

# INTEGERATED REPORT 2022 ABUDHABI AVIATION



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### **DIRECTORS' REPORT**

#### **Abu Dhabi Aviation**

December 2022

The Chairman and Board of Directors are pleased to present their report and the audited consolidated Group Financial Statements for the period ended 31 December 2022.

Abu Dhabi Aviation Group continues to deliver strong financial performance despite the adverse impact of the pandemic and the Russia/Ukraine war on the global economy. ADA's Net profit was higher by 34.47% when compared to last year. This comes amidst market volatility, disruption to global distribution channels and to OEM production of certain spares/components.

ADA is expanding its aviation operation locally and globally. The company has been expanding its fleet and will continue to expand and replace aircraft in line with the market demand. ADA continues to diversify its investments as a form of risk mitigation for balancing the effect of the global market conditions and the cyclical nature of the economy.

ADA group reported a revenue of AED 2.03bn for the period ended 31 December 2022, an increase of 20.48% compared to AED 1.68bn revenue for the same period of 2021.

Abu Dhabi Aviation (ADA) parent company (including ADA Training Center and ADA International Real Estate) made AED 777.01m revenue for the period ended 31 December 2022, an increase of 5.20% compared to AED 738.61m revenue for the same period of 2021. The increase was due to additional oil and gas offshore flights as well as ad hoc flights. The net profit for 2022 was AED105.81m, an increase of 28.06% compared to AED 82.63m in 2021.

Maximus Air L.L.C. (MAX) made AED 524.12m revenue for the period ended 31 December 2022, an increase of 21.64% compared to AED 430.87m revenue for the same period of 2021 due to more demand for private sales and long-distance flights to Europe, USA and Africa. The net profit for 2022 was AED165.86m, an increase of

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49.43% compared to AED 111m in 2021.

Royal Jet L.L.C. (RJ) made AED 725.37m revenue for the period ended 31 December 2022, a growth of 41.51% compared to AED 512.60m revenue for the same period of 2021 due to high demand for charter flights. The net profit for 2022 was AED 140.92m, an increase of 24.48%, compared to AED 113.21m for the same period of 2021.

On behalf of the Board of Directors, I would like to thank all our shareholders for their continuous support. I would like to also extend my gratitude to all ADA employees for their dedication, commitment and hard work. To our customers, thank you for choosing and trusting us. ADA is proud to serve its country, supporting both the civil and military industries in the UAE and abroad.



Nader Ahmed Mohammad Al Hammadi Chairman

Date: 28 February 2023



#### ABU DHABI AVIATION PJSC

Report and consolidated financial statements for the year ended 31 December 2022

#### **ABU DHABI AVIATION PJSC**

# Report and consolidated financial statements for the year ended 31 December 2022

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#### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC

#### REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

#### **Opinion**

We have audited the consolidated financial statements of Abu Dhabi Aviation PJSC (the "Company") and its subsidiaries (together referred to as the "Group"), which comprise the consolidated statement of financial position as at 31 December 2022, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 31 December 2022, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards ('IFRSs').

#### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the applicable requirements of Abu Dhabi Accountability Authority ("ADAA") Chairman Resolution No. 88 of 2021 Regarding Financial Statements Audit Standards for the Subject Entities. 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' Code of Ethics for Professional Accountants ("IESBA Code") together with the other ethical requirements that are relevant to our audit of the Group's 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 matter 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 discussed 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. The key audit matters remained similar from prior year.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC (continued)

#### **Key Audit Matters (continued)**

Key audit matters	How our audit addressed the key audit matters
Revenue recognition	
The Group reported revenue of AED 2,026.5 million for the year 31 December 2022 from services rendered to customers from aircraft operations, air cargo, revenue from manpower	Our audit approach included a combination of test of controls and substantive procedures as follows:
services and revenue from sale of spares.  There is an inherent risk around the occurrence of revenue recognised given the complexity of the business services and consequently we considered this to be a key audit matter.	<ul> <li>Obtained an understanding of the significant revenue processes and identifying relevant controls, IT systems and reports;</li> <li>Obtained an understanding of the control environment and applications involved in the</li> </ul>
The amount of revenue and profit recognised in the year on various contracts with government entities is dependent on the customer's acceptance of the services which in certain circumstances is difficult to demonstrate. Consequently, significant judgement is applied in determining the	<ul> <li>Evaluated the controls over the occurrence of revenue to determine if they had been appropriately designed and implemented and were operating effectively;</li> </ul>
measurement of revenue and the timing of revenue recognition.  Refer to notes 3, 4 and 24 in the consolidated	Performed tests on the occurrence of individual revenue transactions recognized during the year on a sample basis;
financial statements for the accounting policy and disclosure related to this matter.	Performed analytical procedures on significant revenue streams;
	Assessed the appropriateness of the Group's accounting policy against the requirements of IFRSs and the compliance of revenue recognized therewith; and
	Assessed the disclosures in the consolidated financial statements against the requirements of IFRSs.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC (continued)

#### **Key Audit Matters (continued)**

Key audit matters	How our audit addressed the key audit matters
Impairment of aircraft related assets	
The carrying value of aircraft, property and equipment includes AED 1,954.1 million as of 31	Our procedures included the following:
December 2022 relating to aircraft related assets.  We consider this to be a key audit matter because	Obtained an understanding of the business process used to determine impairment indicators and the recoverable amount
significant judgements and estimates are applied to conclude if there is any indication that assets are impaired, which could include a notable decline in the financial performance, worsened economic and	Assessed the design and implementation of controls in this area.
financial prospects due to economic and other factors, and the extent of impairment, if any.  The impairment of aircraft related assets is measured by comparing their carrying value to their estimated recoverable amount, being the higher of estimated fair value less costs of disposal and value in use at the individual cash generating units (CGU) level. The inherent risks associated with assessing the recoverable amount of aircraft related assets are significant. Management's measurement of recoverable amount requires significant judgement to be applied in the determination of CGUs and estimation of current and future market conditions, projected cash flows and discount rates.	<ul> <li>For value in use calculations provided by management, our audit procedures included challenging estimates of net cash flows expected to be generated from these assets based on the assumptions of their future utilisation, revenue generation and related costs. We challenged the appropriateness of estimates for each CGU based on our assessment of the historical accuracy of the Group's estimates in previous periods.</li> <li>For fair value calculations provided by management, we have reviewed the reports and the underlying data and assumptions to ascertain whether the valuation of the aircraft fleet was performed in accordance with the</li> </ul>
For the year ended 31 December 2022, the Group has recorded an impairment loss on its G5000 fleet (separate CGU) amounting to AED 9.1 million.  Refer to notes 3, 4 and 5 in the consolidated financial statements for the accounting policy and disclosure related to this matter.	requirements of IFRS 13 Fair Value Measurement.  • Where we identified estimates that were outside acceptable parameters, we discussed these with management to understand the rationale behind the estimates made.
disclosure related to this matter.	Performed sensitivity analyses on the significant assumptions to evaluate the extent of their impact on the determination of fair values.
	Re-performed the arithmetical accuracy of the determination of recoverable amounts.
	We determined if the disclosures made in the consolidated financial statements for this matter were in accordance with the requirements of IFRSs.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC (continued)

#### **Key Audit Matters (continued)**

Key audit matters	How our audit addressed the key audit matters
Valuation of investment properties	
The Group's investment property portfolio amounted to AED 385 million as at 31 December 2022 and the net fair value loss recorded in the consolidated income statement is nil. The Group measures its investment properties at fair value.	<ul> <li>Our procedures included the following:</li> <li>Evaluated the design and implementation of controls in the determination of the fair value of investment properties.</li> </ul>
The determination of fair value of these investment properties is based on external valuations using an income capitalization and market approach method.	Assessed the valuer's competence and capabilities and read their terms of engagement with the Group to determine if the scope of work was sufficient for audit purposes.
The Group's determination of fair value for the investment properties requires management to make significant estimates and assumptions related to future rental rates, capitalization rates	Agreed the total valuation in the reports of third party valuers to the amount reported in the consolidated statement of financial position.
and discount rates.  The valuation of the portfolio involves significant estimation uncertainty and is based on a number of assumptions. The existence of significant estimation uncertainty warrants specific audit focus in this area as any bias or error in determining the fair value could lead to a material misstatement in the consolidated financial statements.  In the event that the fair value of a real estate asset is higher or lower than its carrying amount, the Group will recognise a fair value adjustment in its consolidated statement of profit or loss and other comprehensive income.	<ul> <li>Tested the data provided to the valuers by the Group, on a sample basis.</li> <li>Reviewed a sample of investment properties valued by external valuers, and also involved our internal real estate valuation expert to review a sample of those properties and assessed whether the valuation of the properties was performed in accordance with the requirements of IFRS 13 Fair Value Measurement.</li> <li>Where we identified estimates that were outside acceptable parameters, we discussed these with management to understand the rationale behind the estimates made.</li> </ul>
We have identified the valuation of investment properties as a key audit matter as the fair value is determined based on level 2 valuation methodologies and it requires management to apply significant judgements in determining the fair value of investment property.  Refer to notes 3 and 6 in the consolidated financial statements for the accounting policy and disclosure related to this matter.	<ul> <li>Reviewed sensitivity analyses on the significant assumptions to evaluate the extent of their impact on the determination of fair values.</li> <li>Re-performed the arithmetical accuracy of the determination of recoverable amounts and net fair value gains and losses.</li> <li>We assessed the disclosures made to determine if they were in accordance with the requirements of IFRSs.</li> </ul>

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC (continued)

#### Other Information

The Board of Directors is responsible for the other information. The other information comprises the Directors' report, which we obtained prior to the date of this auditor's report and the integrated report, which is expected to be made available to us after that date. The other information does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance or 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 on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and 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 IFRSs and their preparation in compliance with the applicable provisions of the Articles of Association of the Company and 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 and the applicable requirements of ADAA Chairman's Resolution No. 88 of 2021 Regarding Financial Statements Audit Standards for the Subject Entities 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.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC (continued)

#### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

As part of an audit in accordance with ISAs and the applicable requirements of ADAA Chairman's Resolution No. 88 of 2021 Regarding Financial Statements Audit Standards for the Subject Entities, we exercise professional judgement and maintain professional scepticism 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 risk, 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 the one resulting from error, as fraud may involve collusion, forgery, intentional omission, 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 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 evidenced 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements.
   We are responsible for the direction, supervision and performance 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, related safeguards.

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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ABU DHABI AVIATION PJSC (continued)

#### Report on other legal and regulatory requirements

Further, as required by the UAE Federal Decree Law No. (32) of 2021, we report that for the year ended 31 December 2022:

- We have obtained all the information we considered necessary for the purposes of our audit;
- The consolidated financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Law No. (32) of 2021;
- The Group has maintained proper books of account,
- The financial information included in the Directors' report is consistent with the books of account of the Group;
- Investments in shares and stocks are included in note 7 to the consolidated financial statements and include purchases and investments made by the Group during the year ended 31 December 2022; Note 12 to the consolidated financial statements discloses material related party transactions and balances and the terms under which they were conducted;
- Based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Company has contravened during the financial year ended 31 December 2022 any of the applicable provisions of the UAE Federal Law No. (32) of 2021 or in respect of the Company, its Articles of Association which would materially affect its activities or its financial position as at 31 December 2022; and
- There were no social contributions made during the year by the Group.

Further, as requested by the ADAA Chairman Resolution No. 88 of 2021 regarding Financial Statements Audit Standards for the Subject Entities, we report, in connection with our audit of the consolidated financial statements for the year ended 31 December 2022, that nothing has come to our attention that causes us to believe that the Group has not complied, in all material respects, with any of the provisions of the following laws, regulations and circulars as applicable, which would materially affect its activities or the consolidated financial statements as at 31 December 2022:

- i. Decrees and Laws No. 3, No. 10, No. 8, No. 9 and No. 11 of the years 1982, 1985, 1999, 2003 and 2004, respectively issued in the United Arab Emirates;
- ii. Its' Articles of Association which would materially affect its activities or its financial position as at 31 December 2022.

Deloitte & Touche (M.E.)

Obada Alkowatly Registration No. 1056 28 February 2023 Abu Dhabi United Arab Emirates

# Consolidated statement of financial position as at 31 December 2022

	Notes	2022 AED'000	2021 AED'000
Assets	11000	1122 000	1122 000
Non-current assets			
Aircraft, property and equipment	5	2,287,385	2,153,491
Investment properties	6	385,314	376,228
Investments in financial assets	7	445,620	425,970
Right of use assets	8	120,969	104,883
Investment in a joint venture	9	75,875	68,424
Total non-current assets		3,315,163	3,128,996
Current assets		<del></del>	
Inventories		588,263	549,393
Trade receivables	11	762,482	706,773
Contract assets, prepayments and other current assets	13	328,153	258,850
Cash and bank balances	14	596,918	626,716
Assets classified as held for sale	5	-	251,684
Right of use assets	8	<del>-</del>	2,974
Total current assets		2,275,816	2,396,390
Total assets		5,590,979	5,525,386
Equity			
Share capital	15	444,787	444,787
Share premium		112,320	112,320
Reserves	16	1,941,579	1,947,274
Retained earnings		1,109,279	833,870
<b>Equity attributable to owners of the Company</b>		3,607,965	3,338,251
Non-controlling interest	18	471,523	401,064
Total equity		4,079,488	3,739,315
Liabilities			
Non-current liabilities	4.5	440	4
Provision for employees' end of service benefits	19	143,156	136,665
Term loans	20	370,087	443,252
Lease liabilities	21	157,406	131,064
Deferred income	22	131,005	154,362
Total non-current liabilities		801,654	865,343

## Consolidated statement of financial position (continued) as at 31 December 2022

	•	2022	2021
	Notes	AED'000	AED'000
Current liabilities			
Trade and other payables	23	166,750	145,583
Accrued expenses and other current liabilities		277,782	204,525
Advances from customer	5	-	291,855
Term loans	20	229,619	260,357
Lease liabilities	21	17,936	6,265
Deferred income	22	17,750	12,143
Total current liabilities		709,837	920,728
Total liabilities		1,511,491	1,786,071
Total equity and liabilities		5,590,979	5,525,386



Nader Ahmed Mohammed Al Hammadi Chairman Shaikh Ahmed Mohamed Sultan AlDhaheri Vice Chairman

Ashraf Fahmy Chief Financial Officer

# Consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2022

	Notes	2022 AED'000	2021 AED'000
Revenue from contracts with customers	24	2,026,500	1,682,082
Direct operating costs	25	(1,421,599)	(1,187,755)
Gross profit		604,901	494,327
General and administrative expenses	26	(221,646)	(182,156)
Gain on disposal of assets held for sale	8	4,202	-
Impairment loss on aircraft, property and equipment	5	(9,133)	(42,430)
Net charge of impairment loss on trade receivables	11	(25,472)	5,825
Amortisation of deferred income	22	17,750	12,143
Share of profit of a joint venture	9	7,451	5,692
Finance income		6,358	6,794
Finance costs		(35,014)	(24,658)
Other income		21,905	11,473
Gain on financial asset at fair value through profit or loss	7	41,288	19,823
Profit for the year		412,590	306,833
Profit for the year attributable to:			
Owners of the Company		342,131	250,229
Non-controlling interest	18	70,459	56,604
		412,590	306,833
Basic and diluted earnings per share	27	0.77	0.56

# Consolidated statement of profit or loss and other comprehensive income (continued) for the year ended 31 December 2022

	Notes	2022 AED'000	2021 AED'000
Profit for the year		412,590	306,833
Other comprehensive income Items that may be reclassified subsequently to profit or loss			
Foreign currency translation differences	16	(5,695)	(740)
Other comprehensive loss for the year		(5,695)	(740)
Total comprehensive income for the year		406,895	306,093
Total comprehensive income attributable to:			
Owners of the Company		336,436	249,489
Non-controlling interest	18	70,459	56,604
		406,895	306,093

ABU DHABI AVIATION

# Consolidated statement of changes in equity for the year ended 31 December 2022

	Share Capital AED'000	Share premium AED'000	Reserves AED'000	Retained Earnings AED'000	Equity attributable to owners of the Company AED'000	Non- controlling interest AED'000	Total AED'000
At 1 January 2022	444,787	112,320	1,947,274	833,870	3,338,251	401,064	3,739,315
Profit for the year Other comprehensive loss for the year	- - -		(5,695)	342,131	342,131 (5,695)	70,459	412,590 (5,695)
Total comprehensive income			(5,695)	342,131	336,436	70,459	406,895
Dividends (note 17)	-	-	-	(66,722)	(66,722)	-	(66,722)
At 31 December 2022	444,787	112,320	1,941,579	1,109,279	3,607,965	471,523	4,079,488

ABU DHABI AVIATION

# Consolidated statement of changes in equity (continued) for the year ended 31 December 2022

	Share Capital AED'000	Share premium AED'000	Reserves AED'000	Retained Earnings AED'000	Equity attributable to owners of the Company AED'000	Non- controlling interest AED'000	Total AED'000
At 1 January 2021	444,787	112,320	1,948,014	628,120	3,133,241	354,460	3,487,701
Profit for the year Other comprehensive income for	-	-	-	250,229	250,229	56,604	306,833
the year	-	-	(740)	-	(740)	-	(740)
Total comprehensive income			(740)	250,229	249,489	56,604	306,093
Dividends (note 17)	-	-	-	(44,479)	(44,479)	(10,000)	(54,479)
At 31 December 2021	444,787	112,320	1,947,274	833,870	3,338,251	401,064	3,739,315

# Consolidated statement of cash flows for the year ended 31 December 2022

	Notes	2022 AED'000	2021 AED'000
Cash flows from operating activities			
Profit for the year		412,590	306,833
Adjustments for:			
- Depreciation	5	136,878	143,938
- Depreciation of right of use asset	8	12,284	7,462
- Charge of impairment losses on trade receivables	11	74,221	4,934
<ul> <li>Recovery of impaired trade receivables</li> </ul>	11	(48,749)	(10,759)
- Impairment loss on aircraft, property and equipment	5	9,133	42,430
- Provision for employees' end of service benefits	19	23,013	17,879
- Amortisation of deferred income	22	(17,750)	(12,143)
- Net foreign currency translation difference		-	1,787
- Loss on disposal of aircraft, property and			
equipment	5	1,843	3,688
- Share of profit of a joint venture	9	(7,451)	(5,692)
- Finance costs		23,934	19,148
- Finance income		(6,358)	(6,794)
- Gain on financial asset at fair value			
through profit or loss	7	(41,288)	(19,823)
- Gain on disposal of assets held for sale		(4,202)	-
- Interest expense on lease liabilities		11,080	5,510
		579,178	498,398
Changes in:			
- Inventories		(38,870)	(14,772)
- Trade receivables	11	(81,181)	35,983
- Contract assets, prepayments and other			
current assets	13	(69,303)	(149,732)
- Trade and other payables	23	21,163	31,796
<ul> <li>Accrued expenses and other current liabilities</li> </ul>		73,257	43,411
- Advances from customer		(8,120)	291,855
Cash generated from operating activities		476,124	736,939
End of service benefits paid	19	(16,522)	(28,327)
Net cash generated from operating activities		459,602	708,612

# Consolidated statement of cash flows (continued) for the year ended 31 December 2022

	Notes	2022 AED'000	2021 AED'000
Cash flows from investing activities			
Acquisition of aircraft, property and equipment	5	(281,748)	(292,687)
Payments for investment properties	6	(9,086)	(618)
Purchase of investment in financial assets	7	(51,498)	(273,760)
Proceeds from disposal of property and equipment		-	45
Proceeds from disposal of investment in financial assets	7	59,439	23,173
Finance income received		6,358	6,794
Deposits with maturities over three months	14	(62,038)	81,466
Net cash used in investing activities		(338,573)	(455,587)
Cash flows from financing activities	32		
Proceeds from term loans		90,000	209,328
Repayment of term loans		(183,015)	(250,990)
Interest paid on lease liabilities		(11,080)	(5,510)
Payments for lease liabilities		(15,233)	(6,925)
Finance cost paid		(26,815)	(19,148)
Dividends paid	17	(66,722)	(54,479)
Net cash used in financing activities		(212,865)	(127,724)
Net (decrease)/increase in cash and cash equivalents		(91,836)	125,301
•		( ,)	,
Cash and cash equivalents at 1 January		436,015	310,714
Cash and cash equivalents at 31 December	14	344,179	436,015

#### 1 General information

Abu Dhabi Aviation PJSC (the "Company") is a national shareholding company incorporated in Abu Dhabi, United Arab Emirates by the Decrees and Laws No. 3, No. 10, No. 8, No. 9 and No. 11 of the years 1982, 1985, 1999, 2003 and 2004, respectively. The Company's shares are listed on the Abu Dhabi Securities Exchange.

The Company and its subsidiaries (together referred to as the "Group") have been established to own and operate helicopters and fixed wing aircraft both within and outside the United Arab Emirates and to undertake charter, commercial, air cargo and other related services. The Company has its registered office at P.O. Box 2723, Abu Dhabi, UAE.

Federal Law No. 32 of 2021 on Commercial Companies (the "New Companies Law") was issued on 20 September 2021 and has come into effect on 2 January 2022, to entirely replace Federal Law No. 2 of 2015 on Commercial Companies, as amended (the "2015 Law"). The Group is in the process of updating the Article of Association to comply with the requirement of Commercial Law No. 32 of 2021 and will be approved in the next Annual General Meeting.

During the year, the Group has received an offer from ADQ Aviation and Aerospace Services LLC ("ADQ Aviation"), a wholly owned subsidiary of Abu Dhabi Developmental Holding Company PJSC ("ADQ") to combine its shareholdings in Advanced Military Maintenance Repair and Overhaul Centre LLC ("AMMROC"), Etihad Airways Engineering LLC ("EYE") and Global Aerospace Logistics LLC ("GAL") (together referred to as the "Perimeter assets") with the Group.

The offer is subject to receipt of all related governmental approvals, including regulatory approvals by the Securities and Commodities Authority (SCA), as well as shareholder approvals. Subsequent to the year, the Board of the Group will meet to review the offer proposed by ADQ Aviation before making any recommendation to the shareholders.

Should an agreement be reached between the parties, an ADA general assembly meeting would consider approving the transaction subsequent to the year end. At this time, there is no certainty that any transaction will occur.

#### 2 Application of new and revised International Financial Reporting Standards (IFRSs)

### 2.1 New and revised IFRSs applied with no material effect on the consolidated financial statements

The following new and revised IFRSs, which became effective for annual periods beginning on or after 1 January 2022, have been adopted in these consolidated financial statements. The application of these revised IFRSs has not had any material impact on the amounts reported for the current and prior years but may affect the accounting for future transactions or arrangements.

Amendments to IFRS 3 Reference to the Conceptual Framework The Group has adopted the amendments to IFRS 3 Business Combinations for the first time in the current year. The amendments update IFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework. They also add to IFRS 3 a requirement that, for obligations within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets, an acquirer applies IAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events. For a levy that would be within the scope of IFRIC 21 Levies, the acquirer applies IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date.

- 2 Application of new and revised International Financial Reporting Standards (IFRSs) (continued)
- 2.1 New and revised IFRSs applied with no material effect on the consolidated financial statements (continued)

Amendments to IAS 37 Onerous Contracts—Cost of Fulfilling a Contract The Group has adopted the amendments to IAS 37 for the first time in the current year. The amendments specify that the cost of fulfilling a contract comprises the costs that relate directly to the contract. Costs that relate directly to a contract consist of both the incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts.

Amendments to IAS 16 Property, Plant and Equipment— Proceeds before Intended Use The Group has adopted the amendments to IAS 16 *Property, Plant and Equipment* for the first time in the current year. The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced before that asset is available for use, i.e. proceeds while bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Consequently, an entity recognises such sales proceeds and related costs in profit or loss. The entity measures the cost of those items in accordance with IAS 2 *Inventories*.

The amendments also clarify the meaning of 'testing whether an asset is functioning properly'. IAS 16 now specifies this as assessing whether the technical and physical performance of the asset is such that it is capable of being used in the production or supply of goods or services.

for rental to others, or for administrative purposes.

Annual Improvements to IFRS Accounting Standards 2018-2020 Cycle.

If not presented separately in the statement of comprehensive income, the consolidated financial statements shall disclose the amounts of proceeds and cost included in profit or loss that relate to items produced that are not an output of the entity's ordinary activities, and which line item in the statement of comprehensive income include such proceeds and cost.

Annual Improvements to IFRS Accounting Standards 2018-2020 Cycle

The Group has adopted the amendments included in the Annual Improvements to IFRS Accounting Standards 2018-2020 Cycle for the first time in the current year. The Annual Improvements include amendments to four standards; IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IFRS 16 Leases and IAS 41 Agriculture.

# 2 Application of new and revised International Financial Reporting Standards (IFRSs) (continued)

#### 2.2 New and revised IFRS in issue but not yet effective

assets between an Investor and its Associate or Joint Venture.

The Group has not yet applied the following new and revised IFRSs that have been issued but are not yet effective:

New and revised IFRS	Effective for annual periods beginning on or after
Amendments to IAS 8 Accounting policies, Changes in accounting estimates and errors relating to Definition of Accounting Estimates	1 January 2023
Amendments to IAS 1 <i>Presentation of Financial Statements</i> relating to classification of Liabilities as Current or Non-Current	1 January 2023
Amendment to IFRS 17 Insurance contracts	1 January 2023
Amendments to IAS 12 Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to IAS 1 and IFRS Practice Statement 2 Disclosure of Accounting Policies	1 January 2023
Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures relating to sale or contribution of	Effective date not yet decided

The above stated new standards and amendments are not expected to have any significant impact on the consolidated financial statements of the Group.

There are no other applicable new standards and amendments to published standards or IFRIC interpretations that have been issued that would be expected to have a material impact on the consolidated financial statements of the Group.

#### 3 Summary of significant accounting policies

#### **Statement of compliance**

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), the UAE Federal Law No. 32 of 2021 and the Articles of Association of the Company.

These consolidated financial statements have been prepared on the historical cost basis, except for investments in financial assets and investment properties, which are carried at fair value. These consolidated financial statements are presented in United Arab Emirates Dirhams ("AED"), which is the Company's functional and presentational currency. All values are rounded to the nearest AED thousand, unless otherwise indicated.

#### Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) made up to 31 December each year. Control is achieved when the Company:

- has the power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affects its returns.
- The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

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

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

#### 3 Summary of significant accounting policies (continued)

#### **Basis of consolidation (continued)**

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the year are included in profit or loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

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

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of the subsidiaries is attributed to the owners of the Company and to the non-controlling interest even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the noncontrolling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

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

#### 3 Summary of significant accounting policies (continued)

#### **Basis of consolidation (continued)**

The consolidated financial statements incorporate the financial position and performance of the Company and its subsidiaries as disclosed below:

	Ownership interest			
Name of subsidiary	December 2022	December 2021	Country of incorporation	Principal activities
Maximus Air – Sole Proprietorship L.L.C.	100%	100%	UAE	Air cargo
Royal Jet L.L.C.	50%	50%	UAE	Commercial air and transportation services
Herbal Hill Gardens Limited	100%	100%	Gibraltar	Investment properties ownership
ADA Real Estate Management and General Maintenance L.L.C.*	100%	100%	UAE	Real estate and facilities
Maximus Airlines L.L.C.	100%	100%	Ukraine	Air cargo services
ADA International Real Estate Owned by Abu Dhabi Aviation – Sole Proprietorship Co. L.L.C.	100%	100%	UAE	Real estate lease and management services
Abu Dhabi Aviation Training Centre L.L.C.	100%	100%	UAE	Aviation training
ADA Millennium Consulting – Owned by Abu Dhabi Aviation Sole Proprietorship L.L.C.	100%	100%	UAE	Advisory and implementation consultancy services to aviation, manufacturing, hospitality, oil and gas and private equity sectors

<sup>\*</sup> On 13 December 2022, the shareholders resolved to liquidate the Company. At 31 December 2022, the legal formalities are in progress.

#### **Investment in joint ventures**

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint 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.

The results and assets and liabilities of joint ventures are incorporated in these consolidated financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for in accordance with IFRS 5.

#### 3 Summary of significant accounting policies (continued)

#### **Investment in joint ventures (continued)**

Under the equity method, an investment in a joint venture is recognised initially in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the joint venture. When the Group's share of losses of a joint venture exceeds the Group's interest in that joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture.

An investment in a joint venture is accounted for using the equity method from the date on which the investee becomes a joint venture. On acquisition of the investment in a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of IAS 36 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with IAS 36 as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised is not allocated to any asset, including goodwill that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with IAS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be a joint venture. When the Group retains an interest in the former a joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with IFRS 9. The difference between the carrying amount of the a joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in a joint venture is included in the determination of the gain or loss on disposal of the joint venture. If a gain or loss previously recognised in other comprehensive income by that joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the joint venture is disposed of.

When the Group reduces its ownership interest in a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

#### 3 Summary of significant accounting policies (continued)

#### **Investment in joint ventures (continued)**

When a Group entity transacts with an a joint venture of the Group, profits and losses resulting from the transactions with the joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the joint venture that are not related to the Group.

The Group applies IFRS 9, including the impairment requirements, to long-term interests in an joint venture to which the equity method is not applied and which form part of the net investment in the investee.

Furthermore, in applying IFRS 9 to long-term interests, the Group does not take into account adjustments to their carrying amount required by IAS 28 (i.e. adjustments to the carrying amount of long-term interests arising from the allocation of losses of the investee or assessment of impairment in accordance with IAS 28).

#### Interests in joint operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to 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.

When a Group entity undertakes its activities under joint operations, the Group as a joint operator recognises in relation to its interest in a joint operation:

- its assets, including its share of any assets held jointly;
- its liabilities, including its share of any liabilities incurred jointly:
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

The Group accounts for the assets, liabilities, revenue and expenses relating to its interest in a joint operation in accordance with the IFRS Standards applicable to the particular assets, liabilities, revenue and expenses.

When a Group entity transacts with a joint operation in which a Group entity is a joint operator (such as a sale or contribution of assets), the Group is considered to be conducting the transaction with the other parties to the joint operation, and gains and losses resulting from the transactions are recognised in the Group's consolidated financial statements only to the extent of other parties' interests in the joint operation.

When a Group entity transacts with a joint operation in which a Group entity is a joint operator (such as a purchase of assets), the Group does not recognise its share of the gains and losses until it resells those assets to a third party.

#### 3 Summary of significant accounting policies (continued)

#### Non-current assets held for sale

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale. When the Group is committed to a sale plan involving disposal of an investment in an associate or, a portion of an investment in an associate, the investment, or the portion of the investment in the associate, that will be disposed of is classified as held for sale when the criteria described above are met. The Group then ceases to apply the equity method in relation to the portion that is classified as held for sale. Any retained portion of an investment in an associate that has not been classified as held for sale continues to be accounted for using the equity method.

#### **Revenue recognition**

Revenue is measured at an amount that reflects the considerations, to which an entity expects to be entitled in exchange for transferring goods or services to customer, excluding amounts collected on behalf of third parties. The Group recognises revenue when each performance obligation of the service is fulfilled.

The stand-alone selling prices are determined based on the observable price at which the Group sells services on a standalone basis. For items that are not sold separately, the Group estimates standalone selling prices using other methods.

The Group recognises revenue from the following major sources:

Helicopter and fixed wing operations, Commercial aircraft operation and Air Cargo

Revenue represents amounts invoiced by the Group in respect of aviation services provided during the year measured at the fair value of the consideration received or receivable, net of discounts.

Revenue is recognised over time as the services are provided.

If the services under a single arrangement are rendered in different reporting periods, then the consideration is allocated based on the contracts signed with the customers.

#### Rental income/others

Revenue represents amounts invoiced by the Group in respect of rental/consultancy services provided during the year measured at the fair value of the consideration received or receivable, net of discounts.

#### **3** Summary of significant accounting policies (continued)

#### **Revenue recognition (continued)**

Rental income/others (continued)

The Group recognises revenue when the amount of the revenue can be reliably measured, and it is probable that future economic benefits will flow to the entity and when specific criteria have been met for Group's activities.

#### Contract assets and liabilities

The Group has determined that contract assets and liabilities are to be recognised at the performance obligation level and not at the contract level and both contract assets and liabilities are to be presented separately in the consolidated financial statements. The Group classifies its contract assets and liabilities as current and non-current based on the timing and pattern of flow of economic benefits.

#### Leases

#### (a) The Group as lessee

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

#### 3 Summary of significant accounting policies (continued)

#### **Leases (continued)**

(a) The Group as lessee (continued)

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses. Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position. The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Aircraft, Property and Equipment' policy.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Group has not used this practical expedient. For a contracts that contain a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the nonlease components.

#### 3 Summary of significant accounting policies (continued)

#### Interest/divdend income and interest expense

Interest income or expense is recognised using the effective interest method. Dividend income is recognised in profit or loss on the date on which the Group's right to receive payment is established.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

#### **Foreign currency**

In preparing the financial statements of the Group, transactions in currencies other than the Group's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are 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.

