



A YEAR OF WALKING THE TALK



ANNUAL REPORT 2023



**The Late Amir of Bahrain,
Shaikh Isa
bin Salman Al Khalifa**

May God rest his soul
in peace



**His Majesty
King Hamad
bin Isa Al Khalifa**

The King
of the Kingdom of Bahrain



**His Royal Highness
Prince Salman
bin Hamad Al Khalifa**

The Crown Prince,
and Prime Minister



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BOARD OF DIRECTORS



Khalid Al Rumaihi
Chairman



Shaikh Isa Bin Khalid Al Khalifa
Director



Omar Al Amoudi
Director



Ahmed Al Duriaan
Director



Tim Murray
Director



Roselyne Renel
Director



Omar Syed
Director



Bruce Cox
Director



AlWaleed AlSenani
Director



Hala Mufeez
Director

EXECUTIVE MANAGEMENT



Ali Al Baqali
Chief Executive Officer



Khalid Abdul Latif
Chief Marketing Officer



Amin Sultan
Chief Power Officer



Waleed Tamimi
Chief Supply Officer



Dr. Abdulla Habib Ahmed
Chief Operations Officer



Ahmed A. Qader
Acting Chief Financial Officer



Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present Aluminium Bahrain B.S.C. (Alba)'s Annual Report for 2023.

I would like first to express my thanks to His Majesty the King of Bahrain, King Hamad bin Isa Al Khalifa and His Royal Highness the Prime Minister Prince Salman bin Hamad Al Khalifa for placing their faith in me to lead as the Chairman of the Board of one of the world's largest aluminium smelters. I take this opportunity to thank our valued shareholders for their continued confidence in our Company. I am

honoured to lead this organization towards more successes along with my fellow Directors at the Board.

Financial Performance

2023 was a year defined by global economic headwinds. Geopolitical tensions, rising interest rates and inflation, as well as supply chain disruptions contributed to a volatile market environment with fluctuating LME prices (17% drop year-over-year) and premiums (35% drop year-over-year). Despite these challenges, the Company's robust operational performance demonstrates its resilience and potential for stronger financial results in a more favorable environment.

Key Performance Metrics



An all-time Net Finished Production of **1,620,665 metric tonnes** (+2.5% YoY)



A record Sales volume of **1,603,011 metric tonnes** (+2.2% YoY)



Value Added Sales averaged **68% of Total Sales** (vs. 66% in 2022)



EBITDA of **US\$804 million** driven by lower LME prices and premiums



Profit of **US\$314 million** driven by lower EBITDA

Our financial performance enabled us to reward our shareholders with good returns: we have paid in August 2023 an interim dividend of Fils 13.28 per share and a final dividend of Fils 15.9 per share in March 2024 which corresponded to 35% Dividend Payout Ratio.

Embracing a new era, Alba charts a course for a sustainable future with our Refreshed Strategy for 2024-2026. Cementing our role as a key contributor to Bahrain's social, industrial, and economic development, we will accelerate our decarbonization efforts and align with the nation's Net Zero Emissions objectives by 2060. This commitment to sustainability encompasses our entire operations, from sourcing to delivery.



Embracing a new era, Alba charts a course for a sustainable future with our Refreshed Strategy for 2024-2026.

Together We Rise

The road ahead may hold challenges, but Alba is built on resilience. Our forward-thinking approach will equip us to not only navigate headwinds but emerge stronger.

In closing, I would like to express our sincere gratitude to the Government of the Kingdom of Bahrain and the Government of the Kingdom of Saudi Arabia for their unwavering guidance and support over the past decades. This continued partnership has been instrumental to Alba's success and remains essential as we embark on this exciting new chapter.

I am incredibly grateful to my fellow Board of Directors for their dynamic leadership; their guidance has been instrumental in steering Alba to a stronger and more successful position. I also extend my sincere appreciation to Alba's Management Team for their unwavering support; and most importantly, my deepest thanks go to our exceptional employees, whose unwavering commitment is the very foundation of Alba's growth and success.

Khalid Al Rumaihi
Chairman of the Board

Beyond the Bottom Line: Driving Progress for our Environment

Alba's achievements extend beyond financial results. We are a frontrunner in sustainable aluminium production through our impactful initiatives in Environment, Social, and Governance (ESG). Focusing on three core areas – Decarbonization, Green Energy & Aluminium, and Circular Economy & Secondary Aluminium – Alba addresses environmental challenges. Major projects continue to progress such as the Power Station 5 Block 4 Project with the arrival of M701JAC Gas Turbine (reducing greenhouse gas emissions) and the Solar Farm Project (utilizing clean energy) that consists of around 11,300 solar PV panels with a capacity of more than 6 Megawatts. In addition, our Spent Pot Lining (SPL) Treatment Plant (addressing hazardous waste) achieved impressive results; not only did it exceed its target by processing waste into 40,185 MT of valuable HiCal, but this production also surpassed the plant's designed capacity of 30,000 MT – 35,000 MT.



Building on a Legacy of Trust

Celebrating over 52 years as a leading supplier of high-grade aluminium products, Alba remains committed to fostering trust with all stakeholders. Looking back on 2023, I am incredibly proud of our collective achievements, even amidst industry challenges and market headwinds.

Operational Excellence in Action: Navigating Challenges and Achieving Success

Our strong operational performance throughout 2023 was reflected in key metrics to include:

- Record-Breaking Production: Celebrating an all-time production record of 1,620,665 MT (MT), exceeding nameplate capacity through innovative in-house developments.
- Strong Sales Growth: Sales volume rose to 1,603,011 MT despite market challenges (+2.2% YoY) while Value-Added Sales averaged 68% of total shipments compared to 66% in 2022.
- Cost Optimization: Maintaining US\$115.34 million in savings achieved through AL HASSALAH Top Up program in 2022.
- Strategic Partnerships: Securing a 10-Year Gas Supply Deal with Bapco Energies on 23 January 2024, featuring a fixed price structure for the first five years at US\$4/MMBTU.

Leading on Sustainability, Investing in People, and Prioritizing Safety

Alba's commitment to responsible business practices extends beyond operational excellence. We take pride in our leadership in Environmental, Social, and Governance (ESG) initiatives.

Environmental Stewardship

The introduction of Alba's Mangrove Nursery demonstrates our dedication to environmental conservation. Additionally, commissioning a Food Waste Composter and Solar-Electric powered industrial personnel carriers emphasize our commitment to reducing waste and minimizing our environmental footprint. A significant milestone in our ESG journey was the arrival of the Mitsubishi Power M701JAC Gas Turbine for the Power Station 5 Block 4 Project -- this represents a major step towards achieving our ambitious decarbonization goals.

Investing in Our People

Upskilling over 660 employees through various learning and development programs is a testament to our belief in investing in our workforce.

Safety – Our Unwavering Commitment

Above all, Safety remains Alba's top priority. We believe it's not just a job requirement, but a way of life. Driven by this unwavering commitment, we've cultivated a strong Safety culture where everyone takes responsibility for their own well-being and that of their colleagues. This dedication is reflected in our team's impressive achievement by closing 2023 with 12 million safe work hours without Lost Time Injury. This success extends to experiencing zero heat-related illnesses and injuries for seven consecutive summers and becoming the first GCC smelter to attain a 4-star audit rating by the British Safety Council.



At Alba, Safety is more than a priority – it's a core value deeply embedded in our Company culture. 🌿

2024: A Year of Transformation Fuelled by Shared Responsibility and Innovation

As we embark on a transformative year, Alba is committed to fostering a culture of shared responsibility and embracing innovation through our ambitious 2024 Objectives:

Safety Mirror: Embedding a Culture of 'We Are All Responsible' -- Safety remains our top priority, and the 'Safety Mirror' initiative reinforces this commitment. It goes beyond traditional safety programs by emphasizing individual accountability. We believe that each and every one of us is responsible for our own safety and the safety of our colleagues. By fostering a 'We Are All Responsible' culture, we can create a work environment where everyone feels empowered to identify and address potential hazards.

Strategy Refresh: Charting a New Course for Alba's Future -- The business landscape is constantly evolving, and Alba is committed to staying ahead of the curve. This initiative involves a comprehensive re-evaluation of our long-term goals and vision.

e-AI Hassalah: Streamlining Operations with the Power of Technology -- This program focuses on integrating cutting-edge technologies into our operations. By implementing e-AI Hassalah, we aim to streamline workflows, eliminate redundancies, and unlock

CEO MESSAGE

further efficiencies. This will not only enhance our productivity but also free up valuable resources for innovation and growth.

Upskilling and Reskilling: Investing in Your Growth, Unleashing Your Potential: At Alba, we believe our greatest asset is our workforce. This initiative translates our commitment to investing in employee development.



By investing in your growth, we are not only empowering you but also unleashing the full potential of our workforce, driving Alba's continued success. 🌱

Looking Ahead: Responsible Growth & Transformation

Moving forward, Alba remains steadfast in its commitment to responsible business practices and employee development. This includes continuously aligning our operations with environmental sustainability to safeguard our planet for future generations. We actively embrace diversity and inclusion within our workforce, fostering a culture that values and empowers all employees, recognizing their contributions as crucial to our success. Additionally, adhering to the highest standards for business ethics and professional conduct remains a cornerstone of our Company. We are committed to conducting business with integrity and transparency in every interaction. By prioritizing these initiatives, we aim to build a sustainable future, not just for Alba, but for all our stakeholders.

In addition, we are looking to complete Power Station 5 Block 4 Project by Q4 2024 and Solar Farm by Q2 2024, both of which will scale up efficiency in our operations. We will also maintain active pursuit for sourcing upstream to secure some of our alumina needs and leverage certifications such as Aluminium Stewardship Initiative (ASI) and Ecovadis to unlock new markets and boost Value Added Sales.

Together Towards More Achievements

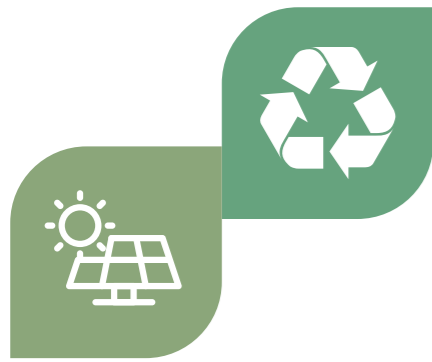
The journey into 2024 has begun! Let's maintain our focus and commitment to excellence.

By working together, embracing innovation, and tackling challenges head-on, we can achieve even greater success. I am excited to celebrate these milestones with you throughout the year.

Ali Al Baqali
CEO



2023 IN REVIEW



Financial: Reporting FY and Q4 2022 Financials
ESG: Alba's Green initiatives
Financial: Holding AGM for 2023
ESG: Alba Sports Festival - a Major Success

Operational: Accelerating Transformation to Industry 4.0 with Completion of Online Monitoring System for its Power Stations
Operational: Alba's Line 6 New Nameplate Capacity Jumps to 560,000 MT

ESG/Award: Alba's Safety Culture Recognised with British Safety Council's Award
ESG: Alba's Decarbonisation Drives Highlighted at 26th Arab-German Business Forum 2023
Strategic: Held Reverse Insurance Roadshow with Major Insurance and Reinsurance Markets
Award: Won Prestigious Bonds, Loans & Sukuk Middle East Award for 2023
ESG: Alba is the First Company in the Kingdom to Use Solar-Electric Powered Industrial Personnel Carriers



ESG: Inaugurating Alba's Mangrove Nursery to Mark Occasion of International Mangrove Day
ESG: Entrepreneurship Masterclass 'Workshop' Held for Alba employees' Children in Collaboration with INJAZ Bahrain
Financial: Reporting Q2 and H1 2023 Results
Operational: Introducing New Alloy 6060.HE in Alba's Product Portfolio

ESG: Marking Breast Cancer Awareness Month
Strategic: Mumtalakat Announces New Chairman of Alba's Board
Award: Marking 7th Consecutive Year of Zero Heat-Related Illnesses & Injuries
Operational: Arrival of Mitsubishi Power M701JAC Gas Turbine

ESG: Recognizing Female employees on the Occasion of Bahraini Woman's Day
ESG: Launch of 'Safety is Driven by You' Campaign
ESG: Alba Celebrates National Day
Operational: Alba Breaks Annual Aluminium Production Record in 2023



