectivity and infrastructure will further enhance access to essential services, improving quality of life and driving economic growth in underserved areas.

As part of this vision, we are committed to measuring and amplifying our impact. In 2025, we will publish our first Social Anchor Goal, a comprehensive framework to quantify e&'s total social contribution and assess the cumulative impact we aim to achieve by 2030. This initiative reflects our dedication to creating meaningful change, empowering societies, and fostering a more inclusive and sustainable digital future for everyone.

→ Continues

Pillar 2 | People and society

Digital access and inclusion continued

Case study:

Advancing financial inclusion in Pakistan

In a country where 70% of the population remains unbanked, e& has strategically advanced financial inclusion through our microfinance arm, U Microfinance Bank (U Bank), a wholly owned subsidiary of PTCL Group. Operating over 300 branches primarily in rural areas, U Bank plays a pivotal role in implementing Pakistan's National Financial Inclusion Strategy, which aims to integrate 50% of the adult population into the formal banking sector. By providing accessible microloans, savings programmes, and essential banking services, U Bank is addressing socio-economic barriers and fostering financial empowerment across underserved regions.

U Bank's impact is evident in its rapid expansion, with a loan portfolio that has grown fivefold in just five years, serving over five million depositors and 400,000 loan clients. This strategic focus on rural areas and low-income populations underscores our commitment to leveraging financial innovation for societal good. By bridging the financial inclusion gap, U Bank is driving broader economic growth, aligning with national objectives and reinforcing our role as a leader in fostering sustainable development.

Case study:

Advancing financial inclusion in Egypt

In Egypt, where financial inclusion remains a key national priority, strategic collaborations are driving meaningful progress. e& Egypt, in partnership with The Sovereign Fund of Egypt (TSFE), launched Erada Microfinance to address critical financial inclusion gaps. Aligned with Egypt's Vision 2030, Erada leverages digital technologies to deliver innovative lending solutions to underserved MSMEs. By streamlining loan applications and enabling digital disbursements and repayments, Erada has empowered over 25,000 clients and approved close to EGP 750 million in loans within its first year, marking a significant milestone in fostering economic inclusion and youth empowerment.

This initiative exemplifies our strategic commitment to creating transformative impact through digital and financial inclusion. As part of our pledge to the EDISON Alliance, we enhanced access to essential financial services, driving economic growth and sustainable development across key markets. Through partnerships like Erada, we have demonstrated our commitment to building inclusive ecosystems that fuel progress and opportunity for communities and businesses alike.

Pillar 2 | People and society
Digital access and inclusion continued

Case study:
Inspiring the next generation of digital innovators

Demonstrating our commitment to fostering digital literacy and innovation, we conducted a series of impactful coding and AI training sessions for students and teachers. Organised in collaboration with EBTIC, these sessions attracted over 2,500 registrants, with individual courses engaging hundreds of participants. For example, our session on AI use cases drew over 560 attendees, while programming with Python brought in 553 participants. The enthusiastic feedback and high attendance numbers underscore the growing interest and need for such programmes, as well as our success in delivering meaningful educational experiences.

By providing hands-on training and practical knowledge, we are equipping participants with the skills necessary to navigate the digital age confidently. This initiative reflects our commitment to shaping a future-ready workforce while supporting the UAE's vision of technological advancement. As we continue to expand access to high-quality digital education, these programmes are helping to bridge skill gaps, inspire innovation, and prepare students and educators for the opportunities of tomorrow.

Case study:
Transforming digital accessibility with wider web for mobile

We expanded our groundbreaking accessibility initiative with the launch of the “Wider Web” browser extension for mobile devices, coinciding with World Autism Awareness Day. Designed to provide autistic users with a customisable, sensory-friendly browsing experience, this free-to-use tool empowers individuals to navigate the internet with greater ease and confidence. Building on the success of our original Wider Web extension for desktop, introduced in 2021 in collaboration with the Ministry of Community Development, this mobile expansion underscores our commitment to digital inclusion and innovation.

By transforming standard web pages into autistic-friendly experiences, the Wider Web extension represents a powerful collaboration between e&, local psychologists, and individuals on the autism spectrum. As an open-source technology, it invites contributors from around the world to drive its ongoing enhancement and adoption. Initiatives like Wider Web reflect our broader mission to create inclusive digital experiences, ensuring that everyone has equal access to the opportunities of the digital age while reinforcing our leadership in advancing accessibility and social responsibility.

7 Health and safety

"At e&, health, safety, and environmental responsibility are more than just priorities — they are part of who we are. We believe that integrating HSE into our broader strategy strengthens our ability to operate responsibly, protect our people, and contribute to a sustainable future. By fostering a strong safety culture, mitigating risks, and prioritising well-being, we create a workplace where employees, contractors, and communities can thrive. With internationally recognised policies and a commitment to continuous improvement, we ensure that operational excellence and environmental stewardship remain at the heart of everything we do."

Obaid Bokisha
Group Chief Operations Officer

Definition of material matter:
Health, Safety, and Environment (HSE) entails comprehensive policies and practices to ensure the security, safety and well-being of our workforce and anyone entering our premises or affected by our operations, in accordance with applicable laws.

Why it is material to e&:
The health and safety of our employees and contractors is a top priority, aligning with our commitment to providing a secure and conducive working environment. It is integral to our corporate responsibility and supports the sustainable and ethical operation of our business.

Type of impact:
The impact is actual, considering the tangible and measurable influence of health and safety policies on our operations and stakeholders across the value chain. It is overwhelmingly positive, constituting an opportunity to create a secure work environment, build trust among stakeholders and enhance our corporate reputation.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Policies:
- e& Group Occupational Health and Safety Policy
- e& Code of Conduct
- e& Supplier Code of Ethical Conduct

Our management approach

At e&, we uphold the highest standards of workplace health and safety, ensuring compliance with all relevant laws and safe labour practices. Our Occupational Health and Safety (OHS) policy covers all relevant stakeholders, including workers, suppliers, contractors, consultants, guests, and partners. It mandates strict adherence to safety regulations and immediate reporting of any infractions as per our Code of Conduct. We prioritise hazard prevention and encourage reporting of issues to on-site security or reception. In case of an incident, we have a dedicated and documented investigation process.

We have a dedicated HSE Committee composed of Senior Vice Presidents from across the Group. Our Corporate HSE team leads health and safety efforts within the organisation daily as part of our broader operations team, which is led by the Group Chief Operations Officer who reports to the Group CEO. In 2024, e& made significant advances in health and safety governance, including the implementation of the HSE governance model for OpCos in Afghanistan and Pakistan, which is strengthening operational control and ensuring alignment with corporate standards by empowering representatives from various departments and business units to act as safety champions that promote HSE best practices in their respective areas.

→ Continues

Pillar 2 | People and society
Health and safety continued

We maintain a robust Occupational Health and Safety Management System (OHSMS) aligned with ISO 45001:2018 standards, demonstrating our commitment to best practices. Through collaboration with our Business Excellence team, we continuously benchmark our HSE performance against global industry standards. Key initiatives include our HSE Empowerment programme, aimed at fostering a strong safety culture, enhancing emergency preparedness, and improving the rigour of our safety documentation. This comprehensive approach underscores our dedication to providing a safe and secure working environment for all employees.

Progress in 2024

As always, the health and safety of our people remained a top priority for e& during 2024. Throughout the year, we further embedded a "safety-first culture" across the organisation through the launch of our HSE Ambassadors programme, while our new "Stop Work and Improvement Notice" process enhanced compliance and operational efficiency.

A range of employee engagement initiatives included extensive training programmes, fire warden certifications, HSE Centre of Excellence (COE) sessions for senior staff, and the introduction of the HSE Viva Engage platform for enhanced collaboration. Meanwhile, health and wellness campaigns, including hypertension awareness, no-smoking initiatives, and breast cancer awareness, engaged hundreds of employees, while the "Beat the Heat" campaign achieved record participation. Furthermore, the revamped HSE website provided updated resources, while operationally, we experienced zero incidents of high-consequence work-related injuries, and 100% compliance with the UAE's mid-day break rule was achieved.

We officially launched the e& Ambassadors Programme, bringing together 20 members from various departments and business units. This initiative fosters cross-functional collaboration and engagement, with plans for further expansion in the coming days to strengthen its impact across the organisation.

Throughout the year, over 300 fire wardens across our UAE operations underwent external training and certification in first aid and basic firefighting. This initiative enhances emergency preparedness, ensuring a safer work environment and strengthening our overall response capabilities.

In addition, this year saw significant operational and safety risks that required effective focus, planning and coordination to successfully navigate. These included operational and safety risks from unexpected floods and heavy rains and ensuring uniform compliance with newly introduced processes, which required extensive coordination and training across all organisational levels.

Furthermore, the health and safety risks associated with rigging, network maintenance, and the upkeep of high-rise buildings remained significant in 2024, but with evolving dynamics and new mitigation strategies we have been able to manage them more effectively. Our multi-pronged approach included enhanced, specialised training programmes covering specific risks like fall protection, electrical safety, and equipment handling, with mandatory certifications for high-risk tasks. We further improved our work permit system to enforce hazard-specific precautions and upgraded PPE policies ensured the availability and proper usage of essential safety gear across all worksites.

Our automation efforts progressed with the completion of two "Hayyak modules" for inspections and audits and the permit-to-work system, with a third module for the accident incident register in development. We continued our rigorous oversight of contractors and subcontractors, including strict adherence to the Supplier Code of Conduct and HSE standards, which further strengthened risk management measures.

Significant progress was made in certifications, including the certification of the ISO 45001:2018 project for 10 high-rise buildings (HRBs), successful recertification of ISO 14001 for main buildings, and ISO 9001 accreditation for the Business Management System in the UAE.

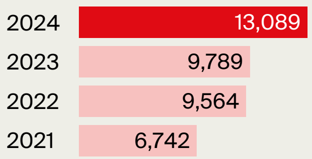
In addition, our progress and commitment was recognised by the British Safety Council International Safety Awards, which commended our dedication to maintaining high standards of health, safety, and well-being.

Our performance	2021	2022	2023	2024
Total number of health and safety training hours provided to employees	6,742	9,564	9,789	**13,089**
Number of recordable work-related injuries – employees	0	1	2	**4**
Number of high-consequence work-related injuries (excluding fatalities) – employees	0	0	0	**0**
Number of fatalities – employees	0	0	0	**0**
Number of recordable work-related injuries – contractors	2	2	5	**6**
Number of high-consequence work-related injuries (excluding fatalities) – contractors	0	0	0	**0**
Number of fatalities - contractors	0	0	0	**0**

As part of our commitment to employee well-being and community health, we organised four blood donation drives at different locations across the UAE. These drives saw excellent participation from our staff members and other contributors, supporting healthcare needs while fostering a culture of social responsibility within our organisation.

In collaboration with leading healthcare providers in the UAE, we established three clinic facilities within our offices. These clinics enhance access to medical services for our employees, supporting workplace health and well-being through convenient and quality healthcare.

Total number of H&S training hours



e& was honoured with the Health & Well-Being Programme - Platinum Award (GESGA 2024) in recognition of our eClub, a dedicated recreation club for staff and their families. This award highlights our ongoing efforts to promote employee well-being by providing inclusive recreational and wellness initiatives that enhance work-life balance and foster a healthier community.

→ Continues

Pillar 2 | People and society

Health and safety continued

Health and safety of our customers and local communities

e& prioritises the health and safety of our customers and the communities we serve by embedding robust risk management strategies across all facets of our operations, products, and services.

Our operations: We conduct rigorous risk assessments, focusing on high-hazard areas like construction, equipment handling, and field operations. This proactive approach includes enhanced PPE protocols, robust work permit systems, and specialised training to minimise risks. Our robust incident management framework ensures prompt identification, investigation, and rectification of safety incidents, including root cause analysis and the implementation of corrective actions.

Our products and services: We integrate HSE considerations into product design, ensuring compliance with global safety standards and minimising risks to end-users and maintenance personnel. We proactively assess the environmental and human health impacts of emerging technologies, such as radiation emissions from telecom towers and e-waste management, to mitigate potential risks.

Our business relationships: We incorporate HSE due diligence into all M&A activities, ensuring acquired entities align with our stringent HSE standards. We maintain strong relationships with contractors and suppliers, requiring them to adhere to our HSE policies and conducting regular evaluations to ensure compliance. High-risk activities involving third parties are closely monitored to prevent occupational hazards.

Future focus

In 2025, we will seek to advance our HSE standards by aligning with global best practices, including a major gap analysis using the British Safety Council 5-Star Audit criteria to benchmark and pursue certification. Key priorities include strengthening governance frameworks, ensuring uniform compliance, and enhancing employee engagement through innovative training and wellness initiatives. By leveraging data-driven insights, refining processes, and integrating automation modules into the Hayyak platform, we aim to enhance operational excellence, maintain zero-incident targets, and reinforce e&'s position as a global leader in HSE and sustainability practices.


Beat the heat campaign


Fire safety demonstration at the HSE Centre of Excellence

Fire Warden Appreciation Ceremony

Pillar 2 | People and society

8 Community engagement

"At e&, we are steadfast in our commitment to fostering meaningful community engagement and driving impactful CSR initiatives across the Group. By aligning our efforts with local needs and global priorities, we aim to build stronger, more inclusive communities for a sustainable future."

Andrew Dunnett
Group Senior Vice President of Sustainability

Definition of material matter:
e&'s impact on the people who live in the regions where it operates.

Why it is material to e&:
As one of the most valuable telecommunications brands in the region, e& has a responsibility to uplift and support the citizens that it serves. e&'s licence to operate is granted by our communities.

Type of impact:
Corporate Social Responsibility (CSR) activities support employee engagement and motivation, contribute positively to ESG ratings, increase support from regulatory and government bodies, and enhance brand identity, trust and reputation.

Value chain impact:
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Shareholders
- Community
- Local and national authorities

Policies:
- e& Corporate Social Responsibility Policy

Our management approach

Our management approach to Corporate Social Responsibility (CSR) reflects a commitment to both societal impact and employee engagement. e&'s CSR team, which now sits within our Sustainability function leads our community programme, including our philanthropic efforts and partnerships, supporting the UAE national agenda, and managing our employee volunteers. We continuously monitor feedback from these engagements to refine our approach and maximise our social impact.

The team also monitors our CSR programmes across the Group and wherever we operate we align our efforts with national priorities and global frameworks such as the GSMA, the United Nations Sustainable Development Goals (SDGs), and the UN Global Compact (UNGC). We recognise that volunteering fosters staff engagement, as evidenced by the 850+ employees registered in our volunteer registry. We believe that our CSR efforts must cater to the needs of the local communities where we operate. In the UAE, our CSR programme is built on key pillars and themes, which we will look to refresh in the coming year to deliver an enhanced and more targeted impact.

→ Continues

Pillar 2 | People and society
Community engagement continued

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15

Pillars and themes

Philanthropic and humanitarian responsibility
We partner with the UAE government, charity organisations and NGOs for maximum impact

Volunteering
By providing our employees with opportunities to volunteer, we enhance the sense of giving and participation among our own teams

Society development
We support the national agenda and initiatives

Connect
As a technological organisation, we can empower and train (students and teachers) in technology, cybersecurity, coding, blockchain, etc.

Social impact
We empower people with disabilities, start-ups and incubators

Each of e& group's Operating Companies defines their own approach to CSR, aligning community engagements with initiatives that are relevant to their countries and the communities they serve.

Progress in 2024
We redefined our approach to community engagement in 2024 by developing a revitalised CSR programme for the UAE, structured around clearly defined pillars and focus areas to deliver greater, more strategic impact. This transformation reflects our commitment to fostering meaningful change and aligns with the integration of our CSR function under the Group Sustainability team, ensuring a holistic approach to sustainable development. Our initiatives this year have reinforced our position as a catalyst for progress, addressing critical social, environmental, and healthcare challenges through innovative and impactful programmes.

Our partnerships with organisations like the Make-A-Wish Foundation and Emirates Red Crescent enabled us to support critical causes, including granting wishes for children with life-threatening illnesses and providing essential aid to communities in need. Through strategic campaigns such as "Gaza in Our Hearts", we channelled resources to deliver food and shelter to Gaza's residents, while our collaboration with Ma'an strengthened medical research and healthcare initiatives in the UAE. Our Ramadan programmes, including "Grant a Wish" and our support for the Emirates Red Crescent's Iftar project, reflected our dedication to fostering hope and well-being during the holy month.

We prioritised education, inclusion, and sustainability as pillars of our social responsibility strategy. Our initiatives like the "Wider Web" browser extension for autistic users underscored our commitment to digital inclusion, ensuring accessibility for all.

For a second year in a row, we partnered with the Ministry of Education and Emirates ICT Innovation Centre (EBTIC) to conduct coding sessions for over 2,500 students and teachers, covering AI, Python programming, web development, and telecom network optimization. By hosting coding sessions and innovation showcases for students, we inspired the next generation to embrace technology's transformative potential. On a global scale, our involvement in events such as World MS Day and the National Carbon Sequestration Project highlighted our leadership in raising awareness, fostering community engagement, and advancing sustainability goals. Every initiative we support reflects our vision to empower communities, protect the planet, and create opportunities for a brighter, more inclusive future.

In Egypt, e& Egypt's approach to community engagement exemplifies our commitment to creating meaningful, lasting impact by aligning CSR efforts with local priorities. Focused on technology, healthcare, and community well-being, we leverage partnerships and sustainability principles to address pressing challenges and drive progress. Through tailored initiatives like Seha-Tech, we aim to transform critical sectors, foster innovation, and contribute to a more equitable and prosperous future for the communities we serve.

Our performance	2021	2022	2023	2024
Overall contribution to community work (AED million)	24.3	25.8	29.16	**27.644**
Number of volunteering hours	n/a*	200	2716	**100****
Number of volunteers amongst employees	n/a*	600	510	**857**

* No volunteering due to COVID in 2021

** Reduced hours due to reduced requests for volunteers by external entities

In the UAE, our CSR efforts earned prestigious recognition in 2024, including recognition by the Ministry of Climate Change and Environment for our contributions to the National Carbon Sequestration Project, which included planting 53,000 Ghaf trees this year. This was achieved in collaboration with multiple government and private entities, contributing to biodiversity conservation, carbon sequestration, and local ecosystem restoration. Aligning with our broader climate and environmental goals, reinforcing our commitment to sustainability and ecological resilience.

We were proud that the Ministry of Health and Prevention commended our support for the Nabdak initiative, promoting early detection of heart diseases. Dubai Cares also recognised our role in the "Gaza in Our Hearts" campaign, highlighting our dedication to meaningful change and community value.

Future focus
In 2025, we will launch our new CSR programme, scaling up initiatives in the UAE to drive greater social impact. This will include introducing innovative projects and strengthening existing programmes to align more closely with community needs.

Additionally, we look to assess our social impact, integrating our CSR efforts into a broader sustainability framework that reflects our commitment to accountability and meaningful progress.

→ Continues

Pillar 2 | People and society
Community engagement continued

Building brighter futures:
e& and Abu Dhabi's Early Childhood Week

e& partnered with the Abu Dhabi Early Childhood Authority (ECA) to support Abu Dhabi Early Childhood Week, a transformative event designed to elevate the importance of early childhood development (ECD) across the Emirate. Anchored in themes like Intentional Parenting, Culture and Identity, and Sustainable, Family-Friendly Cities, the initiative fostered innovation, collaboration, and investment to address pressing challenges in ECD. The week brought together key players, from investors to researchers, showcasing cutting-edge research, groundbreaking solutions, and impactful startups to shape the future of child-centric development in Abu Dhabi and beyond.

Our participation reflected e&'s unwavering commitment to protecting children's rights, promoting their well-being, and ensuring a brighter future for the next generation. This alignment with our CSR strategy enabled us to contribute to meaningful goals, such as empowering families through intentional parenting, bridging cultural values with global perspectives, and advocating for sustainable, child-friendly urban design. Together with partners like Mubadala, Aldar, and the Department of Culture and Tourism, we delivered an event that resonated with the community and solidified our leadership in driving impactful societal change.

The event's success was profound, engaging over 25,000 families and young children and involving 1,000 global attendees from diverse sectors. Key highlights included 54 workshops, 27 interactive sessions, and 11 innovation outputs, along with 17 Emirates-wide activations, 4 official reports and 15 successful cross-sectoral partnerships, all contributing to the advancement of ECD. These achievements showcased the potential for collaboration to create child-focused solutions, leaving a lasting impression on the community and advancing Abu Dhabi's position as a leader in early childhood innovation.

Event engagement

25,000
families engaged

Workshops

54

Her Excellency Sana Suhail, current Minister of Family in the UAE, and previous Director General of Abu Dhabi Early Childhood Authority, speaking at Abu Dhabi's Early Childhood Week

Pillar 2 | People and society
Community engagement continued

Empowering healthcare:
e& Egypt's Seha-Tech initiative

At e&, we believe public engagement, community development and CSR must address the unique needs of the communities we serve. e& Egypt exemplifies this ethos by aligning its CSR and Foundation efforts with local priorities to create a meaningful and lasting impact. Guided by pillars of technology, health, and employee engagement, e& Egypt Foundation has prioritised initiatives that advance healthcare, foster innovation, and improve community well-being.

A cornerstone of this commitment is the Seha-Tech programme, launched in partnership with Siemens Healthineers Academy, Ahl Elkheir NGO, and e& Business. Running from 2024 to 2028, the initiative aims to transform healthcare at El Kasr Al Eini New Educational Hospital through three key pillars: digital transformation, health-tech training and medical education, and social development. Notable achievements include training over 60 medical professionals at the hospital, resulting in knowledge gains of up to 74%, and implementing a health information system (HIS) to improve operational efficiency and inter-departmental communication.

Additionally, the programme is set to renovate the hospital's kidney dialysis unit, enhancing the experience for patients and setting new benchmarks in healthcare quality.

e& Egypt and e& Egypt Foundation tailored approach reflects our commitment to leveraging local expertise and partnerships to address pressing challenges and unlock new opportunities for growth. By embedding sustainability principles into our strategy and aligning CSR and development initiatives with community needs, we aim to contribute to a more prosperous and equitable future for Egypt.

Training

>60
medical professionals

> At e& Egypt Foundation, we believe technology should transform lives, not just systems. Seha-Tech initiative beautifully combines healthcare diagnostics with educational access, embodying our vision of technology as a force that enriches people's lives, one community at a time."

Ahmed Yehia
e& Egypt Foundation General Secretary and CEO Fintech and Digital Lifestyle at e& Egypt

9 Ethical business practices

"In a rapidly evolving world driven by disruptive technologies, the key to our success lies in a steadfast commitment to ethics and integrity, which serves as the foundation of trust with our stakeholders. By fostering a culture of accountability and transparency, we empower our people to uphold the highest standards, ensuring every action contributes to meaningful progress, sustainable growth, and a future defined by trust and responsibility."

Brooke Lindsay
Group Chief Legal and Compliance Officer

Definition of material matter:
Our commitment to conduct business with the highest standards of ethics and integrity, in compliance with applicable laws.

Why it is material to e&:
Core to our business success, our reputation and the trust of our customers is the way in which we conduct our business, based on sound ethical business practices across our value chain and the geographies in which we operate.

Type of impact:
Without a consistent and structured ethical and compliance programme, we risk losing our licence to operate and the trust of our stakeholders.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Policies:
- e& Code of Conduct
- e& Supplier Code of Ethical Conduct
- e& Anti-bribery and Anti-Corruption Policy
- e& Gifts, Entertainment and Hospitality Policy
- e& Conflict of Interest Policy
- e& Third-Party Risk Management Policy
- e& Sanctions Policy

Our management approach

At the core of e&'s Ethics and Compliance programme is our e& Group Code of Conduct, supported by a comprehensive set of policies that establish the principles guiding our business practices: transparency, fairness, and strict adherence to legal and regulatory frameworks.

This programme is spearheaded by our Group Chief Legal and Compliance Officer (GCLCO) and monitored by the Group Ethics and Compliance Steering Committee, which includes 10 senior executives chaired by the Group CEO, with key members such as the GCIA & RO and the GCFO. At the Board level, the Audit Committee holds oversight responsibility for the Ethics and Compliance framework and receives regular updates from the GCLCO on its progress and implementation. The Audit Committee approves all new Group Ethics and Compliance policies prior to publication.

Our Ethics and Compliance team plays an instrumental role in integrating the ethics and compliance standards in the e& business operations, providing guidance to our employees and improving systems to enable sound business decision making. To ensure that our company policies are responsive to emerging and material ethics and compliance risks, we conduct regular compliance reviews. The team continuously updates and

→ Continues

Pillar 3 | Operating responsibly
Ethical business practices continued

refines policies, monitoring mechanisms, control systems, and training programmes to ensure adherence to ethical practices across the organisation and with third parties.

Our annual ethics risk assessment, conducted internally and validated through an external survey, serves as a barometer for the performance of our ethical culture. This year's results signal an improvement in the maturity of our ethics and compliance culture, with improved awareness and a strong commitment towards embracing our ethical standards across the organisation. This enhanced commitment is evident in the heightened engagement observed across various platforms, with an increase in the utilisation of our ethics and compliance advice line, and declaration of conflict of interests, gifts, and hospitality.

Moreover, our strategic communication initiatives, both digital and face to face, have successfully driven higher interaction rates, as evidenced by the increased volume of views and comments. These positive developments underscore our ongoing dedication to fostering an ethical workplace and affirm the effectiveness of our strategies in embedding strong compliance and ethical standards throughout our corporate ecosystem.

Commitment to anti-corruption

We enforce a strict zero-tolerance policy towards corruption and bribery, reflecting our unwavering commitment to robust compliance practices. Our Anti-Bribery and Anti-Corruption and Conflict of Interests policies include a thorough risk assessment process, backed by strong control measures and internal monitoring activities, support our effort to address and mitigate identified risks. All employees, suppliers, and business partners, attest their compliance with our e& Group Ethics and Compliance policies, including our Anti-Bribery and Anti-Corruption Policy, during their respective onboarding processes. This serves as their commitment to conducting any business dealings with e& in a legal and ethical manner. These efforts align with the realities faced by a business of our size and industry, ensuring such risks are effectively managed.

Upholding fair competition

e& is dedicated to fostering fair competition and combating anti-competitive practices in compliance with relevant laws and regulations. To reinforce this commitment, we conduct mandatory, tailored training programmes and awareness initiatives for employees. These sessions cover essential competition policies and practices, equipping staff with the knowledge needed to operate ethically within the broader legal and regulatory landscape.

Progress in 2024

During the year, we made significant progress in embedding ethics and compliance across our operations, reflecting our commitment to maintaining the highest standards of integrity. A key highlight was the successful launch of two new eLearning modules – Anti-Bribery & Anti-Corruption and Economic Sanctions & Export Controls – with both achieving exceptional completion rates of 98% and 99%, respectively as of year-end. Both eLearning modules were delivered in English and Arabic, to ensure inclusivity and accessibility for our diverse workforce.

We conducted impactful ethics and compliance campaigns that addressed key risks, fostering a relatable and engaging dialogue with employees and stakeholders. Additionally, we implemented responsible AI standards and frameworks to support our transformation into a global technology company, aligning our innovation with ethical principles.

Driving our core values of customer obsession, unity, and boldness, we strengthened the ethical culture essential to delivering value across our value chain. Retaining our ISO 37001 Anti-Bribery Management System certification further reinforced our standing as a leader in anti-corruption measures.

We also digitised the hospitality management system for the F1 Grand Prix, showcasing how technology can enhance transparency and accountability in large-scale events. Furthermore, we expanded the ethics and compliance infrastructure across growing markets while seamlessly integrating acquisitions such as PPF Telecom and Careem, ensuring our ethical framework supports business growth and transformation.

Future focus

As we enter 2025, our focus will be on supporting e&'s aims as a growing global technology leader. We will leverage the exponential growth of AI, automation and other disruptive technologies, not only to drive internal efficiency but also to unlock new business models and revenue streams. For our Group Compliance programme, this means not only harnessing these technologies, such as AI, to be more effective and efficient but also helping the business to tackle the legal and compliance challenges these emerging technologies present.

We will continue to drive innovative compliance solutions, including adding training and awareness to our compliance suite that prepares and engages our employees on the ethical application of AI to mitigate risks around bias, fairness, and transparency — all while supporting responsible technology adoption across the business. We will roll out a refreshed Code of Conduct eLearning module that incorporates our new values, further embedding ethical principles throughout our organisation.

We will enhance and integrate our digital compliance tools into a unified Governance, Risk, and Compliance (GRC) platform. This streamlined system will optimise our processes, improve efficiencies, and strengthen our ability to manage key ethics and compliance risks effectively.

Aligning and enhancing the ethics and compliance programmes of our recent acquisitions is a top priority. We will ensure consistent policies, programmes, reporting, and a unified ethical culture across all entities, creating a seamless and aligned approach across the Group.

To reinforce credibility and independence in our compliance efforts, we plan to conduct independent Anti-Bribery and

→ Continues

Our performance	2021	2022	2023	2024
Percentage of employees trained on our Code of Conduct (%)	n/a*	n/a*	99.8	**99.8**
Percentage of employees that the organisation's anti-corruption policies and procedures have been communicated to**	n/a	n/a	n/a	**100%**
Percentage of employees receiving anti-corruption training**	n/a	n/a	n/a	**98.2**
Percentage of employees who have attested to ethics and compliance policies**	n/a	n/a	n/a	**97%**
Number concerns brought to the whistleblowing line	59	69	81	**71**
Number of cases investigated	53	67	80	**77**
Number of substantiated cases	36	35	38	**42**

* 2021 and 2022 data were computed differently. Data is comparable from 2023 onwards

** Newly introduced metric to be reported from 2024 onwards, includes the introduction of revised ABAC e-Learning launched in 2024.

Pillar 3 | Operating responsibly
Ethical business practices continued

Anti-Corruption (ABAC) risk assessments for our operating companies. This will further strengthen our governance and enhance the effectiveness of our risk management processes.

Our speak up line

e&'s whistle-blow channels encourage everyone to disclose immediately any wrongdoings that may adversely impact e& Group.

e& speak-up process promotes openness in the workplace and encourages employees to report instances of unethical behaviour, actual or suspected fraud, and violation of e&'s policies and processes. Supported by our whistle-blowing policy and guidelines, it is a formal whistle-blowing system with legal protection, managed by the Risk & Assurance department.

In e&, we have an averse appetite for any fraud involving our employees, contractors or any other third party working for or on behalf of e& Group, and the resultant action will be dependent on the severity and nature of the case. Employees and external stakeholders can report their concerns by email, phone, regular mail or through internal whistle-blow physical boxes available on premise, with an option to remain anonymous. Concerns can pertain to issues, such as; financial or non-financial maladministration, fraud that has been or is likely to be committed, unethical behaviour, misuse of authority, leakage of confidential information, noncompliance with laws and regulations, favouring a specific supplier/contractor, or discrimination against any member of staff or customers. The whistleblowing process guarantees confidentiality and protects those reaching out from retaliation.

Raised concerns are managed in accordance with our internal policies and guidelines, such as the Global Whistle-blow (GWB) policy, which specify the whole process from concern registration and log into the system right through investigation, reporting and closure. The GWB policy is not a standalone policy but compliments other e& Group policies such as code of conduct, suppliers' code of conduct, compliance and ethics policies. The GWB policy undergoes annual revisions to address organisational changes, adoption of new international standards, or any necessary changes deemed necessary for the effectiveness of the policy.

In 2024, a total of 71 incident reports were received by the Risk & Assurance department through the whistleblowing channels, compared to 81 received in 2023. A total of 77 investigations, comprising from incidents reported in 2024 and carried forward from 2023, were completed. Out of which, 42 investigations were substantiated and pertained mainly to non-compliances to policies and procedures, customer care, non-fraud (grievances/behavioural complaints), conflict of interest and corruption cases that resulted in disciplinary measures ranging from advice letters to dismissals, and control improvement recommendations.

Within our supply chain, we expect our suppliers to provide an anonymous complaint mechanism for workers and managers to report any grievances and to take measures to protect whistleblower confidentiality and prohibit retaliation.

Suppliers may report a violation or breach of the Supplier Code via: whistleblower@eand.com.

Stakeholders may report any misconduct through the UAE Accountability Authority (UAEAA), an independent entity dedicated to enhancing transparency and accountability across various sectors in the UAE. The UAEAA provides a secure platform for reporting misconduct or malpractice without fear of retaliation, overseeing enforcement and compliance. This authority plays a crucial role in maintaining integrity and public trust in both governmental and private institutions.

Proactive fraud risk management

At e&, several proactive fraud risk management initiatives are systematically implemented to strengthen the integrity and security of our operations. Among these initiatives, Fraud Awareness Week stands out as a key annual campaign, observed across all the entities within the e& Group, domestically and internationally. This event marks a joint effort to educate and engage employees on the importance of fraud prevention. We have recently celebrated our fourth successful Fraud Awareness Week, involving not only the e& Group but also its OpCos and subsidiaries, reinforcing our commitment to fraud awareness across the board.

In addition to awareness campaigns, we have established a comprehensive Fraud Risk Assessment programme that spans all operations. This programme integrates data analytics capabilities, enhancing our ability to detect and respond to potential fraud effectively. The primary aim of this initiative is to pinpoint potential vulnerabilities within the organisation and evaluate the effectiveness of existing controls designed to mitigate fraud risks. To further bolster these efforts, a three-year strategy has been approved by the Audit Committee, which will guide our actions and initiatives in the coming years.

Moreover, we facilitate Fraud Forums and Roundtable meetings within the e& footprint (e& Group, OpCos, and subsidiaries). These forums serve as platforms for knowledge exchange and collaboration among employees, fostering a culture of transparency and vigilance. Finally, an annual one-day anti-fraud conference is organised where Special Audit and Fraud Management experts across e& footprint, meet and showcase latest trends, discussions on fraud scenarios, brainstorming and socialising. Through these collective efforts, we continue to strengthen our defences against fraud, ensuring robust protection for our assets and maintaining trust with our stakeholders.

Grievance management at e&

At e&, we are deeply committed to upholding the highest standards of transparency and accountability, ensuring that employees and stakeholders have clear channels to voice grievances. We provide robust mechanisms outlined in our Code of Conduct, Supplier Code of Conduct, and HR Manual, which detail how impacted individuals can communicate their concerns. Employees are encouraged to report any suspected unethical or illegal activities through various platforms, including direct communication with their line managers, HR Business Partners, the Ethics and Compliance department, or via a confidential whistleblower hotline and email service. e& maintains a strict zero-tolerance policy for retaliation, ensuring employees can speak up without fear of reprisal. All reports, even those unsubstantiated, are taken seriously, and those raising concerns in good faith are protected.

Our grievance management approach ensures all issues are resolved fairly and promptly. Performance-related grievances, such as concerns about career progression or reviews, and non-performance grievances, including misconduct or interpersonal disputes, are addressed through a clear, tiered process. Employees are first encouraged to resolve grievances informally with their line managers. If unresolved, the matter can be escalated to the HR Business Partner, department heads, or, in severe cases, the HR Policy and Governance team. For serious misconduct, the Investigation Committee, appointed by the GCHRO or GCEO, evaluates cases to determine appropriate disciplinary measures. This structured approach reflects our commitment to fostering a supportive and transparent work environment.

Pillar 3 | Operating responsibly
Ethical business practices continued

"Tone at the top" is a key part of the Compliance Programme, as many of the initiatives and standards that underpin our compliance culture require endorsement by the senior leaders to be successfully adopted across the organisation.

In September, our Group Director for Ethics interviewed the Group Chief People Officer and the Group Chief Legal and Compliance Officer about our new values in a short video. These messages help employees understand the context and importance of our culture change, the relevance of the refreshed values to their work, and their impact on our reputation. This initiative aims to engage and inspire employees, promote ethical behaviour, and embed these values into our Company culture.

Our Ethics and Compliance programme emphasises cascading values from leadership. Throughout the year we also recorded and produced multiple tone at the top messages from key leaders across the business, including the e& UAE CEO, Masood Sharif, the e& enterprise company Beehive Fintech CEO, Craig Moore and the Etisalat Services Holding (ESH) CEO, Muammar Al Rukhaimi, showcasing their commitment to bringing our Compliance Culture to life.

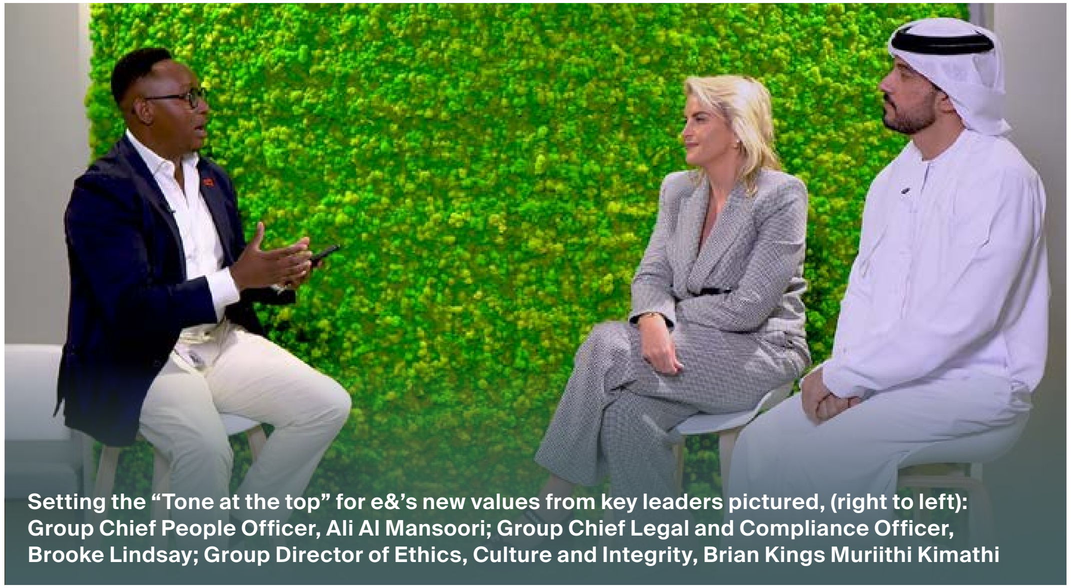
We capped off a busy year by hosting over 100 attendees from across the e& footprint at our biggest ever annual e& Legal and Compliance Forum.

The event was spread across two days of in-person events designed to connect both the legal and compliance communities. It further served as the seventh edition of the e& Annual Compliance Day to mark International Anti-Corruption Day, observed annually, on 9 December.

The Anti-bribery and Anti-corruption e-learning module was launched with a roadshow across all our UAE offices.

Group legal and compliance forum

Roadshow as part of the launch of the Anti-bribery and Anti-corruption e-learning module



Setting the "Tone at the top" for e&'s new values from key leaders pictured, (right to left): Group Chief People Officer, Ali Al Mansoori; Group Chief Legal and Compliance Officer, Brooke Lindsay; Group Director of Ethics, Culture and Integrity, Brian Kings Muriithi Kimathi

Pillar 3 | Operating responsibly

10 Data privacy

"Privacy and data protection is integral to our organisational ethos, influencing business decisions and spurring innovation. To live to this ethos, e& has made significant progress in setting data privacy standards in the UAE and internationally. The launch of the Group Data Privacy Programme pilots across several business units was a key milestone. By adopting a centralised and comprehensive strategy, we have assessed and bridged compliance gaps across diverse business models and risks, effectively providing benchmarks to other business units that are amidst the process of implement the Group Policy.

As e& significantly helps to shape the UAE's society, our efforts in privacy and data protection while fostering innovation and growth position us at the forefront of transforming the UAE into a leading global data hub, adhering to top international standards. The roll-out of this unified data protection programme enhances e&'s reputation and cements our status as a regional and global leader. Our uniform strategy minimises regulatory risks and boosts consumer confidence in our commitment to data privacy."

Brooke Lindsay
Group Chief Legal and Compliance Officer

Definition of material matter:
To us, data privacy means taking care of the confidentiality and integrity of all personal information we hold, including that of our customers, employees and business partners. It encompasses the responsible and lawful handling of data, ensuring compliance with privacy laws, regulations and industry standards.

Why it is material to e&:
Data privacy is material to e& due to the increasing legislative landscape in the markets we operate in and the importance of the expanding digital information process. As a technology company, e& recognises the trust placed in it by customers and stakeholders and understands that the responsible management of data is essential for maintaining that trust.

Type of impact:
Positive impacts include fostering trust among customers and stakeholders, while potential negative impacts could involve breaches leading to reputational damage, financial loss and legal consequences.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Local and national authorities

Policies:
- e& Group Data Protection Policy
- e& Supplier Code of Ethical Conduct
- e& Code of Conduct

Our management approach

At e&, we are committed to upholding the highest standards of data privacy while navigating the dynamic landscape of digital connectivity. As we expand our operations across diverse geographies, we acknowledge the need for strategic agility in navigating both emerging and established data privacy regulations. In several regions, including the UAE, our activities are governed by multiple regulatory bodies. In the UAE, we comply with the Data Protection Law (Federal Law No. 45), which draws inspiration from the GDPR, as well as regulations from the TDRA overseeing the use of consumer data within the telecommunications sector.

Following the launch of our Group Data Protection Policy last year, the full implementation programme was rolled out during 2024, including toolkits and pilots for all e& verticals, in alignment with data protection policies. As a comprehensive framework approved by our Audit Committee and Board of Directors, this policy is applicable across all e& operations worldwide and is complemented by local policies tailored to specific regulatory requirements in our operating markets.

Our Group Data Protection team, composed of data privacy experts with GDPR expertise and positioned within the Legal and Compliance

Continues

Pillar 3 | Operating responsibly
Data privacy continued

department, exemplifies our proactive commitment to data privacy. Acting as a second line of defence, this specialised team manages regulatory risks, engages with authorities, fosters a culture of compliance, and supports employees with data privacy-related inquiries. Under the leadership of the Group CEO and the Board, who actively promote a culture of privacy, the team ensures alignment with evolving regulations while safeguarding our commitment to data protection across all operations.

The Group Data Privacy team provides a direct communication channel for OpCos to report any privacy and information security incidents, including those with suppliers. The team manages and supports the investigation of any incident to assess its risk level and guide any measures that need to be taken.

From an operational perspective, each of our OpCos implements robust technical and security measures to safeguard personal data from unauthorised access, misuse, or loss. The Group Legal and Compliance team establishes comprehensive privacy standards and policies, guiding operational companies to implement necessary controls centrally. Group Legal and Compliance further train OpCos privacy leads to ensure ongoing awareness and programme monitoring. In the UAE, we ensure that data privacy training is readily available to all employees, reinforcing a culture of awareness and responsibility.

At e&, we prioritise data protection by evaluating supplier and partner privacy practices from the RFP phase through a detailed assessment. As detailed in our Supplier Code of Conduct, all suppliers must demonstrate robust data protection policies or adhere to ours, signing tailored agreements before onboarding. Regular audits ensure ongoing compliance, safeguarding data integrity and security in all interactions.

Additionally, our commitment to data governance is integrated into our Enterprise Risk Management (ERM) system, ensuring that the latest developments are aligned with our strategic priorities and reported transparently in our Integrated Report.

Progress in 2024

We successfully advanced our Data Privacy programme, building on the robust framework established with the launch of the Group Data Privacy policy in 2023. The rollout of this programme enabled us to evaluate compliance levels across our business units and verticals while identifying data protection compliance gaps. Through the completion of the Data Privacy discovery phase for the programme pilot, we delivered actionable insights and a strategic roadmap for implementation and remediation across Etisalat Service Holding (ESH), HR, and Finance. Furthermore, we developed and began implementing a tailored data protection framework for e& Money to align with the applicable regulatory requirements, ensuring compliance and bolstering trust in our financial operations.

As we expanded our footprint into Central Europe following the acquisition of a controlling stake in PPF, we acknowledge the EU regulations and are working with our international OpCos to ensure the alignment of our programmes with stringent data protection standards and regulations in these markets.

Furthermore, our role as a pioneer in AI adoption in the UAE brought unique challenges, requiring us to address data protection concerns associated with AI applications and the development of numerous AI use cases (For more on our approach to AI, click here). Additionally, the Data Privacy programme's rollout required careful prioritisation and alignment to close identified compliance gaps within the tight timelines set in collaboration with our business units.

Our efforts in enhancing data privacy have been recognised with significant accolades. We received the Outstanding Project Contribution Award (OPCA) for the launch of the first comprehensive group-wide data privacy policy. Additionally, we were honoured with the prestigious Technology, Media, and Telecommunication In-House Team of the Year award at the Asian Legal Business (ALB) Middle East Awards, reflecting our leadership in data privacy and regulatory excellence.

Data privacy summary

Our performance	2021	2022	2023	2024
Number of data breaches	0	0	0	**0**

Future focus

In 2025, we will finalise the rollout of e&'s Data Protection Programme assessments across all remaining verticals and business units where we have a controlling interest. This initiative will include implementing compliance tools and frameworks for HR, Finance, Operations, ESH, e& Money, and eVision, ensuring robust data protection measures across our organisation.

Simultaneously, we will strengthen regulatory compliance support for privacy and data protection in our artificial intelligence initiatives, both within the UAE and in international markets, including the EU. As we expand into countries with advanced data protection frameworks, we will establish a unified global approach that fosters innovation and economic growth while prioritising consumer privacy.

Looking further ahead, as the UAE's general data protection law continues to support its vision as a hub for innovation and data, we are positioned to play a pivotal role in balancing privacy safeguards with technological and economic advancements. By 2030, we will work towards enabling targeted, adaptive regulations to address the complexities of emerging technologies. Through close collaboration with legislators and policymakers, we aim to advance e&'s position as a global technology leader while upholding our commitment to safeguarding data privacy.