Exchange differences are recognised in profit or loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future
  productive use, which are included in the cost of those assets when they are regarded as an adjustment
  to interest costs on those foreign currency borrowings;
- exchange differences on transactions entered into to hedge certain foreign currency risks (see below under financial instruments/hedge accounting); and
- exchange differences on monetary items receivable from or payable to a foreign operation for which
  settlement is neither planned nor likely to occur in the foreseeable future (therefore forming part of the
  net investment in the foreign operation), which are recognised initially in other comprehensive income
  and reclassified from equity to profit or loss on disposal or partial disposal of the net investment.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated at exchange rates prevailing on the reporting date. 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 arising, if any, are recognised in other comprehensive income and accumulated in a foreign exchange translation reserve (attributed to non-controlling interests as appropriate).

#### 3 Summary of significant accounting policies (continued)

#### **Foreign currency (continued)**

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in a foreign exchange translation reserve in respect of that operation attributable to the owners of the company are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

#### **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.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

#### **Government grants**

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets (including aircraft, property and equipment) are recognised as deferred income in the consolidated statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Deferred income relating to Maximus Air – Sole Proprietorship L.L.C is recognised at the nominal value of shares that was granted to the Company. Deferred income is amortised on the basis of the agreed legal duration of the related investment of 25 years.

Deferred income relating to aircraft, property and equipment granted by the Abu Dhabi Government to Royal Jet L.L.C. is recognised at the nominal value of the assets. Deferred income is amortised on the basis of the estimated useful life of the asset.

#### 3 Significant accounting policies (continued)

#### Aircraft, property and equipment

Recognition and measurement

Items of aircraft, property and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses.

If significant parts of an item of aircraft, property and equipment have different useful lives, then they are accounted for as separate items (major components) of aircraft, property and equipment.

Any gain or loss on disposal of an item of aircraft, property and equipment is recognised in profit or loss.

#### Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group. The cost of replacing part of an item of aircraft, property and equipment including major inspections and overhauls is recognised in the carrying amount of the related asset if it is probable that future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The remaining carrying amount of replaced parts is derecognised simultaneously. Major inspections and overhaul are capitalised as a separate component of aircraft, property and equipment and are amortised over the period to the next major overhaul.

#### Depreciation

Depreciation is calculated on a straight-line basis so as to write off the cost of assets over their estimated useful lives, after allowing for estimated residual value. The estimated useful lives of the Group's property and equipment are disclosed in note 5.

Residual value is the net amount which the Group expects to obtain for an asset at the end of its useful life after deducting the expected costs of disposal. The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

Depreciation of operational aircraft, property and equipment commences with the commercial use of the asset. Surpluses arising on revaluation are transferred to a revaluation reserve. This reserve is released to distributable reserves when assets are sold or disposed of.

The estimated useful life for aircraft, property and equipment in the current year and comparative period is as follows:

Buildings	30 years
Commercial aircraft facility leasehold improvements	3 years
Helicopters, aircraft and major rotables	10-15 years
Cargo aircraft building	30 years
Cargo aircraft and spares	25 years
Commercial aircraft, rotable parts and repairables	20-30 years
Fixtures and fittings	10 years
Others	4-5 years

#### 3 Significant accounting policies (continued)

#### Aircraft, property and equipment (continued)

Capital work-in-progress

Expenditure incurred on property and equipment which are not complete and ready for use at the reporting date are treated as capital work-in-progress. Depreciation is not provided on such assets until they are ready for their intended use and transferred to the appropriate asset category.

#### **Investment properties**

Investment property, which is property held to earn rentals and/or for capital appreciation, is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is measured at fair value. Gains or losses arising from changes in the fair value of investment property are included in profit or loss in the period in which they arise.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

#### Impairment of aircraft, property and equipment

At each reporting date, the Group reviews the carrying amounts of its aircraft, property and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease and to the extent that the impairment loss is greater than the related revaluation surplus, the excess impairment loss is recognised in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss to the extent that it eliminates the impairment loss which has been recognised for the asset in prior years. Any increase in excess of this amount is treated as a revaluation increase.

#### 3 Significant accounting policies (continued)

#### **Inventories**

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in, first-out principle wherein the cost of inventories includes the invoiced cost, freight expenses, duties and other expenses incurred in bringing the inventories to their present condition and location. Allowance is made in the accounts for obsolete and slow-moving items based on management's judgement.

#### Cash and cash equivalents

In the 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), highly liquid investments that are readily convertible to a known amount of cash and which are subject on an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather for investment or other purposes.

#### **Financial instruments**

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

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

#### **Financial assets**

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

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

#### Classification of financial assets

Debt instruments that meet the following conditions are measured subsequently 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.

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; 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.

#### 3 Significant accounting policies (continued)

#### **Financial instruments (continued)**

#### **Financial assets (continued)**

By default, all other financial assets are measured subsequently at fair value through profit or loss (FVTPL).

Despite the foregoing, the Group may make the following irrevocable election/designation at initial recognition of a financial asset:

- the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met; and
- the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

#### (i) 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.

For financial assets other than purchased or originated credit-impaired financial assets (i.e. assets that are credit-impaired on initial recognition), 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. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost 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 minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at FVTOCI. For financial assets other than purchased or originated credit-impaired financial assets, 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 (see below). 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.

For purchased or originated credit-impaired financial assets, the Group recognises interest income by applying the credit-adjusted effective interest rate to the amortised cost of the financial asset from initial recognition. The calculation does not revert to the gross basis even if the credit risk of the financial asset subsequently improves so that the financial asset is no longer credit-impaired.

Interest income is recognised in profit or loss and is included in the finance income line item.

#### **3** Significant accounting policies (continued)

#### **Financial instruments (continued)**

#### Financial assets (continued)

#### (ii) Debt instruments classified as at FVTOCI

The debt instruments held by the Group are classified as at FVTOCI. Fair value is determined in the manner described in note 31(a). The debt instruments are initially measured at fair value plus transaction costs. Subsequently, changes in the carrying amount of these debt instruments as a result of foreign exchange gains and losses (see below), impairment gains or losses (see below), and interest income calculated using the effective interest method (see (i) above) are recognised in profit or loss. The amounts that are recognised in profit or loss are the same as the amounts that would have been recognised in profit or loss if these debt instruments had been measured at amortised cost. All other changes in the carrying amount of these debt instruments are recognised in other comprehensive income and accumulated under the heading of investments revaluation reserve. When these debt instruments are derecognised, the cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss.

#### (iii) Equity instruments designated as at FVTOCI

On initial recognition, the Group 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.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or 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 investments revaluation reserve. The cumulative gain or loss is not reclassified to profit or loss on disposal of the equity investments, instead, it is transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in profit or loss in accordance with IFRS 9, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in the 'finance income – other' line item (note 10) in profit or loss.

The Group designated all investments in equity instruments that are not held for trading as at FVTOCI on initial recognition (see note 7).

#### (iv) Financial assets at FVTPL (fair value through profit or loss)

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI (see (i) to (iii) above) are measured at FVTPL.

#### 3 Significant accounting policies (continued)

**Financial instruments (continued)** 

Financial assets (continued)

(iv) Financial assets at FVTPL

#### Specifically:

- Investments in equity instruments are classified as at FVTPL, unless the Group designates an equity investment that is neither held for trading nor a contingent consideration arising from a business combination as at FVTOCI on initial recognition (see (iii) above).
- Debt instruments that do not meet the amortised cost criteria or the FVTOCI criteria (see (i) and (ii) above) are classified as at FVTPL. In addition, debt instruments that meet either the amortised cost criteria or the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency (so called 'accounting mismatch') that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instruments as 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 profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset and is included in the 'Gain on investment through profit or loss' line item in the consolidated statement of profit or loss. Fair value is determined in the manner described in note 29 (a).

#### Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, trade receivables and contract assets, as well as on contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

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

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

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

#### **3** Significant accounting policies (continued)

#### **Financial instruments (continued)**

#### **Impairment of financial assets (continued)**

#### (i) Significant increase in credit risk

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

Forward¬looking information considered includes the future prospects of the industries in which the Group's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- significant increases in credit risk on other financial instruments of the same debtor; and
- an actual or expected significant adverse change in the regulatory, economic, or technological
  environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt
  obligations.

Irrespective of the outcome of the above assessment, the Group 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 the Group has reasonable and supportable information that demonstrates otherwise. Despite the foregoing, the Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if

The Group considers a financial asset to have low credit risk when the asset has external credit rating of 'investment grade' in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of 'performing'. Performing means that the counterparty has a strong financial position and there is no past due amounts.

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

#### 3 Significant accounting policies (continued)

#### **Financial instruments (continued)**

#### **Impairment of financial assets (continued)**

#### (ii) Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the debtor; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely
  to pay its creditors, including the Group, in full (without taking into account any collateral held by the
  Group).

#### (iii) Credit-impaired financial assets

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

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

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

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

#### 3 Significant accounting policies (continued)

#### **Financial instruments (continued)**

#### **Impairment of financial assets (continued)**

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

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

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which the simplified approach was used.

The Group recognises an impairment gain or loss in 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.

#### **Derecognition of financial assets**

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

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

#### **3** Significant accounting policies (continued)

#### **Financial instruments (continued)**

#### Financial liabilities

All financial liabilities are measured subsequently at amortised cost using the effective interest method or at FVTPL.

Financial liabilities measured subsequently at amortised cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held for trading, or (iii) designated as at FVTPL, are measured subsequently at amortised cost using the effective interest method.

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

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in the other income line item in consolidated statement of profit or loss.

#### **Derecognition of financial liabilities**

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

When the Group exchanges with the existing lender one debt instrument into another one with the substantially different terms, such exchange is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, the Group accounts for substantial modification of terms of an existing liability or part of it as an extinguishment of the original financial liability and the recognition of a new liability. It is assumed that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective rate is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. If the modification is not substantial, the difference between: (1) the carrying amount of the liability before the modification; and (2) the present value of the cash flows after modification is recognised in profit or loss as the modification gain or loss within other gains and losses.

#### **Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the consolidated statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### **3** Significant accounting policies (continued)

#### **Provisions**

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

Provisions are determined by discounting the expected future cash flows at a rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

#### Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

#### **Employee benefits**

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employees' and the obligation can be estimated reliably.

Termination benefits for non UAE Nationals

For Group entities domiciled in the UAE, provision for staff terminal benefits is made in accordance to the UAE Federal Labour Law and is determined as the liability that would arise if the employment of all staff were to be terminated at the reporting date.

Termination benefits for UAE Nationals

With respect to its UAE national employees, the Company makes contributions to a pension fund established by the UAE General Pension and Social Security Authority calculated as a percentage of the employees' salary. The Company's obligations are limited to those contributions, which are expensed when due.

Pension contributions are made in respect of UAE national employees to Abu Dhabi Retirement Pensions and Benefits Fund in accordance with the UAE Federal Law No. (2) of 2000. Such contributions are charged to the profit or loss during the employees' period of service.

An actuarial valuation is not performed on staff terminal and other benefits as the net impact of the discount rate and future salary and benefits level on the present value of the benefits obligation are not expected by management to be significant.

#### 4 Critical accounting judgment and key sources of estimation uncertainty

In applying the Group's accounting policies, which are described in note 3, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make 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.

#### Critical judgements in applying the Group's accounting policies

The following are the critical judgements, apart from those involving estimations (which are presented separately below), that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in consolidated financial statements.

Judgements in determining the timing of satisfaction of performance obligations

The Company generally recognises revenue over time as it performs continuous transfer of control of goods or transport services to the customers. Because customers simultaneously receive and consume the benefits provided and the control transfer takes place over time, revenue is also recognised based on the extent of transfer/completion of transfer of each performance obligation. In determining the method for measuring progress for these performance obligations, we have considered the nature of these goods and services as well as the nature of its performance.

#### Classification of a joint venture

As describe in Note 9, AgustaWestland Aviation Services L.L.C. ("AWAS") is a joint venture of the Company and Agusta SpA. Although the Company owns a 70% ownership interest in AWAS, the Company does not have control or significant influence over AWAS as it is contractually agreed with Agusta SpA that the relevant activities of AWAS require unanimous consent of the parties sharing control. AWAS is a limited liability company whose legal form confers separation between the parties to the joint arrangement and the company itself. Furthermore, there are no contractual arrangements or any other facts and circumstances that indicate that the parties to the joint arrangement have rights to the assets and obligations for the liabilities of the joint arrangement. Accordingly, AWAS is classified as a joint venture of the Company.

#### Classification of a joint arrangement

The Company has entered into a cooperation and services arrangement with CAE Inc. where the contributions and profit sharing is based on 50-50% basis between the parties. The parties have direct rights to the assets and are jointly and severally liable for the liabilities incurred by the arrangement. This arrangement is therefore classified as a joint operation, and the group recognises its direct right to the jointly held assets, liabilities, revenues and expenses.

#### 4 Critical accounting judgment and key sources of estimation uncertainty (continued)

#### **Critical judgements in applying the Group's accounting policies (continued)**

Classification of subsidiaries

The Company has a 50% ownership interest in Royal Jet LLC, with the other 50% owned by Presidential Flight Authority. Royal Jet LLC is accounted for as a subsidiary of the Group on the basis that the Company is able to exert control over this entity as a result of a majority board representation and its reliance on the Company for technical support and operations.

#### Classification of properties

In the process of classifying properties, management has made various judgements. Judgement is needed to determine whether a property qualifies as an investment property, property and equipment and/or asset held for sale. The Group develops criteria so that it can exercise that judgement consistently in accordance with the definitions of investment property, property and equipment and asset held for sale. In making its judgement, management considered the detailed criteria and related guidance for the classification of properties as set out in IAS 2, IAS 16, IAS 40 and IFRS 5, in particular, the intended usage of property as determined by management.

#### Significant increase in credit risk

As explained in note 3, expected credit losses are measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since initial recognition. IFRS 9 does not define what constitutes a significant increase in credit risk. In assessing whether the credit risk of an asset has significantly increased the Group takes into account qualitative and quantitative reasonable and supportable forward looking information.

#### Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test (please see financial assets sections of note 3). The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets. No such changes were required during the periods presented.

#### 4 Critical accounting judgment and key sources of estimation uncertainty (continued)

#### **Key sources of estimation uncertainty**

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Allowance for impairment losses on trade receivables and contract assets

The Group recognises loss allowances for ECLs on trade receivables and contract assets. Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs. The Group measures loss allowances at an amount equal to lifetime ECLs.

When determining whether the credit risk of trade receivables and contract assets has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

The Group assumes that the credit risk on trade receivables and contract assets has increased significantly based on significant judgement. Specific factors management considers include the age of balance, background of the customers, existence of disputes, recent historical payment patterns and any other available information concerning the creditworthiness of the counterparty. Management has estimated the recoverability of trade receivables balances and has considered the allowance required for impaired receivables. Allowance for impairment losses on trade receivables at 31 December 2022 is AED 94.4 million (2021: AED 75.4 million).

Allowance for obsolete and slow moving inventories

Management has estimated the recoverability of inventory balances which relates to spare parts and rotables and has considered the allowance required for inventory obsolescence based on the current economic environment and past obsolescence history. Allowance for impairment of obsolete and slow-moving inventories as at 31 December 2022 is AED 29.3 million (2021: AED 29.3 million).

Useful lives of aircraft, property and equipment

The Group determines the estimated useful lives of its aircraft, property and equipment for calculating depreciation. This estimate is determined after considering the expected usage of assets and physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation charge is adjusted where management believes that the useful lives differ from the previous estimates (note 5).

#### 4 Critical accounting judgment and key sources of estimation uncertainty (continued)

#### **Key sources of estimation uncertainty (continued)**

Fair value of investment properties

The fair value of investment properties is determined by independent real estate valuation experts using recognised valuation methods. Such estimations are based on certain assumptions, which are subject to uncertainty and might materially differ from the actual results.

Impairment of aircraft, property and equipment and capital work in progress

Aircraft classified under aircraft, property and equipment and capital work in progress are assessed for impairment by comparing the carrying value to their estimated recoverable amount, being the higher of their estimated fair value less costs of disposal and value in use at individual CGU level. For the year ended 31 December 2022, Abu Dhabi Aviation has not recorded any impairment loss on its aircraft fleet (separate CGUs) (2021: AED 29.9 million). Royal Jet LLC has recorded an impairment loss on its G5000 fleet (separate CGU) amounting to AED 9.1 million (2021: AED 12.5 million). Details of the impairment losses are set out in note 5 to the consolidated financial statements.

Impairment of investment in a joint venture

Management regularly reviews its investment in joint ventures for indicators of impairment. This determination of whether investment in joint ventures is impaired, entails management's evaluation of the investee's profitability, liquidity, solvency and ability to generate operating cash flows from the date of acquisition and into the foreseeable future. The difference between the estimated recoverable amount and the carrying value of investment is recognised as an expense in profit or loss. Management is satisfied that no impairment is required on its investment in joint ventures (note 9).

#### Determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). Potential future cash outflows have not been included in the lease liability because it is not reasonably certain that the leases will be extended (or not terminated).

The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

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# Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

### 5 Aircraft, property and equipment

		Commercial	Helicopters,				Commercial aircraft				
		aircraft facility leasehold	aircraft and major	Cargo aircraft	Cargo aircraft and	Commercial	rotable parts and	Furniture		Capital work in	
	Buildings AED'000		rotables AED'000	building AED'000	spares AED'000	aircraft AED'000	repairables AED'000	and fittings AED'000	Others AED'000	progress AED'000	Total AED'000
Cost											
At 1 January 2021	140,110	13,311	2,114,668	15,017	198,407	1,231,612	26,849	19,192	378,898	22,640	4,160,704
Additions	-	3,119	9,184	-	5,487	-	2,872	57	4,836	267,132	292,687
Disposals	-	-	(5,823)	-	(14,700)	-	-	-	(552)	-	(21,075)
Transfers	-	-	140,283	-	-	-	-	-	26,353	(166,636)	-
Transfer to asset held for											
sale (iv)	-	-	-	-	-	(289,889)	-	-	-	-	(289,889)
At 1 January 2022	140,110	16,430	2,258,312	15,017	189,194	941,723	29,721	19,249	409,535	123,136	4,142,427
Additions	28	228	9,034	-	-	-	6,114	-	20,492	245,852	281,748
Disposals	-	-	(6,526)	-	-	-	-	(197)	-	-	(6,723)
Transfers	-	-	45,488	-	-	127,826	-	-	72	(173,386)	-
At 31 December 2022	140,138	16,658	2,306,308	15,017	189,194	1,069,549	35,835	19,052	430,099	195,602	4,417,452

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# Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

### 5 Aircraft, property and equipment (continued)

	Buildings AED'000	Commercial aircraft facility leasehold improvements AED'000	Helicopters, aircraft and major rotables AED'000	Cargo aircraft building AED'000	Cargo aircraft and spares AED'000	Commercial aircraft AED'000	Commercial aircraft rotable parts and repairables AED'000	Furniture and fittings AED'000	Others AED'000	Capital work in progress AED'000	Total AED'000
Accumulated depreciation and											
impairment											
At 1 January 2021	71,428	13,212	862,399	7,206	119,379	440,119	4,799	18,313	321,260	-	1,858,115
Charge for the year	3,767	312	71,736	600	16,733	24,178	1,660	593	24,359	-	143,938
Eliminated on disposals	-	-	(2,090)	-	(14,700)	-	-	-	(552)	-	(17,342)
Impairment	-	-	29,931	-	-	12,499	-	-	-	-	42,430
Transfer to asset held for						(20.205)					(20, 205)
sale (iv)	-	-	-	-	-	(38,205)	-	-	-	-	(38,205)
At 1 January 2022	75,195	13,524	961,976	7,806	121,412	438,591	6,459	18,906	345,067		1,988,936
Charge for the year	2,019	864	62,210	599	15,789	34,233	1,791	178	19,195	-	136,878
Eliminated on disposals	-	-	(4,792)	-	-	- ,	-	(88)	-	-	(4,880)
Impairment	-	-	-	-	-	9,133	-	-	-	-	9,133
At 31 December 2022	77,214	14,388	1,019,394	8,405	137,201	481,957	8,250	18,996	364,262	-	2,130,067
Carrying value At 31 December 2022	62,924	2,270	1,286,914	6,612	51,993	587,592	27,585	56	65,837	195,602	2,287,385
At 31 December 2022	02,924	2,270	1,200,914	0,012	51,995	367,392	27,565			195,002	2,207,305
At 31 December 2021	64,915	2,906	1,296,336	7,211	67,782	503,132	23,262	343	64,468	123,136	2,153,491

#### 5 Aircraft, property and equipment (continued)

- During the year, as the result of the decline in asset values and high operating costs of the G5000 fleet, the Group carried out a review of the recoverable amount of that fleet. These assets are used in the Group's Commercial Aircraft reportable segment. The review led to the recognition of an impairment loss of AED 9.1 million (2021: AED 12.5 million), which has been recognised in the consolidated statement of profit or loss. The Group also estimated the fair value less costs of disposal of the fleet, which is based on the recent market prices of assets with similar age and obsolescence. The fair value less costs of disposal is more than the value in use and hence the recoverable amount of the relevant assets has been determined on the basis of their fair value less costs of disposal.
- During 2021, as the result of the operational losses of the DHC 300, DHC 400 and Bell 412 fleet, the Group carried out a review of the recoverable amount of that fleet. These assets are used in the Group's Helicopeter and fixed wings reportable segment. The review led to the recognition of an impairment loss of AED 29.9 million, which had been recognised in the consolidated statement of profit or loss. The Group also estimated the fair value less costs of disposal of the fleet, which is based on the recent market prices of assets with similar age and obsolescence. The fair value less costs of disposal is higher than the value in use and hence the recoverable amount of the relevant assets has been determined by the management on the basis of their fairvalue less cost of disposal which is based on comparable prices of similar aircraft. No impairment has been assessed on the fleet for the year ended 31 December 2022.
- During 2021, the Board of Royal Jet LLC (a 'subsidiary') resolved to dispose one of its commercial aircraft with a carrying value of AED 251.7 million. During the year, the subsidiary entered into a sale and lease back transaction of the said commercial aircraft, previously classified as an asset held for sale. The proceeds from disposal were AED 283.7 million. Fair value of aircraft was AED 256.4 million at the date of sale. A gain on sale amounting to AED 4.2 million has been recognised in the consolidated statement of profit or loss. The balance of AED 27.4 million has been adjusted with the right of use asset.
- iv) During 2021, the Group conducted a review of certain aircraft resulting in an increase in the useful life of such items due to economic viability of those assets beyond the previously perceived useful life. The effect of the change in useful life resulted in a lower depreciation charge of AED 6 million (2021: AED 5.3 million). The aircraft are covered under government grants, and hence there is a corresponding reduction in the deferred income charge by AED 6.5 million (2021: AED 5.8 million) (note 22).
- v) Property and equipment with a carrying amount of AED 895.4 million (2021: AED 932.3 million) are mortgaged to the lending banks (note 20).
- vi) Aircraft, property and equipment is operated from the Group's base in the UAE.

#### 5 Aircraft, property and equipment (continued)

vii) The depreciation charge for the year has been allocated as follows:

	2022 AED '000	2021 AED '000
Direct costs (note 25) General and administrative expenses (note 26)	123,006 13,872	128,907 15,031
	136,878	143,938

- viii) The cost of fully depreciated assets as at 31 December 2022 amounts to AED 142.7 million (2021: AED 140.6 million).
- ix) As at 31 December 1992, certain helicopters and major rotables were fully depreciated. Consequently, in 1993, management revalued helicopters and major rotables to market value on the basis of industry quotations. The helicopter revaluations were based on the "Official Helicopter Blue Book" and a valuation reserve prepared by Nash Helicopter Associates Limited. The major rotable revaluations were based on original cost and valuations performed by Canadian Gas Turbines. The carrying value and accumulated depreciation were adjusted to reflect this revaluation. As at 31 December 2022, the net carrying value of the revalued helicopters and major rotables are AED 16.5 million (2021: AED 16.5 million).

#### **6** Investment properties

Investment properties represent investment in properties located in Khalifa City, Al Rawdhat, Al Muneera, Abu Dhabi and Al Satwa, Dubai.

Movement in investment properties is as follows:

	2022 AED '000	2021 AED '000
At 1 January Additions during the year	376,228 9,086	375,610 618
At 31 December	385,314	376,228

Investment properties are stated at fair value, which has been determined based on valuations performed by an accredited independent valuer with a recognised and relevant professional qualification and with recent experience in the location and category of investment properties being valued. 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. The valuations were prepared in accordance with the Royal Institution of Chartered Surveyors (RICS) Valuation – Global Standards.

Management believes that there is no significant change in fair value of investment properties as at 31 December 2022.

### **6** Investment properties (continued)

As at 31 December 2022, all of the Group's investment properties were grouped in Level 2 of fair value hierarchy (2021: Level 2) (note 29).

	2022 AED '000	2021 AED '000	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant Unobservable input(s) and its relationship to fair value	Sensitivity
Residential property located at Al Rawdhat	183,550	183,684	Level 2	Income capitalisation approach	Capitalisation rate, taking into account the capitalisation of rental income potential, nature of the property, and prevailing market condition, of 6.75% (2021: 7%).	A slight increase in the capitalisation rate used would result in a significant decrease in fair value, and vice versa.
Residential property located at Al Satwa	101,899	101,899	Level 2	Income capitalisation approach	Capitalisation rate, taking into account the capitalisation of rental income potential, nature of the property, and prevailing market condition, of 7% (2021: 6%).	A slight increase in the capitalisation rate used would result in a significant decrease in fair value, and vice versa.
Residential property located at Al Muneera	42,905	51,857	Level 2	Market approach	Unit sales price per Sq. F	A slight increase in the per square foot rate used would result in a significant increase in fair value, and vice versa.
Land located at Khalifa City	45,000	45,000	Level 2	Market approach	Unit sales price per Sq. F	A slight increase in the per square foot rate used would result in a significant increase in fair value, and vice versa.
Residential property located at Zayed City	2,874	2,874	Level 2	Market approach	Unit sales price per Sq. F	A slight increase in the per square foot rate used would result in a significant increase in fair value, and vice versa.

#### 7 Investments in financial assets

The Group's investments in financial assets at fair value through profit or loss at the end of reporting date are detailed below.

	2022 AED '000	2021 AED '000
Equity securities – designated at FVTPL Corporate debt securities – designated at FVTPL	344,886 100,734	284,195 141,775
At 31 December	445,620	425,970
	2022 AED '000	2021 AED '000
At 1 January Purchase of investments in FVTPL Disposal of investments in FVTPL Change in fair value of investment – at FVTPL Net foreign currency translation difference	425,970 51,498 (59,439) 41,288 (13,697)	157,347 273,760 (23,173) 19,823 (1,787)
At 31 December	445,620	425,970

The Group's investments represent the investments in shares and bonds as follows:

	2022 AED'000	2021 AED'000
Investment in equities – UAE	307,530	254,333
Investment in high yield and emerging market bonds	43,735	54,577
Investments in corporate bonds – US	40,741	4,631
Investment in fixed income SP – UAE	26,601	26,153
Investment in developed market equities – UK	8,640	-
Investments in short term maturity bonds	6,623	538
Investment in multi class assets	3,371	25,132
Investments in corporate bonds – UK	2,477	33,949
Investments in emerging market – Asia	2,030	-
Investment in equities – UK	1,302	805
Investment in equities – US	813	2,904
Alternate – Commodities	799	, ·
Alternative trading strategies	793	-
REITS	165	-
Investments in corporate bonds – European (EX-UK)	-	14,907
Investments in bonds – Asia Pacific (EX-Japan)	-	4,437
Investment in multi class bonds	-	3,604
	445,620	425,970

#### 7 Investments in financial assets (continued)

Investments in financial assets amounting to AED 109.3 million (31 December 2021: AED 141.8 million) are mortgaged against term loan of the Group (note 20).

Refer note 29 for information on the fair value hierarchy of the investments in financial assets.

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0	Right of use asset	4~
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8 Right of use assets	Building AED '000	Aircraft AED '000	Total AED '000
Cost			
At 1 January 2021 and 2022	129,817	3,044	132,861
Additions	<del>-</del>	25,396	25,396
At 31 December 2022	129,817	28,440	158,257
Accumulated Depreciation			
At 1 January 2021	14,753	2,789	17,542
Depreciation for the year	7,207	255	7,462
At 1 January 2022	21,960	3,044	25,004
Depreciation for the year	7,204	5,080	12,284
At 31 December 2022	29,164	8,124	37,288
Carrying Value			
At 31 December 2022	100,653	20,316	120,969
At 31 December 2021	107,857	-	107,857
	<u></u>		
		2022	2021
		<b>AED '000</b>	AED '000
Non-current portion		120,969	104,883
Current portion		<del>-</del>	2,974
At 31 December		120,969	107,857

The Group leases buildings and an aircraft. The average lease term of the building is 25 years (2021: 25 years) and 5 years for the aircraft.

#### **8** Right of use assets (continued)

During the year, Royal Jet LLC (a "subsidiary") entered into a sale and lease back transaction of its commercial aircraft, previously classified as an asset held for sale. The carrying value was AED 251.6 million and the proceeds from disposal were AED 283.7 million. Fair value of the aircraft was AED 256.4 million at the date of sale. A gain on sale amounting to AED 4.2 million has been recognised in the consolidated statement of profit or loss. The balance of AED 27.4 million has been adjusted with the right of use asset.

#### 9 Investment in a joint venture

The Group has a 70% equity shareholding with equal voting power in AgustaWestland Aviation Services L.L.C. (AWAS), a joint venture established in the Emirate of Abu Dhabi, UAE as a limited liability company. AWAS is engaged to undertake repairs, overhaul, customisation, modification and upgrading of helicopters, and sale of helicopter spare parts and accessories.

The above joint venture is accounted for using the equity method in these consolidated financial statements as set out in the Group's accounting policies in note 3. The financial year end date of the joint venture is 31 December. During the year no dividends have been received from the joint venture.

The following table summarises the financial information of the joint venture and also reconciles the summarised financial information to the carrying amount of the Group's interest in the joint venture.

	2022 AED '000	2021 AED '000
Total assets Total liabilities	160,049 (51,656)	170,462 (72,713)
Net assets	108,393	97,749
Revenue	117,408	112,745
Profit for the year	10,644	8,132
Group's share of profit	7,451	5,692

Reconciliation of the above summarised financial information to the carrying amount of the interest in the joint venture recognised in the consolidated financial statements:

	2022 AED '000	2021 AED '000
Net assets	108,393	97,749
Carrying amount of interest in joint venture (70%)	75,875	68,424

#### **Joint operations**

The Group has a material joint operation with CAE Inc. (refer note 4 for critical judgement used by the management). The Group has a 50% per cent share in the ownership of simulators in an aviation training facility. The Group is entitled to a proportionate share of the profits earned and bears a proportionate share of the joint operation's expenses.

#### 11 Trade receivables

	2022 AED '000	2021 AED '000
Trade receivables	856,886	775,898
Due from related parties (note 12)	4,985	6,262
	861,871	782,160
Less: Allowance for expected credit loss	(99,389)	(75,387)
	762,482	706,773

The average credit period of trade receivables is 60-90 days (2021: 60-90 days). No interest is charged on trade and other receivables. The Group has adopted a policy of dealing with only creditworthy counterparties. Adequate credit assessment is made before accepting a new customer. Of the trade receivables balance at the end of the reporting period, AED 588.6 million representing 69% (2021: AED 362.8 million representing 47%) of the total trade receivables is due from government entities (note 12).

The Group measures the the allowance for expected credit loss on trade receivables at an amount equal to lifetime ECL. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor 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.

The following table shows the movement in the allowance for expected credit loss that has been recognised for trade and other receivables in accordance with the simplified approach set out in IFRS 9:

	2022 AED '000	2021 AED '000
At 1 January Charge for the year Write off Recovery	75,387 74,221 (1,470) (48,749)	82,235 4,934 (1,023) (10,759)
At 31 December	99,389	75,387

Information about the Group's exposure to credit and market risks, and expected credit loss for trade and other receivables is included in note 29.

#### 11 Trade receivables (continued)

Ageing of trade receivables and due from related parties

rigeing of trade receivables and due from related parties	2022	2021
	AED '000	AED '000
Not past due	179,113	187,018
Due for 31 to 90 days	179,584	131,492
Due for 91 to 180 days	220,789	100,892
Due for more than 180 days	282,385	362,758
	861,871	782,160

There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

#### 12 Related parties

Related parties, as defined in International Accounting Standard 24: Related Party Disclosures include associate companies, major shareholders, directors and other key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. The Group, in the ordinary course of business, enters into transactions with other business enterprises or individuals that fall within the definition of related parties contained in International Accounting Standard 24. The Group has a related party relationship with the Government of Abu Dhabi, directors and executive officers (including business entities over which they can exercise significant influence, or which can exercise significant influence over the Group).

The Group has elected to use the exemption under IAS 24 'Related Party Disclosures' for Government related entities on disclosing transactions and related outstanding balances with government related parties owned by the Government of Abu Dhabi and entities it owns and controls. The Group provides services in the normal course of business to entities owned and controlled by the Government of Abu Dhabi.

Management approves prices and terms of payment for these transactions and these are carried out at mutually agreed rates.

Balances with related parties at the end of the reporting period comprise:

Due from related parties	2022 AED'000	2021 AED'000
Entities under common control (note 11)	4,985	6,262
<b>Due to related parties</b> Entities under common control (note 23)	34,824	26,895

#### 12 Related parties (continued)

Significant transactions with related parties during the year were as follows:

	2022 AED'000	2021 AED'000
Services provided	86,872	151,783

#### **Key management compensation**

The remuneration of the directors, who are the key management personnel of the Group, is set out below in aggregate for each of the categories specified in IAS 24.