ESG: Seven National Employees Awarded by Alba CEO
ESG: Installing Solar PV Panels over 37,000 m²
Operational: Commissioning FCN Project at Lines 4-5
Strategic: Alba's CEO Inaugurates Annual Majlis Sessions 2023
Award: Al Baqali Named in NSC's 'CEOs Who Get It' List for 2023

ESG: Alba Enriches Bahrain's biodiversity with its Fish Farm Produce
Strategic: Attending Formula 1 Gulf Air Bahrain Grand Prix
Award: Maintained Status Quo as the World's Largest Aluminium Smelter ex-China
ESG: Secured BBK's Sustainability Financing for its Solar Farm Project
Operational: Block 4 Project - Procurement and Foundation Works for Main Equipment Completed
Strategic: Re-launch of Code of Conduct

Financial: Reporting Q1 2023 Financials
ESG/Award: Received ASI Chain of Custody Standard Certification for Responsible Production
Award: Scooping RoSPA's President's Award Following 10 Consecutive Gold Awards for Safety and Health Excellence
ESG/Award: Alba is the First Industrial Company in the Region & Bahrain to Achieve ISO 18788:2015 Certification



Strategic: Visit to Mitsubishi Heavy Industries Facilities in Japan
Strategic: Joining Forces with Nasser Artificial Intelligence Research and Development Centre to Advance in AI
ESG: Launch of Summer Safety & Health Campaign 'Stop, Think, & Act'
ESG: Implementing Virtual Reality Training Courses in Partnership with Atyaf eSolutions

Award: Alba is the First Smelter in the Region to be Recertified to the New ASI Performance Standard
ESG/Award: Winning the Brandon Hall Group Silver Award for Excellence 2023
Strategic: CEO is a Key Panelist at the 37th Fastmarkets Conference 2023
Financial: Alba Holds its Board Meeting for Q3 2023

Financial: Reporting Q3 and 9 Months Results of 2023
Award: Clinching Two Major Investor Relations Awards for 2023 by MEIRA
Strategic: CEO Leads Alba's Delegation at ARABAL
ESG/Award: Alba First Smelter in the GCC to Attain 4-Star Audit Rating by British Safety Council

FINANCIAL HIGHLIGHTS

For further information, please refer to Alba's Audited Financial Statements in the last section of the 2023 Annual Report



EBITDA = Profit for the year before tax + Finance costs + Changes in fair value of derivative financial Instruments + Depreciation + Amortisation
 Net Debt = Total Borrowings - Bank balances and cash
 Equity Ratio = Total Equity / Total Assets
 Leverage Ratio = Total Liabilities / Total Assets

REVENUES FROM CONTRACTS WITH CUSTOMERS

US\$ MILLION
2022: 4,896 | Y-o-Y (16%)

4,106

Revenues down by 16% YoY owing to double digit drop in LME price and Premiums

EQUITY RATIO

2022: 70%

70%

Equity Ratio is the same as in 2022

CASH PAYBACK TO SHAREHOLDERS

US\$ MILLION
2022: 320 | Y-o-Y 16%

373

Higher Cash Payback in 2023 owing to 2022 Final Dividend Tranche of US\$323 million & 2023 Interim Dividend of US\$50 million

EBITDA

US\$ MILLION
2022: 1,502 | Y-o-Y (46%)

804

Lower EBITDA by 46% impacted by lower LME price & premiums

NET DEBT

US\$ MILLION
2022: 1,424 | Y-o-Y (2%)

1,399

Net Debt slightly down by 2% YoY due to repayment of loans and borrowings during 2023

SHAREHOLDERS EQUITY

US\$ MILLION
2022: 4,847 | Y-o-Y (2%)

4,759

Shareholders' Equity slightly down due to a drop in Retained Earnings coupled with Cash Flow Hedge Reserve

PROFIT

US\$ MILLION
2022: 1,107 | Y-o-Y (72%)

314

Profit down by 72% YoY driven by lower EBITDA

NET DEBT TO EBITDA

2022: 0.95x
Y-o-Y 84%

1.74x

Increase in Net Debt to EBITDA due to lower EBITDA owing to low LME price and premiums

FREE CASH FLOW

US\$ MILLION
2022: 1,233 | Y-o-Y (47%)

652

Lower Free-Cash Flow owing to low cash generated from operations and higher CAPEX spent

LEVERAGE RATIO

2022: 30%

30%

Leverage Ratio is the same as in 2022



CORPORATE GOVERNANCE



This Statutory Corporate Governance Report covers the period 1 January 2023 to 31 December 2023 and is prepared pursuant to the Kingdom of Bahrain's Corporate Governance Code 2022 [resolution no. (19) of 2018 and resolution no. (91) of 2022] and the Central Bank of Bahrain (CBB) Module.

The Corporate Governance Report of Aluminium Bahrain B.S.C. (Alba) is an element of the Management's review as included in the Annual Report for 2023. The Corporate Governance Report for 2023 and for prior years can be viewed by visiting Alba website at Corporate Governance | Kingdom of Bahrain (albasmelter.com).

Description of Actions Taken to Comply with the Corporate Governance Code

As a Bahrain-based public joint-stock company, Alba prioritizes robust corporate governance by adhering to multiple governance frameworks to include Bahrain Commercial Companies' Law (the foundation of our governance practices), the Ministry of Industry and Commerce (MOIC's) Corporate Governance Code of 2022 (guiding principles for responsible business conduct) in addition to Central Bank of Bahrain Volume 6 – Capital Markets High Level Controls (ensuring operational efficiency and shareholder protection).

The Board of Directors diligently ensures compliance with the MOIC's Corporate Governance Code through regular review of governance policies and practices to ensure they remain aligned with local regulations while the Management is constantly striving to improve, implement initiatives that bolster the Company's governance framework and align with best practices.

During the Annual General Meeting (AGM) in 2023, the Company's shareholders approved the amendment and restatement of the Memorandum and Articles of Association in accordance with the amendments to Article 5 relating to the activities of Alba.

In addition, on the recommendation of the Nomination, Remuneration and Corporate Governance Committee, the Policy of the Board of Directors (BoDs') Remuneration Fees and Allowances was revised following the shareholders' approvals during the AGM in March 2022 on the BoDs' remuneration fees. The Board of Directors has also endorsed the changes made to the Company's Memorandum and Articles of Association which will be then tabled for the shareholders' approvals in AGM on 07 March 2024.

Board Composition

| Name | Age | Appointment and Term of Directorship | Current Work & Directorship in other Boards | Position |
|--|-----|--|--|----------------------------------|
| Shaikh Daij Bin Salman Bin Daij Al Khalifa (Former Chairman) | 54 | Appointed by Mumtalakat since March 2014 Retired on 08 October 2023 | Masafat Travel & Tourism S.P.C. | Owner |
| Khaled Omar Mohamed Al Rumaihi (Chairman) | 54 | Appointed by Mumtalakat on 09 October 2023 | Amriya Group | Executive Chairman |
| | | | Mumtalakat Holding Company | Board Director |
| | | | McLaren Group | Board Director |
| | | | Bapco Energies | Board Director |
| | | | Bahrain Economic Development | Board Director |
| Shaikh Isa Bin Khalid Al Khalifa (Director) | 44 | Appointed by Mumtalakat since March 2020 | Seaspring W.L.L. | Founder and Managing Director |
| Roselyne Renel (Director) | 56 | Appointed by Mumtalakat since February 2023 | Lloyds Banking Group (LBG) | Group Chief Credit Officer |
| Omar Ali Syed (Director) | 49 | Appointed by Mumtalakat since February 2023 | McLaren Group | Board Director |
| | | | McLaren Racing | Board Director |
| | | | Gulf Cryo | Board Director |
| | | | ProDrive | Board Director |
| | | | Mumtalakat Holding Company | Chief Investment Officer |
| Tim Murray (Director) | 52 | Appointed by Mumtalakat since March 2020 | Cardinal Virtues Consulting | CEO/Owner |
| Omar Abdullah Al Amoudi (Director) | 61 | Appointed since March 2019 | PETROKEMYA | Chairman |
| | | | Hadeed | Chairman |
| | | | Tatweer Building Co. | Chairman |
| Ahmed Al Duriaan (Director) | 58 | Appointed by Sabic Industrial Investments Co. (SIIC) since March 2020 | GARMCO | Board Director and Vice Chairman |
| | | | SABIC Investment Company | Executive General Manager |
| | | | HADEED | Chairman – Board Audit Committee |
| | | | Ma'aden Phosphate Company (MPC) | Board Director |
| | | | Divestment at Merger & Acquisition unit at SABIC | General Manager |
| Bruce Cox (Director) | 61 | Appointed by Mumtalakat since February 2023 | Ajlan & Bros Mining and Mineral Processing Investments | Advisory Board |
| | | | Aurelia Metals | Chairman of the Audit Committee |
| AlWaleed AlSenani (Director) | 43 | Appointed by Sabic Industrial Investments Co. (SIIC) since February 2023 | Global Corporate Governance at SABIC | General Manager |
| | | | Algerian and Saudi Investment Company | Board Director |
| | | | Corporate Governance Center (owned by PIF) | Board Director |
| Hala Mufeez (Director) | 51 | Elected since February 2023 | Bapco Upstream WLL | Chief Financial Officer |

Transactions by Directors and their Connected Persons in 2023: Nil

CORPORATE GOVERNANCE

Directors' Classification Based Upon Disclosures

| Board Members | Board | Audit Committee | NRCGC Committee | Executive & ESG Committee | Classification | Reference to Corporate Governance Code |
|--|----------------------|-----------------|----------------------|---------------------------|--------------------------------|---|
| Shaikh Daij Bin Salman Bin Daij Al Khalifa | ✓ Former Chairman | | ✓ Former Chairman | ✓ Former Chairman | Independent Non-executive | |
| Khalid Al Rumaihi | ✓ Chairman | | ✓ Chairman | ✓ Chairman | Non-Independent, Non-Executive | Waiver granted from CBB |
| Shaikh Isa Bin Khalid Al Khalifa | ✓ | ✓ Chairman | | | Independent Non-executive | |
| Roselyne Renel | ✓ | ✓ | | | Independent Non-executive | |
| Omar Ali Syed | ✓ | | ✓ | | Non-Independent, Non-Executive | Appendix (1) for Independence of Board Member Invalidation Case (e) |
| Tim Murray | ✓ | | | ✓ | Independent Non-executive | |
| Bruce Cox | ✓ | | | ✓ | Independent Non-executive | |
| Ahmed Al Duriaan | ✓ | | ✓ | | Non-Independent, Non-executive | Appendix (1) for Independence of Board Member Invalidation Case (b) |
| AlWaleed AlSenani | ✓ | ✓ | | | Non-Independent, Non-executive | Appendix (1) for Independence of Board Member Invalidation Case (b) |
| Omar Abdullah Al Amoudi | ✓ | | | ✓ | Non-Independent, Non-executive | Appendix (1) for Independence of Board Member Invalidation Case (b) |
| Hala Mufeez (Elected Director) | ✓ | ✓ | | | Non-Independent Non-executive | Appendix (1) for Independence of Board Member Invalidation Case (f) |

Directors' Classification



CORPORATE GOVERNANCE



KHALID AL RUMAIHI

Chairman of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Chairman of the Board Executive & ESG Committee

Chairman of the Nomination, Remuneration and Corporate Governance Committee

Non-Executive / Non-Independent Member since October 2023



EXPERIENCE

- Currently, the Executive Chairman of Amriya Group since May 2023.
- Currently, a Board member of Mumtalakat since 2015, the McLaren Group since 2019, the Bahrain Economic Development since 2014, and Bapco Energies since 2019.
- Currently, a member of the Advisory Board of Harvard Business School Middle East and North Africa since 2021.
- Former Chief Executive Officer of Mumtalakat (2019-2023).
- Former Chief Executive Officer of Bahrain Economic Development (2015-2019).
- Former Managing Director of Investcorp (2002-2012).
- Former Head of Private Client Group at JP Morgan (1993-2002).
- Former Chairman of Bahrain Real Estate Investment Company (2017-2023), Bahrain Development Bank (2016-2022), and Bahrain Airport Company (2011-2015). He also held Board positions at the National Bank of Bahrain, Gulf Air and Securities Investment Company.



QUALIFICATION

- Master in Public Policy specializing in Economic Development from Harvard University, US.
- Bachelor of Science in Foreign Service from Georgetown University, US.