→ Continues

Pillar 3 | Operating responsibly
Data privacy continued

Strengthening data privacy:
A unified approach at e&

A holistic framework for data protection
As a global technology leader, e& prioritised the development and rollout of a unified Group Data Privacy Programme to ensure robust data protection across its operations. This initiative marked a significant step in standardising privacy compliance assessments, fostering a culture of privacy, and addressing the unique needs of various business units and verticals, including ESH, Group HR, and Group Finance. By adopting a holistic approach, we established a foundation for consistent privacy governance across diverse risk profiles and business models.

Aligning with best practices
Implementing a centralised privacy programme presented an opportunity to align our organisation with international best practices and enhance stakeholder confidence. However, achieving this required overcoming challenges such as accommodating varying business needs, addressing compliance gaps systematically, and ensuring minimal disruption to operations. The complexity of managing data privacy across a global organisation necessitated innovative solutions to balance regulatory requirements and business efficiency.

Implementing solutions for enhanced privacy
We adopted a unified, centralised methodology for the privacy pilots, incorporating legal design principles and leveraging a streamlined compliance framework. The introduction of a comprehensive dashboard enabled seamless communication and tracking of privacy compliance progress, identifying areas of best practice and improvement. This approach minimised disruption, enhanced awareness through privacy mapping, and delivered actionable insights for a cohesive organisational response to data privacy needs.

In addition, our commitment to safeguarding data privacy includes a rigorous evaluation of the privacy practices of suppliers and partners. This commitment is embedded in our procurement processes, starting at the Request for Proposal (RFP) phase, where a comprehensive privacy assessment questionnaire ensures alignment with our high standards for data protection.

Building trust through innovation
The successful rollout of the pilot programme significantly advanced compliance levels, reinforced e&'s reputation as a regional leader in data privacy and strengthened organisational defences against regulatory risks. By embedding privacy as a core cultural value, e& established trust with stakeholders, minimised risks of breaches, and positioned itself as an innovation-driven, privacy-conscious organisation. This initiative demonstrated our unwavering commitment to setting new standards in data protection.

11 Cybersecurity

At e&, cybersecurity is not just a function, it is a strategic imperative. We are committed to upholding the highest standards of cybersecurity excellence, driven by a robust governance framework, continuous innovation, and a proactive approach to mitigating emerging threats. By leveraging cutting-edge technologies, fostering strategic partnerships, and actively engaging with the UAE Cyber Security Council, we are dedicated to creating a secure and resilient digital ecosystem for the UAE and beyond, empowering individuals and businesses to thrive in a connected world.

Definition of material matter:
Cybersecurity is a foundational aspect of e&'s operations, encompassing measures and practices aimed at safeguarding the Company's digital assets, infrastructure and customer data from cyber threats.

Why it is material to e&:
Cybersecurity is material to e& due to the increasing frequency and sophistication of cyber threats in the digital landscape. As a technology company, e& understands that the cybersecurity of its systems directly impacts the trust and confidence of its stakeholders.

Type of impact:
Positive impacts include a secure digital environment, safeguarding customer trust and protecting critical business operations. Potential negative impacts involve the risk of data breaches, financial loss and reputational damage.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Policies:
- e& UAE has a policy framework encompassing over 35 policies covering all security domains
- e& Supplier Code of Ethical Conduct
- e& Code of Conduct

Our management approach

Cybersecurity is crucial for fostering a secure and trustworthy digital ecosystem in e& and is deeply embedded within our corporate governance framework. Our Corporate Information Security Steering Committee (CISSC), chaired by the UAE CEO, provides strategic oversight and ensures the continuous enhancement of our cybersecurity posture. This executive-level body, comprising of members from across our verticals and functions (e& UAE, e& enterprise and e& life), addresses a comprehensive range of security domains, encompassing cybersecurity, physical security, personnel security, business continuity management (BCM), and governance. Our OpCos are independently governed.

We maintain rigorous information security policies, subject to regular review by the CISSC, that address critical areas such as risk management, data security, asset management, access control, and physical security. Our Chief Technology and Information Officer (CTIO) plays a pivotal role in reinforcing our commitment to cybersecurity excellence.

Our internal security Key Performance Indicators (KPIs) reflect our unwavering focus on mitigating cyber risks. We strive for near-zero security incidents that impact our business operations, 99.9% uptime

→ Continues

Pillar 3 | Operating responsibly
Cybersecurity continued

for our security defences and controls, and minimal critical and high-severity vulnerabilities. The effective management and continuous improvement of our cybersecurity capabilities are paramount, enabling us to respond swiftly to emerging threats and maintain a secure and resilient operating environment.

Cybersecurity awareness and training is provided to e& employees periodically to keep them updated of the emerging technologies' cyber threats and risks, along with updates in the Information Security policies and legal/regulatory updates.

We adhere to the principles of ISO 27000:2013 and maintain PCI DSS accreditation for select activities, demonstrating our commitment to industry best practices and regulatory compliance.

Progress in 2024

We solidified our position as a leader in cybersecurity through a series of significant initiatives throughout the year. We continued to address emerging trends in cybersecurity by enhancing our Secure Access Service Edge (SASE) capabilities to support the Zero Trust model, ensuring secure access to resources and protection against evolving threats in a distributed, cloud-driven environment.

We further launched the Scam Advisor service, in collaboration with the UAE Cyber Security Council, empowering UAE citizens to validate the legitimacy of websites and safeguard themselves against cyber scams. Recognising the evolving threat landscape, we designed a private 5G Security Operations Centre tailored for government customers, providing advanced threat detection and response capabilities.

To bolster our cybersecurity offerings further, we built a secure, air-gapped cloud environment for government customers to host critical infrastructure, ensuring the highest levels of data security and resilience. Additionally, we introduced tailored DDoS protection services for government customers, mitigating the risk of disruptive cyberattacks.

We conducted mandatory cybersecurity training for new joiners and existing staff who have not yet completed the training, featuring a stringent passing score requirement of 80%. We achieved a 96% completion rate for our internal security training in 2024. In addition, regular roadshows and quarterly phishing exercises further contributed to enhancing employee awareness.

Recognising the need for effective collaboration to deliver world-class cybersecurity, we pursued strategic partnerships to advance cybersecurity capabilities. We collaborated with leading global Telecom providers to develop a Telecom-based Large Language Model (LLM), leveraging the power of AI to enhance cybersecurity solutions. Additionally, our partnership with AWS enabled us to offer sovereign cloud services to government and regulated entities, meeting the stringent security and compliance requirements of these sectors.

Our commitment to cybersecurity excellence was recognised by the UAE Cyber Security Council through various accolades for our contributions, including the Scam Advisor service, bug bounty programmes, and threat intelligence services.

Future focus

Looking forward, we will be offering more innovative and comprehensive cybersecurity services. These services will equip organisations to navigate the complexities of an evolving digital landscape securely.

To build this area of expertise, we will continue to enhance our security capabilities in line with emerging technologies and transformations. We aim to strengthen our cybersecurity capabilities to address evolving threats and challenges, including quantum security and other emerging risks. Our focus will remain on staying adaptive to technological advancements, ensuring regulatory compliance, fostering innovation, and building strong partnerships.

Our performance	2021	2022	2023	2024
Number of attempted cyber attacks (mio)	8.4	65.7	105.9	**205.628**
Number of actual cyber attacks	0	0	0	**0**
Percentage of employees trained on cybersecurity (%)	70	80	95	**96**

Robust vulnerability management for enhanced cybersecurity

We have established a well-defined, organised, and integrated vulnerability management programme. This programme enables us to periodically detect, assess, and mitigate vulnerabilities within our products and services, ensuring a robust and secure environment.

Our Cybersecurity Risk Management framework aligns with the UAE Information Assurance (IA) Regulation, directives from the Telecommunications and Digital Government Regulatory Authority (TDRA), ISO 27005 standards, and our Enterprise Risk Management framework. This framework provides a robust foundation for the continuous assessment of our services, enabling us to effectively manage emerging cybersecurity risks that could potentially impact our business.

To safeguard our ecosystem from evolving cybersecurity threats, we have implemented a comprehensive suite of detective and preventive security controls and measures. The effectiveness of these controls is rigorously reviewed and validated on a periodic basis.

12 Responsible AI

"This year, our organisation pioneered the launch of one of the region's most comprehensive Responsible AI Frameworks, marking a decisive shift in how artificial intelligence is built, deployed and governed. This framework creates a blueprint for balancing technological innovation with risk management. By building a strong governance structure, fostering collaboration across teams, and working with global tech leaders, we have shown that adopting transformative AI can go hand-in-hand with staying accountable, being transparent, and driving positive change for society."

Dena Almansoori
Group Chief AI & Data Officer

Definition of material matter:
We are committed to developing and using AI applications responsibly and safely to create sustainable value for our stakeholders. To mitigate biases and prevent unintended harm, we manage AI-related risks and opportunities in accordance with local and global standards, prioritising fairness, transparency, and accountability.

Why it is material to e&:
A sustainable digital transformation requires responsible AI governance. It is becoming increasingly important to develop and implement AI solutions that stakeholders trust, are designed to treat all people fairly, perform reliably, and make a positive impact at scale as AI technologies are adopted across our markets.

Type of impact:
Enhance customer trust through responsible AI solutions, improve service quality, and foster innovation that benefits society. Through responsible AI we mitigate bias, privacy breaches, and non-compliance with regulations.

Value chain impact:
At every stage of the AI lifecycle, the Responsible AI Framework integrates governance and accountability:

- Upstream: Vendor partnerships, technology procurement, and data sourcing
- Operations: Internal processes, system optimisation, and employee tools
- Customer-facing AI services, support systems, and digital solutions

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Policies:
- e& Group Responsible AI Framework
- Group Enterprise Risk Policy
- e& Group Data Protection Policy

Our management approach

Our Responsible AI Framework is the primary governance document that guides AI development and deployment across the organisation. It encompasses eight core responsible AI principles, risk assessment protocols, a robust governance structure, detailed implementation guidelines, and clear stakeholder responsibilities.

The Responsible AI Framework was built on a robust governance foundation by bringing together experts across multiple domains, including legal, compliance, enterprise risk, technology, IT, data security, data privacy, and artificial intelligence. The new AI Governance Steering Committee has been established to identify, assess, and mitigate risks throughout the AI use case lifecycle from ideation to implementation. The committee conducts a comprehensive AI risk assessment in collaboration with use case owners to address potential risk appetite considerations. By aligning mitigation strategies and continuously reviewing AI governance across the organisation, we can identify gaps, improve, and adapt to evolving standards while maintaining internal strategic alignment. Our AI initiatives are innovative and responsibly governed through this structured approach to ensure transparency, accountability, and trust.

→ Continues

Pillar 3 | Operating responsibly
Responsible AI continued

Responsible AI principles

The following 8 principles guide the approach to AI risk management within e&:

Promote sustainable and environmentally friendly AI while monitoring and assessing the long-term impacts on individuals and society.

Ensure AI efforts are purpose-led and aligned with the broader organisational vision, mission, values, and the organisation's strategic ambition through financial or non-financial value generation.

Mandate that the AI system development process and usage follow current privacy and data protection rules while processing data to meet the highest standards of quality and integrity.

Ensure appropriate traceability and explainability while making humans aware that they communicate or interact with an AI system. Duly inform users of the capabilities and limitations of that AI system and affected persons about their rights.

Ensure that AI systems are diverse and promote equal access, gender equality, and cultural diversity while preventing discrimination and bias.

Ensure that AI systems are developed and used as a tool that serves people, respects human dignity and personal autonomy, and functions in a way that can be appropriately controlled with human oversight.

Create robust AI systems that minimise unintended and unexpected harm and unlawful use of AI by malicious third parties.

Implement mechanisms to ensure responsibility and accountability for AI systems.

Pillar 3 | Operating responsibly

Responsible AI continued

Progress in 2024

Through the launch of our Responsible AI Framework in 2024, we marked a turning point in our commitment to deploy AI responsibly in line with global best practices. It reinforced our leadership position in ethical technology deployment by establishing comprehensive guidelines for managing AI risks at both enterprise and operational levels.

Navigating challenges and complexity

AI technology is rapidly evolving, and we must navigate its complexity while maximising the social benefits. As a result, significant coordination was required to ensure adoption of the Reponsible AI framework across e& without disrupting our operational momentum. The launch of the framework allowed for strengthened operational resilience in AI development and enabled informed decision-making, fuelling a balanced approach to innovation.

In terms of the broader e& Group governance structures, AI is part of the "Data & AI" principal risk as per the publicly available disclosure (refer to the risk management section within the annual report for further details). As a principal risk, the Group Enterprise Risk Management Committee is responsible for governing our position on risk appetite, the effectiveness of the control environment and the progress made in our strategies and mitigations, while ultimate oversight lies with the Board Risk Committee.

Strengthening global collaboration

Aside from our internal progress, we actively participated in global efforts, notably developing GSMA's "Navigating the Path to Responsible AI" initiative, supporting their Maturity Roadmap and assessment tools to improve our practices. In addition, being part of the World Economic Forum's "AI Governance Alliance", further exemplifies our dedication to collaboration, shaping the future of AI responsibly, ensuring its potential is harnessed with integrity and accountability. These efforts strengthened our role as a pioneer in responsible AI governance.

We collaborated with IBM to deploy a pioneering, end-to-end, multi-model Generative AI governance solution, announced at the 2025 World Economic Forum in Davos. This collaboration intends to enhance our AI governance framework to promote compliance, oversight, and ethical practices across its growing AI ecosystem, reinforcing e&'s commitment to establishing robust governance, risk management, and regulatory oversight across its AI usage. The new AI governance solution introduces advanced features like automated risk management, compliance monitoring, and real-time performance analysis.

This will enable e& to mitigate risks, detect biases, and address regulatory standards throughout the entire AI model lifecycle – from development to implementation as well as to detect issues like bias and drift early, allowing for corrective action and ethical AI practices.

Future focus

In 2025, we will continue to integrate our Responsible AI Framework and its principles into daily operations to ensure employees and stakeholders understand and effectively implement its guidelines. We aim to improve governance mechanisms, develop advanced monitoring capabilities, and align assessment protocols with global standards in order to achieve excellence in AI risk management. In addition, we will invest in targeted training programmes to equip our teams with the skills and tools they need to lead responsible AI initiatives.

Our ambitions extend beyond internal adoption. By sharing best practices and collaborating with industry partners, we will continue to position ourselves as regional leaders in responsible AI, promoting technological innovation while maintaining the highest ethical standards, and demonstrating how responsibility can coexist to drive progress by fostering a culture of ethical AI practices.

As we move forward, we envision developing responsible AI solutions that address global challenges, promote sustainable development, and enhance digital inclusion. As a long-term commitment, we aim to lead the industry in deploying AI technologies that uphold the highest ethical standards while delivering meaningful societal benefits.

→ Continues

Pillar 3 | Operating responsibly
Responsible AI continued

AI4SD:
Leveraging AI for sustainable development and humanitarian impact

Harnessing AI for crisis response
Our Climate & Natural Disaster Crises (CNDC) platform demonstrates how AI can enhance earthquake disaster response through real-time analysis and monitoring. We deployed our AI-powered platform in the aftermath of the devastating Türkiye-Syria earthquake. This platform leveraged AI to assess the scale of the disaster and generate critical insights, demonstrating how AI can drive proactive measures in disaster recovery and identify high-risk areas requiring immediate intervention. These insights informed strategic post-earthquake responses, optimising aid distribution and emergency efforts while also identifying key gaps and areas for improvement to mitigate similar challenges in the future.

Challenges and opportunities in disaster analytics
The challenge in managing and analysing vast unstructured public source data from local and international sources can lead to delayed response times and fragmented decision-making. However, our AI-driven approach transforms these challenges into opportunities by rapidly processing multiple data streams, extracting actionable insights, and providing a unified view of the crisis landscape. This enables faster, more coordinated humanitarian responses while ensuring critical resources reach those most in need.

A collaborative, AI-driven solution In partnership with Datalyticx for analytics expertise and the UNDP for strategic coordination, our AI-powered platform is designed to enhance resilience against climate-related challenges like floods, earthquakes, and droughts. Utilising AI-driven insights and data visualisation tools, we analyse post-disaster trends, conduct sentiment analysis, and assess evolving humanitarian needs. This empowers emergency teams and policymakers to optimise aid distribution, prioritise rebuilding efforts, and fortify resilience planning for future crises.

Impact and global recognition
Our AI platform achieved global prominence when presented at the UN General Assembly in 2024, reinforcing e&'s position as a leader in AI-powered humanitarian solutions. By bridging technology with human needs, we demonstrated how AI can drive meaningful, scalable impact in the face of adversity.

As a result of this platform, urgent humanitarian needs can be identified in realtime, lives can be saved, communities can be protected, and resilient mechanisms can be built to cope with natural disasters such as floods and earthquakes more quickly and effectively. This is a powerful example of how we can use artificial intelligence to do good and make a difference.

Group Chief AI & Data Officer, Dena Almansoori, presents AI4SD at UNGA79 in New York

13 Sustainable supply chain

"At e&, responsible supply chain management is a business imperative that reflects our commitment to sustainability, ethical practices, and creating value across every level of our operations. By working collaboratively with our partners and leveraging innovative initiatives like e& Project Life, we are shaping a supply chain that drives environmental stewardship, supports economic growth, and upholds the highest ethical standards.

As a company committed to creating sustainable value, we are proud to lead by example in promoting trust, transparency and accountability across our procurement and supply chain at e&."

Saeed Alzarooni
Chief Procurement Officer

Definition of material matter:
A sustainable supply chain refers to the integration of environmentally and socially responsible practices across the procurement and distribution processes. It involves minimising the environmental impact, ensuring ethical sourcing and fostering positive social outcomes within the supply chain.

Why it is material to e&:
Sustainable supply chain management is critical for e&, as it aligns with the Company's commitment to corporate responsibility beyond its own operations. Ethical and social sourcing coupled with environmentally conscious practices contribute to a sustainable and resilient business model.

Type of impact:
Actual positive impacts include a reduced carbon footprint, ethical sourcing and community development. Potential negative impacts involve reputational damage due to unethical practices within the supply chain.

Value chain impact:
- Upstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Community

Policies:
- e& Supplier Code of Ethical Conduct
- e& Occupational Health and Safety Policy
- e& Group Environmental Management Policy
- e& Third-Party Risk Management Policy

Our management approach

We have a vast and highly integrated supply chain that plays a critical role in ensuring business continuity and delivering value to our stakeholders. Our supply chains primarily focus on procuring technology and telecommunications equipment, software solutions, and professional services essential to our operations. We remain committed to strengthening our relationships with our suppliers and vendors, which range from small and medium-sized enterprises to global multinationals.

We are dedicated to supporting the UAE's strategic goals by prioritising local suppliers and sourcing locally whenever feasible. Sustainability in our supply chain is driven through a collaborative, cross-functional effort involving our Legal and Compliance team, Enterprise Risk Management function, Sustainability team, and Procurement department, which leads these initiatives.

Progress in 2024

We made significant strides in advancing ESG performance across our supply chain. A key focus has been encouraging suppliers to move beyond baseline standards in ESG and ICV metrics, addressing the challenge of fostering proactivity in their sustainability efforts.

Central to these advancements was the completion of Phase 1 of e& Project Life, a transformative initiative

→ Continues

Pillar 3 | Operating responsibly
Sustainable supply chain continued

launched at COP 28 to enhance supplier sustainability practices. Additionally, we made progress in developing our green procurement platform and utilised EcoVadis evaluations to assess and engage suppliers more effectively.

In addition to these efforts, we further integrated ESG considerations into our procurement practices, reflecting our commitment to building a responsible and sustainable supply chain. By maintaining our Supplier Code of Ethical Conduct and strengthening due diligence processes, we ensure supplier alignment to ethical and social practices.

Part of Project life launched at COP 28 to demonstrate e&'s commitment to sustainability, we set targets to enhance our procurement systems and processes with the goal of reducing Scope 3 emissions by 25% by 2030 in alignment with the UAE's emissions reduction ambitions. As part of our Climate Transition Plan, we assessed our top ten suppliers and their existing carbon reductions targets – seven of which are SBTi aligned. Engaging with these suppliers will support us in our emissions reductions journey.

Supplier Code of Ethical Conduct

e& has a Supplier Code of Ethical Conduct that sets out responsibilities and obligations towards ethical procurement and human rights. It promotes responsible management of social, ethical, and environmental issues, setting stringent requirements for suppliers. Significant negative social impacts identified include human rights risks such as forced labour, child labour, and human trafficking. The Code emphasises non-discrimination, fair treatment, and safe working conditions, ensuring all employees are treated with dignity and respect. It enforces zero tolerance for bribery, corruption, and money laundering, requiring strict compliance with relevant laws. Additionally, it mandates secure handling of confidential and customer data to protect privacy. Environmental responsibility is promoted through sustainable practices and minimising harmful emissions. An anonymous reporting mechanism addresses grievances and unethical behaviour, ensuring accountability and protection for whistleblowers. These measures aim to mitigate negative social impacts and uphold high ethical standards throughout e&'s supply chain.

The Supplier Code complements our e& Code of Conduct for e& employees, and ensures that our suppliers consistently apply, and align to, the same standards and values, to support the communities in which we work and reduce the risk of unethical or illegal conduct in our supply chain. As part of our procurement process, all suppliers are required to acknowledge receipt and must agree to abide by our Supplier Code of Ethical Conduct. Where a third party shares their own Supplier Code of Conduct, e& undertakes a desktop review and if the terms are acceptable, we confirm mutual acknowledgement, by sharing a copy of our own robust e& Supplier Code of Ethical Conduct. We further provide training to third parties and business partners on a risk basis, in combination with our robust onboarding due diligence process.

All our suppliers are expected to ensure their own suppliers and subcontractors are made aware of the principles of our Supplier Code of Ethical Conduct when undertaking any work or providing any product or service for or on behalf of e&.

Our Supplier Code of Ethical Conduct is available here.

Supply Chain Due Diligence

Protecting our brand and reputation is central to e&'s operations, as such we carry out a rigorous registration, selection, and due diligence process before engaging any supplier. We collaborate closely with our suppliers to ensure that they meet our standards across their operations and supply chains.

To facilitate the selection, review, approval, and monitoring of business partners, we have implemented a robust interaction framework involving our procurement, compliance, and business teams. This approach is a critical element in managing risk across e&'s supply chain.

Our supplier risk assessment and due diligence process leverages advanced third-party screening technology from a globally recognised provider. This system automatically monitors all registered suppliers daily, providing updates and warnings on potential risks, including ESG factors. The platform offers insights into lawsuits, negative media coverage, and other key risk categories, ensuring comprehensive oversight.

In 2024, 100% of our suppliers within our system underwent risk assessments using this technology, covering a spend of over AED 15 billion across North America, Europe, the MENA region, and Asia. For high-risk suppliers identified through screening, we engage further via detailed due diligence questionnaires and reserve the right to conduct audits under contractual compliance clauses.

During this year, the Compliance team conducted two internal audits to enhance supplier processes and ensure alignment with the Supplier Code of Ethical Conduct, focusing on addressing gaps and implementing improvements. Additionally, one external audit was conducted as part of third-party screening using Dow Jones Risk and Compliance, ensuring high-risk suppliers were thoroughly evaluated.

To date, all strategic suppliers have been assessed, with most of our Group suppliers covered by this system. Our Afghan subsidiary employs the same screening technology, and we plan to increase synergies across the Group over time. Upholding a zero-tolerance policy for human rights violations within our value chain, we reserve the right to terminate relationships with suppliers that fail to comply with our standards or take corrective action within agreed timelines. In 2024, no suppliers were terminated due to environmental or social violations.

In Country Value (ICV) Programme

Aligned with the UAE Federal Government's initiative to enhance economic performance and support local industries, we evaluate suppliers based on their ICV, which reflects their presence and contributions within the UAE. This approach redirects a larger portion of spending into the national economy, fostering growth and development.

Last year, the Ministry of Industry and Advanced Technology (MoIAT) introduced green ICV criteria within the National ICV Programme to promote sustainability across supply chains. As the first company in the UAE to adopt the green ICV evaluation process, e& took a leading role in integrating environmental practices into procurement.

Building on this progress, we increased our ICV target from 75.71% in 2023 to 82.89% in 2024, including contributions through the green ICV framework. This reinforces our commitment to supporting the UAE's economic and environmental priorities while driving sustainable growth within our supply chain.

Achieving CIPS Certification

e& has achieved a significant milestone by earning the prestigious Corporate Ethical Procurement and Supply certification (CIPS), marking its unwavering commitment to embedding ethical practices across its procurement operations. Every procurement and supply management professional at e& completed rigorous training and assessments covering critical areas such as fraud prevention, anti-bribery and corruption, environmental responsibility, and legal and social accountability.

→ Continues

Pillar 3 | Operating responsibly
Sustainable supply chain continued

Performance evaluation and recognition

At e&, sustainability is a collaborative effort with our partners. We actively recognise and reward high-performing suppliers through an exclusive annual awards ceremony dedicated to celebrating their contributions. This event highlights our belief that every collaborator is a vital partner in our shared success. Tied closely to performance evaluations, the ceremony reinforces the importance we place on the meaningful role our suppliers play in advancing our sustainability goals.

Future focus

In 2025, we will begin implementing phase 2 of e& project life, focusing on achieving the objectives outlined in phase 1 and deploying responsible sourcing capabilities at scale. This is part of our wider goals to achieve 25% emissions reduction in scope 3 emissions across the Group by 2030 as part of our journey towards supporting the UAE's net zero 2050 vision.

<table>
<tr><th>Our performance</th><th>2021</th><th>2022</th><th>2023</th><th>2024</th></tr>
<tr><td>Total procurement spend (AED million)</td><td>11,700</td><td>12,932</td><td>13,708</td><td>15,432</td></tr>
<tr><td>Percentage of procurement spend spent on local suppliers (%)</td><td>86</td><td>83</td><td>81</td><td>83</td></tr>
<tr><td>Total new suppliers</td><td></td><td>310</td><td>457</td><td>488</td></tr>
<tr><td>Proportion of new and existing suppliers acknowledging our Supplier's Code of Conduct (%)</td><td colspan="2" rowspan="4">n/a our assessment process was initiated in 2023</td><td>100</td><td>100</td></tr>
<tr><td>Proportion of spend covered by our screening process, including ESG considerations (%)*</td><td>100</td><td>100</td></tr>
<tr><td>Proportion of strategic suppliers covered by our screening, including ESG considerations (%)*</td><td>100</td><td>100</td></tr>
<tr><td>Number of strategic suppliers covered by our screening process, including ESG considerations, considered high risk, under ongoing remedial process*</td><td>8</td><td>45</td></tr>
<tr><td>Number of strategic suppliers, covered by our ESG screening–terminated due to ESG risks</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
</table>

* The screening is carried out to identify ESG risks as well as other risk categories including, but not limited to: Sanctions, Enhanced Country Risk, Adverse Media, human rights, modern slavery and environmental issues in the value chain.

e& Project Life:
Pioneering responsible sourcing through EcoVadis

At e&, sustainability is embedded as a core principle, driving a new way of working that aligns with our ambition to lead in responsible sourcing through digital transformation. To achieve this vision, we are collaborating with suppliers to reduce carbon emissions across our supply chain by 25% by 2030, as part of our SBTi-validated scope 3 target. Additionally, we aim to drive circularity through local initiatives such as *Make it in the Emirates*, limit our impact on nature and biodiversity, promote diversity and inclusion, uphold human and labour rights, and strengthen business resilience through improved risk management and external disclosures.

In 2024, we completed phase 1 of project life, setting a strong foundation for achieving our responsible sourcing objectives. This phase outlined our roadmap for the next three years as we work towards our 2030 emission reduction target.

Phase 1 focused on several key milestones. We defined our responsible sourcing vision and strategic roadmap, embedding ESG principles into procurement policies and processes. We also advanced supplier engagement on ESG by launching awareness sessions and enhancing internal collaboration to improve supplier relationships. Importantly, we began onboarding suppliers onto the EcoVadis platform to enable responsible sourcing through integrated digital tools such as EcoVadis and SAP Ariba. Further steps included finalising our responsible sourcing target operating model, which is undergoing review by senior management, and assessing how to integrate ESG KPIs into procurement and contracting systems as part of our scaled digital transformation.

By building a strong foundation with project life, we are driving meaningful progress in responsible sourcing, aligning our supply chain with our sustainability ambitions, and reinforcing e&'s position as a leader in sustainable procurement.

"Project life is a complete end-to-end programme aimed at driving sustainability with suppliers and making e& a leader in responsible sourcing, powered by business reinvention and the digital transformation."

Saeed Alzarooni,
Group Chief Procurement Officer and e& sponsor of e& project life

14 Human rights

At e& we are committed to respecting and upholding human rights in our operations and value chains. Guided by global principles, we aim to create lasting impact by fostering dignity, equality, and responsible business practices wherever we operate.

Definition of material matter:
To us, human rights means protecting and respecting the rights and dignity of those affected by our activities or business relationships, in compliance with applicable legislation and in line with our policies.

Why it is material to e&:
Respecting and upholding the rights of our stakeholders is not just a legal obligation, but a moral imperative for e&. It is embedded in our core values, reflecting our commitment to conducting business responsibly and contributing positively to the communities we serve. It is essential to securing their trust and our licence to operate.

Type of impact:
Positive impacts include creating an inclusive workplace, strengthening human rights in our supply chain and supporting local communities and customers by enabling them to indirectly fulfil certain basic rights through access to connectivity.
On the flip side, human rights infringement or violation may erode stakeholders' trust and our business reputation, impacting our bottom line.

Value chain impact:
- Upstream
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Shareholders
- Community
- Local and national authorities

Policies:
- e& Supplier Code of Ethical Conduct
- e& Code of Conduct

Our management approach

Our commitment to human rights is governed by our code of conduct and supplier code of ethical conduct, ensuring full alignment with applicable laws and ethical practices. As signatories to the UN Global Compact, we uphold its principles, which are rooted in the Universal Declaration of Human Rights, the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work, the Rio Declaration on Environment and Development, and the United Nations Convention Against Corruption. These frameworks guide our efforts to embed respect for human rights across all aspects of our operations and value chain.

Progress in 2024

In 2024, we took a significant step in advancing our commitment to human rights by aligning with the UN Guiding Principles for Business and Human Rights. Furthermore, we initiated a review of our approach to human rights and conflict minerals in late 2024. Our goal is to publish our review in 2025, engaging with stakeholders from across the business whose contributions are pertinent. Oversight and approval will be provided by the Sustainability Committee, as we reaffirm e&'s dedication to respecting and promoting human rights across all our operations.

→ Continues

Pillar 3 | Operating responsibly
Human rights continued

While our human rights programme continues to evolve, we believe our existing policies already address key aspects of this commitment. Our recently developed group data protection policy underscores our promise to handle the information of employees, customers, and stakeholders with the highest levels of care and confidentiality, in line with applicable data privacy laws. Additionally, our code of conduct and Supplier Code form the foundation of our human rights efforts, addressing critical issues such as non-discrimination, equal opportunities, modern slavery, child labour, human trafficking, harassment, health and safety, and respectful online behaviour. (For more, see our DEI section on page 93 and ethical business practices on page 112)

Operating across diverse geographies and regulatory frameworks, we respect local laws while upholding fundamental rights, including freedom of organisation and collective bargaining in countries like Pakistan and Egypt, where such rights are recognised. To further embed these principles, we have enhanced our due diligence processes. Through our third-party risk management system, which includes risk-based due diligence for a range of ESG risks, including human rights, modern slavery and environmental issues in the value chain, we now assess suppliers for social risks. Our procurement, compliance, and business teams work collaboratively to evaluate, monitor, and manage supplier relationships in alignment with our risk management standards.

We maintain a robust approach to ensuring compliance with our supplier code of ethical conduct reserving the right to terminate partnerships with suppliers who fail to address reported breaches within agreed timelines. As per training, procurement teams engage with suppliers on human rights best practice and any corrective actions required.

Further upstream, we have integrated ESG due diligence into our merger and acquisition activities, explicitly incorporating human rights considerations. We are committed to strengthening this process in 2025 based on our experiences and the insights gained so far. Through these actions, we remain steadfast in our mission to uphold human rights throughout our value chain, with a range of ongoing continuous improvement initiatives and efforts to benchmark and integrate new global frameworks and update existing commitments to reflect evolving norms moving forward.

Future focus

In 2025, we will deepen our efforts to integrate sustainability into the core of our operations, reflecting our commitment to advancing human rights across the Group. Recognising the importance of respecting and promoting human rights as a fundamental aspect of responsible business, we are taking concrete steps to formalise our approach.

A key focus for the coming year will be the development of a Group human rights policy and programme to outline further our commitments across all aspects of our operations and value chain. Building on our existing codes of conduct, this policy will provide a structured framework to guide our practices, consider global standards – including but not limited to the UN Guiding Principles for Business and Human Rights and the OECD Guidelines for Multinational Enterprises – and reinforce our accountability in this critical area.

These human rights efforts contribute to our sustainability commitments, including operating responsibly, maintaining ethical and transparent business practices, and being a diverse, inclusive and ethical employer. Overall, the policy will further strengthen our governance, reduce risks, and ensure that we contribute positively to the communities we serve.

15 Responsible commercialisation

At e& UAE, enhancing the customer experience remains a cornerstone of our commitment to delivering excellence. By focusing on proactive solutions, innovative services, and streamlined operations, we have achieved significant progress in addressing customer needs while reducing pain points. Our targeted efforts have not only improved key performance metrics but also strengthened trust, reduced complaints, and optimised service delivery.

Definition of material matter:
Responsible commercialisation pertains to our commitment to providing exceptional experiences across our diverse range of services while communicating and marketing them in a fair and ethical way in line with applicable standards. This commitment is instrumental in fostering long-term relationships and sustaining our reputation.

Why it is material to e&:
Responsible commercialisation is crucial for e& as it directly influences brand loyalty, customer retention and competitiveness. It serves as a key performance indicator reflecting the success of e& in meeting customer expectations.

Type of impact:
Positive outcomes involve increased loyalty and positive word-of-mouth, while negative impacts include dissatisfaction, reduced loyalty and potential harm to the brand. The opportunity lies in enhancing customer satisfaction for increased loyalty and business growth, while the risk is in neglecting these issues, leading to churn and potential harm to the brand reputation.

Value chain impact:
- Operations
- Downstream

Key stakeholders:
- Customers
- Employees
- Business partners
- Community
- Local and national authorities

Our management approach

At e&, earning and maintaining the trust of our customers is fundamental to our business success, and we are committed to doing so with integrity. We prioritise product and service quality as the foundation of our customer-centric approach, ensuring transparent communication, fair practices, and enhancing the ease with which our customers can engage with us. Led by our Chief Customer Experience Officer, with the dedicated support of our customer experience team, our approach is tailored to the unique market dynamics, customer segments, and regulatory standards across our Group and operating companies.

Progress in 2024

During 2024, e& UAE made significant strides in enhancing customer experience, as evidenced by substantial improvements across key performance indicators. Its Net Promoter Score (NPS) rose by approximately 21% over the previous year, reflecting stronger customer satisfaction and trust. This progress also contributed to a 59% reduction in escalated consumer complaints within the last 12 months.

Our achievements are a testament to our strategic commitment to excellence in customer service, spearheaded by our award-winning initiative, change factory. This initiative represents our dedication to actively listening to and integrating

→ Continues

Pillar 3 | Operating responsibly

Responsible commercialisation continued

customer feedback, thereby enhancing the overall customer experience. Our proactive measures have yielded strong results, including a significant 31% reduction in top-of-the-funnel volume and a 21% decrease in agent-level interactions. These improvements reflect our success in pre-emptively addressing customer issues, thereby refining their product and service experience.

e& UAE's commitment to customer experience and service excellence was recognised through 13 regional and international awards in 2024, including five prestigious honours at ICXA'24 and top accolades at the Customer Centricity, USB Forums, and Asian Experience Awards.

Addressing customer complaints

e& prioritises customer satisfaction and strives to address any negative impacts promptly and effectively. We actively gather customer feedback through various channels, including our dedicated 101 hotline, the change factory initiative, and analysis of Net Promoter Score (NPS) insights and customer verbatim comments. This data allows us to identify and address both immediate and underlying issues that may be impacting our customers.

In the change factory, when a customer concern arises, we take swift action to investigate and resolve the issue. This may involve providing timely communication to the customer, offering appropriate solution or compensation, and implementing corrective measures to prevent similar issues from occurring in the future. The change factory initiative is our customer feedback management system that tracks and monitors customer satisfaction across digital apps, retail sales, and all other touchpoints, including TDRA, the regulatory body in the UAE. The system enables us to prioritise issues based on the volume and severity of impact on customers, determine the root cause and address the most critical issues through targeted improvement projects.

Customers may report concerns, issues, or complaints through our 101 hotline. Through this dedicated hotline, e& ensures that customers can easily reach out for support regarding any aspect of their service, including disruptions, customer service issues, or concerns about electromagnetic fields from telecom equipment.

By actively listening to our customers, analysing their feedback, and implementing proactive solutions, we continuously strive to enhance the overall customer experience and build strong, long-term relationships with our valued customers.

Our performance	2021	2022	2023	2024
Number of customer complaints	762,876	534,797*	411,752	**389,387**
Percentage of customer complaints resolved (%)	96	97	94	**91**
Percentage of first call resolution (%)	85	87	73**	**78****

* 2022 data restated to include full year data

** FCR measurement methodology has been changed in 2023 and cannot be compared with previous years

Future focus

In 2025, we will focus on elevating customer experience by driving transformative initiatives that strengthen our service offerings and operational excellence across both consumer and business segments. Our strategy is designed to position e& as the UAE's most loved and trusted brand while setting a global benchmark for excellence. Key priorities will include addressing mobile technical issues to ensure seamless user experiences, implementing pre-emptive care for fixed-line services to prevent disruptions, and enhancing broadband connectivity to deliver exceptional speed, reliability, and performance.

We will also prioritise creating meaningful improvements in customer interactions and value delivery. In our upcoming strategy, we aim to drive a seamless onboarding process that ensures new customers enjoy a smooth and satisfying first 100 days, while our digital platforms will enhance value perception by making technology work smarter for users. Reinventing our customer service proposition will allow us to deliver innovative, responsive, and personalised support that distinguishes e& from competitors. Through these efforts, we aim to lead the regional market while ultimately securing a position among the world's top 10 companies for customer experience.

Fostering a customer-centric culture

e& implemented several innovative initiatives to enhance customer experience, improve operational efficiency, and strengthen our commitment to customer satisfaction. These initiatives demonstrate our dedication to continuous improvement and leveraging technology to address customer needs effectively. Three notable examples are the virtual technician programme, the customer experience enhancement programme (CEEP), and the CX safeer app.

Virtual technician programme

We implemented the virtual technician programme, which was designed to promptly resolve customer issues and concerns while minimise the environmental footprint of in-person technician visits. This initiative allows customers to receive expert technical support via video calls. In 2024, we achieved an impressive first contact resolution (FCR) rate of 64% on average. As a result, we prevented 13,664 unnecessary technician dispatches, enhancing efficiency and reducing environmental impact.

CEEP

We focus on proactively identifying and addressing the root causes of recurring mobile technical issues through the Customer Experience Enhancement Programme (CEEP). By analysing customer data and conducting in-depth investigations, we have been able to implement targeted solutions to prevent these issues from occurring in the future. This proactive approach has resulted in a 30% year-on-year reduction in technical repairs, improving customer satisfaction and reducing operational costs.

CX safeer app

We empower our employees to act as customer experience ambassadors through the CX safeer app, enabling them to submit complaints on behalf of their friends and family. This initiative fosters a strong sense of ownership and empowers employees to directly contribute to improving customer satisfaction. The app has demonstrated a high-resolution rate for customer complaints submitted by employees, showcasing the effectiveness of this employee-centric approach to customer service.

Corporate Governance Report

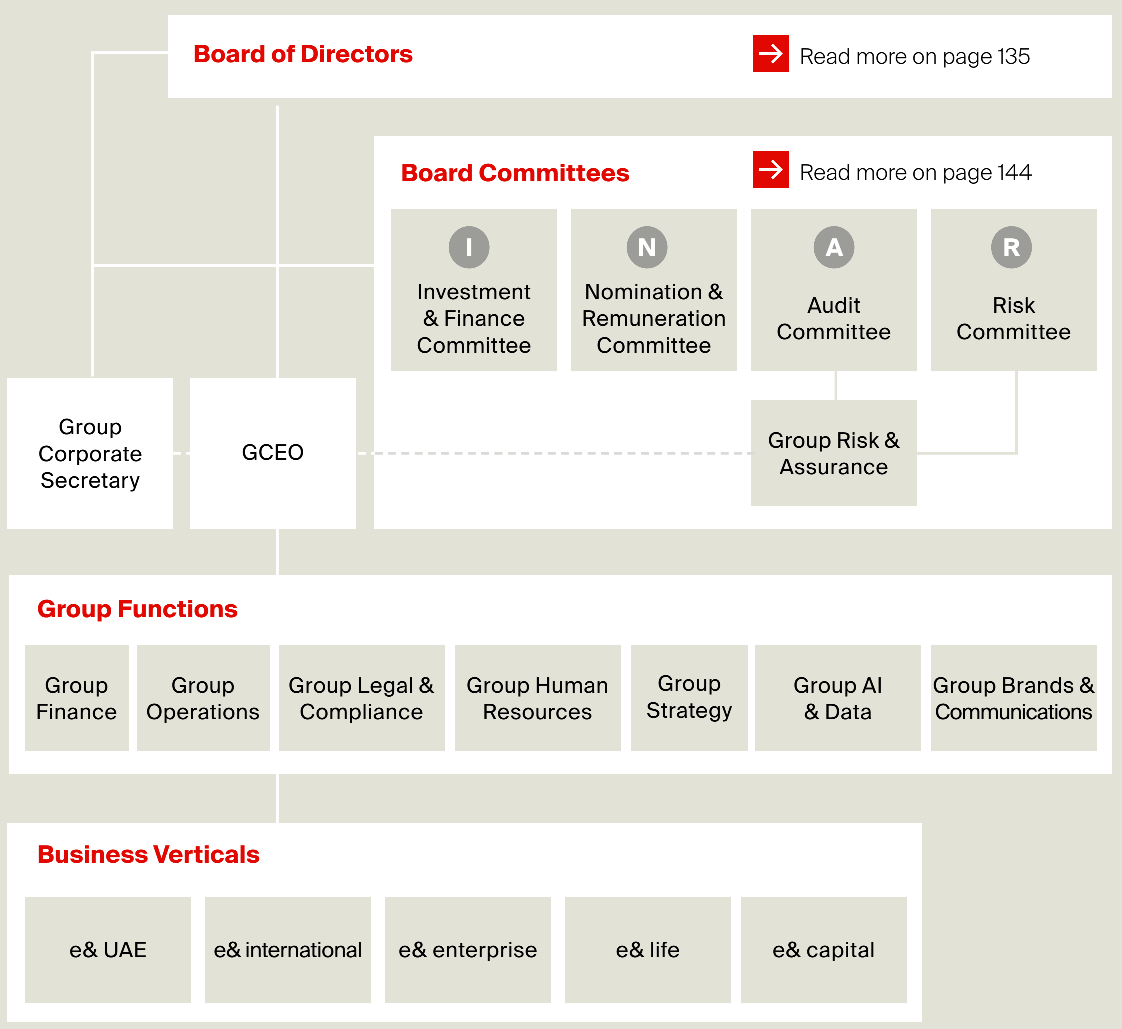
Introduction

Emirates Telecommunications Group Company PJSC (e&) created an optimal governance structure for its business and activities by committing itself to the best local and international governance rules throughout its operations. e& reinforced the principles of transparency and equity, and determined the rights and responsibilities of every stakeholder. The Company also established grounds for cooperation with external auditors to produce reliable reports that are consistent with the International Financial Reporting Standards (IFRS). By this, e& was able to ensure the integrity of its operations and protect the interests of its shareholders.

This governance report is one of the most important platforms for transparency and interaction with the public given the fact that the governance is embodied in an array of rules and measures under which e& is operated and controlled and it regulates the relations between the Board of Directors, Executive Management, shareholders and other stakeholders. Moreover, governance handles corporate social responsibility with due attention. This report works on bringing the foregoing to limelight and enabling the shareholders to get acquainted with what the Company does in these aspects.

It covers the charters, policies and mechanisms that govern the Company's work in the field of governance. It also touches on the e& Board of Directors, the Board's Committees, the duties assumed by the Board and by its Committees, the Board Members' remuneration and their trading in the Company's securities. Furthermore, it mentions the executive management, the related party transactions, risk, assurance and compliance, investor relations, the Company's financial indicators, innovative initiatives and important events during 2024.

Organisation Structure



Governance rules implementation

The corporate governance witnessed an overwhelming attention and has become one of substantial requirements for the public joint stock companies.

Thus, e& pioneered in adopting effective governance criteria and measures and is now running its different operations with an integrated system of policies and mechanisms that aim to achieve transparency and to ease and accelerate its operations while keeping pace with the fast-growing developments in the telecommunications and technology industry.

The Company, in developing these policies and mechanisms, took into account the legislation in force in UAE, especially the Resolution of Securities and Commodities Authority Chairman No. (3/Chairman) of 2020 regarding the Adoption of Public Joint Stock Companies Governance Guidelines (SCA Governance Code), as amended, in addition to best international governance practice that is compatible with the said regulations.

Below is a brief for some of the policies under which e& operates:

1. Board directorship policy

Board membership is deemed one of the crucial elements for Company's well-established governance and defining Company's path towards success and advancement. Therefore, the Company introduced a full-fledged policy to govern Board membership.

This policy includes all the provisions and controls that stipulate the criteria and procedures for Board membership. It also explains how the Board is formulated, its term and the provisions related to the Board's Chairman and Vice-Chairman, as well as the category of the directorship, whether it be executive, non-executive, independent and non-independent. The policy further set an election mechanism for Board membership and defined the cases of membership expiry/termination and filling the vacant seats of the Board of Directors.