	2022 AED '000	2021 AED '000
Salaries and other short-term employee benefits	19,717	18,735
Directors' fees (note 26)	16,716	12,984
Provision for employees' end of service benefits	2,119	1,144

There were no loans provided to the Directors of the Group during 2022 and 2021.

#### 13 Contract assets, prepayments and other current assets

	2022 AED '000	2021 AED '000
Contract assets	231,171	164,339
Prepayments	55,312	55,838
Deposits and advances	13,091	24,892
Other receivables	28,579	13,781
	328,153	258,850

The management of the Company measure the loss allowance on contract assets at an amount equal to lifetime ECL, taking into account the historical default experience, the nature of the customer and where relevant, the sector in which they operate. There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance on contract assets related to transporation service contracts.

The management has assessed the expected credit losses on the above contract assets to be AED Nil (31 December 2021: AED nil).

#### 14 Cash and bank balances

Cash and bank balances included in the consolidated statement of cash flows comprise the following consolidated statement of financial position amounts:

	2022	2021
	AED '000	AED '000
Cash on hand	3,184	5,365
Cash at bank – current accounts	340,995	430,650
Term deposits with 90 days maturity	252,739	190,701
Cash and bank balances	596,918	626,716
Less: Term deposits with 90 days maturity	(252,739)	(190,701)
	<del></del>	<del></del>
Cash and cash equivalents	344,179	436,015

Cash and bank balances include an amount of AED 2.2 million (2021: AED 12.7 million) held in foreign banks abroad and the remaining balance is held within the UAE. Balances with banks are assessed to have low credit risk of default since these banks are highly regulated by the central banks of the respective countries. Accordingly, management of the Group estimates the loss allowance on balances with banks at the end of the reporting period at an amount equal to 12 month ECL. None of the balances with banks at the end of the reporting period are past due, and taking into account the historical default experience and the current credit ratings of the bank, the management of the Group have assessed that there is no impairment, and hence have not recorded any loss allowances on these balances.

The interest rates on term deposits range between 0.09% and 4.65% (2021: 0.09% and 4.65%) per annum.

#### 15 Share capital

The share capital structure is as follows:

•	2022	2021
	<b>AED '000</b>	AED '000
<b>Authorised, issued and fully paid:</b> 444,787,200 shares of AED 1 each		
(2021: 444,787,200 shares of AED 1 each)	444,787	444,787

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# Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

#### 16 Reserves

	Revaluation reserve AED'000	Translation reserve AED'000	Fleet replacement reserve AED'000	Insurance reserve AED'000	Legal reserve AED'000	General reserve AED'000	Other reserves AED'000	Total AED'000
At 1 January 2021 Foreign currency translation differences	28,219	(4,616)	1,012,686	417,769	222,394	102,586	168,976	1,948,014 (740)
At 1 January 2022 Foreign currency translation differences	28,219	(5,356)	1,012,686	417,769	222,394	102,586	168,976	1,947,274 (5,695)
At 31 December 2022	28,219	(11,051)	1,012,686	417,769	222,394	102,586	168,976	1,941,579

#### 16 Reserves (continued)

#### (a) Revaluation reserve

On 1 January 1993, on the basis of industry quotations, the Group revalued part of its fleet of helicopters and major rotables (note 5). A similar revaluation was performed on 1 January 1988. The revaluation reserve represents the surplus over net book value arising from the revaluations.

#### (b) Translation reserve

Foreign currency translation reserve represents translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's reporting currency.

#### (c) Fleet replacement reserve

The fleet replacement reserve consists of amounts appropriated from profits, which in the opinion of the Board of Directors are required to ensure that sufficient reserves exist to replace the existing fleet of helicopters when necessary.

#### (d) Insurance reserve

The insurance reserve consists of amounts appropriated from profits, which in the opinion of the Board of Directors is required to enable the Group to provide for a portion of the insurance cover in respect of its helicopter fleet and fixed wing aircraft.

#### (e) Legal reserve

The Articles of Association of the Company require 10% of the annual profit to be transferred to a legal reserve until such reserve amounts to 50% of the share capital of the Company. In addition, the subsidiaries are required in accordance with the UAE Federal Law No. (32) of 2021 concerning Commercial Companies and the subsidiaries' Articles of Association, 10% (2021: 10%) of the subsidiaries' profit is transferred to an undistributable statutory reserve until such reserve equals 50% of paid up capital of the subsidiaries. This reserve is not available for distribution.

The Group's legal reserve represents the Company's legal reserve computed on the basis disclosed above in addition to the Group's share of legal reserve of subsidiaries.

The statutory reserves of the subsidiaries have been transferred to the restricted reserve as these amounts are not available for distribution.

#### (f) General reserve

Transfers to and from the general reserve are made in accordance with the decision of the Board of Directors and approved by the shareholders.

#### 17 Dividends

The Board of Directors in its meeting held on 9 February 2022 proposed cash dividend of AED 0.15 per ordinary share (15% of par value) amounting to AED 66.7 million for the year ended 31 December 2021. The Board of Directors will propose dividends for the year ended 31 December 2022 at the next board meeting to be held in March 2023.

#### 18 Non-controlling interest

Non-controlling interest represents the minority shareholder's proportionate share in the aggregate value of the net assets of Royal Jet LLC (a "subsidiary"), and the results of the subsidiary's operations.

Movement during the year is as follows:

g	2022 AED '000	2021 AED '000
At 1 January Share of profit for the year Dividends	401,064 70,459 -	354,460 56,604 (10,000)
At 31 December	471,523	401,064

The following table summarises the information relating to each of the Group's subsidiaries that has material non-controlling interest (NCI), before any intra-group eliminations.

Royal Jet L.L.C	2022 AED '000	2021 AED '000
NCI percentage	50%	50%
Non-current assets	893,003	744,125
Current assets	618,564	844,479
Non-current liabilities	(283,601)	(282,180)
Current liabilities	(284,920)	(504,297)
Net assets	943,046	802,127
Net assets attributable to NCI	471,523	401,064
Revenue	725,368	512,602
Profit	140,918	113,208
Other comprehensive income	-	-
Total comprehensive income	140,918	113,208
Profit allocated to NCI	70,459	56,604
Other comprehensive income allocated to NCI	-	-
Cash flows from operating activities	202,491	150,561
Cash flows used in investing activities	(197,720)	(73,997)
Cash flows used in financing activities	(57,655)	(97,382)
Net decrease in cash and cash equivalents	(52,884)	(20,818)

#### 19 Provision for employees' end of service benefits

The movement in provision for employees' end of service benefits is as follows:

	2022 AED '000	2021 AED '000
At 1 January Charge for the year Payments made during the year	136,665 23,013 (16,522)	147,113 17,879 (28,327)
At 31 December	143,156	136,665

#### 20 Term loans

Term loans are classified as follows in the consolidated statement of financial position:

2022 AED '000	2021 AED '000
229,619	260,357
370,087	443,252
599,706	703,609
2022	2021
<b>AED '000</b>	AED '000
703,609	745,886
90,000	209,328
(183,015)	(250,990)
(10,888)	(615)
599,706	703,609
	2022 AED '000 229,619 370,087 599,706 2022 AED '000 703,609 90,000 (183,015) (10,888)

#### Facility 1: AED 285 million term loan

In 2019, the Group has entered into a restructuring arrangement with a local bank to repay all outstanding payments against a loan obtained from another local bank in previous years. The previous loan was repaid from the funds drawn down from this new loan. The new loan is repayable in twenty semi-annual installments starting 31 December 2019. The loan carries interest at three-month EIBOR plus 1.25% per annum. As at 31 December 2022, the outstanding balance of this facility amounted to AED 185.2 million (2021: AED 214 million).

#### 20 Term loans (continued)

#### Facility 2: GBP 29 million loan

In 2021, the Group utilized an existing facility with a foreign bank to finance the purchases of corporate bonds amounting to AED 25.3 million (note 7). The loan is repayable on demand. The loan carries interest at three-month LIBOR plus 0.75% per annum. The loan is mortgaged against first charge on the investments in corporate debt securities held with the bank. As at 31 December 2022, the outstanding balance of this facility amounted to AED 63.7 million (2021: AED 87.8 million).

#### Facility 3: AED 200 million term facility

In 2021, the Group entered into an arrangement with a local bank to finance the acquisition of aircraft amounting to AED 200 million out of which the Group has utilized facility amounting to AED 94 million as at 31 December 2022. The loan is repayable in 28 equal quarterly instalments. The facility carries interest at six-month EIBOR plus 1.15% per annum during the first year on the utilized facility amount and six-month EIBOR plus 1% per annum thereafter. As at 31 December 2022, the outstanding balance of this facility amounted to AED 70.5 million (2021: AED 83.9 million).

#### Facility 4: AED 90 million short-term loan

In 2021, the Group entered into an arrangement with a local bank to finance the purchase of a new aircraft. The loan is repayable within six months from the drawdown date. The loan carries interest at three-month EIBOR plus 1.35% per annum upto AED 40 million and three-month EIBOR plus 1.40% per annum for the amount above AED 40 million. As at 31 December 2022, the outstanding balance of this facility amounted to AED nil (2021: AED 90 million).

During the year, the Group has obtained a facility from a local bank amounting to AED 100 million to repay all outstanding payments against the short term loan availed in 2021. The previous loan was repaid from the funds drawn down from this new loan. The new loan is repayable in a bullet payment, six months after the date of the draw down. The loan carries interest at three-month EIBOR plus 1 % per annum. As at 31 December 2022, the outstanding balance of this facility amounted to AED 90 million (2021: AED nil).

#### Facility 5: AED 297.7 million term

This facility represents two term loans from a local bank amounting to AED 297.7 million to finance the acquisition of two commercial aircraft of a subsidiary. The loans are repayable in 40 equal quarterly instalments. The loan carries interest at three-month LIBOR plus 1.75% per annum. The term loans had been restructured during 2021. As part of the restructuring, the Group has received concessions to defer the original contractual repayment terms as agreed with the bank. As at 31 December 2022, the outstanding balance of the term loan amounted to AED 100.4 million (2021: AED 116.9 million).

#### Facility 6: AED 429.2 million term loan

This facility represents a term loan from a local bank amounting to AED 429.2 million to finance the acquisition of a commercial aircraft of a subsidiary. The loan is repayable in 40 equal quarterly instalments. The loan carries interest at three-month LIBOR plus 1.3% per annum. As at 31 December 2022, the outstanding balance of the term loan amounted to AED 89.9 million (2021: AED 111 million).

21 Lease nabilities	21	Lease	liabilities
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21 Lease nabilities	2022 AED '000	2021 AED '000
At 1 January	137,329	144,254
Additions	53,246	-
Payments	(26,313)	(6,925)
Accretion of interest	11,080	-
At 31 December	175,342	137,329
Lease liabilities are classified as follows in the con	solidated statement of financial positi	ion:
Current	17,936	6,265
Non-current	157,406	131,064
At 31 December	175,342	137,329
Maturity analysis		
1 year	26,313	14,855
2 year	26,313	14,855
3 year	25,358	14,855
4 year	26,313	14,855
5 years	14,855	14,855
Later than 5 years	157,066	171,919
	276,218	246,194
Less: unearned interest	(100,876)	(108,865)
	175,342	137,329
	<del></del>	

The Group does not face a significant liquidity risk with regard to its lease liabilities. Lease liabilities are monitored within the Group's treasury function.

#### 22 Deferred income

	2022 AED '000	2021 AED '000
At 1 January Amortisation of deferred income	166,505 (17,750)	178,648 (12,143)
At 31 December	148,755	166,505

#### 22 Deferred income (continued)

Deffered income is classified in the consolidated statement of financial position as:

	2022 AED '000	2021 AED '000
Current portion Non-current portion	17,750 131,005	12,143 154,362
At 31 December	148,755	166,505

During 2014, the Presidential Flight Authority (a "related party"), transferred 5 commercial aircrafts to the Group pursuant to a grant effective from 1 January 2014. The deferred income relating to the aircraft was recognised at AED 489.1 million. Previously, these commercial aircraft were under operating lease.

During the year, the deferred income amounting to AED 17.7 million (31 December 2021: AED 12.1 million) was recognised in the consolidated statement of profit or loss and other comprehensive income to match the costs for which they are intended to compensate on a systematic basis.

In 2021, the Group has conducted a review of certain aircraft under government grant resulting in an increase in the useful life due to economic viability to use beyond previously perceived useful life. The effect of the change in useful life resulted in a lower depreciation charge of AED 5.3 million for 2021 and the deferred income charge by AED 5.8 million in 2021 (note 5).

#### Trade and other payables

21 dec mile outer pullusies	2022 AED '000	2021 AED '000
Trade payables Due to related parties (note 12)	131,926 34,824	118,688 26,895
	166,750	145,583

The average credit period for purchases of goods and services is 30 days (2021: 30 days). The Group has risk management policies in place to ensure that all payables are paid within the credit period.

#### 24 Revenue from contracts with customers

#### (i) Revenue streams

The Group has been established to own helicopter and fixed wing aircraft for use both within and outside the United Arab Emirates and undertake charter, commercial, air cargo and other related services.

The Group generates revenue primarily from the provision of aviation services. Other sources of revenue include training of pilots, rental income from investment properties and other management consultancy services.

	2022 AED '000	2021 AED '000
Revenue from contracts with customers	2,026,500	1,682,082

#### (ii) Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary service lines. The table also includes a reconciliation of the disaggregated revenue with the Group's reportable segments as explained in note 33.

31 December 2022	Helicopter & fixed wing operations AED '000	Commercial aircraft operations AED'000	Air cargo AED'000	Investments AED'000	Others AED'000	Eliminations AED'000	Total AED'000
Fixed wing	11,615	520,236	242,557	_	-	_	774,408
Rotary wing	382,746	-	-	-	-	-	382,746
Sub-charter	-	196,730	265,152	-	-	-	461,882
Others	331,982	8,402	27,419	21,821	56,924	(39,084)	407,464
Total	726,343	725,368	535,128	21,821	56,924	(39,084)	2,026,500
31 December 2021	Helicopter & fixed wing operations AED 000	Commercial aircraft operations AED 000	Air cargo AED'000	Investments AED 000	Others AED'000	Eliminations AED 000	Total AED'000
Fixed wing	5,858	402,200	193,303	-	_	-	601,361
Rotary wing	358,184	-	-	-	-	-	358,184
Sub-charter	-	84,276	221,690	-	-	-	305,966
Others	340,054	26,126	19,048	18,304	44,911	(31,872)	416,571
Total	704,096	512,602	434,041	18,304	44,911	(31,872)	1,682,082

#### **Revenue from contracts with customers (continued)**

#### (iii) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

contracts with customers.	2022 AED '000	2021 AED '000
Receivables, which are included in		
'trade receivables' (note 11)	856,886	775,898
Contract assets (note 13)	231,171	164,339
Contract liabilities	, <u>-</u>	12,611
	1,088,057	952,848

The contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date. The amount of contract assets during the year ended 31 December 2022 was not impacted materially by an impairment charge. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Group issues an invoice to the customer.

The contract liabilities primarily relate to the advance consideration received from customers for contracts against which services will be rendered in future. This will be recognised as revenue when the services are rendered to customers.

#### 25 Direct operating costs

2022 AED '000	2021 AED '000
794,102	553,142
361,632	314,758
135,293	136,094
130,572	183,761
1,421,599	1,187,755
	794,102 361,632 135,293 130,572

Operating and maintenance costs include inventories consumption amounting to AED 60.8 million (2021: AED 49.2 million).

#### **26** General and administrative expenses

20 General and administrative expenses	2022 AED '000	2021 AED '000
Staff costs	124,947	102,841
Depreciation (note 5 and 8)	13,869	15,306
Licensing and professional fees	7,575	11,215
Directors' fees (note 12)	16,716	12,984
Others	58,539	39,810
	221,646	182,156

#### 27 Basic and diluted earnings per share

Earnings per share amounts are calculated by dividing the profit attributable to shareholders of the Company by the weighted average number of shares outstanding during the year.

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

	2022	2021
Profit attributable to owners of the Company (AED '000)	342,131	250,229
Weighted average number of shares in issue (note 15)	444,787,200	444,787,200
Earnings per share (AED)	0.77	0.56
	<del></del>	

The Group does not have potentially dilutive shares and accordingly, diluted earnings per share is equal to basic earnings per share.

#### 28 Granted plots of land

#### Future economic benefit established

In prior years, the Government of Abu Dhabi granted the Company two plots of land located in Khalifa City, Abu Dhabi.

The granted plots of land located in Khalifa City, Abu Dhabi had been used for the purpose of operating a training center and accordingly, recorded as aircraft, property and equipment (note 5) at a nominal value of AED 1.

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# Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

#### Financial instruments – Fair values and risk management

#### a) Classes and categories of financial instruments and their fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

At 31 December 2022	Carrying amounts				Fair values			
	FVTPL – equity instruments AED'000	FVTPL – debt instruments AED'000	Measured at amortised cost AED'000	Total AED'000	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000
Financial assets measured								
at fair value								
Investment in Waha CEEMEA								
Fixed Income Fund SP	26,601	-	-	26,601	-	26,601	-	26,601
Investments in short term maturity	-		-			-	-	
bonds		6,623		6,623	6,623			6,623
Investments in corp bonds – UK	-	2,477	-	2,477	2,477	-	-	2,477
Investments in corp bonds – US	-	40,741	-	40,741	40,741	-	-	40,741
Investment in high yield and								
emerging market bonds	-	43,735	-	43,735	43,735	-	-	43,735
Investment in multi-class assets	-	3,371	-	3,371	3,371	-	-	3,371
Investment in equities – US	813	-	-	813	813	-	-	813
Investment in equities – UK	1,302	-	-	1,302	1,302	-	-	1,302
Investment in equities – UAE	307,530	-	-	307,530	307,530	-	-	307,530
Developed Market Equities – UK	8,640	-	-	8,640	8,640	-	-	8,640
Emerging market – Asia	-	2,030	-	2,030	2,030	-	-	2,030
Alternatives – Commodities	-	799	-	799	799	-	-	799
REITS	-	165	-	165	165	-	-	165
Alternative trading strategies		<u>793</u>		<u>793</u>	<u>793</u>			793
	344,886	100,734	-	445,620	419,019	26,601	-	445,620

### Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

#### Financial instruments – Fair values and risk management (continued)

#### a) Classes and categories of financial instruments and their fair values (continued)

At 31 December 2022		Carryin	g amounts			Fair values			
	FVTPL – equity instruments AED'000	FVTPL - debt instruments AED'000	Measured at amortised cost AED'000	Total AED'000	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000	
Financial assets not measured at fair value									
Trade receivables	-	-	757,497	757,497	-	-	-	-	
Contract assets	-	-	231,171	231,171	-	-	-	-	
Bank balances	-	-	593,734	593,734	-	-	-	-	
Due from related parties	-	-	4,985	4,985	-	-	-	-	
	-	-	1,686,776	1,686,776	<del></del>				
Financial liabilities not measured at fair value									
Trade payables	_	_	131,921	131,921	_	_	_	_	
Term loans	_	_	599,706	599,706	_	_	_	_	
Lease liabilities Accrued expenses and other	-	-	175,342	175,342	-	-	-	-	
current liabilities	_	_	278,282	278,282	_	-	-	_	
Due to related parties	-	-	34,824	34,824	-	-	-	-	
	-	-	1,220,075	1,220,075		-		-	

### Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

#### Financial instruments – Fair values and risk management (continued)

#### a) Classes and categories of financial instruments and their fair values (continued)

At 31 December 2021		Carrying	amounts			Fair	values	
	FVTPL - equity instruments AED'000	FVTPL - debt instruments AED'000	Measured at amortised cost AED'000	Total AED'000	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000
Financial assets measured								
at fair value								
Investment in Waha CEEMEA								
Fixed Income Fund SP	26,153	-	-	26,153	-	26,153	-	26,153
Investments in short term maturity								
bonds	-	538	-	538	538	-	-	538
Investments in corporate bonds –		22.040		22.040	22.040			22.040
UK	-	33,949	-	33,949	33,949	-	-	33,949
Investments in corporate bonds – US		4,631		4,631	1 621			4,631
Investments in corporate bonds –	-	4,031	-	4,031	4,631	-	-	4,031
European (EX-UK)	_	14,907	_	14,907	14,907	_	_	14,907
Investments in corporate bonds –		14,507		14,507	14,507			14,507
Asia Pacific (EX-Japan)	_	4,437	_	4,437	4,437	_	_	4,437
Investment in high yield and		.,		.,	1,107			1,121
emerging market bonds	-	54,577	-	54,577	54,577	-	-	54,577
Investment in multi-class assets	-	25,132	-	25,132	25,132	-	-	25,132
Investment in multi-class bonds	-	3,604	-	3,604	3,604	-	-	3,604
Investment in equities – US	2,904	-	-	2,904	2,904	-	-	2,904
Investment in equities – UK	805	-	-	805	805	-	-	805
Investment in equities – UAE	254,333			254,333	254,333	_		254,333
	284,195	141,775	-	425,970	399,817	26,153	-	425,970

### Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

#### Financial instruments – Fair values and risk management (continued)

#### a) Classes and categories of financial instruments and their fair values (continued)

At 31 December 2021		Carrying	g amounts			Fair	values	
	FVTPL -							
	equity	FVTPL - debt	Measured at					
	instruments	instruments	amortised cost	Total	Level 1	Level 2	Level 3	Total
	AED'000	AED'000	AED'000	AED'000	AED'000	AED'000	AED'000	AED'000
Financial assets not								
measured at fair value								
Trade receivables	_	_	700,511	700,511	-	_	_	_
Contract assets	_	_	164,339	164,339	-	_	_	-
Cash and bank balances	_	_	621,351	621,351	-	_	_	-
Due from related parties	_	_	6,262	6,262	_	_	_	_
F				v,= v=				
			· <del></del>					
	-	-	1,567,850	1,567,850	-	-	-	-
Financial liabilities not								
measured at fair value								
Trade payables	-	-	118,688	118,688	-	-	-	-
Term loans	-	_	703,609	703,609	-	-	_	-
Lease liabilities	-	-	137,329	137,329	_	-	_	-
Accrued expenses and other								
current liabilities	_	_	204,525	204,525	-	_	_	-
Due to related parties			26,895	26,895	-	_	_	_
•			,	,				
		<u> </u>	· <u> </u>				<u> </u>	
	-	_	1,191,046	1,191,046	-	-	-	-
			, ,	, ,				
	-							

There were no transfers between Level 1 and 2 during the current or period year.

#### 29 Financial instruments – Fair values and risk management (continued)

#### a) Classes and categories of financial instruments and their fair values (continued)

#### Fair value measurements

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 that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers 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.

Valuation techniques and assumptions applied for the purposes of measuring fair value.

Some of the Group's financial assets are measured at fair value at the end of the reporting period. The following table gives information about how the fair values of these financial assets are determined:

Financial assets	2022 AED'000	2021 AED'000	Valuation technique(s) and key input(s)	Significant Unobservable input(s) and its relationship to fair value
Market approach determined through NAV				
Investment in fixed income SP – UAE	26,601	26,153	NA	NA
Quoted bid prices in an active market				
Investment in equities – UAE	307,530	254,333	NA	NA
Investment in high yield and emerging market bonds	43,735	54,577	NA	NA
Investments in corporate bonds – US	40,741	4,631	NA	NA
Investment in developed market equities – UK	8,640	-	NA	NA
Investments in short term maturity bonds	6,623	538	NA	NA
Investment in multi-class assets	3,371	25,132	NA	NA
Investments in corporate bonds – UK	2,477	33,949	NA	NA
Emerging market – Asia	2,030	-	NA	NA
Investment in equities – UK	1,302	805	NA	NA
Investment in equities – US	813	2,904	NA	NA
Alternate – Commodities	799	-	NA	NA
Alternative trading strategies	793	-	NA	NA
REITS	165	-	NA	NA
Investments in corporate bonds – European (EX-UK)	-	14,907	NA	NA
Investments in corporate bonds – Asia Pacific (EX-Japan)	-	14,907	NA	NA
Investment in multi-class bonds	-	3,604	NA	NA
	445,620	445,620		

Except as detailed in the following table, management consider that the carrying amounts of financial assets and financial liabilities recognised in the consolidated financial statements approximate their fair values.

#### 29 Financial instruments – Fair values and risk management (continued)

#### b) Financial risk management

The Group's Board of Directors function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyses exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and equity price risk), credit risk and liquidity risk.

The Group seeks to minimise the effects of these risks by using derivative financial instruments to hedge these risk exposures. The use of financial derivatives is governed by the Group's policies approved by the board of directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

The Group Board of Directors oversees the Group's risk management committee, an independent body that monitors risks and policies implemented to mitigate risk exposures. The Group Audit Committee is assisted in its oversight role by internal audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

#### (i) Market risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, will affect the Group's income or the value of financial instruments.

There has been no change to the Group's exposure to market risks or the manner in which these risks are managed and measured.

#### Currency risk

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Group's exposure to the currency risk is principally from the Group's transactions in Pound sterling ("GBP") as AED is currently pegged to USD at a fixed rate of exchange.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

		<u>Assets</u>	<u>Liabilities</u>		
	2022	2021	2022	2021	
	<b>AED'000</b>	AED'000	<b>AED'000</b>	AED'000	
Pound sterling	111,577	154,487	63,746	87,766	
	=======================================	=======================================	=======================================	=======================================	

- 29 Financial instruments Fair values and risk management (continued)
- b) Financial risk management (continued)
- (i) Market risk (continued)

Currency risk (continued)

The following paragraph details the Group's sensitivity to a 5% per cent increase and decrease in currency units against Pound Sterling. 5% per cent is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 5% per cent change in foreign currency rates.

At 31 December 2022, if GBP had weakened/strengthened by 5% against the AED with all other variables held constant, comprehensive income for the year would have been AED 2.9 million (2021: AED 3.3 million) higher/lower, mainly as a result of foreign exchange gains/losses on translation of GBP denominated cash and cash equivalent.

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

#### Equity price risk

The Group is exposed to equity price risks arising from equity investments. The Group monitors the risk of change in equity prices by sensitivity analysis taking 15% change due to the volatile nature of the market in which the securities are listed. The sensitivity analyses below have been determined based on the exposure to equity price risks at the reporting date.

If equity prices had been 15% higher/lower, the Group's comprehensive income would increase/decrease as follows:

	2022 AED'000	2021 AED'000
Investment in financial assets	51,733	42,629

#### Interest rate risk

The Group is exposed to interest rate risk because entities in the Group borrow funds at both fixed and floating interest rates. Interest rate risk primarily arises from the possibility that changes in interest rates will affect the net finance cost of the Group. The Group is exposed to fair value interest rate risk on bank borrowings at variable interest rates.

If interest rates had been 50 basis points higher/lower throughout the year and all other variables were held constant, the Group's net profit and equity for the year ended 31 December 2022 would decrease/increase by approximately AED 3 million (2021: AED 3.5 million). The Group's sensitivity to interest rates has increased in line with the increase in interest bearing debt instruments.

- 29 Financial instruments Fair values and risk management (continued)
- c) Financial risk management (continued)
- (ii) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, bank balances and corporate debt securities.

In order to minimise credit risk, the Group 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. The Group only transacts with entities that are rated the equivalent of investment grade and above. The credit rating information is supplied by independent rating agencies where available and, if not available, the Group uses other publicly available financial information and its own trading records to rate its major customers. The Group's exposure and the credit ratings of its counterparties are continuously monitored, and the aggregate value of transactions concluded is spread amongst approved counterparties.

Before accepting any new customer, a dedicated team responsible for the determination of credit limits uses an external credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. The Group attempts to control credit risk by monitoring credit exposures, limiting transactions with specific non-related counterparties, and continually assessing the creditworthiness of such non-related counterparties. Balances with banks are assessed to have low credit risk of default since these banks are highly regulated by the Central Bank.

Trade receivables from government related entities in the UAE is AED 588.6 million (2021: AED 520.4 million) which represents 69% (2021: 67%) respectively, of the total trade receivables at the end of reporting period. Included in the trade receivables balance at the end of the year is an amount of AED 4.9 million (2021: AED 6.3 million) due from related parties.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

In addition, the Group is exposed to credit risk in relation to financial guarantees given to banks. The Group's maximum exposure in this respect is the maximum amount the Group could have to pay if the guarantee is called on.

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As at 31 December 2022, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties and financial guarantees provided by the Group arises from the carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position.

#### 29 Financial instruments – Fair values and risk management (continued)

#### b) Financial risk management (continued)

#### (ii) Credit risk (continued)

The tables below detail the credit quality of the Group's financial assets, contract assets and financial guarantee contracts, as well as the Group's maximum exposure to credit risk by credit risk rating grades:

31 December 2022	External credit ratings	Internal credit ratings	Note	12 months or lifetime ECL	Gross carrying amount AED '000	Loss allowance AED '000	Net carrying amount AED '000
Due from related parties	N/A	(i)	12	Lifetime ECL	4,985	-	4,985
Government receivables	N/A	(ii)	11	Lifetime ECL	588,641	(69,258)	519,383
Non-government receivables	N/A	(iii)	11	Lifetime ECL	268,245	(30,131)	238,114
Contract assets	N/A	(ii)	13	Lifetime ECL	231,171	-	231,171
Bank balances	Aa3	N/A	14	12 months ECL	593,734	-	593,734
31 December 2021	External credit ratings	Internal credit ratings	Note	12 months or lifetime ECL	Gross carrying amount AED '000	loss allowance AED '000	Net carrying amount AED '000
Due from related parties	N/A	(i)	12	Lifetime ECL	6,262	-	6,262
Government receivables	N/A	(ii)	11	Lifetime ECL	520,407	(708)	519,699
Non-government receivables	N/A	(iii)	11	Lifetime ECL	255,491	(74,679)	180,812
Contract assets	N/A	(ii)	13	Lifetime ECL	164,339	-	164,339
Bank balances	Aa3	N/A	14	12 months ECL	626,716	-	626,716

- 29 Financial instruments Fair values and risk management (continued)
- b) Financial risk management (continued)
- (ii) Credit risk (continued)
- (i) For due from related parties, the Group has used simplified approach in IFRS 9 to measure loss allowance at lifetime ECL. The Group determines the expected credit losses based on probability of default and loss given default of the Government of Abu Dhabi as these parties are secured by the Government of Abu Dhabi. These balances are the represented of the recent transaction, therefore, the Group has not identified material impact of loss allowance on due from related party balances.
- (ii) For trade receivables from government customers, the Group has used simplified approach in IFRS 9 to measure loss allowance at lifetime ECL. The Group determines the expected credit losses at the rate of 0.15% based on probability of default and loss given default of the Government of Abu Dhabi as these parties are secured by the Government of Abu Dhabi.
- (iii) For non-government trade receivables, the Group has applied the simplified approach in IFRS 9 to measure the loss allowance at lifetime ECL. The Group determines the expected credit losses on these items based on historical credit loss experience based on the past due status of the customers, adjusted as appropriate to reflect current market conditions and estimates of future economic conditions. As part of individual assessment, the Group has estimated expected credit losses by reference to past default experience with the customer, an analysis of the customer's current financial position, adjusted for the factors that are specific to the customer, general economic and political conditions applicable to customer along with correspondences and future outlook as at reporting date. The Group has recognised loss allowance of 11% (2021: 29%) against all receivables after individually assessing some customers based on their individual credit risk.

The loss allowance on corporate bonds measured at FVTOCI was recognised against other comprehensive income and accumulated in the investment revaluation reserve which is released to profit or loss account upon disposal of debt instruments. The carrying amount of the Group's financial assets at FVTPL as disclosed in note 7 best represents their respective maximum exposure to credit risk. The Group holds no collateral over any of these balances.

- 29 Financial instruments Fair values and risk management (continued)
- b) Financial risk management (continued)
- (ii) Credit risk (continued)

As at 31 December, maximum exposure to credit risk was as follows:

	2022	2021
	AED'000	AED'000
Trade receivables	762,482	706,773
Cash and bank balances	596,918	626,716
Contract assets and other current assets	328,153	178,120
	1,687,553	1,511,609

#### (iii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and funds, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the Group's financial instruments. The contractual maturities of the financial instruments have been determined on the basis of the remaining period at the end of reporting period to the contractual maturity date. The maturity profile is monitored by management to ensure adequate liquidity is maintained. The maturity profile of the liabilities at the end of reporting period based on contractual repayment arrangements was as follows:

	Effective interest rate	Carrying value AED'000	Total AED'000	Less than 3 months AED'000	3 months to 1 year AED'000	1 year to 5 years AED'000	More than 5 years AED'000
2022							
Non-interest bearing instruments Variable interest	Note 20	166,750	166,750	166,750	-	-	-
rate instruments	and 21	775,048	775,048	185,870	77,994	234,952	276,232
		941,798	941,798	352,620	77,994	234,952	276,232

#### 29 Financial instruments – Fair values and risk management (continued)

#### b) Financial risk management (continued)

#### (iii) Liquidity risk (continued)

	Effective interest rate	Carrying value AED'000	Total AED'000	Less than 3 months AED'000	3 months to 1 year AED'000	1 year to 5 years AED'000	More than 5 years AED'000
2021							
Non-interest bearing instruments Variable interest	Note 20	145,583	145,583	145,583	-	-	-
rate instruments	and 21	840,938	840,938	201,457	65,165	397,183	177,133
		986,521	986,521	347,040	65,165	397,183	177,133

#### c) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from 2013. The capital structure of the Group consists of debt, which includes the term loans, cash and bank balances and equity comprising share capital, reserves and retained earnings.