SHAIKH ISA BIN KHALID AL KHALIFA

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Chairman of the Board Audit Committee

Non-Executive / Independent Member since March 2020



EXPERIENCE

- Founder and Managing Director of Seaspring W.L.L., a Bahrain-based international investment consultancy firm with a strategic focus on bringing distinct investment solutions from various sectors including, but not limited to healthcare, biotech, technology, and cybersecurity to the Gulf region.
- Oversaw the growth equity financing of Biotricity Inc., a leading remote cardiac telemetry company based in Redwood City, California, and My Next Health which is a genomic-based AI and quantum platform healthcare company in Toronto, Ontario.
- Prior to establishing Seaspring W.L.L., he was a private equity associate with Oasis Capital Bank B.S.C.© in Bahrain where he helped raise over US\$245 million in paid up capital and set-up a clean tech-focused fund.
- Formerly an Assistant Manager of the Corporate Banking & Finance at Citigroup Inc. where he played a key role in arranging the refinancing for Alba's Potline 5 Expansion.



QUALIFICATION

- Master of Science in Global Financial Analysis from Bentley University, Waltham, MA.



OMAR AL AMOUDI

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Board Executive & ESG Committee

Non-Executive / Non-Independent Member since March 2019



EXPERIENCE

- Chairman of the Board of Directors of PETROKEMYA since 2023.
- Chairman of the Board of Directors of HADEED since 2021.
- Chairman of TATWEER Building Company since 2023.
- Former Executive Vice President, SABIC Global Engineering & Project Management (2016).
- Former Executive Vice President, SABIC Shared Services (2013).
- Former Chairman of the Board of Directors of SPECIALTY CHEM, Gas & Arrazi and Saudi Kayan.
- Former Board Member of SHARQ, PETROKEMYA, IBN RUSHD, SADAFA, Ibn Sina and MARAFIQ.
- Former Board Member of Gulf Coast Growth Ventures.
- Former President of PETROKEMYA and Ibn Zahr (2006 – 2013).



QUALIFICATION

- Bachelor of Science in Chemical Engineering from the King Fahd University of Petroleum and Minerals (KFUPM), Saudi Arabia.
- Masters in Chemical Engineering from Drexel University, USA.



AHMED ALDURIAAN

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Nomination, Remuneration and Corporate Governance Committee

Non-Executive / Non-Independent Member since March 2020



EXPERIENCE

- Currently, General Manager of Divestment at Merger & Acquisition unit at SABIC since September 2023 & Executive General Manager of SABIC Industrial Investment.
- He is also the Executive General Manager of SABIC Investment Company since July 2018.
- Currently, Board Member of Ma'aden Phosphate Company (MPC) since January 2023.
- Currently, Chairman of HADEED Board Audit Committee since October 2019.
- Currently, Board Member of Gulf Aluminium Rolling Mill Company B.S.C. (c) (GARMCO) since March 2016.
- Currently, Executive General Manager of SABIC Investment Company since July 2018.
- Formerly, Board Member of HADEED from June 2017 till June 2021.
- Prior to his current role, he was Director of Mergers & Acquisitions Execution Department in SABIC and Board member of SABIC Polymer in Turkey from 2007-2011.



QUALIFICATION

- Bachelor's in Mining Engineering from King AbdulAziz University, Kingdom of Saudi Arabia.

CORPORATE GOVERNANCE



TIM MURRAY

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Board Executive & ESG Committee

Non-Executive / Independent Member since March 2020



EXPERIENCE

- CEO of Cardinal Virtues Consulting Inc. with over 20 years of executive leadership experience.
- Recently published his first book "CEO Words of Wisdom (WoWs)". The WoWs deliver practical life lessons to help you survive and thrive in the Post COVID world.
- Spent 12 years with Aluminium Bahrain B.S.C. (Alba) where he was since 2012 till August 2019. During his tenure at Alba, he was also Chief Financial Officer, Chief Marketing Officer, Chief Supply Chain Officer and General Manager of Finance.
- Played an instrumental role in the US\$3 billion Line 6 Expansion Project, which was commissioned on-time and significantly under budget.
- An expert in Safety Management and played a key role in the transformation of Alba's Safety culture.
- 10 years with ARC Automotive Inc. where in his last role, he was Vice President and Chief Financial Officer.
- Key role in the building of greenfield manufacturing facilities in both Mexico and China.
- Tim is an avid reader and an Adjunct Professor at Susquehanna University teaching classes on the impact of CEO leadership.



QUALIFICATION

- MBA from Vanderbilt University, USA
- Degree in Accounting from Susquehanna University, USA.
- A member of the American Institute of CPAs.



ROSELYNE RENEL

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Board Audit Committee

Non-Executive / Independent Member since February 2023



EXPERIENCE

- Currently, she is the Group Chief Credit Officer at Lloyds Banking Group (LBG) since 2020 overseeing credit risk globally.
- Formerly at Standard Chartered Bank (SCB) for 6 years where she was the Group Chief Credit Officer and led the SCB Enterprise Risk Management (ERM) Function.
- Formerly the Chief Risk Officer at the Standard Bank of South Africa for 2.5 years for the Corporate and Investment Banking division.
- Formerly the Chief Credit Officer for Emerging Markets, Global Markets and Global Banking at Deutsche Bank for over 16 years.



QUALIFICATION

- Senior Executive Advanced Management Program - University of Columbia, USA.
- Credit Graduate Program from JP Morgan.
- Advanced Certification in Accounting and Bookkeeping from London Chamber of Commerce.



OMER SYED

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Nomination, Remuneration and Corporate Governance Committee

Non-Executive / Non-Independent Member since February 2023



EXPERIENCE

- Currently, the Chief Investment Officer at Mumtalakat since 2021.
- Formerly, Senior Vice President at DICO Group focused on the Group's Private Equity investments (January 2020 - January 2021).
- Raised, deployed and managed Abraaj Turkey Fund since its inception in 2015 and was previously evaluating regional opportunities for Abraaj across global emerging markets since 2007.
- Started his Private Equity career in 2001 at American Capital with a major focus on US Private Equity across sectors.
- Began his career in Financial Services at Price Waterhouse Coopers (PwC) in 1998 focused on Audit and Business Advisory Services before moving to Transaction Services.
- Currently, he serves on the Boards of McLaren Group, McLaren Racing, Gulf Cryo & ProDrive.



QUALIFICATION

- Masters in Accounting from Concordia University, Canada.
- Bachelor of Science in Chemical Engineering with a minor in Management from McGill University, Canada.
- A Chartered Accountant (CA) and Chartered Financial Accountant (CFA).
- International Board / Corporate Governance Certification from INSEAD, France.



BRUCE COX

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Board Executive & ESG Committee

Non-Executive / Independent Member since February 2023



EXPERIENCE

- Currently, on the Advisory Board for Ajlan & Bros Mining and Mineral Processing Investments since December 2021.
- Currently, he serves as a Non-Executive Director and Chairman of the Audit Committee for Aurelia Metals (ASX listed company) since August 2022.
- Former CFO of Rio Tinto Aluminium (2019-2020).
- Former Managing Director of Pacific Operations for Rio Tinto Aluminium (2016-2018).
- Former CEO Pacific Aluminium (2013-2016) and Managing Director of Rio Tinto Diamonds (2009-2013).
- Former Chairman and Director of the Australian Aluminium Council (2013-2018).
- Former Chairman and Director of Tomago Smelter (2013-2018).
- Former Chairman of Queensland Alumina Refinery (2016-2018) and a non-executive director of the listed company ER (2014-2016).



QUALIFICATION

- Bachelor of Commerce and Master of Business Administration from the University of Wollongong, Australia.
- Graduate of the Australian Institute of Company Directors.

CORPORATE GOVERNANCE



ALWALEED ALSENI

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Board Audit Committee

Non-Executive / Non-Independent Member since February 2023



EXPERIENCE

- Currently, the General Manager of Global Corporate Governance at SABIC since 2015, where he is responsible for enhancing the enterprise Corporate Governance framework, and its effective implementations.
- Currently, he serves as Board member at the Algerian and Saudi Investment Company as well as Corporate Governance Center (owned by PIF).
- Prior joining SABIC in 2015, Alwaleed had a long career in the Capital Market Authority (CMA) where he served in different leading governance positions, including Head of Risk Management Department and Head of Corporate Governance Department where he played a significant role in enhancing the compliance with the Corporate Governance Regulation.
- In 2013, Alwaleed had worked as Governance Adviser at the OECD in France (seconded from CMA). He also represented Saudi Arabia in the OECD Corporate Governance Committee and participated in updating the OECD Principles of Corporate Governance (adopted by the G-20).
- Alwaleed started his career at Prince Sultan University as a faculty member of Accounting from 2002 – 2009.



QUALIFICATION

- Master of Accounting from University of Melbourne, Australia.
- Master of Commerce from University of Western Australia.
- Bachelor of Accounting from King Saud University.
- Completed a number of executive education programs at Harvard Business School, MIT Sloan, Wharton Business School, INSEAD and IMD.



HALA MUFEENZ

Member of the Board of Directors of Aluminium Bahrain B.S.C. (Alba)

Member of the Board Audit Committee

Non-Executive / Non-Independent Member since February 2023



EXPERIENCE

- Chief Financial Officer at Bapco Upstream since October 2023 and responsible for overseeing the Finance, Supply Chain and Management Accounting functions. Mrs. Mufeez joined Bapco Upstream in 2010, leading the Finance function where her role focused on financial planning as well as analyzing the Company's financial strengths and weaknesses.
- Former Principal – Risk Management and Compliance Officer & Money Laundering Reporting Officer in First Investment Bank (2007-2010).
- Former Senior Manager – Risk Management and Compliance Officer at Bahrain Islamic Bank (2005-2007).
- Former Manager Planning Control at Bank of Bahrain and Kuwait (2000-2005).
- Started her career at Ernst & Young by managing external audits across various industries (1996-2000).
- Board member at Bapco Gas and Bapco Gas Expansion where she is also the Chairperson of the Audit Committee (2022 till date).



QUALIFICATION

- Bachelor of Science in Accounting from University of Bahrain.
- Certified Public Account licensed in the State of Illinois, USA.

Appointment of the Board of Directors, Election, Term and Orientation

As per Article 24 of Alba's Articles of Association, Alba is administered by a Board of Directors consisting of 10 directors who are appointed and/or elected in accordance with Article 175 of the Commercial Companies Law for a 3-year renewable term. Alba's recent Board term started on 26 February 2023 and will end in February 2026.

During the Annual General Meeting on 26 February 2023, Bahrain Mumtalakat Holding Co. B.S.C. (c) (Mumtalakat) appointed 6 Directors: Shaikh Daij bin Salman bin Daij Al Khalifa (retired on 08 October 2023), Shaikh Isa bin Khalid Al Khalifa, Mr. Tim Murray, Mrs. Roselyne Renel, Mr. Omar Syed, and Mr. Bruce Cox while Sabic Industrial Investments Co. (SIIC) appointed 2 Directors: Mr. Ahmed Al Duriaan & Alwaleed Alsenani. Mr. Omar Al Amoudi was also appointed at the General Meeting in line with Article 26 of Alba's Article of Association. In addition, Mrs. Hala Mufeez was elected during the Annual General Meeting [out of 16 candidates who have nominated themselves for the elected director membership as per the regulatory filing on 12 February 2023] by the shareholders to represent the 10% free float.

* To note: Alba announced the opening for the elected director candidacy on 12 January 2023 and the nomination process closed on 26 January 2023.

On 09 October 2023, Bahrain Mumtalakat Holding Co. B.S.C. (c) (Mumtalakat) appointed a new Chairman of the Board Mr. Khalid Omar Al Rumaihi to serve in the current Board term (until 2026) and subject to CBB and the shareholders' approvals in the Annual General Meeting on 07 March 2024.

In line with the Corporate Governance Code: Principle 4 and HC High Level Control Volume 6 by CBB, an induction session was arranged on 21 March 2023 for the newly appointed and elected Directors for familiarization about Alba and its operations as well as the Corporate Governance in practice. In addition, all appointed/elected Directors have received a Handbook consisting of key policies and other contexts on the Directors' responsibilities.

Termination of Directors

The membership of the Directors concludes upon the expiry of the current term (2026) upon which the Director will be subject to appointment or re-appointment as well as election or re-election. The termination of directorship can also take effect if any Director is in breach of the conditions set out in Article 27 of the Alba's Articles of Association.