2. e& insider security trading policy

e& introduced a set of rules that controls the insiders trading in its securities by whom the policy defines as the persons who gain access to material information relating to the Company. This policy also clarifies the nature of material information, the mechanism that governs insider trading and the prohibition periods during which insiders cannot buy or sell the Company's securities. You may access the policy through the below link:

https://www.eand.com/en/investors/share-information.html

3. Policy of holding the General Assembly

The General Assembly is the supreme apparatus of the Company where the shareholders congregate to resolve the Company's most essential matters.

Therefore, the Company sets a policy that defines the General Assembly's competencies, jurisdiction, and the rules and procedures that govern the call for its convention and the controls for its valid functionality in terms of quorum, mechanism of voting, passing resolutions and any other matters that relate to the General Assembly and its functionality. Under the aforesaid policy, the Company was able to call for and convene its General Assemblies with proficiency and transparency.

4. External auditor appointment policy

e& has always considered the audit function as one of the fundamental control aspects for ensuring integrity of its business. Hence, the Company established a set of rules that regulates the appointment of the external auditor in full harmony with the requirements and rules stipulated in the relevant governance and corporate discipline standards in UAE. The policy tackled all the provisions and controls that govern the appointment of the external auditor. This policy regulated all matters related to the external auditor including the mechanism for its engagement, its dismissal, its resignation, its requisite qualities, its obligations and duties, the functions it is prohibited to undertake, and the consultancy and works it is allowed to engage in.

5. Dividend policy

As e& is eager to ensure transparency for its shareholders, the Company sets a policy for dividends that mirrors all its provisions and procedures.

The policy defines the principles that govern dividends including the resolutions for specifying their value and the procedures related to their pay-out. This policy also indicates in detail how and why relevant resolutions are made and the grounds on which the value of the dividends to be distributed is decided. In addition, this policy stipulates other dividend-related requirements that the Company should observe and take into consideration to preserve the interests of the Company and its shareholders. This policy was presented to the General Assembly held on 24 March 2020, and progressive enhancement for the dividend was introduced in the AGM held on 23 April 2024. It can be viewed via the below link:

Dividends (eand.com)

6. Board confidential information policy

The Company sets this policy to prescribe additional criteria to regulate the Board Members' communications with stakeholders when such communications involve confidential information they have accessed. It aims to keep the confidential information under the seal of secrecy and to prevent its abuse. Thus, this policy defines confidential information in terms of its nature and how it should be treated and preserved. It further clarifies the bases for the communications with other parties.

7. Policy of Board Members' conflict of interest and related parties transactions

Viewing the soundness of the Company's operations and adoption of governance best practices and transparency as highly crucial, the Company introduced a policy that controls the cases where Board Members have a conflict of interest or related party transactions.

This policy prescribes a framework explaining how to treat the deals and transactions where a Board Member has a conflict of interest with the Company or to which the related party transactions' conditions are applicable. This policy also functions as a guide for the Board Members to handle such deals and transactions and defines the responsibility of the Board Members in recognising and making disposals on such cases, if any, so as to be treated in a way that observes the best interest of the Company and its shareholders and fulfils the requirements of SCA Governance Code in this connection.

8. Board remuneration policy

This policy sets clear rules, which provide the basis for the remuneration of the Chairman and Board Members of e&. These rules are tailored in a way that complies with relevant provisions of the Company's Articles of Association and SCA Governance Code. It took into consideration the competitive, challenging and evolving nature of telecom sector. The policy tackled the retainer fees of the Board of Directors and its Committees. The Board remuneration is linked to the Company's performance as it is capped at 0.5% of the net profit. This policy was approved by the General Assembly held on 11 April 2023.

Board of directors

The Board of Directors is the authority that holds all the powers required for carrying out e& business, except those reserved by Law or e& Articles of Association for the General Assembly.

The Board oversees the corporate governance of the Company and how the Group Chief Executive Officer (GCEO) and Executive Management lead the Company. The Board of Directors comprises of 11 members. The government shareholder, Emirates Investment Authority (EIA), or any other body that serves as a government representative in e& by virtue of a cabinet resolution) appoints seven Board Members in proportion to its shareholding in the Company while the remaining four Board seats are filled by members elected by other shareholders at election run during the General Assembly once every three years. The last election was held on 23 April 2024. e& Board is distinguished by having none of the executive management in its membership and, according to the Company's Articles of Association, the Group CEO may not, while in position, sit on the e& Board nor assume a managing director role. Also, out of e&'s 11 Board Members, five are independent (i.e. 45%).

It is worth mentioning here that e& pays continuous attention to female engagement in all aspects of its business including encouraging their nomination to the Board. Since 2018, the female has accessed e& Board and the feminine percentage in the current Board is 9.1% of the total number of the Board Members (i.e., one member out of eleven).

Board resolutions by circulation

The Board of Directors passed 14 resolutions by circulation about regular matters related to the Company's business during the year 2024. The circulation was on the following dates: 14 March (two resolutions), 21 March, 10 April, 21 May, 5 July, 29 August, 19 September (two resolutions), 24 September, 10 October (two resolutions), 18 October and 26 November.

Meetings of the Board of Directors

The Board of Directors held five meetings during 2024. The table below shows the Board members' attendance at these meetings:

Name	20 Feb	30 Apr	31 Jul	30 Oct	10 Dec
H.E. Jassem Mohamed Alzaabi	✓	✓	✓	✓	✓
H.E. Essa Abdulfattah Kazim	×	✓	✓	✓	✓
H.E. Hesham Abdulla Al Qassim	✓	✓	✓	✓	✓
H.E. Mansoor Ibrahim Almansoori	✓	✓	✓	✓	✓
Mr. Michel Combes	✓	✓	✓	✓	✓
Ms. Mariam Saeed Ghobash	✓	✓	✓	✓	✓
Mr. Saleh Abdulla Alabdooli	✓	✓	✓	✓	✓
Sheikh Ahmed Mohammed Aldhahiri	✓	✓	✓	✓	✓
Mr. Abdelmonem Bin Eisa Alserkal	✓	✓	✓	✓	✓
Mr. Khalid Abdulwahid Alrustamani	✓	✓	✓	×	✓
Mr. Otaiba Khalaf Alotaiba	✓	✓	✓	✓	✓

Board of directors continued

The table below shows the names of the Board Members who were appointed by the government shareholder, their membership capacity, the date of their accession to the Board as well as their roles in the Board and Committees:

Name	Roles in the Board & Committees	Membership capacity	Date of accession to the Board
H.E. Jassem Mohamed Obaid Alzaabi	Chairman of the Board Chairman of Investment and Finance Committee (IFC)	Non-Executive & Independent	March 2021
H.E. Essa Abdulfattah Kazim Almulla	Vice-Chairman of the Board Member of Nomination and Remuneration Committee (NRC) Member of Risk Committee (RC)	Non-Executive & Non-Independent	June 2012
Mr. Hesham Abdulla Qassim Al Qassim	Board Member RC Chairman IFC member	Non-Executive & Non-Independent	March 2015
H.E. Mansoor Ibrahim Ahmed Almansoori	Board Member AC Chairman** AC Member* NRC Member	Non-Executive & Independent	March 2021
Mr. Michel Marie Alain Combes	Board Member NRC Chairman IFC Member	Non-Executive & Independent	March 2021
Ms. Mariam Saeed Ahmed Ghobash	Board Member Chairperson of Audit Committee (AC)* IFC Member* RC Member**	Non-Executive & Independent	March 2018
Mr. Saleh Abdulla Ahmed Alabdooli	Board Member RC Member* IFC Member** AC Member**	Non-Executive & Independent	March 2021

The table below shows the names of the Board Members who were elected by the shareholders during the AGM, their membership capacity, the date of their accession to the Board, as well as their roles in the Board and Committees:

Name	Roles in the Board & Committees	Membership capacity	Date of accession to the Board
Sheikh Ahmed Mohammed Sultan Aldhahiri	Board Member AC Member	Non-Executive & Non-Independent	April 2000
Mr. Abdelmonem Bin Eisa Bin Nasser Alserkal	Board Member IFC Member* NRC Member**	Non-Executive & Non-Independent	March 2012
Mr. Khalid Abdulwahid Hassan Alrustamani	Board Member RC Member* IFC Member**	Non-Executive & Non-Independent	March 2015
Mr. Otaiba Khalaf Ahmed Alotaiba	Board Member NRC Member* RC Member**	Non-Executive & Non-Independent	March 2015

* Until 23 April, 2024
** From 24 April 2024

Board of directors continued

Profile of the Board

The Company's Board has an array of expertise, skills and qualifications in various fields like telecoms, information technology, banking, finance, investment, oil and gas, real estate, aviation, insurance, hospitality, ESG, etc.

H.E. Jassem Mohamed Bu Ataba Alzaabi
Chairman, e&

I

H.E. Jassem Mohamed Bu Ataba Alzaabi has a Master's Degree in Business Administration from London Business School. He currently holds the following positions:

- Secretary general – Abu Dhabi's Supreme Council for Financial and Economic Affairs
- Member – Abu Dhabi Executive Council
- Chairman – Department of Finance - Abu Dhabi
- Secretary general – Artificial Intelligence and Advanced Technology Council
- Chairman – Abu Dhabi Pension Fund
- Chairman – Modon Holding PJSC
- Vice-chairman – UAE Central Bank
- Vice-chairman - Abu Dhabi Holding Company (ADQ)
- Board member – Abu Dhabi Investment Authority (ADIA)
- Board member – Abu Dhabi National Oil Company (ADNOC)
- Board member – First Abu Dhabi Bank (FAB)
- Board member – Tawazun Economic Council
- Member – Education and Human Resources Council

H.E. Essa Abdulfattah Kazim
Vice Chairman, e&

R N

H.E. Essa Kazim holds an Honorary Doctorate from Coe College (USA), a Master's Degree in Economics from the University of Iowa (USA), a Master's Degree in Total Quality Management from the University of Wollongong and a Bachelor's Degree in Mathematics, Economics and Computer Science from Coe College. He currently holds the following positions:

- Governor – Dubai International Financial Centre
- Chairman – Borse Dubai
- Member – Higher Board of Directors of Dubai International Financial Center (DIFC)
- Member – Securities and Exchanges Higher Committee
- Member – Supreme Fiscal Committee in Dubai
- Deputy chairman – Supreme Legislation Committee in Dubai
- Chairman – DIFC Authority Board of Directors
- Chairman – DIFC Investments Board of Directors
- Board member – Free Zones Council
- Board member – NASDAQ Dubai
- Board member – NASDAQ Inc.
- Board member – Rochester Institute of Technology
- Member of the board of governors – Dubai National University

Mr. Hesham Abdulla Al Qassim
Board Member, e&

R I

Mr. Hesham Al Qassim holds a Bachelor's Degree in Banking and Finance and a Master's Degree in International Business Management and in Executive Leadership Development. He currently holds the following positions:

- Vice-chairman – Dubai Real Estate Corporation
- Vice-chairman and managing director – Emirates National Bank of Dubai PJSC
- Chairman – Emirates Islamic Bank PJSC
- Chairman – Emirates NBD S.A.E (Egypt)
- Chairman – DenizBank A.S (Turkey)
- Board member – Dubai International Financial Center Authority (DIFCA)
- Board member – DIFC Investments
- Board member – Maroc Telecom
- Chairman – Dubai Sports Corporation
- Chairman – Dubai Autism Center
- Member of board of trustees – Mohammed Bin Rashid Al Maktoum Global Initiatives "1 Billion Meals Endowment"

Chair of Committee
A Audit Committee
R Risk Committee
I Investment & Finance Committee
N Nomination & Remuneration Committee

Profile of the Board continued

H.E. Mansoor Ibrahim Almansoori
Board Member, e&

A** A* N

H.E. Mansoor Almansoori holds a Master's Degree in Strategic Security Studies and National Resources Management from the National Defense College (UAE). He is a University of Toledo (Ohio, USA) graduate in Computer Science, and holds several specialised certificates including a Leadership Certificate from London Business School (UK), Innovation Strategy Leadership from Massachusetts Institute of Technology (USA) and International Institute for Management Development (Switzerland).

Current Positions:

- Member – Abu Dhabi Executive Council
- Chairman – Department of Health in Abu Dhabi
- Vice-chairman – AIQ
- Board member – Multiply
- Member of board of trustees – Mohamed bin Zayed University of Artificial Intelligence (MBZUAI)
- Board member – Advanced Technology Research Council
- Vice-chairman – Presight AI
- Chairman – Space42

Previous Positions:

- Group chief operating officer – Group 42 Holding
- Chairman – Injazat
- Chairman – Bayanat
- Director general – UAE National Media Council
- Board member – Abu Dhabi Tourism and Culture Authority
- Board member – Emirates Palace Company

Mr. Michel Combes
Board Member, e&

N I

Mr. Michel Combes is a graduate of École Polytechnique, Télécom ParisTech and Paris Dauphine University.

Current Positions:

- Chairman & chief executive officer – MC Advisory
- Partner – Forgelight
- Board member – Philip Morris International
- Board member – F5 Inc
- Board member – Swile
- Board member – Contentsquare
- Chairman – Brightspeed
- Board member – Espace Inc

Previous Positions:

- Executive vice-president – Claure Group
- Board member – Assystem
- President and chief executive officer – SoftBank Group International
- Board member – CTIA, a national trade association representing the wireless communications industry in the USA
- President and chief executive officer – Sprint
- Board member – Sprint
- Chief executive officer – Altice
- Chief operating officer – Altice
- Chairman and chief executive officer – SFR Group
- Chief executive officer – Alcatel-Lucent
- Chief executive officer – Vodafone Europe
- Chairman and chief executive officer – TDF Group
- Chief financial officer and senior executive vice-president – France Telecom

Mr. Saleh Abdulla Alabdooli
Board Member, e&

A** R* I**

Mr. Saleh Alabdooli graduated from the University of Colorado in Boulder (USA) with a Master's Degree in Telecommunications and a Bachelor's Degree in Electrical Engineering. He held the following positions:

- Group chief executive officer – Etisalat Group
- Chief executive officer – Etisalat UAE
- Managing director & chief executive officer – Etisalat Misr
- Deputy chairman & member of the executive committee – Etisalat Misr
- Board member – Maroc Telecom
- Board member – Etihad Etisalat Company (Mobily)
- Chairman – Thuraya Telecommunications Company (Thuraya)
- Chairman – Etisalat Services Holding (ETS)
- Board member – Khalifa University

● Chair of Committee
A Audit Committee
R Risk Committee
I Investment & Finance Committee
N Nomination & Remuneration Committee

* Until 23 April 2024
** From 24 April 2024

Profile of the Board continued

Ms. Mariam Saeed Ghobash
Board Member, e&

A* R** I*

Ms. Mariam Ghobash has substantial corporate governance experience with both publicly listed and private companies. Ms. Ghobash currently serves as a board member on Mashreq Bank, Emirates Development Bank and Gulf Capital.

Previously, she was Vice-chairperson of Aldar Properties and Invest AD. She also served on the boards of Abu Dhabi National Oil Company for Distribution (ADNOC Distribution), National Bank of Abu Dhabi, Al Hilal Bank, National Takaful Co. (Watania) and Zayed University. She also worked as a director in the Global Special Situations Department at the Abu Dhabi Investment Council.

Ms. Ghobash holds a Bachelor of Science in Economics from The Wharton School, University of Pennsylvania in the USA. She has also successfully completed the General Management Program at Harvard Business School.

Sheikh Ahmed Mohamed Aldhahiri
Board Member, e&

A

Sheikh Ahmed Aldhahiri graduated with a Bachelor's Degree in Civil Engineering from UAE University – Al Ain in 1993. He currently holds the following positions:

- Vice-chairman – Abu Dhabi National Hotels Company (ADNH)
- Vice-chairman – Abu Dhabi National Hotels Catering (ADNHC)
- Board member – First Abu Dhabi Bank (FAB)
- Board member – Al Dhafra Insurance Co.

Mr. Abdelmonem Bin Eisa Alserkal
Board Member, e&

N** I*

Mr. Abdelmonem Alserkal graduated from Point Loma Nazarene University - San Diego, California, USA, in 1993 with a Bachelor's Degree in Business Administration (emphasis on Economics). He currently holds the following positions:

- Founder – Alserkal Avenue
- Managing director – Nasser Bin Abdullatif Alserkal Co LLC.
- Board of patrons – Art Dubai
- Member – The British Museum's Contemporary and Modern Middle Eastern Art Acquisition Group
- Member – Tate's Middle East and North Africa Acquisition Committee
- Member – Guggenheim's Middle Eastern Circle
- Member – Centre Pompidou International Circle Middle East
- Patron – Peggy Guggenheim Collection
- Member – Dubai Collection Steering Committee
- Honorary chairman – Ishara Foundation

Chair of Committee
A Audit Committee
R Risk Committee
I Investment & Finance Committee
N Nomination & Remuneration Committee

* Until 23 April 2024
** From 24 April 2024

Profile of the Board continued

Mr. Khalid Abdulwahid Alrustamani
Board Member, e&

R* I**

Mr. Khalid Alrustamani holds a Bachelor's Degree in Finance from George Washington University, Washington D.C. (USA). He currently holds the following positions:

- Chairman and chief executive officer – AW Rostamani Group
- Board member & member of executive committee – Commercial Bank of Dubai
- Board member – Dubai Insurance Company

Mr. Otaiba Khalaf Alotaiba
Board Member, e&

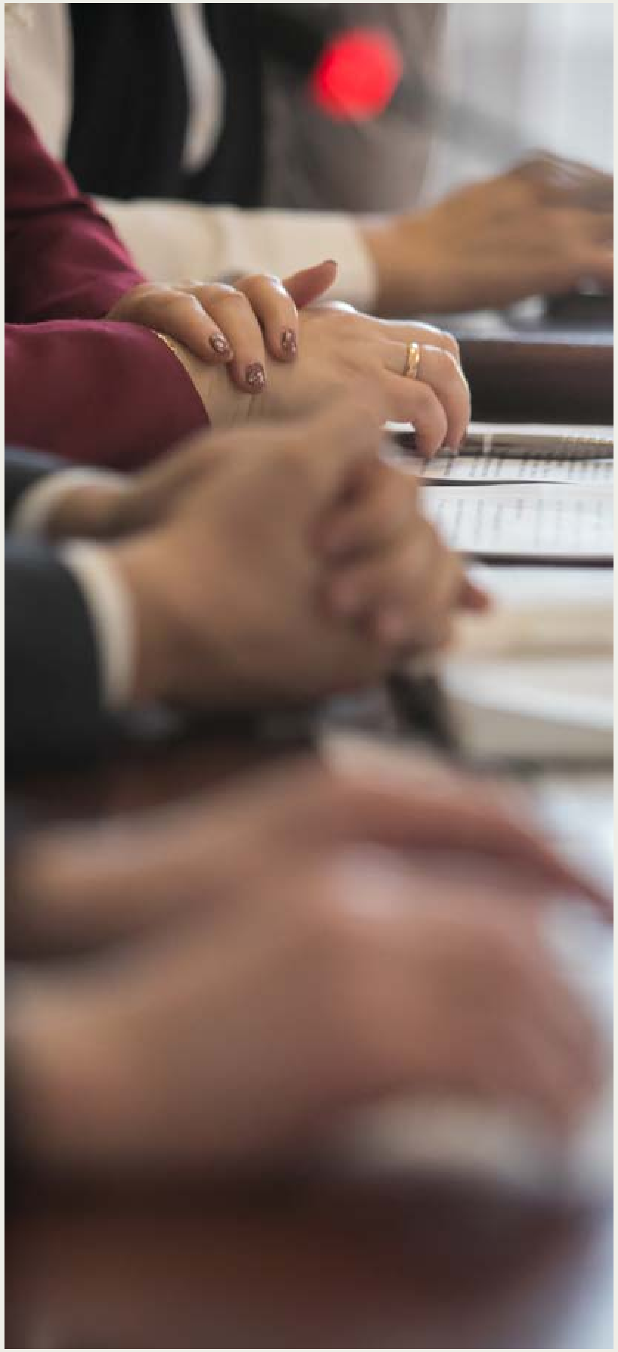
R** N*

Mr. Otaiba Alotaiba is an Emirati lawyer licensed to practice in all UAE courts. In 2004, he founded Al Otaiba & Hamdan Boudebs Advocates & Legal Consultants and, since then, he has been managing it, offering litigation, arbitration, and legal advisory services locally and internationally.

Mr. Alotaiba holds a Bachelor's Degree in Law from Damascus University (2001). He previously served as head of the litigation department at the legal division of the National Bank of Abu Dhabi. He has been a board member of e& since 2015.

Chair of Committee
(A) Audit Committee
(R) Risk Committee
(I) Investment & Finance Committee
(N) Nomination & Remuneration Committee

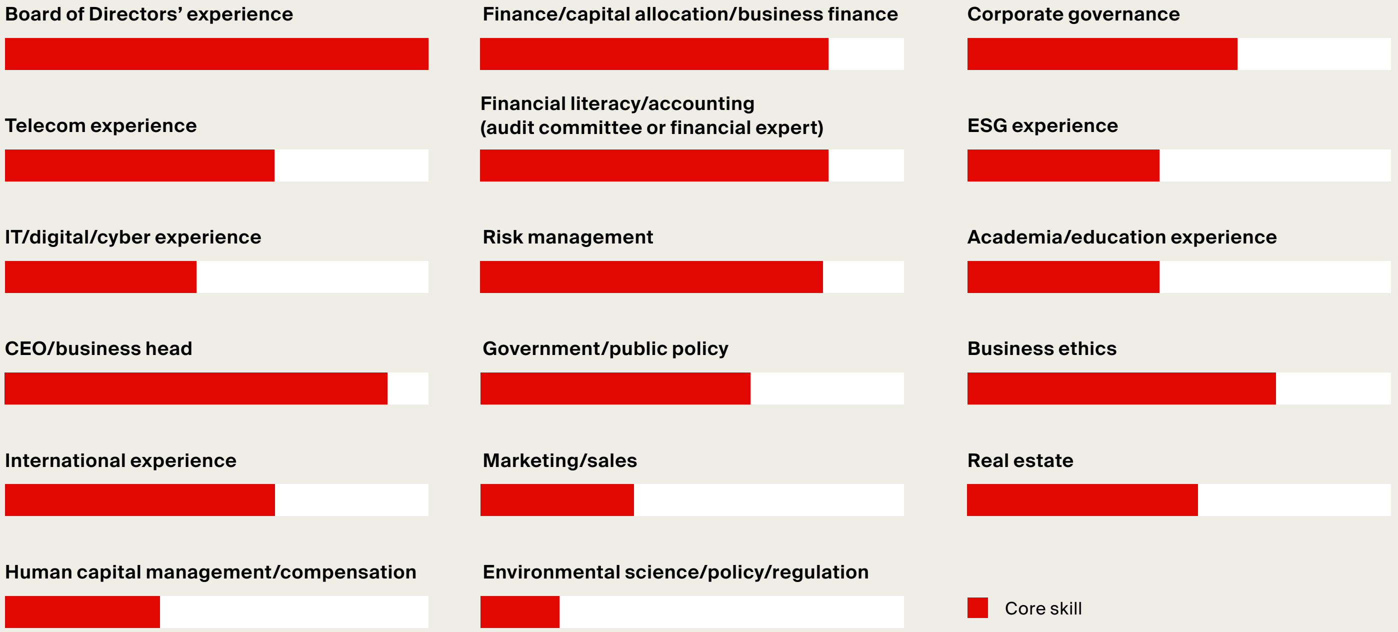
* Until 23 April 2024
** From 24 April 2024



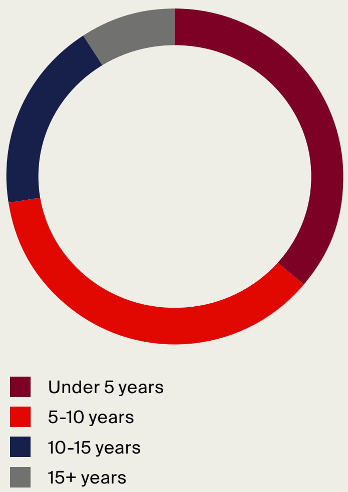
Board of directors continued

Board at a glance

Board Members' skills overview



e& Board tenure



Diversity

	H.E. Jassem Alzaabi	H.E. Essa Kazim	Mr. Hesham Al Qassim	H.E. Mansoor Almansoori	Mr. Michel Combes	Ms. Mariam Ghobash	Mr. Saleh Alabdooli	Sheikh Ahmed Aldhahiri	Mr. Abdelmonem Alserkal	Mr. Khalid Alrustamani	Mr. Otaiba Alotaiba
e& Board tenure (years)	4	13	10	4	4	7	4	25	13	10	10
Nationality	UAE	UAE	UAE	UAE	France	UAE	UAE	UAE	UAE	UAE	UAE
Gender	Male	Male	Male	Male	Male	Female	Male	Male	Male	Male	Male
Age (years)	50	65	51	42	62	41	60	53	55	57	50

Board of directors continued

Board Members' skill matrix

Skills/experience/diversity	H.E. Jassem Alzaabi	H.E. Essa Kazim	Mr. Hesham Al Qassim	H.E. Mansoor Almansoori	Mr. Michel Combes	Ms. Mariam Ghobash	Mr. Saleh Alabdooli	Sheikh Ahmed Aldhahiri	Mr. Abdelmonem Alserkal	Mr. Khalid Alrustamani	Mr. Otaiba Alotaiba
Board of directors experience	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Telecom experience	✓	✓	✓	✓	✓	✓	✓	–	–	–	–
IT/digital/cyber experience	✓	✓	–	✓	✓	–	✓	–	–	–	–
CEO/business head	✓	✓	✓	✓	✓	✓	✓	–	✓	✓	✓
International experience	✓	✓	✓	✓	✓	–	✓	–	–	✓	–
Human capital management/compensation	–	✓	✓	–	✓	✓	–	–	–	–	–
Finance/capital allocation/business finance	✓	✓	✓	✓	✓	✓	✓	–	✓	✓	–
Financial literacy/accounting (audit committee or financial expert)	✓	✓	✓	✓	✓	✓	✓	–	✓	✓	–
Risk management	✓	✓	✓	✓	✓	✓	✓	–	✓	✓	–
Government/public policy	✓	✓	✓	✓	✓	✓	–	–	–	–	✓
Marketing/sales	–	–	✓	✓	✓	–	–	–	–	✓	–
Environmental science/policy/regulation	–	✓	–	–	–	–	✓	–	–	–	–
Corporate governance	✓	✓	✓	✓	✓	✓	✓	–	–	–	–
ESG experience	–	✓	✓	–	✓	✓	✓	–	–	–	–
Academia/education experience	–	✓	✓	✓	–	✓	✓	–	–	–	–
Business ethics	✓	✓	✓	✓	✓	✓	✓	–	–	✓	–
Real estate	✓	✓	✓	–	–	✓	–	–	✓	✓	–

Group corporate secretary

"The role of the Board Secretariat is pivotal in ensuring the effective governance and integrity of the corporation. This function does not only act as the conduit for communication and documentation for the Board but also serves as a trusted legal adviser, guiding the Board through complex legal landscapes and ensuring compliance with regulations and laws. This is vital in safeguarding the Board's decision-making processes and maintaining the highest standards of corporate governance."

Mr. Hasan Alhosani
Group Corporate Secretary and Board Rapporteur, e&

Mr. Hasan Alhosani has vast experience in the legal field spanning more than 25 years, during which he has held a number of positions in the public and private sectors. He began his career in the oil and gas sector where he worked for nine years, during which he served as a legal adviser to the National Petroleum Construction Company (NPCC), known as one of the largest oil construction companies in the region and the Middle East.

He then moved to the public sector of the Emirate of Abu Dhabi where he assumed the position of general counsel for the Department of Municipal Affairs as well as the head of the Regulations and Legislations Department.

Mr. Hasan Alhosani holds a Bachelor's Degree in Law from the United Arab Emirates University and is a lawyer registered in the Registry of Non-working Lawyers at the Ministry of Justice. He is also a commercial arbitrator accredited by Abu Dhabi Commercial Conciliation and Arbitration Centre (ADCCAC) and was a member of the Arbitration/ADR Steering Committee of ICC UAE.

As Group Corporate Secretary (GCS) since 2012, he serves as an adviser to the Board in all legal and governance-related matters. In doing so, the GCS ensures the provision of an independent legal opinion to the Board and the adoption of the applicable rules and regulations in the UAE as well as the best-in-class corporate governance practices that are related to the Board, its Committees and the Board Members, such as those in the areas of conflict of interest, related party transactions and non-competition. Also, he takes care of the periodical disclosures related to the aforementioned matters to ensure integrity, transparency and compliance with the applicable rules and regulations. The GCS further observes the legal requirements for AGM meetings such as their quorum, running their proceedings, casting the votes on their resolutions, following up the implementation of such resolutions, as well as the rules of elections.

Moreover, Mr. Hasan Alhosani ensures the application of the rules that govern the Board Directorships and the replacement of Board Members in the event of a director's resignation or vacating a seat. He also serves as an interface between the Board and each of the Group's executive management, SCA/ADX, shareholders, public authorities and other stakeholders.

Committees of the board of directors

e& Board of Directors has a flexible and streamlined management system that facilitates the undertaking of its duties. This system is based on sub-constituting four Board Committees, namely: the Audit Committee, the Nomination & Remuneration Committee, the Risk Committee and the Investment & Finance Committee. Each Committee plays an essential role in assisting the Board to effectively assume its roles and responsibilities of operating the Company. It is worth mentioning here that all the Board Committees' Members are non-executive and their formation is line with SCA Governance Code.

Committees of the board of directors continued

I Investment & Finance Committee

"In 2024, the Committee supported the expansion of the Group's operational footprint into Central and Eastern Europe, enabling the Group to scale and diversify its revenue streams through entering growing markets with high potential and stable macroeconomic conditions. In this way, the Committee continued to promote e&'s balanced investment approach, growing the business through organic performance and strategic acquisitions while improving our dividend pay-out."

The Investment and Finance Committee (IFC) was formed to assist the Board in the investment-related business at the local and international levels given that Company is one of the major companies investing in telecom and technology industry and has a shareholding in many companies such as Maroc Telecom, Etisalat Misr, Mobily and many other companies. This necessitated the Board to constitute this Committee to assist it in undertaking its duties pertaining to such investments, along with other financial matters that are fundamental for the Company's success and progress.

A charter for this Committee has been composed and defines its functions and duties, the cases in which the Committee is entitled to make the decisions that it deems appropriate, and the cases in which it is only empowered to make recommendations for the Board to pass the appropriate resolutions thereon. This Charter serves as an authorisation by the Board for the Committee to carry out the functions and responsibilities stipulated therein.

The Committee is a management-free and consists of five non-executive members, of whom three (including the Chairman) are selected from the independent Board Members. It convenes six times per year and whenever necessary. H.E. Jassem Mohamed Alzaabi, Chairman of the Committee, commits that he is responsible for the Committee's framework, reviewing such framework's functionality and ensuring its efficiency.

IFC Meetings

The Committee held eight meetings in 2024. The meetings' attendance was as follows:

Members	23 Jan	12 Mar	02 Apr	30 Apr	25 Jun	31 Jul	17 Sep	26 Nov
H.E. Jassem Mohamed Alzaabi IFC Chairman	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Hesham Abdulla Al Qassim	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Michel Combes	✓	✓	✓	✓	✓	✓	✓	✓
Ms. Mariam Saeed Ghobash*	✓	✓	✓					
Mr. Saleh Abdulla Alabdooli**				✓	✓	✓	✓	✓
Mr. Abdelmonem Bin Eisa Alserkal*	✓	✓	✓					
Mr. Khalid Abdulwahid Alrustamani**				✓	✓	✓	✓	✓

* Until 23 April 2024

** Starting from 24 April 2024

Committees of the board of directors continued

A Audit Committee

"Our oversight of the soundness and integrity of our financial statements and disclosures stems from our stewardship to safeguard e& assets, ensure compliance and promote transparency and trust among our stakeholders. This translates that there is more to a good Audit Committee than simply checking to make sure that the Company complies with relevant codes and regulations; the Audit Committee is key to ensuring the healthy and robust operations of the Company."

The Audit Committee (AC) assists the Board in overseeing the Company through, among other things, monitoring the soundness and integrity of the Company's financial statements, developing and implementing a policy for contracting with the external auditor ensuring the auditor's independence as well as reviewing the systems of Internal Audit and Compliance.

Below is the e& AC's report, which provides more information on its mandate, roles and responsibilities, oversight and accomplishments:

e& Audit Committee Report

1. Introduction

It is with great responsibility and commitment that I present the e& AC report for the year ending 31 December 2024, as the Chair of the Committee. This report outlines the operational framework, activities undertaken during the year, and the significant role the Committee plays in maintaining the integrity of the e&'s financial statements and the effectiveness of its risk management, controls, and related processes. Further, I commit that I am responsible for the Committee's framework, reviewing the framework's functionality and ensuring its efficiency.

2. Committee structure and charter

The AC is vital in implementing an adaptive management structure to support the Board of Directors in fulfilling its obligations as outlined in the Committee's charter. This charter acts as a formal directive, establishing the AC's duties and responsibilities, which are to be executed in compliance with national laws and regulations. It details the Committee's powers, formation, meeting protocols, and decision-making processes, ensuring a systematic approach to overseeing the Company's governance.

The Committee is comprised of four Members. Three of the Committee Members were selected from the Non-Executive Board Members out of whom two, including the Chairman, are independent. The third Member is Sheikh Ahmed Aldhahiri, one of the Board Members elected by e& General Assembly. The fourth Committee Member is an independent external Member, Mr. Salem Al Dhaheri. He has over 30 years of experience in auditing and leading audit functions, as well as extensive and in-depth knowledge of investment products. Mr. Salem graduated with a BA in Accounting from Metropolitan State College in Denver, USA, and he is a certified public accountant (CPA). He is also a member of the Illinois CPA Society, the American Institute of Certified Public Accountants, and the Institute of Leadership & Management (UK). He has gained the 2015 Lifetime Achievement Award from the Institute of Internal Auditors (IIA-UAE).

The AC Members bring a wealth of experience and expertise to execute the AC mandate. Every Member of the Committee demonstrates extensive proficiency and specialisation in audit, risk, financial, and accounting domains. This proficiency stems from their distinguished academic qualifications, their memberships on the boards of directors of major companies and institutions and the senior administrative or executive roles they occupy.

AC Meetings

The Committee held eight meetings in 2024. The meetings' attendance was as follows:

Members	06 Feb	13 Feb	19 Feb	29 Apr	29 Jul	22 Oct	28 Oct	12 Dec
H.E. Mansoor Ibrahim Almansoori*** AC Chairman	✓	×	✓	✓	✓	✓	✓	✓
Ms. Mariam Saeed Ghobash* AC Chairperson	✓	✓	✓					
Mr. Saleh Abdulla Alabdooli**				✓	✓	✓	✓	✓
Sheikh Ahmed Aldhahiri	✓	✓	✓	✓	✓	✓	✓	✓
Mr. Salem Sultan Al Dhaheri External Member	✓	✓	✓	✓	✓	✓	✓	✓

* Until 23 April 2024

** Starting from 24 April 2024

***H.E. Mansoor Almansoori was AC Member until 23 April 2024 and became Chairman as of 24 April 2024

Committees of the board of directors continued

3. Roles and responsibilities

a. Financial oversight:

- The AC is tasked with monitoring the integrity of financial statements, overseeing the development and implementation of policies for contracting external auditors, and ensuring their independence.
- The Committee reviews the internal audit and compliance systems and supervises their effective implementation to ensure robust performance.

b. External and internal auditors:

- The AC oversees the performance and independence of external auditors, recommending their appointment or termination.
- It also approves and monitors the implementation of plans from the Internal Audit, and Ethics and Compliance departments, ensuring they align with the company's objectives and regulatory requirements.

c. Ethics and compliance:

- The Committee holds the responsibility for matters related to business ethics and compliance with the Company's Code of Conduct and other policies.
- It ensures adherence to laws against forced labour and unethical practices within the company and its supply chain.

d. Meetings and attendance:

- The AC convened eight times throughout the year, with agendas covering a wide range of topics pertinent to the Committee's responsibilities.
- Attendance details for each Member are meticulously recorded, demonstrating the commitment of the Members in fulfilling their roles.
- H.E. Mansoor Almansoori, Chair of the Audit Committee, succeeded Ms. Mariam Saeed Ghobash who held the position until 23 April 2024. Additionally, Mr. Saleh Abdulla Alabdooli was nominated to join starting from 24 April 2024.
- A quorum was met for each of the eight Committee meetings conducted in 2024.

4. Oversight of activities and accomplishments

To enhance the commitment to maintaining exemplary financial integrity and ethical standards at e&, the agenda consistently addresses a comprehensive array of pertinent topics within the Committee's scope. Throughout the year ending 31 December 2024, the Committee diligently ensured adherence to these critical issues, reinforcing our dedication to these core values.

a. Review of significant matters:

The AC has reviewed all significant matters as outlined and extensively covered in e&'s annual reports.

b. Financial review:

- The appointment of an external auditor to review the e&'s accounts, related IT systems, and necessary information. Empowered by the Committee charter, the auditor meets with the AC as needed. Quarterly, the auditor presents an independent opinion on the organisation's accounts and controls to the Committee.
- Regular reviews of e&'s financials and quarterly performance indicators.

c. External auditors appointment and independence:

- The Committee has conducted a review of the selection and appointment process for the external auditor, taking into account applicable laws and regulations. This review, carried out by e& AC, included assessments of technical capabilities and commercial considerations. To ensure independence and mitigate the risk of familiarity, this process is performed at least once every three years.
- Establishment of processes between internal and external audit to discuss and validate all non-audit services in accordance with the non-audit services policy. The Committee is empowered to pre-approve all auditing and non-audit services performed by the external auditors.
- Review the performance of the external auditor while scanning for adverse media and competency or integrity concerns raised by the relevant authorities in the UAE.

d. Corrective actions and risk management:

- Review and implementation of corrective actions for deficiencies noted by Internal Audit and Compliance functions.
- Continuous monitoring and adjustment of risk management strategies and internal controls to adapt to new threats.
- Internal Audit monitors and reports quarterly to the Committee on "Management Exposure to Risk", a metric designed to closely monitor how leadership addresses open audit recommendations, ensuring they are resolved promptly.

e. Related party transactions:

Review of transactions and balances between e& and its subsidiaries disclosed in the e& Annual Report for the FY2024. (Page 153)

5. Conclusion

The AC remains steadfast in its dedication to uphold the highest standards of financial integrity and ethical conduct within e&. Through diligent oversight and strategic guidance, the Committee ensures that the Company not only complies with legal and financial standards but also operates in a manner that is consistent with the best interests of its stakeholders and the broader community.

For further details on the e&'s financial performance and related party transactions, please refer to the annual report available at: e& Annual Reports. (Page 153)

Committees of the board of directors continued

R Risk Committee

"As the global risk landscape is evolving, accelerated by technological evolution, increased external scrutiny in the jurisdictions in which we operate, and growing emphasis on sustainability, a lot of responsibility is upheld by the Risk Committee to ensure having the adequate capacity to navigate different challenges while enabling the group achieving its strategic objectives. Thus, e& ensures balancing between the risk appetite and business operations which is essential to the Company progress and advancement."

The RC has been constituted from within the Board of Directors to assist the Board in performing its duties diligently and effectively as per the Committee's charter which serves as an authorisation by the Board of Directors to it for undertaking the functions mentioned therein in compliance with the laws and regulations taking force in the UAE.

The Committee's charter also sets out, in detail, the functions and powers granted to the Committee, its constitution, the conditions governing the convention of its meetings and its quorum and the Committee's decision-making mechanism.

The Committee undertakes many roles including overseeing the Company's risk management systems, assessing the effectiveness and mechanisms for determining, measuring and monitoring risks and determining areas of inadequacies. The Committee also gives advice to the Board in relation to determination of overall risk appetite, tolerance, and strategy, taking into account the Company's values and public interest purpose, as well as the current and prospective regulatory, macroeconomic, technological, environmental and social developments and trends that may be relevant to the Company's risk policies. Further, the RC regularly reassesses the Company's capacity to take on risks and be exposed to such risks by overseeing the monitoring of the Company's risk exposure against the risk appetite framework and recommend mitigation actions as appropriate to ensure that the Company does not go beyond such level.

The Committee is management-free and it comprises four Members with a wealth of expertise and business experience in the telecommunications industry and in the field of risk management. All the current RC Members were selected from the Non-Executive Board members. The RC meets at least once every three months and may convene additional meetings, when the need arises or upon a call for convention by the Board of Directors or its Chairperson.

Mr. Hesham Abdullah Al Qassim, Chairman of the RC, commits that he is responsible for the Committee's framework, reviewing such framework's functionality and ensuring its efficiency.

RC Meetings

The Committee held four meetings in 2024. The meetings' attendance was as follows:

Members	25 Jan	01 Apr	15 Jul	28 Oct
Mr. Hesham Abdulla Al Qassim RC Chairman	✓	✓	✓	✓
H.E. Essa Abdulfattah Kazim	✓	✓	✓	✓
Ms. Mariam Saeed Ghobash**			✓	✓
Mr. Saleh Abdulla Alabdooli*	✓	✓		
Mr. Khalid Abdulwahid Alrustamani*	✓	✓		
Mr. Otaiba Khalaf Alotaiba**			✓	✓

* Until 23 April 2024

** Starting from 24 April 2024

Committees of the board of directors continued

Nomination & Remuneration Committee

> Our core role as a Committee is to ensure that the policies and frameworks set in place to attract and retain high-calibre staff tightly commensurate with performance, given that our talented pool of employees are the fundamental enabler while propelling towards achieving our targeted goals. Further, the NRC is keen to instil a culture of diversity across e& functions to create an environment rich with a wide array of knowledge and backgrounds.”

The NRC has been constituted from within the Board of Directors to assist the Board in performing its duties diligently and effectively as per the Committee’s charter which serves as an authorisation by the Board of Directors to it for undertaking the functions mentioned therein in compliance with the laws and regulations taking force in UAE. The Committee’s charter also sets out, in detail, the functions and powers granted to the Committee, its constitution, the conditions governing the convention of its meetings and its quorum and the Committee’s decision-making mechanism.

Whereas the Company’s cadre is deemed fundamental for the Company’s advancement and for achievement of its targeted goals, the NRC assumes, as part of its key roles, setting the policies which define e&’s talent requirements at executive management and staff level as well as setting the policies pertaining to the compensation, incentives and salaries of the Members of executive management and staff of the Company as well as the remuneration of the Board of Directors in a manner that ensures meeting the Company’s objectives and that is commensurate with its performance. The Board or the Committee, according to the adopted authority matrix, approves the compensation and remuneration of the Group CEO as well as e& key executives. In performing its functions, the Committee takes into account maintaining the competitive and fair nature of the compensation, which is to be in line with the e& strategy of attracting and retaining talented staff in order to achieve the best results. The NRC also reviews the Company’s initiatives in the field of gender equality as well as diversity at the level of the Board of Directors and employees of the Company. Furthermore, it monitors human capital-related risks.

Moreover, the NRC assists the Board in the ESG matters. Among these duties are providing guidance to the Board on programmes that relate to ESG matters, overseeing the sustainability strategy and the progress against achieving sustainability targets, supervising climate risks and the plans on environment and climate action. It further oversees e& material business risks in relation to ESG as well as risk management strategies and the controls of these risks. Also, e& has established a Sustainability Steering Committee from the management to ensure the implementation of all relevant initiatives.

The Committee is management-free and consists of four non-executive members from the Board of Directors, of whom two, including the Chairman, are independent. The NRC convenes periodically and whenever necessary. Mr. Michel Combes, Chairman of the Committee, commits that he is responsible for the Committee’s framework, reviewing such framework’s functionality and ensuring its efficiency.

NRC Meetings

The Committee held seven meetings in 2024. The meetings’ attendance was as follows:

Members	23 Jan	14 Feb	12 Mar	02 Apr	25 Jun	17 Sept	26 Nov
Mr. Michel Combes NRC Chairman	✓	✓	✓	✓	✓	✓	✓
H.E. Essa Abdulfattah Kazim	✓	✓	✓	✓	✓	×	✓
H.E. Mansoor Ibrahim Almansoori	✓	✓	✓	✓	✓	✓	×
Mr. Abdelmonem Bin Eisa Alserkal**					✓	✓	✓
Mr. Otaiba Khalaf Alotaiba*	✓	✓	✓	✓			

* Until 23 April 2024

** Starting from 24 April 2024

Board & its committees evaluation

The Board of Directors constantly considers the ways to develop its performance. Therefore, the Board, through the Nomination and Remuneration Committee and in coordination with the Chairman of the Board of Directors and Group Corporate Secretary, conducted an evaluation for the Board and its Committees for the year 2024. This evaluation covered many matters including: composition and structure, roles and accountability, culture and dynamics, process and practices and the relation and interaction with the management and the important matters that need focus and enhancement. Further, training courses and workshops were held for the Board and the Group Corporate Secretary which tackled numerous subjects, among which was a training in ESG that was attended by seven Board Members.

Board remuneration

e& General Assembly determines the remuneration of Board Members after reviewing the recommendation raised to it in this regard. e& Articles of Association, which were promulgated by virtue of Cabinet Resolution No. 29 of 2015, as amended, linked the remuneration of the Board of Directors to the Company's performance where such remuneration is capped at 0.5% of ended financial year's net profit.

The total remuneration of the Board Members for the year 2023 amounted to AED 28,578,000, while the Board remuneration for the year 2024 amounted to AED 26,317,000, covering membership in the Board and its Committees. The Board Members are not entitled to receive any attendance fees for Board or its Committees' meetings.

Such remuneration constitutes around 0.24% of the net profit of e&.