The Group is not subject to any externally imposed capital requirements.

The Group's risk management committee reviews the capital structure on a semi-annual basis. As part of this review, the committee considers the cost of capital and the risks associated with each class of capital. The gearing ratio, determined as net debt to equity, at the year-end was as follows:

	2022 AED'000	2021 AED'000
Debt (i) Cash and bank balances (Note 14)	599,706 (596,918)	703,609 (626,716)
Net debt	2,788	76,893
Equity (ii)	3,607,965	3,338,251
Net debt to equity ratio	0.08%	

- (i) Debt is defined as long and short term loans (note 20).
- (ii) Equity includes all capital and reserves of the equity owners of the Company.

#### 30 Contingent liabilities

As at 31 December 2022, the Group had outstanding contingent liabilities in respect of letters of guarantee amounting to AED 135.2 million (2021: AED 76.4 million).

#### 31 Commitments

As at 31 December 2022, the Group had estimated commitments for the acquisition of aircraft, property and equipment of AED 103 million (2021: AED 11.7 million).

## Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

### Reconciliation of movements of liabilities to cash flows arising from financing activities

	Equity			
	Term loans AED'000	Lease liabilities AED'000	Retained earnings AED'000	Total AED'000
At 1 January 2022	703,609	137,329	833,870	1,674,808
Changes from financing cash flows Proceeds from term loans Repayment of term loans Exchange loss Payments for lease liabilities Dividends paid	90,000 (183,015) (10,888)	(15,233)	- - - (66,722)	90,000 (183,015) (10,888) (15,233) (66,722)
Total changes from financing activities	(103,903)	(15,233)	(66,722)	(185,858)
Other changes Total liability related changes	-	53,246	-	53,246
Total equity related changes	-	-	342,131	342,131
At 31 December 2022	599,706	175,342	1,109,279	1,884,327

## Notes to the consolidated financial statements for the year ended 31 December 2022 (continued)

### Reconciliation of movements of liabilities to cash flows arising from financing activities (continued)

	Equity			<u></u>	
	Term loans	Lease liabilities	Retained earnings	Total	
	AED'000	AED'000	AED'000	AED'000	
At 1 January 2021	745,886	144,254	628,120	1,518,260	
Changes from financing cash flows					
Proceeds from term loans	209,328	-	-	209,328	
Repayment of term loans	(250,990)	-	-	(250,990)	
Payments for lease liabilities	-	(6,925)	-	(6,925)	
Dividends paid	-	-	(44,479)	(44,479)	
Total above on from financing activities	(41,662)	(6,025)	(44,470)	(02.066)	
Total changes from financing activities	(41,662)	(6,925)	(44,479)	(93,066)	
Other changes	<del></del>	<del></del>	<del></del>		
Total liability related changes	(615)	-	-	(615)	
Total equity related changes			250,229	250,229	
			· 	· 	
At 31 December 2021	703,609	137,329	833,870	1,674,808	

#### 33 Segment information

Information regarding the Group'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 about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

For operating purposes, the Group is organised into four major business segments:

- (i) Helicopter and fixed wing operations, which provides charter flights and third party maintenance;
- (ii) Commercial aircraft operations, which provides commercial air transportation and aircraft management;
- (iii) Air cargo, which provides air cargo services to local and international customers using its fleet of aircraft and chartered aircraft; and
- (iv) Investments, which involves the management of the Group's investment portfolio.

These segments are the basis on which the Group reports its primary segment information. Transactions between segments are conducted at rates determined by management taking into consideration the cost of funds.

#### Information about reportable segments:

Haliconter

AED'000 AED	otal '000
(39,084) 2,026	5,500
(49,567) 412	,590
(31,872) 1,682	.,082
(59,746) 306	5,833
(1,228,253) 5,590	,979
(176,548) 1,511	,491
(1,105,554) 5,525	5,386
(41,992) 1,786	5,071
	AED*000     AED       (39,084)     2,026       (49,567)     412       (31,872)     1,682       (59,746)     306       (1,228,253)     5,590       (176,548)     1,511       (1,105,554)     5,525

The Group operates primarily from its base in the United Arab Emirates and accordingly no further geographical analysis of revenues, profit, fair value gains, assets and liabilities is given.

#### 34 Corporate Income Tax

On 3 October 2022, the United Arab Emirates (UAE) Ministry of Finance ("MoF") issued Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses, Corporate Tax Law ("CT Law") to implement a new CT regime in the UAE. The new CT regime is applicable for accounting periods beginning on or after 1 June 2023.

Generally, UAE businesses will be subject to a 9% CT rate, however a rate of 0% will be applied to taxable income not exceeding AED 375,000 or to certain types of entities, as prescribed by way of a Cabinet Decision.

The management is currently assessing the impact of these laws and regulations and will apply the requirements as further guidance is provided by the relevant tax authorities.

#### 35 Approval of consolidated financial statements

The consolidated financial statements were approved by management and authorised for issue by the Board of Directors on 28 February 2023.



# CORPORATE GOVERNANCE REPORT 2022 ABU DHABI AVIATION



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Abu Dhabi Aviation and its subsidiaries attach great importance to corporate governance and its pivotal role in strengthening its leading position at the local and global levels, by committing to establishing a corporate culture that motivates board members, managers and employees to adhere to the general principles of sound professional conduct. Corporate governance includes a set of regulations and legislations that regulate the professional relationship between the company's management, its board of directors, shareholders and other partners.

Corporate governance also provides the general framework through which the company's objectives are set, mechanisms for achieving these goals are determined, and performance is monitored and followed. Good corporate governance is not an end in itself, but rather a means and approach to activate sound professional practices in the company and the aviation sector in general, hence the importance of good governance in consolidating confidence in the market and ensuring the establishment of principles of integrity at work.

### 1. Statement of procedures taken to complete the corporate governance system during 2022 and method implemented thereof

Abu Dhabi Aviation's governance framework is in accordance with the laws and regulations set by the UAE Securities and Commodities Authority, including the Decision of the Board of Directors of the Securities and Commodities Authority No. (3/R.M) for 2020 concerning approval of Joint Stock Companies' Governance Guide, and the company is keen to continue to comply with all applicable laws, regulations and directives issued by the Securities and Commodities Authority and the Abu Dhabi Securities Exchange

Abu Dhabi Aviation management continues to apply governance rules effectively and in a transparent manner based on the board's responsibility to the company's shareholders, protecting and enhancing the value of shareholders' rights through:

- The Board of Directors held six meetings in 2022 with the obligation to disclose to the Abu Dhabi Securities Exchange the dates and results of those meetings.
- Board members are committed to annually disclosing their independence during 2022 and disclosing any change affecting their independence, including their membership in other boards of directors, where members signed a pledge for all positions they hold as at the end of 2022, as well as the statement of disclosure and independence signed by them at the first board meeting after the General Assembly in 2022.
- The committees of the Board of Directors exercised their functions optimally, where the Audit Committee held four meetings, and the Nominations and Remuneration Committee held three meetings and the Investment Committee held one meeting, while the Insider Follow-up and Supervision Committee held one meeting, in addition to the Risk Committee held one meeting, and during those meetings the committees carried out their tasks and reported to the Board of Directors the results and recommendations reached by the committees and follow-up implementation.
- The company's management is obliged to disclose quarterly and annual financial statements within the legal period allowed.



### 2. Statement of ownership and transactions of Board of Directors members and their spouses , and children in the company securities during 2022

Board members abide by the provisions of article 17 of Cabinet Resolution No. (12) Of 2000 concerning the regulation as to the listing of securities and commodities, and furthermore, the article (36) of the Decision of the Board of Directors of the Securities and Commodities Authority No. (3) For 2000 concerning the regulations of disclosure and transparency is being followed, it also adheres to article (14) of the Board of Directors of the Securities and Commodities Authority No. (2) of 2001 concerning the regulation of trading, clearing, settlement, transfer of ownership and custody of securities, in addition to the trading control procedures issued by the Abu Dhabi Securities Exchange by obtaining the required approvals from the relevant regulatory authorities and complying with the transaction directives and prohibition periods as specified in this article. Furthermore, all members of the Board of Directors are obliged to disclose annual trading in the company's shares on their own account and to the account of their spouses and children.

The table below contains the statement of ownership of the board members (including their spouses and children) of the Company's shares as of 31 December 2022

Ser	Name	Position/Kinship	Owned Share as on 31 Dec. 2022	Total sales during 2022	Total Purchases during 2022
	Nader Ahmed Al Hammadi	Chairman	229,336	=	-
1	First-degree relatives	Chairman's spouses	50,000	-	-
	First-degree relatives	Chairman's Son	4,500	-	-
	First-degree relatives	Chairman's Son	4,500		-
2	Sheikh Ahmed Mohammed Al - Dhaheri	Vice Chairman	50,000	-	-
	First-degree relatives	Vice Chairman's spouses	100,511	-	-
3	Ahmed Ali Khalfan Al - Dhaheri	Board Member	2,518,652	-	173,379
4	Homaid Abdulla Ali Al Shimmari	Board Member	-	-	-
5	Khalifa Yousif Abdulla Al Khoori	Board Member	3,443	1=1	-
6	Saif Saeed Mohammed Al- Dhaheri	Board Member	16,797	-	-
7	Abdulla Seddiq Mohamed Al Khoori	Board Member	-	-	-
8	Abdulmunim Saif Hamoud Al Kindi	Board Member	-	<b>.</b>	-
9	Mohammad Khalil Foulathi Al Khoori	Board Member	-	-	-

#### **Board of Directors**

In accordance with the Articles of Association of Abu Dhabi Aviation, the Company shall be managed by a Board consisting of nine members, the Chairman of the Board of Directors and a Board Member shall be appointed by the Executive Council of the Emirate of Abu Dhabi, and seven (7) Directors shall be elected for a renewable term of three years for the same term. The Chairman and members shall be UAE nationals, and the Board shall have the supreme authority to manage Abu Dhabi Aviation. The members of the Board of Directors must have the required expertise and skills that qualify them to carry out their tasks and serve the interest of the company, and they must commit to allocating the necessary amount of time and attention to accomplish and complete their tasks during their tenure.



#### **Board of Directors Profiles**

#### **Experiences and qualifications:**

His Excellency Nader Ahmed Al Hammadi holds a Bachelor's degree in Science - Aircraft Electronics Engineering from Embry-Riddle Aeronautical University in Florida, USA and a postgraduate degree in Engineering Business Administration from Warwick University in London. He previously held several administrative positions at the Presidential Flight Authority, and he co-founded as well GAMEIRO Company and was appointed as CEO, in addition to his participation in the Board of Directors of "Golden Rim Resources", registered in the Australian market and based in Australia.

H.E. Nader Ahmed Al Hammadi Chairman of Board

Member since: 2008 Category: Non-executive/non-independent

#### Positions and memberships held:

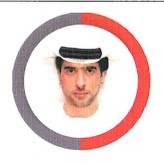
- Chairman of Emirates Reem Investment Company (ERC)
- Chairman of vision group
- Board Member of Royal Jet
- Board Member of Al Waha Capital
- Board Member of Abu Dhabi Airports

#### **Experiences and qualifications:**

Sheikh Ahmed Mohamed Sultan Al Dhaheri holds a Bachelor's Degree in Civil Engineering from the United Arab Emirates University.

#### Positions and memberships held:

- Vice Chairman of Abu Dhabi National Hotels Company
- Member of the Board of Emirates Telecommunications Group
- Board Member of First Abu Dhabi Bank
- Board Member of Al Dhafra Insurance Company
- Board Member of Abu Dhabi Refreshments Company LTD. (Pepsi Cola)
- Board Member of Al Dhaheri Group



Sheikh Ahmed Mohammed Sultan Al -Dhaheri Vice Chairman

Member since: 1999

Category: Non-executive/non-independent

#### **Experiences and Qualifications:**

Mr. Ahmed Ali Khalfan Al Dhaheri holds a Bachelor's Degree in Accounting from Seattle Pacific University in the United States of America, a Certified Public Accountant (CPA), and a Higher Diploma in Business Administration with distinction from the Higher Colleges of Technology. He previously worked as Deputy Chairman of the Board of Injaz Mena Investment and served as a Member of the Board of Al Qudra Holding, Abu Dhabi Chamber of Commerce and Industry, and Abu Dhabi Economic Council.

#### Positions and memberships held:

- Chairman of the Board of Ali & Sons Company (LLC)
- Chairman of the Board of Hily Holding Company (PJSC)
- Chairman of AAK Investment Sole Proprietorship LLC
- Chairman of Green Motors Sole Proprietorship LLC
- Vice Chairman of Al Waha Capital (PJSC)
- Board Member of Al Wathba Insurance Company (PJSC)
- Board Member of Al Ramz Corporation Investment and Development Company (PJSC)



Ahmed Ali Khalfan Al , Dhaheri Board Member Member since: 1999 Category: Non-executive/ non-independent

#### **Experiences and qualifications:**

His Excellency Homaid Abdulla Ali Al Shimmari holds a Bachelor's degree in Aviation Engineering from Embry-Riddle Aeronautical University in USA, holds a Black Belt degree (Change Management Sigma 6) from (GE), formerly worked in the Air Force of the Armed Forces for the United Arab Emirates with the rank of Lieutenant-Colonel.

#### Positions and memberships held:

- Deputy Group CEO and Chief Corporate & Human Capital Officer in Mubadala Investment Company Chairman of Maximus Air
- Chairman of MDC Business Management Services
- Vice Chairman of the Executive Committee Khalifa University of Science and Technology
- Member of the Mubadala Investment Committee
- Board Member of Al Waha Capital (PJSC)
- Member of the Board of the Graphene Engineering Innovation Center at the University of Manchester



H.E Homaid Abdulla Al- Shimmari Board Member Member since: 2011 Category: Non-executive/non-independent

#### **Experiences and qualifications:**

Mr. Khalifa Yousif Abdulla Al Khoori holds a Master's Degree in Business Administration from the Grand Canyon University, United States of America. He previously served as Chairman of the HS Company for Corporate and Institutional Management. He is the founder and Chairman of Arte Casa LLC (UAE and Saudi Arabia) and Viola Communications Marketing LLC.

#### Positions and memberships held:

- Chairman of APEX National Investment Company
- Vice Chairman of Q Holding
- · Board Member of Sawaeed Holding Company
- Board Member of Palms Sports



Khalifa Yousif Abdulla Al Khoori Board Member

Member since: 1999

Category: Non executive/non-independent

#### **Experiences and qualifications:**

Mr. Saif Saeed Mohammed Al Dhaheri holds a Bachelor's Degree in Literature, majoring in Sociology and Business Administration from the United Arab Emirates University. He was previously Director of Al Ain International Airport and Director of Finance and Administration at the Civil Aviation Department. He also served as a Committee Member for Tourism Development and Promotion in Al Ain City, and a Member of the Board in both the Marine Dredging Company and Abu Dhabi National Hotels Company. , and a member of the Procurement and Housing Committee of the Procurement and Housing Department in Al Ain.



Saif Saeed Mohammed Al Dhaheri Board Member

Member since: 2011

Category: Non-executive/non-independent

#### Positions and memberships held:

 Chairman of the Conciliation and General Estimate Committee at the Judicial Department

#### **Experiences and qualifications:**

Mr. Abdulla Seddiq Mohamed Al khoori holds a Bachelor of Science degree from South Eastern University in the United States of America. He previously served as a Chief Financial Officer at Abu Dhabi Distribution Company (ADDC) and served as a member of the Board of Directors of the National Hotels Corporation.

#### Positions and memberships held:

Currently working in the management of his own companies



Abdulla Seddiq Mohamed Al Khoori Board Member Member since: 1999

Category: Non-executive/non-independent

#### **Experiences and qualifications:**

Mr. Abdulmunim Saif Hamoud Alkindi holds a Master's Degree in Business Administration from Brunel University and a Bachelor of Science in Mechanical Engineering (1982) from the United Kingdom. He previously served as CEO of Abu Dhabi Company for Onshore Oil Operations (ADCO)

Abdulmunim Saif Hamoud Al -Kindi Board Member Member since: 2020 Category: Non-executive/independent

#### Positions and memberships held:

- Executive Director, People, Technology & Corporate Support Directorate at ADNOC Vice Chairman of ADNOC Drilling
- Board Member of ADNOC Sour Gas
- Board Member of ADNOC Offshore
- Board Member of ADNOC Logistics and Services
- Board Member of ADNOC Gas Processing

#### **Experiences and qualifications:**

Mr. Mohammed Khalil Foulathi Al Khoori, CFA Certified Financial Analyst, holds a Bachelor's degree in Applied Sciences, Specialty Business Management (Real Estate) and a High Diploma in Business and Management - Financial Services from the UAE's Higher Technical Colleges.

Mr. Foulathi has extensive experience in private equity investments and real estate, He currently serves as an Investment Manager at SHUAA Capital, and previously worked at the Abu Dhabi Investment Council.



Mohammed Khalil Foulathi Al-Khoori Board Member Member since: 2020 Category: Non-executive/independent

#### Positions and memberships held:

- Board Member of Al Dhabi Investment Company PJSC
- Board Member of NCM Investment Company

#### B-Women's Representation at the Board of Directors for the year 2022

There was no representation on the Board of Directors in 2022.

#### **C-Reasons for Women not running for Board Membership**

The door for candidacy to the Board Membership has been opened for the year 2020, but no female applied to run for office.

#### Remuneration of the Board Members

#### 1. Total remuneration paid to the Board for 2021

The Board's remuneration has been disbursed for 2021 in the amount of AED 8,387,500 which was approved in the Annual General Assembly Meeting held on 10<sup>th</sup> March 2022.

### 2. Total proposed Remuneration of the Board Members for the year 2022 to be presented at the annual general assembly meeting for approval

It is proposed that the Board of Directors' remuneration for the year 2022 be set at a total amount of AED 13,979,446 and this proposal will be presented to the Company's shareholders at the upcoming Annual General Assembly, for approval.

### 3. Details of Allowances, Salaries or Additional Fees received by the Board Members other than Committee Attendance Allowances and Reasons thereof

None

### 4. Details of Allowances for Attending Meeting of Committees Emanating from the Board received by the Board Members for the fiscal year 2022

#### Attending Meeting of Committees Emanating from the Board of Directors

Member	Committee	Number of meetings	The value of allowances	Total allowance value (AED)
Sheikh Ahmed Mohamed Sultan Al Dhaheri	Nominations and Remuneration Committee	3	45,000	105,000
	Audit Committee	4	60,000	-
Ahmed Ali Khalfan Al Dhaheri	Nominations and Remuneration Committee	3	30,000	70,000
	Audit Committee	4	40,000	_
Abdulla Seddiq Mohammed Al Khoori	Nominations and Remuneration Committee	3	30,000	70,000
	Audit Committee	4	40,000	

<sup>\*</sup>Note that the Board did not allocate any allowance to its Members for meeting attendance



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## C- Number of the Board meetings held during the fiscal year 2021 along with their convention dates, personal attendance times of all members, and members attending by proxy

Meeting No.	Date of meeting	Number of attendees	Number attendees by proxy	Names of absent members
1	09 February 2022	9	None	None
2	28 April 2022	7	H.E. Homaid Abdulla Al- Shimmari granted a proxy to H.E.Nader Al Hammadi	Mr. Ahmed Ali Al Dhaheri did not attend the meeting because he is associated with other dates
3	03 August 2022	9	None	None
4	19 October 2022	7	Mr. Saif Saeed Al Dhaheri granted a proxy to Sheikh Ahmed Al Dhaheri	Mr. Ahmed Ali Al Dhaheri did not attend the meeting because he was outside the country
5	31 October 2022	8	None	Mr. Ahmed Ali Al Dhaheri did not attend the meeting due to his association with other dates
6	13 December 2022	9	None	None

<sup>\*</sup>Note that all Board Members who did not attend some of the board Meetings provided excuses that were accepted by the Board of Directors

#### D- Number of Board resolutions passed by circulation during the fiscal year 2022

The Board of Directors did not issue any decisions circulation during the fiscal year 2022.

### E-Statement of Board duties and powers exercised by Board members or the executive management members during 2022 based on the an authorization from the Board

The Board of Directors and Executive Management have different responsibilities, where the Board of Directors sets the framework for executive management, who in turn is responsible for the company's day-to-day. The Board sets the company's vision, strategic goals, and objectives, provides oversight of its management and holds management accountable for its implementation. The senior executive management acts within the delegation of authorities and limits set by the Board.

The General Manager, Deputy General Manager, Chief Financial Officer and Executive Director of the Company shall conduct the day-to-day business in accordance with the best governance practices, statute provisions and powers delegated to it by the Board of Directors by a valid agency for the General Manager for a three-year period ending December 08, 2024, and the Board and executive management have authorized the following:



#### **General Manager, Deputy General Manager and Chief Financial Officer**

- Carrying out all transactions with all government departments, including the right to submit and receive documents and to refer to all relevant entities.
- Signing before all governmental, federal and local authorities, public and private corporations, and legal responsibility according to the limits
- Setting goals and monitoring the overall implementation and performance of the company.
- Periodic review of the company's organizational and functional structures and their adoption in accordance with the company's internal credit matrix.
- Specific amounts of money are signed in partnership between the General Manager, deputy general manager and chief financial officer in accordance with the company's approved financial matrix.
- Conducting day-to-day business in accordance with the best practices of the governance system and the powers delegated by the board of directors.

### D- Details of Transactions carried out between the Related Parties (Stakeholders) during the year 2022

Abu Dhabi Aviation follows the rules and regulations of the Securities and Commodities Authority on the definition of related parties and transactions in general. In particular, those related to SCA's Board of Directors Decision No. (3/R.M) of concerning approval of Joint Stock Companies' Governance Guide.

The related parties are defined as ADA Chairman and Board, ADA Executive Management and employees, and the companies in which any of whom own 30% or more of the capital, as well as its subsidiaries, sister or affiliated companies, and therefore you will find below the transactions with the relevant parties during 2022 in AED

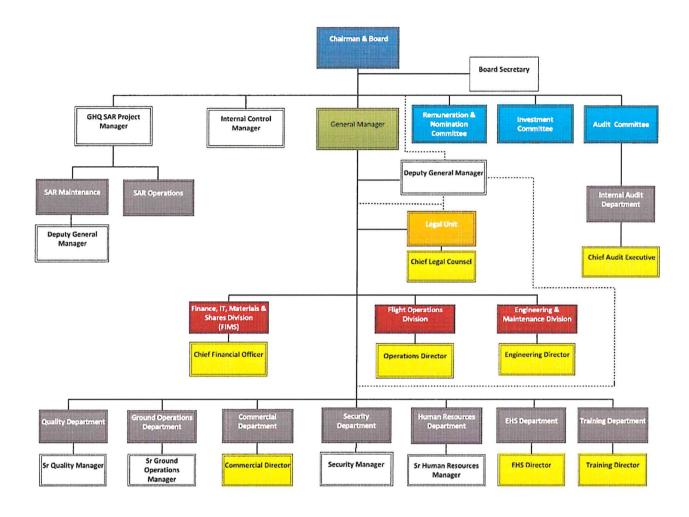


#### Transactions between the Group Companies and Related Parties during the Year 2022

Transaction Type	ransaction Type Related Parties		Grand Total (AED 000)	
Services provided to Related Parties by	Presidential Flight	Aviation Services	48,449	
Royal Jet L.L.C.	Abu Dhabi Aviation			
Sums due by Related Parties through Royal Jet L.L.C.	Presidential Flight Aviation Services		17	
Sums due to Related Parties through Royal Jet L.L.C.	Presidential Flight	Aviation Services	8,533	
Asiation Consistent would had be Deleted	Agusta Westland Aviation Services Company	Aircraft Part Maintenance		
Aviation Services provided to Related Parties by Abu Dhabi Aviation	Presidential Flight	Management and Maintenance of Fixed Wing Aircraft	78,936	
Course does had Deleted Destine through	Presidential Flight	Aviation Services		
Sums due by Related Parties through Abu Dhabi Aviation	Agusta Westland Aviation Services Company	Aircraft Part Maintenance	3,575	
Sums due to Related Parties through Abu Dhabi Aviation	Agusta Westland Aviation Services Company	Supply and Repair of Aircraft Parts	21,676	
Services provided to Related Parties through Maximus Aviation	Presidential Flight	Aviation Services	7,936	
	Abu Dhabi Aviation Staff			
Salaries and Other -Short Term Benefits to Senior Management Staff	Royal Jet Staff	Salaries and Benefits	19,717	
-	Maximus Aviation Staff			
	Abu Dhabi Aviation			
	Royal Jet			
	Maximus Aviation			
Board Member fees	Abu Dhabi Aviation Training	Board Members fees	13,949	
	Center - ADATC			
	ADA International			
	Real Estate			
Provisions for End-of-Service Gratuity of	Abu Dhabi Aviation Staff	Provisions for End-of-Service		
Senior Management Staff	Royal Jet Staff	Gratuity of Senior	2,119	
- Control - Cont	Maximus Aviation Staff	Management Staff		



#### i. The Company Full Organizational Structure



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# T- Detailed Statement of the Senior Executives in the First and Second Ranks of the company, their Positions, Dates of Appointment, Total Salaries and Bonuses paid them during the year 2022

Position	Date of Appointment	Total Salaries Bonuses Paid for the year 2022 (Dirham)	Total Bonuses Paid for year 2022 (Dirham)	Any other cash/in kind Remuneration for the year 2022 or Fall Due in the Future
General Manager	07/11/1988	1,864,477	Not determined yet	None
Deputy General Manager	06/07/2004	1,549,057	Not determined yet	None
GHQ,SAR Project Manager	08/10/2006	1,596,250	Not determined yet	None
Chief Financial Officer	08/05/2009	1,396,437	Not determined yet	None
Engineering Director	02/07/2017	1,092,245	Not determined yet	None
Operations Director	14/09/1997	1,201,242	Not determined yet	None
Commercial Director	24/04/2017	1,014,750	Not determined yet	None
Chief Audit Executive	01/03/2009	1,195,234	Not determined yet	None
Chief Legal Counsel and Head of Contracts	02/04/2017	759,771	Not determined yet	None
Quality Manager	04/09/2016	889,109	Not determined yet	None
Training Director	30/06/2004	939,250	Not determined yet	None
Environment, Health and Safety Director	15/03/2003	918,483	Not determined yet	None
Senior Human Resources Manager	14/08/2002	965,153	Not determined yet	None



#### 4. External Auditor

#### A. Profile of the Company's Auditor to Shareholders

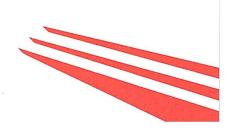
In accordance with Article (245) Federal Decree-Law No. (32) of 2021 regarding Commercial Companies, Chapter Seven (of the General Provisions) and the Governance Rules issued by the Securities and Commodities Authority, the General Assembly of Abu Dhabi Aviation Company shall appoint an external auditor for a period of (1) fiscal year based on the recommendations issued by the Audit Committee and the Board of Directors, provided that his appointment period does not exceed (6) six consecutive years, provided that the partner responsible for the company's audit work is changed after the end of (3) three financial years.

The General Assembly shall evaluate the performance of the external auditors and approve their reappointment and remuneration. The External Auditors attend the General Assembly Meeting to submit their reports and respond to any inquiries of shareholders. In accordance with International Standards on Auditing, the external auditor conducts an audit of the Company's financial statements. Quarterly and yearly and raises Reports To the Board of Directors and the General Assembly in accordance with the laws followed in the United Arab Emirates. On 10 March 2022, the General Assembly reappointed "Deloitte & Touch" for a total audit fee of 210K AED and the responsible partner has been changed.

#### B. Statement of fees and costs for the audit or services provided by the external auditor

Audit Firm Name	Deloitte & Tosh (Middle East)
Partner Auditor Name	Mr. Obada Alkowatly
Number of Years spent as External Auditor of the Company	4 Years
Number of Years spent by the Partner Auditor auditing the Company Accounts	1 Year
Total Fee for the Audit and (Interim and Annual) Financial Statements Review for the Year 2022 (AED)	AED 210,000
Fees and Costs of other Special Services other than Financial Statements Audit for the Year 2022 (AED)	AED 75,000
Details and Nature of Other Services Provided (if any), but if no other services were provided, please state expressly	Reasonable assurance engagement of the internal financial controls over financial reporting
Statement of Other Services provided by an External Auditor other than the Company External Auditor during the year 2022 (if any), and if none please state expressly	Ernst & Young Middle East (Abu  Dhabi Branch)  Financial and Tax Due Diligence and  Valuation of 3 Companies

No reservations were made by the Auditors of the Company regarding the interim and annual financial statements for the year 2022.



#### **5. Audit Committee**

a. Sheikh Ahmed Mohamed Sultan Al Dhaheri, Chairman of the Audit Committee, acknowledges his responsibility for the Committee System in the Company, for his review of its working mechanism, and for ensuring the Committee efficiency.

#### **b.** Names of the Audit Committee Members

- Sheikh Ahmed Mohamed Sultan Al Dhaheri

Chairman of the Committee

- Mr. Ahmed Ali Khalfan Al Dhaheri

Member

- Mr. Abdulla Seddig Al Khoori

Member

#### **Terms of Reference & Tasks of the Audit Committee:**

- 1. Reviewing the Company financial and accounting policies and procedures
- 2. Monitoring the accuracy of the Company financial statements and reports (annual, semi-annual and quarterly) and reviewing the same as part of their regular duty during the year. The Audit Committee particularly focuses on the following:
  - Any changes in accounting policies and practices
  - Highlighting aspects that are subject to the Management discretion
  - Material adjustments resulting from the audit
  - Assuming the continuity of the Company business
  - Complying with the accounting standards set by the Authority
  - Comply with the listing and disclosure rules and other legal requirements related to the preparation of financial reports
- 3. Coordination with the Company's Board, the Executive Management, Chief Audit Executive, Financial Director or the Director in charge of the same duties in the Company, in order to perform its duties
- 4. Reviewing any important and unusual items, received or that must be included in such reports and accounts, and granting the necessary attention to any issues raised by the Company Financial Director, the Manager in charge of the same duties, the Compliance Officer or the Auditor
- 5. Submitting a recommendation to the Board of Directors regarding the selection, resignation, or dismissal of the Auditor, and in the event that the Board does not agree to the recommendations of the Audit Committee in this regard, the Board must include in the Governance Report a statement explaining the recommendations of the Audit Committee and the reasons that led the Board not to take them into account
- 6. Establishing and implementing the contracting policy with the Auditor, and submitting a report to the Board specifying the issues it deems necessary to take action on, and providing its recommendations for the measures to be taken
- 7. Ensuring that the Auditor fulfills the conditions stipulated in the laws, regulations and decisions in force, and in the Company Articles of Association, and following-up on and monitoring its independence 8. Meeting with the Auditor of the Company accounts without the presence of any member of the Senior Executive Management or their representatives, at least once a year, and discussing with them the nature and scope of the audit process and the scope of its efficiency in accordance with the approved auditing standards
- 9. Discussing all matters related to the Company Auditor task, its work plan, its correspondence with the Company, its notes, suggestions, reservations, and any fundamental inquiries that the Auditor raises to the Senior Executive Management regarding accounting records, financial accounts or control systems, following up on the Company Management response thereto and providing the necessary facilities for the Auditor to carry out its duties
- 10. Ensuring that the Board responds in a timely manner to the inquiries and substantial issues included in the Auditor letter



- 11. Reviewing and evaluating the Company Internal Audit and Risk Management Systems
- 12. Discussing the Internal Audit System with the Board, and ensuring that it fulfills its duty to establish an efficient Internal Control System
- 13. Reviewing the results of the main investigations in the internal audit matters assigned thereto by the Board or carried out on the initiative of the Committee and the approval of the Board
- 14. Reviewing the Auditor evaluation of the internal audit procedures and ensuring that there is coordination between the Internal Auditor and the External Auditor
- 15. Ensuring the availability of the necessary resources for the internal audit function, and reviewing and monitoring the efficiency of that division
- 16. Reviewing the internal audit reports and following- up on the implementation of corrective measures to the observations mentioned therein
- 17. Putting in place controls that enable the Company employees to confidentially report any potential violations in the financial reports, internal audits, or other issues, and measures ensuring the organization of independent and fair investigations of such violations
- 18. Monitoring the Company compliance with the rules of professional conduct
- 19. Reviewing the dealings of the relevant parties with the Company and ensuring that there are no conflicts of interest, and making recommendations in this respect to the Board before such dealings are entered into
- 20. Ensuring the implementation of business rules related to its duties and the powers entrusted thereto by the Board
- 21. Submitting reports and recommendations to the Board on the abovementioned issues
- 22. Looking into any other issues determined by the Board

#### C. Audit Committee Meetings during 2022

Meeting No.	Meeting Date	Number of attendees	Names of absent members
1	February 09, 2022	3	None
2	April 28, 2022	3	None
3	August 03, 2022	3	None
4	October 31, 2022	3	None

#### 6. Nominations and Remuneration Committee

a. Sheikh Ahmed Mohamed Sultan Al Dhaheri, Chairman of the Nomination & Remuneration Committee, acknowledges his responsibility for the Committee System in the Company, for his review of its working mechanism, and for ensuring the Committee efficiency.