Performance Evaluation

In line with Chapter Two: Section One: Principle Eight of the Corporate Governance Code, the Board and its Committees conduct an annual performance assessment (including individual evaluation) to determine whether the Board, its Committees and its Directors can provide high level of judgement. For the year-ended 2023, all Directors have completed the Board and Committees' questionnaires, and the outcomes were satisfactory.

In addition, the Board of Directors is of the opinion that the qualifications represented in the Board matches the competencies that the Board should possess collectively and individually.

Board Independency Evaluation

The Company conducts an independency evaluation on the members of the Board of Directors to determine their independency status during the year. This evaluation is done pursuant to the criteria set out in Appendix 1 of the Corporate Governance Code and is conducted in the fourth quarter of each year. The outcomes of the evaluation are disclosed to Central Bank of Bahrain via General Information Report.

Directors' Remunerations, Sitting and Attendance Fees

The Board of Directors are remunerated fairly and responsibly for fulfilling the duties of the Board and its Committees. For 2022, Remuneration Fees were BD412,000 [BD60,000 for the Chairman and BD40,000 per Director] excluding Sitting Fees (BD72,000) and Attendance Fees (BD1,000 per Director per meeting) of BD107,000. In total, the aggregate amount for 2022 was BD591,000 in addition to Expense Allowances of BD7,800 [refer to Note 27 in Alba's Consolidated Financial Statements of 2022].

CORPORATE GOVERNANCE

For 2023, Attendance Fees (BD1,000 per Director per meeting) and Allowance Fees* were paid to the Directors for attending the Board and Committee meetings during 2023. Sitting fees of BD70,800 for 2023 (part of Total Allowance for Attending Board and Committee Meetings) will be paid after the Board's meeting on 14 February 2024 (to refer to the below table for the full breakdown of 2023 Remunerations).

(BD'000s)

| Names | Fixed Remunerations | | | | Variable Remunerations | | | | End-of-Service Award | Aggregate Amount (Does not include Expense allowance) | Expenses Allowance |
|--|--|--|---------------------|--------------|---|-----------------|---------------------|----------|----------------------|---|--------------------|
| | Remunerations ¹ of the Chairman and BOD | Total Allowance for Attending Board and Committee Meetings | Others ² | Total | Remunerations of the Chairman and BOD | Incentive Plans | Others ³ | TOTAL | | | |
| First: Independent Directors | | | | | | | | | | | |
| Shaikh Daij Bin Salman Bin Daij Al Khalifa | 48 | 24 | - | 72 | - | - | - | - | - | 72 | - |
| Shaikh Isa bin Khalid Al Khalifa ² | 40 | 18.6 | - | 58.6 | - | - | - | - | - | 58.6 | - |
| Tim Murray | 40 | 16 | - | 56 | - | - | - | - | - | 56 | 3.6 |
| Bruce Cox | 32 | 12.5 | - | 44.5 | - | - | - | - | - | 44.5 | 2.304 |
| Roselyne Renel | 32 | 11.6 | - | 43.6 | - | - | - | - | - | 43.6 | 0.9 |
| Yousif Taqi | 8 | 4.6 | - | 12.6 | - | - | - | - | - | 12.6 | - |
| Mutlaq Al Morished | 8 | 4.5 | - | 12.5 | - | - | - | - | - | 12.5 | 0.9 |
| Second: Non-Executive Directors | | | | | | | | | | | |
| Khalid Al Rumaihi | 12 | 7 | - | 19 | - | - | - | - | - | 19 | - |
| Omar Syed | 32 | 12.5 | - | 44.5 | - | - | - | - | - | 44.5 | - |
| Omar Al Amoudi | 40 | 16 | - | 56 | - | - | - | - | - | 56 | 3.6 |
| Ahmed Al Duriaan | 40 | 16 | - | 56 | - | - | - | - | - | 56 | 4.373 |
| AlWaleed AlSenani | 32 | 13.8 | - | 45.8 | - | - | - | - | - | 45.8 | 1.8 |
| Hala Mufeez | 32 | 13.8 | - | 45.8 | - | - | - | - | - | 45.8 | - |
| Iyad Al Garawi | 8 | 4.2 | - | 12.2 | - | - | - | - | - | 12.2 | 0.9 |
| Suha Karzoon | 8 | 4.2 | - | 12.2 | - | - | - | - | - | 12.2 | - |
| Rasha Sabkar | 8 | 4.5 | - | 12.5 | - | - | - | - | - | 12.5 | - |
| Third: Executive Directors (Not Applicable) | | | | | | | | | | | |
| Total | 420 | 183.8 | - | 603.8 | - | - | - | - | - | 603.8 | 18.377 |

(¹ as per policy for the Board of Directors and Board Committee Members' Remuneration Fees, Attendance Fees and Per Diem Allowance)

Other remunerations:







² It includes in-kind benefits – specific amount – remuneration for technical, administrative and advisory works (if any).

³ It includes the board member's share of the profits – Granted shares (insert the value) (if any).

The proposed Remuneration Fees for 2023 will be paid post the AGM which is scheduled to be held on 07 March 2024 and subject to the shareholders' approvals.

Board Meetings in 2023 [in-person and/or virtual attendance]

Meetings of the Company's Board of Directors are held at least quarterly or more frequently as deemed necessary. There were 5 Board Meetings in 2023 which were held on 02 February, 04 May, 09 August, 28 September, and 08 November. Board meetings in Q1, Q2 and Q4 of 2023 (3 meetings) were held in person while meetings in Q3 of 2023 (2 meetings) were held via Microsoft Teams.

| Director | 02-Feb-23 |
|--|---|
| Shaikh Daij Bin Salman Bin Daij Al Khalifa |  |
| Yousif A. Taqi |  |
| Suha S. Karzoon |  |
| Shaikh Isa Bin Khalid Al Khalifa |  |
| Rasha M. Sabkar |  |
| Tim Murray |  |
| Mutlaq H. Al Morished |  |
| Omar Al Amoudi |  |
| Iyad Al Garawi |  |
| Ahmed Al Duriaan |  |

 Video Conferencing

 Physical Meeting

CORPORATE GOVERNANCE

| Director | 04-May-23 | 09-Aug-23 | 28-Sep-23 | 08-Nov-23 |
|--|-----------|-----------|-----------|-----------|
| Shaikh Daij Bin Salman Bin Daij Al Khalifa | | | | - |
| Khalid Al Rumaihi | - | - | - | |
| Roselyne Renel | | | | |
| Omar Syed | | | | |
| Shaikh Isa bin Khalid Al Khalifa | | | | |
| Bruce Cox | | | | |
| Tim Murray | | | | |
| Hala Mufeez | | | | |
| Omar A. Al-Amoudi | | | | |
| Alwaleed AlSenani | | | | |
| Ahmed Al Duriaan | | | | |

Video Conferencing Physical Meeting

Chairman's Duties and Responsibilities

Pursuant to Chapter 2 -- Corporate Governance Principles, Section One, Principle 1: the Company Shall be Headed by an Effective, Qualified and Expert Board -- in the Corporate Governance Code 2022, the Chairman of the Board's responsibilities include but not limited to:

- Representing Alba before others;
- Ensuring that the directors have access to complete and accurate info in a timely manner;
- Ensuring that the Board discussed all info as stated in the agendas for each meeting;

- Encouraging effective communication between Alba's shareholders and BoD;
- Encouraging all directors to effectively exercise their roles in the best interest of Alba;
- Preparing agendas for the Board meetings and General Assembly meetings (AGM and EGM); and
- Holding meetings with non-executive and independent directors without the attendance of the executives to take their views on matters related to the company's activity.



Board's Duties and Responsibilities

Pursuant to Chapter 2 -- Corporate Governance Principles, Section One, Principle 1: the Company Shall be Headed by an Effective, Qualified and Expert Board -- in the Corporate Governance Code 2022 and in addition to Alba's Memorandum and Articles of Association of the Company (the "Articles"), the Board's duties include but not limited to:

- Setting and monitoring the overall business strategy and business plan for the Company;
- Ensuring that the operations run smoothly to achieve the company's objectives and that they do not conflict with the applicable Laws and Regulations;
- Reviewing and approving financial statements which accurately disclose the Company's financial position;
- Monitoring management performance;
- Convening and preparing the agenda for shareholders' meetings;
- Monitoring conflicts of interest and preventing abusive related-party transactions;
- Assuring equitable treatment of shareholders including minority shareholders;
- Exercising all powers and performing necessary acts for the management of the Company in conformity with its objectives, within the bounds of the Law, the Articles of Association, and resolutions of the General Meetings;
- Setting and reviewing key Company policies;
- Determining the remuneration for Directors, subject to the approval of the shareholders' Annual General Meeting, taking into consideration the provision of Article 188 of the Commercial Companies' Law;
- Setting the Management structure; appointing or removing key/senior executives and employees, determining their duties, setting their remuneration and incentive programmes, (ensuring that these are aligned with the long-terms interests of the Company and shareholders), and overseeing succession planning;
- Forming Executive and ESG, Audit and other Committees, appointing their members and specifying their powers, as well

- as ensuring a formal board nomination and election process;
- Ensuring the integrity of the Company's accounting and financial reporting systems, and that appropriate systems of control are in place, particularly for risk management, financial and operational control as well as compliance with the law and relevant standards; and
- Approving matters reserved to the Board in the 'Levels of Authority' document reviewed by the Board from time to time.

Types of Materials Transactions Requiring Board's Approvals

The Levels of Authority (LoA) summarizes areas relating to strategies, long-term commitments, and policies where approval of the Board is necessary. These include:

- Investment and expansion projects above monetary thresholds in accordance with capital expenditure policy approved by the Board and as set out in the LoA;
- Sales and purchase contracts (materials and services) greater than 5-years and, in some instances, above certain monetary thresholds and contract quantities;
- Equity and dividend related recommendations for Shareholders' approval;
- Recommendation of acquisitions, mergers, diversification, divestment, expansions, and other business combination related decisions for Shareholders' approval;
- Strategic hedging strategies;
- Cumulative short-term borrowing limits;
- Annual Operating Plan and Annual Marketing Plan; and
- Key policies such as the Levels of Authority (LoA), Code of Conduct, Tender Policy, Risk Management Policy, Capital Expenditure Policy, Board and Committee Charters, and key HR Policies.

CORPORATE GOVERNANCE

Conflict of Interest

Alba empowers its Board members to uphold the highest standards of ethical conduct by emphasizing the absolute need for prompt disclosure of any conflicts of interest, whether stemming from the Board and Committees' agenda items or external appointments, that

could impair their judgment. Prior to every Board and Committee meeting, the members are notified of their obligation to disclose any potential conflicts of interest.

In 2023, the Board members set a strong example by actively declaring conflicts and abstaining from voting in relevant matters.

| Date | Meeting | Conflict of Interest | Declared By |
|--------------|---------------|-------------------------|---------------------------------------|
| 28 SEPTEMBER | Board Meeting | Alba's Customer, GARMCO | Ahmed Al Duriaan AlWaleed AlSenani |
| 08 NOVEMBER | Board Meeting | Alba's Customer, GARMCO | Ahmed Al Duriaan AlWaleed AlSenani |

Details of Transactions with Related-Parties (Nature of Relationship and Transaction Type)

Alba undertakes transactions with related parties as part of its ordinary course of business. As per the definitions by the International Accounting Standards (IAS) 14, the Company qualifies as a government related entity. The Company purchases gas and receive services from various government and semi-government

organizations and companies in the Kingdom of Bahrain. Other than the purchase of natural gas, other conducted transactions for the normal course of business are not considered to be individually significant in terms of size. Related party transactions of material nature are discussed by the Board and are as follows:

| | |
|---|--|
| Bapco Upstream W.L.L. | Sole supplier of all-natural gas used as fuel in the Company's power stations. Bapco Upstream W.L.L. is wholly owned by Bapco Energies B.S.C. °, which is owned by the Government of Bahrain, which in turn directly owns and controls Bahrain Mumtalakat Holding Company B.S.C.° (the Company's single-largest shareholder) |
| Bapco Refining B.S.C. ° | Supplies diesel to Alba. Bapco Refining B.S.C. ° has the same ownership of Bapco Upstream W.L.L. |
| National Bank of Bahrain B.S.C. (NBB) | The Company has overall banking transactions with NBB, an associated company of Bahrain Mumtalakat Holding Company B.S.C.°, including an open credit facility to avail any short-term Borrowings, non-funding limits, participation in the Syndicated Corporate Loan Facility and in an associated Interest Rate Swap hedging transaction |
| Bahrain International Circuit Company S.P.C. (BIC) | The Company extends sponsorship to BIC for Formula 1 Race. BIC is a subsidiary of Bahrain Mumtalakat Holding Company B.S.C. ° |
| Gulf Aluminium Rolling Mill Company B.S.C° (GARMCO) | The Company sells its products to GARMCO which is an associated company of Bahrain Mumtalakat Holding Company B.S.C. ° |
| Asturiana de Aleaciones S.A. | The Company sells its aluminium products to, as well as purchase raw materials (Alloys) from Asturiana de Aleaciones S.A. which is one of the associates of Bahrain Mumtalakat Holding Company B.S.C. ° |
| Aleastur Bahrain | The Company sells its aluminium products to Aleastur Bahrain, which is also one of the associates of Bahrain Mumtalakat Holding Company B.S.C. ° |
| Bahrain Telecommunications Company B.S.C. (Batelco) | The Company also conducts regular transactions with Bahrain Telecommunications Company B.S.C. (Batelco) which is an associated company of Bahrain Mumtalakat Holding Company B.S.C. ° |
| Electricity and Water Authority (EWA) | Under the terms of a water supply-agreement dated to 5 August 2002, the Company sells more than half of the water produced in Calciner to the Government of Bahrain through EWA. This contract is for a period of 25-years and the water is sold at a rate of 225 fils per cubic meter. The electricity required by the Company's Calciner is supplied by the national grid which is operated by EWA |

In addition, around 50% of the land housing Alba's various facilities is licensed or leased to the Company by the Government of Bahrain or entities directly or indirectly owned/controlled by the Government of Bahrain. Further information can be found in Note 25 – Transactions with Related Parties in Alba's Consolidated Financial Statements of 2023.