	Committees membership fees			
Board Members	Investment and Finance Committee	Nomination and Remuneration Committee	Audit Committee	Risk Committee
H.E. Jassem Mohamed Alzaabi	852			
H.E. Essa Abdulfattah Kazim		426		284
Mr. Hesham Abdulla Al Qassim	710			341
H.E. Mansoor Ibrahim Almansoori		284	485	
Mr. Michel Combes	710	341		
Ms. Mariam Saeed Ghobash	221		106	293
Mr. Saleh Abdulla Alabdooli	489		196	133
Sheikh Ahmed Mohammed Aldhahiri			426	
Mr. Abdelmonem Bin Eisa Alserkal	221	293		
Mr. Khalid Abdulwahid Alrustamani	289			133
Mr. Otaiba Khalaf Alotaiba		133		293

* All values in thousand dirhams and rounded.

** There are no attendance fees.

e& securities trading

This report tackles insider security trading policy in another context where it articulates the policies set to implement the governance rules and corporate disciplines. The aforesaid policy controls insiders' trading in the Company's securities in compliance with the governance and disclosure requirements applicable in UAE as well as international best practices. This section of the report provides for the trading in e& shares effectuated by the Chairman, Vice-Chairman and Members of the Board of Directors and their spouse and children since they are subject to the above-mentioned policy given that they are deemed part of the Insiders' definition including, Chairman, Vice-Chairman, Board Members, the top management and any person who has access to Company's material information prior to publishing it. The material information is defined by the above-mentioned policy as any information, positive or negative, that may impact the price of e& securities, hence; affect investors' decisions towards buying or selling such securities.

The below table shows the trading in the Company's shares conducted by the Board Members, their spouses, and their children in 2024, and their holdings of such shares as of the end of the year:

Board Member	Position/ Kinship	Shares held as at 31/12/2024	Total sold shares in 2024	Total purchased shares in 2024
H.E. Jassem Mohamed Alzaabi	Chairman	2,010,357	0	0
H.E. Essa Abdulfattah Kazim	Vice-Chairman	0	0	0
	Spouse	241,595	0	0
Mr. Hesham Abdulla Al Qassim	Board Member	0	0	0
	Spouse	110,000	0	0
	Son	4,202	0	0
	Son	5,302	0	0
	Daughter	5,302	0	0
	Daughter	5,852	0	0
	Daughter	4,202	0	0
	Daughter	4,752	0	0
H.E. Mansoor Ibrahim Almansoori	Board Member	0	0	0
Mr. Michel Combes	Board Member	0	0	0
Ms. Mariam Saeed Ghobash	Board Member	0	0	0
Mr. Saleh Abdulla Alabdooli	Board Member	30,184	0	0
Sheikh Ahmed Mohammed Aldhahiri	Board Member	14,519	0	0
	Spouse	459,224	0	
Mr. Abdelmonem Bin Eisa Alserkal	Board Member	2,688,561	0	0
Mr. Khalid Abdulwahid Alrustamani	Board Member	319,983	0	0
Mr. Otaiba Khalaf Alotaiba	Board Member	12,313	0	0

Executive management

The Executive management carries out the Company's day-to-day activities and exercises the authorities delegated to it by e&'s Board of Directors as per the customary practice and the governance rules and regulations.

To facilitate exercising its duties, the management was granted a power of attorney, which authorised it, among other matters, to sign bank documents, appoint employees, and represent the Company before official and quasi-official bodies. In addition, the Board authorised the management to execute contracts, agreements and transactions. The current power of attorney ends on 20 February 2027. Moreover, e& has established clear rules, approved by the Board, setting the limits within which the management members may act with respect to the above.

Further, e& has adopted a pay-for-performance philosophy, where all e& employees including the Executives, are eligible for a bonus (STI) based on the associated policy. Each Executive has a scorecard with ambitious targets approved by the Board or NRC, as applicable. Achievement against these scorecards forms the basis for the overall performance rating and computing the STI. Notably, the GCEO's scorecard for 2024 includes several components, including ESG.

Nationalisation rate and gender diversification

Nurturing our Emirati talent and empowering our future leaders has always been a priority for our organisation. As a result, our Emiratisation percentage has grown in the last three years, as it increased from 51.5% in 2022 to 52.5% in 2023 and reached 54.3% in 2024.

In addition to Emiratisation, e& also values gender diversity and, as an equal opportunities employer, it has actively worked to ensure gender equity in its policies and practices. In 2024, the total female cadre increased to 26.2% from 25.8% in 2023.

Salaries and remunerations of executive management

The details of e& key executive management Members, their joining dates and gross salaries and remunerations paid for the year 2024 are outlined below:

Position	Joining date	Total salaries and allowances	Other benefits[1]	Bonus 2024	LTI[2]
Group Chief Executive Officer	27-Sep-15	5,400,000	116,000	11,364,300	3,090,519
Group Chief Financial Officer	01-Aug-13	3,051,000	89,427	4,555,000	515,069
Group Chief Operations Officer	02-Sep-98	2,789,360	222,320	4,131,000	515,069
Group Chief Legal & Compliance Officer	26-Dec-10	2,190,000	350,550	3,106,000	152,599
Group Chief People Officer	11-Apr-22	2,190,000	198,404	3,106,000	426,600
Group Chief Strategy Officer	01-May-23	2,700,000	1,605,431	3,407,000	
Group Chief AI and Data Officer	24-Nov-20	2,400,000	100,987	3,284,000	457,849
Group Chief Brand & Communications Officer	03-Feb-13	1,660,665	29,562	1,805,000	400,665
Chief Executive Officer, e& UAE	29-Aug-21	3,144,000	215,506	6,244,000	1,199,569
Chief Executive Officer, e& enterprise	03-Nov-13	3,000,000	253,935	1,881,000	572,316
Chief Executive Officer, e& life	19-Jun-93	3,067,620	121,120	4,093,000	572,307

All values in AED

1. Other benefits include, as applicable, education reimbursement, vacation allowance, home travel allowance, one-time retention bonus and joining bonus. The employees are also entitled to additional benefits like medical insurance and gratuity or pension (as applicable) and telephone rebate
2. The deferred compensations paid against the long-term incentive plan (LTIP) for the cycle 2022-2024 (for the year 2022).

Related party transactions

e& did not conduct any transactions with related parties in the year 2024 in accordance with the provisions governing transactions and related parties stipulated under the Resolution of Securities and Commodities Authority Chairman No. (3 /R.M.) of 2020 regarding the Adoption of Public Joint Stock Companies Governance Guideline. For the related party transactions in accordance with International Financial Reporting Standards (IFRS), please refer to e& annual report on the below link (page 202):

https://www.eand.com/en/investors/annual-reports.html

Internal control

The Board of Directors is responsible for e&'s internal control system, its annual review, and ensuring its efficiency. They oversee the design, implementation, and maintenance of the internal control system, setting governance roles and frameworks to supervise risk management and assurance, ensuring the adequacy and effectiveness of the internal control system.

To achieve optimal application of control assurance, e& has adopted the internationally recognised "three lines" of defence model. This model contains key governance elements including enterprise risk management, which facilitates the identification and monitoring of key enterprise-wide risks as well overseeing the assurance processes. Internal audit provides independent assurance on the effectiveness of risk management, governance, and internal controls. Ethics & compliance oversees and monitors ethics and compliance regulations and requirements across the Group. Special audit investigates and resolves fraudulent activities and facilitates preventative fraud risk management.

Together with frontline business functions, these disciplines create a robust governance environment that supports sustainable growth and stakeholder confidence.

1. First line of defence

The frontline business functions, governed by policies, procedures, code of business ethics and delegated mandates as approved by the Board of Directors, are the first line of defence. The business functions are responsible for having adequate skills, operating procedures, systems and controls in place to comply with policies and mandates and to exercise sound risk management.

2. Second line of defence

2.1 The Group enterprise risk management function

The Group Enterprise Risk Management (ERM) function constitutes part of the second line of defence and is responsible for the identification and monitoring of enterprise-wide risks as well overseeing the assurance processes that ensure the effectiveness of the internal control environment. Group ERM shares the common purpose of contributing to a robust control environment alongside other assurance providers and oversight functions.

Group ERM plays a key role in disseminating a robust risk culture across the Group and maintaining effective risk management practices in line with the Board-approved Group-wide ERM charter, the Group risk management policy, and the Group risk management framework. Additionally, it provides management and the Board's Risk Committee with reasonable assurance that significant risks affecting the organisation's strategic objectives, critical processes or compliance obligations are identified, assessed and appropriately mitigated.

The function helps e& management and the Board to:

- focus their attention and efforts on managing the key risks that could affect the delivery of strategic, operational, financial and compliance objectives;
- minimise surprises through ongoing management of existing risks and timely identification of emerging risks;
- anticipate and deal in a more effective manner with changing political, economic and competitive environments;
- identify areas of potential improvements to the efficiency and effectiveness of operations;
- make decisions in the pursuit of opportunities that could lead to or maximise rewards; and
- create a greater sense of awareness for risks and opportunities and how these may influence strategy and operations, enhancing e&'s ability to respond accordingly to uncertainty.

Internal control continued

Furthermore, Group ERM is accountable for coordinating the delivery and reporting of assurance efforts as they pertain to the identified and reported key enterprise-wide risks to the business. It is imperative that there is a central and coordinated view of the assurance results across the first and second line of defence to ensure weaknesses are promptly identified and dealt with in a timely and proactive manner.

e& has a robust risk management governance structure consisting of ERM committees at a vertical and Group level, chaired by the respective CEOs and GCEO, respectively. Furthermore, Risk Management reports directly to the e& Board's Risk Committee who is empowered by the Group Board to oversee risk management in e&. The previously mentioned supervisory duties of the Committee include, but are not limited to, the establishment and maintenance of:

- A Group risk profile that fairly represents the significant risks and opportunities across e& and its OpCos in line with defined risk tolerance and appetite levels.
- A risk reporting framework that regularly provides updates to management and the Risk Committee. These reports help to drive appropriate actions to mitigate unacceptable risk exposures.
- A risk and compliance culture of continuous improvement in relation to process efficiency and awareness of risk management.

Mr. Mohamed Dukandar serves as the Group Chief Risk & Assurance Officer at e&, where he leads the Group's Enterprise Risk Management, Internal Audit, and Special Audit functions. Since joining the e& Group in July 2016, Mr. Dukandar has leveraged his extensive qualifications as a Chartered Accountant (SA), Certified Internal Auditor (CIA), and Certified Control Self Assessor (CCSA) to bring over 28 years of expertise in governance, risk management, insurance, and both internal and external auditing, including forensic auditing.

Prior to his tenure at e&, Mr. Dukandar was the group executive of Telkom Audit Services at Telkom South Africa SOC Ltd., a position he held since 2009. His professional career spans various industrys including, telecommunications, finance, consulting and the public sector.

Throughout his career, Mr. Dukandar has amassed considerable experience serving on various audit and risk committees. He is currently a member of the Audit Committees for several Group subsidiaries, including PTCL Group, Egypt, Afghanistan, and most recently, PPF. In addition, he has been appointed to the Board of Glasshouse.

Mr. Dukandar is also an active participant in the World Economic Forum for Chief Risk Officers and the Global Future Risk Council, where he plays a pivotal role in identifying complex risks, promoting adaptive risk governance, and providing strategic insights geared towards building a more resilient and sustainable future.

2.2 Ethics & compliance

e& Group's Ethics and Compliance function sits within the wider e& Group Legal and Compliance department, where it oversees and monitors ethics and legal compliance regulations and requirements. e& Group Ethics and Compliance's primary objective is to promote a culture at e& where ethical values and compliance take centre stage in decision-making processes.

This involves the following key initiatives:

- Designing and executing an ethics and compliance programme that effectively identifies, evaluates, and mitigates risks related to compliance.
- Formulating and executing e&'s ethics and compliance policies and guidelines.
- Encouraging open communication channels for reporting potential ethical breaches.
- Cooperating with various departments to ensure the enforcement of standards and regulations.
- Offering advice to management on the potential effects of new laws and regulations on e&'s operations.
- Advocating a culture of integrity and ethical conduct throughout e& and its Operating Companies.
- Providing information, training, and awareness to promote and embed a compliance culture.

The function is headed by Ms. Brooke Marie Lindsay. She was appointed as Group Chief Legal and Compliance Officer of e& in May 2022. Prior to this role, Ms. Lindsay served as e&'s Acting General Counsel from December 2021 and prior to that as the General Counsel for e& international. Before joining e& in 2010, she worked with several esteemed independent

Internal control continued

and global law firms. Ms. Lindsay holds a Board position at the PTCL Group. She has also served as Director in Khazna Data Centers, the iMENA Group and Thuraya Telecommunications Company and as a Board Member at Etisalat Nigeria. Brooke is a graduate of Bond University in Australia where she earned a Bachelor's degree in Law and Accounting.

The e& Group Ethics and Compliance function reports to the Audit Committee. The supervisory duties of the Committee include, but are not limited to, the establishment and maintenance of:

- A compliance reporting framework that regularly provides updates to the management and the Audit Committee. These reports help drive appropriate actions to mitigate unacceptable compliance exposures.
- Appropriate compliance policies and processes to meet corporate legal and regulatory obligations.
- Mechanisms to verify adherence to policies and processes for legal and regulatory obligations.

2.3 Preventative fraud risk management

The Preventive Audit team is an essential component of the second line of defence, shouldering the responsibility for identifying and mitigating potential fraud risks across e& while overseeing the verification processes that affirm the efficacy of the internal control environment. The Preventive Audit team collaborates closely with other specialised supervisory functions, with the shared objective of strengthening a resilient control environment. The team also sponsors and delivers various initiatives that promote fraud prevention, such as conducting fraud risk assessments across the e& Group, the international fraud awareness week, training and awareness sessions.

3. Third line of defence

The Internal Audit and Special Audit functions are independent from executive management, reporting directly to the e& Board of Directors. The Audit Committee, authorised by the Board, oversees these functions, ensuring their independence and effectiveness. The Committee's responsibilities include:

- Enabling e& staff to confidentially report potential violations of financial reporting, internal controls, or other issues.
- Overseeing the conduct of independent and impartial investigations into reported violations.
- Considering the findings of primary investigations into internal control issues.

3.1 Internal audit

Internal audit, the third line of defence in e&, provides objective assurance and insight on the adequacy and effectiveness of risk management, internal control and governance processes.

The Internal Audit function role is to provide independent and objective assurance and consulting services, which are designed to add value and improve the operations of e&. The function helps e& accomplish its objectives by creating a comprehensive approach to anticipate, identify, prioritise, monitor and facilitate the management of e&'s key business risks, and facilitate implementation of cost-effective internal controls and compliance.

The function is governed by adherence to the mandatory elements of Institute of Internal Auditors' (IIA) International Professional Practices Framework (IPPF), including the Core Principles for the Professional Practice of Internal Auditing, the Code of Ethics, and the International Standards for the Professional Practice of Internal Auditing.

The function evaluates and reports on the effectiveness and efficiency of e&'s operations, systems, and controls, in line with the internationally recognised internal audit framework.

The function has had the privilege of being the first UAE-listed company to successfully pass an external quality assessment by the IIA Global with the highest rating for general conformance to the three areas: attributes standards, performance standards, and code of ethics.

The function was re-certified in 2024 by the IIA and achieved 100% conformance to all applicable standards. According to the International Professional Practices Framework (IPPF) developed by The Institute of Internal Auditors (IIA), external assessments should be conducted at least once every five years. This is a practice that is adhered to by Internal Audit.

3.2 Special audit

The Special Audit team functions as a critical component of the third line of defence within the e& Group, playing a pivotal role in upholding the organisation's integrity. The team is responsible for investigating and exposing fraudulent activities, thereby contributing to a robust control environment. e& Group has a zero-tolerance policy for fraud, enforced through rigorous detection activities conducted by the Special Audit team through a comprehensive whistleblower programme, aligned with the IIA's Fraud Risk Management (FRM) framework. This programme encourages employees to report suspected misconduct confidentially, ensuring their anonymity and protection from retaliation.

e& Group's commitment to integrity is reinforced by its robust fraud detection and investigation programme, compliant with ISO anti-bribery management standards, plays a crucial role in investigating suspected fraud and ensuring compliance with ethical standards. By proactively addressing potential fraud risks and promoting a culture of transparency, e& aims to maintain a strong and resilient organisation. The team collaborates closely with other specialised oversight functions to strengthen the organisation's overall control environment and promote transparency.

Internal control continued

By fostering a culture of integrity and accountability, the Special Audit team contributes to a strong and resilient organisation.

Excellence & recognition

The Group Audit Committee and Group Risk Committee approved the 2024 strategies for internal audit, special audit and enterprise risk management respectively. It is mandated with protecting value, driving impact, and empowering e&. This meant that it had to rethink everything it did and how it did it. As part of its strategy execution, the department rebranded to Risk & Assurance, a step towards its positioning in the Group and its mission to elevate e& by providing robust risk management, proactive assurance, and valuable insights.

It is the ambition of e& Risk and Assurance to become a global professional practice leader across the technology industry in the risk and audit professions, regionally and globally. Risk & Assurance maintained its leadership in Internal Audit throughout 2024, with key staff members participating in the global and regional conferences organised by the professional bodies, e.g. IIA's 2024 International Conference in Washington DC, the IAA UAE's The Audit Summit in Abu Dhabi, and the first Audit, Anti-Fraud and IT Congress organised by the UAE Internal Auditors Association (UAE-IAA) held under the patronage of UAE's Ministry of Economy in Dubai.

In 2024, the function won two 'Leading Practice Awards,' awarded by the IAA-UAE, where it was recognised for excellence in the categories of governance, risk & control for its digitisation journey, and secondly in IT governance for its AI governance Audit framework. These participations and awards reflect the function's dedication to excellence, continuous improvement, and its recognition for implementing practices and standards. Further, the IIA has recognised the Group's Internal Audit function as 'General Conformance' to the IPPF Standards. This recognition was achieved in its five OpCos: e& Group (UAE), PTCL Group (incl. UBank), e& Egypt, Etisalat Services Holdings, and Etisalat Afghanistan.

e& continues to drive excellence in what it does and how it does it, which aligns with its risk & assurance strategy through which it strives to go beyond for e&.

Reporting to those charged with governance

For 2024, 16 internal audit reports have been shared with the Audit Committee, which included: (i) an annual report summarising internal audit activities (ii) four quarterly reports on internal audit, (iii) four updates on the UAE Accountability Authority (UAEAA) audit, (iv) one report on special audit & investigation activities. In addition, reports related to charters & policy updates, audit strategy, and operating model have been shared with the Audit Committee.

Seven enterprise risk management reports have been shared with the Risk Committee, which included e&'s principal risks, appetite, risk deep-dives, ERM charter and policies updates, ERM strategy and ERM plan.

Annually, a risk-based assurance plan is developed and submitted to the Risk and Audit Committees for approval.

The Risk & Assurance department addresses key issues or risks identified in the annual reports and accounts, which include but are not limited to the following:

- Ensuring establishment of remediation or action plans for all key risks. Such plans are to identify the people responsible along with timelines for completion.
- Monitoring progress in completing agreed actions with regular reporting on their status to the Audit Committee and Risk Committee.
- Performing follow-up reviews, as needed.

The function provides the Audit Committee with an annual assessment of the efficiency and effectiveness of the internal control environment across e&. In addition, the ERM and Internal Audit function report to the Risk Committee and the Audit Committee, at least quarterly, on the status of the internal control environment, including the reporting of any significant control issues and the status of actions to address deficiencies. In 2024, Internal Audit provided assurance over key themes, which included:

- cyber and information security;
- data governance;
- emerging technologies;
- IT governance and compliance;
- regulatory and compliance;
- network and technology;
- human resources (HR);
- financial performance and revenue protection;
- governance;
- sustainability; and
- customer experience.

The e& Group Ethics and Compliance team provides timely and reliable confirmation of the viability, efficacy, and effectiveness of controls to ensure compliance with legal and ethical standards. This includes:

- Conducting an annual assessment of the efficiency and effectiveness of the ethics and compliance programme.
- Updating the management and the Audit Committee on the state of the ethics and compliance programme. This involves reporting significant compliance risks, non-compliances, control issues, and the progress made in rectifying any deficiencies.
- In 2024, e& Group Ethics and Compliance function presented five reports to the Audit Committee. These include:
  - Four quarterly Ethics and compliance reports (highlighting compliance quarterly updates, an annual report summarising the function's activities for the year, the Group ethics & compliance plan for the year, compliance review implementation status reports, compliance charter and policy updates, etc.).
  - Data protection policy & programme - rollout plan.

ERM, Internal Audit and Compliance are not aware of any material misstatements or irregularities faced by the Company that have not been disclosed in 2024 consolidated financial statements.

The external auditor

At a glance

The applicable rules and regulations vests with the General Assembly the approval authority of the external auditor's annual appointment and fixing its fees and stipulates that the same external auditor may not be appointed for six consecutive years unless the audit partner is replaced after the lapse of three years.

Therefore, e& General Assembly annually approves the appointment of the external auditor and determines its fees, based on a recommendation from e& Board after a tendering process led by the Risk & Assurance department. Hence, the AGM meeting held on 23 April 2024 approved the appointment of Ernst Young Middle East (EY) as the Company's external auditor for the year 2024 (The audit partner is Mr. James Potter). It is noteworthy that KPMG Lower Gulf Ltd. was the Company's external auditor for the last year, 2023.

EY is a leading global professional services organisation, generating annual revenue of USD 51.2 billion and employing nearly 400,000 professionals across 150+ countries. EY operates as an integrated global firm with consistent audit methodologies and robust technical infrastructure to deliver high-quality audits worldwide.

EY is committed to sustainability, aiming for net zero emissions by 2025 with a 40% reduction in absolute greenhouse gas emissions. This effort is supported by a seven-point action plan aligned with evolving climate standards and technologies.

Strong independent assurance provides critical information for investors and other stakeholders, a robust and clear perspective to audit committees and timely and constructive input to management. EY's assurance practice delivers critical services, including:

- financial accounting advisory services (FAAS): Handling complex transactions, IFRS transitions, and corporate treasury support.
- forensic & integrity services (FIS): Assisting in compliance, forensic analytics, and dispute resolution.
- climate change and sustainability services (CCaSS): Helping organisations measure and manage sustainability initiatives.

EY has been active in the Middle East and North Africa since 1923, now operating with over 8,500 professionals across 15 countries and 26 offices. As the largest and most integrated Big Four firm in the region, EY works closely with governments and organisations to provide tailored services.

In the UAE, EY collaborates with government bodies on workforce development and youth training, including partnering with the Ministry of Cabinet Affairs and Future (MOCAF). Additionally, EY's promotion of local talent, such as the appointment of Wardah Ebrahim as the first Emirati female partner in 2019, highlights its commitment to regional empowerment and inclusion.

EY's expertise and integrated approach enable it to provide valuable assurance services to global and regional clients, including organisations like e&.

External audit fees, services & costs

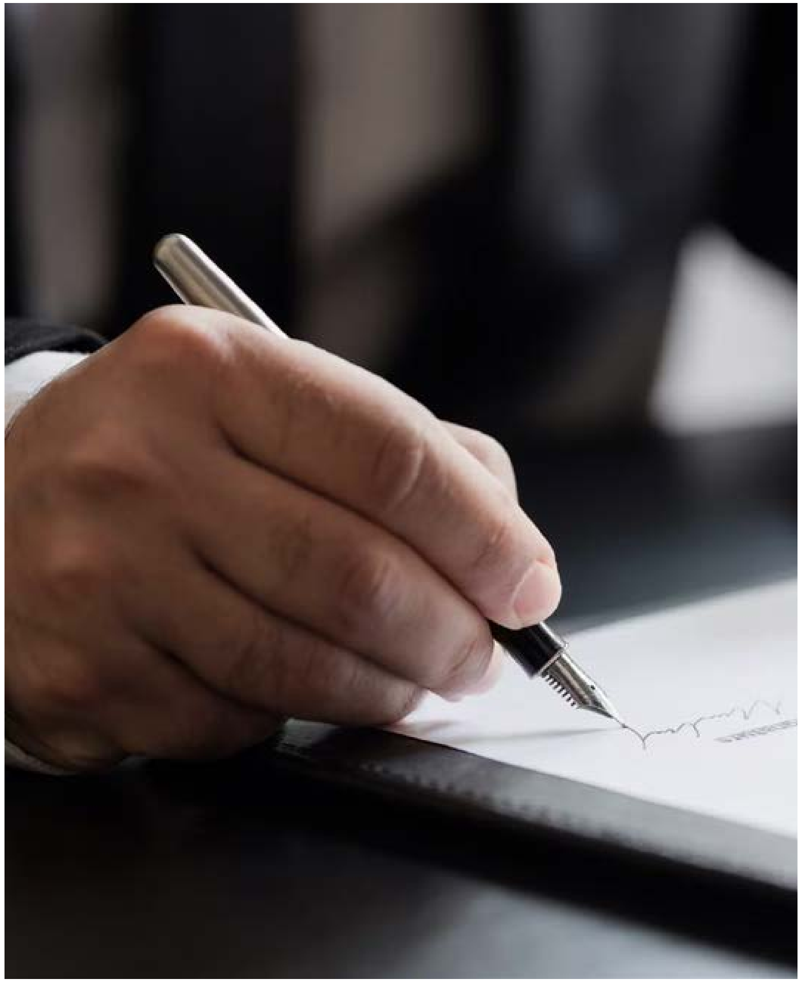
Below are the details and breakdowns of the external audit fees and other advisory services fees incurred during 2024:

- The external audit services' fees for 2024 amount to AED 2,921,015. These fees are against audit and a review of the annual and interim financial statements (UAE + Group Standalone, and it includes the XBRL-SCA review).
- The fees pertaining to services delivered by e&'s external auditor in 2024 other than the audit tasks amount to AED 587,600. These fees are for the audit of regulatory financial statements.
- The fees paid/payable for services which were delivered in 2024 by other audit firms– other than the Company's external auditors – amount to AED 18,024,104. These fees were for advisory services. The companies which delivered these services were as follows:

1. PricewaterhouseCoopers (PwC)
2. Deloitte & Touche Middle East
3. Kroll Advisory Ltd.
4. Ardent Advisory & Accounting LLC
5. Uniqus Consultech Inc.
6. Grant Thornton Audit & Accounting Ltd.
7. Protiviti Member Firm Middle East Consultancy LLC

External audit qualified opinions on interim & annual consolidated financial statements of the year 2024

The external auditor did not state any qualified opinions on the interim and annual consolidated financial statements of the year 2024.



Violations

During the year 2024, the Company received one violation decision from the Telecommunications and Digital Government Regulatory Authority (TDRA) in relation to national numbering plan policy. The Company allocated resources and carried out enhancements into its systems and processes to address these requirements to TDRA's satisfaction and work is still ongoing to ensure full and continued compliance through implementing adequate controls to eliminate recurrence of any such violation.

e& UAE corporate social responsibility

Social and community development

- Make-A-Wish Foundation
- Grant a Wish Ramadan Campaign
- Emirates Red Crescent Ramadan Campaign
- Qalbi Etma'an Reality TV Show Sponsor
- Mothers Endowment Campaign with MBRGI
- Gaza in our Hearts Charity Campaign
- Industrialist Career Exhibition with MOIAT
- International Workers Day Activation with MOT
- UAE National Initiative – Settle Debts

Contribution value

AED 9,686,000

Cultural and environment support

- Book Switch Day with Bookends
- Water Initiative Awareness Campaign
- Emirati Women's Day
- IDRA World Congress
- Emirati Children's Day
- Al Bateah Festival – Sharjah
- Annual Hala Captains Event - Ramadan 2024

Contribution value

AED 150,000

Innovation, education and health

- Safer Internet Day
- Universities Visit
- e& digital workshops related to AI, programming and web development
- BETT 2024
- UAE School Games
- Global Healthcare Week 2024
- Etisalat Award for Arabic Children Literature
- AETEX 2024
- GEMS Education Awareness Day
- Sponsorship of Sharjah International Book Fair
- Sponsorship of DoH Ma'an Life Sciences Research & Innovation Fund programme

Contribution value

AED 8,452,000

Sports and youth

- Sponsorship of UAE cycling team season 2024
- Sponsorship of UAE Football Association
- e& volunteers for Mobile World Congress
- 30th Abu Dhabi Chess International Festival
- Sponsorship of Al Forsan International Show Jumping 4CSI Competition
- Sponsorship of ICAD indoor cricket tournament
- Early Childhood Development WED Forum

Contribution value

AED 9,354,000

Total spending on all CSR activities for the year 2024

AED 27.644* million

* the values are rounded to nearest thousand

Investor relations

In its commitment to fostering exceptional communication with shareholders and the investment community, the Group established the Investor Relations department as a cornerstone of its transparency and engagement strategy.

This communication is conveyed through various platforms such as the Group's website, e& investor relations app, and the Abu Dhabi Securities Exchange (ADX) website. These channels ensure timely access to critical Company information, including financial disclosures, corporate events, key developments, Board of Directors' reports, integrated reports, governance reports, sustainability reports, and shareholding structures. These efforts are grounded in the highest international standards and full compliance with the Securities and Commodities Authority (SCA) Governance Rules.

e& Investor Relations' achievements underscore its critical importance to the Group. In 2024 alone, the team conducted over 200 meetings with global and regional institutional investors. The department also expanded e&'s sell-side coverage by supporting three new research houses coverage initiation on the stock, significantly expanding the Group's reach and visibility.

Additionally, a comprehensive perception study was conducted to gather valuable insights, enabling the Group to further refine its communication strategy and ensure greater transparency and clarity for the investment community.

As part of its commitment to enhancing financial communication with the market, the Investor Relations function, in coordination with executive management, spearheaded the development of a new progressive dividend policy. This policy stipulates an incremental increase of 3 fils per share for the fiscal years 2024, 2025, and 2026, with a minimum dividend of 80 fils per share. The Board of Directors approved this policy on 20 February 2024, and it was subsequently ratified at the General Assembly meeting on 23 April 2024. Additionally, Investor Relations initiated financial reporting by verticals (e& UAE, e& international, e& enterprise and e& life) and collaborated with other Group functions to develop a five-year financial target, which was disclosed to the market. These initiatives represent a significant commitment to improving the Group's financial communication and enhancing shareholder value.

The Investor Relations department is headed by Mr. Nazih Ramez El Hassanieh, whose experience in the financial and respective sectors exceeds twenty-five years, of which thirteen years were in the Investor Relations field at e&. Mr. El Hassanieh holds a Master's of Science Degree in Management from Babson College in the USA and is a CFA® charterholder.

Investor relations continued

Share Trade Compliance Committee

To ensure strict compliance with the e& insider trading policy, which governs the insiders' trading and adheres to the respective applicable rules and regulations in the country, e& remains actively engaged in managing, monitoring and supervising insider trading and ownership through its Share Trading Compliance Committee.

The policy provides guidelines to all individuals with access to inside information (material and non-public information that influences the share price). These guidelines apply to all employees, Members of the Board of Directors, the Audit Committee, and their relatives, concerning transactions in the Company's securities. The policy outlines procedures addressing key aspects of insider trading while safeguarding the Company's reputation and integrity, as well as those of its affiliates.

Key prohibitions & requirements:

1. Prohibited activities:

a. Trading in the Company's securities while in possession of inside information related to e&, its subsidiaries, its sister companies or other companies with which the Company has contractual relationships or ongoing negotiations.

b. Trading in securities of other companies while in possession of material non-public information about these companies that was obtained in the course of involvement with the companies.

c. Sharing inside information with any person, including relatives or friends.

2. Trading restrictions:
Insiders are prohibited from trading in the Company's securities during the blackout periods imposed by the Securities and Commodities Authority (SCA), Abu Dhabi Securities Exchange (ADX), and Euronext Dublin, where e& bonds are listed. Additional restrictions apply during significant corporate events, such as mergers, acquisitions, litigation, or regulatory decisions.

3. Pre-approval requirements:
All insiders must obtain prior approval from the Share Trading Compliance Committee before trading in the Company's shares or bonds. Insiders may trade in the securities of the Company when the trading window is open after obtaining written consent from the Share Trading Compliance Committee.

e&'s Board of Directors and senior management are fully aware of their disclosure obligations and are committed to meeting all requirements set by SCA, ADX and Euronext Dublin.

4. Role of the Share Trading Compliance Committee:
The Share Trading Compliance Committee oversees adherence to insider trading regulations and ensures the implementation of the e& insider trading policy under the supervision of the Board of Directors. The Committee comprises:

a. Group Chief Financial Officer: Dr. Mohamed Karim Bennis

b. Group Chief Risk and Assurance Officer: Mr. Mohamad Dukandar

c. Group Corporate Secretary: Mr. Hasan Al Hosani

d. Vice President of e& Group Investor Relations: Mr. Nazih El Hassanieh

Mr. Mohamed Karim Bennis, Chairman of the Committee, commits that he is responsible for the Committee's framework, reviewing such framework's functionality and ensuring its efficiency.

The Committee is tasked with developing and supervising the insider trading framework, conducting periodic reviews, and ensuring its effectiveness. Its principal responsibilities include:

a. developing and overseeing insider trading practices;

b. monitoring the effectiveness of controls and assessments to uphold best practices and policies;

c. conducting periodic reviews of insider trading practices;

d. endorsing remediation actions to address unforeseen deficiencies;

e. maintaining a comprehensive insiders' register to track insiders' details, ownership and trading in e& securities;

f. monitoring and overseeing the trading activities;

g. communicating with regulatory bodies such as SCA and ADX on relevant matters;

h. promoting awareness campaigns among employees, executives, and Board Members about insider trading procedures and best practices; and

i. ensuring full compliance with applicable rules and regulations.

5. Key 2024 milestones:
In 2024, the Committee enhanced its e-services platform and developed a robust, continuously updated insider trading database, strengthening the Company's ability to monitor and manage insider trading activities effectively. In addition, the Committee updated and published the new insider trading policy.

By maintaining a rigorous compliance framework and promoting transparency, the Share Trading Compliance Committee plays a vital role in preserving the trust and integrity of e& and its stakeholders.

Investor Relations

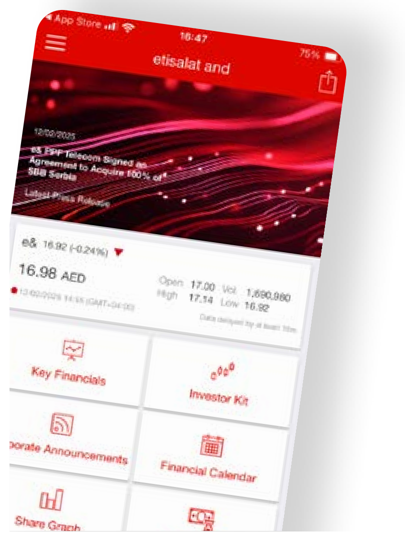
e& Investor Relations
Email: ir@eand.com
Website: https://eand.com

Shareholders affairs

Ms. Engy Zaki
Phone: +971 2 618 2661
Email: shares@eand.com

The voicemail feature is activated after official working hours and during public holidays

Please download our IR app on App Store and Android App Store



General assembly and special resolutions

General Assembly

The General Assembly (GA) is composed of all the shareholders and exercises all the powers granted thereto under the Company's Incorporation Law (e& Law) and its Articles of Association (AoA), as amended.

The General Assembly of the Company is in charge of all the matters related to the Company as stipulated in the e& law and in its Articles of Association, and is, particularly including but not limited to, entrusted with approving the annual report on the Company's activities, the Company's financial position during the preceding financial year, appointing external auditors, determining their fees and approving their reports and discussing and approving the balance sheet and the profit and loss accounts for the previous year. The GA also has the power to approve the Board of Directors' recommendations with regard to dividend pay-outs and bonus shares, if any.

The General Assembly is vested with the authority to elect the Board Members who are not appointed by the Government shareholder (Emirates Investment Authority "EIA") and to review and set Board Members' remuneration.

The GA is the authority that absolves Board Members and external auditors of liability, discharges them, or files liability lawsuits against them, as the case maybe.

All shareholders of the Company have the right to vote on all decisions of the General Assembly, whether ordinary or special. The Company provides the shareholders with the mechanism for voting on these decisions in the invitation announcement. The Law and Articles of Association of the Company also detail some decisions that also require the approval of the Special Shareholder.

Special resolutions in 2024

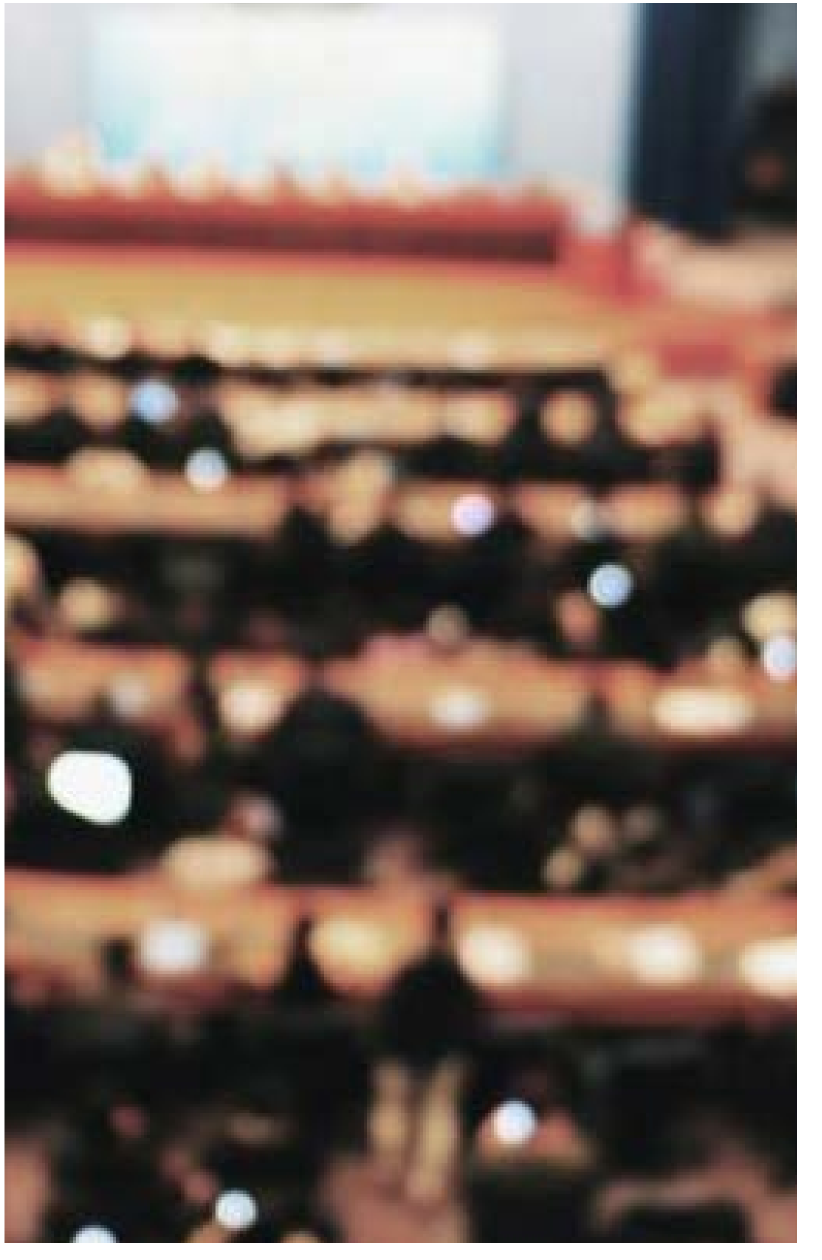
The special resolution, as defined in the Company's Articles of Association, is the resolution that requires approval of the Company's General Assembly by votes of a majority of three quarters of the shares represented in the Company's General Assembly. Special resolutions are passed for specific matters as defined and set out in the Company's Articles of Association and applicable rules and regulations.

a. Special resolution passed in the General Assembly held on 23 April 2024

The approval on a budget of not more than 1% of the Company's net profits of the last two years (2022-2023) for voluntary contributions to the community (corporate social responsibility), and to authorise the Board of Directors (with the right to subdelegate) to affect the payments of such contributions to the beneficiaries determined at its own discretion.

b. Special resolution passed in the General Assembly held on 26 November 2024

The borrowing cap shall be temporarily increased up to 2x times (200%) of consolidated net debt to EBITDA for the last 12 months as per the most recent audited IFRS-compliant consolidated financial statements of e& Group, with a commitment from e& to revert the cap to 1.5x within 18 months from the date of approval. This temporary increase is strictly limited to a single authorisation and does not establish any precedent or right to similar borrowing limits increases in the future, unless formally approved by a separate special resolution from the General Assembly with the approval of the Special Shareholder. This borrowing cap includes all interest-bearing liabilities including bank borrowings, debentures, financial obligations specifically related to borrowings, facilities, bonds or sukuks, whether convertible or non-convertible to shares in the Company.



Innovative initiatives

Innovation remains the cornerstone of e& UAE's operations, and 2024 has been marked by groundbreaking achievements across the organisation.

1. Internal innovations

Technology innovation

a . Automation and AI integration

- Delivered over 1,400 automation use cases plus more than 1,000 generative AI implementations, which optimised business operations and introduced significant efficiencies across departments.
- Robotics process automation (RPA) was utilised to automate 180+ routine processes, managing over 10 million transactions and saving over 523,000 work hours annually.
- AI-driven data mesh enabled real-time data democratisation, supporting personalised customer interactions and agile operations.

b. 5G network innovations

- Achieved a new world record for 5G speed at 62 Gbps, revolutionising capabilities for bandwidth-intensive applications like AR/VR and advanced IoT deployments.
- Rolled out symmetric 50G PON technology, offering unmatched broadband speeds and reliability.
- Enhanced customer service with commercial 5G slicing, enabling customised virtual networks tailored to diverse enterprise requirements.

c. Agile transformation

- Strengthened agile adoption with improved work flow transparency and responsiveness, enabling more efficient delivery of business solutions, leading to 21% increase in demand throughput and cutting time-to-market (TTM) by 20%.

2. Channel innovation

a. Digital transformation

- Introduced facial recognition technology for visitor eSIM purchases, enabling instant activation and seamless plan selection.
- Enhanced customer onboarding through UAE PASS integration, enabling fully digital, paperless processes for eSIM replacements, mobile plan purchases, and new account setup.

b. Customer support enhancements

- Launched Care-Plus, offering tiered support plans for personalised technical and billing assistance, fostering loyalty among business clients.
- Implemented the WhatsApp business care channel, allowing real-time service requests and resolution via a familiar messaging platform.

3. Products innovation

a. Drone management platform

- Developed the Unmanned-aircraft traffic management (UTM) platform, leveraging 5G to ensure safe, compliant, and efficient drone operations across the UAE.

b. AI-Net, Trust-Net and 5G-Net platforms

- Introduced enterprise-grade connectivity solutions to link corporate branches, data centres, and cloud services with robust reliability and low latency.
- Provided round-the-clock managed services, ensuring high uptime and performance.

c. Next generation consumer connectivity innovations

- Launched 10Gbps internet service, delivering unparalleled speed and reliability for high-performance applications.
- Rolled out fiber to the room (FTTR) technology, eliminating Wi-Fi dead zones and ensuring seamless connectivity for modern homes.

d. Enhanced business services

- Introduced the SafeCall API, automating Do Not Call Registry compliance and protecting users from spam calls.
- Launched managed Wi-Fi 7 services, quadrupling speed and doubling capacity compared with earlier standards.

4. External innovations

a. Strategic partnerships

- Collaborated with Khalifa Fund to empower SMEs with customised digital solutions, fostering entrepreneurial growth.
- Partnered with Abu Dhabi Chamber to deliver innovative packages, enhancing the competitiveness of private enterprises.
- Streamlined digital onboarding through a partnership with the Ministry of Economy, aligning with the UAE's digital-first vision.
- Hosted the SMB Awards 2024, recognising groundbreaking contributions by small and medium businesses that excelled in innovation and business leadership.

Key events in 2024

March

The Group updated its dividend policy

e& Board of Directors recommended new progressive dividend policy with an incremental of 3 fils every year for the fiscal years 2024, 2025, and 2026 bringing the dividend per share to 89 fils by fiscal year 2026.

fils by fiscal year 2026

89

May

e& response to media speculation on potential acquisition

In response to media reports speculating on e&'s potential acquisition of United Group BV, e& confirmed that it has not entered into any negotiation or agreement in respect of United Group BV's assets. However, consistent with the corporate strategy, e& continually reviews relevant market opportunities with the objective of maximising shareholder value.

June

Update on PPF telecom acquisition

The European Commission opened an in-depth investigation as a procedural step in the first case under its newly introduced regulation, the Foreign Subsidies Regulation. e& was fully committed and compliant with the investigation.

July

The Court of Appeal of Casablanca's decision regarding the Maroc telecom and wana litigation

The Court of Appeal of Casablanca has rejected Maroc Telecom's appeal and confirmed the decision of the Commercial Court of Rabat issued on 29th January 2024. This decision mandates Maroc Telecom to pay 6.368 billion Moroccan dirham to Wana Corporate for alleged anti-competitive practices.

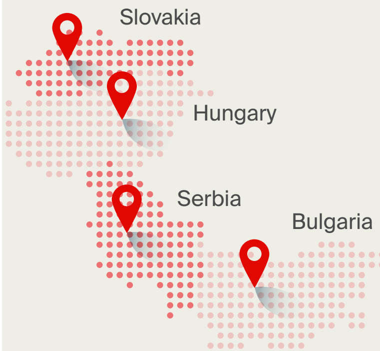
August

e& enterprise concludes the 100% stake acquisition of GlassHouse

e& enterprise signed a binding agreement with Mediterra Capital and an individual selling shareholder to acquire 100% of GlassHouse, a Türkiye-based cloud services provider, for an enterprise value of USD 60 million on a cash-free, debt-free basis.