#### b. Names of the Nomination and Remuneration Committee Members

Sheikh Ahmed Mohamed Sultan Al Dhaheri

Mr. Ahmed Ali Khalfan Al Dhaheri

- Mr. Abdulla Seddiq Al Khoori

Chairman of the Committee

Member

Member



#### Terms of Reference & Tasks assigned thereto:

- 1. Laying down a nomination policy for membership of the Board and the Executive Management, aiming to take into account the diversification of the sexes by qualifying and encouraging women by means of incentive and training incentives and programs, and to provide the Authority with a copy of this policy and any amendments thereto
- 2. Organizing and following-up on nomination procedures for membership of the Board in accordance with the laws and regulations in force and the provisions of this resolution
- 3. Ensuring the constant independence of independent members
- 4. Preparing the policy related to the granting of rewards, benefits, incentives and salaries to the members of the Company's Board and Staff, and reviewing the same annually. The Committee must verify that the rewards and benefits granted to the Company Senior Executive Management are reasonable and in line with the Company performance
- 5. Reviewing on an annual basis the appropriate skills required for the membership of the Board and preparing a description of the capabilities and qualifications needed for such membership, including determining the time that the member should allocate to his work on the Board
- 6. Reviewing the structure of the Board and making recommendations regarding the changes that can be made
- 7. Determining the competencies and skills required for the Company at the level of Senior Executive Management and Staff and the basis for their selection
- 8. Preparing the Company Human Resources and Training Policy, monitoring its implementation and reviewing it annually

#### a. Nominations and Remuneration Committee Meetings during the year 2022

Meeting No.	Meeting Date	Number of attendees	Names of absent members
1	February 09,2022	3	None
2	March 22,2022	3	None
3	August 03, 2022	3	None

#### 7. Insiders Follow-up and Supervision Committee

a. Sheikh Ahmed Mohamed Sultan Al Dhaheri, Chairman of the Committee, acknowledges his responsibility for the Insiders Follow-Up and Supervision System in the Company, for his review of its working mechanism, and for ensuring the Committee efficiency

#### b. Names of the Insiders Follow-up and Supervision Committee Members

- Sheikh Ahmed Mohamed Sultan Al Dhaheri

Mr. Ahmed Ali Khalfan Al Dhaheri

- Mr. Abdulla Seddig Al Khoori

Chairman of the Committee

Member

Member



#### Terms of Reference & Tasks assigned thereto:

- 1. Managing, following-up and supervising insider transactions, their shareholdings, and keeping a special register for them
- 2. Keeping a special and comprehensive register that includes the names of permanent and temporary insiders, and of those who are entitled to have access to the Company internal information before publication
- 3. Keeping official declarations of permanent and temporary insiders having access to the Company internal information
- 4. Submitting periodic reports on insider transactions to Abu Dhabi Securities Exchange
- 5. Notifying all insiders of the required controls and legal liability by way of having them deliver and sign official declarations

#### Summary of the Committee Work Report during the year 2022

During the year 2022, the Committee updated the Insider Register and circulated the rules for their dealings. The Committee also announced the periods during which the insiders had to stop dealing trading in the Company shares, in addition to signing official declarations confirming their possession of private internal data and information and their pledge to assume legal liability for any leakage

#### 8. Any other Committee(s) approved by the Board of Directors

- a. Investment Committee
- b. Mr. Khalifa Yousif Abdullah Al Khouri, Chairman of the Investment Committee, acknowledges his responsibility for the Committee System in the Company, for his review of its working mechanism, and for ensuring the Committee efficiency
- c. Names of the Investment Committee Members

Mr. Khalifa Yousif Abdulla Al Khoori
 Chairman of the Committee

Mr. Saif Saeed Mohammed Al Dhaheri
 Mr. Abdulmunim Saif Hamoud Al Kindi
 Member

Mr. Abdulmunim Saif Hamoud Al Kindi
 Mr. Mohamed Khalil Foulathi Al Khoori
 Member

#### Terms of Reference & Tasks assigned thereto:

The Investment Committee is specialized in discussing, studying, analysing and submitting the available investment opportunities to the Board of Directors, supported by detailed information, thorough scientific analysis and sufficient justifications with recommendations to help the Board make the appropriate investment decision, ensuring at every time that the investment is balanced between investment integrity, profitability and ease of liquidity in the medium and longterm.



#### C. Investment Committee Meetings during 2022

Meeting No.	Date of the meeting	Number of attendees	Names of absent members
1	21 April 2022	4	None

### D. The Board of Directors has allocated allowances for attending investment committee meetings as follows:

Chairman of the Committee: AED 15,000 Member: AED 10,000

#### > Risk Committee

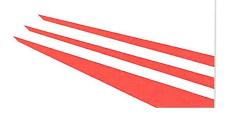
A. H.E. Nader Ahmed Al Hammadi, Chairman of the Risk Committee, acknowledges his responsibility for the Committee's system in the company for his review of its working mechanism, and for ensuring the Committee efficiency.

#### **B. Names of the Risk Committee Members**

H.E. Nader Ahmed Al Hammadi,
 Sheikh Ahmed Mohamed Sultan Al Dhaheri
 Mr. Ahmed Ali Khalfan Al Dhaheri
 Mr. Abdulla Seddig Al Khoori
 Member
 Member

#### > Among its competencies and tasks entrusted to it

- 1. Develop a comprehensive risk management strategy and policies that are consistent with the nature and volume of the company activities, monitor its implementation, review and update it, based on the company internal and external changing factors.
- 2. Identify and maintain an acceptable level of risks that the company may face, and ensure that the company does not exceed such level.
- 3. Ensure of the availability of adequate resources and systems for risk management
- 4. Supervise the risk management framework of the company and evaluate the effectiveness of the framework and mechanisms of identifying and monitoring the risks that threaten the company, in order to identify areas of inadequacy and adequacy.
- 5. Report regularly to the Board on the Company risk profile and promptly inform the Board of any significant changes in the volume of the risk.
- 6. Verify that the risk management personnel are apart from the activities that
- 7. Review any matters raised by the Audit Committee that may affect the Company risk management.



#### C. Risk Committee Meetings during the year 2022

Meeting No.	Meeting Date	Number of attendees	Names of absent members
1	01 June 2022	4	None

### D. The Board of Directors has allocated allowances for attending the meetings of the Risk Committee as follows:

**Chairman of the Committee:** 

**AED 15,000** 

Member:

**AED 10,000** 

#### 9. Internal Control System

## A. Recognition by the Board of Directors of its responsibility for the company's internal control system and for reviewing its mechanism of action and ensuring its effectiveness

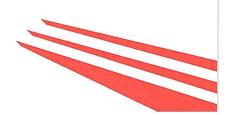
The Board of Directors is responsible for overseeing the company's internal control system and reviewing its effectiveness and efficiency.

This system aims to assess the means and procedures of risk in the company and to apply the rules of governance properly and to verify the commitment of the company and its employees to the provisions of applicable laws, regulations and decisions.

The Internal control Department reports on the extent to which the policies issued by the Board of Directors and its committees are implemented through periodic and annual reports, and the most important objectives, tasks and powers of the Internal Control Department identified by the Board of Directors are as follows:

- Ensure the validity and integrity of the work procedures in all departments of the company.
- Determine the company's compliance with governance requirements and professional conduct rules.
- Ensure that the organizations and companies dealing with the company and employees of the company are committed to applying the rules of governance, institutional discipline and professional behavior.
- Prevent, detect and correct errors and irregularities.
- Ensure that employees comply with the company's laws, regulations and policies.
- Review the means to ensure the integrity of assets and verify the actual existence of the asset.
- Cooperation with the external auditor to implement the general assembly resolutions.
- Executive management cooperates with internal control to achieve the objectives of the Board of Directors.
- Ensure the accuracy and integrity of accounting records so that they can be relied upon in policy-making and senior decisions.

According to the above, the Board of Directors acknowledges its responsibility for the company's internal control system, which has sufficient powers to apply governance rules in all the company's business and achieves transparency and fair accountability.



#### B. The name of the director of the Internal Control Department and his qualifications and the date of appointment

Mr. Ashraf Fahmy was appointed as Director of internal control in 2009, holds a Bachelor of Commerce and Chartered Accountant, a member of the British Association of Chartered Accountants and a Microsoft-certified computer systems and applications designer.

#### C. Compliance officer's name, qualifications and appointment date

Mohsin Khalid was appointed as Compliance Officer in 2018, and he holds a Master's Degree in Professional Accountancy from University of London, Bachelor's Degree in Economics from Puniab University, Certified Internal Auditor (CIA) from the Institute of Internal Auditors, Chartered Certified Accountant (ACCA) from the Association of Chartered Certified Accountants and a UAE Chartered Accountant (UAECA) from Accountants and Auditors Association, UAE. He has more than fifteen years of practical experience in the field of auditing and risk management.

#### D. How the Internal Oversight Department deals with any major problems with the company or that have been disclosed in annual reports and accounts

Preventive monitoring activities aim to deter errors or fraud from occurring in the first place, and include comprehensive documentation and authorization practices. Segregation of duties, an essential part of this process, ensures that no single individual is in a position to delegate, record and maintain the financial transaction and the resulting asset.

In addition, preventive internal controls include limiting physical access to equipment, inventory, cash, and other assets.

Detective controls are backup measures designed to catch items or events that have missed the first line of defense. Here, the most important activity is leveling, which is used to compare data sets. Corrective action is taken when material differences are found. Other investigative controls include external audits from accounting firms and internal audits of assets such as inventory.

The Internal Oversight Department has assessed the company's risk management methods and procedures, reviewed internal policy regulations, ensured that the company's governance rules are applied, continuously verified the company's compliance with laws and decisions, and periodically reported to the Board of Directors. The company supports a whistleblowing policy that allows any employee, customer or supplier to report any financial, professional, legal or ethical irregularities in complete confidentiality.

In order to comply with the rules & regulations, MBG Management Consultancies was appointed to conduct an assurance review on the ICOFR framework of Abu Dhabi Aviation in June 2021 by performing the following:



- Process GAP Analysis was performed
- Risk assessment was carried out based on actual risks posed by the company
- An assessment of controls within the relevant processes and sub processes was performed via sample testing methods.
- Risk Control Matrix (RCM) Register was submitted for entity-level controls as well as for all inscope business processes.
- Conducted a limited scope Information Technology General Controls (ITGC) review within the context of ICOFR, as highlighted in the ADAA's Resolution referred to earlier.
- Final GAP report was also submitted

MBG could not identify any risk indicator that can be considered significant nor affecting ADA's ability to fairly and objectively report its financial performance, noting that the Company did not face any major problems in 2022.

### E. Number of reports issued by the Internal Control department of the Company's Board of Directors

The Internal Control department has issued one report in 2022

### 10. Details of violations during the year 2022 and explaining their causes, how to address them and avoid future recurrence

During the 2022, the company was not subject to any fines or restrictions by the Securities and Commodities Authority or any legal authority in relation to any financial market issue.

### 11. The company's contributions to community development and environmental conservation during 2022

- > Participation and sponsorship of the 51st National Day of the United Arab Emirates.
- Participation in the commemoration of Martyr's Day.
- > Participation in Abu Dhabi Airshow 2022 with the aim of cooperating with other aviation sectors to build a strong and sustainable economy based on diversifying sources of income
- > Participation in the Search and Rescue Exhibition in cooperation with the National Search and Rescue Center 2022.
- > Participate in sponsoring and supporting the Al Wathba Community Cycling Team. Official sponsor of the team with the aim of encouraging the creation of a healthy society.
- ➤ Participating in an official sponsorship of the 2022 Thraliton Games is a kind of community service that Abu Dhabi Aviation is keen on.
- > Sponsor of the UAE Tour 2022. A strategic partner of the Abu Dhabi Sports Council to spread an awareness culture of the importance of sports for the health of the community.
- > Official sponsor of ADNOC Marathon, ADNOC is the strategic partner of Abu Dhabi Aviation.
- > Sponsor of the Abu Dhabi Desert Challenge. A strategic partner along with government and private companies in supporting the 2022 global sporting event.
- > Signing a memorandum of understanding with Zayed Higher Organization for People of Determination to enhance joint cooperation between the two sides on empowering people of



determination by providing aircraft wheel bumpers designed and developed by Zayed Higher Organization for People of Determination employees, which Abu Dhabi Aviation has subjected to international safety standards and has proven its effectiveness and efficiency.

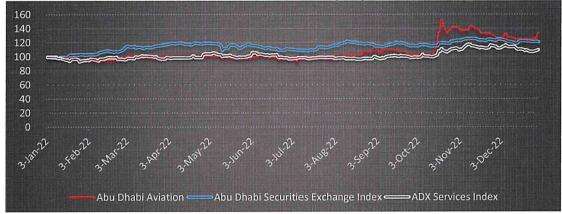
> Cash contribution of AED 50,000 to the UAE Wrestling and Judo Federation.

#### 12. General information

## A. Statement of the company's share price on the market (closing price - highest price - lowest price) at the end of each month during the fiscal year 2022

Month	Number of shares traded	Trading value	Number of trades	Highest Price	Lowest Price	Closing Price
01	1,406,840	6,737,503.59	110	4.900	4.670	4.670
02	3,845,668	17,951,169.96	146	4.850	4.510	4.700
03	7,270,320	35,792,289.78	330	5.050	4.750	4.870
04	1,382,403	6,774,896.44	109	4.940	4.870	4.910
05	507,825	2,431,583.99	58	4.900	4.700	4.770
06	1,825,817	8,983,225.37	226	5.190	4.700	4.720
07	5,437,965	25,956,170.46	150	4.900	4.500	4.760
08	11,245,010	57,482,172.67	627	5.940	4.780	5.500
09	3,812,178	20,475,361.68	486	5.750	4.950	4.990
10	8,570,298	56,118,607.81	1,611	7.550	4.910	6.910
11	5,278,114	34,558,970.02	955	7.270	6.100	6.100
12	3,974,203	24,345,354.18	433	6.510	5.950	6.500
Total	54,556,641	297,607,305.95				

B. Statement of the comparative performance of the company's shares with the general market index and the sector index to which the company belongs during 2022



#### C. Statement of the distribution of shareholders' ownership as of 31 December 2022 (individuals, companies, governments) classified as follows: local, Gulf, Arab, and foreign:

	Shareholder	Percentage of shares owned			
М	Classification	Individuals	Companies	government	Total
1	Local	45.95%	21.68%	30.00%	97.63%
2	Arabic	0.13%	0.40%	0.00%	0.54%
3	Foreign	0.05%	1.79%	0.00%	1.83%
	Total	46.13%	23.87%	30.00%	100%

#### D. Statement of shareholders who own 5% or more of the company's capital as of December 31, 2022 as follows:

Name	Number of shares owned	Percentage of shares owned by the company's capital	
Al Mamoura Diversified Global Holding	133,436,160	30.00%	

#### E. Statement of how shareholders will be distributed according to the size of the property as of 31 December 2022 as follows:

Equity ownership (shares)	Number of shareholder s	Number of shares owned	Percentage of shares owned by capital
Less than 50, 000	540	6,185,846	1%
From 50,000 to less than 500,000	254	43,888,335	10%
From 500,000 to less than 5,000,000	107	147,421,277	33%
More than 5,000,000	12	247,291,742	56%
Total	913	444,787,200	100%



#### F. Statement of the procedures adopted regarding Investor Relation Controls

In accordance with the decision of the Chairman of the Securities and Commodities Authority No (03 / RM) of 2020 regarding the adoption of the Public Joint stock Company Governance Manual and the decisions and circulars issued by the Authority related to investor relation controls, and since Abu Dhabi Aviation Company is keen on implementing in an optimal manner all rules and regulations related to this matter, the company was keen to develop a department , so the Company developed last year the Investor Relations Unit, strengthened the role of that Unit and used the best means of communication with the Company. It also developed and updated its website completely and accurately, including with regard to the Investor Relations Unit (Investor Relations Page) through which the Company seeks to empower investors and those interested to have direct access to the latest information, especially information related to financial statements, annual reports, earnings, stock prices and other disclosures and governance.

The Investor Relations page aims to strengthen communication channels and encourage information sharing in order to enable investors and financial analysts to access clear insights in accordance with the highest standards of transparency and reliability and to provide access to the latest information that confirms the commitment to transparency and the application of institutional discipline standards.

**Investor Relations Officer Name:** Ms. Suhaila Mohammed Al Mazrouei, Manager of Investor Relations

Contact information:

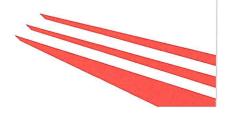
- Mobile No. +971 504445116
- ❖ Phone: +971 25051177 or +971 25051215
- ❖ Fax: +971 25757775
- E-mail: s.almazrouei@abudhabiaviation.com
- Electronic link of the Investor Relations Page on the Company's Website: https://ada.ae/investor-relations-2/

## G. Statement of the special resolutions presented at the 2022 General Assembly Meeting and the actions taken in this regard.

No special resolutions were presented at the General Assembly held during the year 2022.

#### H. Name and Appointment Date of Board Meetings Reporter

- ❖ Name: Ms. Suhaila Mohammed Al Mazroui
- Appointment date: 2012
- Qualifications and Experience: Ms. Suhaila Al Mazrouei holds a Master's Degree in Business Administration from Abu Dhabi University, a Bachelor's Degree in Accounting from Al Ghurair University, and a Diploma in Business Administration and Computer Information Systems from the Emirates College of Technology. She previously worked as an Administrative Officer in the Company's Human Resources Department and as an Accountant. She currently holds the position of Investor Relations Manager Board Secretary.



#### Statement of its work during the year 2022

- Inform the members of the Board of Directors of the dates of the meetings and send the meeting invitations and agenda to them at least one week before the meeting.
- Reminding the members of the Board of Directors of the dates of the periodic meetings and passing any new information and decisions to the members for review and approval.
- Preparing the meeting place of the Council with the necessary equipment.
- Writing minutes of meetings, preparing decisions issued by the Board of Directors, preparing, editing, printing and auditing drafts and related correspondence, and following up on their signature and distribution duly.
- Provide the relevant departments with their decisions.
- Provide the members of the Council with the decisions issued by the Council.
- Coordinate the dates of the meetings of the committees emanating from the Board of Directors and coordinate with the chairmen of the members of those committees to prepare their minutes and present their recommendations and decisions to the Board.
- Provide the competent authorities (Abu Dhabi Securities Exchange and Commodities Authority) with the meetings of the Board of Directors and the results of the meetings in addition to any other disclosures that may affect the company's shares.
- Communicate with investors and competent authorities and respond to any questions or inquiries related to the company.
- Perform any other tasks assigned to it by the Board of Directors.

## I. Statement of the major events and important disclosures that the company encountered during 2022.

Abu Dhabi Aviation has received an offer from ADQ Aviation to merge 100% of its stake in Etihad Airways Engineering, 100% of AMARC and 50% of GAL in exchange for Abu Dhabi Aviation issuing convertible bonds for Abu Dhabi Holding or one of its subsidiaries for 652 million ordinary shares in the share capital. Abu Dhabi Aviation is still in the bid evaluation phase.

j. Statement of the transactions the company made with the related parties during 2022, equivalent to 5% or more of its Share Capital.

None.



#### K. Statement of Emiratization Percentage in the Company by the end of 2022

Emiratisation	Emiratisation	Emiratization
Percentage 2020	Percentage 2021	Percentage 2022
9.5%	9.5%	%9.1

L. Statement of Innovative Projects and Initiatives undertaken by the Company or currently under development during the year 2022

None

Nader Ahmed Al Hammadi

**Chairman of the Board** 

Sheikh Ahmed Sultan Al Dhaheri Chairman of the Nominations and Remuneration Committee Chairman of the Audit Committee Ashraf Fahmy Internal Control Manager

Date: 22/03/2023







# SUSTAINABILITY REPORT 2022 ABU DHABI AVIATION



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## About This Report

(GRI 2-1, GRI 2-5, G7, G8, G9)

This is Abu Dhabi
Aviation (ADA) Group's
third sustainability
report since publishing
our inaugural report in
2020.

The report has been developed in full accordance with the Global Reporting Initiative (GRI) sustainability standards and provides an important platform on which to build our sustainability strategy in the coming years, in line with the UAE government's sustainability drive as well as global frameworks such as the Sustainable Development Goals (SDGs).

## Reporting Scope and Boundary

The reporting boundary is limited to ADA's operations for the period January 1 to December 31, 2022.

The report is confined to covering our commercial helicopter and fixed wing operator Abu Dhabi Aviation in addition to our wholly owned subsidiaries Maximus Air L.L.C and Abu Dhabi Aviation Training Centre (ADATC) LLC as well as Royal Jet LLC in which ADA holds a 50% stake.

The report is prepared in accordance with the GRI Standards. It identifies our key stakeholders, the topics that are material to our business, and lays out our approach to sustainability.

It details our commitment to operational excellence and health and safety, our talent management strategy, how we manage our environmental footprint, how we add value to the community, and our commitment to responsible business practices.

All ADATC data in the report has been consolidated into ADA's, unless stated otherwise.

#### Assurance

The report gathers and analyses information provided by all relevant departments of ADA. Data has been validated for accuracy internally and screened by an independent third-party sustainability consultancy to ensure the accuracy and reliability of the disclosures.

#### Forward-looking statements

Forward-looking statements involve uncertainty given the many external factors that could impact ADA's business operations. To that end, the company has no obligation to publicly update or revise forward-looking statements except as required by applicable laws and regulations.

## Communication and feedback

Compiling this report is a collaborative process involving many internal stakeholders throughout ADA. We welcome all feedback and suggestions that may help us to improve future reports.

To submit feedback or for any queries please contact us at: ir@ada.ae

## Message from the Chairman

(GRI 2-22)

Since its foundation in 1976, Abu Dhabi Aviation (ADA) has evolved into a diversified group comprising the largest helicopter operator in the Middle East and expanded to include VIP charter services in partnership with Presidential Flight (through Royal Jet), airfreight transportation (through Maximus Air), a state of the art aviation training centre (through Abu Dhabi Aviation Training Centre), a joint venture (AWAS) with one of the largest global helicopter OEMs (Leonardo S.p.A.), and our aviation consulting arm (ADA Millennium).

To further diversify our revenue streams and to manage the company's liquidity, we have invested in real estate through ADA International Real Estate (ADAIRE) and strategically in the capital markets.

Moving forward, we will continue to ensure the resilience of our company through continuous engagement with all our key stakeholders. This can only be achieved by maintaining the wellbeing of people as our top priority and at the core of our operations. Above all, this means ensuring the safety and satisfaction of employees and customers, and always meeting their evolving needs. It also means supporting our staff achieve their career ambitions and engaging closely with the local community.



**His Excellency Nader Ahmed Mohamed Al Hammadi**Chairman of the Board of Directors



As per the International Civil Aviation Organization (ICAO) the aviation sector is responsible for around 2% of total global GHG emissions. However, the sector's share of emissions is expected to grow in the coming years as demand for air travel continues to rise.

ADA is committed to supporting the UAE's goal of achieving Net Zero emissions by 2050, which can only happen if all private sector companies are fully on board and taking action to reduce their emissions.

Climate action is also a priority for ADA from a risk management perspective. These include physical climate risks resulting from changes in weather patterns which could disrupt air travel and damage infrastructure denting demand for air travel. As for transitional climate risks, the aviation sector is one of those hard to abate business sectors given that it still relies heavily on fossil fuels while alternatives are yet to reach commercial maturity and alternative aircraft technologies are still in the development phase.

As a result, the aviation sector has mostly had to rely on other methods to reduce its carbon footprint, including investing in more fuel-efficient aircraft and implementing more efficient flight patterns, measures which are unlikely to deliver the level of emissions reductions required.

ADA's approach moving forward will be to quantify the impact of climate change on our operations and ensure we have the right strategy in place to adapt and to mitigate this risk. We will look to dynamically be involved in sourcing solutions with our peers and most importantly to ensure that we equip ourselves with the necessary tools to align with the UAE's commitment to net zero by 2050.

## Key ESG Highlights





ZERO identified leaks, thefts or losses of customer data



ZERO fatalities over 1,000,000 helicopter flight hours



85% Employee Engagement Rate at ADA



Over 18,630 Training Hours at ADA or ~19 hours per employee



9% Emiratization rate or 132 Nationals employed



360 total volunteer hours



## About ADA

(GRI 2-6, GRI 2-28)

Abu Dhabi Aviation Group (ADA) was established in 1975 by Amiri Decree and started operations in March 1976.

The company is the largest commercial helicopter operator in the Middle East and currently owns and operates a fleet of Leonardo, Bell and Airbus helicopters and Bombardier DHC-8 aircraft.

We provide aviation offshore oil support, as well as VVIP passenger transportation services, search & rescue, crop spraying, aerial photography, seismic support, firefighting and third-party maintenance support.

The Group continues to expand its business into other markets, including a 50% equity stake in Royal Jet, an international VIP charter airline, and 100% ownership of Maximus Air. In 2016, ADA opened Abu Dhabi Aviation Training Centre (ADATC), a state-of-the-art training simulator facility.

Headquartered in Abu Dhabi, United Arab Emirates (UAE), with international operating locations in the Middle East, Europe and Africa, ADA is 30% owned by the Abu Dhabi government, and currently has approximately 1,000 employees.

The company has exceeded 1,000,000 helicopter flight hours with an enviable safety record.

#### Our Mission

To provide innovative solutions globally, while exceeding shareholder, customer and employee expectations

#### **Our Values**

- Safety
- Quality
- Customer Focus
- Teamwork
- Integrity & Ethics

#### **Our Goals**

- Safety is ADA's top priority & fundamental core value and is never compromised
- We value innovative, timely, efficient, costeffective, reliable and best quality services
- We are committed to achieving the highest levels of customer satisfaction
- We value the contribution that our team makes in achieving our mission and we support and encourage teamwork to ensure a high level of competence, expertise and competitiveness
- Trust, responsibility, transparency, commitment and accountability, are the pillars of our existence

#### Our Vision

One team, propelling ADA safely and profitably into the future



## **ADA AT A GLANCE**

ADA owns and operates a fleet of 66 aircraft comprising:



#### 59 helicopters

- 2 AgustaWestland 169
- 20 AgustaWestland 139
- 22 Bell 412
- 12 Bell 212
- 1 Airbus 135
- 2 Airbus 145



#### Seven fixed wing aircraft

- 2 Bombardier DHC-8-400
- 3 Bombardier DHC-8-300
- 2 Bombardier DHC-8-200



## ADA employs over 1,000 personnel including:

- 130 pilots
- 250 engineers & technicians



#### **ADA Ownership**

- 30% Government of Abu Dhabi through Mamoura Diversified Global Holding PJSC
- 70% UAE Nationals and Foreign Shareholders

The company has exceeded 1 million helicopter flight hours without loss of life.

#### **Major Activities**

- Offshore Oil & Gas Support including oil spill containment
- · VIP Charters & Air Taxi
- Fire Fighting
- · Emergency Medical Services
- Regional Fixed Wing Operations
- Disaster Relief
- External Load
- · Aerial Photography



#### Aviation authority approvals and certifications

General Civil Aviation Authority of the United Arab Emirates (GCAA) - Operator, Maintenance (MRO), Continuing Airworthiness Management Organisation Approval, Type Training

Federal Aviation Administration of the United States of America (FAA) - Maintenance (MRO)

European Union Aviation Safety Agency - Maintenance (MRO)

General Authority of Civil Aviation of the Kingdom of Saudi Arabia (Saudi Arabia) - Operator, Maintenance (MRO)

The Jordanian Civil Aviation Regulatory Commission - Maintenance (MRO)

ISO 9001 for Material Management

IS-BAO Safety certification Stage 3

Abu Dhabi Occupational Safety and Health System

Shell / Exxon / ENI Aviation Service Supplier

## **Our Journey**





### ADA GROUP REVIEW

In addition to ADA's helicopter operation presented above, the Group includes the following companies:



#### مين الوطني مركز التدريت Abu Dhabi Aviation Training Centre (ADATC)

Abu Dhabi Aviation Training Centre offers elite pilot training for fixed and rotary wing aircraft using state-of-the-art simulators. The Centre, one of the best in the MENA region, has training simulators for the following aircraft:

- AW169
- AW139
- Bell 412
- KingAir350
- Embraer ERJ145

Additional courses offered:

- Pilot Initial and Type Rating (Ground and Flight)
- Recurrent and Refresher (Ground and Flight)
- LOFT
- Airframe and Avionics
- GCAAEASA and GACA approved
- GCAAEASA and GACA Examiners
- **NVG** Training
- CRM, FirstAid, FireFighting, Dangerous Goods and others



#### AgustaWestland Aviation Services (AWAS)

AWAS is a joint venture (JV) between ADA (70%) and Leonardo Helicopters (30%) that provides first class services to the Leonardo fleet in the Middle East.

Our concept is to bring services to clients so they don't need to send helicopters and components overseas or undertake sophisticated and complex upgrades.

AWAS provides services for helicopters that are operated extensively throughout the UAE and the Middle East by Government Authorities, the Armed Forces, commercial operators and individuals.

#### Services:

- AOG
- Spare part sales
- Tools/Ground support equipment (GSE)
- Helicopter upgrades
- Customisation
- Repair & Maintenance
- Safety Equipment



#### Maximus Air

Operating out of Abu Dhabi Airport, Maximus Air provides endto-end cargo solutions especially for moving outsized air cargo. The fleet includes an Antonov AN124, the heaviest of heavy weight cargo lifters, capable of carrying 120 tons, which can load and offload independently using onboard systems. We also operate an Ilyushin IL-76 and variety of sub-chartered freighters such as B747 and B777.

Maximus Air services clients including the GHQ Armed Forces, Crown Prince Court, Ministry of Foreign Affairs and several other government entities.

#### Services:

- Air Freight
- Sea Freight
- Land Transport Service-Domestic & International
- Cargo Charter (Aircraft and Vessels)
- **Project Logistics Management**
- Warehousing & Distribution Services
- Cargo Charter (Aircraft and Vessels)
- **Project Logistics Management**
- Warehousing & Distribution Services
- **Exhibition Cargo Service**
- Heavy Lift/Out of Gauge Transport

#### Royal Jet Group

The Royal Jet Group is a premium private aviation group of companies headquartered in Abu Dhabi and jointly owned by ADA (50%) and Presidential Flight Authority (50%).

Royal Jet owns and/or operates ten Boeing Business Jets and two Bombardier Global 5000 aircraft (9 of which are owned and 3 leased). Its employees hold multiple certifications and licenses issued by the UAE General Civil Aviation Authority (GCAA) and the Bermuda Civil Aviation Authority.

The Royal Jet Group is a founding member of the Middle East Business Aviation Association (MEBAA), a member of various other industry associations, and its flight and ground operations are certified by the International Business Aviation Council (IBAC) and under the Wyvern Wingman program. Its Fixed Based Operations (FBO)/VIP Terminal at Abu Dhabi International Airport is also a member of the industry leading Air Elite Network.

Royal Jet is a multiple winner of the "World's Leading Private Jet Charter" category at the annual World Travel Awards and its FBO has won multiple awards for its facilities and services.

#### Services:

- Aircraft management
- Aircraft charter
- Aircraft leasing
- Medical evacuation flights
- Aircraft brokerage
- Flight support services
- FBO services
- Aircraft maintenance, repair and CAMO services
- Aircraft acquisition and disposal services and VIP aviation consulting



#### **ADA Millennium (ADAME)**

ADA Millennium (ADAME) is an aviation consultancy & advisory service wholly owned by ADA. Our depth of knowledge and experience of the aviation sector including commercial aviation, private aviation, fixed wing & rotary wing allows us to assist clients with a variety of projects including feasibility studies, restructuring & improving operations to improve profitability, or selecting the right aircraft for the right mission then negotiating the purchase. ADA Millennium is a member of the International Society of Transport Aircraft Trading (ISTAT) a professional organisation of aviation companies and individuals involved in buying, selling, and evaluating civil aircraft.

#### Services:

- Aviation Strategy
- Aviation Outsourcing
- Aviation Operations
- Lease Management

#### 

ADA International Real Estate (ADAIRE) is a real estate development, asset management and investment company fully owned by ADA. Established in 2016 in Abu Dhabi, ADAIRE owns, manages, leases and operates various real estate properties in the UAE and wider Middle East region as well as the United Kingdom.

ADAIRE focuses on identifying attractive real estate opportunities in key markets, creating meaningful partnerships with shareholders and clients, enhancing the company's reputation, operating according to high standards and delivering high quality projects.

#### Services:

- Asset Management
- Property Management
- Project Management
- · Leasing Services
- Joint Ventures
- · Private Equity
- Facilities Management Services
- Investments

## Our Approach to Sustainability











## COVERING THE TRIPLE BOTTOM LINE

The Triple Bottom Line (TBL) of People, Planet, and Prosperity is a sustainability model that shows that companies that commit to environmental and social responsibility alongside the pursuit of profit are better equipped to achieve sustainable value for all stakeholders, including investors, customers, employees, suppliers and the wider communities in which they operate.

True sustainability can be achieved only when societal needs (People), environmental protection (Planet) and economic prosperity overlap. Innovative, forward-thinking companies that recognise and address the importance of People and Planet and integrate these considerations into their business models can ultimately deliver greater prosperity as well as returns for shareholders. In other words, it is possible to do well by doing good.