To note, all transactions with Related Parties and/or intra-company are done on arms' length and audited by the Company's External Auditors.

The Board Audit Committee

The Board Audit Committee is responsible to review financial reporting, internal controls, and legal adherence in addition to recommending and overseeing the external audit process.
















The Board Audit Committee comprises four Directors all of whom are non-executive and half of them are independent. The Board Audit Committee (BAC) consists of: Shaikh Isa bin Khalid Al Khalifa (the Chairman of BAC who is independent), Mrs. Roselyne Renel (independent), Mrs. Hala Mufeez (non-independent), Mr. AlWaleed AlSenani (non-independent). To note, Mrs. Suha Karzoon, Mr. Iyad Al Garawi, and Mr. Yousif A. Taqi (former members of the BAC) retired from Alba's Board at the expiry of the term on 25 February 2023.

As per the Charter of the Board Audit Committee (last version was approved on 01 December 2021), the Directors are required to meet at least 4 times a year and/or when necessary. In 2023, the Board Audit Committee met 5 times on 01 February, 03 May, 08 August, 26 September, and 07 November. BAC meetings in Q1, Q2 and Q3 of 2023 (4 meetings) were held via Microsoft Teams while the meeting in Q4 of 2023 was held in person.

| Director | 01-Feb-23 |
|----------------------------------|---|
| Yousif A. Taqi |  |
| Suha S. Karzoon |  |
| Shaikh Isa Bin Khalid Al Khalifa |  |
| Iyad Al Garawi |  |

 Video Conferencing

 Physical Meeting

| Director / Member | 03-May-23 | 08-Aug-23 | 26-Sep-23 | 07-Nov-23 |
|----------------------------------|---|---|---|---|
| Shaikh Isa bin Khalid Al Khalifa |  |  |  |  |
| Roselyne Renel |  |  |  | - |
| Hala Mufeez |  |  |  |  |
| AlWaleed AlSenani |  |  |  |  |

 Video Conferencing

 Physical Meeting

External Auditors

Auditor's Profile & Overview of its Professional Performance
Ernst & Young has been appointed as External Auditors for 2023 further to Alba shareholders' approval during the Annual General Meeting which was held on 26 February 2023 [as per Section 10 – Principle, 10 First E of the Code: an external auditor shall be appointed for a term of one financial year, to be renewed for similar periods not exceeding five (5) consecutive financial years].

EY has been in Bahrain since 1928, making it the oldest and most prominent professional service firm operating in Bahrain for more than 90 years. With around 350 employees and 12 partners in Bahrain, Ernst & Young aligned its service offerings to better understand market needs and service client requirements.

CORPORATE GOVERNANCE

Fees & Charges for the Audit and/or Services Provided in 2023

| | |
|---|---|
| Name of the Audit Firm | Ernst & Young |
| Years of Service as Alba's External Auditors | Since 2023 |
| Name of the Partner in Charge of Alba's Audit | Nader Rahimi |
| Total Audit Fees for the Financial Statements | BD60,600 [BD39,000 for Year-End Audit and BD21,600 for Three Quarterly Reviews] |
| Audit Related Services | BD5,000 [BD2,500 for Group Reporting to Shareholder's Auditor and BD2,500 for ASBS Audit] |
| Other Special Fees and Charges for Non-Audit Services other than Financial Statements for 2023 if any (as approved by the Board Audit Committee). In the Absence of such Fees, this Shall be Expressly Stated | BD6,750 [BD5,000 for FRC Fees and BD1,750 towards Professional Services Related to Corporate Governance Report] |

The Nomination, Remuneration and Corporate Governance Committee (NRCGC)

The responsibilities of the Nomination, Remuneration and Corporate Governance Committee revolve around three core areas: - Board Nominations/Appointments: ensuring independence, qualifications, and diversity of board members in compliance with regulations; - Compensation: establishing and overseeing fair and responsible compensation packages for C-suite levels in addition to directors' remuneration; - Corporate Governance: monitoring compliance with legal and ethical standards.

The Nomination, Remuneration and Corporate Governance Committee comprises three Directors - all of whom are non-independent and non-executive Directors. The NRCGC consists of Mr. Khalid Al Rumaihi (who chairs this Committee) and two

other Directors Mr. Omar Syed and Mr. Ahmed Al Duriaan. To note, Mrs. Rasha Sabkar (a former member of this Committee) retired from Alba's Board at the expiry of the term on 25 February 2023; in addition, Shaikh Daij bin Salman bin Daij Al Khalifa (the former Chairman of the Board) retired from Alba's Board on 08 October 2023.

As per the Charter of the Nomination, Remuneration & Corporate Governance Committee (last version was approved on 10 June 2020), the Directors are required to meet at least 4 times a year and/or when necessary. In 2023, the Nomination, Remuneration & Corporate Governance Committee met 4 times on 26 January, 01 May, 24 September, and 01 November. NRCGC meetings in Q1, Q2, Q3 and Q4 of 2023 (4 meetings) were held via Microsoft Teams.

| Director | 26-Jan-23 | 01-May-23 | 24-Sep-23 | 01-Nov-23 |
|--|-----------|-----------|-----------|-----------|
| Shaikh Daij Bin Salman Bin Daij Al Khalifa | | | | - |
| Khalid Al Rumaihi | - | - | - | |
| Omar Syed | - | | | |
| Ahmed Al Duriaan | | | | |
| Rasha Sabkar | | - | - | - |

Video Conferencing

Physical Meeting

The Board Executive and ESG Committee

The Board Executive and ESG Committee acts as the Board's strategic compass, guiding long-term and mid-term planning, vetting projects, and optimizing resources. It also ensures efficient execution with strong governance and ESG principles while aligning with the Kingdom of Bahrain's Net Zero Emissions by 2060.

The Board Executive and ESG Committee comprises four Directors - half of whom are independent, and all are non-executive Directors. The Board Executive and ESG Committee consists of Mr. Khalid Al Rumaihi (who chairs this Committee and is non-independent) and three other Directors Mr. Omar Al Amoudi (non-independent), Mr. Tim Murray (independent) and Mr. Bruce Cox (independent). To

note, Mr. Mutlaq Al Morished (a former member of this Committee) retired from Alba's Board at the expiry of the term on 25 February 2023; in addition, Shaikh Daij bin Salman bin Daij Al Khalifa (the former Chairman of the Board) retired from Alba's Board on 08 October 2023.

As per the Charter of the Board Executive and ESG Committee (last version was approved on 28 September 2022), the Directors are required to meet at least 4 times a year and/or when necessary. In 2023, the Board Executive Committee met 4 times on 30 January, 02 May, 25 September, and 05 November. The Executive and ESG Committee meetings in Q1, Q2, Q3 and Q4 of 2023 (4 meetings) were held via Microsoft Teams.

| Director | 30-Jan-23 | 02-May-23 | 25-Sep-23 | 05-Nov-23 |
|--|-----------|-----------|-----------|-----------|
| Shaikh Daij Bin Salman Bin Daij Al Khalifa | | | | - |
| Khalid Al Rumaihi | - | - | - | |
| Mutlaq H. Al Morished | | - | - | - |
| Omar Al Amoudi | | | | |
| Tim Murray | | | | |
| Bruce Cox | - | | | |

Video Conferencing

Physical Meeting

Corporate Governance Officer's Details

Effective September 1, 2018, Ms. Eline Hilal assumed the role of Corporate Governance Officer for Aluminium Bahrain B.S.C. (Alba). Below are the contact details:

Office No.: +973 1783 5100
 Mobile No.: +973 39907255
 Email address: eline.hilal@alba.com.bh

Risk Management

Alba Enterprise risk management enables the Board and the Management to effectively deal with uncertainty across the organization. It enhances value by maximizing opportunities, and minimizing the consequences and likelihood of threats, ensuring that risks are kept within an acceptable level across the entity. Risk management is a central part of Alba's governance process and management system.

CORPORATE GOVERNANCE

The process starts in the decentralized teams within each of the Executive Management areas who is extensively knowledgeable of the risks within their areas of responsibility. They systematically identify, quantify, respond to and monitor risks at process and departmental level. With this decentralization, teams are placed to mitigate Alba's risk exposure in the first instance. Based on understanding the business and its objectives, the risks are categorized into four areas: (1) Strategic (2) Operations (3) Compliance (4) Financial.

Different risk treatment options are utilized by the risk owners to ensure that risks are managed within the business context, business objectives, performance targets, and the Company's risk appetite.

Our risk management processes are continuously updated and adapted to match internal and external requirements. While, the Board of Directors has the overall responsibility to ensure that Alba has implemented necessary procedures for risk management, the oversight of compliance within the established Enterprise Risk Management Framework is delegated to the Board Audit Committee.

Risk Reporting & Assessment

Our corporate risk profile provides a consolidated picture of our risk exposure by detailing each risk, risk category and type, as well as level of inherent and residual risks. Our reporting process defines six risk dashboards to include Operational, Financial (Liquidity/Credit/Covenants), Market/Commodity, Cybersecurity, Compliance, and ESG. The risk descriptions provide details of the event, its status, threshold and an assessment of its likelihood and potential impact. Post discussion with the Executive Management, the Head of Risk consolidates the main risks in a two-dimensional risk 'heat map' which is reviewed by the Board Audit Committee on a quarterly basis and if any material updates occur on an ad hoc basis, after which it is shared with the Board of Directors.

Principal Risks and Uncertainties Faced by Alba

The following risks must be carefully considered as their occurrence could have a material/ adverse impact on Alba's business operations, financial condition, and could ultimately result in a decline in the Alba's share price. Our processes of governance, control and risk management identify and provide responses to key risks through rigorous internal controls. Any failure of these systems could lead to the occurrence, or re-occurrence, of any of the risks described below:

- The cyclical nature of the Company has historically meant that there is significant Aluminium price and demand volatility as well as a relative overproduction/surplus in the industry. The Company has no control over several factors that would affect the price of Aluminium.