Stake acquisition of GlassHouse

100%



October

e& Successfully Completes Majority Stake Acquisition of PPF Telecom

e& concludes the successful acquisition of a controlling stake (50% +1 economic share) in PPF Telecom's assets in Bulgaria, Hungary, Serbia and Slovakia. The holding company for these assets will be named "e& PPF Telecom."

September

The European Commission grants approval of PPF Telecom Group B.V. acquisition with commitments from e&

e& received the European Commission's (EC) approval to complete e&'s previously announced acquisition of a controlling stake (50% +1 economic Share) in PPF Telecom's assets in Bulgaria, Hungary, Serbia, and Slovakia (PPF Telecom Group), with commitments from e&. This milestone marks the conclusion of e&'s extensive and fruitful dialogue with the Commission's Foreign Subsidies Directorate that have enabled the EC to grant Foreign Subsidies Regulation approval of the transaction on an accelerated basis, almost three months ahead of the applicable legal deadline.

e& shareholding in Vodafone Group reached 15.010%

The updated shareholding is a result of Vodafone's share buyback programme, which reduced its total share capital. e&'s total number of shares remains the same at 3,944.7 million shares.

November

AGM approved the temporary amendment of the Group's borrowing cap

The Group's AGM approved the temporary increase of the Group's borrowing cap to 2x consolidated net debt to EBITDA for the last 12 months as per the most recent audited IFRS-compliant consolidated financial statements of e& Group, with a commitment from e& to revert the cap to 1.5x within 18 months from the date of approval.

Appointment of e& enterprise Chief Executive Officer

Khalid Murshed is appointed as CEO of e& enterprise as a replacement for Salvador Anglada, who is appointed as adviser in the Group. These appointments shall be effective from 1 January 2025.

General information

This part of the report covers the information related to the ownership, shareholdings of e& shares and its performance in the year 2024.

Price of e& Shares in 2024

The below table shows e&'s share price in 2024:

Date	Open	High	Low	Close
1-2024	19.24	19.26	19.02	19.18
2-2024	18.48	18.50	18.10	18.10
3-2024	18.34	18.38	18.24	18.36
4-2024	17.00	17.18	16.84	17.00
5-2024	15.54	16.14	15.48	16.10
6-2024	15.94	16.12	15.92	16.10
7-2024	16.68	16.70	16.32	16.38
8-2024	17.50	18.14	17.36	18.14
9-2024	18.68	18.68	18.48	18.50
10-2024	17.52	17.76	17.46	17.72
11-2024	16.90	16.90	16.56	16.56
12-2024	16.24	16.42	16.24	16.32

Note: Share price as at the end of each month in AED

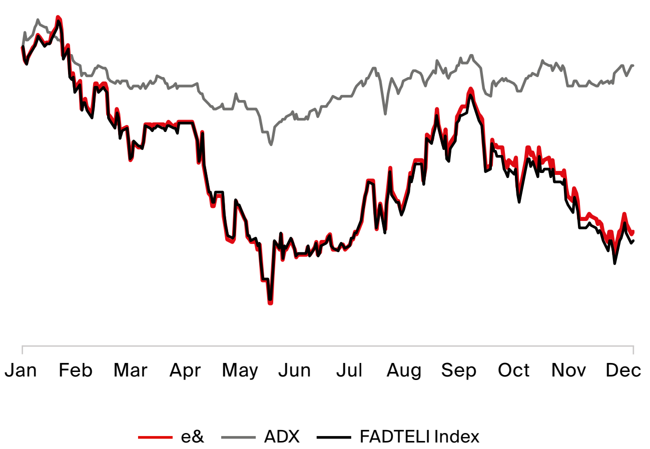
Shareholders holding 5% and above of e& shares

The below table shows the details of shareholders holding 5% and above of e&'s total shares in 2024:

Shareholder	Number of shares	Shareholding percentage
Emirates Investment Authority (EIA)	5,218,052,400	60%

e& share performance

The below chart shows e&'s share performance compared with the FTSE FADTELI Index and FTSE ADX General Index in 2024:



Shareholding structure

The below table shows the percentage of shareholding owned by different categories of shareholders as at the end of 2024:

	Percentage of the owned shares			
Shareholder	**Individuals**	**Corporate**	**Government**	**Total**
UAE	25.3%	4.3%	61.5%	91.1%
GCC	0.0%	0.2%	0.0%	0.2%
Arab	0.1%	0.0%	0.0%	0.1%
Foreign	0.0%	8.5%	0.0%	8.6%
Total	25.5%	13.0%	61.5%	100.0%

The below table shows the shareholding percentages to capital during 2024:

Shareholding	Number of shareholders	Number of shares	Shareholding percentage
Less than 50,000	13,629	102,475,131	1.2%
50,000 to less than 500,000 shares	2,728	443,361,563	5.1%
500,000 to less than 5,000,000 shares	793	1,145,307,180	13.2%
5,000,000 shares and above	115	7,005,610,126	80.6%
Total	**17,265**	**8,696,754,000**	**100.0%**

Chairman of Nomination & Remuneration Committee

Chairman of Audit Committee

Group Chief Risk & Assurance Officer

Chairman of the Board of Directors

Financials Statements

Report and consolidated financial statements

for the year ended 31 December 2024

Board of Directors

Chairman H.E. Jassem Mohamed Obaid Alzaabi

Vice Chairman Essa Abdulfattah Kazim Almulla

Members Hesham Abdulla Qassim Alqassim
H.E. Mansoor Ibrahim Ahmed Almansoori
Michel Combes
Mariam Saeed Ahmed Ghobash
Saleh Abdulla Ahmed Alabdooli
Sheikh Ahmed Mohd Sultan Aldhahiri
Abdelmonem Bin Eisa Bin Nasser Alserkal
Khalid Abdulwahid Hassan Alrustamani
Otaiba Khalaf Ahmed Alotaiba

Group Corporate Secretary Hasan Mohamed Hasan Al Hosani

Audit Committee

Chairman H.E. Mansoor Ibrahim Ahmed Almansoori

Members Sheikh Ahmed Mohd Sultan Aldhahiri
Saleh Abdulla Ahmed Alabdooli
Salim Sultan Aldhaheri (external member)

Nominations and Remunerations Committee

Chairman Michel Combes

Members Essa Abdulfattah Kazim Almulla
H.E. Mansoor Ibrahim Ahmed Almansoori
Abdelmonem Bin Eisa Bin Nasser Alserkal

Risk Committee

Chairman Hesham Abdulla Qassim Alqassim

Members Essa Abdulfattah Kazim Almulla
Mariam Saeed Ahmed Ghobash
Otaiba Khalaf Ahmed Alotaiba

Investment and Finance Committee

Chairman H.E. Jassem Mohamed Obaid Alzaabi

Members Hesham Abdulla Qassim Alqassim
Michel Combes
Saleh Abdulla Ahmed Alabdooli
Khalid Abdulwahid Hassan Alrustamani

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Telex: 22135 ETCHO EM
eand.com

Regional offices: Abu Dhabi, Dubai, Northern Emirates

Independent Auditor's Report

To the shareholders of Emirates Telecommunications Group Company PJSC

Report on the audit of the consolidated financial statements

Opinion

We have audited the consolidated financial statements of Emirates Telecommunications Group Company PJSC ("the Company") and its subsidiaries (together referred to as the "Group" or collectively as "e& Group") which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2024 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for opinion

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

Key audit matters

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

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

Revenue recognition

The Group reported revenue of AED 59,503 million from telecommunication and related activities during the year ended 31 December 2024. The Group recognizes revenue in the consolidated statement of profit and loss in accordance with International Financial Reporting Standard "IFRS 15 *Revenue from Contracts with Customers*". The Group's revenue recognition accounting policy is included in note 3 to the consolidated financial statements.

The Group's revenue process is supported by a complex IT landscape, with numerous distinct billing and recording systems and tools. The Group offers a wide range of products, each with varying pricing structures and rates. These include both service-based offerings, such as wireless and fixed-line telephony, and goods, such as mobile handsets.

The use of multiple IT systems and tools for initiating, processing, and recording transactions — coupled with the high volume of individually low-value transactions — makes this a key area of focus in our audit. We also identified a risk of management override of controls through inappropriate manual topside revenue journal entries, as revenue is a critical performance indicator for both external reporting and management incentives.

Our audit procedures at key components involved, among other things, gaining an understanding of, assessing the design, and testing the operational effectiveness of controls related to the Group's revenue recognition process, including management's determination of the timing of revenue recognition. Our procedures included, amongst others, those described below:

- We obtained an understanding of the Group's revenue and billing processes, and this involved assessing IT systems, interfaces, and reports at every stage, from the initiation of the contract to the final measurement, recognition, and recording.
- We involved our IT professionals and assessed the design and tested the operational effectiveness of controls over the flow of transactional data through IT systems and tools, as well as the reconciliation of transactional data to accounting records.
- We assessed the relevant manual controls over revenue to determine if they had been designed and implemented appropriately and tested these controls to determine if they were operating effectively;
- We performed procedures to assess whether the revenue recognition criteria adopted by the Group is appropriate and in accordance with the Group's accounting policy and the requirements of IFRS Accounting Standards;
- For significant revenue streams, our audit procedures included the following, on a sample basis:
  - We tested the reconciliation of transaction data recorded in the telecommunication billing systems to the revenue reported in the general ledger for accuracy and completeness.
  - We performed analytical procedures including substantive analytical procedures to test material telecommunication revenue streams.
  - We obtained the key items and representative sample of revenue transactions and tested their occurrence, accuracy and recognition, by tracing them back to supporting documents;
  - We recalculated the revenue recognised to evaluate whether the processing of the revenue recognition by the Group's IT systems was materially correct.
- We used data analytic techniques to identify manual revenue-related journal entries posted to the general ledger and, on a sample basis, traced them back to the underlying source documentation to assess the propriety, completeness, and accuracy of the postings. We also performed analytical procedures to evaluate any unusual variances.

Independent Auditor's Report continued

To the shareholders of Emirates Telecommunications Group Company PJSC continued

Report on the audit of the consolidated financial statements continued

Business combinations

The Group acquired control over the entities disclosed in note 41.1 and Note 17 (a) to the consolidated financial statements, and has also completed purchase price allocations in relation to the acquisitions in the current and prior period. The determination of purchase price allocations and business combinations requires substantial judgment in estimating the fair value of the assets acquired and liabilities assumed, as well as in the assessment of control. Additionally, where relevant, contingent consideration based on the future performance of the acquired businesses and the issuance of put options adds complexity to the valuation process. Given the significant judgment and estimates involved, this was a key focus area to our audit.

Our procedures included, amongst others, those described below:

- Reviewed the share purchase agreements and ownership structures before and after the acquisitions to assess if the acquisitions fulfilled the requirements of business combination under IFRS 3.
- We reviewed and evaluated management's assessment of control over investees considering the requirements of IFRS 3 Business Combinations (IFRS 3). Our procedures also included the review of consideration transferred, including any deferred consideration agreed upon.
- In the case of acquisitions giving the Group control over the investee entity, we involved the component audit team in the relevant jurisdiction to perform detailed testing of key financial statement captions as 31 December 2024 and analyzed the movement of balances from the acquisition date to 31 December 2024 to gather evidence on the reasonableness of the acquisition date book values.
- We reviewed valuation reports prepared by management, with the support of their external experts, for final purchase price allocation (PPA) for material acquisitions. We tested the identification and fair valuation of acquired assets including intangible assets and liabilities based on discussion with management and our understanding of the business.
- We obtained an understanding of the valuation methodologies used by management and their external valuation experts for the fair valuation of acquired assets and liabilities assumed. Our procedures included discussions with management and consideration of the reasonableness of the assumptions and valuations in line with our expectations. We also involved our own internal valuation experts to provide technical assistance with regards to methodology followed and the assumptions used.
- We assessed the independence, qualification and expertise of external valuation specialists engaged by the Group and read the terms of their engagement to determine whether there were any matters that might have affected their objectivity or may have imposed scope limitations upon their work.
- We reviewed the purchase price allocation analysis with the assistance of our internal valuation specialists, evaluated the appropriateness of any additional assets recognized, and tested the accuracy of related adjustments.
- We obtained the provisional PPA reports for a material acquisition and assessed reasonableness of the assumptions and valuations in line with our expectations.
- We assessed the adequacy of the disclosures related to these transactions in the financial statements.

Carrying value of cash generating units, including goodwill

The Group has goodwill amounting to AED 27,292 million arising from the acquisition of subsidiaries operating in multiple segments under business combinations within the scope of IFRS 3 (note 12). Management carries out impairment assessments of goodwill annually. The determination of the value in use (VIU) which is commonly used in the impairment tests is sensitive to significant assumptions including the long-term growth rate, the discount rate and the projected financial information within the cash flow forecast period. Auditing the Group's annual impairment test was considered a key audit area given the significant estimates and assumptions involved in determining the value in use of the respective cash generating units.

For certain CGUs, considering the value of the associated goodwill and the risk associated with the respective CGUs:

- We assessed whether the Group's determination of CGUs for the impairment assessment aligns with IFRS Accounting Standards and evaluated Management's identification of impairment indicators at year-end.
- We tested, with the involvement of internal valuation specialists, the methodologies and inputs used by the Group in the discounted cash flow models for impairment testing including key assumptions relating to the reasonableness of the cashflows within the projected financial information, long term growth rates and discount rates including mathematical accuracy of management's models.
- We reviewed and tested management's sensitivity analysis to determine the extent of change in these assumptions that would either individually or collectively result in an impairment charge.
- We compared the cash flow projections used in the respective impairment models to the financial forecasts within the 5-year business plan approved by the Group's Board of Directors. We also compared the actual performance of cash generating units to the assumptions applied in the discounted cash flow models to assess the historical accuracy of management's estimates.
- We reconciled the carrying value of CGUs in management's models to the underlying trial balance and assessed consistency with IFRS Accounting Standards requirements.
- Where possible, we performed market capitalization and earnings multiples cross-checks against comparable businesses to corroborate the impairment testing models.
- We evaluated the adequacy of the disclosures in the consolidated financial statements.

Independent Auditor's Report continued

To the shareholders of Emirates Telecommunications Group Company PJSC continued

Report on the audit of the consolidated financial statements continued

Other information

Other information consists of the information included in the Group's 2024 Annual Report, other than the consolidated financial statements and our auditor's report thereon. We obtained the Chairman's Statement prior to the date of our auditor's report, and we expect to obtain other sections of the Annual Report after the date of our auditor's report. Management is responsible for the other information.

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

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

Other matter

The consolidated financial statements of the Company for the year ended 31 December 2023 were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on 20 February 2024.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and in compliance with the applicable provisions of the Company's Articles of Association and the UAE Federal Law No. 32 of 2021, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Group's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Independent Auditor's Report continued

To the shareholders of Emirates Telecommunications Group Company PJSC continued

Report on the audit of the consolidated financial statements continued

Report on other legal and regulatory requirements

Further, as required by the UAE Federal Law No. 32 of 2021, we report that for the year ended 31 December 2024:

i) the Group has maintained proper books of account;

ii) we have obtained all the information we considered necessary for the purposes of our audit;

iii) the consolidated financial statements have been prepared and comply, in all material respects, with the applicable provisions of the Company's Articles of Association and the UAE Federal Law No. 32 of 2021;

iv) the financial information included in the Chairman's statement is consistent with the books of account of the Group;

v) investments in shares and stocks during the year ended 31 December 2024, are disclosed in notes 17 and 41 to the consolidated financial statements;

vi) note 19 reflects material related party transactions and the terms under which they were conducted;

vii) based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Group has contravened during the financial year ended 31 December 2024 any of the applicable provisions of the UAE Federal Law No. 32 of 2021 or of its Articles of Association which would have a material impact on its activities or its consolidated financial position; and

viii) note 7 reflects the social contributions made during the year.

For Ernst & Young

Ahmad Al Dali
Registration No 5548

25 February 2025
Abu Dhabi, United Arab Emirates

Consolidated statement of profit or loss

for the year ended 31 December

	Notes	2024 AED'000	2023 AED'000
Revenue	6 (b)	**59,202,961**	**53,752,118**
Operating expenses	7 (a)	(39,479,411)	(34,371,770)
Impairment loss on trade receivables and contract assets	35 (b)	(842,405)	(899,830)
Impairment loss on other assets – net	12 (a)	(1,295,139)	(80,896)
Share of results of associates and joint ventures	16	2,475,403	761,035
Federal royalty	7 (b)	–	(3,291,735)
Operating profit		**20,061,409**	**15,868,922**
Finance and other income	8	2,732,530	3,794,661
Finance and other costs	9	(5,211,609)	(3,928,152)
Profit before federal royalty and corporate tax		**17,582,330**	**15,735,431**
Federal royalty	7 (b)	(5,282,497)	(3,036,987)
Corporate tax expenses	10	(1,716,500)	(1,554,234)
Profit for the year		**10,583,333**	**11,144,210**
Profit attributable to:			
Owners of the Company		10,752,474	10,304,547
Non-controlling interests	15 (c)	(169,141)	839,663
		10,583,333	**11,144,210**
Earnings per share			
Basic and diluted	39	AED 1.24	AED 1.18

Chairman **Board Member**

The accompanying notes on pages 177 to 218 form an integral part of these consolidated financial statements. The independent auditors' report is set out on pages 168 to 171.

Consolidated statement of comprehensive income

for the year ended 31 December

	Notes	2024 AED'000	2023 AED'000
Profit for the year		**10,583,333**	**11,144,210**
Other comprehensive income/(loss)			
Items that will not be reclassified to profit or loss:			
Remeasurement of defined benefit obligations – net of tax		(86,304)	(3,055)
Share of other comprehensive gain/(loss) of associates and joint ventures – net of tax		128,442	(5,330)
Gain/(loss) on revaluation of financial assets		7,187	(2,496,841)
Items that are or may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations		(2,307,217)	(583,212)
Gain/(loss) on net investment hedge	28,34	430,176	(306,799)
Fair value loss arising on cash flow hedges	28	(28,407)	(82,738)
Cumulative gain transferred to profit or loss on deconsolidation of a subsidiary		–	(63,775)
Cash flow hedges reclassified to profit or loss		(25,912)	–
Share of other comprehensive income/(loss) of associates and joint ventures – net of tax		152,177	(21,633)
Total other comprehensive loss		**(1,729,858)**	**(3,563,383)**
Total comprehensive income for the year		**8,853,475**	**7,580,827**
Total comprehensive income/(loss) attributable to:			
Owners of the Company		9,822,722	7,295,533
Non-controlling interests		(969,247)	285,294
		8,853,475	**7,580,827**

The accompanying notes on pages 177 to 218 form an integral part of these consolidated financial statements. The independent auditors' report is set out on pages 168 to 171.

Consolidated statement of financial position

as at 31 December

	Notes	2024 AED'000	2023 (Restated) AED'000
Non-current assets			
Goodwill and other intangible assets	11	44,389,254	24,120,541
Property, plant and equipment	13	43,421,531	39,335,942
Right-of-use assets	14	2,776,094	1,680,979
Investments in associates and joint ventures	17	22,428,244	8,977,802
Other investments	18	7,223,255	19,795,521
Trade and other receivables	21	726,065	499,896
Finance lease receivables	23	1,316,304	1,442,979
Derivative financial instruments	28	456,722	39,249
Contract assets	22	863,575	537,658
Deferred tax assets	10(d)	581,282	395,953
		124,182,326	**96,826,520**
Current assets			
Inventories	20	1,200,048	1,090,185
Trade and other receivables	21	17,051,602	16,397,865
Current income tax assets		1,005,138	491,065
Finance lease receivables	23	169,047	152,443
Due from related parties	19	119,765	74,362
Contract assets	22	2,901,242	2,545,688
Other investments	18	2,448,409	743,162
Derivative financial instruments	28	5,612	67,550
Cash and bank balances	24	33,628,232	28,989,387
Assets held for sale		238,574	234,975
		58,767,669	**50,786,682**
Total assets		**182,949,995**	**147,613,202**
Non-current liabilities			
Trade and other payables	25	1,582,181	1,713,324
Borrowings	27	33,658,532	35,850,092
Payables related to investments and licenses	29	1,045,331	233,084
Conditional commitment to acquire NCI's share	42	8,092,091	56,924
Deferred tax liabilities	10(d)	2,122,555	1,838,120
Lease liabilities	30	3,602,260	2,894,144
Provisions	31	600,351	367,092
Provision for employees' end of service benefits	32	1,342,162	1,194,245
Contract liabilities	26	104,091	91,805
		52,149,554	**44,238,830**

	Notes	2024 AED'000	2023 (Restated) AED'000
Current liabilities			
Trade and other payables	25	31,382,335	29,543,734
Contract liabilities	26	3,167,513	2,851,049
Borrowings	27	35,536,446	13,190,573
Payables related to investments and licenses	29	572,716	15,024
Current income tax liabilities		1,262,928	291,890
Lease liabilities	30	806,414	568,557
Provisions	31	3,886,633	5,039,163
Derivative financial instruments	28	–	25,695
Due to related parties	19	146,890	-
Provision for employees' end of service benefits	32	142,293	138,189
		76,904,168	**51,663,874**
Total liabilities		**129,053,722**	**95,902,704**
Equity			
Share capital	33	8,696,754	8,696,754
Reserves	34	25,128,915	17,364,905
Retained earnings		11,738,964	16,596,235
Equity attributable to the owners of the Company		**45,564,633**	**42,657,894**
Non-controlling interests	15 (c)	8,331,640	9,052,604
Total equity		**53,896,273**	**51,710,498**
Total liabilities and equity		**182,949,995**	**147,613,202**

Chairman

Board Member

The accompanying notes on pages 177 to 218 form an integral part of these consolidated financial statements. The independent auditors' report is set out on pages 168 to 171.

Consolidated statement of changes in equity

for the year ended 31 December 2024

		Attributable to owners of the Company					
	Notes	Share capital AED'000	AED'000	Retained earnings AED'000	Owners' equity AED'000	Non-controlling interests AED'000	Total equity AED'000
Balance at 1 January 2023		**8,696,754**	**20,240,124**	**13,326,978**	**42,263,856**	**7,735,244**	**49,999,100**
Profit for the year		–	–	10,304,547	10,304,547	839,663	11,144,210
Other comprehensive (loss)/income for the year		–	(3,011,124)	2,110	(3,009,014)	(554,369)	(3,563,383)
Total comprehensive (loss)/income for the year		**–**	**(3,011,124)**	**10,306,657**	**7,295,533**	**285,294**	**7,580,827**
Other movements in equity		–	–	14,645	14,645	265,541	280,186
Transfer to reserves		–	135,905	(135,905)	–	–	–
Transactions with owners of the Company:							
Acquisition of a subsidiary	41.2	–	–	38,256	38,256	1,497,355	1,535,611
Dividends	38	–	–	(6,954,396)	(6,954,396)	(730,830)	(7,685,226)
Balance at 31 December 2023, restated		**8,696,754**	**17,364,905**	**16,596,235**	**42,657,894**	**9,052,604**	**51,710,498**
Balance at 1 January 2024		**8,696,754**	**17,364,905**	**16,596,235**	**42,657,894**	**9,052,604**	**51,710,498**
Profit for the year		–	–	10,752,474	10,752,474	(169,141)	10,583,333
Other comprehensive (loss)/income for the year		–	(953,310)	23,558	(929,752)	(800,106)	(1,729,858)
Total comprehensive (loss)/income for the year		**–**	**(953,310)**	**10,776,032**	**9,822,722**	**(969,247)**	**8,853,475**
Other movements in equity		–	–	(218,321)	(218,321)	(8,432)	(226,753)
Transfer to reserves		–	1,157	(1,157)	–	–	–
Transfer of fair value reserve of equity instruments designated at FVTOCI	17 (a)(v)	–	8,784,935	(8,784,935)	–	–	–
Transactions with owners of the Company:							
Acquisition of non-controlling interests (NCI) without a change in control	15 (c)	–	(68,772)	455,900	387,128	(1,548,174)	(1,161,046)
Capital contribution by non-controlling interest	15 (c)	–	–	–	–	279,279	279,279
Acquisition of subsidiaries	41.1	–	–		–	2,522,082	2,522,082
Dividends	38	–	–	(7,084,790)	(7,084,790)	(996,472)	(8,081,262)
Balance at 31 December 2024		**8,696,754**	**25,128,915**	**11,738,964**	**45,564,633**	**8,331,640**	**53,896,273**

The accompanying notes on pages 177 to 218 form an integral part of these consolidated financial statements. The independent auditors' report is set out on pages 168 to 171.

Consolidated statement of cash flows

for the year ended 31 December

	Notes	2024 AED'000	2023 AED'000
Operating profit		**20,061,409**	**15,868,922**
Adjustments for:			
Depreciation		5,333,631	5,966,695
Amortisation		2,042,179	1,847,393
Impairment loss on other assets – net		1,295,139	80,896
Share of results of associates and joint ventures		(2,475,403)	(761,035)
Provisions and allowances		(7,646)	(564,684)
Unrealised currency translation (gain)/loss		(58,061)	110,608
Operating cash flows before changes in working capital		**26,191,248**	**22,548,795**
Changes in:			
Inventories		87,159	(123,376)
Due from related parties		(45,049)	53,635
Trade and other receivables including contract assets		(542,120)	(1,520,431)
Trade and other payables including contract liabilities		4,001,891	2,057,842
Cash generated from operations		29,693,129	23,016,465
Income tax expenses paid		(1,485,800)	(1,916,232)
Payment of employees' end of service benefits		(146,091)	(115,717)
Payment of federal royalty fee		(6,327,991)	(5,778,652)
Net cash generated from operating activities		**21,733,247**	**15,205,864**
Cash flows from investing activities			
Proceeds from disposal of investments at amortised cost		3,000,352	1,103,291
Acquisition of investments at amortised cost		(2,938,748)	(4,039,630)
Acquisition of subsidiaries *(net of cash and bank balances acquired)*	41	(8,908,712)	(85,962)
Acquisition of investments classified as fair value through profit or loss		(66,519)	(266,894)
Proceeds from disposal of investments classified as fair value through profit or loss		600,291	1,583,802
Acquisition of non-controlling interests without a change in control	15 (d)	(1,161,046)	–
Capital contribution by non controlling interests	15 (d)	210,417	–
Acquisition of investments classified as fair value through other comprehensive income ("OCI")		(1,600,147)	(3,857,914)
Proceeds from disposal of investments classified as fair value through OCI		2,381	497,979
Acquisition of interest in an associate		–	(220,350)
Net cash outflow on deconsolidation of a subsidiary		–	(2,957)
Purchase of property, plant and equipment		(6,707,895)	(6,039,615)
Proceeds from disposal of property, plant and equipment		202,660	105,741
Purchase of intangible assets		(2,799,073)	(1,247,874)

	Notes	2024 AED'000	2023 AED'000
Cash flows from investing activities continued			
Proceeds from disposal of intangible assets		1,832	28,532
Dividend income received from associates, joint ventures and other investments		1,956,501	1,465,197
Net (increase)/decrease of term deposits made with maturities over three months		(7,217,086)	10,820,485
Cash flows from unwinding of derivative financial instruments – net	28	25,912	(23,150)
Finance and other income received		2,415,678	2,262,256
Net cash (used in)/generated from investing activities		**(22,983,202)**	**2,082,937**
Cash flows from financing activities			
Proceeds from borrowings	27	27,100,376	26,410,721
Repayments of borrowings	27	(12,048,789)	(25,160,947)
Payments of lease liabilities	27	(717,014)	(1,043,937)
Dividends paid		(8,102,812)	(7,676,917)
Finance and other costs paid		(5,839,701)	(3,127,621)
Net cash generated from/(used in) financing activities		**392,060**	**(10,598,701)**
Net (decrease)/increase in cash and cash equivalents		**(857,895)**	**6,690,100**
Cash and cash equivalents at the beginning of the year		10,172,586	3,202,195
Effect of foreign exchange rate changes		(1,720,346)	280,291
Cash and cash equivalents at the end of the year	24	**7,594,345**	**10,172,586**

The accompanying notes on pages 177 to 218 form an integral part of these consolidated financial statements. The independent auditors' report is set out on pages 168 to 171.

Notes to the consolidated financial statements
for year ended 31 December 2024

1. General information
e& comprises Emirates Telecommunications Group Company PJSC (''the Company''), formerly known as Emirates Telecommunications Corporation ("the Corporation") and its subsidiaries. The Corporation was incorporated in the United Arab Emirates ("UAE"), with limited liability, in 1976 by UAE Federal Government decree No. 78, which was revised by the UAE Federal Act No. (1) of 1991 and further amended by Decretal Federal Code No. 3 of 2003 concerning the regulation of the telecommunications sector in the UAE. In accordance with Federal Law No. 267/10 for 2009, the Federal Government of the UAE transferred its 60% holding in the Corporation to the Emirates Investment Authority with effect from 1 January 2008, which is ultimately controlled by the UAE Federal Government.

The Federal-Decree Law no. 3 of 2015 ("the New Law") has amended certain provisions of the Federal Law No. (1) of 1991 and new articles of association of Emirates Telecommunications Group Company PJSC (the "New AoA") have been issued. Subsequent to the New Law and the New AoA, Emirates Telecommunications Corporation has been converted from a corporation to a public joint stock company and is subject to the provisions of UAE Federal Law no. 2 of 2015 on Commercial Companies (the "Companies Law") unless otherwise stated in the New Law or New AoA. Accordingly, the name of the corporation has been changed to Emirates Telecommunications Group Company PJSC. Etisalat Law was further amended by Federal Decree -Law No. 1 of 2021, which increased the Non-UAE nationals ownership cap from 20% to 49% of the Company share capital.

Federal Decree - Law No. 26 of 2020 which amends certain provisions of Federal Law No. 2 of 2015 on Commercial Companies was issued on 27 September 2020 and the amendments came into effect on 2 January 2021. e& held a General Assembly meeting on 8th December 2021, which approved all the necessary amendments to the Articles of Association to be aligned with Federal Decree by Law No. 26 of 2020.

Under the New Law and the New AoA: i) Two types of share have been introduced, i.e. ordinary shares and one Special Share held by the Emirates Investment Authority ("the Special Shareholder") which carries certain preferential rights related to the passing of certain decisions by the Company. ii) The minimum number of ordinary shares held by any UAE government entity in the Company has been reduced from at least 60% of the Company's share capital to not less than 51%, unless the Special Shareholder decides otherwise. iii) Shareholders, natural or legal person, who are Non-UAE National may own up to 20% of the Company's ordinary shares, however, the shares owned by such persons / entities shall not hold any voting rights in the Company's general assembly, although holders of such shares may attend such meeting. On 11 October 2018, the Board of Directors of e& approved by circulation to lift the restrictions on voting rights of foreign shareholders so that they shall enjoy the same voting rights of UAE citizens. Accordingly, a special resolution was passed during the Annual General Meeting held on 20 March 2019 to that effect, all required approvals were obtained and all necessary amendments were incorporated in the New AoA to put the afore-said resolution in place. e&'s Board of Directors, in its meeting on 20 January 2021, recommended to increase the foreign ownership limit from 20% to 49% of the Company's share capital subject to the approval of e&'s General Assembly scheduled on 17 March 2021 and the approval of the competent authorities. On 29 August 2021, e& secured the required approvals for increasing the foreign ownership limit in its share capital to 49% and accordingly, the new foreign ownership limits have come into effect.

On 20 September 2021, the UAE Federal Decree Law No. (32) of 2021 was issued and came into effect on 2 January 2022 which repealed the UAE Federal Law No. (2) of 2015 (as amended). Companies have (1) one year from 2 January 2022 to comply with the provisions of the UAE Federal Decree Law No. (32) of 2021. The Company's annual general assembly approved in its last meeting held on 5th April 2022 the amendments to its Articles of Association, in order to be compliant with the UAE Federal Decree Law No. (32) of 2021, and such amendments were also approved by Telecommunications and Digital Government Regulatory Authority (TDRA) via its Chairman resolution No. 18 of 2022 dated 27 June 2022 and published in the Official Gazette No 730 issued on 30 June 2022.

The address of the registered office of the Company is P.O. Box 3838, Abu Dhabi, United Arab Emirates. The Company's shares are listed on the Abu Dhabi Securities Exchange.

These consolidated financial statements comprise the Company and its subsidiaries ("the Group" or collectively as "e&").

The principal activities of e& are to provide telecommunications services, media and related equipment including the provision of related contracting and consultancy services to international telecommunications companies and consortia. These activities are carried out through the Company (which holds a full service license from the UAE Telecommunications Regulatory Authority valid until 2025), its subsidiaries, associates and joint ventures.

These consolidated financial statements were approved by the Board of Directors and authorised for issue on 25 February 2025.

2. Basis of preparation
These consolidated financial statements of e& have been prepared in accordance with International Financial Reporting Standards ("IFRS") Accounting Standards as issued by International Accounting Standards Board (IASB) and complies with the applicable requirements of the UAE Federal Law No. (32) of 2021. The policies have been applied consistently to all period presented, unless otherwise stated. The preparation of financial statements in conformity with IFRS requires the use of judgements, estimates and assumptions that affect the application of e&'s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to these consolidated financial statements are disclosed in Note 4. These consolidated financial statements are prepared under the historical cost convention except for the revaluation of certain financial instruments and in accordance with the accounting policies set out herein.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether the price is directly observable or estimated using another valuation technique.

As at 31 December 2024, the e&'s current liabilities exceeds the current assets by AED 18,136 million. e& carries loans and borrowings and bonds totalling to AED 35,536 million due for settlement during 2025. e& is actively engaged with financial institutions and debt market stakeholders in evaluating refinancing options to secure long-term additional funding or restructure existing debt to meet these financial obligations during 2025. Considering the e&'s strong creditworthiness, management remains confident that obtaining the aforementioned

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

2. Basis of preparation continued

funding or refinancing arrangements will not present any significant challenges. In light of the above, management assessed and concluded the e&'s ability to continue as a going concern for the next 12 months from the date of issuance of the consolidated financial statements and accordingly concluded that the consolidated financial statements have been prepared on a going concern basis.

These consolidated financial statements are presented in UAE Dirhams (AED) which is the Company's functional and presentational currency, rounded to the nearest thousand except where otherwise indicated.

3. Material accounting policies

The material accounting policies adopted in the preparation of these consolidated financial statements are set out below.

New and amended standards issued and effective

The following new and amended standards have been adopted in the consolidated financial information.

- Amendments to IFRS 16: Lease Liability in a Sale and Leaseback
- Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7
- Amendments to IAS 1 – Classification of Liabilities as Current or Non-current

There has been no material impact on the consolidated financial statements of e& upon adoption of the above new and amended standards.

New and amended standards issued but not yet effective

At the date of these consolidated financial statements, the following standards, amendments and interpretations have not been effective and have not been early adopted:

New and amended standards not effective and not yet adopted by e&	Effective date
Lack of Exchangeability (Amendments to IAS 21)	1 January 2025
Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)	Deferred indefinitely
IFRS 18 – Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19 - Subsidiaries without Public Accountability: Disclosures	1 January 2027
Classification and Measurement of Financial Instruments - Amendments to IFRS 9 and IFRS 7	1 January 2026

These new and amended standards are not expected to have a significant impact on e&'s consolidated financial statements.

Basis of consolidation

These consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when e&:

- has power over the investee;
- is exposed or has rights, to variable returns from its involvement; and
- has the ability to use its power to affect its returns.

The existence and effect of potential voting rights that are currently substantive and exercisable or convertible are considered when assessing whether e& has the power to control another entity.

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from e&'s equity therein. Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling interests share of changes in equity since the date of the business combination. Total comprehensive income within subsidiaries is attributed to e& and to the non-controlling interest even if this results in non-controlling interests having a deficit balance.

Subsidiaries are consolidated from the date on which effective control is transferred to e& and are excluded from consolidation from the date that control ceases.

Intercompany transactions, balances and any unrealised income and expenses (except for foreign currency transaction gains or losses) between Group entities have been eliminated in the consolidated financial statements.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used in line with those used by e&.

Business combinations

The acquisition of subsidiaries is accounted for using the acquisition method. Purchase consideration is measured as the aggregate of the fair value, at the date of exchange, of the assets given, equity instruments issued and liabilities incurred or assumed. The acquiree's identifiable assets and liabilities that meet the conditions for recognition under IFRS 3 Business Combinations are recognised at their fair values at the acquisition date. Acquisition-related costs are recognised in the consolidated statement of profit or loss as incurred.

Goodwill arising on acquisition is recognised as an asset and initially measured at cost, being the excess of the cost of the business combination over e&'s interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised. If, after reassessment, e&'s interest in the acquisition-date net fair value of the acquiree's identifiable assets and liabilities exceeds the cost of the business combination, the excess is recognised immediately in the consolidated statement of profit or loss.

The non-controlling interest in the acquiree is initially measured at either, acquisition-date fair value (consistent with the measurement principle of other components of the business combination) or proportionate share in the recognised amounts of the acquiree's identifiable net assets at acquisition date. The choice of method is to be made for each business combination on a transaction-by-transaction basis, rather than being a policy choice. Changes in e&'s interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

When e& loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

Notes to the consolidated financial statements continued
for year ended 31 December 2024 continued

3. Material accounting policies continued

Step acquisition

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in the consolidated statement of profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

Associates and joint ventures

A joint venture is a joint arrangement whereby e& has joint control of the arrangement and has corresponding rights to the net assets of the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. Associates are those companies over which Group exercises significant influence but it does not control or have joint control over those companies.Investments in associates and joint ventures are accounted for using the equity method of accounting except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with IFRS 5. Investments in associates and joint ventures are carried in the consolidated statement of financial position at cost, which includes transaction costs, as adjusted by post-acquisition changes in e&'s share of the net assets of the associates and joint ventures less any impairment in the value of individual investments. Losses of the associates and joint ventures in excess of e&'s interest are not recognised unless e& has incurred legal or constructive obligations.

The carrying values of investments in associates and joint ventures are reviewed on a regular basis and if impairment in the value has occurred, it is written off in the period in which those circumstances are identified.

Any excess of the cost of acquisition over e&'s share of the fair values of the identifiable net assets of the associates at the date of acquisition is recognised as goodwill and included as part of the cost of investment. Any deficiency of the cost of acquisition below e&'s share of the fair values of the identifiable net assets of the associates at the date of acquisition is credited to the consolidated statement of profit or loss in the year of acquisition.

e&'s share of associates and joint ventures results is based on the most recent financial statements or interim financial information drawn up to e&'s reporting date. Accounting policies of associates and joint ventures have been adjusted, where necessary, to ensure consistency with the policies adopted by e&.

Profits and losses resulting from upstream and downstream transactions between e& (including its consolidated subsidiaries) and its associates or joint ventures are recognised in e&'s financial statements only to the extent of unrelated group's interests in the associates or joint ventures. Losses may provide evidence of an impairment of the asset transferred, in which case appropriate provision is made for impairment.

Dilution gains and losses arising on deemed disposal of investments in associates and joint ventures are recognised in the consolidated statement of profit or loss.

Revenue recognition

Revenue is measured at an amount that reflects the consideration, as specified in the contract, to which an entity expects to be entitled in exchange for transferring goods or services to customers, excluding amounts collected on behalf of third parties. e& recognises revenue when it transfers control over goods or services to its customers.

Revenue from telecommunication services mainly comprises amounts charged to customers in respect of monthly access charges, airtime usage, messaging, data and connectivity services, providing information and communication technology (ICT) and digital solutions, connecting users of other fixed line and mobile networks to e&'s network. Services are offered on a standalone basis as well as part of multiple element arrangements along with other services and/or devices.

For multiple element arrangements, e& accounts for individual products and services separately if they are distinct (i.e. if a product or service is separately identifiable from other items in the package and if a customer can benefit from it). The consideration is allocated between separate product and services (i.e. distinct performance obligations, "POs") in multiple element arrangements, based on their stand-alone selling prices.

The stand-alone selling prices are determined based on the observable price at which e& sells the products and services on a standalone basis, where standalone selling prices are not directly observable, estimation techniques are used maximizing the use of observable inputs. Suitable methods for estimating the standalone selling price include adjusted market assessment approach, cost plus margin approach or residual approach.

Notes to the consolidated financial statements continued
for year ended 31 December 2024 continued

3. Material accounting policies continued
Performance obligations and revenue recognition policies:
The following is a description of nature of distinct PO and timing of revenue recognition for key segments from which e& generates its revenue. The amount of revenue recognised is adjusted for expected discounts and volume discounts, which are estimated based on the historical data for the respective types of service or product being offered.

Service/ Product category	Nature of performance obligations	Point of revenue recognition and significant payment terms
Mobile services contracts	▪ Voice, data and messaging and value added service (VAS), ▪ Loyalty points	Revenue recognition for voice, data, messaging and VAS is recognized over the period when these services are provided to the customers. Revenue recognition for loyalty points is when the points are redeemed or expire. Mobile services contracts are billed on a monthly basis based as per agreed terms of contract for respective services, which is generally either fixed recurring rentals and/or usage.
Unlocked devices contracts	▪ Unlocked devices provided along with a service contract	Revenue is allocated to unlocked device in the ratio of relative standalone selling price and recognised on date of transfer of control, which is generally on the date of signing the contract. In case of device sales, transfer of control is immediate, whereas the billing terms may be either full upfront billing or installment billing.
Consumer fixed contracts	▪ TV service ▪ Unlocked devices (IP Phone and Routers) ▪ Broadband services ▪ Fixed telephone service	Revenue recognition for services is over the contract period, whereas revenue recognition for unlocked devices is upon transfer of control to the customer (i.e. Day 1). The services are billed on a monthly basis as per the agreed terms of contract for respective services, which is generally either fixed recurring rentals and/or usage.
Business Fixed contracts	▪ Gateway router ▪ Fixed voice ▪ Internet service ▪ Office application ▪ Security solution ▪ Managed services ▪ Ancillary devices (laptop, printer, IP Telephone, etc)	Revenue recognition for services is over the contract period, whereas revenue recognition for ancillary devices is upon transfer of control to the customer (i.e. point in time). The contracts are billed and paid on monthly basis.
Business Solutions contracts	▪ Connectivity service (IPVPN, leased lines, etc) ▪ Managed Services ▪ IPTV services	Revenue is recognised over the period when these services are provided to the customers. Where hardware (e.g. routers) are provided as part of the contract, e& recognises these as distinct PO only if the hardware is not locked and if the customer can benefit from them either by selling for more than scrap value or using with services from other service providers. If the customer cannot benefit from hardware on its own, then it is not considered distinct POs and revenue is recognised over the service period. The contracts are billed and paid on monthly basis.
Digital Solutions contracts	▪ Digital and ICT solutions	The separable components of the solution are distinct POs. Revenue is recognised based on output measures (such as the proportion of units delivered) to measure progress towards complete satisfaction of POs where such measures are available. The contracts are billed as per contract terms.
Miscellaneous	▪ Installation services	Installation services provided for service fulfillment are not distinct POs and the amount charged for in-stallation service is recognised over the service period. Installation services are generally billed on upfront basis.

Principal versus agent
e& determines whether the nature of its promise is a performance obligation to provide the specified goods or services itself or to arrange for those goods or services to be provided by the other party. e& is a principal if it controls the specified good or service before that good or service is transferred to a customer.

In the case e& is an agent, it does not control the specified good or service provided by another party before that good or service is transferred to the customer. As an agent, e&'s performance obligation is to arrange for the provision of specified good or service by another party and accordingly it recognises revenue in the amount of any fee or commission to which it expects to be entitled in exchange for arranging for the specified goods or services to be provided by the other party.

Leases
e& as lessee
Right-of-use asset
e& recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

Lease liability
The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or if that rate cannot be readily determined, e&'s incremental borrowing rate. Generally, e& uses its incremental borrowing rate as the discount rate. e& determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Leases continued

e& as lessee continued

Lease liability continued

Lease payments in the measurement of the lease liability comprise the following:

a. fixed payments, including in-substance fixed payments;

b. variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

c. amounts expected to be payable under a residual value guarantee; and

d. the exercise price under a purchase option that e& is reasonably certain to exercise, lease payments in an optional renewal period if e& is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless e& is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in e&'s estimate of the amount expected to be payable under a residual value guarantee, or if e& changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

e& has elected not to recognise right-of-use assets and lease liabilities for short-term lease of equipments that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. e& recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

e& as lessor

At inception or on modification of a contract that contain a lease component, e& allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

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

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

Foreign currencies

i) Functional currencies

The individual financial statements of each of e&'s subsidiaries, associates and joint ventures are presented in the currency of the primary economic environment in which they operate (its functional currency). For the purpose of these consolidated financial statements, the results, financial position and cash flows of each company are expressed in UAE Dirhams, which is the functional currency of the Company, and the presentation currency of these consolidated financial statements.

In preparing these financial statements of the individual companies, transactions in currencies other than the entity's functional currency are recorded at exchange rates prevailing at the dates of the transactions. At the end of the reporting period, monetary assets and liabilities that are denominated in foreign currencies are retranslated into the entity's functional currency at rates prevailing at reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

ii) Consolidation

On consolidation, the assets and liabilities of e&'s foreign operations are translated into UAE Dirhams at exchange rates prevailing on the date of end of each reporting period. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are also translated at exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences are recognised in other comprehensive income and are presented in the translation reserve in equity except to the extent they relate to non-controlling interest. On disposal of overseas subsidiaries or when significant influence or joint control is lost, the cumulative translation differences are recognised as income or expense in the period in which they are disposed of.

iii) Foreign exchange differences

Exchange differences are recognised in the consolidated statement of profit or loss in the period in which they arise except for exchange differences that relate to assets under construction for future productive use. These are included in the cost of those assets when they are regarded as an adjustment to interest costs on foreign currency borrowings. Exchange differences on transactions entered into to hedge certain foreign currency risks and exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur, which form part of the net investment in a foreign operation are recognised initially in other comprehensive income and reclassified from equity to the consolidated statement of profit or loss on disposal of net investment. Exchange differences on qualifying cash flow hedges to the extent the hedges are effective are also recognised in other comprehensive income.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Foreign currencies continued

iv) Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically;

- for financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss;
- for debt instruments measured at FVTOCI that are not part of a designated hedging relationship, exchange differences on the amortised cost of the debt instrument are recognised in profit or loss. Other exchange differences are recognised in other comprehensive income in the investment revaluation reserve;
- for financial assets measured at FVTPL that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss; and
- for equity instruments measured at FVTOCI, exchange differences are recognised in other comprehensive income in the investment revaluation reserve.