#### People

Generating shareholder value is not the only measure of business success. Firms can create value for all people impacted by their business practices, including customers, employees, and community members. Companies serve society through their employment practices, the services they deliver for customers, and through community initiatives such as philanthropy and volunteerism.

#### **Planet**

Not only do businesses have a responsibility to minimise their negative impact on the environment, but they also hold the key to driving positive change by adopting more sustainable business practices to reduce emissions and consumption of resources. By harnessing the power of innovation and adopting more advanced technologies, companies can have a positive impact on the environment while also improving operational performance and cost optimisation.



#### Prosperity

Purpose-driven companies that use their businesses to effect positive environmental and social impact can do so without hampering financial performance. Indeed, by embracing sustainability they can manage risks and drive business success as stakeholders, including shareholders, increasingly turn towards those companies that can demonstrate genuine social and environmental credentials. Financial success, in turn, generates prosperity not only for investors but also for everyone working at the company and their families, which has a knock-on benefit for the communities they live in.

ADA's integrated approach to safety offers the clearest example of how we create value for all stakeholders by delivering prosperity in addition to benefits for people and planet. It is essential for preserving our good reputation in the market and protecting shareholder value while also protecting the interests of our customers, employees, the environment, and the community. By prioritising safety above all else we deliver cross-cutting benefits that hit the sweet spot where people, planet and prosperity converge.

## ADA's ESG MATERIALITY ASSESSMENT

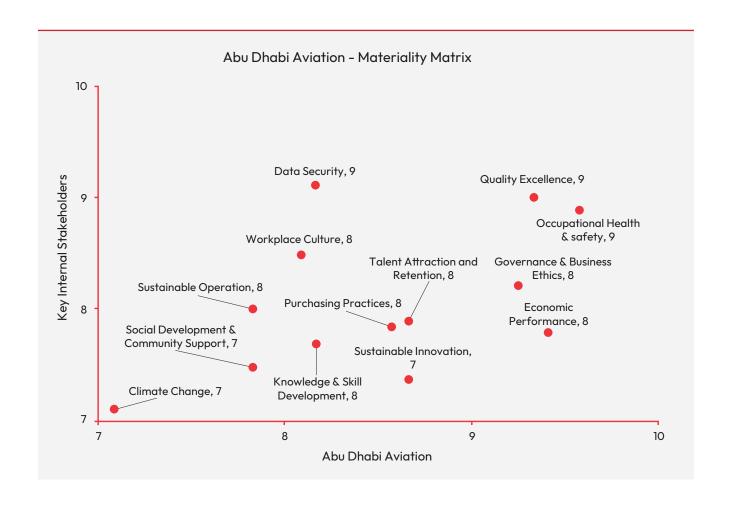
(GRI 2-29, GRI 2-30, GRI 3-1, GRI 3-2)

To effectively determine the economic, environmental, social and governance (ESG) topics that are most material to ADA, we conducted an assessment involving a dual materiality approach which included 1) a stakeholder engagement process and 2) assessing our impact.

It's through peer analysis, and the expertise of a sustainability consultant that we defined the initial list

of material topics. The below chart was developed as a result of an internal stakeholder engagement exercise, mainly through a survey, to assess the opinion of our key internal stakeholders in relation to the impact of our business on the economy, environment, and people.

We will be continuously enhancing and updating the below matrix by involving other key external stakeholders in the materiality assessment process.



#### 1. Stakeholder Engagement

ADA's sustainability approach begins with regular engagement with key internal and external stakeholders across subsidiaries to understand what issues matter most to them. The feedback we receive from them provides significant input for our materiality assessment which gives us a clearer picture of how various ESG topics impact our business. It also allows us to map and assess the relative importance of each material topic.

Below we list those stakeholders and explain why they matter to our business, how we engage with them, and which issues matter to them.

- Employees
- Customers
- · Board of Directors
- Suppliers/ Service Providers
- Government/Regulators (i.e., SCA, ADX)
- Aviation regulatory bodies
- Shareholders
- Community

#### **Employees**

#### Why they matter to us

As a highly technical business our success depends on our ability to attract and retain staff, such as pilots and engineers, with core competencies and qualifications that are in high demand globally. We continuously strengthen our employee value proposition by listening to their needs, enhancing working conditions, offering competitive remuneration, and providing ongoing training & development opportunities.

#### What matters to them

- Remuneration and reward
- Professional training & development
- Opportunities for progression
- · Strategy direction and growth
- Employee engagement
- Health, safety and wellbeing

- An empowering culture
- · Inclusion and diversity
- A clear ESG agenda

#### How we engage with them

- Employee forums and meetings
- Regular internal updates
- · Regular training
- Access to independent whistleblowing process
- · Senior management and Board visits
- Confidential employee support helpline

#### **Customers**

#### Why they matter to us

Our business depends on nurturing close, long-term relationships with select clients that are leaders in their core markets. Often operating at the highest levels of business and government and in strategically important sectors, they depend on us to deliver reliable and safe service. Our keen understanding of their needs enables us to support them with major challenges and to add significant value to their operations.

#### What matters to them

- Safety
- · Operational excellence
- · Innovation and expertise
- Efficiency and reliability
- · Value for money
- Deep understanding of their current and future needs
- Sustainability performance and agenda

#### How we engage with them

- Regular ongoing relationship engagement at all levels
- · Contract negotiation and execution
- Strategic Partnership Programme
- · Collaborating on joint initiatives
- Attendance at key industry events and forums

#### **Board of Directors**

#### Why they matter to us

The Board of Directors is responsible for overseeing the strategic direction of the company on behalf of shareholders, forming the executive team, setting its remuneration, supporting with guidance, and ensuring that the team executes the strategy in accordance with the governance framework.

#### What matters to them

- Economic impact
- Operational excellence
- · Strategic direction and growth
- Health, safety, wellbeing
- Ethical business conduct
- Sustainability agenda

#### How we engage with them

- Board of directors' meetings
- Committee meetings
- Annual General Meetings
- Regulatory reporting (i.e., financial statements, corporate governance reports, ESG reports, etc.)
- · More regular engagements when required

#### Shareholders/Investors

#### Why they matter to us

The continued support of our investors and access to capital provides financial stability and enables us to execute our long-term growth plans. In accordance with stock exchange regulations, we regularly update the market with transparent information that allows investors and potential investors to make informed decisions regarding our business.

#### What matters to them

- Shareholder value
- · Financial and operational performance
- Strategy and business development
- Capital structure
- Dividend policy
- Transparent communication
- Corporate governance
- · Sustainability strategy

#### How we engage with them

- AGM, Annual Report and Financial Statements
- Stock exchange announcements and press releases
- · Investor relations team
- Treasury team with banks and noteholders and credit rating agencies
- · Dedicated investor section on our website

#### **Suppliers**

#### Why they matter to us

Our business and good reputation depend on operating and maintaining state-of-the-art assets. For this we have built long-standing trusted relationships with suppliers of best-in-class technology as well as spare parts. Our supply chains are therefore vital to our performance and to ensuring we deliver reliable service to our customers, thus minimising risks to our business and our customers.

#### What matters to them

- Good working relationships
- Prompt payment and predictable supplier cash flows
- Access to opportunities

#### How we engage with them

- Regular open and honest two-way communications
- Supplier Code of Conduct
- · Supplier conferences and tradeshows
- Supplier due diligence

#### Regulators

#### Why they matter to us

ADA operates in highly regulated sectors of strategic national importance including aviation, oil & gas and defense. Compliance with all regulations, especially where safety is concerned, is of the utmost importance. We maintain positive and constructive relationships with regulators to ensure we always operate in accordance with regulations as well as to share our expertise and advise on enhancements to existing policies and regulations that could benefit the sectors that we operate in.

#### What matters to them

- · Compliance with regulations
- Strong governance policies and standards
- Transparency
- Trust and ethical behaviour
- Safety
- Sustainability

#### How we engage with them

- Regular engagement at the local and national level
- · Briefing on key issues
- · Investor relations team
- · Dedicated compliance teams
- Response to direct queries
- Co-ordinated safety improvement programmes

#### Community

#### Why they matter to us

We are committed to serving not only our customers but also adding value to the communities we operate in, both economically and socially. We contribute to the local and national economy by providing high value add services and good jobs for skilled local workers as well as training & development opportunities.

#### What matters to them

- Employment and economic contribution
- Health, safety and wellbeing
- Sustainability and protecting the local environment
- · Community engagement

#### How we engage with them

- Sponsorship and donations
- Employee volunteering
- · University partnerships
- Engagement with local community programmes

#### 2. Our Impact

To understand how our business activities impact society and the environment, we started by conducting a thorough peer analysis. The Sustainability Accounting Standards Board's (SASB) materiality map allowed us to further incorporate material sustainability topics that are specific to the sectors we operate in. In alignment with our strategic goals and following the expertise of our leadership team, the list of topics was prioritised.

The outcomes of our materiality assessment and the dual materiality approach are depicted in the matrix below.

	Material Topics	GRI Standards	ADX Disclosures
	Governance & Economic		
1	Economic Performance	GRI 201 - Economic Performance	
2	Governance & Business Ethics	GRI 205 - Anti-Corruption	S1: CEO Pay Ratio S9: Child & Forced Labour S10: Human Rights G1: Board Diversity G2: Board Independence G3: Incentivized Pay G5: Ethics & Prevention of Corruption
3	Data Security	GRI 418 - Customer Privacy	G6: Data Privacy
4	Sustainable Innovation	N/A	
	Social		
5	Knowledge & Skill Development	GRI 404 - Training and Education	
6	Occupational Health & Safety	GRI 403 - Occupational H&S	S7: Injury Rate S8: Global Health & Safety
7	Talent Attraction & Retention	GRI 401-Employment	S3: Employee Turnover S5: Temporary Worker Ratio
8	Workplace Culture	GRI 405 - Diversity and Equal Opportunity GRI 406 - Non-discrimination	S2: Gender Pay Ratio S4: Gender Diversity S6: Non-Discrimination
9	Purchasing Practices	GRI 204 - Procurement Practices GRI 308- Supplier Environmental Assessment GRI 414- Supplier Social Assessment	G4: Supplier code of Conduct
10	Quality Excellence	GRI 416 - Customer Health & Safety	
11	Social Development & Community Support	GRI 202 - Market Presence GRI 413 - Local Communities	S11: Nationalization S12: Community Investment
	Environmental		
12	Climate Change		E1: GHG Emissions
13	Sustainable Operations	GRI 302 - Energy GRI 303 - Water and Effluents GRI 305 - Emissions GRI 306 - Waste	E2: Emissions Intensity E3: Energy Usage E4: Energy Intensity E5: Energy Mix E6: Water Usage E7: Environmental Operations E8: Environmental Oversight E9: Environmental Oversight E10: Climate Risk Mitigation

## **ALIGNING WITH THE SDGs**

The United Nations adopted the Sustainable Development Goals (SDGs) in 2015 as a call to action for all countries to end poverty, promote prosperity, protect the planet and ensure that by 2030 all people everywhere can live safe and healthy lives while accessing education.

SDG 13 'Climate Action' recognises that efforts to achieve all the SDGs will be undermined without a unified, global approach to addressing the threat of climate change through the Paris Agreement.

The UAE has aligned the principles of these two important global commitments with local and national government strategies such as the Abu Dhabi 2030 and the UAE 2031 visions, which embrace the pillars of sustainable development and set the agenda for the development of the UAE over the next decade. All stakeholders across government, the private sector, civil society, and academia, must collaborate and form partnerships to achieve the goals.

#### The role of aviation

Aviation is a crucial driver of economic and social growth and plays an essential role in supporting the UN SDGs. Some of the SDGs on which the aviation sector has a direct impact include:



SDG13: Affordable and clean energy

– Aviation companies are working to
reduce their impact on the environment

by increasing their use of alternative fuels such as Sustainable Aviation Fuel, while working collaboratively through various sustainability specific alliances on finding more technological solutions to decrease the sector's carbon footprint. One such initiative is the Carbon Offsetting and Reduction Scheme for International Aviation (CORSIA) which is playing a key role in getting companies to action their carbon reduction plans.



SDG8: Decent work and economic growth

– The aviation industry globally directly
employees around 3 million people and

hence contributes to the economic development of many countries.



SDG11: Sustainable cities and communities: The aviation industry is one of the key elements allowing for the interconnectivity

of communities and enabling people to travel and trade thereby contributing to the development of sustainable cities and communities.

#### Our SDG Impact



#### SDG 3 - Good Health and Wellbeing

Ensure healthy lives and promote well-being for all at all ages

ADA contributes to SDG 3 through our uncompromising approach to safety in every facet of our operations. This is the most material SDG for us because it is what all our stakeholders care about the most and it is where we can have the biggest impact, by ensuring the safety of customers, employees, the environment, and surrounding communities. (see Safety-First Culture on P29)



#### **SDG 4 – Quality Education**

Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all

ADA contributes to SDG 4 by training & developing specialist pilots and ground staff, not only for our own operations but for other operators, through our wholly owned training company ADATC, thus contributing to capacity building in the local and global aviation sector. (see Case Study on P57)



## SDG 8 – Decent Work and Economic Growth

Foster sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all

ADA contributes to SDG 8 by providing quality, well paid jobs for hundreds of highly skilled employees which brings benefits for their families as well as the local business community. Through our people management strategy, we attract talented individuals from all over the world to Abu Dhabi where we provide further training and development opportunities. (see Our People on P37)



#### SDG 12 – Responsible Consumption and Production

Ensure sustainable consumption and production patterns

ADA contributes to SDG 12 through our responsible waste management practices which include meticulous separation and disposal of all waste materials, especially hazardous materials. We take a five-step approach to waste management based around the Reduce–Re-use–Recycle–Treatment-Disposal model. This delivers benefits for both the environment and public health. (see waste management on P65).



## Operational Excellence





ADA is committed to delivering safe, timely, efficient, cost-effective, and reliable customer service across our operations.

Achieving this level of operational excellence depends on many different factors, the most important being:

- · Operating a fleet of modern, safe and reliable aircraft
- · Using the right aircraft for the right job
- Having highly trained flight and ground crew to operate the aircraft according to best practices
- · Operating and maintaining the fleet in a safe and efficient manner
- · A focus on process optimisation and quality across all areas of our operations

Above all, the key to delivering operational excellence and customer satisfaction at ADA is our unwavering commitment to safety.





## A SAFETY-FIRST CULTURE

(GRI 416, GRI 418)

At ADA, safety cuts across all levels of our operations. Maintaining the highest standards of safety performance is vital to protect the interests and wellbeing of our employees, customers, the environment and for the preservation of our good reputation. Safety is ADA's highest priority, and we never compromise on it under any circumstances.

Our offshore helicopters, for example, average a level of activity that demands elite flight, ground and maintenance crews supported by robust safety and compliance procedures. Thanks to our rigorous approach to safety, ADA has exceeded 1 million helicopter flight hours with an exemplary safety record.

Together with our employees, customers, regulators, business partners and other key stakeholders, we will continue to nurture a safety-first culture that is built on trust and accountability, with clearly defined roles and responsibilities.

# An Integrated Approach to Safety

Approved by the Abu Dhabi Department of Transport (DOT) and GCAA, ADA's Integrated Environmental, Occupational Health and Flight Safety (EHS) Policy integrates the management systems for flight safety, occupational health and safety, and the environment to create a single cohesive management system.

In addition to ensuring compliance with all legal requirements, this Policy reflects ADA's commitment to:

- Providing a safe and healthy workplace for employees
- Implementing best practice standards for protecting the health and safety of customers, employees and other concerned stakeholders
- Implementing best practice standards for protecting our direct and surrounding environment
- Integrating risk management into our operations and activities
- Achieving and promoting sustainable aviation industry standards
- Being an example of best practice in achieving sustainability for other operators in Abu Dhabi, UAE and beyond

#### Specifically, the Integrated EHSMS is designed to:

- (1) Create legal safeguards, promote continuous improvement and simplification by reducing complexity
- (2) Reduce costs and effort in the long-term through continuous process optimisation and by combining duties and competences
- (3) Support employees in the integrated implementation of processes
- (4) Guarantee the supply of employment-related information and requirements
- (5) Secure a positive corporate ranking (management quality)
- (6) Support managers and employees in the performance of their individual EHS responsibilities
- (7) Estimate ecological and economic opportunities and risks and thus ensure sustainability

### Safety Management Systems

Our Safety Management System (SMS) and Environment, Occupational Health and Safety Management System (EHSMS) provide the basis for our systematic approach to safety.

They allow ADA to be a more resilient and agile organisation that can adapt and respond to change and manage inherent and emerging risks in a timely manner. They ensure that we meet all relevant environmental, occupational health and safety regulations and contain performance metrics based on established risk management principles.

Risk management is a core component of the Safety Management System (SMS) of the General Civil Aviation Authority (GCAA), the federal body that oversees and regulates all aviation-related activities in the UAE.

The SMS team is composed of five individuals including an EHS Direct, and EHS/SMS Manager/Lead Auditor, a Flight Data Monitoring Manager, an Airside Quality and Safety Coordinator and Safety Support Coordinator.

## Safety Performance Monitoring and Measurement (SPM)

ADA continuously monitors and measures its safety performance, as per GCAA regulations.

Safety Performance Monitoring and Measurement (SPM) is one of three elements that comprise the safety assurance component of the International Civil Aviation Organization's (ICAO) SMS Framework.

Safety assurance allows ADA to determine whether the SMS is operating according to expectations. For the GCAA to approve ADAs SMS the regulator must be satisfied that our SPM is appropriate and pertinent to our activities.

The GCAA requires that Safety Performance Indicators (SPI), Safety Performance Targets (SPT) and Alert Levels:

- (a) are appropriate, and relevant to the scope and complexity of the specific operational context; and
- (b) use an appropriate measuring matrix dependent on the size and complexity of the organization.

ADA's Safety Performance Objectives (SPOs), SPIs and SPTs are approved by the GCAA at the start of each year. We provide the GCAA with quarterly performance reports along with statistical data required to monitor the Acceptable Level of Safety Performance (ALoSP). If an alert level or a target has been breached, ADA reports it to the GCAA and submits a corrective plan accordingly.

## 2022 Safety Performance Monitoring Data Summary Table

Unauthorized Crane Movement I

2
External Load Operation

1
Noncompliances

5
FDP Exceedance VIP and HEMS

2
FOD

1
Base Maintenance Error

1
Maintenance Overruns

4
Lost Time Injuries

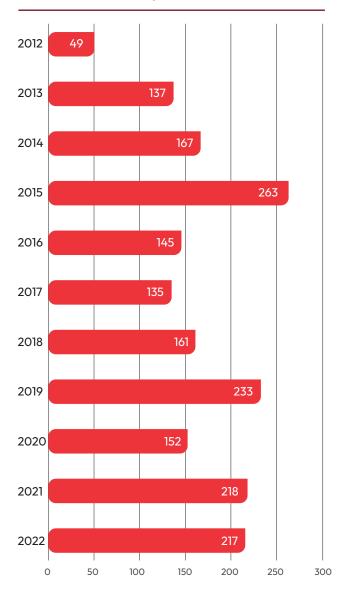
## Safety Reporting

Safety Performance Monitoring and Measurement (SPM) is supported by SMS Pro, ADA's web-based SMS management software which allows us to gather and analyse safety data and to swiftly process corrective action and address associated risks.

Senior management approves annual EHSMS performance targets and plans, and reviews performance through the Safety Review Board (Management Review). ADA produces a comprehensive EHS Annual Report covering a review of the previous

year and an outlook and plan for the following year which is approved and signed off by the Chairman of the Board of Directors.

#### Number of Internal Reports 2012-2022



# Operational Risk Profile and Safety Objectives

ADA's approach to preventing and mitigating EHS impacts and risk is through a formalised risk management process. This is an essential part of our EHSMS, enabling effective identification of hazards, risk probability and severity assessment, and the implementation and monitoring of risk reduction measures.

It addresses the causes of potential incidents, accidents and occurrences before they occur, preventing harm to people, assets, environment and business performance.

ADA has identified our Top Risks and Objectives based on safety data collected internally over the past decade as well as by observing industry trends and reference to safety intelligence sources.

	Risk Profile	Objectives
1	Night Operations during HEMS and VIP Operations Loss of situational awarness during VFR night operations for VIP and HEMS flights.	Reduce night VFR incidents during HEMS and/or VIP flight operations.
2	Human Errors Human errors such as slips, lapses and mistakes that result in failure to achieve intended outcomes.	Optimize man-machine interface during aviation activities to reduce errors.
3	Substandard Offshore and Onshore Facilities Operating in substandard offshore and onshore facilities.	Enhance safety collaboration mechanisms with external stakeholders (customers and industry) to address operational issues/ improve safety.
4	External Load Operations Inadequate controls during onshore and offshore external load operations resulting in serious incidents/accidents.	Reduce incidents and accidents during offshore helicopter external load operations.
5	Violations and Non-Compliances Violations that result in noncompliance with regulations, policies, procedures and/or acceptable norms.	Improve knowledge and compliance with regulations and procedures.
6	Commercial Pressure Commercial pressure resulting in flawed decisions, non-compliances and poor safety performance.	Improve and enhance crew awareness of organizational, personal and systemic factors contributing to commercial pressure leading to serious incidents and accidents.
7	Internal Controls and Oversight Inadequate safety assurance programs to monitor systems and processes to achieve acceptable level of safety.	Strengthen safety assurance and internal control capabilities at base and AFB locations.
8	Safety Culture Lack of effective Safety Culture impacting efficiency, productivity and safety.	Improve Safety Culture and develop action plans to address areas for improvement.
9	Aircraft System and/or Component Failure or Malfunction Technical and system malfunction resulting in serious incidents and accidents.	Improve airworthiness systems and reliability to reduce technical malfunctions.

 ${\sf ADA}\ sets\ targets\ and\ performance\ indicators\ to\ address\ these\ risks\ and\ objectives.$ 

1.Flight Operations SPIs					
SPIs	Targets				
Unstable Approach Events Rate (FW)	Zero (O) Event per 2,000 flight hours				
Inadvertent Selection of Power Levers in Beta Mode Events (FW)	One (1) Event per 2,000 flight hours				
Runaway Excursion Events (FW)	Zero (O) Event per 2,000 flight hours				
Autmation Error Events (FW & RW)	Two (2) Events per 17,000 flight hours				
Flight Crew Regulatory Non- compliance Events (FW & RW)	Two (2) Events per 17,000 flight hours				
Loss of Control In-flights Events (LOCI) (FW & RW)	Zero (O) Event per 17,000 flight hours				
Over Torque Events (RW)	Zero (O) Event per 15,000 flight hours				
AIRPROX/ TCAS RA (Resolution Advisory) Events (RW)	Zero (O) Event per 15,000 flight hours				
External Load Operation Events (RW)	Zero (O) Event per total number of lifts per year				
Unauthorized Crane Movements Events (RW)	Zero (O) Event per 10,000 flight hours				
Night VFR Loss of Situational Awarness (SA) Events (RW)	One (1) Event per 300 flight hours				
Flight Duty Period (FDP) Exceedances Events (RW)	Three (3) Events per quarter				
Landing on Wrong Helideck (RW)	Two (2) Events per 10,000 flight hours				
Helideck Light Damage Events (RW)	Zero (0) Events per 10,000 flight hours				

2.Engine	ering SPIs
SPIs	Targets
Engine In-flight Shutdown Events	Two (2) Events per 2,000 flight hours
Base Maintenance Error Events All Base Maintenance Errors limited to errors which contribute to safety hazard and lead to diversion or return to stand/base; and All Base Maintenance Errors which are reported post release to service	Two (2) incidents per 115,000 man hours
Line Maintenance Error Events All Line Maintenance Errors limited to errors which contribute to safety hazard and lead to diversion or return to stand/base; and All Line Maintenance Errors which are reported post release to service	Two (2) Events per 3,500 departures
Maintenance Overrun Events	Three (3) events
Engineer regulatory non- compliance Events Violations with regulations and SOPs, etc.	Two (2) Events per 115,000 man hours

3.Ground Operations SPIs				
SPIs	Targets			
Unattended and/or Unescorted Passengers	Zero (0) incident			
Unauthorized Dangerous Good Events	Zero (0) incident			
Airside Personnel Non- Compliance Events	One (1) incident			
FOD	One (1) incident			
Airside Driving Non- Compliance Incidents	Zero (0) incident			
Non-adherence to Embarkation and Disembarkation SOPs	Zero (0) incident			

# Department of Transport & ADPHC EHS KPIs

ADA complies with mandatory KPIs as per Abu Dhabi Public Health Center's (ADPHC) OSHAD Systems Framework and the Department of Transport's (DOT) Environmental Health & Safety Management System (EHSMS) Regulations.

Our EHS performance is reported to OSHAD/ADPHC and DOT on a quarterly basis through the Al'Adaa System.

The following "Safety Performance Targets and Objectives" are monitored:

- Lost Time Injury (LTI)
- Contractor Lost Time Injury (LTI)
- Passenger and Visitor Fatality and Injuries
- OSHAD Licensed EHS Employees
- Number of Corrective notices/fines/penalties/ enforcements

KPI	Data for 2022
Lost Time Injury (LTI):	02
Employee Contractor LTI:	0
Passenger and Visitor Fatality and Injuries:	0
OSHAD Licensed EHS Employees:	02



## Safety in the Oil & Gas sector

Supporting clients in the offshore oil and gas sector is an essential part of ADA's operations. Abu Dhabi National Oil Company (ADNOC) is one of our main customers while in other territories we also work with international oil majors including Shell and ExxonMobil.

Taking off and landing from offshore oil facilities requires ADA to operate not only according to our own safety procedures but also to abide strictly by those of our customers. These procedures are designed to protect everyone onboard the aircraft as well as those on the ground or on the facility.

ADA works very closely with key clients to make sure we have a precise understanding of their safety rules and regulations. We hold regular joint safety meetings with ADNOC to review and discuss safety issues and determine the need for procedural changes, specific training requirements, or drills, etc.

#### **Data Protection**

ADA makes all possible efforts to protect our customer privacy and prevent any loss of confidential data they have entrusted to our safekeeping, as stipulated in our Information Security Policy (ISP).

The ISP is aligned with ISO 27001:2013 (Information Security), GCAA law and National Electronic Security Authority (NESA) UAE Information Security Standards. The policy clearly defines how our Information Security Management System (ISMS) has been set up, managed, measured, reported on and developed within ADA.

The ISMS is designed to protect ADA's information and supporting infrastructure, including assets critical to the operation of the business and information belonging to ADA's customers, suppliers and business partners.

ADA has recently invested in upgrading IT systems and infrastructure to keep pace with the increasing demands of the business and the rapidly evolving cyber security landscape. This is critical for ADA, because protecting IT systems and data is directly linked to customer safety and security. With this in mind, we took the decision to transform and redesign our network infrastructure.

After a thorough evaluation of the market, ADA invested in Next-Generation Firewalls (NGFWs) from a market leading vendor. The integrated solution means that all components – firewall, switches, and wi-fi access points – work in tandem to enforce a consistent security policy across the whole network, making the system simple to manage and providing real-time communication across the entire security infrastructure.

Critical data flows are monitored and controlled through a centralised interface which provides logging and reporting, data analytics, and allows us to quickly identify and fix network performance issues. Combined, these solutions offer greater control and visibility and simplify our compliance processes.

An additional layer of cybersecurity is provided by aeCERT (United Arab Emirates Computer Emergency Response Team), which was established by the UAE Telecommunications and Digital Regulatory Authority (TDRA) to improve security in the UAE. ADA has signed MoUs with aeCERT and other government entities to monitor our company server logs and report any external threat to our Head of IT Department and network team for validation.

ADA has neither experienced any data privacy breaches in the past three years nor any complaints from regulatory bodies.

# DIGITALIZATION AND INNOVATION

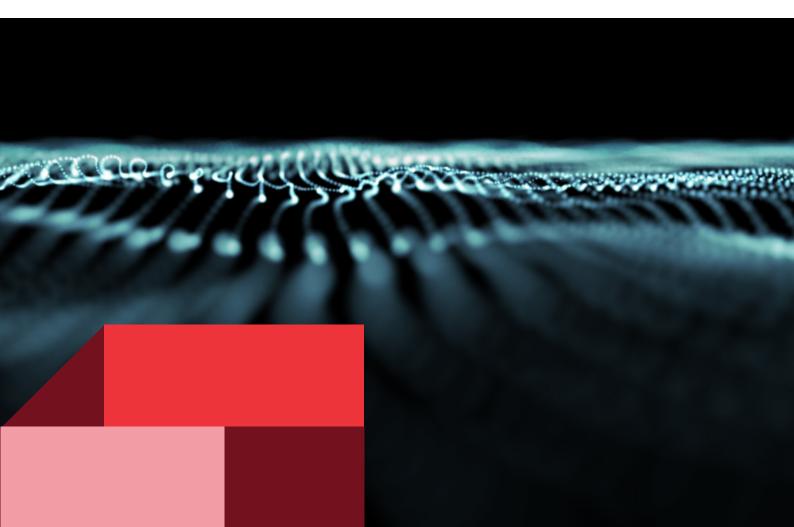
ADA constantly assesses the need for new technology solutions based on business requirements. Ultimately, we aim to unify all systems on a single platform, rather than managing multiple vendors, though this is an ongoing process.

### **Digital Signature Solution**

During the pandemic, ADA introduced SigningHub, a digital signing solution that includes workflow-based approval which is also usable through a mobile app. The solution is secure, convenient and cost effective and has brought environmental benefits by enabling us to cut back significantly on paper usage.

#### Workflow

ADA has improved workflow and achieved efficiency gains by integrating core business applications for HR and engineering. We also implemented a new procurement management solution, Tejari, during the pandemic which delivered additional transparency and efficiency to the process and helped to further reduce paperwork involved.



# Case Study

# Royal Jet – Personalisation through digitalisation

Royal Jet goes to great lengths to deliver a flawless, personalised, end-to-end experience for our customers, from the moment they contact us to book a flight through to the end of their journey.

During the pandemic we took the opportunity to refurbish our Fixed Based Operations (FBO)/VIP Terminal at Abu Dhabi International Airport, as well as our fleet by upgrading interiors and installing high speed internet to improve connectivity.

As part of our rebranding project, we are to introduce a digital platform to unlock better, more customized and curated experiences for passengers. The platform will provide the main means of communication between passengers and our experienced operations team and onboard crew, who can advise, guide and handle any specific requests.

Once the booking request has been received, the team will prepare an initial tablet to start the customized trip planning for passengers. Ahead of the flight, passengers can provide additional information regarding their preferences and desires, as well as the ideal aircraft layout.

Closer to the flight date, passengers can configure their in-flight experience, selecting meal preferences or their entertainment favourites. Mid-flight, passengers can continue to tailor their flight journey interacting with the crew but also by signalling other preferences through the app.

Finally, whether they are landing in Abu Dhabi or overseas, we aim our platform to also cater to our passengers needs at their destination.

We make sure to follow-up with customers and gather feedback that can help us to enhance the experience in future and take our service to new heights.



# Our People







# WORKPLACE CULTURE AND VALUES

ADA nurtures a supportive and engaging working environment for all employees regardless of their role within the organisation. We recognise people as the lifeblood of our company who play an instrumental role in its day-to-day functioning and are critical to current and future success.

#### Code of Conduct

Our Code of Conduct sets out the rules around workplace behaviour and conduct for all employees. It ensures that employees know what is expected of them and what ADA expects in return.

ADA expects all employees to execute their duties according to the highest standards of professional and ethical conduct, regardless of their status within the company, where they are based, or their level of dealings with customers and colleagues.

All employees must represent ADA with honesty and integrity whether they are on or off duty and must act in accordance with our values of Safety, Quality, Customer Focus, Teamwork, Integrity & Ethics. Employees must treat each other in a respectful, dignified and fair way, without prejudice.

The Code reaffirms our commitment to an inclusive workplace with fair and equal treatment for all employees regardless of race, ethnicity, gender, age, or physical capabilities. The policy governs all aspects of employment including selection, assignment, promotion, performance assessments, compensation, disciplinary action, termination and access to benefits and training.

If employees feel they are a victim of discrimination in the workplace they are encouraged to bring this to the attention of Heads of Department or HR.

In addition, the Code specifies rules related to:

- Conduct related to sales, contracts, negotiations
- Anti-bribery Policy and Personal Profit
- Giving and accepting gifts
- Compliance with all ADA policies
- Compliance with all relevant rules and regulations

All employees are expected to familiarise themselves with the Code and are duty bound to report any breaches of it or any other ADA policies and procedures to their Head of Department, HR, legal or audit confidentially.

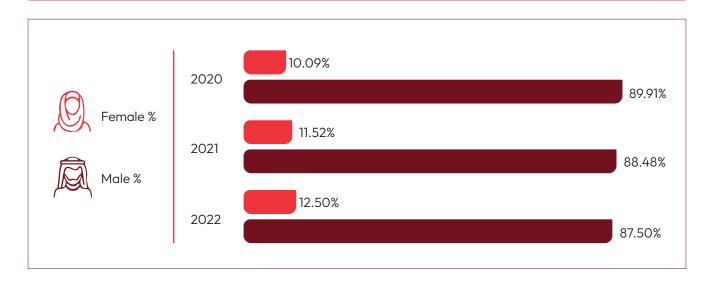
ADA has zero tolerance for workplace harassment or abusive behaviour of any kind and employees are encouraged to report instances of such to the relevant Heads of Department or HR so that they may be addressed promptly.