- The Company operates in an industry that gives potential rise to health, safety, security and environmental risks: fire, equipment breakdown, attack on the physical or IT infrastructure, civil strike or unrest, or loss of gas, power or other utilities which may result in loss of operational capability or shutdowns for significant periods; hence, resulting in a significant adverse impact on the Company's operations and financial condition.
- The loss of either of the Company's three largest customers, or its inability to recover the receivables' dues from one of them, may have a material adverse effect on its financial condition and prospects.
- The Company relies on third-party suppliers for certain raw materials, and any disruption in its supply chain or failure to renew these contracts at competitive prices may have an adverse impact on the Company's financial condition, operations, and outlook.
- The Company's competitive position in the global aluminium industry is dependent on continued access to uninterrupted natural gas supply. Further increase in the price of natural gas, or interruption in its supply, could have a material adverse effect on the Company's business, financial condition, operations, and outlook.
- The Company's business may be affected by shortages of skilled employees (including management), labour cost inflation and increased rates of attrition.
- The Company depends on the provision of uninterrupted transportation of raw materials and finished products across significant distances. Interruption of these activities could have a material adverse impact on the Company especially as prices for shipping/transportation services (particularly for sea transport) have increased over more than a year.
- The Company has interest rate hedging contracts in connection to its c.US\$847.677 million Syndicated Commercial Loan that is exposed to periodic mark-to-market evaluation.
- The Company is exposed to foreign currency fluctuations which may affect its financial condition.
- There is a high level of competition in the GCC aluminium market, and the Company may lose its market share in the GCC as its peers increase their production levels.
- The Company does not insure against certain risks, and some of its insurance coverage may be insufficient to cover actual losses incurred.
- Changes in laws or regulations, or a failure to comply with any laws or regulations, may adversely affect the Company's business operations.

Alba Executive Management

The Company's Executive Management oversees the day-to-day operations and executes the strategic directives set forth by the Board.

| Name | Age | Position | Date of First Appointment | Appointment Date of Current Position |
|--------------------|-----|--|---------------------------|--------------------------------------|
| Ali Al Baqali | 54 | Chief Executive Officer (CEO) | May 1998 | February 2020 |
| Amin Sultan | 55 | Chief Power Officer (CPO) | May 1997 | May 2017 |
| Khalid Abdul Latif | 52 | Chief Marketing Officer (CMO) | September 1989 | September 2015 |
| Abdulla Habib | 52 | Chief Operations Officer (COO) | March 1995 | February 2018 |
| Waleed Tamimi | 49 | Chief Supply Officer (CSO) | May 2011 | September 2017 |
| Bryan Harris | 53 | (Former) Chief Financial Officer (CFO) | October 2009 | December 2018 till 30 September 2023 |
| Ahmed A. Qader | 41 | Acting Chief Financial Officer (A.CFO) | July 2010 | 01 October 2023 |

CORPORATE GOVERNANCE



ALI AL BAQALI
Chief Executive Officer

Chief Executive Officer of Aluminium Bahrain B.S.C. (Alba)
Joined Alba in May 1998



EXPERIENCE

- Appointed as the CEO on 13 February 2020, Al Baqali has been part of the Alba family for more than 2-decades and brings years of thought leadership and honed experience from within the Company. Al Baqali joined Alba as a Purchasing Officer in 1998 then moved further up the ranks to become Manager for Procurement (2010), Chief Financial Officer (2013), Deputy CEO and Chief Supply Chain Officer (2017) and Acting CEO (2019). In his Executive Management roles, Al Baqali has been instrumental in Alba's landmark Line 6 Expansion Project, especially in securing the US\$3 billion financing for the Project and formulating the sourcing strategies for key raw materials.
- As a Bahraini who grew from within Alba, Al Baqali believes that Alba's growth and success depend heavily on the Company's entrenched principles on Safety, Development of Human Capital, Social and Civic Responsibility as well as Community Development. Al Baqali places Environmental, Social, and Governance (ESG) matters at the top of his priorities; his beliefs have translated into Alba establishing c.US\$40 million first-of-its-kind Spent Pot Lining Treatment Plant Project, achieving the Aluminium Stewardship Initiative (ASI) Performance Certification, setting-up a Fish Farm at the Calciner & Marine Operations amongst many other initiatives.

International Memberships & Positions

- Vice-Chairman & Director of the International aluminium Institute (IAI) - 2019.
- Member of the Board, Gulf Aluminium Council (GAC) - 2019.
- Member of GCC Board Directors Institute - 2021.
- Member of Italia Bahrain Business Council - 2021.

Bahrain Memberships & Positions

- Member of the Board, Tenmou - 2014.
- Member of the Board, INJAZ - 2016.
- Deputy Chairman of the Board of Trustees, Bahrain Polytechnic - 2021.
- Board member of Saint Christopher's School - 2020-2021.



QUALIFICATION

- Executive MBA from Darden School of Business, University of Virginia, USA - 2018.
- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2014.
- B.Sc. in Accounting from the University of Bahrain - 2005.
- Chartered Institute of Purchasing & Supply (CIPS), UK - 1998.



KHALID ABDUL LATIF
Chief Marketing Officer

Chief Marketing Officer of Aluminium Bahrain B.S.C. (Alba)
Joined Alba in September 1989



EXPERIENCE

- Appointed as Chief Marketing Officer in September 2015, Khalid heads the following departments: Casthouse (Maintenance & Operations), Customer Service & Marketing Operations, Sales (all regions) and Alba Americas.
- Khalid leads the Company's global marketing strategies to drive innovation across its business divisions, depending on the deep knowledge he has in both marketing and operations fields. He continuously increases Alba's existing business and develops new markets to meet the Company's growth targets.
- Prior to his current Executive role, in 2012, he was promoted to Manager of Engineering and then to Alba's Marketing Manager for Customer Services & Marketing Operations.
- Khalid joined Alba as an apprentice in 1989 and worked in various operational areas including Power Station, Reduction Lines and Carbon Plant. He rose through the ranks and was promoted from Supervisor to Engineer followed by Superintendent.



QUALIFICATION

- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2014.
- Completion certificate for the Executive Education Programme in Strategic Sales Management from University of Chicago, USA.
- Bachelor's in Electrical Engineering from Gulf University in Bahrain.
- HND in Electrical & Electronics from Bahrain Training Institute BETTEC Bahrain.
- Higher Diploma in Mechatronics from Abertay University, Dundee, UK.



AMIN SULTAN
Chief Power Officer

Chief Power Officer of Aluminium Bahrain B.S.C. (Alba)
Joined Alba in May 1997



EXPERIENCE

- Currently, he oversees Alba's 3,665 MW ISO Power & Utilities and Power Station 5 new Block 4 680 MW (using J-class gas turbine technology) combined cycle construction project.
- Oversaw the new 1,800 MW Power Station 5 (using H-class gas turbine technology), which was part of Alba's Line 6 Expansion Project.
- In charge of Environment, Social and Governance ESG at ALBA in addition to overseeing ALBA wide property and business interruption all risks insurance.
- Played an instrumental role in Alba's organization restructuring process in 2010, implementation of Lean & Six Sigma tools during STAR project 2012-2011 and cost saving Project Titan.
- Prior to Alba, he spent 5 years at the leading Japanese control and instrumentation firm, Yokogawa Middle East & Africa B.S.C.(c), wherein his role covered engineering, maintenance, and projects experiences in vast industries such power & utilities, refineries, and petrochemicals.



QUALIFICATION

- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2014.
- M.Sc. in Electrical Engineering from University of Bahrain.
- Attended various Executive Management Programs at University of Chicago Business School and University of Cranfield School of Management.

CORPORATE GOVERNANCE



WALEED TAMIMI
Chief Supply Officer

Chief Supply Officer of Aluminium Bahrain B.S.C. (Alba)
Joined Alba in May 2011



EXPERIENCE

- In his current position as a Chief Supply Officer, Waleed oversees the departments of Procurement & Warehousing, Strategic Supply & Planning, Engineering and Operational Excellence.
- He held the position of Chief Administration & Supply Officer since August 2019, prior to which he was the Chief Administration Officer and before that, the Director of Administration.
- He has held the position of Senior Manager of Strategic Supply & Planning, in charge of Alba's procurement requirement of major raw material and corresponding logistics, responsible for the management and development of Alba's raw material and freight suppliers' network in addition to managing all trading and selling initiatives for excess procured Alumina and surplus production of Calcined Petroleum Coke.
- In 2013, Waleed served as Manager - Operational Excellence where he led the operational excellence initiatives alongside the continuous improvement strategy and roadmap. In this role, he was responsible for the development, establishment and initiation of an Enterprise Continuous Improvement and Cost Cutting Programme (Project Titan), which aimed at improving quality, reducing lead time, and bringing in sizable cost reduction levels.
- Prior to his tenure in Alba, he was General Manager of Business Improvement Group at Rezayat Group of Companies in Khobar, Saudi Arabia where he led a strategy building initiative at Rezayat Group, resulting ultimately in the establishment and direct utilization of Balance Score Cards. He also led the development, establishment and initiation of an Enterprise Excellence Program. The developed system was called Rezayat Achieving Competitive Excellence (RACE) and is a mix of the Six Sigma philosophy, the Lean Manufacturing methodology and Continuous Improvement principles.
- Waleed has served for 27 years in different capacities for a number of companies in USA and in the Middle East ranging from an Implementation Consultant in a software start-up company in San Jose, California to a Six Sigma Black Belt in a world-class Aircraft Manufacturer (Lear-Jet, Bombardier).



QUALIFICATION

- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2016.
- BS and MS degrees in Industrial Engineering from Wichita State University, US.
- Certified Six Sigma and Lean Manufacturing Master Black Belt.



DR. ABDULLA HABIB AHMED
Chief Operations Officer

Chief Operations Officer of Aluminium Bahrain B.S.C. (Alba)
Joined Alba in March 1995



EXPERIENCE

- Currently, the Chief Operations Officer since 02 December 2018.
- Formerly, he was the Director of Reduction Line 6 Start-up (2017) in charge of commissioning and startup of Line 6, and he was Director of Reduction Lines and Services. (2015-2018).
- Joined Alba as Trainee Engineer and during the last 27 years, Dr. Habib has held the roles of Superintendent Reduction Line, R&D Manager, Reduction Lines Manager, and Customers Technical Support Manager.
- Played a vital role in improving safety performance across Alba Operations.
- In-charge of Line 5-recovery in 2017, after a long power outage, and led it as one of the safest and faster recoveries in the world.
- Member of many international committees related to Aluminium Industry like The Minerals, Metals & Material Society (TMS) and The International Committee for Study of Bauxite, Alumina and Aluminium (ICSOBA)
- Previous advisor to the College of Engineering in University of Bahrain.



QUALIFICATION

- PhD in Chemical Engineering & Masters in Aluminium Smelting from University of New South Wales, Australia.
- B.Sc. in Chemical Engineering with first honor from University of Bahrain.
- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2016.



AHMED A. QADER
Acting Chief Financial Officer

Acting Chief Financial Officer of Aluminium Bahrain B.S.C. (Alba)
Joined Alba in July 2010



EXPERIENCE

- Appointed as Acting CFO on 28 September 2023. Prior to his present role, Ahmed was the Finance Manager of Aluminium Bahrain B.S.C (Alba) overseeing the divisions of Treasury, Management Reporting, Compliance, Payroll, Credit Management and Account Payable.
- Joined Alba in 2010 as the Senior Internal Auditor.
- Ahmed played instrumental roles in raising the fund for Line 6 Expansion Project, overseeing the project cash management, development of hedging program, and finally the establishment of VAT framework.
- Prior joining Alba, he spent over 5 years at PricewaterhouseCoopers, wherein his role covered auditing, financial advisory and project management experiences in vast industries such financial institution, ministries, and petrochemicals.



QUALIFICATION

- CPA in public accounting from Colorado Board of Accountancy.
- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2018.
- He has also attended various Executive Management Programs and members at various academic university program in Banking and Finance.



ELINE HELAL
Corporate Governance Officer

Director - Investor Relations, Insurance & Corporate Secretary
Joined Alba in March 2011



EXPERIENCE

- Currently, she is the Director of Investor Relations, Insurance and Corporate Secretary since February 2020.
- Brings with her years of honed experience across matrixed functions namely Investor Relations, Corporate Communications, Corporate Secretariat, Corporate Governance, Insurance as well as Strategy & Business Development.
- Joined Alba as Manager Investor Relations (IR) in March 2011 to build the IR function from the ground, develop & lead the IR team. In her 10+ years career in Alba, she also held on top of her IR role, Public Relations for 5 years and was acting as Strategy and Business Development Manager since July 2018.
- Has a well-versed experience in corporate governance, compliance, and regulatory skills for working in Debt and Equity markets, especially on Emerging Markets and in particular the Middle East.
- Renowned as a media relator as well as financial communication advisor for C-levels in the region.
- Started as a financial analyst at the Middle East mobile operator Zain Group in early 2007, then joined Investor Relations as senior IR analyst till January 2011.



QUALIFICATION

- Completed Senior Executive Leadership Program (SELP12) from Harvard Executive Business School - 2023.
- MBA from Arabian Gulf University (AGU) in collaboration with ESSEC - 2015.
- MSc in International Finance from University of New South Wales, Australia - 2006.
- Bachelor of Science in Banking & Finance from Lebanese American University (LAU) - 2003.