Borrowing costs

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the consolidated statement of profit or loss in the period in which they are incurred.

Government grants

Government grants relating to non-monetary assets are recognised at nominal value. Grants that compensate e& for expenses are recognised in the consolidated statement of profit or loss on a systematic basis in the same period in which the expenses are recognised. Grants that compensate e& for the cost of an asset are recognised in the consolidated statement of profit or loss on a systematic basis over the expected useful life of the related asset upon capitalisation.

Employees' end of service benefits

Payments to defined contribution schemes are charged as an expense as they fall due. Payments made to state-managed pension schemes are dealt with as payments to defined contribution schemes where e&'s obligations under the schemes are equivalent to those arising in a defined contribution scheme.

Provision for employees' end of service benefits for non-UAE nationals is made in accordance with the Projected Unit Cost method as per IAS 19 *Employee Benefits* taking into consideration the UAE Labour Laws. The provision is recognised based on the present value of the defined benefit obligations.

The present value of the defined benefit obligations is calculated using assumptions on the average annual rate of increase in salaries, average period of employment of non-UAE nationals and an appropriate discount rate. The assumptions used are calculated on a consistent basis for each period and reflect management's best estimate. The discount rates are set in line with the best available estimate of market yields currently available at the reporting date with reference to high quality corporate bonds or other basis, if applicable.

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the consolidated statement of profit or loss because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. e&'s liability for current tax is calculated using tax rates that have been enacted or substantively enacted at the end of the reporting period. Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and e& intends to settle its current tax assets and liabilities on a net basis.

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

Deferred tax is calculated using relevant tax rates and laws that have been enacted or substantially enacted at the reporting date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax is charged or credited in the consolidated statement of profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

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

The carrying amount of deferred tax assets is reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill, from investments in associates and joint arrangements to the extent that e& is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither taxable profit nor the accounting profit.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and e& intends to settle its current tax assets and liabilities on a net basis.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where e& is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Property, plant and equipment

Property, plant and equipment are measured at cost, less accumulated depreciation and any impairment. Cost comprises the cost of equipment and materials, including freight and insurance, charges from contractors for installation and building works, direct labour costs, capitalised borrowing costs and an estimate of the costs of dismantling and removing the equipment and restoring the site on which it is located.

Assets in the course of construction are carried at cost, less any impairment. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with e&'s accounting policy. Depreciation of these assets commences when the assets are ready for their intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to e& and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to consolidated statement of profit or loss during the period in which they are incurred.

Other than land (which is not depreciated), the cost of property, plant and equipment is depreciated on a straight line basis over the lesser of the lease period and the estimated useful life as follows:

Buildings:

	Years
Permanent	20 – 50
Temporary	4 – 10
Civil works	10 – 25

Plant and equipment:

	Years
Submarine – fibre optic cables	10 – 20
– coaxial cables	10 – 15
Cable ships	15 – 25
Coaxial and fibre optic cables	10 – 25
Line plant	10 – 25
Exchanges	5 – 15
Switches	8 – 15
Radios/towers	8 – 25
Earth stations/VSAT	5 – 15
Multiplex equipment	10 – 15
Power plant	5 – 10
Subscribers' apparatus	3 – 15
General plant	2 – 25

Other assets:

	Years
Motor vehicles	3 – 5
Computers	3 – 5
Furniture, fittings and office equipment	4 – 10

The assets' depreciation methods, residual values and useful lives are reviewed and adjusted, if appropriate, at the end of each reporting period.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the consolidated statement of profit or loss.

Intangible assets

Recognition and measurement

(i) Goodwill

Goodwill arising on consolidation represents the excess of the cost of an acquisition over the fair value of e&'s share of net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill is allocated to each of e&'s cash-generating units (CGUs) expected to benefit from the synergies of the combination. CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other non-financial assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of an associate, joint venture, or a subsidiary or where Group ceases to exercise control, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

(ii) Licenses

Acquired telecommunication licenses are initially recorded at cost or, if part of a business combination, at fair value. Licenses are amortised on a straight-line basis over their estimated useful lives from when the related networks are available for use. The estimated useful lives range between 10 and 25 years and are determined primarily by reference to the license period, the conditions for license renewal and whether licenses are dependent on specific technologies.

(iii) Internally-generated intangible assets

An internally-generated intangible asset arising from e&'s IT development is recognised at cost only if all of the following conditions are met:

- an asset is created that can be identified (such as software and new processes);
- it is probable that the asset created will generate future economic benefits; and
- the development cost of the asset can be measured reliably.

Internally-generated intangible assets are amortised on a straight-line basis over their useful lives of 3-10 years. Where no internally-generated intangible asset can be recognised, development expenditure is recognised as an expense in the period in which it is incurred.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Intangible assets continued

Recognition and measurement continued

(iv) Indefeasible Rights of Use

Indefeasible Rights of Use ("IRU") corresponds to the contractual right to use a certain amount of the capacity of a terrestrial or submarine transmission cable granted for a fixed period. IRUs are recognised at cost as an asset when e& has the specific indefeasible right to use an identified portion of the underlying asset. Generally, the right to use optical fibres or dedicated wavelength bandwidth is for the major part of the underlying asset's economic life. These are amortised on a straight-line basis over the lesser of the expected period of use and the life of the contract which ranges between 10 to 20 years.

(v) Other intangible assets

Other intangible assets comprising of trade names, customer relationship and other intangible assets are recognised on acquisition at fair values. They are amortised on a straight-line basis over their estimated useful lives. The useful lives of customer relationships range from 3-23 years and trade names have a useful life of 15-25 years. The useful lives of other intangible assets range from 3-10 years.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

Impairment of tangible and intangible assets excluding goodwill

e& reviews the carrying amounts of its tangible and intangible assets whenever there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of any impairment loss. Where the asset does not generate cash flows that are independent from other assets, e& estimates the recoverable amount of the cash-generating unit to which the asset belongs. An intangible asset with an indefinite useful life (including goodwill) is tested for impairment annually. For impairment testing, assets are grouped together into the smallest group of assets that generate cash flows that are largely independent of other assets or cash-generating units.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Inventory

Inventory is measured at the lower of cost and net realisable value. Cost comprises direct materials and where applicable, directs labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Allowance is made, where appropriate, for deterioration and obsolescence. Cost is determined in accordance with the weighted average cost method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Financial instruments

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

i) Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal market, regardless of whether that price is directly observable or in its absence, the most advantageous markets to which e& has access at that date, estimated using another valuation technique. In estimating the fair value of an asset or a liability, e& takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

ii) Financial assets

Financial assets are classified into the following specified categories: 'amortised cost', 'fair value through other comprehensive income with recycling', 'fair value through other comprehensive income without recycling' and 'fair value through profit or loss'. The classification depends on the business model for managing the financial asset and the contractual cash flow characteristics of financial asset and is determined at the time of initial recognition.

All financial assets are recognised and derecognised on trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Financial instruments continued

iii) Amortised cost and effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

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

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at fair value through other comprehensive income ("FVTOCI"). Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

iv) Fair value through OCI – with recycling

Debt instruments are initially measured at fair value plus transaction costs. Subsequently, changes in the carrying amount of these instruments as a result of foreign exchange gains and losses, impairment gains or losses, and interest income calculated using the effective interest method are recognised in the consolidated statement of profit or loss. The amounts that are recognised in the consolidated statement of profit or loss are the same as the amounts that would have been recognised in the consolidated statement of profit or loss if these instruments had been measured at amortised cost. All other changes in the carrying amount of these instruments are recognised in other comprehensive income and accumulated under the heading of investment revaluation reserve. When these instruments are derecognised, the cumulative gains or losses previously recognised in other comprehensive income are reclassified to the consolidated statement of profit or loss.

v) Fair value through OCI – without recycling

On initial recognition, e& may make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI. Designation at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination to which IFRS 3 applies.

A financial asset is held for trading if it is:

- acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking; or
- a derivative (except for a derivative that is a designated and effective hedging instrument).

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investment revaluation reserve. The cumulative gain or loss will not be reclassified to the consolidated statement of profit or loss on disposal of the equity investments, instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in the consolidated statement of profit or loss when e&'s right to receive the dividends is established in accordance with IFRS 15 "Revenue from Contracts with Customers", unless the dividends clearly represent a recovery of part of the cost of the investment.

vi) Fair value through profit and loss

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI (see note 3 (iii to iv)) are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in the consolidated statement of profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in the consolidated statement of profit or loss includes any dividend or interest earned on the financial asset Fair value is determined in the manner described in note 3 (i).

vii) Cash and cash equivalents

In the consolidated statement of financial position, cash and bank balances comprise cash (i.e. cash on hand and demand deposits) and cash equivalents. Cash equivalents are short-term (generally with original maturity of three months or less from date of deposit), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value.

viii) Impairment of financial assets

e& recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, lease receivables, trade receivables, contract assets, as well as on loan commitments and financial guarantee contracts. No impairment loss is recognised for investments in equity instruments. The amount of expected credit losses is updated at the end of each reporting period to reflect changes in credit risk since initial recognition of the respective financial instrument.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Financial instruments continued

viii) Impairment of financial assets continued

e& always recognises lifetime ECL for trade receivables, lease receivables and contract assets, using the simplified approach. The expected credit losses on these financial assets are estimated using a provision matrix based on e&'s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, e& recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, e& measures the loss allowance for that financial instrument at an amount equal to 12 months ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the end of the reporting period or an actual default occurring.

a) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, e& compares the risk of a default occurring on the financial instrument as at the end of the reporting period with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, e& considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Irrespective of the outcome of the above assessment, e& presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless e& has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, e& assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if i) the financial instrument has a low risk of default, ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. e& considers a financial asset to have low credit risk when it has an internal or external credit rating of 'investment grade' as per globally understood definition.

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

b) Definition of default

In case of trade receivables, e& considers that default occurs when a customer balance moves into the "Ceased" category based on its debt age analysis for internal credit risk management purposes. Ceased category refers to category of customers whose telecommunication services have been discontinued.

For all other financial assets, e& considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable.

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including e&, in full (without taking into account any collaterals held by e&).

Irrespective of the above analysis, e& considers that default has occurred when a financial asset is more than 90 days past due, unless e& has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

c) Credit – impaired financial assets

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

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

d) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

e& may use various sources of data, that may be both internal and external. Possible data sources include internal historical credit loss experience, internal ratings, credit loss experience of other entities and external ratings, reports and statistics.

Where lifetime ECL is measured on a collective basis to cater for cases where evidence of significant increases in credit risk at the individual instrument level may not yet be available, the financial instruments are grouped on the following basis:

- Nature of financial instruments (i.e. e&'s trade and other receivables, finance lease receivables and amounts due from customers are each assessed as a separate group. Loans to related parties are assessed for expected credit losses on an individual basis);
- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Financial instruments continued

viii) Impairment of financial assets continued

d) Measurement and recognition of expected credit losses continued

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

e& recognises an impairment gain or loss in the consolidated statement of profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the investment revaluation reserve, and does not reduce the carrying amount of the financial asset in the consolidated statement of financial position.

ix) Financial liabilities

Financial liabilities are classified as either financial liabilities ‘at fair value through profit or loss’ (“FVTPL”) or “amortised cost”.

x) Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL where the financial liability is either held for trading or it is designated as such. A financial liability is classified as held for trading if it has been incurred principally for the purpose of disposal in the near future or it is a derivative that is not designated and effective as a hedging instrument. Financial liabilities at FVTPL are stated at fair value, with any resultant gain or loss recognised in the consolidated statement of profit or loss.

xi) Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

xii) Derecognition of financial liabilities

e& derecognises financial liabilities when, and only when, e&’s obligations are discharged, cancelled or they expire. e& also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

xiii) Embedded derivatives

Derivatives embedded in other financial instruments or other host contracts are treated as separate derivatives when their risks and characteristics are not closely related to those of host contracts and the host contracts are not measured at fair value with changes in fair value recognised in the consolidated statement of profit or loss.

xiv) Hedge accounting

e& may designate certain hedging instruments, which include derivatives, embedded derivatives and non-derivatives in respect of foreign exchange risk, as either fair value hedges, cash flow hedges, or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges where appropriate criteria are met.

At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, e& documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk, which is when the hedging relationships meet all of the following hedge effectiveness requirements:

- there is an economic relationship between the hedged item and the hedging instrument;
- the effect of credit risk does not dominate the value changes that result from that economic relationship; and
- the hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that e& actually hedges and the quantity of the hedging instrument that the entity actually uses to hedge that quantity of hedged item.

If a hedging relationship ceases to meet the hedge effectiveness requirement relating to the hedge ratio but the risk management objective for that designated hedging relationship remains the same, e& adjusts the hedge ratio of the hedging relationship (i.e. rebalances the hedge) so that it meets the qualifying criteria again.

xv) Derecognition of financial assets

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

Provisions

Provisions are recognised when e& has a present obligation as a result of a past event, and it is probable that e& will be required to settle that obligation. Provisions are measured at the management’s best estimate of the expenditure required to settle the obligation at the reporting date, and are discounted to present value where the effect is material.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

3. Material accounting policies continued

Transactions with non-controlling interests

e& applies a policy of treating transactions with non-controlling interest holders as transactions with parties external to e&. Disposals to non-controlling interest holders result in gains and losses for e& and are recorded in the consolidated statement of profit or loss.

Changes in e&'s ownership interests in subsidiaries that do not result in e& losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of e&'s interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

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

Dividends

Dividend distributions to e&'s shareholders are recognised as a liability in the consolidated financial statements in the period in which the dividends are approved.

Disposal of assets/assets held-for-sale

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held-for-sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Assets may be disposed of individually or as part of a disposal group. Once the decision is made to dispose of an asset, it is classified as "held-for-sale" and shall no longer be depreciated, and any equity-accounted investee is no longer equity accounted. Assets that are classified as "held-for-sale" must be disclosed in the financial statements.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, investment property or biological assets, which continue to be measured in accordance with e&'s other accounting policies. Impairment losses on initial classification as held-for-sale or held-for-distribution and subsequent gains and losses on remeasurement are recognised in profit or loss.

An asset is considered to be held-for-sale if its carrying amount will be recovered principally through a sale transaction, not through continuing use. Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted. The criteria for classifying an asset as held-for-sale are as follows:

- It must be available for immediate sale in its present condition,
- Its sale must be highly probable, and
- It must be sold, not abandoned.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of e&'s accounting policies, which are described in Note 3, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are disclosed below.

Critical accounting judgements

i) Fair value of other intangible assets

On the acquisition of subsidiaries, the identifiable intangible assets may include licenses, customer bases and brands. The fair value of these assets is determined by discounting estimated future net cash flows generated by the asset, where no active market for the assets exists. The use of different assumptions for the expectations of future cash flows and the discount rate would change the valuation of the intangible assets. The relative size of e&'s intangible assets, excluding goodwill, makes the judgements surrounding the estimated useful lives critical to e&'s financial position and performance.

The useful lives used to amortise intangible assets relate to the future performance of the assets acquired and management's judgement of the period over which economic benefit will be derived from the asset.

ii) Classification of interests in other entities

The appropriate classification of certain interests in other entities requires significant analysis and management judgement as to whether e& exercises control, significant influence or joint control over these interests. This may involve consideration of a number of factors, including ownership and voting rights, the extent of Board representation, contractual arrangements and indicators of de facto control. Changes to these indicators and management's assessment of the power to control or influence may have a material impact on the classification of such investments and e&'s consolidated financial position, revenue and results. Specific judgements regarding the classification of e&'s interests in Maroc Telecom, Careem Technologies Holding Limited, e& PPF TG and Pakistan Telecommunications Company Limited are disclosed in Note 15 and interests in associates are disclosed in Note 17.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

4. Critical accounting judgements and key sources of estimation uncertainty continued

Critical accounting judgements continued

iii) Federal royalty

The computation of federal royalty for the prior year as disclosed in the note 7(b) of these consolidated financial statements requires a number of calculations in accordance with the Cabinet of Ministers decision No.320/15/23 dated 9 December 2012 (the "Decision") and the Federal Royalty Scheme issued by UAE Ministry of Finance ("MoF") dated 20 February 2017 and 3 January 2022 (the "Scheme") and the subsequent clarifications and correspondences exchanged between e& and MoF (the "Correspondence"). In performing these calculations, management had made certain critical judgments, interpretations and assumptions.

These mainly related to the segregation of items between regulated and other activities and items which the Company judged as not subject to federal royalty or which might be set off against profits which were subject to federal royalty.

On 3 November 2023, e& has received the new Royalty Guidelines for the telecommunications sector from the MoF outlining the details of the new Telecom Federal Royalty regime for the period starting 1 January 2024 to 31 December 2026. This is in addition to the Corporate Tax Law applicable to e& effective from 1 January 2024.

Due to the changes in the applicable guidelines for calculation of federal royalty, management has assessed that royalty royalty is charged based on financial performance of e& and applies on the profits before corporate tax. Accordingly, under the new Royalty Guidelines, e& has presented federal royalty below operating profit.

iv) Revenue recognition

The key areas of judgement in revenue recognition are as follows:

Identifying performance obligations and determining standalone selling prices

Where a contract with a customer consists of two or more performance obligations that have value to a customer on a standalone basis, e& accounts for individual performance obligation separately if they are distinct i.e. if goods or service is separately identifiable from other items in the contract and if a customer can benefit from it. The transaction price is allocated between separate performance obligations based on their stand-alone selling prices. e& applies judgement in identifying the individual performance obligation, determining the stand-alone selling prices and allocating the transaction price between them.

Determination of transaction price

The estimate of the transaction price will be affected by the nature, timing and amount of consideration promised by a customer. In determining the transaction price, e& considering these following aspects:

a. variable consideration

b. constraining estimates of variable consideration

c. the existence of a significant financing component in the contract

d. non-cash consideration

e. consideration payable to a customer

Refer to Note 3 for additional details on the identification of performance obligation, determination of stand alone selling prices and timing of revenue recognition for the major products and services.

Key sources of estimation uncertainty

i) Impairment of goodwill and investment in associates

Determining whether goodwill is impaired requires an estimation of the value-in-use of the cash-generating unit to which the goodwill has been allocated. The value-in-use calculation for goodwill and associates requires e& to calculate the net present value of the future cash flows for which certain assumptions are required, including management's expectations of:

- long-term growth rates;
- change in EBITDA within the forecast period
- working capital estimates;
- discount rates; and
- capital expenditure.

The key assumptions used and sensitivities are detailed on Note 12 of these consolidated financial statements. A change in the key assumptions or forecasts might result in an impairment of goodwill and investment in associates.

ii) Impairment of other intangible assets

Impairment testing is an area involving management judgement, requiring assessment as to whether the carrying value of assets can be supported by the net present value of future cash flows derived from such assets using cash flow projections which have been discounted at an appropriate rate. In calculating the net present value of the future cash flows, certain assumptions are required to be made in respect of highly uncertain matters including management's expectations of:

- long-term forecast cash flows;
- working capital estimates;
- discount rates;
- capital expenditure; and
- expected proceeds from disposal of non-operational assets.

iii) Property, plant and equipment

Property, plant and equipment represent a significant proportion of the total assets of e&. Therefore, the estimates and assumptions made to determine their carrying value and related depreciation are critical to e&'s financial position and performance. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful economic life and the expected residual value at the end of its life. Increasing/decreasing an asset's expected life or its residual value would result in a reduced/increased depreciation charge in the consolidated statement of profit or loss.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

4. Critical accounting judgements and key sources of estimation uncertainty continued

Key sources of estimation uncertainty continued

iv) Measurement of the expected credit loss allowance

The measurement of the expected credit loss ("ECL") allowance for financial assets measured at amortised cost and FVTOCI is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behavior (e.g. the likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation techniques used in measuring ECL is further detailed in Note 3.

Elements of the ECL models that are considered accounting judgments and estimates include:

- Development of ECL models, including the various formulas and choice of inputs
- Determining the criteria if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a lifetime ECL basis and the qualitative assessment;
- The segmentation of financial assets when their ECL is assessed on a collective basis; and
- Determination of associations between macroeconomic scenarios and, economic inputs, and their effect on probability of default (PDs), exposure at default (EADs) and loss given default (LGDs).

Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL models. It has been e&'s policy to regularly review its models in the context of actual loss experience and adjust when necessary.

v) Provisions and contingent liabilities

The management exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigations, assessments and/or other outstanding liabilities and claims. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provisions. Refer to Note 31 for details on provisions against such pending litigations/claims and Note 37 for details on the contingent liabilities.

vi) Provision for income tax

e& recognizes income tax provisions using estimates based upon expert opinions of its tax and legal advisors. Differences, if any, between the recorded income tax provision and e&'s tax liability, are recorded on the final determination of such liability. Deferred income tax is calculated at the rates that are expected to apply to the period when these temporary differences reverse, based on tax rates that have been enacted or substantively enacted, by the reporting date. Estimates regarding deferred tax include e&'s future tax results and expected changes in temporary differences between assets and liabilities. Management exercises judgement in assessing the recoverability of deferred tax assets and determines the average recoverability period to be around 5 to 6 years.

5. Segmental information

Information regarding e&'s operating segments is set out below in accordance with IFRS 8 Operating Segments. IFRS 8 requires operating segments to be identified on the basis of internal reports that are regularly reviewed by e&'s chief operating decision maker (CODM) and used to allocate resources to the segments and to assess their performance.

In 2024, e& has revised its operating segments to align with the management reporting following the journey of transformation to a global technology group and creation of new verticals.

a) Products and services from which reportable segments derive their revenues

e& strategy is designed to transition e& topline stability to sustained growth. e& aspires to change its business composition from being UAE telco centric to a more balanced geographic profile with higher revenue contribution outside of UAE and from the non-telco verticals.

e& is engaged in the supply of telecommunications services and related products as well as provision of tech services. For management reporting purposes, e& is organised into below verticals which are reportable segments:

- e& UAE operations – provides integrated telecommunication services and digital solutions for consumers, businesses, and government entities in the UAE.
- e& International – represents the Group's portfolio of controlled international telecommunication and digital assets outside UAE with operations spanning across regions.
- e& Life – leads e& in tech space by providing leading consumer digital businesses across multiple areas such as fintech, entertainment and everything app services.
- e& enterprise – provides advanced digital capabilities to customers, artificial intelligent and digital transformation.
- Others

Revenue is attributed to an operating segment based on the vertical reporting the revenue. Inter-segment revenues are charged at mutually agreed prices. Inter-segment revenues are eliminated upon consolidation and reflected in the elimination column.

e&'s share of results from associates and joint ventures has been allocated to the Others segment in line with how results from investments in associates and joint ventures are reported to the Board of Directors.

b) Segment revenues and results

Segment results represent operating profit earned by each segment without allocation of finance income, finance costs and federal royalty. This is the measure reported to e&'s Board of Directors ("Board of Directors") for the purposes of resource allocation and assessment of segment performance.

c) Segment assets

For the purposes of monitoring segment performance and allocating resources between segments, the Board of Directors monitors the total and non-current assets attributable to each segment. Goodwill is allocated based on separately identifiable CGUs as further disclosed in Note 12. Assets used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments.

The segment information has been provided on the following page.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

5. Segmental information continued

	e& UAE AED'000	e& International AED'000	e& Enterprise AED'000	e& Life AED'000	Others AED'000	Eliminations AED'000	Consolidated AED'000
31 December 2024							
Revenue							
External revenue	31,986,546	21,517,534	2,721,106	1,537,322	1,440,453	–	59,202,961
Inter-segment revenue	1,110,927	246,675	176,498	471,904	1,336,552	(3,342,556)	–
Total revenue	**33,097,473**	**21,764,209**	**2,897,604**	**2,009,226**	**2,777,005**	**(3,342,556)**	**59,202,961**
Segment result	**14,846,727**	**4,530,530**	**(76,458)**	**(1,484,098)**	**2,244,708**	**–**	**20,061,409**
Finance and other income							2,732,530
Finance and other costs							(5,211,609)
Profit before federal royalty and corporate tax							**17,582,330**
Federal royalty							(5,282,497)
Corporate tax expenses							(1,716,500)
Profit for the year							**10,583,333**
Total assets	98,645,491	98,933,714	4,873,191	4,322,486	32,393,983	(56,218,870)	182,949,995
Non-current assets *	56,885,508	71,814,716	797,194	2,252,089	30,206,070	(38,811,255)	123,144,322
Total liabilities	72,827,723	88,635,517	4,661,882	1,823,551	11,328,611	(50,223,562)	129,053,722
Investments in associates and joint ventures	–	–	–	–	22,428,244	–	22,428,244
Depreciation and amortisation	2,325,608	4,609,998	73,096	223,717	80,396	–	7,312,815
Impairment and other losses	17,843	726,448	–	550,848	–	–	1,295,139
Share of results of associates and joint ventures	–	–	–	–	2,475,403	–	2,475,403
31 December 2023							
Revenue							
External revenue	30,800,912	19,156,985	2,498,960	293,899	1,001,362	–	53,752,118
Inter-segment revenue	663,535	265,328	130,201	700,423	1,264,494	(3,023,981)	–
Total revenue	**31,464,447**	**19,422,313**	**2,629,161**	**994,322**	**2,265,856**	**(3,023,981)**	**53,752,118**
Segment result	**9,954,877**	**4,926,123**	**228,698**	**(51,523)**	**810,747**	**–**	**15,868,922**
Finance and other income							3,794,661
Finance and other costs							(3,928,152)
Profit before federal royalty and corporate tax							**15,735,431**
Federal royalty							(3,036,987)
Corporate tax expenses							(1,554,234)
Profit for the year							**11,144,210**
Total assets	101,509,755	68,695,086	4,029,073	5,203,160	20,858,144	(52,682,016)	147,613,202
Non-current assets *	65,180,798	46,290,479	451,031	2,914,232	16,135,632	(34,580,854)	96,391,318
Total liabilities	94,957,146	56,981,912	3,822,121	1,503,716	11,612,767	(72,974,958)	95,902,704
Investments in associates and joint ventures	–	–	–	–	8,977,802	–	8,977,802
Depreciation and amortisation	3,110,899	4,272,352	62,387	45,940	77,098	–	7,568,676
Impairment and other losses	80,053	752	–	–	91	–	80,896
Share of results of associates and joint ventures	–	–	–	–	761,035	–	761,035

* Non-current assets exclude derivative financial assets and deferred tax assets.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

6. Revenue

a) Revenue expected to be recognised in the future related to performance obligations that are unsatisfied or partially unsatisfied at the reporting date:

31 December 2024	Within one year AED'000	More than one year AED'000	Total AED'000
Expected revenue for remaining performance obligations that will be delivered in subsequent years	9,945,618	4,493,746	14,439,364
31 December 2023			
Expected revenue for remaining performance obligations that will be delivered in subsequent years	9,142,656	2,247,016	11,389,672

b) Timing of revenue recognition

	e& UAE AED'000	e& International AED'000	e& Enterprise AED'000	e& Life AED'000	Others AED'000	Consolidated AED'000
31 December 2024						
PO satisfied at a point in time	2,274,004	706,127	1,282,103	1,185,550	1,021,732	6,469,516
PO satisfied over a period of time	29,712,542	20,811,407	1,439,003	351,772	418,721	52,733,445
Total revenue	**31,986,546**	**21,517,534**	**2,721,106**	**1,537,322**	**1,440,453**	**59,202,961**
31 December 2023						
PO satisfied at a point in time	2,419,624	474,807	872,021	22,846	786,928	4,576,226
PO satisfied over a period of time	28,381,288	18,682,178	1,626,939	271,053	214,434	49,175,892
Total revenue	**30,800,912**	**19,156,985**	**2,498,960**	**293,899**	**1,001,362**	**53,752,118**

7. Operating expenses and federal royalty

a) Operating expenses

		2024 AED'000	2023 AED'000
Direct cost of sales		17,784,091	14,714,188
Staff costs		5,245,370	4,353,524
Depreciation		5,345,183	5,964,943
Network and other related costs		3,162,460	2,851,424
Amortisation		1,967,632	1,603,733
Regulatory expenses	(i)	1,458,932	1,444,797
Marketing expenses		1,203,502	979,099
Consultancy costs		991,375	810,112
IT costs		556,690	469,467
Foreign exchange losses - net		259,652	67,598
Lease rentals		117,397	86,690
Other operating expenses		1,387,127	1,026,195
Operating expenses		**39,479,411**	**34,371,770**

Operating expenses include an amount of AED 29.78 million (2023: AED 30.33 million), relating to social contributions made during the year.

i) Regulatory expenses:
Regulatory expenses include ICT Fund contributions required to be paid by the Company to the UAE Telecommunications and Digital Government Regulatory Authority (TDRA) at 1% of its net regulated revenues annually.

ICT Fund Contribution

	2024 AED'000	2023 AED'000
UAE Net Regulated Revenue	21,530,798	20,489,592
ICT Fund Contribution	215,308	204,896

b) Federal royalty

In accordance with the Cabinet decision No. 558/1 for the year 1991, the Company was required to pay a federal royalty, equivalent to 40% of its annual net profit before such federal royalty, to the UAE Government for use of federal facilities. With effect from 1 June 1998, Cabinet decision No. 325/28M for 1998, it was increased to 50%.

On 9 December 2012, the Cabinet of Ministers of UAE issued decision no. 320/15/23 of 2012 in respect of a new royalty mechanism applicable to the Company. Under this mechanism a distinction was made between revenue earned from services regulated by Telecommunications Regulatory Authority ("TRA") and non-regulated services as well as between foreign and local profits. The Company was required to pay 15% royalty fee on the UAE regulated revenues and 35% of net profit after deduction of the 15% royalty fee on the UAE regulated revenues. In respect of foreign profit, the 35% royalty was reduced by the amount that the foreign profit has already been subject to foreign taxes.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

7. Operating expenses and federal royalty continued

b) Federal royalty continued

On 25 February 2015, the MoF issued revised guidelines (which were received by the Company on 1 March 2015) for the computation of federal royalty for the financial years ended 31 December 2014, 2015 and 2016 (the "Guidelines"). In accordance with the Guidelines, the royalty rate for 2016 was reduced to 30% of net profit after deduction of the 15% royalty fee on the UAE regulated revenues.

On 20 February 2017, the MoF announced the federal royalty scheme to be applied on e& for the periods 2017 to 2021 ("the new royalty scheme"). According to the new royalty scheme, e& will pay 15% royalty fees on the UAE regulated revenue and 30% royalty fees on profit generated from regulated services after deduction of the 15% royalty fees on the UAE regulated revenue. Royalty fees on profits from international operations shall be considered only if similar fees paid in the country of origin are less than the fees that could have been imposed in the UAE. Consequent to the issuance of the new royalty scheme, clarifications were obtained and correspondences were exchanged between e& and MoF (the "Correspondence").

On 3 January 2022, the MoF issued new guidelines for the computation of federal royalty for the financial years 2022 to 2024 with no changes to the guidelines issued previously in February 2017.

In 2023, presentation of federal royalty was disaggregated as royalty on regulated revenue and royalty on regulated profit. The disaggregation reflects components of the royalty regime for telecommunication operators in the UAE, as applicable to the Group's operations.

New Royalty Guidelines

On 3 November 2023, e& has received the new Royalty Guidelines for the telecommunications sector from the MoF outlining the details of the new Telecom Federal Royalty regime for the period starting 1 January 2024 to 31 December 2026. This is in addition to the Corporate Tax Law applicable to e& effective from 1 January 2024.

Under the new Royalty Guidelines, the federal royalty rate of 38% will be applied on the sum of regulated and non-regulated UAE net profit. The federal royalty amount will be deducted from net profit for the computation of taxable income under the UAE Corporate Tax Law. Further, a corporate tax rate of 9% on profit will be applied from 1 January 2024 to 31 December 2026.

The new Royalty Guidelines excludes from the royalty calculation any profits generated from international controlled entities, profits of international non-controlled entities (associates and joint ventures), dividends or other profit distributions received from international investments that are already subject to local corporate or other similar tax in the respective jurisdiction at 9% or above, and profit attributable to non-controlling interest holders of the UAE controlled entities. Further, unlike earlier, e& will not be liable to pay any royalty on the UAE regulated revenue.

The aggregate of annual amount of royalty and corporate tax shall not be lower than AED 5.7 billion and the annual royalty and corporate tax amount are to be paid within five months from the end of the fiscal year.

The mechanism for the computation of federal royalty payable for the period ended 31 December 2024 was in accordance with the new royalty scheme and the Correspondence.

8. Finance and other income

	2024 AED'000	2023 AED'000
Interest on bank deposits and amortised cost investments	2,210,592	1,962,285
Gain on forward foreign exchange contracts	11,753	5,652
Net gain/(loss) on financial assets designated as FVTPL	(54,427)	1,807
Fair value movement of conditional commitment to acquire NCI's share	238,454	–
Dividend income	582	1,428,321
Other income	325,576	396,596
	2,732,530	**3,794,661**

9. Finance and other costs

	2024 AED'000	2023 AED'000
Interest on short term bank borrowings, loans and other financial liabilities	2,866,036	2,726,845
Interest on other borrowings	601,597	288,848
Ineffectiveness on net investment hedge	(104,149)	–
Foreign exchange loss on borrowings - net	601,617	146,475
Other costs	1,207,332	732,140
Unwinding of discount	39,176	33,844
	5,211,609	**3,928,152**
Total borrowing costs	5,238,185	3,944,120
Less: amounts included in the cost of qualifying assets	(26,576)	(15,968)
	5,211,609	**3,928,152**

All interest charges are generated on e&'s financial liabilities measured at amortised cost. Borrowing costs included in the cost of qualifying assets during the year arose on specific and non-specific borrowing pools. Borrowing costs attributable to non-specific borrowing pools are calculated by applying a capitalisation rate of 26.85% (2023: 18.99%) for expenditure on such assets. Borrowing costs have been capitalised in relation to certain loans of e&'s subsidiaries.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

10. Taxation

Amounts recognised in profit or loss	2024 AED'000	2023 AED'000
Current corporate tax expense	1,794,287	1,707,925
Deferred tax credit	(77,787)	(153,691)
	1,716,500	**1,554,234**

a) Current tax

On 9 December 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the Law) to enact a Federal corporate tax (CT) regime in the UAE. The same law refers to a set of Cabinet/Minister decisions that will be released subsequently to clarify various aspects.

The CT regime is effective for accounting periods beginning on or after 1 June 2023. For e&, the first accounting period to be subject to UAE CT will be 2024 given that e&'s financial year coincides with the calendar year.

On 16 January 2023 the UAE government published a Cabinet Decision setting the threshold at which the new Corporate Income Tax will apply. This event made the Corporate Income Tax substantively enacted and enacted within the meaning of IAS 12. Enactment of the legislation requires the recognition of deferred taxes where relevant. e& has recorded the deferred tax impact of new CT regime in the consolidated financial statements as at 31 December 2023.

b) The income tax expenses for the year can be reconciled to the accounting profits as follows:

	2024 AED'000	2023 AED'000
Tax based on the applicable tax rate in UAE and foreign jurisdiction of 20.21% (2023: 32.27%)	1,725,110	1,426,644
Tax effect of share of results of associates	40,695	32,027
Tax effect of expenses that are not deductible in determining taxable profit	229,427	120,311
Tax effect of utilization of tax losses not previously recognized	43,315	21,347
Effect of different tax rates of subsidiaries operating in other jurisdictions	(9,123)	–
Effect on deferred tax balances of change in income tax rate	(62,538)	(54,347)
Effect on deferred tax balances due to purchase price allocation	(235,925)	8,252
Effect of income that is exempt from taxation	(14,461)	–
Income tax expenses recognised in profit or losses	**1,716,500**	**1,554,234**

c) Current income tax assets and liabilities

The current income tax assets represent refunds receivable from tax authorities and current income tax liabilities represent income tax payable.

d) Deferred tax

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when these relate to the same income tax authority. The amounts recognised in the consolidated statement of financial position after such offset are as follows:

	2024 AED'000	2023 AED'000
Deferred tax assets	581,282	395,953
Deferred tax liabilities	(2,122,555)	(1,838,120)
	(1,541,273)	**(1,442,167)**

The following represent the major deferred tax liabilities and deferred tax assets recognised by & and movements thereon without taking into consideration the offsetting of balances within the same tax jurisdiction.

Deferred tax liabilities	Deferred tax on property, plant and equipment and intangible assets AED'000	Deferred tax on overseas earnings AED'000	Others AED'000	Total AED'000
At 1 January 2023	**1,754,551**	**97,980**	**82,315**	**1,934,846**
Charge to the consolidated statement of profit or loss	43,497	19,891	34,153	97,541
Charge to other comprehensive income	–	–	(637)	(637)
Other movements	–	–	(49,257)	(49,257)
Exchange differences	19,387	–	(17,230)	2,157
Acquisition of subsidiaries	68,456	–	–	68,456
At 31 December 2023	**1,885,891**	**117,871**	**49,344**	**2,053,106**
(Credit)/charge to the consolidated statement of profit or loss	(194,338)	41,110	45,291	(107,937)
Credit to other comprehensive income	–	–	10	10
Other movements	–	(24,794)	2,484	(22,310)
Exchange differences	(98,123)	–	(32,608)	(130,731)
Acquisition of subsidiaries	48,336	–	526,565	574,901
At 31 December 2024	**1,641,766**	**134,187**	**591,086**	**2,367,039**

Deferred tax assets	Tax losses AED'000	Others AED'000	Total AED'000
At 1 January 2023	**44,703**	**464,979**	**509,682**
Credit to the consolidated statement of profit or loss	19,616	231,616	251,232
Credit to other comprehensive income	–	2,311	2,311
Other movements	(67,363)	(846)	(68,209)
Exchange differences	11,482	(95,559)	(84,077)
At 31 December 2023	**8,438**	**602,501**	**610,939**
Credit to the consolidated statement of profit or loss	(8,525)	117,979	109,454
Credit to other comprehensive income	–	1,770	1,770
Other movements	–	1,143	1,143
Exchange differences	87	(192,883)	(192,796)
Acquisition of subsidiaries	57	295,199	295,256
At 31 December 2024	**57**	**825,709**	**825,766**

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

10. Taxation continued

d) Deferred tax continued

Unused tax losses	2024 AED million	2023 AED million
Total unused tax losses	3	117
of which deferred tax assets recognised for	3	117

e) International Tax Reform - Pillar Two model rules

The Organisation for Economic Co-operation and Development (OECD)/G20 Inclusive Framework on Base Erosion and Profit Shifting (BEPS) published the Pillar Two Anti Global Base Erosion Rules (“”GloBE Rules”) designed to address the tax challenges arising from the digitalisation of the global economy. The Group is in scope of such Globe Rules as it operates in multiple jurisdictions and has an annual consolidated revenue which exceeds the prescribed threshold of Euro 750 million in at least two of the four preceding years.

UAE, the jurisdiction where the Group has its Head Office and Its Ultimate Parent Company (UPC), has officially announced the implementation of a Domestic Minimum Top-up Tax (DMTT), effective 01 January 2025. The Group is closely monitoring the legislative developments and is further assessing the potential impact on Group operations.

As of 31 December 2024, Globe Rules were already enacted in Bulgaria, Germany, Hungary, Netherlands, Slovakia, Singapore and the UK where the Group has subsidiaries. The Group has an ongoing assessment of the potential exposure to Pillar Two rules in these jurisdictions. The group is not expecting any additional top-up taxes in these jurisdictions, except for Bulgaria where a Top-up Tax have been recorded.

11. Goodwill and other intangible assets

	Goodwill AED’000	Licenses AED’000	Trade Names AED’000	Others AED’000	Total AED’000
Cost					
At 1 January 2023	15,665,083	15,581,437	1,903,261	9,524,354	42,674,135
Additions	–	21,073	–	598,604	619,677
Transfer from property, plant and equipment (Note 13)	–	–	–	628,197	628,197
Capitalized during the year	–	–	–	–	–
Acquisition of subsidiaries (Note 41)	1,025,402	–	595,083	230,586	1,851,071
Transfers and other movements	186,642	–	49,579	27,903	264,124
Disposals	(70,289)	–	–	(151,839)	(222,128)
Exchange differences	521,859	(803,557)	83,082	271,539	72,923
At 31 December 2023, restated	**17,328,697**	**14,798,953**	**2,631,005**	**11,129,344**	**45,887,999**
Amortisation and impairment					
At 1 January 2023	4,942,538	7,655,560	834,205	6,902,600	20,334,903
Charge for the year	–	687,609	91,642	867,534	1,646,785
Other movements	–	–	(107,670)	107,670	–
Acquisition of subsidiaries (Note 41)	–	–	–	35	35
Disposals	–	–	–	(119,544)	(119,544)
Exchange differences	(435)	(358,226)	11,616	252,324	(94,721)
At 31 December 2023, restated	**4,942,103**	**7,984,943**	**829,793**	**8,010,619**	**21,767,458**
Carrying amount					
At 31 December 2023, restated	**12,386,594**	**6,814,010**	**1,801,212**	**3,118,725**	**24,120,541**

	Goodwill AED’000	Licenses AED’000	Trade Names AED’000	Others AED’000	Total AED’000
Cost					
At 1 January 2024	17,328,697	14,798,953	2,631,005	11,129,344	45,887,999
Additions	–	1,311,473	–	673,386	1,984,859
Transfer from property, plant and equipment (Note 13)	–	–	–	814,214	814,214
Acquisition of subsidiaries (Note 41)	17,269,712	3,281,021	202,465	6,969,601	27,722,799
Disposals	–	–	–	(129,185)	(129,185)
Exchange differences	(1,094,338)	(2,059,052)	(57,485)	(604,759)	(3,815,634)
At 31 December 2024	**33,504,071**	**17,332,395**	**2,775,985**	**18,852,601**	**72,465,052**
Amortisation and impairment					
At 1 January 2024	4,942,103	7,984,943	829,793	8,010,619	21,767,458
Charge for the year	–	675,085	128,763	1,238,331	2,042,179
Impairment losses	1,274,847	–	–	–	1,274,847
Acquisition of subsidiaries (Note 41)	–	1,743,697	114,842	2,626,146	4,484,685
Disposals	–	–	–	(44,736)	(44,736)
Exchange differences	(4,909)	(1,120,941)	(99,926)	(222,859)	(1,448,635)
At 31 December 2024	**6,212,041**	**9,282,784**	**973,472**	**11,607,501**	**28,075,798**
Carrying amount					
At 31 December 2024	**27,292,030**	**8,049,611**	**1,802,513**	**7,245,100**	**44,389,254**

Others - net book values	2024 AED’000	2023 AED’000
Indefeasible rights of use	259,200	130,653
Computer software	1,969,716	1,681,808
Customer relationships	3,235,469	371,379
Others	1,780,715	934,885
	7,245,100	**3,118,725**

Amortisation is included in operating expenses (Note 7a).

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

12. Impairment loss on other assets

a) Impairment

The impairment losses recognised in the consolidated statement of profit or loss in respect of the carrying amounts of investments, goodwill, licenses and property, plant and equipment are as follows:

	2024 AED'000	2023 AED'000
Etisalat UAE	**17,843**	**80,053**
of which relating to property, plant and equipment (Note 13)	17,843	57,420
of which relating to right of use assets (Note 14)	–	22,633
Maroc Telecom	**724,000**	**-**
of which relating to goodwill (Note 11)	724,000	-
Playco Holdings Limited	**550,847**	**-**
of which relating to goodwill (Note 11)	550,847	-
Others	**2,449**	**843**
of which relating to property, plant and equipment (Note 13)	1,460	752
of which relating to other assets	989	91
Total impairment losses for the year	**1,295,139**	**80,896**

b) Cash generating units

Goodwill acquired in a business combination is allocated, at acquisition, to the CGUs that are expected to benefit from that business combination. e& tests goodwill annually for impairment or more frequently if there are indications that goodwill might be impaired. The carrying amount of goodwill is allocated to the following CGUs:

Cash generating units (CGU) to which goodwill is allocated:

	2024 AED'000	2023 AED'000
Maroc Telecom	7,397,464	8,413,961
Maroc Telecom international subsidiaries	2,010,180	2,059,598
Help AG group	76,469	76,469
Etisalat Misr (Etisalat) S.A.E.	3,700	6,081
Digital Financial Services LLC	125,376	125,376
elGrocer DMCC	32,334	32,334
Playco Holdings Limited	96,525	647,373
Service Souk DMCC (see Note 41)	58,002	58,002
Bespin Global Technologies Limited (see Note 41)	55,613	55,613
Beehive Group Holdings Limited (see Note 41)	82,020	82,020
Careem Technologies Holding Limited (see Note 41)	829,767	829,767
Glasshouse Bilgi Sistemleri Ticaret Anonim Sirketi "Glasshouse" (see Note 41)*	152,978	–
e& PPF Telecom Group (see Note 41)*	16,371,602	–
	27,292,030	**12,386,594**

*Provisional fair value

Goodwill has been allocated to the separately identifiable CGUs.

c) Key assumptions for the value in use calculations:

The recoverable amounts of all the CGUs containing goodwill are based on their value in use. The key assumptions for the value in use calculations are those regarding the implicit cash flow forecasts, long term growth rates, discount rates and capital expenditure.