Our Harassment Policy details the proper procedures to submit a complaint and how they are dealt with. Reports will be treated seriously, confidentially and without prejudice to the employee or their career.

	Employees
	ADA
2020	958
2021	954
2022	985
	ADATC
2020	21
2021	21
2022	27
	Royal Jet
2020	280
2021	321
2022	369
2020	Maximus Air 43
2020	43
2022	42
2022	
	TOTAL
2020	1302
2021	1339
2022	1423

All employees							
	ADA						
	Female Male Female (%) Male						
2020	51	913	5.29%	94.71%			
2021	56	904	5.83%	94.17%			
2022	61	924	6.19%	93.81%			
		ΙA	DATC				
	Female	Male	Female (%)	Male (%)			
2020	3	18	18 14.29% 85.71%				
2021	3	18 14.29%		85.71%			
2022	4	23 14.81%		85.19%			
		Royal Jet					
	Female	Male	Male Female (%) Male (%)				
2020	70	210	25.00%	75.00%			
2021	88	233	27.41% 72.59%				
2022	105	264	36.41%	63.59%			
		Max	imus Air				
	Female	Male	Female (%)	Male (%)			
2020	8	35	18.60%	81.40%			
2021	8	35	18.60%	81.40%			
2022	8	34	19.05%	80.95%			

#### **TOTAL**



# ATTRACTING, RETAINING AND DEVELOPING THE BEST TALENT

ADA depends on being able to attract highly qualified, experienced and skilled individuals to enable us to deliver the operational excellence our customers expect. This is especially important given our ambitious growth plans.

By offering attractive remuneration and benefits, an engaging place to work, and constant training & development opportunities, we provide the conditions for all employees to thrive and achieve their life and career ambitions at ADA.

### Attraction and Retention

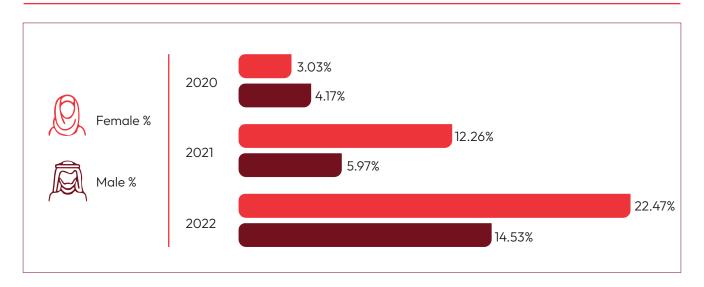
Due to the international nature of the aviation business, we are competing for talent with companies not only locally and regionally but globally. To ensure we lure the best prospects ADA offers attractive compensation packages in addition to other perks such as the quality of life in Abu Dhabi. We encourage workers with families to relocate and can offer family friendly accommodation with 5-star facilities with a health club and swimming pool.

In addition, we offer all permanent staff a range of benefits including:

- · Life insurance
- Healthcare
- · Disability and invalidity coverage
- Parental leave
- Retirement provision

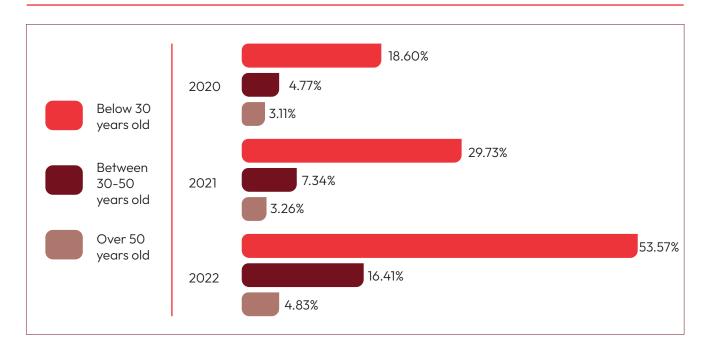
Total New Hires by Gender							
	ADA						
	Female Male Female (%) Mal						
2020	1	38	1.96%	4.16%			
2021	5	57	8.93%	6.31%			
2022	3	122	4.92%	13.19%			
		Al	DATC				
	Female	Male	Female (%)	Male (%)			
2020	0	2	0.00%	11.11%			
2021	0	0	0.00% 0.0				
2022	3	4	75.00%	17.39%			
		Royal Jet					
	Female	Male	ale Female (%) Male (%)				
2020	3	8	4.29%	3.81%			
2021	14	14	15.91%	6.01%			
2022	34	54	32.38%	20.45%			
		Max	imus Air				
	Female	Male	Female (%)	Male (%)			
2020	0	1	0.00%	2.86%			
2021	0	0	0.00%	0.00%			
2022	0	1	0.00%	2.94%			

#### **Total New Hires by Gender**



	Total New Hires by Age Group							
	ADA							
	Below 30 years old	Between 30- 50 years old	Over 50 years old	Below 30 years old	Between 30- 50 years old	Over 50 years old		
2020	3	29	9	12.00%	6.08%	3.04%		
2021	10	41	11	28.57%	7.95%	3.58%		
2022	27 90		15	41.54%	15.00%	4.32%		
			Royal	Jet				
2020	4	4	3	23.53%	2.14%	3.95%		
2021	12	14	2	31.58%	6.83%	2.56%		
2022	32	50	6	54.24%	21.28%	8.00%		
			Maxim	us Air				
2020	1	0	0	100.00%	0.00%	0.00%		
2021	0	0	0	0.00%	0.00%	0.00%		
2022	1	0	0	50.00%	0.00%	0.00%		

#### **Total New Hires by Age Group**



Retaining our most talented employees is vital for maintaining smooth and successful operations and underpins our future growth strategy. ADA engages with employees on multiple levels, through training & development programmes, events, and surveys.

We use a system called Adrenalin to engage with our employees in relation to all programs and events and boast a gradually increasing engagement rate in recent years.

	Employee Engagement Rate %
	ADA
2020	60%
2021	80%
2022	85%
	ADATC
2020	N/A
2021	N/A
2022	N/A
	Royal Jet
2020	N/A
2021	N/A
2022	N/A
	Maximus Air
2020	N/A
2021	N/A
2022	90%

#### **Employee Engagement Rate % TOTAL**

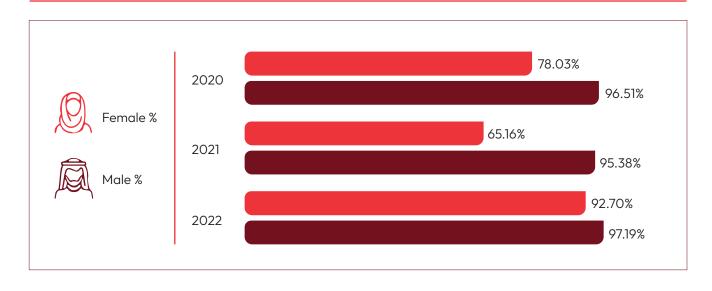


We have created employee surveys to canvass their views on a wide range of topics, including our business operations and working conditions. The feedback enables us to assess their needs and make improvements where necessary. One example was the improvement in living conditions at ADA's employee villa complex while during COVID we also added two new restaurants following employee feedback.

ADA gives employees at all levels regular performance reviews to assess how well they are doing and identify needs for further training and development

	Total Number of Employees - Performance Review					
	ADA					
	Female	Male	Female (%)	Male (%)		
2020	51	907	100.00%	99.34%		
2021	56	898	100.00%	99.34%		
2022	60	921	98.36%	99.57%		
		JA	DATC			
	Female	Male	Female (%)	Male (%)		
2020	3	18	100.00%	100.00%		
2021	3	18	100.00% 100.00			
2022	4	23	100.00%	100.00%		
		Royal Jet				
	Female	Male Female (%) Male (%)				
2020	41	175	58.57%	83.33%		
2021	34	184	184 38.64% 78.97%			
2022	93	233	233 88.57%			
		Maxi	imus Air			
	Female	Male	Female (%)	Male (%)		
2020	8	35	100.00%	100.00%		
2021	8	35	100.00%	100.00%		
2022	8	34	100.00%	100.00%		

#### **Total Number of Employees - Performance Review**

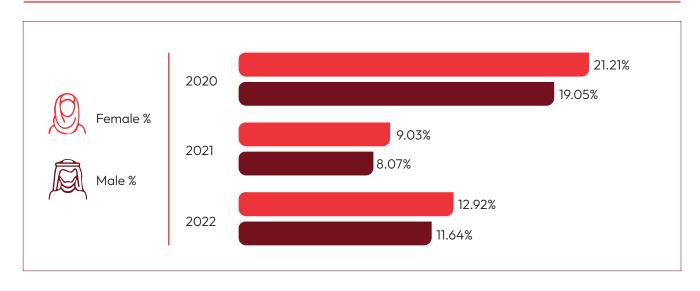


Total Number of Employees - Performance Review								
	ADA							
	Labour	Entry- Level	Mid-Level	Senior-to- Executive Level	Labour	Entry- Level	Mid-Level	Senior-to- Executive Level
2020	202	198	407	23	100.00%	100.00%	100.00%	100.00%
2021	216	211	440	23	100.00%	100.00%	100.00%	100.00%
2022	247	250	492	23	99.19%	97.60%	97.15%	100.00%
				Royc	ıl Jet			
2020	0	116	62	38	0.00%	95.87%	70.45%	95.00%
2021	0	112	67	39	0.00%	66.67%	98.53%	81.25%
2022	35	180	70	41	89.74%	86.12%	89.74%	83.67%
				Maxim	nus Air			
2020	N/A	3	33	7	N/A	100.00%	100.00%	100.00%
2021	N/A	3	33	7	N/A	100.00%	100.00%	100.00%
2022	N/A	3	32	7	N/A	100.00%	100.00%	100.00%
				To	tal			
2020	202	317	502	68	86.70%	98.45%	95.08%	97.14%
2021	216	326	540	69	83.72%	85.34%	99.82%	88.46%
2022	280	427	580	71	97.90%	92.42%	96.35%	89.87%

Due to our continued efforts to increase engagement and to maintain a high satisfaction rate ADA has a low turnover rate of employees.

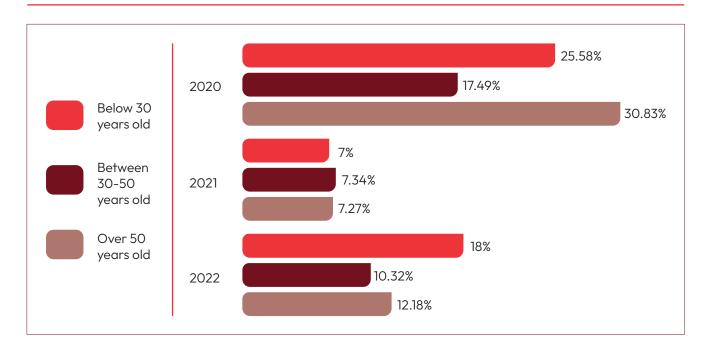
Employees that Left by Gender							
	ADA						
	Female	Male	Female (%)	Male (%)			
2020	2	153	3.92%	16.76%			
2021	2	87	3.57%	9.62%			
2022	3	112	4.92%	12.11%			
		JΑ	DATC				
	Female	Male	Female (%)	Male (%)			
2020	0	0	0.00%	0.00%			
2021	0	0	0.00%	0.00%			
2022	2	2	50.00%	8.70%			
		Roy	yal Jet				
	Female	Male	Female (%)	Male (%)			
2020	26	69	37.14%	32.86			
2021	12	9	13.64%	3.86%			
2022	25	29	23.81%	10.98%			
		Maxi	mus Air				
	Female	Male	Female (%)	Male (%)			
2020	0	2	0.00%	5.71%			
2021	0	0	0.00%	0.00%			
2022	0	2	0.00%	5.88%			

#### **Employees that Left by Gender TOTAL**



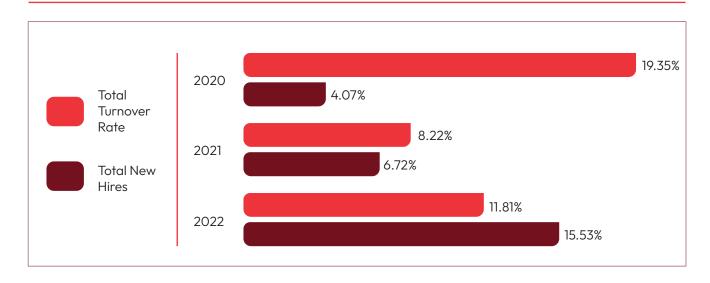
	Employees that Left by Age Group								
	ADA								
	Below 30 years old	Between 30- 50 years old	Over 50 years old	Below 30 years old	Between 30- 50 years old	Over 50 years old			
2020	7	66	81	28.00%	13.84%	27.36%			
2021	5	40	24	14.29%	7.75%	7.82%			
2022	12	60	44	18.46%	10.00%	12.68%			
			Royal	Jet					
2020	4	55	36	23.53%	29.41%	47.37%			
2021	1	15	5	2.63%	7.32%	6.41%			
2022	18	28	8	30.51%	11.91%	10.67%			
			Maxim	us Air					
2020	0	0	2	0.00%	0.00%	100.00%			
2021	0	0	0	0%	0.00%	0.00%			
2022	1	0	1	7.14%	0.00%	7.14%			

#### Employees that Left by Age Group TOTAL



	Total Turnover Rate	Total New Hires
	AI	DA
2020	16.18%	4.07%
2021	9.31%	6.49%
2022	11.86%	12.89%
	AD	ATC
2020	0.00%	9.52%
2021	0.00%	0.00%
2022	14.81%	29.17%
	Royc	al Jet
2020	29.01%	3.36%
2021	6.99%	9.32%
2022	15.65%	25.51%
	Maxin	nus Air
2020	4.71%	2.33%
2021	0.00%	0.00%
2022	4.65%	2.35%

#### **TOTAL**



### Training & Development

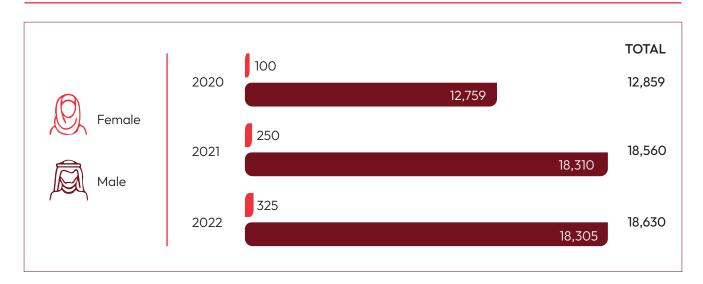
The nature of our business and the critical importance of maintaining an exemplary safety record means ADA places great emphasis on ensuring that all employees can consistently execute their duties to the highest possible standards. This is particularly the case for flight crew and engineers. We keep our staff up to date with the latest innovations for the assets we operate and all relevant new regulations to ensure compliance.

ADA owns and operates a world class training facility and offers training for third parties as an important revenue diversification aspect of our business. However, we also use this facility to train our own flight staff and engineers.

In 2022, ADA delivered over 18,630 of training hours to our employees at all levels of the company, on par with the previous year. Most of these training hours were dedicated to mid-level employees who represent our skilled flight crews and ground staff.

		Total Training Hours by Gender	
		ADA	
	Female	Male	TOTAL
2020	100	12,607	12,707
2021	250	18,118	18,368
2022	325	18,200	18,525
		Royal Jet	
2020	N/A	N/A	N/A
2021	N/A	N/A	N/A
2022	N/A	N/A	N/A
		Maximus Air	
2020	0	152	152
2021	0	192	192
2022	0	105	105

#### **Total Training Hours by Gender**



	Total Training Hours by Employment Category							
	ADA							
	Labour	Entry-Level	Mid-Level	Senior-to-Executive Level				
2020	N/A	504	11,725	378				
2021	N/A	725	16,850	544				
2022	N/A	728	16,926	546				
		Roya	l Jet					
2020	31	121	88	40				
2021	42	168	68	43				
2022	39	209 78		43				
		Maxim	nus Air					
2020	N/A	N/A	120	32				
2021	N/A	16	152	24				
2022	N/A	N/A	80	25				
		Tot	tal					
2020	31	625	11,933	450				
2021	42	909	17,070	611				
2022	39	937	17,084	614				

ADA launched a new training program for 2023 called the ADAPT program for operations and maintenance training. The program has a major focus on sponsoring pilot training for UAE nationals with a view to recruiting them at the end of the program. As such, this program is part of our Emiratisation drive. More details are available in the Community section of the report.

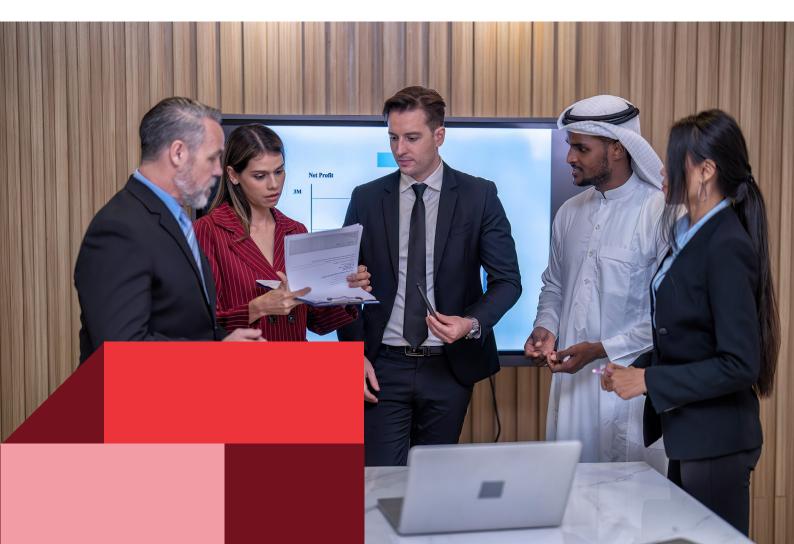
## Diversity & Inclusion

ADA understands the value of being able to draw on a unique blend of experience and skills that comes with having a workforce comprised of people with diverse backgrounds.

As per our Code of Conduct, we provide equal employment and opportunities for advancement to all individuals based on merit, qualifications, and ability, regardless of gender, age, ethnic origin, nationality, religion, or disability.

Aviation is an international business and we are proud to be home to a truly global workforce made up of 65 different nationalities.

	Total Number of Nationalities
	ADA
2020	63
2021	63
2022	65
	Royal Jet
2020	41
2021	43
2022	43
	Maximus Air
2020	16
2021	16
2022	15



In 2022, ADA (including ADATC) had 1012 employees of which 65 (6.42%) were women. Half of our female employees are working in entry-level jobs, where they account for 14.68% of employees, mostly in administration.

	TOTAL EMPLOYEES BY JOB CATEGORY AND BY GENDER									
	ADA									
	Lak	oour	Entry	-Level	Mid-	Level	Senior-to-Executive Level			
	Female	Male	Female	Male	Female	Male	Female	Male		
2020	1.49%	98.51%	13.13%	86.87%	4.42%	95.58%	4.35%	95.65%		
2021	0.00%	100.00%	13.27%	86.73%	4.55%	95.45%	4.35%	95.65%		
2022	3.24%	96.76%	12.80%	87.20%	4.47%	95.53%	4.35%	95.65%		
				Roye	al Jet					
2020	35.48%	64.52%	29.75%	70.25%	25.00%	75.00%	2.50%	97.50%		
2021	38.10%	6.90%	38.69%	61.31%	8.82%	91.18%	2.33%	97.67%		
2022	38.46%	61.54	38.28%	61.72%	10.26%	89.74%	4.65%	95.35%		
				Maxin	nus Air					
2020	N/A	N/A	0.00%	100.00%	24.24%	75.76%	0.00%	100.00%		
2021	N/A	N/A	0.00%	100.00%	24.24%	75.76%	0.00%	100.00%		
2022	N/A	N/A	0.00%	100.00%	25.00%	75.00%	0.00%	100.00%		
				То	tal					
2020	5.17%	93.99%	11.93%	79.81%	44.04%	90.91%	3.72%	87.14%		
2021	5.30%	93.80%	15.92%	74.87%	34.69%	93.72%	3.37%	87.67%		
2022	6.22%	91.96%	16.94%	75.11%	37.62%	93.69%	3.38%	86.30%		

			TOTALI	EMPLOY	EES BY	JOB CA	TEGORY	AND B	Y AGE G	ROUP %		
						ADA						
		Labour		E	ntry-Lev	el e	١	∕lid-Leve	ė	Senior-to-Executive Level		
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old
2020	8.42%	64.85%	26.73%	4.37%	73.22%	22.40%	0.00%	51.89%	48.11%	0.00%	37.50%	62.50%
2021	10.19%	64.81%	.00%	6.63%	72.45%	20.92%	0.00%	53.02%	46.98%	0.00%	37.50%	62.50%
2022	15.32%	62.90%	21.77%	7.79%	70.49%	21.72%	1.61%	53.52%	44.87%	0.00%	26.09%	73.91%
						Royal Jet						
2020	9.68%	87.10%	3.23%	9.59%	66.44%	23.97%	0.00%	61.90%	38.10%	0.00%	60.00%	40.00%
2021	10.00%	85.00%	5.00%	20.00%	60.00%	20.00%	0.00%	66.18%	33.82%	0.00%	55.81%	44.19%
2022	12.82%	84.62%	2.56%	24.88%	58.37%	16.75%	2.56%	69.23%	28.21%	0.00%	60.47%	39.53%
					M	laximus A	ir					
2020	N/A	N/A	N/A	0.00%	33.33%	66.67%	3.03%	72.73%	24.24%	0.00%	42.86%	57.14%
2021	N/A	N/A	N/A	0.00%	33.33%	66.67%	3.03%	72.73%	24.24%	0.00%	42.86%	57.14%
2022	N/A	N/A	N/A	0.00%	33.33%	66.67%	6.25%	68.75%	25.00%	0.00%	42.86%	57.14%
						Total						
2020	8.58%	67.81%	23.61%	6.63%	69.88%	23.49%	0.20%	54.56%	45.23%	0.00%	52.38%	47.62%
2021	10.16%	67.97%	21.88%	12.74%	66.40%	20.87%	0.19%	55.93%	43.88%	0.00%	50.00%	50.00%
2022	14.98%	65.85%	19.16%	15.57%	64.69%	19.74%	1.98%	56.34%	41.68%	0.00%	47.95%	52.05%



# HEALTH & SAFETY OF OUR EMPLOYEES

Our Occupational Safety and Health Policy (OHS) states our commitment to providing a safe and healthy working environment for our workers, and to foster an accident-free workplace while meeting all relevant occupational health and safety legislations.

Our OHS Management System provides a structured approach to the management of risks inherent to our activities and commits us to carrying out the following actions:

- Complying with all applicable local and federal OSH laws and regulations such as the Abu Dhabi Occupational Safety and Health Systems Framework (OSHAD SF) and Abu Dhabi Department of Municipal Affairs and Transport OSH requirements
- Establishing and implementing risk management processes in order to eliminate or mitigate risks associated with our business activities
- Defining employee accountabilities and responsibilities for the delivery of safety
- · Ensuring all employees are provided with

- adequate and appropriate safety information and training to ensure they are qualified and competent to perform their functions
- Establishing and maintaining an effective Safety Reporting System for reporting information concerning OSH issues
- Establishing and measuring safety performance against realistic objectives and targets
- Ensuring that contractors and service providers adhere to our OSH Policy, guidelines and procedures
- Implementing audit and assurance programs to monitor performance and compliance
- Allocating the required human and financial resources to support this Policy and associated management programs
- Enforcing OSH as one of the primary responsibilities of management and employees
- Conducting annual management reviews to ensure continual improvement, suitability, adequacy and effectiveness of our OSH Management System

	Number of Fatalities	Number of Lost Time Injuries	Number of Workdays Lost Due to Injury	Number of Other Oc- cupational Injuries	Number of High Potential Incidents	Number of Near Miss Incidents	Number of Hours Worked
				ADA			
2020	0	2	2	0	0	2	2,293,000
2021	0	2	2	0	0	2	2,178,500
2022	0	2	4	0	0	2	2,557,000
				Royal Jet			
2020	0	0	0	0	0	47	404,127
2021	0	0	0	0	0	40	1,558,784
2022	0	1	2	0	0	33	N/A
				Maximus Air			
2020	0	0	0	0	0	0	N/A
2021	0	0	0	0	0	0	N/A
2022	0	0	0	0	0	0	N/A

ADA including all its subsidiaries have had zero number of fatalities as a result of work-related ill health and only 2 number of cases of recordable work-related ill health.

The most common work-related illnesses and injuries that workers at ADA are likely to suffer from include minor injuries related to manual work or heat stress related to carrying out duties that require personnel to work outside during the summer months. ADA keeps a comprehensive register of hazards which is continuously reviewed and revised and regularly distributed to key personal.

To address these safety hazards and keep them to a minimum, ADA runs annual safety awareness campaigns related to heat stress, manual handling, noise awareness, use of personal protective equipment, stress management, and more.

We survey groups of employees by sending them questionnaires to get their views on safety issues within their specific field at ADA. In the recent past we have carried out this process for engineering personnel followed by the same for flight crew and received a high response rate. We used the feedback to produce a comprehensive report that provides the basis for an action plan to improve safety.

All incidents are thoroughly investigated and analysed to understand what went wrong and to assess whether any learnings can be extracted from the experience and used to prevent future occurrences.

### Flight safety

Operating a modern fleet of aircraft supports our efforts to maintain an impeccable safety record. Newer aircraft are equipped with sensors and smart technology to monitor the aircraft's systems. This leads to a reduced risk of sudden malfunctions as well as more advanced warning of any technical issues.

Safety Performance Measurement (SPM) is enhanced by being able to digitally gather data using advanced onboard systems. With around 60 flights per day ADA can gather and process large amounts of data and determine how pilots are operating the aircraft. This is a valuable tool for improving flight safety.

### Health and Safety Training

ADA ensures that all employees receive appropriate, adequate and regular health and safety training needed to perform their duty to the highest standards.

Our training program covers job hazards and work practices and procedures as required under the OSHAD and GCAA regulations.

Training needs are identified through a Training Needs Analysis (TNA) process carried out by Heads of Department and take account of the employee's duties and area of work. Identification of training requirements is also based on hazard identification and the risk assessment process.

We provide appropriate training for employees following the introduction of new technologies into our operations, new regulations, or any changes to our work processes. As an example, our subsidiary Royal Jet has offered a total of 315 hours of training focussed on health and safety in 2022.

# Case Study

## ADATC – A Talent Factory for the Aviation Sector

Launched in 2016, ADATC was conceived to train pilots to meet ADA's specific operational requirements as well as the local and regional aviation sector's demand for pilots qualified to fly niche aircraft.

The centre has exceeded all expectations. Pilots from 35 countries around the world have graduated from our elite training school equipped with state-of-theart flight simulators.

In addition to working at ADA, pilots trained at ADATC currently work for some of the most prestigious private operators, government agencies, and armed forces.

Having our own training facility has delivered multiple benefits. It means we don't need to send our own pilots overseas which saves time and money, while locally based pilots benefit by being with their families during training. Bringing overseas candidates to Abu Dhabi for an extended period also has obvious benefits for the local economy.

Not only is the cost of training our pilots in-house significantly lower compared to using a third-party provider, but the business supports our bottom line with an additional revenue stream.

Having full control of the process means we can continuously assess and fine tune the quality of training while we often get to recruit the most talented pilots for our own operations.

ADA has invested in state-of-the-art simulators that can train pilots to fly in all weather conditions. With a lifecycle of 20+ years, the simulators can function almost non-stop without fatigue, giving us the capacity to train up to 2,000 people annually.

Simulators are housed in a humidity and climate-controlled building to prevent corrosion and preserve longevity. Fully powered by electricity supplied from the local grid, they produce no direct emissions, though we have backup power generators onsite in the unlikely event of a power outage.

ADA is very proud of what we have achieved in a short time with ADATC and the contribution we make to the local aviation sector and the wider economy.



# **Our Planet**





# THE CHALLENGE OF CLIMATE CHANGE

#### The Future of Aviation

Achieving more sustainable operations, especially when it comes to climate action, is a major challenge for the aviation sector because of its current reliance on hydrocarbon-based fuels. However, recent years have seen exciting developments in the sector, including the introduction of more sustainable aviation fuel (SAF), innovations in electric powered aircraft, and improvements in the fuel efficiency of aircraft engines.

Commercial airlines are currently leading the way when it comes to SAF and have already seen very promising results. The International Air Transport Association (IATA) estimates that production of SAF tripled to 300 million litres in 2022 from around 100 million litres in 2021. To date, more than 450,000 commercial flights have been operated using SAF and in 2022 more than 40 offtake agreements were announced.

ADA is closely monitoring the evolution of electric aircraft. As a company that operates a majority rotary wing fleet of aircraft engaged mainly in short haul operations there is the potential for us to make the transition faster than larger commercial airlines.

While we are seeing rapid progress in the development of these innovations more investment is required to achieve greater impact. Commercial airlines have the scale to drive sustainable innovation in the aviation sector, which will eventually filter down throughout the industry. For now, due to the investments required smaller operators are facing significant hurdles to achieving quick progress.

For ADA, the major opportunity to become more sustainable in the coming years lies in the continued expansion and optimisation of our fleet with newer and more fuel-efficient aircraft, in line with commercial imperatives. This will not only gradually improve our environmental footprint but also deliver cost efficiencies and benefits for customers in the shape of cleaner, quieter, smarter, and safer aircraft.

ADA is focused on addressing climate change through managing and reducing emissions across its operations in addition to looking at direct emissions from its flight operations. We will continually look to harness new technology to manage our operations in the most efficient way, including our supply chains, thereby achieving fuel and emissions savings.

# OUR ENVIRONMENTAL FOOTPRINT

ADA supports Abu Dhabi and UAE national initiatives and objectives when it comes to embedding sustainability and environmental protection within our operations.

Our EHS Management System provides a structured approach to the management of risks inherent to our activities. As an integral part of this system, the Company is committed to:

- Complying with all applicable EHS laws, regulations and requirements
- Establishing a policy and philosophy of "zero harm" to people and prevention of damage to property
- Establishing a process of continual improvement with regards to the prevention of pollution and respect for the environment
- Establishing key performance indicators (KPIs) to monitor and improve our EHS objectives
- Ensuring that contractors adhere to the policy, guidelines and procedures of our EHS Management System

- The implementation of EHS training programs to promote workforce awareness on EHS hazards and risk mitigation
- Conducting regular audits of the EHS
   Management System to demonstrate a clear commitment of continual improvement to customers and stakeholders
- Allocating the required resources to support this policy and program

#### Measuring and managing our impact

ADA constantly reviews our operations for ways to better manage our environmental footprint by reducing energy and water consumption, cutting waste production, and reducing emissions.

# The Impact of our Fleet on the Environment

The operation of our fleet is the element that contributes the most to our total GHG emissions. Thereby representing our largest impact on the Environment and is an essential factor that will need to be managed for us to decarbonize our operation.

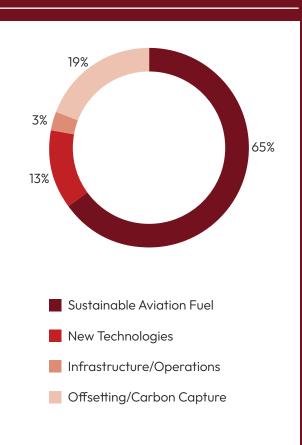
There are different means to reduce the fleet's impact on the environment including the use of Sustainable Aviation Fuel (SAF). As per a study by IATA, SAF could contribute around 65% of the reduction in emissions needed by aviation to reach net-zero in 2050. Other measures must be applied to further reduce emissions, and these include:

- 1. Choice of aircraft: The choice of aircraft we operate has an important impact on our scope 1 emissions (as well as noise pollution). The number of emissions produced by an aircraft depends on a number of factors include the size, type, and the engine technology used. Modern aircraft are designed to be more fuelefficient and produce fewer emissions.
- 2. How we operate our aircraft: Flight planning and optimizing routes can allow for the reduction of fuel consumption and emissions. This could include avoiding headwinds, reducing flight altitudes, and reducing the number of flight manoeuvres.
- 3. How we maintain our aircraft: An airline can implement efficient maintenance practices to keep its aircraft in good condition, thereby reducing fuel consumption and emissions. The way an aviation company handles the waste from its maintenance operation can also have an important impact on scope 3 emissions.
- 4. How we dispose of our aircraft: It's important to have a clear plan in that regard, as the disposal of aircraft has

an important impact on our scope 3 emissions. When an aircraft reaches the end of its operational life, it's usually scraped for parts and material. The emissions generated from the process used for scrapping and recycling can vary depending on the method. Other factors include the transportation required to dispose of the aircraft. Properly recycling and repurposing the aircraft can help to reduce emissions.

5. Facility management: Finally, facility management of aircraft hangars should also be considered to lower emissions. Factors to take into account include the proper management of the heating, ventilation and air conditioning systems, the implementation of energy-efficient lighting systems, the proper management of water consumption, among other.

## Contribution to achieving Net Zero Carbon in 2050 (IATA)



### **Energy Consumption**

#### **Fossil Fuels**

The vast bulk of ADA's energy consumption stems from the fuel we use for various types of aircraft that we operate. As this fuel represents one of our largest overheads as a business, we naturally make every effort to rationalise our consumption to be as efficient as possible, which has cost as well as environmental benefits.