CORPORATE GOVERNANCE

Shareholding by Executive Management

| Name | Position | Shares Held at 31 Dec'22 | Shares Held at 31 Dec'23 |
|--------------------|------------|--------------------------|--------------------------|
| Ali Al Baqali | CEO | 1,000 | 1,000 |
| Amin Sultan | CPO | 3,000 | 3,000 |
| Khalid Abdul Latif | CMO | 1,000 | 1,000 |
| Abdulla Habib | COO | 3,777 | 3,777 |
| Waleed Tamimi | CSO | - | - |
| Bryan Harris | Former CFO | 1,000 | 1,000 |
| Ahmed A. Qader | Acting CFO | 3,000 | 3,000 |

Total Remunerations Paid to Key Executives

The Company's well-defined performance system -- guided by the Nomination, Remuneration & Corporate Governance Committee (NRCGC) -- fosters transparency in performance evaluation as well as rewarding employees and key Executives. The top six key Executives' compensation -- including salaries, benefits, and allowances -- amounted to BD2,042,896 (full breakdown is tabled below):

| Executive Management | Total Paid Salaries & Allowances | Total Paid Remuneration (Bonus) | Any Other Cash-in-Kind Remuneration | Aggregate Amount |
|--|----------------------------------|---------------------------------|-------------------------------------|------------------|
| Chief Executive Officer, Chief Marketing Officer, Chief Power Officer, Chief Operations Officer, Chief Supply Officer, and Chief Financial Officer | 1,126,034 | 780,792 | 136,070 | 2,042,896 |

Details of any Irregularities During the Financial Year

The Company recognizes that the current composition of the Board, Audit Committee and its Nomination, Remuneration, and Corporate Governance Committee (NRCGC) may not fully comply with the director independence requirements set forth in the Central Bank of Bahrain (CBB) High-Level Controls Module (HC-1.4.5) and the Ministry of Industry and Commerce (MOIC) Corporate Governance Code. The Company has promptly notified its major shareholders of this non-compliance and is actively engaged in discussions with them to seek appropriate remedial measures.

In the interim, the Company has secured a temporary waiver from CBB with respect to the independence requirements. This waiver is subject to ongoing review as the Company undertakes to diligently pursue mitigation strategies including potential Board and NRCGC composition changes to achieve full compliance with CBB regulations and MOIC Code by the new Board term in 2026.

The Board believes the specific circumstances surrounding the Directors' classification as non-independent do not pose actual conflicts of interest or hinder their ability to exercise independent judgment.

Cash and in-Kind Contribution Made by the Company

Community-driven impact: the Company spent c.BD2.076 million to touch diverse aspects of local and community life, driving positive change through educational programs, fostering healthy living through sports, conservation of local heritage, and impactful ESG-led activities in line with the Company's ESG Roadmap.

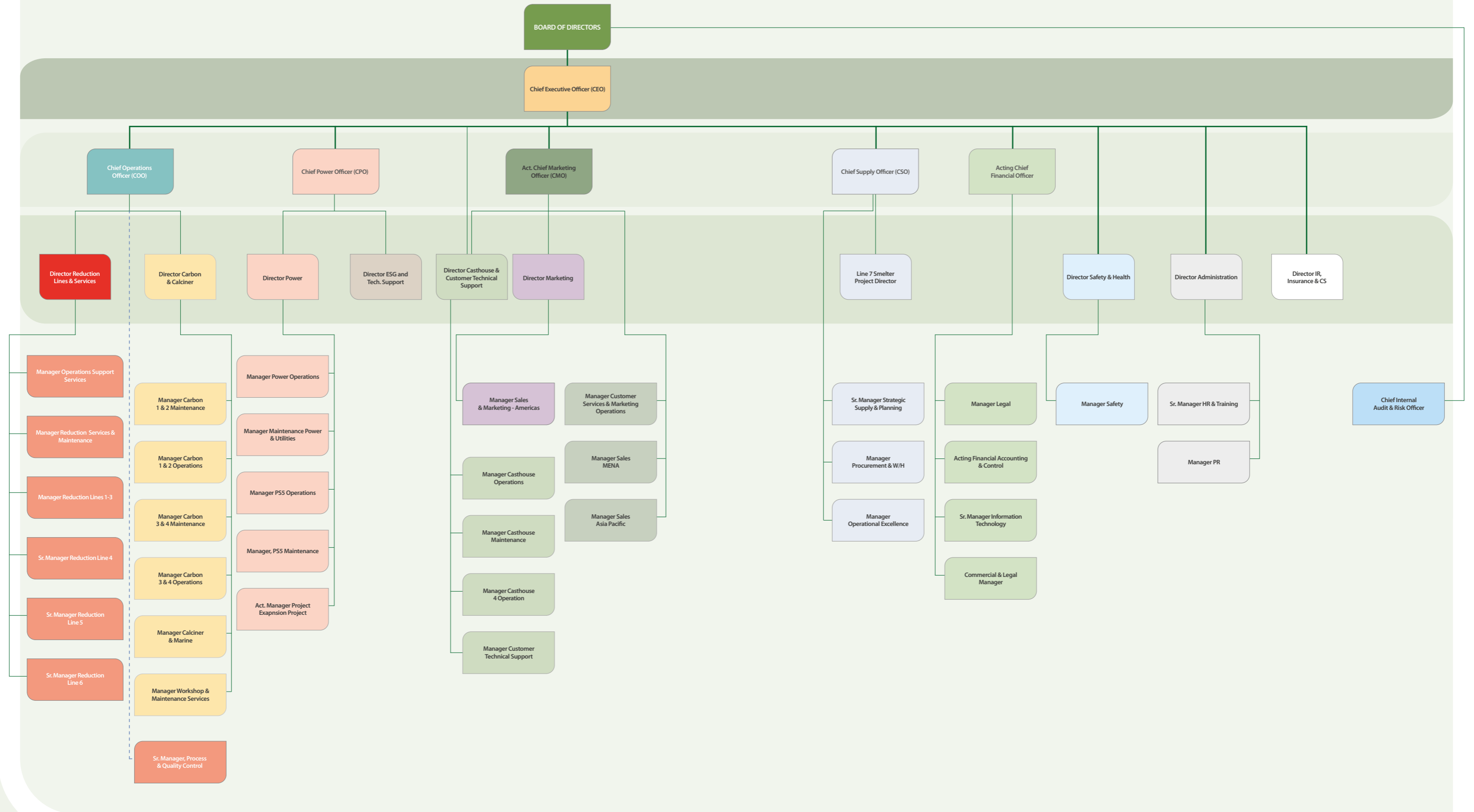
Significant Events

- Streamlining operations to simplify the Company's structure and enhance its operational efficiency: following the Board's resolution on 30 December 2021, Alba Club (formerly registered under CR 99789-1) has transitioned to become a branch of the Company (CR 999) effective 22 November 2023 (Application No. CR2022-3948).
- Optimizing Alba's global footprint: in Q1 2023, the Company closed its Hong Kong Sales Office [formerly located at 2210, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong] and is now relying on its Singapore branch [address at Level 35, The Gateway West, 150 Beach Road, #35-38 the Gateway West, Singapore 189720] to serve its clientele in that region.



CORPORATE GOVERNANCE

Alba Management Structure



CORPORATE GOVERNANCE

Means of Communications with Shareholders & Investors

Alba engages with its shareholders and investors on a regular basis and as required as follows:

| Stakeholders Category | Methods of Engagement | Frequency of Engagement |
|--|---|---------------------------------|
| Shareholders & Investors Bahrain Mumtalakat Holding Co. BSC °, SABIC Industrial Investments Co. (SIIC) & the General Public | <ul style="list-style-type: none"> Investor Relations Presentation Sustainability Report Annual Report Press Releases & Alba Social Media Platforms Investor Relations Toolkit Integrity Line | Quarterly basis and as required |

Ownership Structure (31 December 2023)



- Alba was converted into a Bahrain Public Joint Stock Company on 23 November 2010.
 - Alba shares are listed on two exchanges: Ordinary Shares on Bahrain Bourse and Global Depository Receipts (GDRs) on the London Stock Exchange – Alternative Investment Market.
 - Alba Ticker [Bahrain Bourse: ALBH, BD1.145 on 31 December 2023].
- The below detailed tables outlines shareholders' equity and distribution, offering insights in the Company's ownership in terms of local, Arab, Foreign in addition, to distribution by size of ownership:

| Shareholder Classification | Shareholding % | | | |
|----------------------------|----------------|----------------|-----------------------------|----------------|
| | Individuals | Corporates | Government or Organizations | Total |
| Local | 0.628% | 71.963% | 0.012% | 72.603% |
| Arab | 0.426% | 24.331% | - | 24.756% |
| Foreign | 0.038% | 2.602% | - | 2.641% |
| Total | 1.092% | 98.896% | 0.012% | 100.00% |

| Shareholding (Share) | No. of Shareholders | Number of Shares Held | Shareholding % |
|----------------------|---------------------|-----------------------|----------------|
| <50,000 | 2,714 | 7,230,491 | 0.509% |
| 50,000 to 500,000 | 83 | 14,230,072 | 1.002% |
| 500,000 to 5,000,000 | 41 | 72,861,237 | 5.131% |
| >5,000,000 | 6 | 1,325,678,200 | 93.358% |
| Total | 2,844 | 1,420,000,000 | 100.00% |

Compliance with the Provisions of the Code

| Principle | Non-compliant | Partially Compliant | Fully Compliant | Explanation in case of non-compliance |
|---|---------------|---------------------|-----------------|---------------------------------------|
| Principle 1: The Company shall be headed by an effective, qualified and expert board. | | | ✓ | |
| Principle 2: The directors and executive management shall have full loyalty to the company. | | | ✓ | |
| Principle 3: The Board shall have rigorous controls for financial audit and reporting, internal control, and compliance with law. | | | ✓ | |
| Principle 4: The Company shall have effective procedures for appointment, training, and evaluation of the directors | | | ✓ | |
| Principle 5: The Company shall remunerate directors and senior officers fairly and responsibly. | | | ✓ | |
| Principle 6: The Board shall establish a clear and efficient management structure for the Company and define the job titles, powers, roles, and responsibilities. | | | ✓ | |
| Principle 7: The Company shall communicate with shareholders, encourage their participation, and respect their rights. | | | ✓ | |
| Principle 8: The Company shall disclose its corporate governance. | | | ✓ | |
| Principle 9: Companies which offer Islamic services shall adhere to the principles of Islamic Shari'a* | | | N/A | |
| Principle 10: The Board shall ensure the integrity of the financial statements submitted to shareholders through appointment of external auditors. | | | ✓ | |
| Principle 11: The Company shall seek through social responsibility to exercise its role as a good citizen. | | | ✓ | |

* Applicable only to the companies offering Islamic services

PRODUCTS & MARKETS

2023: Global Market in Focus (Demand & Supply)