Implicit period cash flow forecasts

e& prepares cash flow forecasts and working capital estimates derived from the most recent annual business plan approved by the Board of Directors for the next five years. The business plans take into account local market considerations such as the revenues and costs associated with future customer growth, management plans for development of the business, optimization of cost, the impact of local market competition and consideration of the local macro-economic and political trading environment.

Long-term growth rates

This rate does not exceed the average long-term growth rate for the relevant markets, that is, 2.67% to 6.96% for Africa, 2.70% to 3.78% for Asia and 4.57% for UAE (for local CGUs).

Discount rates

The discount rates applied to the cash flows of each of e&'s operations are based on an internal study conducted by the management. The study utilised market data and information from comparable listed mobile telecommunications companies and where available and appropriate, across a specific territory. The pre-tax discount rates use a forward looking equity market risk premium and ranges between 12.04% to 18.88% for Africa, 20.79% to 23.24 for Asia and 10.80% to 16.24% for UAE (for local CGUs).

Capital expenditure

The cash flow forecasts for capital expenditure are based on past experience and include the ongoing capital expenditure required to continue rolling out networks in emerging markets, providing voice and data products and services, and meeting the population coverage requirements of certain licenses of e&. Capital expenditure includes cash outflows for the purchase of property, plant and equipment and other intangible assets.

Sensitivity analysis

Based on the impairment assessment performed, Maroc Telecom and Playco Holdings Limited goodwill have been impaired by AED 724 million and AED 551 million respectively as at 31 December 2024. These impairments have been driven by a combination of cash flow forecasts, growth rate and discount rate.

Based on the impairment assessment performed for all other CGUs containing goodwill, the respective recoverable amounts exceeded their carrying values. For Maroc Telecom International Subsidiaries and Careem Technologies Holding Limited goodwill exceeded their carrying values. Management has identified that a reasonably possible change in two key assumptions 0.25% increase in discount rates or 0.30% decrease in long term terminal growth rates for Maroc Telecom International Subsidiaries and 5.6% increase in discount rates or 9% decrease in long term terminal growth rates for Careem Technologies Holding Limited) could cause the carrying amounts to exceed the recoverable amounts.

Management is also in the process of performing the purchase price allocation exercise for e& PPF Telecom Group acquisition. Based on the review of the performance of the acquiree post acquisition, no indicators of impairment have been identified to date.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

13. Property, plant and equipment

	Land and buildings AED'000	Plant and equipment AED'000	Motor vehicles, computer, furniture AED'000	Assets under construction AED'000	Total AED'000
Cost					
At 1 January 2023	7,751,122	75,554,516	6,354,252	5,143,570	94,803,460
Additions	93,913	2,003,509	224,814	4,345,576	6,667,812
Transfer to intangible assets (Note 11)	–	–	(628,197)	–	(628,197)
Transfers	58,146	2,524,331	905,790	(3,488,267)	–
Disposals	(5,221)	(801,575)	(73,423)	(27,306)	(907,525)
Acquisition of subsidiaries (Note 41)	–	–	39,155	12,863	52,018
Exchange differences	(96,303)	(732,563)	(165,489)	(147,238)	(1,141,593)
At 31 December 2023, restated	**7,801,657**	**78,548,218**	**6,656,902**	**5,839,198**	**98,845,975**
Depreciation and impairment					
At 1 January 2023	3,144,573	46,933,185	4,618,668	181,735	54,878,161
Charge for the year	188,274	4,861,622	394,445	–	5,444,341
Impairment charge	–	–	–	58,172	58,172
Disposals	(1,607)	(773,239)	(76,498)	(14,169)	(865,513)
Acquisition of subsidiaries (Note 41)	–	–	4,360	–	4,360
Exchange differences	105,690	27,083	(141,615)	(646)	(9,488)
At 31 December 2023, restated	**3,436,930**	**51,048,651**	**4,799,360**	**225,092**	**59,510,033**
Carrying amount at 31 December 2023	**4,364,727**	**27,499,567**	**1,857,542**	**5,614,106**	**39,335,942**
Cost					
At 1 January 2024	7,801,657	78,548,218	6,656,902	5,839,198	98,845,975
Additions	103,278	1,613,560	1,010,429	4,794,842	7,522,109
Transfer to intangible assets (Note 11)	–	–	(814,214)	–	(814,214)
Transfers	167,402	3,579,455	1,088,030	(4,834,887)	–
Disposals	(3,478)	(1,158,769)	(111,341)	(21,036)	(1,294,624)
Acquisition of subsidiaries (Note 41)	834,491	6,762,704	180,176	535,006	8,312,377
Exchange differences	(291,820)	(3,396,910)	(344,037)	(197,498)	(4,230,265)
At 31 December 2024	**8,611,530**	**85,948,258**	**7,665,945**	**6,115,625**	**108,341,358**
Depreciation and impairment					
At 1 January 2024	3,436,930	51,048,651	4,799,360	225,092	59,510,033
Charge for the year	196,605	4,106,852	392,318	–	4,695,775
Impairment charge	–	3,435	–	15,868	19,303
Disposals	(197)	(1,037,161)	(101,783)	(15,083)	(1,154,224)
Acquisition of subsidiaries (Note 41)	320,735	3,600,747	258,472	–	4,179,954
Exchange differences	(111,915)	(1,865,907)	(346,605)	(6,587)	(2,331,014)
At 31 December 2024	**3,842,158**	**55,856,617**	**5,001,762**	**219,290**	**64,919,827**
Carrying amount at 31 December 2024	**4,769,372**	**30,091,641**	**2,664,183**	**5,896,335**	**43,421,531**

The carrying amount of e&'s land and buildings includes a nominal amount of AED 1 (2023: AED 1) in relation to land granted to e& by the Federal Government of the UAE. There are no contingencies attached to this grant and as such no additional amounts have been included in the consolidated statement of profit or loss or the consolidated statement of financial position in relation to this.

An amount of AED 26.6 million (2023: AED 15.97 million) is included in property, plant and equipment on account of capitalisation of borrowing costs for the year.

Borrowings are secured against property, plant and equipment with a net book value of AED 7,495 million (2023: AED 2,946 million).

Assets under construction include buildings, multiplex equipment, line plant, exchange and network equipment.

Depreciation is included in operating expenses (Note 7a)

14. Right-of-use assets

	Land and buildings AED'000	Plant and equipment AED'000	Motor vehicles, computers, furniture AED'000	Total AED'000
Balance at 1 January 2023	**854,710**	**842,596**	**84,254**	**1,781,560**
Additions for the year	272,637	521,331	61,523	855,491
Disposals for the year	(20,322)	(301,279)	(3,344)	(324,945)
Depreciation for the year	(299,361)	(178,399)	(44,594)	(522,354)
Impairment	–	(22,633)	–	(22,633)
Exchange differences	(23,381)	(102,847)	(4,297)	(130,525)
Acquisition of subsidiaries (Note 41)	44,385	–	–	44,385
Balance at 31 December 2023 / 1 January 2024	**828,668**	**758,769**	**93,542**	**1,680,979**
Additions for the year	555,859	294,365	52,136	902,360
Disposals for the year	(47,393)	–	–	(47,393)
Depreciation for the year	(408,406)	(181,803)	(47,593)	(637,802)
Exchange differences	(59,262)	(184,868)	(10,155)	(254,285)
Acquisition of subsidiaries (Note 41)	1,066,604	32,171	33,460	1,132,235
Balance at 31 December 2024	**1,936,070**	**718,634**	**121,390**	**2,776,094**

Land and buildings include leased land on which towers have been constructed. It also includes towers leased by e&.

Depreciation is included in operating expenses (Note 7a)

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

15. Subsidiaries

a) e&'s principal subsidiaries are as follows:

Name	Country of incorporation	Principal activity	Percentage shareholding 2024	2023
Emirates Cable TV and Multimedia LLC	UAE	Cable television services	100%	100%
Etisalat International Pakistan LLC	UAE	Holds investment in Pakistan Telecommunication Co. Ltd	90%	90%
E-Marine PJSC	UAE	Submarine cable activities	100%	100%
Etisalat Services Holding LLC	UAE	Infrastructure services	100%	100%
e& enterprise Cloud - Sole Proprietorship LLC	UAE	Technology solutions	100%	100%
Etisalat Afghanistan	Afghanistan	Telecommunications services	100%	100%
Etisalat Misr S.A.E.	Egypt	Telecommunications services	66.4%	66.4%
Atlantique Telecom S.A.	Ivory Coast	Telecommunications services	– (vi)	– (vi)
Pakistan Telecommunication Company Limited	Pakistan	Telecommunications services	23% (i)	23% (i)
Etisalat Investment North Africa LLC	UAE	Holds investment in Société de Participation dans les Télécommunications (SPT)	100%	100.0%
Société de Participation dans les Télécommunications (SPT)	Kingdom of Morocco	Holds investment in Maroc Telecom	100%	100.0%
Etisalat Al Maghrib S.A (Maroc Telecom)	Kingdom of Morocco	Telecommunications services	53% (i)	53% (i)
Etisalat Mauritius Private Limited	Mauritius	Holds investment in Etisalat DB Telecom Private Limited	100%	100%
e& Enterprise Holding Limited	UAE	Holding Company	100%	100%
Ubiquitous Telecommunications Technology LLC	UAE	Installation and management of network systems	85%	85%
Help AG Abu Dhabi	UAE	Digital services	100%	100%
Help AG KSA	Kingdom of Saudi Arabia	Digital services	100%	100%
Future Etisalat for telecommunication & Information Technology KSA LLC	Kingdom of Saudi Arabia	Digital services	100%	100%
Solid FZCO	UAE	Mobile Phones and accessories trading	100%	100%
UTC Information Technology Network Services Co. LLC	UAE	Blockchain Enabled Financial Services	100%	100%
Digital Financial Services LLC	UAE	Mobile Financial Services	100%	100%
elGrocer DMCC	UAE	Online marketplace for groceries	100%	100%
e& enterprise iot & ai DWC LLC formerly Smart Technology Services DWC LLC "Smart World"	UAE	Installation and management of network systems	100%	100%
Playco Holding Limited "Starzplay"	Cayman Island	Subscription Video on Demand ("SVOD") and IPTV service	38%	38%
Service Souk DMCC	UAE	Online marketplace	100% (ii)	100% (ii)
Bespin Global Technologies Limited	UAE	Public cloud managed and professional services	65% (iii)	65% (iii)
Beehive Group Holdings Limited	UAE	Online marketplace for peer-to-peer lending to SMEs	63.27% (iv)	63.27% (iv)
e& Capital Investment Limited	UAE	Investment	100%	100%
Careem Technologies Holding Limited	UAE	Digital platform with integrated consumer centric digital services	50.03% (v)	50.03% (v)
Glasshouse Bilgi Sistemleri Ticaret Anonim Sirketi "Glasshouse"	Turkiye	Cloud services provider	100% (vii)	
e& PPF Telecom Group	The Netherlands	Telecommunications services	50% + 1 economic share (viii)	

(i) e& has voting rights of 53% in Maroc Telecom and 58% in Pakistan Telecommunication Company Limited, including the appointment of a majority of the Board of Directors and key management personnel.

(ii) On 6 February 2023, e& completed the acquisition of Service Souk DMCC (""Service Market""), acquiring 100% shareholding of the online marketplace. The purchase consideration for acquisition of Service Market is estimated to be AED 81 million, including payment linked to business performance portion due over a period of time. (Note 41)

(iii) On 25 May 2023, e& enterprise cloud, a wholly owned subsidiary of e&, completed the acquisition of 65% stake in Bespin Global Technologies Limited ("BGT"), offering public cloud managed and professional services. The remaining shareholding of BGT (i.e. 35%) is owned by Bespin Global Singapore PTE. Both shareholders contributed their existing businesses to BGT and contributed an initial cash injection of USD 10 million (AED 36.7 million) as capital on a pro-rata basis. (Note 41)

(iv) On 31 July 2023, e& completed the acquisition of 63.27% stake via a combination of both primary capital injection and acquisition of existing shares in Beehive Group Holdings Limited, the first regulated online marketplace for peer-to-peer lending to SMEs in the MENA region. (Note 41)

(v) On 8 December 2023, e& successfully acquired 50.03% of Careem Technologies Holding Limited (CTHL) on a fully diluted basis in exchange for an investment of USD 400 million. CTHL is the new entity created by carving out the non-rideshare businesses from existing Careem entities for Careem's super-app business. (Note 41)

(vi) Effective from 17 April 2023, Atlantique Telecom S.A., a wholly owned subsidiary of e&, resolved to proceed with an amicable liquidation and dissolution. The Board of Directors have resigned and e& effectively lost control over the entity. Accordingly, this entity was deconsolidated and cumulative translation gain of AED 63.8 million was reclassified from other comprehensive income to profit or loss.

(vii) On 29 August 2024, e& enterprise, a wholly owned subsidiary of e&, has completed the acquisition of 100% stake in GlassHouse, a Türkiye-based cloud services provider, for an amount of USD 57.8 million.

(viii) On 24 October 2024, e& successfully acquired a controlling stake (50% +1 economic share) in PPF Telecom's assets in Bulgaria, Hungary, Serbia and Slovakia.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

15. Subsidiaries continued

b) Disclosures relating to subsidiaries

Information relating to subsidiaries that have non-controlling interests that are material to e& are provided below:

AED'000	Careem Technologies Holding Limited	Maroc Telecom consolidated	PTCL consolidated	Etisalat Misr consolidated
Information relating to non-controlling interests:	2024			
Non-controlling interest (shareholding %)	49.97%	47.0%	76.6%	33.6%
Revenue	569,604	6,058,954	2,222,286	1,267,547
Profit/(loss) for the year	(324,325)	471,138	(129,981)	91,986
Other comprehensive income/(loss) for the year	–	(205,063)	(68,076)	(430,747)
Total comprehensive income/(loss) for the year	**(324,325)**	**266,075**	**(198,057)**	**(338,761)**
Cash flows from operating activities	(573,443)	3,206,459	919,876	509,881
Cash flows (used in)/from investing activities	14,070	(2,064,534)	(1,550,937)	(232,284)
Cash flows used in financing activities	66,645	(1,087,704)	678,017	(133,734)
Dividends paid to non-controlling interests	–	(937,783)	–	(57,153)
Non-controlling interests as at 31 December	1,189,594	3,977,002	1,249,343	655,045
Summarised information relating to subsidiaries:				
Current assets	1,185,014	5,501,700	5,424,735	1,440,962
Non-current assets	1,560,057	30,868,863	6,720,059	3,613,849
Current liabilities	340,982	16,205,561	7,444,652	2,420,968
Non-current liabilities	127,822	3,699,077	4,178,912	627,454

AED'000	Careem Technologies Holding Limited	Maroc Telecom consolidated	PTCL consolidated	Etisalat Misr consolidated
Information relating to non-controlling interests:	2023			
Non-controlling interest (shareholding %)	49.97%	47.0%	76.6%	33.6%
Revenue	–	5,957,448	1,912,146	1,230,745
Profit/(loss) for the year	–	1,060,328	(204,592)	119,062
Other comprehensive income/(loss) for the year	–	155,236	(446,181)	(249,137)
Total comprehensive income/(loss) for the year	**–**	**1,215,564**	**(650,773)**	**(130,075)**
Cash flows from operating activities	–	2,443,826	179,395	493,258
Cash flows (used in)/from investing activities	–	(1,462,843)	606,412	(186,894)
Cash flows used in financing activities	–	(1,167,563)	(742,822)	(238,339)
Dividends paid to non-controlling interests	–	(582,038)	-	(72,463)
Non-controlling interests as at 31 December	1,463,943	4,654,710	1,452,893	1,043,943

Summarised information relating to subsidiaries:

AED'000		Maroc Telecom consolidated	PTCL consolidated	Etisalat Misr consolidated
Current assets	1,526,711	5,180,804	3,610,959	1,409,801
Non-current assets	1,674,214	31,457,775	6,475,417	5,384,229
Current liabilities	196,227	14,576,646	4,935,430	2,533,898
Non-current liabilities	156,939	3,294,369	4,360,919	1,069,135

In 2024, the non-controlling interests amount pertaining to the acquisition of e& PPF TG is given in Note 41. There has been a subsequent reduction in that non- controlling interests following the acquisition of the 25% stake in Yettel Hungary and CETIN Hungary as explained in Note 15c.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

15. Subsidiaries continued

c) Movement in non-controlling interests

The movement in non-controlling interests is provided below:

	2024 AED'000	2023 AED'000
As at 1 January	**9,052,604**	**7,735,244**
Total comprehensive income:		
(Loss)/profit for the year	(169,141)	839,663
Remeasurement of defined benefit obligations - net of tax	(65,672)	(10,495)
Exchange differences on translation of foreign operations	(738,208)	(540,914)
(Loss)/gain on revaluation of investment classified as fair value through OCI	4,983	(308)
Fair value (loss)/gain arising on cash flow hedges	(1,209)	(2,652)
Other movement in equity	(8,432)	265,541
Transaction with owners of the Company:		
Acquisition of subsidiaries (Note 41)	2,522,082	1,497,355
Capital contribution by non-controlling interest	279,279	–
Acquisition of additional stake in a subsidiary	(1,548,174)	–
Dividends	(996,472)	(730,830)
As at 31 December	**8,331,640**	**9,052,604**

During the period, e& PPF TG acquired the remaining 25% stake in Yettel Hungary and CETIN Hungary for a total amount of EUR 299 million (AED 1,161 million). The acquisition price was funded through external borrowings of EUR 244 million (AED 951 million) and capital injection of EUR 55 million (AED 210 million) from the non controlling interest shareholder.

16. Share of results of associates and joint ventures

	2024 AED'000	2023 AED'000
Associates (Note 17 b)	2,470,798	757,201
Joint ventures (Note 17 g)	4,605	3,834
Total	**2,475,403**	**761,035**

17. Investment in associates and joint ventures

	2024 AED'000	2023 AED'000
Associates (Note 17 b)	22,416,262	8,967,174
Joint ventures (Note 17 g)	11,982	10,628
Total	**22,428,244**	**8,977,802**

a) Associates

			Percentage shareholding	
Name	**Country of incorporation**	**Principal activity**	**2024**	**2023**
Etihad Etisalat Company ("Mobily")	Kingdom of Saudi Arabia	Telecommunications services	28%	28%
Hutch Telecommunications Lanka (Private) Limited ("Hutch") (i)	Sri Lanka	Telecommunications services	15%	15%
Wio Bank (ii)	UAE	Digital banking platform	25%	25%
Khazna Data Centre Holdings ("KDCHL") (iii)	UAE	Data Center Management	40%	40%
Newberry Global Limited (iv)	Hongkong	Multi-cloud solution provider	10%	10%
Vodafone Group Plc ("Vodafone") (v)		Telecommunications services	15%	–

i) The 15 % stake in Hutch has been classified as investment in associate on account of the significant influence e& has over the financial and operational decisions through voting rights in Board meetings of Hutch.

(ii) On 11 February 2022, e& signed an agreement with ADQ, Alpha Dhabi Holding and First Abu Dhabi Bank (FAB) to launch a new digital banking platform, "Wio". Etisalat Group has contributed AED 639 million for exchange of a stake of 25%.

(iii) On 20 October 2021, e& signed a binding agreement with Group42 (G42) to combine their data centers businesses in the United Arab Emirates through creation of a new entity (JVCo) in which e& owns 40% of shareholding while G42 owns the remaining 60% (the transaction). The transaction was completed on 29 April 2022 and e& accounted for the investment in JVCo as an associate for an amount of AED 2,938 million.

(iv) On 25 May 2023, e& invested USD 60 million in Newberry Global Limited in exchange for 10% stake.

(v) On 14 May 2022, e& announced acquisition of 9.8% shares in Vodafone Group Plc ("Vodafone"). This was followed by a further increase in shareholding by e& to 14.57% as at 31 March 2023. On 11 May 2023, e& and Vodafone announced signing of a Strategic Relationship Agreement, whereby e& was entitled to nominate one Non-Executive Director to the Board and Nominations and Governance Committee of Vodafone. Pursuant to signing of the Agreement, the e& Group CEO joined the Vodafone Board as a Non-Executive Director as well as be part of its Nominations & Governance Committee on 19 February 2024 after all necessary approvals were received.

Pursuant to the aforementioned events, e& through its Board representation got the right to participate in critical financial, operational and strategic matters thereby exercising significant influence over Vodafone with effect from 19 February 2024 ("Effective Date"). Accordingly, the investment in Vodafone which was earlier accounted for as a financial instrument carried at Fair Value through OCI (FVOCI) under IFRS 9 is accounted for using equity method under IAS 28. Under equity method, the initial cost of investment would be measured by reference to the fair value of the shares as on the Effective Date and the carrying amount would be increased or decreased to recognise the investor's share of the profit or loss of the investee after the Effective Date.

e& has performed an assessment of the fair value of the assets and liabilities at the Effective Date, allowing for alignment of accounting policies with e& policies, and concluded that e&'s share of the fair value of identifiable net assets acquired equates to AED 13,560 million. The market value of the shares held in Vodafone by e& at the date of transition to associate was AED 12,247 million, thereby giving a bargain purchase gain of AED 1,313 million which has been included within the share of results of associates and joint ventures. The bargain purchase gain arose as a consequence of the purchase consideration being based on the market value of Vodafone shares held at the time of transition to associate, which is considerably lower than the book value of Vodafone net assets.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

17. Investment in associates and joint ventures continued

a) Associates continued

The share of results of associates and joint ventures in the consolidated financial statements of e& for the year ended 31 December 2024 include share of results of Vodafone for the period from the Effective Date and the aforementioned bargain purchase gain and unwinding of purchase price allocation adjustments for an amount of AED 158 million. As a consequence of the change in classification from FVTOCI to associate, e& has reclassified AED 8,785 million from Investment revaluation reserve to Retained earnings.

Vodafone has a year end of 31 March 2025 and consequently it's year end financial reporting was not available for inclusion in these financial statements. The most recently available financial information for Vodafone is it's 6 month unaudited interim condensed financial statements and these, together with relevant accounting policy alignment and purchase price allocation adjustments, have been used as the basis for E&'s share of results within the current period.

b) Movement in investments in associates

	Vodafone	Mobily		All Associates	
	2024 AED'000	2024 AED'000	2023 AED'000	2024 AED'000	2023 AED'000
Carrying amount at 1 January	**–**	**5,075,713**	**4,719,620**	**8,967,174**	**8,259,307**
Share of results (Note 16)	1,461,762	851,099	611,638	2,470,798	757,201
Additions during the year	12,247,479	–	–	12,247,479	220,350
Dividends received	(1,053,925)	(495,883)	(242,719)	(1,549,808)	(242,719)
Share of other comprehensive income/(loss) – net of tax	308,696	(21,942)	(12,826)	280,619	(26,965)
Carrying amount at 31 December	**12,964,012**	**5,408,987**	**5,075,713**	**22,416,262**	**8,967,174**

c) Reconciliation of the below summarised financial information to the net assets of the associates

	Vodafone	Mobily		All Associates	
	2024 AED'000	2024 AED'000	2023 AED'000	2024 AED'000	2023 AED'000
Net assets	227,572,877	18,449,001	17,258,401	252,240,215	22,798,177
Group share in net assets of associates	34,158,689	5,164,429	4,831,155	41,813,364	7,169,599
Purchase price allocation adjustments*	(21,194,677)	–	–	(19,705,549)	1,489,128
Others **	–	244,558	244,558	308,447	308,447
	12,964,012	**5,408,987**	**5,075,713**	**22,416,262**	**8,967,174**

* The purchase price allocation adjustments primarily arise from fair value adjustments to goodwill, borrowings, and acquired intangible assets, as well as adjustments to deferred tax assets due to policy alignment.

** Others include an amount of AED 150 million (2023: AED 150 million) relating to premium paid on rights issue in prior years.

d) Aggregated amounts relating to associates

	Vodafone	Mobily		All Associates	
	2024 AED'000	2024 AED'000	2023 AED'000	2024 AED'000	2023 AED'000
Current assets	135,674,536	9,257,920	9,303,639	155,435,024	15,446,893
Non-current assets	396,824,552	28,386,861	28,711,261	465,929,300	48,207,751
Current liabilities	(99,369,254)	(10,176,376)	(10,965,462)	(146,600,363)	(25,918,070)
Non-current liabilities	(205,556,957)	(9,019,404)	(9,791,037)	(222,523,746)	(14,938,397)
Net assets	**227,572,877**	**18,449,001**	**17,258,401**	**252,240,215**	**22,798,177**
Revenue	70,310,714	17,796,256	16,412,969	92,149,059	18,471,286
Profit	4,697,384	3,036,851	2,185,412	8,477,635	2,432,723
Total comprehensive income	7,459,645	2,993,389	2,104,726	10,979,226	2,321,505

The share of results and carrying amounts of assets and liabilities of Mobily have been adjusted to comply with e& accounting policies.

The above financial information on Vodafone Group plc relate to their 30 September 2024 results which have been published.

e) Market value of an associate

The shares of two of e&'s associates are quoted on public stock markets and it is classified as "Level-1" fair value. The market value of e&'s shareholding based on the quoted prices is as follows:

	2024 AED'000	2023 AED'000
Etihad Etisalat Company ("Mobily")	11,776,349	10,426,623
Vodafone Group Plc ("Vodafone")	12,396,538	–

f) Joint ventures

Name	Country of incorporation	Principal activity	Percentage shareholding 2024	Percentage shareholding 2023
Emirates Facilities Management LLC	UAE	Facilities management	50%	50%

g) Movement in investment in joint ventures

	2024 AED'000	2023 AED'000
Carrying amount at 1 January	**10,628**	**6,794**
Share of results	4,605	3,834
Dividends	(3,251)	-
Carrying amount at 31 December	**11,982**	**10,628**

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

17. Investment in associates and joint ventures continued

h) Aggregated amounts relating to joint ventures

	2024 AED'000	2023 AED'000
Current assets (including cash and cash equivalents AED 5.105 million (2023: AED 28.8 million)	**75,043**	**72,040**
Non-current assets	1,839	2,324
Current liabilities (including trade and other payables and provisiotns of AED 42,393 million (2023: AED 50.007 million)	(44,237)	(50,395)
Non-current liabilities (including trade and other payables and provisions of AED 6,162 thousand (2023: AED 3.030 thousand)	(15,147)	(3,030)
Net assets	17,498	20,939
Revenue	189,487	102,263
Depreciation and amortisation	209	323
Interest expenses	–	–
Profit or loss	**12,456**	**6,518**

e& has not identified any contingent liabilities or capital commitments in relation to its interest in joint ventures.

18. Other investments

	Fair value through profit and loss – Mandatory AED'000	Fair value through profit and loss – designated upon initial recognition AED'000	Fair value through other comprehensive income AED'000	Amortised cost AED'000	Total AED'000
At 1 January 2023	**1,742,604**	**344,414**	**12,966,377**	**3,069,252**	**18,122,647**
Additions	267,186	–	3,857,991	4,320,444	8,445,621
Disposals	(1,583,802)	–	(497,979)	(1,103,291)	(3,185,072)
Fair value changes	(419)	2,226	(2,496,841)	–	(2,495,034)
Acquisition of subsidiaries (Note 41)	22,034	–	–	–	22,034
Exchange differences	(168,175)	–	(96,348)	(106,990)	(371,513)
At 31 December 2023	**279,428**	**346,640**	**13,733,200**	**6,179,415**	**20,538,683**
of which current	160,562	–	514,039	68,561	743,162
of which non-current	118,866	346,640	13,219,161	6,110,854	19,795,521
At 1 January 2024	**279,428**	**346,640**	**13,733,200**	**6,179,415**	**20,538,683**
Additions	78,296	–	1,600,147	2,923,529	4,601,972
Disposals	(412,336)	(187,955)	(12,249,860)	(2,944,547)	(15,794,698)
Fair value changes	(60,858)	6,431	7,187	–	(47,240)
Acquisition of subsidiaries (Note 41)	593,972	–	–	353	594,325
Exchange differences	(52,482)	–	(5,409)	(163,487)	(221,378)
At 31 December 2024	**426,020**	**165,116**	**3,085,265**	**5,995,263**	**9,671,664**
of which current	344,555	–	1,942,960	160,894	2,448,409
of which non-current	81,465	165,116	1,142,305	5,834,369	7,223,255

The financial assets at amortised cost includes investments in Sukuks and other bonds. These bonds will mature in two to six years. At 31 December 2024, the market value of the investment in these bonds was AED 5,113 million (2023: AED 5,071 million).

19. Related party transactions and balances

Transactions and balances between the Company and its subsidiaries and between those subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note. Transactions and balances between e& and other related parties are disclosed below.

a) Federal Government and state controlled entities

As stated in Note 1, in accordance with Federal Law No. 267/10 for 2009, the Federal Government of the UAE transferred its 60% holding in the Company to the Emirates Investment Authority with effect from 1 January 2008, which is ultimately controlled by the UAE Federal Government. e& provides telecommunication services to the Federal Government (including Ministries and local bodies). These transactions are at agreed commercial terms. The credit period allowed to Government customers ranges from 90 to 120 days. Trade receivables include an amount of AED 1,257 million (2023: AED 1,337 million), which are net of allowance for doubtful debts of AED 318 million (2023: AED 351 million), receivable from Federal Ministries and local bodies. See Note 7 and Note 25 for disclosure of the royalty payable to the Federal Government of the UAE.

In accordance with IAS 24 "Related Party Disclosures" , e& has elected to disclose qualitatively the transactions and balances with the UAE Federal Government and other entities over which the Federal Government exerts control, joint control or significant influence. The nature of the transactions and balances that e& has with such related parties is the provision of telecommunication services and procurement of services.

b) Joint ventures and associates

	Associates		Joint Ventures	
	2024 AED '000	2023 AED '000	2024 AED '000	2023 AED '000
Trading transactions				
Telecommunication services – sales	481,301	200,891	–	–
Telecommunication services – purchases	218,840	61,815	–	–
Management and other services	89,503	60,722	4,605	3,834
Due from related parties as at 31 December	**111,966**	**68,118**	**7,799**	**6,244**
Due to related parties as at 31 December	**146,890**	**–**	**–**	**–**

Sales to related parties comprise the provision of telecommunication products and services (primarily voice traffic and leased circuits) by e& based on agreed commercial terms. Purchases relate exclusively to the provision of telecommunication products and services by associates to e& based on agreed commercial terms. The amount due from related parties are unsecured and will be settled in cash.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

19. Related party transactions and balances continued

c) Remuneration of key management personnel

The remuneration of the Board of Directors and other members of key management personnel of the Company, is set out below.

	2024 AED'000	2023 AED'000
Long-term benefits	**1,337**	**1,129**
Short-term benefits	75,201	84,063

20. Inventories

	2024 AED'000	2023 AED'000
Subscriber equipment	1,066,912	762,536
Maintenance and consumables	414,888	534,087
Obsolescence allowances	(281,752)	(206,438)
Inventories	**1,200,048**	**1,090,185**

Movement in obsolescence allowances

	2024 AED'000	2023 AED'000
At 1 January	**206,438**	**157,489**
Net decrease in obsolescence allowances	53,206	51,199
Acquisition of subsidiaries	28,935	–
Exchange differences	(6,827)	(2,250)
At 31 December	**281,752**	**206,438**
Inventories recognised as an operating expense within direct cost of sales during the year	5,628,234	4,157,266

21. Trade and other receivables

	2024 AED'000	2023 AED'000
Amount receivable for services rendered	11,863,801	10,711,609
Amounts due from other telecommunication operators/carriers	3,135,175	2,634,158
Total gross carrying amount	**14,998,976**	**13,345,767**
Lifetime expected credit loss	(3,467,584)	(3,172,928)
Net trade receivables	**11,531,392**	**10,172,839**
Prepayments	770,660	823,841
Accrued income	1,045,781	1,064,512
Advances to suppliers	1,769,262	1,426,516
Indirect taxes receivable	265,954	443,961
Dividend receivable	338,553	720,431
Other receivables	2,056,065	2,245,661
At 31 December	**17,777,667**	**16,897,761**
Total trade and other receivables	**17,777,667**	**16,897,761**
of which current trade and other receivables	17,051,602	16,397,865
of which non-current other receivables	726,065	499,896

e&'s normal credit terms ranges between 30 and 120 days (2023: 30 and 120 days).

e& recognises lifetime expected credit loss (ECL) for trade receivables using the simplified approach. The expected credit losses on these financial assets are estimated using a provision matrix based on e&'s historical credit loss experience and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

e& writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings.

Trade receivable – as on 31 December 2024	Upto 60 days AED'000	61–90 days AED'000	91–365 days AED'000	Over one year AED'000	Total AED'000
Expected credit loss rate – average	5.5%	12.1%	29.3%	37.1%	
Gross carrying amount	5,275,912	876,145	2,722,464	6,124,455	14,998,976
Lifetime expected credit loss	(290,345)	(106,026)	(797,902)	(2,273,311)	(3,467,584)
Net trade receivables	**4,985,567**	**770,119**	**1,924,562**	**3,851,144**	**11,531,392**

Trade receivable – as on 31 December 2023	Upto 60 days AED'000	61–90 days AED'000	91–365 days AED'000	Over one year AED'000	Total AED'000
Expected credit loss rate – average	7.8%	12.9%	30.7%	34.7%	
Gross carrying amount	4,404,426	883,294	1,915,590	6,142,457	13,345,767
Lifetime expected credit loss	(341,263)	(113,839)	(588,376)	(2,129,450)	(3,172,928)
Net trade receivables	**4,063,163**	**769,455**	**1,327,214**	**4,013,007**	**10,172,839**

Movement in lifetime Expected Credit Losses	2024 AED'000	2023 AED'000
At 1 January	**3,172,928**	**3,153,474**
Net increase/(decrease) in allowance for doubtful debts, net of write offs	174,831	1,395
Acquisition of subsidiary	193,621	9,650
Exchange differences	(73,796)	8,409
At 31 December	**3,467,584**	**3,172,928**

No interest is charged on the trade receivable balances. With respect to the amounts receivable from the services rendered, the Group holds AED 168 million (2023: AED 187 million) of collateral in the form of cash deposits from customers. Collateral with fair value of AED 771 million (2023: AED 586 million) are held against loans to customers.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

22. Contract assets

	2024 AED'000	2023 AED'000
Cost to acquire	758,831	472,425
Cost to fulfill	514,578	417,729
Unbilled revenue	2,491,408	2,193,192
	3,764,817	**3,083,346**
of which current contract assets	2,901,242	2,545,688
of which non-current contract assets	863,575	537,658
	3,764,817	**3,083,346**

23. Finance lease receivables

	2024 AED'000	2023 AED'000
Current finance lease receivables	169,047	152,443
Non-current finance lease receivables	1,316,304	1,442,979
	1,485,351	**1,595,422**

23.1 Amounts receivable under finance leases

	Minimum lease payments		Present value of minimum lease payments	
	2024 AED '000	2023 AED '000	2024 AED '000	2023 AED '000
Amounts receivable under finance lease				
Within one year	233,874	236,759	179,524	174,987
One to two years	207,430	218,107	160,499	163,757
Two to three years	158,071	207,430	117,382	160,499
Three to four years	158,071	158,071	121,635	117,382
Four to five years	158,071	158,071	126,270	121,635
After 5 years	907,741	1,065,810	802,152	928,421
	1,823,258	**2,044,248**	**1,507,462**	**1,666,681**
Less: future finance income	(315,796)	(377,567)	-	-
	1,507,462	**1,666,681**	**1,507,462**	**1,666,681**
Allowances for uncollectible lease payments	(22,111)	(71,259)	(22,111)	(71,259)
	1,485,351	**1,595,422**	**1,485,351**	**1,595,422**

e& recognizes lifetime expected credit loss (ECL) for finance lease receivables using the simplified approach. The expected credit losses on these financial assets are estimated using external credit data which incorporating general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

The interest rate inherent in the leases is fixed at the contract date for the entire lease term. The average effective interest rate contracted is approximately is from 2.47% to 6.5% per annum (2023: 4.0% to 6.5% per annum). During the year, e& recognised interest income from finance lease receivables of AED 61.8 million (2023: AED 56.1 million). There was no selling profit or loss recognised for the new leases in 2024 and 2023. The expected credit loss rate for the year is ranging from 0.31% to 20.67% (2023: from 0.30% to 52.27%).

24. Cash and cash equivalents

	2024 AED'000	2023 AED'000
Maintained in UAE	17,274,665	14,159,630
Maintained overseas, unrestricted in use	16,058,905	14,486,893
Maintained overseas, restricted in use	294,662	342,864
Cash and bank balances	**33,628,232**	**28,989,387**
Less: Deposits with maturities exceeding three months from the date of deposit	(26,033,887)	(18,816,801)
Cash and cash equivalents	**7,594,345**	**10,172,586**

The carrying amount of these assets approximates to their fair value.

25. Trade and other payables

	2024 AED'000	2023 AED'000
Current		
Federal royalty	5,282,497	6,320,850
Trade payables	7,516,393	6,202,528
Amounts due to other telecommunication administrators	2,589,929	2,808,453
Accruals	8,590,908	8,210,980
Other taxes payable	2,524,528	1,841,425
Advances from customers	335,858	319,629
Deferred income	233,371	251,272
Funds payable and amounts due to customers	2,713,298	2,081,604
Other payables	1,595,553	1,506,993
At 31 December	**31,382,335**	**29,543,734**
Non-current		
Other payables and accruals	1,582,181	1,713,324
At 31 December	**1,582,181**	**1,713,324**

Federal royalty for the year ended 31 December 2024 is to be paid as soon as the consolidated financial statements have been approved but not later than 5 months from the year ended 31 December 2024.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

26. Contract liabilities

	2024 AED'000	2023 AED'000
Current		
Deferred revenues	2,908,743	2,673,467
Material right/customer loyalty	258,770	177,582
	3,167,513	**2,851,049**
Non-current		
Deferred revenues	104,091	91,805
	104,091	**91,805**

27. Borrowings

Details of e&'s bank and other borrowings are as follows:

	Fair Value		Carrying Value	
	2024 AED '000	2023 AED '000	2024 AED '000	2023 AED '000
Bank borrowings				
Short-term bank borrowings	6,944,068	4,692,829	6,999,567	5,057,999
Bank loans	46,081,024	26,957,424	46,588,950	32,401,727
Other borrowings				
Bonds	14,310,865	10,009,627	14,736,149	10,692,026
Vendor financing	314,851	213,319	314,851	266,589
Others	13,186	62,690	13,185	80,048
	67,663,994	**41,935,889**	**68,652,702**	**48,498,389**
Advance from non-controlling interests			542,276	542,276
Total borrowings			**69,194,978**	**49,040,665**
of which due within 12 months			35,536,446	13,190,573
of which due after 12 months			33,658,532	35,850,092

Advance from non-controlling interests represent advance paid by the minority shareholder of Etisalat International Pakistan LLC (EIP) towards e&'s acquisition of its 26% stake in PTCL, net of repayments. The amount is interest free and is not repayable within 12 months from the statement of financial position date and accordingly the full amount is carried in non-current liabilities. The fair value of advance is not equivalent to its carrying value as it is interest-free. However, as the repayment dates are variable, a fair value cannot be reasonably determined.

External borrowings of AED 6,075 million (2023: AED 3,672 million) are secured by property, plant and equipment.

e& Group GMTN Programme

As at 31 December 2024, e& Group has outstanding 7 and 12 years bonds under its established USD 10 billion GMTN Programme amounting to EUR 500 million each with annual yields of 0.375 % and 0.875% respectively. It also has an outstanding 12 years tranche of EUR 1,200 million with coupon rate of 2.75% per annum issued under the old USD 7 billion GMTN programme.

e& PPF Telecom Group debt securities

Upon acquisition of e& PPF Telecom Group in 2024, e& Group has recognised the debt securities (all unsecured) issued as part of its EUR 3,000 million Euro Medium term note programme issued in March 2019 (outstanding nominal amount of EUR 1,650 million) and its EUR 2,000 million Euro Medium term note programme issued in April 2022 (outstanding nominal amount of EUR 500 million).

Details of the above debt securities are as follows:

	Nominal Value AED'000	Fair Value AED'000	Carrying Value AED'000
	2024		
Bonds in net investment hedge relationship – e& Group			
0.375% Euro 500 million notes due 2028	1,907,792	1,752,326	1,894,059
0.875% Euro 500 million notes due 2033	1,907,792	1,593,846	1,884,861
2.750% Euro 1,200 million notes due 2026	4,578,701	4,576,274	4,565,482
Bonds acquired as part of e& PPF Telecom Group			
3.25% Euro 500 million notes due 2027	1,907,792	1,911,934	1,913,957
3.13% Euro 550 million notes due 2026	1,907,792	2,143,510	2,143,991
2.13% Euro 600 million notes due 2025	2,289,350	2,332,975	2,333,799
At 31 December 2024	**14,499,219**	**14,310,865**	**14,736,149**
of which due within 12 months			2,333,799
of which due after 12 months			12,402,350
	2023		
Bonds – e& Group			
3.500% US dollar 500 million notes due 2024	1,836,250	1,818,310	1,830,761
Bonds in net investment hedge relationship – e& Group			
0.375% Euro 500 million notes due 2028	2,029,230	1,786,635	2,021,535
0.875% Euro 500 million notes due 2033	2,029,230	1,624,824	1,997,900
2.750% Euro 1,200 million notes due 2026	4,870,150	4,779,858	4,841,831
At 31 December 2023	**10,764,860**	**10,009,627**	**10,692,027**
of which due within 12 months			1,830,761
of which due after 12 months			8,861,266

Bank borrowings and vendor financing

Variable interest borrowings amounting to AED 42,272 million (2023: AED 30,910 million) maturing between 2025 and 2030 (2023: 2024 and 2029) and have interest rates between 4.33% and 28.20% (2023: 5.56% and 24.87%).

Fixed interest borrowings excluding bonds amounting to AED 11,316 million (203: AED 6,549 millions) maturing between 2025 and 2034 (2023: 2024 and 2033) and have interest rates between 2.4% and 24.99% (2023: 3.65% and 24.99%).

Other borrowings amounting to AED 328 million (2023: AED 365 million) maturing between 2025 and 2029 (2023: 2024 and 2028) and have interest rates between 12.41% and 21.99% (2023: 6.43% and 13.00%).

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

27. Borrowings continued

Available facilities

At 31 December 2024, e& had AED 6,519 million (2023: AED 16,150 million) of undrawn committed borrowing facilities in respect of which all conditions precedent had been met.

Reconciliation of liabilities arising from financing activities

The table below details changes in e&'s liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in e&'s consolidated statement of cash flows from financing activities.

	2024		2023	
	Borrowings AED '000	Lease liabilities AED '000	Borrowings AED '000	Lease liabilities AED '000
As at 1 January	**49,040,665**	**3,462,701**	**49,040,665**	**3,462,701**
Additions	–	895,217	–	1,492,558
Proceeds	27,100,376	–	26,410,721	–
Repayments during the year	(12,048,789)	(717,014)	(25,160,947)	(1,043,937)
Acquisition of a subsidiary	6,774,362	1,143,808	–	47,756
Exchange differences	(1,671,636)	(376,038)	(163,318)	(496,377)
As at 31 December	**69,194,978**	**4,408,674**	**50,127,121**	**3,462,701**

28. Hedge accounting and derivatives

In prior years, Euro bonds issued (refer to Note 27) and interest rate swap have been designated as net investment hedges and cash flow hedges respectively. The effective portion of the hedge instruments is reported in the other comprehensive income is as follow:

Effective part directly recognized in other comprehensive (loss) / income	2024 AED'000	2023 AED'000
Other comprehensive (loss)/income on net investment hedge	430,176	(306,799)
Other comprehensive (loss)/income on cash flow hedges	(28,407)	(82,738)
Total effective part directly recognised in other comprehensive (loss)/income	**401,769**	**(389,537)**

Fair value of derivative financial instruments	2024 AED'000	2023 AED'000
Fair value of forward contracts and options	449,857	3,831
Fair value of derivative swaps	12,477	77,273
	462,334	81,104

These derivative financial instruments are included as following in the consolidated statement of financial position:

Fair value of derivative financial instruments	2024 AED'000	2023 AED'000
Current assets	5,612	67,550
Non-current assets	456,722	39,249
Current liabilities	–	(25,695)
Net amount	**462,334**	**81,104**

The fair value of bonds designated as hedge is disclosed in Note 27.

e& has received cash of AED 25.9 million (2023: AED 2.2 million) on maturity of derivatives during the year.

29. Payables related to investments and licenses

	Current AED'000	Non-current AED'000	Total AED'000
At 31 December 2024			
Investments			
e& PPF Telecom Group	530,480	852,271	1,382,751
Beehive	–	9,916	9,916
Service Market	11,525	7,088	18,613
Help AG	–	58,351	58,351
El Grocer	–	1,667	1,667
Licenses			
PTCL Group	30,711	116,038	146,749
	572,716	**1,045,331**	**1,618,047**
At 31 December 2023			
Investments			
Beehive	–	7,050	7,050
Service Market	13,362	15,755	29,117
Help AG	–	56,802	56,802
El Grocer	–	4,760	4,760
Licenses			
PTCL Group	1,662	148,717	150,379
	15,024	**233,084**	**248,108**

All amounts payable on acquisitions are financial liabilities measured at amortised cost and are mostly denominated in either EUR, USD, AED or PKR.

The amount payable for e& PPF Telecom Group includes amount pertaining to the net present value of the future earn out payments to PPF Grop if e& PPF Telecom Group exceeds certain financial targets within the three-year period after closing (refer to note 41.1 (b)).