#### **Electricity**

To reduce electricity consumption, we identified key actions to take and assigned roles and responsibilities for internal stakeholders for monitoring, measuring and managing our progress.

#### Actions include:

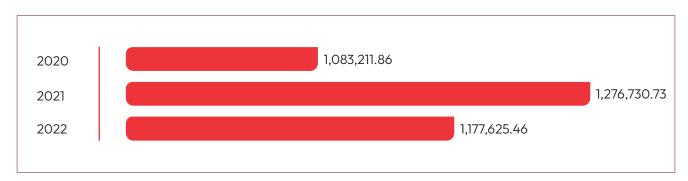
- Identify the amount of consumed electricity and gas through monthly electricity and gas bills
- Develop Corporate Agreement for Air Conditioning and Duct Cleaning
- · Replace CFL bulbs with LED bulbs
- Develop energy conservation training and awareness program for employees
- Explore options for alternative energy source for water heating (e.g. installation of solar panels, etc)
- Coordinate with the relevant authorities to discuss alternatives to make use of the day light during the day and reduce the need for lighting

- Develop a monitoring and audit schedule/ program along with monthly energy consumption track sheet
- Coordinate provision of information on energy efficiency services, facilities, expertise, contractors, etc
- Targets and Goals to be tracked on a monthly basis.
- Corporate management of energy consumption program to be reviewed quarterly in order to achieve targets and goals and assess the effectiveness of program
- Monitor, review and report performance.
   Provide monthly report on reduction in energy consumption methods and procedure

#### ADA at the Group Level:

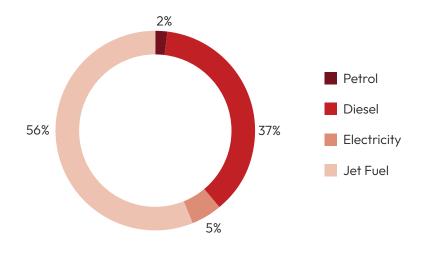
En	ergy Consumption	ı (GJ)	2020	2021	2022
		Petrol	14,106.86	12,819.64	18,288.34
Energy	Direct Energy Consumption	Diesel	274,831.84	366,065.35	439,048.30
Consumption		Jet Fuel	732,539.37	833,045.20	657,015.94
	Electricity Consumption		61,733.79	64,800.54	63,272.88
Dir	Direct Energy Consumption			1,211,930.19	1,114,352.58
Indirect Energy Consumption			61,733.79	64,800.54	63,272.88

#### **Total Energy Consumption**



Energy Intensity (GJ/Employee)	2020	2021	2022
Direct Energy Intensity	784.55	905.10	783.10
Indirect Energy Intensity	47.41	48.39	44.46
Total Energy Intensity	831.96	953.50	827.57

#### 2022 Energy Mix



## Water Consumption

We are committed to reducing water consumption on our premises and have put in place a series of initial steps to monitor, measure and manage usage.

- Measure water consumption and conduct audit of all sources of usage
- · Identify areas of excess usage and leakage
- Develop specific reduction targets and guidelines

- Install water-saving equipment, including ultralow-flush toilets, faucet aerators, and pressurecontrol valves
- Water conservation awareness program for all staff and contractors working on our premises
- Evaluate the effectiveness of the reduction program and opportunities for further efficiencies
- Monitor, review and report performance

		222							
	2020	2021	2022						
Water Consun	Water Consumption for ADA								
Total Water Consumption in m <sup>3</sup>	146,756	120,417	135,110						
Total Water Consumption per Employee	153.19	126.22	137.17						
Water Consump	tion for Royal Jet								
Total Water Consumption in m <sup>3</sup>	11,686	9,420	12,639						
Total Water Consumption per Employee	41.74	29.35	34.25						
Water Consumption	on for Maximus Aiı								
Total Water Consumption in m <sup>3</sup>	1,008	1,532	1,342						
Total Water Consumption per Employee	23.44	35.63	31.95						
Total Water Consumption									
Total Water Consumption in m³	159,450	131,369	149,091						
Total Water Consumption per Employee	122.47	98.11	104.77						

#### **Emissions**

ADA uses the Greenhouse Gas Protocol to calculate our GHG emissions.

The boundary of our computed emissions currently includes:

Scope 1: Direct emissions from sources owned or controlled by ADA, including our fleet of aircraft, as well as other vehicles, machinery and equipment, generators, among others.

Scope 2: Indirect emissions from consumption of purchased electricity or cooling from local suppliers.

Scope 3: In future, we will look to extend the calculation to include elements of Scope 3 emissions related to water, wastewater, waste, paper and tissue consumption. This represents an important step towards enhancing GHG reporting and monitoring.

Scopes	ltem	Sub-item	2020	2021	2022
Scope 1	Fuel consumption	Petrol	912.62	839.10	1,178.75
		Diesel	18,274.28	24,018.45	29,353.64
		Jet Fuel	48,691.18	55,372.06	43,671.49
Scope 2	Electricity		7,030.99	7,020.25	6,854.75
Scope 3	Water		433.07	356.80	404.93
	Wastewater		112.89	93.01	105.56
	Paper consumption		0.74	15.91	15.31
	Waste		377.51	508.73	505.01
	Business travel		21.95	33.15	38.81
Total Emissions (MTCO2e)		75,855.21	88,257.46	82,128.26	

Note: Royal Jet Scope 1 emissions only include data up to Q2-2022

Total Emissions (MTCO2e)	2020	2021	2022
Scope 1	67,878.08	80,229.61	74,203.88
Scope 2	7,030.99	7,020.25	6,854.75
Scope 3	946.15	1,007.60	1,069.62
Total	75,855.21	88,257.46	82,128.26

Note: Royal Jet Scope 1 emissions only include data up to Q2-2022

Emissions Intensity (MTCO2e/Employee)	2020	2021	2022
Scope 1	52.13	59.92	52.15
Scope 2	5.40	5.24	4.82
Scope 3	0.73	0.75	0.75
Total	58.26	65.91	57.71

Note: Royal Jet Scope 1 emissions only include data up to Q2-2022

### Waste Management

ADA manages and disposes of waste in a responsible and cost-effective manner in accordance with all relevant local and federal laws. The Centre of Waste Management (Tadweer) is responsible for regulating waste management across the emirate of Abu Dhabi.

ADA generates the following types of waste through its operations:

- General solid waste
- Construction and debris
- Waste from aircraft flights (deplaned waste)
- Compostable waste
- · Hazardous and industrial waste
- Lavatory waste

Our Waste Management Policy forms an essential part of our Environment, Health and Safety Management System (EHSMS) and EHS Policy. This Policy aims to reduce the amount of landfill waste ADA generates and to ensure waste material is disposed of in an environmentally responsible manner, thereby reducing adverse environmental impacts.

We take a five-step approach to waste management based around the model Reduce – Re-use – Recycle – Treatment - Disposal

Reduce: Through purchasing policy, operational activity and by raising awareness, reduce the waste that will be created for disposal.

Re-use: Before discarding items, take action to re-use in the first instance within the Company and if this is not applicable, with external nominated organizations and contractors. Every opportunity to reuse items must be explored before being discarded as waste.

Recycle: Where opportunities exist and where regulations apply, waste recycling must be encouraged and implemented to minimize the amounts of waste destined for landfill.

Treatment: Where waste is sent for treatment to render safe or reduce hazardous properties prior to recycling or disposal the Company shall ensure that segregation, storage, handling, transport and treatment processes comply with legislation.

Disposal: Where the production of waste is unavoidable the Company shall ensure that segregation, storage, handling, transport and disposal processes comply with legislation.

Our Waste Management Plan 2022 contains the following measures, as per Tadweer requirements:

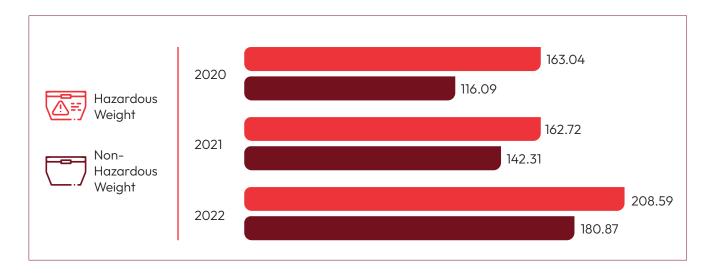
- A clear and visible commitment from top management for the execution of a compliant waste management system and implementation of 3Rs Program (Reduce, Reuse and Recycle)
- An analysis of the current waste management situation, as well as the measures to be taken to improve current practice
- The type, quantity and source of waste generated by the Company and existing waste collection schemes and major disposal processes, including any special arrangements for waste oils, hazardous waste or waste streams in accordance with legislations
- Future action plans for reduction
- The appointment of approved third-party
   Environmental Service Providers (ESPs) for the
   collection, segregation, transportation and
   disposal of waste
- The means to review, update and monitor the effectiveness of the Plan

#### Hazardous waste

Hazardous substances require special treatment because they can interfere with municipal wastewater treatment operation, contaminate groundwater or contaminate surface waters. ADA has strict management practices governing the collection, storage, treatment and disposal of wastewater generated from its aircraft paint stripping and cleaning activities. Wastewater generated by these activities is categorised as hazardous industrial wastewater.

	Total Weight of Was	te Generated (in MT)
	Non-Hazardous Weight	Hazardous Weight
	1А	DA
2020	102.00	162.72
2021	126.78	162.52
2022	120.76	208.26
	Royc	al Jet
2020	13.25	0.32
2021	14.49	0.20
2022	59.30	0.33
	Maxim	nus Air
2020	0.85	N/A
2021	1.043	N/A
2022	0.81	N/A

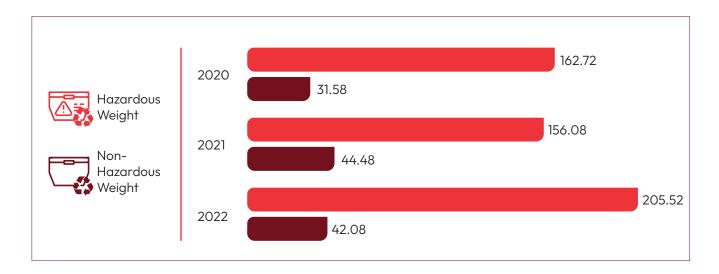
#### Total Weight of Waste Generated (in MT)



		Total Composition	n of Waste (in MT)	
	Paper/Cardboard	Aluminium	Used Oil	Hazardous Chemicals
		AC	A	
2020	7.31	0.00	14.75	162.72
2021	5.87	0.00	29.24	156.08
2022	3.99	0.00	27.61	205.52
		Roya	l Jet	
2020	0.8	N/A	N/A	N/A
2021	0.1	N/A	N/A	0.18
2022	1.16	N/A	N/A	N/A
		Maxim	nus Air	
2020	0.30	0	0	0
2021	0.28	0	0	0
2022	0.22	0	0	0
	Total			
2020	8.41	0.00	14.75	162.72
2021	6.25	0.00	29.24	156.26
2022	5.37	0.00	27.61	205.52

	Total Weight of Wo	aste Recycled (in MT)
	Non-Hazardous Weight	Hazardous Weight
	А	DA
2020	30.48	162.72
2021	44.10	156.08
2022	40.70	205.52
	Roy	al Jet
2020	0.8	N/A
2021	O.1	N/A
2022	1.16	N/A
	Maxi	mus Air
2020	0.30	N/A
2021	0.28	N/A
2022	0.22	N/A

#### Total Weight of Waste Recycled (in MT)



				Total Weigl	nt of Was	te Recycle	ed (in MT)				
	Paper/ Card- board	Aluminium	Used Oil	Hazardous Contaminated water being treated and disposed of in the GMET Plant	Total IT Products Recycled	Printer Cartridges Recycled	Personal Computers/ ATM Machines/ Monitors/ Printers Recycled	Wood	Plastic	Tyre	Batteries
					AD	Α					
2020	7.3	0	14.74	159.51	0	0	N/A	5.34	0.53	2.54	0
2021	5.09	0	29.24	155.83	6.17	0	N/A	7.73	0.37	0.89	0
2022	3.21		27.61	198.93	0	0	0	7.57	0.64	0.89	2.74
					Royal	Jet					
2020	0.8	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2021	0.1	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2022	1.16	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
					Maxim	us Air					
2020	0.30	0	0	0	0	0.04	0	N/A	N/A	N/A	N/A
2021	0.28	0	0	0	0	0.05	0	N/A	N/A	N/A	N/A
2022	0.22	0	0	0	0	0.4	0	N/A	N/A	N/A	N/A
					Tot	al					
2020	8.4	0	14.74	159.51	0	0.04	0	5.34	0.53	2.54	0
2021	5.47	0	29.24	155.83	6.17	0.05	0	7.73	0.37	0.89	0
2022	4.59	0	27.61	198.93	0	0.4	0	7.57	0.64	0.89	2.74



# Our Responsibility Towards the Local Community







## **Emiratisation**

ADA is committed to supporting the economic and social development of the UAE by increasing the proportion of UAE nationals in our workforce. Emiratis currently comprise almost 7% of all ADA workers, mostly at the senior executive level.

Currently, six of our rotary pilots are UAE nationals however 90% of our Search and Rescue (SAR) division are locals due to being ex-armed services.

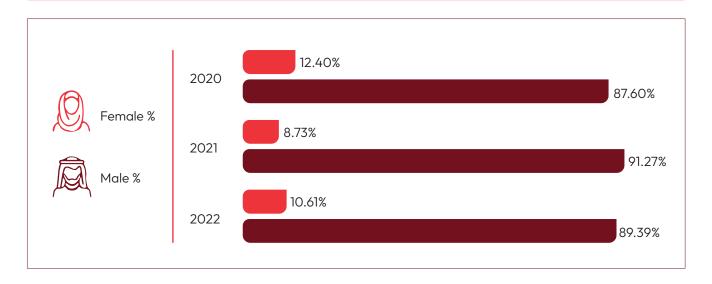
To address the skills deficit and recruit more Emiratis, ADA has introduced the ADAPT Training Program.

In 2022, there were eight female UAE nationals working at ADA, or around 15% of all UAE nationals employed at the company.

Globally, there is a very limited pool of around 100 female pilots and engineers qualified to work with the AW139 which ADA uses for commercial operations.

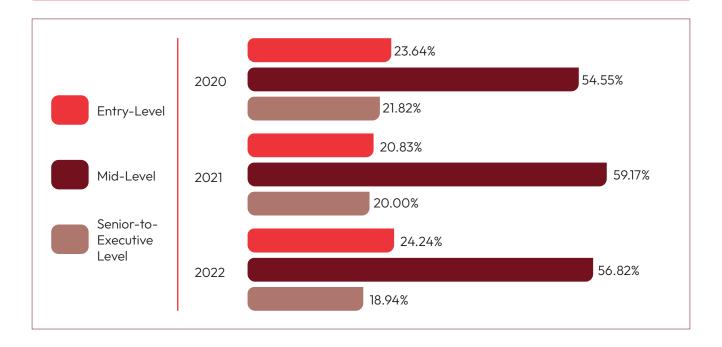
	Number of UAE Nationals by Gender		
	A	ADA	
	Female	Male	
2020	10.77%	89.23%	
2021	12.31%	87.69%	
2022	13.11%	86.89%	
	Roy	yal Jet	
2020	14.55%	85.45%	
2021	5.00%	95.00%	
2022	8.57%	91.43%	
	Maxi	imus Air	
2020	0.00%	100.00%	
2021	0.00%	100.00%	
2022	0.00%	100.00%	

#### Total Number of UAE Nationals by Gender



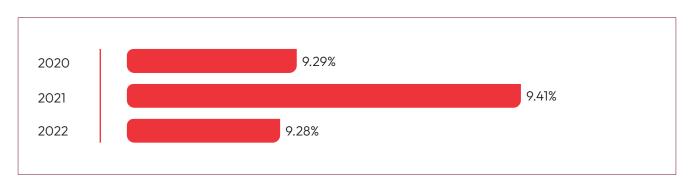
	Numb	er of UAE Nationals by Job	Category
		ADA	
	Entry-Level	Mid-Level	Senior-to-Executive Level
2020	1.85%	83.33%	14.81%
2021	3.39%	83.05%	13.56%
2022	4.84%	82.26%	12.90%
		Royal Jet	
2020	45.45%	27.27%	27.27%
2021	38.33%	36.67%	25.00%
2022	41.43%	35.71%	22.86%
		Maximus Air	
2020	0.00%	0.00%	100.00%
2021	0.00%	0.00%	100.00%
2022	0.00%	0.00%	100.00%

#### Total Number of UAE Nationals by Job Category



	Emiratization Rate
	ADA
2020	6.64%
2021	6.67%
2022	6.03%
	Royal Jet
2020	19.64%
2021	18.69%
2022	18.97%
	Maximus Air
2020	2.33%
2021	2.33%
2022	2.38%

#### **Emiratization Rate**





## Community investment and volunteering

In addition to our commitment to hiring and upskilling local workers, ADA contributes to the local community through a variety of initiatives.

#### Abu Dhabi Desert Challenge

ADA sponsors this annual five-day desert rally which was launched in 1991 by Mohamed bin Sulayem, current FIA President and former President of the Emirates Motorsports Organization (EMSO). We also provide helicopters for surveillance and recording the event.

#### JUDO sponsorship

ADA promotes community sports development through its sponsorship of Judo in Abu Dhabi.

#### **Social Welfare Program**

ADA provides support for the Sheikh Khalifa bin Mohamed bin Khalid social welfare program.

We also have an employee assigned for Special Olympics:

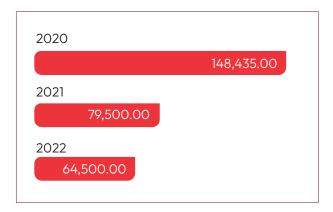
"Thanks to Abu Dhabi Aviation I am an employee that can contribute to the community due to the special leave clearance Abu Dhabi Aviation grants me to give back to my community in more than just a financial way. My role in Special Olympics is a grand role where I do both coach and sail as a unified partner with people of determination. Because of my time off work, I tend to focus and enhance the UAE national team in representing our country internationally."



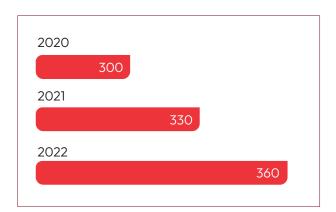
	Community Investment Total Amount in AED	
	ADA	
2020	148,435.00	
2021	50,000.00	
2022	50,000.00	
	Royal Jet	
2020	N/A	
2021	N/A	
2022	N/A	
	Maximus Air	
2020	N/A	
2021	29,500	
2022	14,500	

	Volunteer Hours
	ADA
2020	300
2021	330
2022	360
	Royal Jet
2020	N/A
2021	N/A
2022	N/A
	Maximus Air
2020	N/A
2021	N/A
2022	N/A

#### Community Investment Total Amount in AED



#### **Volunteer Hours Total**



# Case Study

## Maximus Air's Humanitarian Mission

Humanitarian and relief services have become a key component of operations at Maximus Air. The company works closely with the UAE Red Crescent Authority to provide end-to-end solutions to support affected countries around the world.

Maximus Air's urgent response heavy cargo specialists were in Africa in 2022 to coordinate and execute another successful project with the United Nations.

In September, we transported two Mi-17 helicopters and accompanying equipment from Tianjin, China to Entebbe, Uganda. The helicopters were brought in to relieve the two previously delivered Chinese helicopters that had reached the end of their mission.

Upon delivery to Entebbe, the new helicopters were quickly assembled and dispatched to the Abyei area between Sudan and South Sudan to commence their support work for the United Nations Interim Security Force for Abyei (UNISFA).

This was not the first time the Maximus Air fleet has been mobilised to support the UAE's humanitarian efforts for refugees and displaced people.

- Our AN124 aircraft has moved various relief and food supplies along with ambulance cars.
- We arranged an urgent charter flight to transport medical supplies and relief goods to support Ukrainian refugees in Poland.
- Delivered a shipment of COVID-19 vaccines to Mauritania on board Maximus Air IL76TD.
- Transported much needed relief cargo and firefighting equipment from Abu Dhabi to Greece using our IL76TD.



# Responsible Business Practices



## ROBUST GOVERNANCE

ADA maintains the trust of all stakeholders by rigorously applying the principles of responsible governance to ensure maximum oversight of all decision making as well as transparency and accountability at the highest level.

### **Board of Directors**

The Board of Directors has ultimate responsibility for strategic planning and oversight at ADA. It provides appropriate guidance to the executive management team which is responsible for the implementation of the strategy within the authority delegated by the Board.

The Board comprises nine non-executive members, all of whom are UAE Nationals with extensive financial and business backgrounds.

-	
	<b>Chairman of the Board</b> His Excellency Nader Ahmed Mohamed Al Hammadi
	<b>Vice Chairman</b> Sheikh Ahmed Mohammed Sultan Suroor Al Dhaheri
	<b>Member</b> His Excellency Homaid Abdulla Ali Mohammed Al Shimmari
	<b>Member</b> Mr. Abdulla Seddiq Mohamed Husain Al Khoori
	<b>Member</b> Mr. Ahmed Ali Khalfan Al Mutawa Al Dhaheri
	<b>Member</b> Mr. Khalifa Yousif Abdulla Husain Al Khoori
	<b>Member</b> Mr. Saif Saeed Mohammed Al Dhaheri
	<b>Member</b> Mr. Abdulmunim Saif Hamoud Ahmed Al Kindi
	<b>Member</b> Mr. Mohamed Khalil Mohamed Sharif Foulathi

#### **Board Committees**

**Audit Committee** 

Nominations and Remuneration Committee

**Investment Committee** 

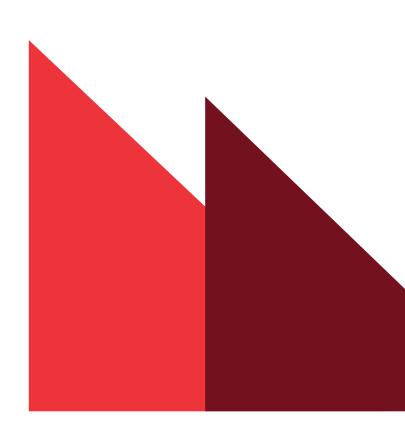
**Risk Committee** 

Insiders Follow-up and Supervision
Committee

## Internal Control System

The Board of Directors is responsible for overseeing the company's internal control system and reviewing its effectiveness and efficiency. The system is designed to assess and manage risks, ensure that all internal policies and procedures are being adhered to, and ensure that ADA complies with all appropriate rules and regulations. The Internal Control Department is responsible for executing of internal control processes and for reporting periodically to the Board.

In 2022, there were no instances of non-compliance with applicable rules, regulations, or voluntary codes.



## SUSTAINABLE SUPPLY CHAIN

For ADA, it is vital to build and maintain strong, longterm relationships with key suppliers, particularly for high-value assets such as aircraft. We depend on these partners not only to supply the assets that are the bedrock of our operations but also spare parts and maintenance support for our fleet so that we can continue to deliver outstanding service for our customers.

ADA's supply chains are strengthened through strategic partnerships with key overseas suppliers. For example, AgustaWestland Aviation Services (AWAS), a joint venture (JV) between ADA (70%) and Leonardo Helicopters (30%), provides first class services to all Leonardo helicopters in the Middle East.

ADA is also the exclusive distributor of Honeywell's Multifunction Control Display Units (MCDU) products

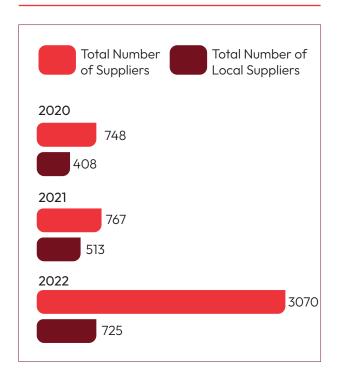
	Total Number of Suppliers	Total Number of Local Suppliers
	AI	DA
2020	N/A	N/A
2021	N/A	N/A
2022	2216	160
	Royo	al Jet
2020	376	195
2021	359	207
2022	452	243
	Maxin	nus Air
2020	372	213
2021	408	306
2022	402	322

on Leonardo AW 139 helicopters worldwide, ex-US and Japan, while we are an authorised Bell helicopter customer service provider.

These partnerships ensure that our own need for spare parts is always met while also strengthening our vertical offering and our contribution to local and regional supply chains. Our procurement for spare parts is automated and digitalised with an average estimated lead time of 24-36 hours including delivery.

The nature of our business means the vast bulk of our procurement is with overseas suppliers, however we look to the local market for support services wherever possible, which we do through the UAE's Tejari system. All our suppliers are required to sign a Code of Conduct.

#### Total



	Total Procurement Spending (in AED)	Total Procurement Spending on Local Suppliers (in AED)
		ADA
2020	327,690,626.68	4,810,975.00
2021	415,186,909.63	5,472,025.00
2022	308,276,691.54	5,765,825.00
		Royal Jet
2020	40,005,326.74	8,705,959.41
2021	32,752,948.89	14,910,587.19
2022	54,292,763.71	15,402,149.47
	1	Maximus Air
2020	396,391,386.73	315,979,503.73
2021	317,996,019.57	260,895,804.57
2022	283,433,964.00	226,747,171.00
		TOTAL
2020	764,087,340.15	329,496,438.14
2021	765,935,878.09	281,278,416.76
2022	646,003,419.25	247,915,145.47

# Appendix GRI & ADX INDEX

#### **GRI 1: FOUNDATION 2021**

Statement of Use

Abu Dhabi Aviation (ADA) has reported the information cited in this GRI content index for the period 1 January – 31 December 2022 in accordance with the GRI Standards

GRI DISCLOSURE	CONTENT	ADX DISCLOSURE	REFERENCE SECTION	NOTES
he Organization and	d its Reporting Practice			
2-1	Organizational details			
2-2	Entities included in the organization's sustainability reporting	G7: Sustainability reporting G8: Disclosure Practices G9: External Assurance		
2-3	Reporting period, frequency and contact point	G7: Sustainability reporting G8: Disclosure Practices		
2-4	Restatements of information			
2-5	External assurance	G10: External Assurance		
activities and workers	S			
2-6	Activities, value chain and other business relationships			
2-7	Employees	S3: Employee Turnover S4: Gender Diversity		
2-8	Workers who are not employees	G4: Supplier Code of Conduct		

2-9	Governance structure and composition	G1: Board Diversity	
2-10	Nomination and selection of the highest governance body	G2: Board Independence	
2-11	Chair of the highest governance body		
2-12	Role of the highest governance body in overseeing the management of impacts		
2-13	Delegation of responsibility for managing impacts		
2-14	Role of the highest governance body in sustainability reporting	G3: Incentivized Pay	
2-15	Conflicts of interest	G6: Ethics & Anti-Corruption	
2-16	Communication of critical concerns		
2-17	Collective knowledge of the highest governance body		
2-18	Evaluation of the performance of the highest governance body		
2-19	Remuneration policies	G3: Incentivized Pay S1: CEO Pay Ratio S2: Gender Pay Ratio	
2-20	Process to determine remuneration	S2: Gender Pay Ratio	
2-21	Annual total compensation ratio	G3: Incentivized Pay S1: CEO Pay Ratio S2: Gender Pay Ratio	
Strategy, policies, and	d practices		
2-22	Statement on sustainable development strategy	G8: Sustainability reporting G9: Disclosure Practices E8 & E9: Environmental Oversight	
2-23	Policy commitments		
2-24	Embedding policy commitments		

2-25	Processes to remediate negative impacts			
2-26	Mechanisms for seeking advice and raising concerns			
2-27	Compliance with laws and regulations	G6: Ethics & Anti-Corruption		
2-28	Membership associations	S1: CEO Pay Ratio		
Stakeholder engagen	nent			
2-29	Approach to stakeholder engagement			
2-30	Collective bargaining agreements			
GRI 3: MATERIAL TOP	PICS			
GRI DISCLOSURE	CONTENT	ADX DISCLOSURE	REFERENCE SECTION	NOTES
3-1	Process to determine material topics			
3-2	List of material topics			
3-3	Management of material topics			
GRI 200: Economic St	randard Series			
GRI 201: Economic Pe	rformance 2016			
GRI 201 Topic Specific				
3-3	Management Approach			
201-1	Direct economic value generated and distributed			
GRI 202: Market Pres	ence 2016			
GRI 202 Topic Specific				
3-3	Management Approach			
202-2	Proportion of senior management hired from the local community	S11: Nationalisation		
GRI 204: Procuremen	t Practices 2016			
GRI 204 Topic Specific	c			

3-3	Management Approach			
204-1	Proportion of spending on local suppliers	G4: Supplier Code of Conduct		
GRI 205: Anti-Corr	ruption 2016			
GRI 205 Topic Spec	rific			
3-3	Management Approach			
205-1	Operations assessed for risks related to corruption			
205-2	Communication and training about anti-corruption policies and procedures			
205-3	Confirmed incidents of corruption and actions taken	G5: Ethics & Prevention of Corruption		
GRI 300: Environm	ental Standard Series			
GRI 302: Energy 20	016			
GRI 302 Topic Spec	ific			
3-3	Management Approach	E10: Climate Risk Mitigation		
302-1	Energy consumption within the organization	E3: Energy Usage		
302-2	Energy consumption outside of the organization	E4: Energy Intensity E5: Energy Mix		
302-4	Reduction of energy consumption	E4: Energy Intensity E5: Energy Mix		
GRI 303: Water and Effluents 2018				
GRI 303 Topic Spec	cific			
3-3	Management Approach			
303-5	Water Consumption	E6: Water Usage		
GRI 305: Emissions	2016			

GRI 305 Topic Specific

3-3	Management Approach	E8 & E9: Environmental Oversight				
305-1	Direct (Scope 1) GHG emissions	E1: GHG Emissions				
305-2	Energy indirect (Scope 2) GHG emissions	E1: GHG Emissions				
305-3	Other indirect (Scope 3) GHG emissions	E1: GHG Emissions				
305-4	GHG emissions intensity	E1: GHG Emissions E2: Emissions Intensity				
GRI 306: Waste 202	20					
GRI 306 Topic Spec	fic					
3-3	Management Approach					
306-3	Waste generated	E7: Environmental Operations				
GRI 308: Supplier E	GRI 308: Supplier Environmental Assessment 2016					
GRI 308 Topic Spec	fic					
3-3	Management Approach					
308-1	New suppliers that were screened using environmental criteria	E7: Environmental Operations				
GRI 400: Social Standard Series						
GRI 401: Employme	nt 2016					
GRI 401 Topic Speci	fic					
3-3	Management Approach					
401-1	New employee hires and employee turnover	S3: Employee Turnover				
401-2	Benefits provided to full-time employees that are not provided to part-time employees					
GRI 403: Occupational Health & Safety 2018						
GRI 403 Topic Mana	agement Disclosures					
3-3	Management Approach					

403-1	Occupational health and safety management system	S8: Global Health & Safety	
403-2	Hazard identification, risk assessment, and incident investigation		
403-3	Occupational health services		
403-4	Worker participation, consultation, and communication on Occupational health and safety		
403-5	Worker training on occupational health and safety		
403-6	Promotion of worker health		
403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships		
GRI 403 Topic Speci	ific		
403-8	Workers covered by an occupational health and safety management system	S8: Global Health & Safety	
403-9	Work-related injuries	S7: Injury Rate	
403-10	Work-related ill health		
GRI 404: Training &	Education 2016		
GRI 404 Topic Speci	ific		
3-3	Management Approach		
404-1	Average hours of training per year per employee		
404-2	Programs for upgrading employee skills and transition assistance programs		
404-3	Percentage of employees receiving regular performance and career development reviews		

GRI 405: Diversity and Equal Opportunity 2016					
GRI 405 Topic Specific					
3-3	Management Approach				
		S4: Gender Diversity			
405-1	Diversity of governance bodies and	S6: Non-Discrimination			
403-1	employees	S11: Nationalisation			
		G1: Board Diversity			
405-2	Median Compensation				
GRI 406: Non-Discr	rimination 2016				
GRI 406 Topic Spec	rific				
3-3	Management Approach				
406-1	Incidents of discrimination and corrective actions taken	S6: Non-discrimination			
GRI 410: Security Pr	ractices				
GRI 406 Topic Spec	rific				
3-3	Management Approach				
410-1	Security personnel trained in human rights policies or procedures	S10: Human rights			
GRI 413: Local Com	munity 2016				
GRI 413 Topic Speci	fic				
3-3	Management Approach				
413-1	Operations with local community engagement, impact assessments, and development programs	S11: Nationalisation S12: Community Investment			
GRI 414: Supplier Social Assessment 2016					
GRI 414 Topic Speci	fic				
3-3	Management Approach				

			T		
414-1	New suppliers that were screened using social criteria	S11: Nationalisation S12: Community Investment			
GRI 416: Customer He	ealth and Safety 2016				
GRI 414 Topic Specific					
3-3	Management Approach				
416-1	Assessment of the health and safety impacts of product and service categories				
416-2	Incidents of non-compliance concerning the health and safety impacts of products and services (GRI 416-2)				
GRI 418: Customer Pri	GRI 418: Customer Privacy				
GRI 418 Topic Specific					
3-3	Management Approach				
418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	G6: Data Privacy			