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

30. Lease liabilities

i) e& as a lessee

Details of e&'s lease liabilities are as follows:

	Carrying Value	
	2024 AED '000	2023 AED '000
Contractual undiscounted cash flow		
Within one year	1,064,553	754,163
Between 2 and 5 years	2,658,139	2,095,294
After 5 years	1,810,616	1,886,315
Total undiscounted lease liabilities	**5,533,308**	**4,735,772**
Lease liabilities included in the consolidated statement of financial position		
of which due within 12 months	806,414	568,557
of which due after 12 months	3,602,260	2,894,144

It is e& policy to lease certain of its plant and machinery. For the year ended 31 December 2024, the average effective borrowing rate was from 2.65% to 24.09% (2023: 2.65% to 24.09%). The fair value of e&'s lease obligations is approximately equal to their carrying value.

Amounts recognized in profit or loss

	2024 AED'000	2023 AED'000
Interest on lease liabilities	252,086	238,718
Expenses relating to short-term leases	1,410	1,791

Amounts recognized in the statement of cash flow

	2024 AED'000	2023 AED'000
Total cash outflow from leases	717,014	1,043,937

31. Provisions

	Asset retirement obligations AED'000	Other AED'000	Total AED'000
At 1 January 2023	**312,963**	**5,097,391**	**5,410,354**
Additional provision during the year	12,709	650,529	663,238
Utilization of provision	(1,017)	(439,036)	(440,053)
Release of provision	–	(238,716)	(238,716)
Unwinding of discount and other adjustments	9,814	–	9,814
Exchange differences	(3,247)	4,865	1,618
At 31 December 2023	**331,222**	**5,075,033**	**5,406,255**
Included in current liabilities	–	5,039,163	5,039,163
Included in non-current liabilities	331,222	35,870	367,092
At 1 January 2024	**331,222**	**5,075,033**	**5,406,255**
Additional provision during the year	22,222	321,168	343,390
Utilization of provision	(518)	(556,899)	(557,417)
Release of provision	(44)	(968,298)	(968,342)
Acquisition of subsidiaries	162,421	135,498	297,919
Unwinding of discount	14,711	–	14,711
Exchange differences	(15,504)	(34,028)	(49,532)
At 31 December 2024	**514,510**	**3,972,474**	**4,486,984**
Included in current liabilities	–	3,886,633	3,886,633
Included in non-current liabilities	514,510	85,841	600,351
At 31 December 2024	**514,510**	**3,972,474**	**4,486,984**

Asset retirement obligations relate to certain assets held by the Group that will require restoration at a future date that has been approximated to be equal to the end of the useful economic life of the assets. There are no expected reimbursements for these amounts.

"Other" includes provisions relating to certain tax and other regulatory related items, including provisions relating to certain Group's overseas subsidiaries. Information usually required by IAS 37 Provisions, Contingent Liabilities and Contingent Assets has not been disclosed in these consolidated financial statements due to commercial sensitivities.

Furthermore, e& had a balance payable of AED 2,937 million to the Government of Pakistan (the "GoP"), the payment of which is subject to the fulfillment of certain conditions in the share purchase agreement relating to the transfer of certain assets to PTCL. In 2019, after having considered its contractual rights, e& assessed its best estimate of this balance payable and released an amount of AED 1,469 million to profit or loss and maintained remaining provision of AED 1,468 million, the estimate of which remains valid as at 31 December 2024."

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

32. Provision for employees' end of service benefits

The liabilities recognised in the consolidated statement of financial position are:

	2024 AED'000	2023 AED'000
Funded Plans		
Present value of defined benefit obligations	2,203,220	2,024,318
Less: Fair value of plan assets	(2,206,656)	(2,019,336)
	(3,436)	**4,982**
Unfunded Plans		
Present value of defined benefit obligations and other employee benefits	1,487,891	1,327,452
Total	**1,484,455**	**1,332,434**
of which included in current liabilities	142,293	138,189
of which included in non-current liabilities	1,342,162	1,194,245

The movement in defined benefit obligations for funded and unfunded plans is as follows:

	2024 AED'000	2023 AED'000
As at 1 January	**3,351,770**	**3,520,438**
Acquisition of subsidiary (Note 41)	16,859	37,411
Current service cost	144,724	96,472
Interest cost	368,231	284,771
Actuarial (gain)/loss arising from changes in assumptions	(16,972)	4,596
Remeasurements	197,709	102,393
Benefits paid	(280,287)	(236,512)
Exchange differences	15,810	(457,799)
As at 31 December	**3,797,844**	**3,351,770**

The movement in the fair value of plan assets is as follows:

	2024 AED'000	2023 AED'000
As at 1 January	**2,019,336**	**2,241,024**
Interest income	280,600	213,595
Return on plan assets excluding amounts included in interest income	43,213	98,818
Contributions received	18,738	15,260
Benefits paid	(152,934)	(136,055)
Exchange differences	(2,297)	(413,306)
As at 31 December	**2,206,656**	**2,019,336**

The amount recognised in the statement of profit or loss is as follows:

	2024 AED'000	2023 AED'000
Current service cost	144,724	96,472
Net interest cost	87,631	71,176
Total	**232,355**	**167,648**

Plan assets for funded plan are comprised as follows:

	2024 AED'000	2023 AED'000
Debt instruments - unquoted	934,617	781,556
Cash and cash equivalents	844,312	786,986
Investment property	230,227	230,208
Fixed assets	151	120
Other assets	220,102	240,706
Less: liabilities	(22,753)	(20,240)
	2,206,656	**2,019,336**

Following are the significant assumptions used relating to the major plans:

	2024 AED'000	2023 AED'000
Discount rate	4.84% to 11.75%	4.15% to 14.5%
Average annual growth rate of salary	2.14% to 10.75%	1% to 10.25%
Average duration of obligation	4 Years to 16 Years	5 Years to 20 Years
Expected withdrawal rate	1) High; service based rate 2) Based on experience	1) High; service based rate 2) Based on experience
Mortality Rate	0.33%	0.33%

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

32. Provision for employees' end of service benefits continued

Sensitivity Analysis

The calculations of the defined benefit obligations are sensitive to the significant actuarial assumptions set out above. The table below summarizes how the defined benefit obligations at the end of the reporting period would have increased/(decreased) as a result of change in the respective assumptions.

	Decrease by Assumption rate of 0.5%		Increase by Assumption rate of 0.5%	
	2024 AED '000	2023 AED '000	2024 AED '000	2023 AED '000
Discount rate	647,116	629,626	(709,541)	(690,151)
Average annual growth rate of salary	(570,575)	(550,950)	609,293	591,843

Through its defined benefit plans, e& is exposed to a number of actuarial and investment risks, the most significant of which include, interest rate risk, property market risk, longevity risk plan, withdrawal risk and salary risk for all the plans.

During the next financial year, the minimum expected contribution to be paid by e& is AED 52 million. This is the amount by which liability is expected to increase. The amount of remeasurement, to be recognised in the next one year, will be worked out as at the next valuation.

Debt instrument comprises of bonds issued by Government of Pakistan and are rated B-, based on (Fitch rating agency) ratings.

The expense recognised in profit or loss relating to defined contribution plan at the rate specified in the rules of the plans amounting to AED 115 million (2023: AED 166 million).

33. Share capital

	2024 AED'000	2023 AED'000
Authorised:		
10,000 million (2022: 10,000 million) ordinary shares of AED 1 each	10,000,000	10,000,000
Issued and fully paid up:		
8,696.8 million (2022: 8,696.8 million) ordinary shares of AED 1 each	8,696,754	8,696,754

34. Reserves

The movement in the reserves is provided below:

	2024 AED'000	2023 AED'000
Balance at 1 January	**17,364,905**	**20,240,124**
Total other comprehensive income for the year	(953,310)	(3,011,124)
Acquisition of non-controlling interests (NCI) without a change in control	(68,772)	–
Transfer from retained earnings	8,786,092	135,905
As at 31 December	**25,128,915**	**17,364,905**

The movement for each type of reserves is provided below:

	2024 AED'000	2023 AED'000
Translation reserve		
As at 1 January	(10,399,636)	(9,999,188)
Exchange differences on translation of foreign operations	(1,409,610)	(29,874)
Acquisition of non-controlling interests without a change in control	(68,772)	–
Gain/(loss) on hedging instruments designated in hedges of the net assets of foreign operations	430,176	(306,799)
Cumulative gain transferred to profit or loss on deconsolidation of a subsidiary	–	(63,775)
As at 31 December	**(11,447,842)**	**(10,399,636)**
Investment revaluation reserve		
As at 1 January	(8,235,165)	(5,737,848)
Gain/(loss) on revaluation	86,456	(2,497,317)
Transfer from investment revaluation reserve to retained earnings	8,784,935	–
As at 31 December	**636,226**	**(8,235,165)**
Development reserve	**7,850,000**	**7,850,000**
Cash Flow hedge reserve		
As at 1 January	76,800	190,159
Loss on revaluation	(60,332)	(113,359)
As at 31 December	**16,468**	**76,800**
Asset replacement reserve	**8,281,600**	**8,281,600**
Statutory reserve		
As at 1 January	5,548,623	5,560,645
Transfer from/(to) retained earnings	1,157	(12,022)
As at 31 December	**5,549,780**	**5,548,623**
General reserve		
As at 1 January	14,242,683	14,094,756
Transfer from retained earnings	–	147,927
As at 31 December	**14,242,683**	**14,242,683**

a) Development reserve, asset replacement reserve and general reserve

These reserves are all distributable reserves and comprise amounts transferred from unappropriated profit at the discretion of e& to hold reserve amounts for future activities including the issuance of bonus shares.

b) Statutory reserve

In accordance with the UAE Federal Decree Law No. (32) of 2021, and the respective Articles of Association of some of e&'s subsidiaries, 10% of their respective annual profits should be transferred to a non-distributable statutory reserve. The Company's share of the reserve has accordingly been disclosed in the consolidated statement of changes in equity.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

34. Reserves continued

c) Translation reserve

Cumulative foreign exchange differences arising on the translation of overseas operations are taken to the translation reserve.

d) Investment revaluation reserve

The investments revaluation reserve represents the cumulative gains and losses arising on the revaluation of investments in equity instruments designated as at FVTOCI, net of cumulative gain/loss transferred to retained earnings upon disposal.

35. Financial instruments

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the basis of measurement and the bases of recognition of income and expenses) for each class of financial asset and financial liability are disclosed in Note 3.

Capital management

e&'s capital structure is as follows:

	2024 AED'000	2023 AED'000
Bank borrowings	(53,588,517)	(37,459,726)
Bonds	(14,736,149)	(10,692,026)
Other borrowings	(870,312)	(888,913)
Lease liabilities	(4,408,674)	(3,462,701)
Cash and bank balances	33,628,232	28,989,387
Net funds	**(39,975,420)**	**(23,513,979)**
Total equity	53,896,273	51,710,498

The capital structure of e& consists of bonds, bank and other borrowings, lease obligations, cash and bank balances and total equity comprising share capital, reserves and retained earnings.

e& monitors the balance between equity and debt financing and establishes internal limits on the maximum amount of debt relative to earnings. The limits are assessed, and revised as deemed appropriate, based on various considerations including the anticipated funding requirements of e& and the weighted average cost of capital. The overall objective is to maximise returns to its shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

Categories of financial instruments

e&'s financial assets and liabilities consist of the following:

	2024 AED'000
Financial assets	
Amortised cost financial assets;	
Due from related parties	119,765
Trade and other receivables, excluding prepayments and advances to suppliers	15,237,745
Cash and bank balances	33,628,232
Investment carried at amortised cost	5,995,263
	54,981,005
Financial assets carried at fair value through OCI	3,085,265
Fair value through profit or loss	591,136
Derivative financial instruments	462,334
	59,119,740
Financial liabilities	
Other financial liabilities held at amortised cost:	
Trade and other payables, excluding deferred revenue and advances from customers	32,395,287
Borrowings	69,194,978
Payables related to investments and licenses	1,618,047
Due to related parties	146,890
Conditional commitment to acquire NCI's share	8,092,091
	111,447,293

e&'s financial assets and liabilities consist of the following:

	2023 AED'000
Financial assets	
Loans and receivables, held at amortised cost:	
Due from related parties	74,362
Trade and other receivables, excluding prepayments and advances to suppliers	14,647,404
Cash and bank balances	28,989,387
Investment carried at amortised cost	6,179,415
	49,890,568
Financial assets carried at fair value through OCI	13,733,200
Fair value through profit or loss	626,068
Derivative financial instruments	106,799
	64,356,635
Financial liabilities	
Other financial liabilities held at amortised cost:	
Trade and other payables, excluding deferred revenue and advances from customers	30,686,157
Borrowings	49,040,665
Payables related to investments and licenses	248,108
Derivative financial instruments	25,695
Conditional commitment to acquire NCI's share	56,924
	80,057,549

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

35. Financial instruments continued

Financial risk management objectives

e&'s corporate finance function monitors the domestic and international financial markets relevant to managing the financial risks relating to the operations of e&. Any significant decisions about whether to invest, borrow funds or purchase derivative financial instruments are approved by either the Board of Directors or the relevant authority of either e& or of the individual subsidiary. e&'s risk includes market risk, credit risk and liquidity risk.

e& takes into consideration several factors when determining its capital structure with the aim of ensuring sustainability of the business and maximizing the value to shareholders. e& monitors its cost of capital with a goal of optimizing its capital structure. In order to do this, e& monitors the financial markets and updates to standard industry approaches for calculating weighted average cost of capital, or WACC. e& also monitors a net financial debt ratio to obtain and maintain the desired credit rating over the medium term, and with which e& can match the potential cash flow generation with the alternative uses that could arise at all times. These general principles are refined by other considerations and the application of specific variables, such as country risk in the broadest sense, or the volatility in cash flow generation, or the applicable tax rules, when determining e&'s financial structure.

a) Market risk

e&'s activities expose it primarily to the financial risks of changes in foreign currency exchange rates, interest rates and price risks on equity investments. From time to time, e& will use derivative financial instruments to hedge its exposure to currency risk. There has been no material change to e&'s exposure to market risks or the manner in which it manages and measures the risk during the year.

Foreign currency risk

The Company's presentation/functional currency is United Arab Emirates Dirham ("AED"). Foreign currency risk arises from transactions denominated in foreign currencies and net investments in foreign operations.

e& has foreign currency transactional exposure to exchange rate risk as it enters into contracts in other than the functional currency of the entity (mainly USD and Euro). e& entities also enter into contracts in its functional currencies including Egyptian Pounds, Pakistani Rupee, Afghani, and Moroccan Dirham. Etisalat UAE also enters into contracts in USD which is pegged to AED. Maroc Telecom enters into Euro contracts as Moroccan Dirham is 60% pegged to Euro. e& enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risk, including forward foreign exchange contracts, interest rate swaps and cross currency swaps.

In addition to transactional foreign currency exposure, a foreign currency exposure arises from net investments in e& entities whose functional currency differs from e&'s presentation currency (AED). The risk is defined as the risk of fluctuation in spot exchange rates between the functional currency of the net investments and e&'s presentation currency. This will cause the amount of the net investment to vary. Such a risk may have a significant impact on e&'s consolidated financial statements. Foreign currency translation risk may be mitigated through designation of net investment hedge relationships provided there is an economic relationship exists between the hedge item and the hedging instrument.

This translation risk does not give rise to a cash flow exposure. Its impact arises only from the translation of the net investment into e&'s presentation currency. This procedure is required in preparing e&'s consolidated financial statements as per the applicable IFRS.

The cross currency swaps involve the exchange of principal and floating or fixed interest receipts in the foreign currency in which the issued bonds are denominated, for principal and floating or fixed interest payments in the Company's functional currency. The fair value of a cross currency swap is determined using standard methods to value cross currency swaps and is the estimated amount that the swap contract can be exchanged for or settled with under normal market conditions. The key inputs are the yield curves, basis curves and foreign exchange rates. In accordance with the fair value hierarchy within IFRS 7 Financial Instruments: Disclosure, the fair value of cross currency swaps represent Level 2 fair values.

Foreign currency sensitivity

The following table presents e&'s sensitivity to a 10% change in the AED against the Egyptian Pound, the Euro, the Pakistani Rupee, Moroccan Dirham and Central African Franc. These five currencies account for a significant portion of the impact of net profit, which is considered to be material within e&'s financial statements in respect of subsidiaries and associates whose functional currency is not the AED. The impact has been determined by assuming a weakening in the foreign currency exchange of 10% upon closing foreign exchange rates. A positive number indicates an increase in the net cash and borrowings balance if the AED/USD were to strengthen against the foreign currency.

	Impact on profit and loss		Impact on equity	
	2024 AED '000	2023 AED '000	2024 AED '000	2023 AED '000
Increase in profit and in equity				
Egyptian pounds	28,721	18,862	28,721	18,862
Euros	659,111	(11,036)	1,497,115	875,091
Pakistani rupees	399,456	232,759	399,456	232,759
Moroccan Dirhams	442,259	268,543	442,259	268,543
Central African Franc	314,401	277,219	314,401	277,219

Interest rate risk

e& is exposed to interest rate risk as entities in e& borrow funds at both fixed and floating interest rates. e& monitors the market interest rates in comparison to its current borrowing rates and determines whether or not it believes it should take action related to the current interest rates. This includes a consideration of the current cost of borrowing, the projected future interest rates, the cost and availability of derivate financial instruments that could be used to alter the nature of the interest and the term of the debt and, if applicable, the period for which the interest rate is currently fixed.

Interest rate sensitivity

Based on the borrowings outstanding at 31 December 2024, if interest rates had been 2% higher or lower during the year and all other variables were held constant, e&'s net profit and equity would have decreased or increased by AED 844 million (2023: AED 618 million). This impact is primarily attributable to e&'s exposure to interest rates on its variable rate borrowings.

Notes to the consolidated financial statements continued
for year ended 31 December 2024 continued

35. Financial instruments continued
Financial risk management objectives continued
a) Market risk continued

Other price risk

e& is exposed to equity price risks arising from its unlisted and listed equity investments. Equity investments are mainly held for trading purposes and held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets. See Note 18 for further details on the carrying value of these investments.

If equity price had been 5% higher or lower:

- profit for the year ended 31 December 2024 would increase/decrease by AED 6.3 million (2023: AED 5.2 million) due to changes in fair value recorded in profit/loss for equity shares classified as fair value through profit and loss.
- other comprehensive income for the year ended 31 December 2024 would increase/decrease by AED 37 million (2023: increase/decrease by AED 643 million) as a result of the changes in fair value of equity shares classified as FVTOCI.

b) Credit risk management

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to e& and arises principally from e&'s bank balances, trade other receivables, finance lease receivables, amounts due from related parties and derivative financial instruments. e& has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. e&'s exposure and the credit ratings of its counterparties are monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

For its surplus cash investments, e& considers various factors in determining with which banks and /corporate to invest its money including but not limited to the financial health, Government ownership (if any), the rating of the bank by rating agencies The assessment of the banks and the amount to be invested in each bank is assessed annually or when there are significant changes in the marketplace.

Group's bank balance	2024	2023
Investment in UAE	51%	49%
Investment outside of the UAE	49%	51%

Cash and Bank Balances

	2024		Impact on equity	
	AED	Rating	AED	Rating
By Moody's	4.42 billion	A3	4.8 billion	A3
	2.08 billion	Baa1	1.9 billion	Baa1
	5.41 billion	A1	3.1 billion	A1
	9.43 billion	Aa3	1.5 billion	Aa3
	3.01 billion	Aa2	10.3 billion	Aa2
	3.62 billion	A2		
	0.04 billion	B2		
By S&P	2.92 billion	A	2.7 billion	A
	0.04 billion	A+	1.4 billion	A+
	0.38 billion	A-	0.6 billion	A-
	0.09 billion	BBB+		
	0.38 billion	BBB-		
	0.09 billion	B-		
Other reputable financial institutions	1.70 billion		2.7 billion	

e&'s trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, collateral is received from customers usually in the form of a cash deposit.

The derivatives are entered into banks and financial institution counterparties, which are rated AA- to AA+, based Moody's and S&P ratings.

Impairment losses on financial assets and contract assets recognised in profit or loss were as follows:

	2024 AED'000	2023 AED'000
Allowances on trade receivables and contract assets	790,134	805,764
Allowances on due from other telecommunication operators/carriers	101,419	91,865
Allowance on finance lease receivables	(49,148)	2,201
Total loss on allowances	**842,405**	**899,830**

The carrying amount of financial assets recorded in the consolidated financial statements, net of any allowances for losses, represents e&'s maximum exposure to credit risk without taking account of the value of any collateral obtained.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

35. Financial instruments continued

Financial risk management objectives continued

c) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of e&'s short, medium and long-term funding and liquidity management requirements. e& manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The details of the available undrawn facilities that e& has at its disposal at 31 December 2024 to further reduce liquidity risk is included in Note 27. The majority of e&'s financial liabilities as detailed in the consolidated statement of financial position are due within one year.

Financial liabilities are repayable as follows:

AED'000	Trade and other payables*	Borrowings	Payables related to investments and licenses	Conditional commitment to acquire NCI's share	Derivative financial liabilities	Total
On demand or within one year	30,813,106	36,246,164	589,789	–	–	67,649,059
In the second year	1,054,941	24,309,049	559,939	–	–	25,923,929
In the third to fifth years inclusive	488,828	7,510,265	617,857	60,272	–	8,677,222
After the fifth year	38,412	2,217,598	–	9,157,074	–	11,413,084
As at 31 December 2024	**32,395,287**	**70,283,076**	**1,767,585**	**9,217,346**	**–**	**113,663,294**
On demand or within one year	28,972,833	13,120,158	15,427	–	25,074	42,133,492
In the second year	1,445,532	8,251,386	83,329	–	–	9,780,247
In the third to fifth years inclusive	277,528	25,396,613	157,150	56,924	–	25,888,215
After the fifth year	40,197	2,392,909	–	–	–	2,433,106
As at 31 December 2023	**30,736,090**	**49,161,066**	**255,906**	**56,924**	**25,074**	**80,235,060**

The above table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which e& can be required to pay. The table includes both interest and principal cash flows.

*Trade and other payables exclude deferred revenue and advances from customers

d) Fair value measurement of financial assets and liabilities

	Carrying value AED'000	Fair value hierarchy as at 31 December 2024			
		Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000
Financial assets					
Investment carried at amortised cost	5,995,263	5,112,513	160,819	981,357	6,254,689
Financial assets classified at fair value through OCI	3,085,265	–	1,944,746	1,140,519	3,085,265
Financial assets carried at fair value through profit or loss	591,136	165,116	101,845	324,175	591,136
Derivative financial instruments	462,334		462,334		462,334
	10,133,998	**5,277,629**	**2,669,744**	**2,446,051**	**10,393,424**
Financial liabilities					
Borrowings	69,194,978	14,310,865	53,895,405	–	68,206,270
Conditional commitment to acquire NCI's share	8,092,091	–	8,092,091	–	8,092,091
	77,287,069	**14,310,865**	**61,987,496**	**–**	**76,298,361**

	Carrying value AED'000	Fair value hierarchy as at 31 December 2023			
		Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000
Financial assets					
Investment carried at amortised cost	6,179,415	5,070,903	–	976,305	6,047,208
Financial assets classified at fair value through OCI	13,733,200	12,637,030	515,147	581,023	13,733,200
Financial assets carried at fair value through profit or loss	626,068	424,272	136,130	65,666	626,068
Derivative financial instruments	106,799	–	106,799	–	106,799
	20,645,482	**18,132,205**	**758,076**	**1,622,994**	**20,513,275**
Financial liabilities					
Borrowings	49,040,665	10,009,627	32,468,538	–	42,478,165
Conditional commitment to acquire NCI's share	56,924		56,924		56,924
Derivative financial liabilities	25,695	–	25,695	–	25,695
	49,123,284	**10,009,627**	**32,551,157**	**–**	**42,560,784**

Level 1 classification comprises financial instruments where fair value is determined by unadjusted quoted prices in active markets for identical assets or liabilities. Level 2 classification comprises items where fair value is determined from inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. Level 3 classification comprises unobservable inputs.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

35. Financial instruments continued

Financial risk management objectives continued

d) Fair value measurement of financial assets and liabilities continued

Some of e&'s financial assets and liabilities are measured at fair value or for which fair values are disclosed. Information on how these fair values are determined are provided below:

- Borrowings are measured and recorded in the consolidated statement of financial position at amortised cost and their fair values are disclosed in Note 27.
- Derivative financial instrument fair values are present values determined from future cash flows discounted at rates derived from market sourced data.
- Fair value of listed securities and Sukuks are derived from observable quoted market prices for similar items. These represent Level 1 fair values. Unquoted equity securities represent Level 3 fair values. Details are included in Note 18 "Other investments".
- The fair value of Beehive Group Holdings Limited and e& PPF Telecom Group's NCI put options amounting to AED 8,092 million are classified as Level 3 and they are estimated using Monte Carlo simulation model. Especially for e& PPF Telecom Group's NCI put option, for each simulated path, the higher of the simulated share price and the put option floor was determined. The redemption amount of the NCI put option was then calculated as the average of the outcomes resulting the simulated paths.

  The redemption amount was present valued to the valuation dates using a credit-adjusted discount rate. The credit-adjusted discount rate was calculated using the Euro short-term rate ("ESTR") curve, plus a credit spread which reflects the credit risk of e&. The credit spread was implied from listed e& Group bonds and third-party borrowings. The significant unobservable inputs are the risk-adjusted discount rate, the earn-out and claw-back amounts for the computation of the put option floor and the net debt forecast.

  Significant increases (decreases) in estimated earn-out and claw-back and net debt forecast in isolation would result in a significantly higher (lower) fair value of the NCI put option. Significant increases (decreases) in the risk-adjusted discount rate in isolation would result in a significantly lower (higher) fair value of the NCI put option.

  The carrying amounts of the other financial assets and liabilities recorded in the consolidated financial statements approximate their fair values.

  The fair value of other investments amounting to AED 2,446 million (2023: AED 1,623 million) are classified as Level 3 because the investments are not listed and there are no recent arm's length transactions in the shares. The valuation technique applied is internally prepared valuation models using future cash flows discounted at average market rates. Any significant change in these inputs would change the fair value of these investments.

  The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories above have been determined in accordance with generally accepted pricing models based on cash flows discounted at rates derived from market sourced data.

Reconciliation of Level 3	2024 AED'000	2023 AED'000
As at 1 January	**1,622,994**	**949,391**
Additions	390,760	650,329
Foreign exchange difference	(112,403)	15,550
Disposal	(382,921)	(22,606)
Revaluation	333,332	8,296
Acquisition of subsidiaries (Note 41)	594,289	22,034
As at 31 December	**2,446,051**	**1,622,994**

36. Commitments

a) Capital commitments

e& has approved future capital projects and investments commitments to the extent of AED 8,201 million (2023: AED 3,631 million).

e& has issued letters of credit amounting to AED 574 million (2023: AED 454 million).

37. Contingent liabilities

a) Bank guarantees

	2024 AED million	2023 AED million
Performance bonds and guarantees in relation to contracts	3,696	3,440
Companies Overseas investments	3,342	3,202

b) Other contingent liabilities

(i) e& and its associates are disputing certain charges from the governmental and telecom regulatory agencies and telecom operators in certain international jurisdictions but do not expect any material adverse effect on e&'s financial position and results from resolution of these disputes.

(ii) In 2010, Pakistan Telecommunication Employees Trust ("PTET") board approved the pension increase which was less than the increase notified by the Government of Pakistan ("GoP"). Thereafter, pensioners filed several Writ Petitions. After a series of hearings, on 12 June 2015 the Apex Court decided the case in the interest of pensioners.

On 13 July 2015, Review Petitions were filed in Supreme Court of Pakistan by PTCL, the PTET and the GoP (together, the ""Review Petitioners"") against the Supreme Court Judgment.

The Supreme Court disposed the Review Petitions and directed the Review Petitioners to seek remedy under section 12(2) of the Civil Procedure Code (the "CPC"), and to pursue all grounds of law and fact in other cases pending before High Courts. The Review Petitioners have filed the applications under section 12(2) CPC before respective High Courts.

The decision of the Appeals bench of the Supreme Court on 10 May 2018 clarified that voluntary separation scheme (""VSS"") pensioners are excluded from any obligation on PTCL to pay them any additional increase in pension. Notwithstanding this development, many retirees, including VSS pensioners, have continued to submit petitions before the Supreme Court. The Chief Justice of Pakistan has decided to bring the matter back for a rehearing by the Supreme Court.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

37. Contingent liabilities continued

b) Other contingent liabilities continued

Separately, the Islamabad High Court (IHC) issued a decision on 3 March 2020, in which it upheld the rights of certain retirees ("T&T retirees") to benefit from periodic government increases in pensions and additional benefits, although it also held that the same did not apply to the VSS pensioners.

In response, PTCL and PTET raised an Intra Court Appeal against the exemption granted to the T&T retirees before the Divisional Bench at the Islamabad High Court. On 24 September 2020, the Intra Court appeals were adjourned for consolidation of all Intra court Intra Court appeals before one bench. On 16 December 2020, the Islamabad High Court granted a stay of execution in favour of PTCL and PTET and postponed the case until 14 July 2021.

Islamabad High Court on 2nd November, 2021, has decided that the GOP increases are not allowed to VSS optees, PTC pensioners and to the workmen. To the extent of Civil Servants the Islamabad High Court allowed the GOP increase. However, to the same extent appeal has been filed before Supreme court within the limitation. Proceedings are ongoing before the Supreme Court.

The management of PTCL, on the advice of their lawyers, believes that PTCL's obligations against benefits is restricted to the extent of pension increases as determined solely by the Board of Trustees of the PTET in accordance with the Pakistan Telecommunications (Re-Organization) Act, 1996 and the Pension Trust rules of 2012 and accordingly, no provision has been recognized in the consolidated financial statements in respect of these proceedings.

38. Dividends

Amounts recognised as distribution to equity holders:	AED'000
31 December 2023	
First interim dividend for the year ending 31 December 2023 of AED 0.40 per share	3,477,198
Final dividend for the year ended 31 December 2022 of AED 0.40 per share	3,477,198
	6,954,396
31 December 2024	
First interim dividend for the year ending 31 December 2024 of AED 0.415 per share	3,607,592
Final dividend for the year ended 31 December 2023 of AED 0.40 per share	3,477,198
	7,084,790

An interim dividend of AED 0.415 per share was declared by the Board of Directors on 31 July 2024 for the year ended 31 December 2024.

On 25 February 2025, the Board of Directors proposed a final dividend of AED 0.415 per share for the year ended 31 December 2024, bringing total dividends per share to AED 0.83 for the year.

39. Earnings per share

	2024	2023
Earnings (AED'000)		
Earnings for the purposes of basic earnings per share being the profit attributable to the equity holders of the Company	**10,752,474**	10,304,547
Number of shares ('000)		
Weighted average number of ordinary shares for the purposes of basic and diluted earnings per share	**8,696,754**	8,696,754
Earnings per share		
Basic and diluted	**AED 1.24**	AED 1.18

40. Offsetting financial assets and financial liabilities

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when, and only when, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously. The criteria of legal enforceable right of set-off should be applicable in the normal course of business, in the event of default and in the event of insolvency or bankruptcy of the entity and all of the counterparties.

The following table presents the recognised financial assets and liabilities that are offset, as at 31 December 2024 and 31 December 2023.

	Gross amounts 2024 AED'000	Gross amounts set off 2024 AED'000	Net amount presented 2024 AED'000
Financial assets			
Amounts due from other telecommunication operators/carriers	12,172,283	(9,037,108)	3,135,175
Financial liabilities			
Amounts due to other telecommunication administrators	11,627,037	(9,037,108)	2,589,929

	Gross amounts 2023 AED'000	Gross amounts set off 2023 AED'000	Net amount presented 2023 AED'000
Financial assets			
Amounts due from other telecommunication operators/carriers	11,379,956	(8,745,798)	2,634,158
Financial liabilities			
Amounts due to other telecommunication administrators	11,554,251	(8,745,798)	2,808,453

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

41. Acquisition of subsidiaries

41.1. Acquisition of subsidiaries in 2024

a) On 29 August 2024, e& enterprise, a wholly owned subsidiary of e&, has completed the acquisition of 100% stake in GlassHouse, a Türkiye-based cloud services provider, for an amount of USD 57.8 million (AED 212 million).

b) On 24 October 2024, e& acquired controlling stake (50% +1 economic share) PPF Telecom Group B.V., is a limited liability company incorporated in the Netherlands ("e& PPF TG"), from PPF Group N.V. ("PPF Group"). e& PPF TG operates Yettel (Bulgaria, Hungary, and Serbia), O2 (Slovakia), and CETIN Group N.V. (Bulgaria, Hungary, Slovakia, and Serbia). Yettel and O2 serve consumers, corporations, and public sectors with mobile, broadband, TV, and data services. CETIN provides wholesale telecom infrastructure.

e& PPF TG owns 70% of CETIN Group N.V. with the remaining 30% owned by GIC Private Limited ("GIC"). GIC has a put option to sell to PPF TG it's 30% stake, which is exercisable only under certain conditions. As such conditions are not outside of the control of e&, a gross liability for the potential obligation under the put option has not been recorded.

As part of the shareholder agreement between e& and PPF Group, the terms of the Preferred Shares in PPF TG held by the respective shareholders increase the total beneficial interest of e& in CETIN Group to the same interest as PPF TG holds in the Yettel Group.

The initial purchase consideration was EUR 2.38 billion (AED 9,416 million), with additional consideration due of up to EUR 350 million (AED 1,335 million) with regards earn-out payments to PPF Group if e& PPF Telecom exceeds certain financial targets within the three-year period after closing. The consideration is also subject to a claw back of up to EUR 75 million (AED 286 million) if such financial targets are not achieved.

Management has assessed the likelihood of the earn out thresholds being satisfied and accordingly has recorded an accrual of EUR 325 million (AED 1,296 million) being the discounted value of the expected future payments.

PPF Group holds a put option that can require e& Group to purchase all of PPF Group's PPF TG's shares (put option) in the event of the certain trigger events. The potential future obligation under this put option has been assessed to be EUR 2,022 million (AED 8,065 million) at the date of acquisition. (Refer to Note 42)

41.2 (a). Identifiable assets acquired and liabilities assumed

The following table summarizes the provisional amounts recognised for assets acquired and liabilities assumed as of the acquisition date. The estimated values are not yet finalised (see below) and are subject to change, which could be significant. We will finalise the amounts recognised as we obtain the information necessary to complete the analyses. We expect to finalise these amounts as soon as possible but no later than one year from the acquisition date.

	Provisional Fair Values		
	Glasshouse AED'000	e& PPF Telecom Group AED'000	Total AED'000
Intangible assets	83,297	5,885,105	5,968,402
Property, plant and equipment	26,536	4,105,887	4,132,423
Right-of-use assets	2,072	1,130,163	1,132,235
Other investments	–	594,325	594,325
Deferred tax assets	–	295,256	295,256
Trade and other receivables	6,937	241,900	248,837
Contract assets	60,651	1,289,466	1,350,117
Inventories	–	617,775	617,775
Bank and cash balances	2,621	717,155	719,776
Trade and other payables	(51,812)	(1,648,522)	(1,700,334)
Contract liabilities	(32,389)	(125,601)	(157,990)
Payables related to investments and licenses	–	(80,905)	(80,905)
Borrowings	(8,732)	(6,765,630)	(6,774,362)
Lease liabilities	(15,962)	(1,127,846)	(1,143,808)
Provisions	–	(297,919)	(297,919)
Deferred tax liabilities	(13,977)	(560,924)	(574,901)
Provision for employees' end of service benefits	–	(16,859)	(16,859)
Net identifiable assets acquired	**59,242**	**4,252,826**	**4,312,068**
Non-controlling interest at fair value	–	(2,522,082)	(2,522,082)
Goodwill recognised on the basis of fair valuation	152,978	17,116,734	17,269,712
Fair value of investment	**212,220**	**18,847,478**	**19,059,698**
Purchase consideration			
Cash paid	212,220	9,416,268	9,628,488
Deferred and contingent consideration liability	–	1,366,293	1,366,293
Conditional commitment to acquire NCI's share	–	8,064,917	8,064,917
Total consideration	**212,220**	**18,847,478**	**19,059,698**
Analysis of cash flows on acquisition			
Cash paid	(212,220)	(9,416,268)	(9,628,488)
Net cash acquired with the subsidiaries	2,621	717,155	719,776
Net cash flow on acquisition of subsidiaries	**(209,599)**	**(8,699,113)**	**(8,908,712)**

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

41. Acquisition of subsidiaries continued

41.2 (a). Identifiable assets acquired and liabilities assumed continued

The goodwill on acquisition comprises the value of expected synergies arising from the acquisition. With its leading retail position in the markets where it operates, supported by its high-quality assets, superior network coverage, growing customer base and sustained strong fundamentals, e& PPF Telecom will further enhance e&'s capacity to drive long-term growth and value.

Included in the profit attributable to the parent company for the year was AED 245 million attributable to the business generated by e& PPF Telecom Group. Revenue for the year includes AED 1,458 million in respect of e& PPF Telecom Group. Had this business combination been effected at 1 January 2024, the restated revenue of the Group would have been AED 65,952 million and the restated profit for the year would have been AED 10,578 million

41.2. Acquisition of subsidiaries in 2023

a) On 6 February 2023, e& completed the acquisition of Service Souk DMCC (“”Service Market””), acquiring 100% shareholding of the online marketplace. The purchase consideration for acquisition of Service Market is estimated to be AED 81 million, including payment linked to business performance portion due over a period of time.

b) On 25 May 2023, e& enterprise cloud, a wholly owned subsidiary of e&, completed the acquisition of 65% stake in Bespin Global Technologies Limited (“BGT”), offering public cloud managed and professional services. The remaining shareholding of BGT (i.e. 35%) is owned by Bespin Global Singapore PTE. Both shareholders contributed their existing businesses to BGT and contributed an initial cash injection of USD 10 million (AED 36.7 million) as capital on a pro-rata basis.

c) On 31 July 2023, e& completed the acquisition of 63.3% stake in Beehive Group Holdings Limited (BGHL), the first regulated online marketplace for peer-to-peer lending to SMEs in the MENA region, for an amount of USD 23.6 million (AED 86.7 million).

d) On 8 December 2023, e& successfully acquired 50.03% of Careem Technologies Holding Limited (CTHL) on a fully diluted basis in exchange for an investment of USD 400 million (AED 1,469 million). CTHL is the new entity created by carving out the non-rideshare businesses from existing Careem entities for Careem's super-app business. The final purchase price allocation for the acquisition has been finalized in 2024 and the resulting goodwill presented below.

41.2 (a). Identifiable assets acquired and liabilities assumed

The following table summarizes the final fair values of the assets acquired and liabilities assumed as of the acquisition date:

	Service Market AED'000	BGT AED'000	BGHL AED'000	Careem Technologies AED'000	Total AED'000
Intangible assets	32,412	–	46,054	747,168	825,634
Property, plant and equipment	50	6,706	236	40,666	47,658
Right-of-use assets	–	9,549	256	34,580	44,385
Other investments	–	–	–	22,034	22,034
Trade and other receivables	458	15,724	5,481	135,032	156,695
Inventories	–	–	–	14,071	14,071
Bank and cash balances	413	45,056	20,141	1,430,942	1,496,552
Trade and other payables	(2,171)	(25,780)	(3,252)	(184,664)	(215,867)
Provision for employees' end of service benefits	(1,018)	(808)	(690)	(34,895)	(37,411)
Deferred tax liabilities			–	(68,456)	(68,456)
Lease liabilities	–	(10,603)	(263)	(36,890)	(47,756)
Net identifiable assets acquired	**30,144**	**39,844**	**67,963**	**2,099,588**	**2,237,539**
Non-controlling interest	–	(33,412)	–	(1,463,943)	(1,497,355)
Goodwill recognised on the basis of fair valuation	58,002	55,613	82,020	829,767	1,025,402
Fair value of investment	**88,146**	**62,045**	**149,983**	**1,465,412**	**1,765,586**

42. Conditional commitment to acquire NCI's shares

	2024 AED'000	2023 AED'000
e& PPF Telecom Group	8,031,819	–
Beehive Group Holdings Limited	60,272	56,924
	8,092,091	**56,924**

PPF Group's NCI put option

As part of the signed Shareholders Agreement related to the acquisition of PPF Telecom Group B.V. (“e& PPF TG”), PPF Group N.V. (PPF Group) is given the option to require e& Group to purchase all of PPF Group's shares in e& PPF TG (put option) in the event of the following trigger events:

- a change of control event in respect of the e& Group shareholder;
- occurrence of the put end date (i.e., 5 years after the date of the shareholder agreement);

If PPF Group exercises its put option, e& Group is required to purchase PPF Group's shares in e& PPF TG at the higher of the fair market value of the shares or a defined put option floor. The subject shares of the put option include both ordinary and preferred shares. As e& does not have the right to avoid incurring a liability after 5 years to buy the shares from PPF Group, the company is required under IFRS to record a liability for the present value of the estimated potential future payment.

Notes to the consolidated financial statements continued

for year ended 31 December 2024 continued

42. Conditional commitment to acquire NCI's shares continued

PPF Group's NCI put option continued

e& Group has elected to follow the no NCI approach and assessed that it does not have an ownership interest in the e& PPF TG's NCI on account of the following:

- there is a floor price to the put option, this represents the minimum amount e& would need to pay to acquire such shares, however this could vary based on the current fair market value of the shares.
- there are no restrictions on the voting rights granted to PPF Group as it will continue to have a role in the decision-making process for the activities of e& PPF TG.
- there are no restrictions on the dividend distribution attached to PPF Group's shares. PPF Group will continue to be eligible to the dividend.

However, IAS 32:23 does not specify the discount rate that should be used in deriving the present value. In the absence of specific guidance, a reasonable approach would be to reflect in the discount rate:

- interest rate risk – being the benchmark interest rate for the term to the earliest redemption date for the relevant currency of the obligation; and
- of the credit risk associated with the issuer because the issuer is the obligor under the arrangement.

The fair value of the put option liability was determined by independent valuation experts using a multicriteria approach aligned with general professional valuation practices comprising the discounted-cash-flows method and Monte Carlo simulation model. The model simulates the Company's share price from the valuation dates as a function of time, risk-free rate, volatility and dividend yield.

Based on the above methodology, as at 31 December 2024, the net present value of the Put Option liability, assuming it will become exercisable after 5 years, was determined to be EUR 2,105 million (AED 8,033 million). The fair value of the same Put Option as at the acquisition date of e& PPF TG was determined to be EUR 2,022 million (AED 8,065 million) (refer to Note 41.1b). The key assumptions at 31 December 2024 in this valuation are a risk free rate of 2.04%; volatility factor of 25.48% (based on observable comparable companies).

The Put Option liability amount will be remeasured at each reporting date with changes to the fair value recognised in profit or loss.

Beehive Group Limited's NCI put option

In April 2023, as part of the acquisition of 63.3% stake in Beehive Group Limited, e& Group grants to Beehive Group Limited an option to put their minority shares to e& Group on the terms and subject to the conditions stipulated in the sale and purchase agreement. The Beehive Group Limited may only exercise the put option by serving a put exercise notice on e& Group during the period beginning on third anniversary of the Closing Date and ending one year. In consideration of the put option, Beehive Group Limited also grants e& Group symmetrical call option to purchase Beehive Group Limited's share.

As at 31 December 2024, the Group recognises put option liability amounting to AED 55 million and has applied no NCI approach as it does not have an ownership interest in the remaining interests.

43. Restatement of comparative figures

The below table summarizes the restatements made in the prior year numbers on account of final goodwill computation further to purchase price allocation exercise for subsidiaries acquired in 2023.

	As previously reported AED'000	Restatement AED'000	As restated AED'000
Goodwill and other intangible assets	23,411,594	708,947	24,120,541
Trade and other payables - non-current	1,763,257	(49,933)	1,713,324
Payables related to investments and licenses - non-current	236,379	(3,295)	233,084
Conditional commitment to acquire NCI's share	–	56,924	56,924
Deferred tax liabilities	1,769,664	68,456	1,838,120
Non-controlling interests	8,415,809	636,795	9,052,604

44. Audit and non-audit fee information

Below is the breakup of audit and non-audit fees paid / payable to our external auditors (being EY network firms for 2024 and KPMG network firms for 2023) for their engagements within e&. This does not include the audit fees payable to our controlled entities which are not audited by EY network firms/KPMG network firms.

Category of services	Nature of Services	2024 AED'000	2023 AED'000
Financial statement audits	Pertain to audit of consolidated financial statements of Etisalat Group and standalone audits of subsidiaries audited by EY network firms/KPMG network firms	8,828	6,861
Non-audit fees	- Regulatory audit - Update of the Global Medium Term Note (GMTN)	663	1,922
		9,491	**8,783**

45. Subsequent events

a) e& PPF Telecom signs an agreement to acquire 100% stake of SBB d.o.o. Serbia

e& PPF Telecom Group BV (e& PPF Telecom), a subsidiary of e& Group, with ownership of 50% + 1 share, signed a binding agreement with United Group B.V. ("United Group") to acquire 100% of SBB d.o.o. Serbia ("SBB") for a consideration of EUR 825 million (AED 3.1 billion) on a cash free, debt free basis.

Closing of the transaction remains subject to regulatory approval and customary closing conditions. Should there be any developments on this subject, we will keep the market updated in due course.

b) e& PPF TG Loan facilities

In November 2024, e& PPF TG signed EUR 1.2 billion (AED 4.6 billion) Revolving Credit Facility ("RCF") and EUR 246 million (AED 1 billion) term loan facilities with group of banks to support its liquidity position and credit rating requirements. In January 2025 e& PPF TG utilised EUR 600 million (AED 2.3 billion) out of the RCF to repay its bond which matured.

c) Etisalat Misr licence acquisition and renewal

In January 2025, Etisalat Misr paid an amount USD 167 million (AED 613 million) for the acquisition of 5G licence and renewal of the 2G, 3G and 4G licences for a period of 15 years, in addition to EGP 150 million (AED 11 million) to be paid over a 3-year period.

etisalat and