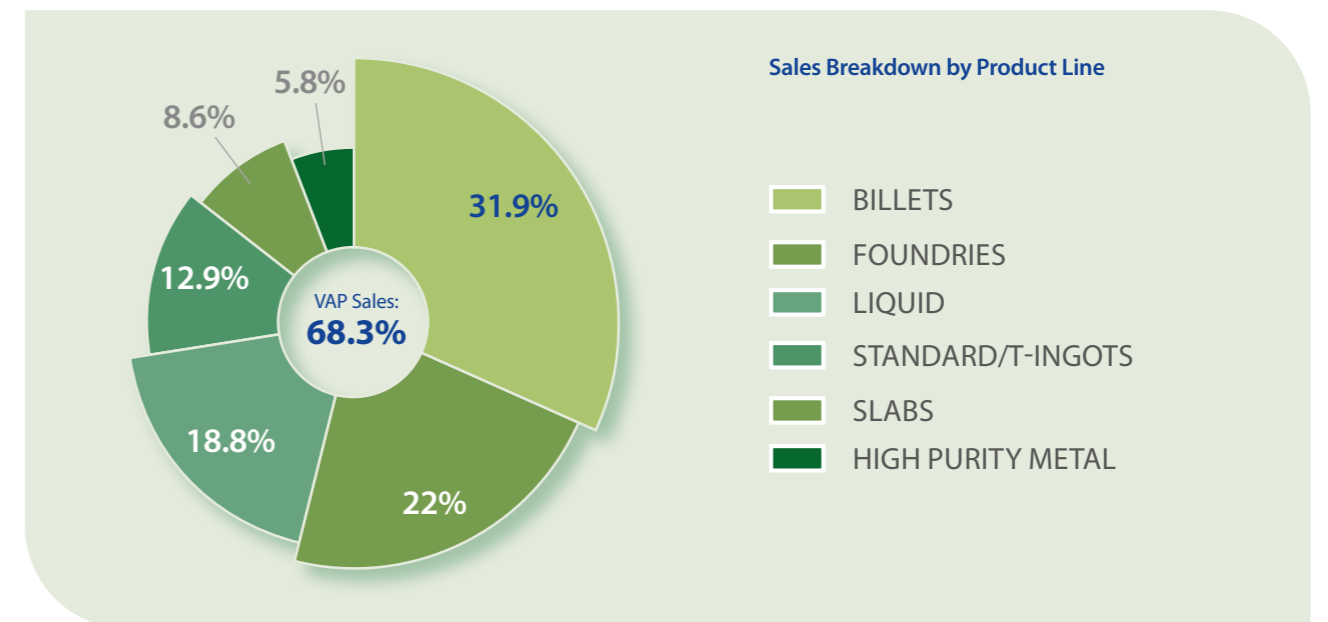
- Aluminium consumption saw a modest growth globally (+1% Year-Over-Year) due to stagnant economies curbed by rising interest rates and inflation, ongoing supply chain disruptions and weak consumer confidence. Chinese economy showed signs of stability fueled by resilient manufacturing sector and a rebound in auto sector and consumer goods spending (+5% YoY). KSA's aluminium consumption plunged by 6% YoY, dragging down the demand in Middle East by 7% YoY. US economy is transitioning to a slower pace with labor market easing and consumers facing increased cost pressure due to higher interest rates – this has led to a drop of 6% YoY in aluminium demand. Sluggish EU economy caused by tighter controls on spending, rising prices (high inflation) and weaker consumer interest have led to a contraction in aluminium consumption of 8% YoY.
- Global supply rose by a modest 2% YoY. Chinese supply slowed due to winter disruptions in the South (+3% YoY). Production in North America rose by 3% YoY with smelters' restarts. Supply in the Middle East is almost flat (+1% YoY) with gains in Bahrain & UAE (+1% YoY) offset by a decline in KSA (-6% YoY). Primary production in Europe dropped by 4% YoY due to weak manufacturing activity
- World market without China posts first surplus since 2020 (+51,000 MT) & in deficit with China (-6,000 MT). LME stocks of Russian origin surged to reach 90% of total LME stocks. UK imposed additional sanctions on Russian metal.
- LME Cash averaged US\$2,252/t in 2023 - down by 17% YoY.



Standard Ingots



Rolling Ingots



T-Ingots

PRODUCTS & MARKETS

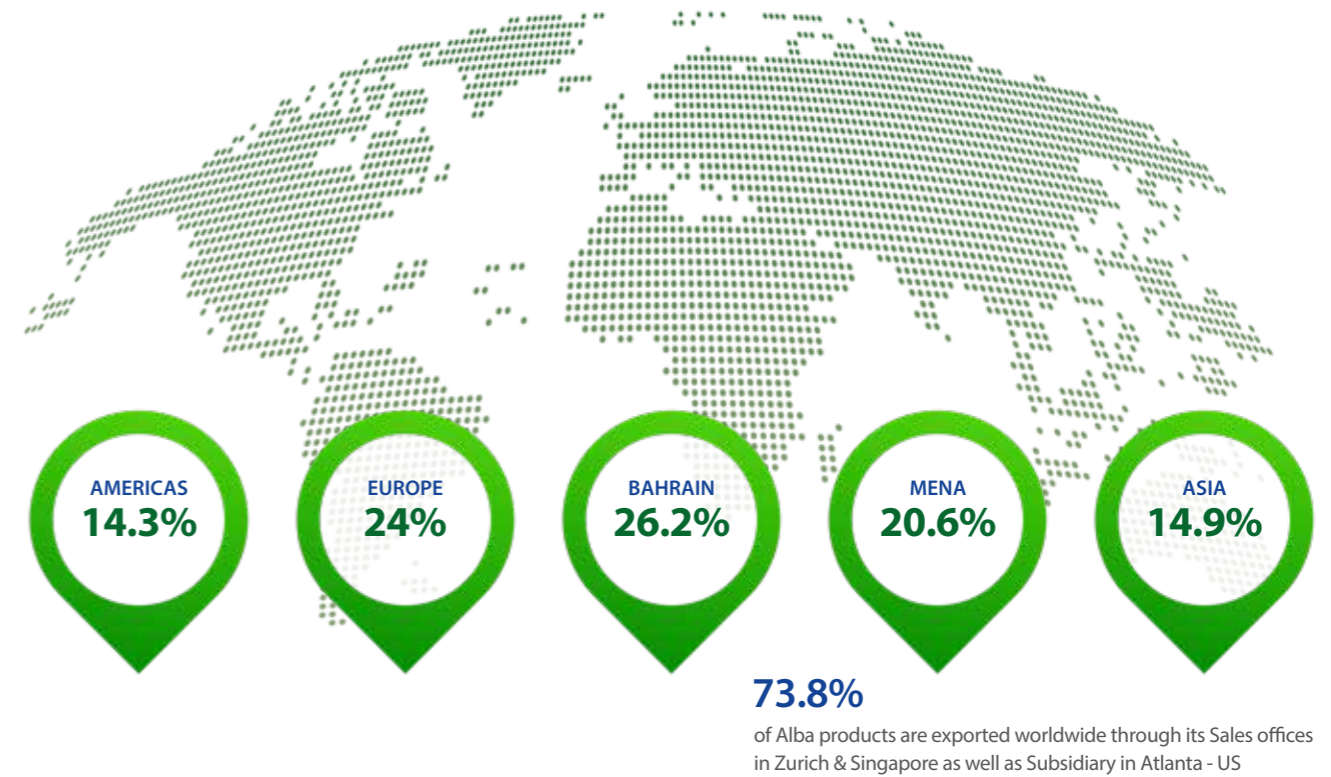
Mixed Macroeconomic Outlook in 2024: Supply Constraints & Demand Upturn

- Global demand is expected to see a gradual rebound in the latter half of 2024 fueled by anticipated Chinese stimulus measures into their economy, prospects of interest rate cuts in the US boosting consumer spending and gradual recovery in Europe as consumption picks up after a sluggish start.
- Russian aluminium exports to EU are likely to decline due to expected trade sanctions against Russia diverting exports to Asia particularly China.
- US aluminium offtake is projected to grow in 2024 despite anticipated GDP slowdown, mainly driven by investments and expansions in casting, extrusions, and rolling sectors.
- European demand is likely to remain passive in H1 2024 due to stagnant construction activity & high interest rates dampening business and consumer confidence.
- Demand in China is expected to expand, despite a weak construction sector, thanks to growth in auto and renewable energy sectors.
- Global supply chain challenges have improved, but some risks remain on routes like Panama and Suez Canals.
- Bearish market sentiment is likely to persist with LME prices ranging between US\$2,000 /t - US\$2,200/t.



Properzi Ingots

Below are the Sales' Breakdown by Footprint and Product-Line
Sales by Geographic Footprint



For more details regarding Alba Aluminium Products please scan the QR Code



2023 Metal Sales

US\$4.106

billion



Metal Sales Volume

1,603,011

metric tonnes (mt)



Value-Added Product (VAP) Sales

1,095,620

metric tonnes (mt)

CLIENTELE PROFILE



ASTROSHAPES
 Founded in 1971
 Quality and service have long been the hallmark of Astro Shapes. ASTRO's first extrusion was produced on a 1000-ton Lombard 5-in. press.



MAXION WHEELS
 Founded in 1918
 Maxion Wheels and its subsidiaries have been supplying OEMs with the highest quality wheels and most innovative technologies for over 100 years.



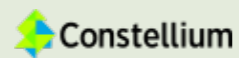
CORTIZO
 Founded in 1972
 Cortizo is known for being the first manufacturer and distributor of aluminium and PVC system for the architecture and industry sector in Spain, as well as one of the sector's leading companies in Europe.



ALUDIUM
 Founded in 2015
 Aludium was created in 2015 but the facilities that form the company have a history dating back over 60 years.



BORBET
 Founded in 1962
 BORBET stands for perfect quality, innovative technologies and pioneering design - valuable work that has made us a sought-after partner for the automobile industry and specialty retail.



CONSTELLIUM
 Founded in 2011
 The company is a global leader in the development and manufacturing of high value-added aluminium products and solutions.



SUNGWOO
 Founded in 1995
 Hyundai Sungwoo metal is specializing in automobile components equipped with global level technology and high quality.



WISPECO
 Founded in 1947
 It is based in Alberton, South Africa. Wispeco (Pty) Ltd. operates as a subsidiary of Wispeco Holdings Ltd.



ALUMINIUM PRODUCTS COMPANY (ALUPCO)
 Founded in 1975
 Aluminium Products Company (ALUPCO) is the largest extrusion company in the Middle East and Africa (MENA Region).



CAPRAL
 Founded in 1936
 Based in Australia, Capral is the largest manufacturer and distributor of aluminium profiles. Capral has a national footprint of world class aluminium extrusion plants, comprising of eight operating presses.



HANDS CORPORATION KOREA
 Founded in 1972
 HANDS has been consistently growing and leading the industry in alloy wheel manufacturing in Korea.



ALTAISEER ALUMINIUM COMPANY
 Founded in 1976
 Altaireer Aluminium Company is a fabricator to manufacture doors, windows and kitchen cabinets



UACJ CORPORATION
 Founded in 2013
 UACJ Corporation is a world leading comprehensive manufacture of aluminium and it has world top class manufacturing capacity and technology development capabilities.

CLIENTELE PROFILE

MENA



ALUMINIUM PRODUCTS
COMPANY (ALUPCO)
www.alupco.com/en



شركة الألمنيوم التيسير
Al taiseer Aluminium Company

Altaiseer Aluminium Company
www.altaiseer.com

"Founded in 1975, Aluminium Products Company (ALUPCO) is the largest extrusion company in the Middle East and Africa (MENA Region)."

Established in 1975, Aluminium Products Company (ALUPCO) is the largest extrusion company in the Middle East and North Africa (MENA Region). ALUPCO Headquarters and its first ever extrusion plant in Dammam. There are a total of 9 presses now that are located in between Dammam and Jeddah with a total capacity exceeding 85,000 MT per year with plans to expand to over 100,000 MT per year. ALUPCO maintains very high-quality standards that are confirmed and complying with European (EN), German (DIN), British (BS), American (ASTM) and the Saudi (SASO) standards in every step of its operations. ALUPCO is well known for its variety of Aluminium extruded profiles in different shapes and surface treatment like mill finish, powder coated, anodized, wood finish and polished. Towards energy sustainability especially in the construction sector and to provide advanced solutions, ALUPCO has formed strategic partnerships with international companies like ALUK (Italian Architectural Systems Company) and ALUBOND (American Brand of Aluminium Composite Panels). ALUPCO has also developed its own Architectural Thermal Break Systems for doors, windows and curtain walls to minimize heat transfer in the buildings from outside to inside. ALUPCO operates sales offices in Saudi Arabia; Dammam, Jeddah, Riyadh, UAE (Dubai) & Egypt (Cairo) to ensure best services towards customer in ME, GCC, North Africa and Europe.

Altaiseer Aluminium Company was established in 1976 as a fabricator to manufacture doors, windows and kitchen cabinets. From its humble beginning, the company has continued to diversify and expand to manufacture world-class façade & architectural aluminium works in 1983. With this progress, they were able to move to a larger space in 2nd industrial area of Riyadh. The company did not stop to innovate and strengthen its abilities to develop its strategies and techniques. As a result, they achieved their first milestone, to commence the processing of powder coating, the first ever commercial powder coating line in Saudi Arabia. The company was able to find an opportunity to import an awesome technology from Europe to provide the products in the Gulf Region. In 1992, it achieved another breakthrough by introducing the manufacturing of polyester powder and Gulf Polyester Powder Coating Company took over in this development. The company has further diversified and entered into the production of Aluminium Extrusion in 1994 where they initially started with only one Extrusion Press.

Currently, they have six (6) extrusion presses from SMS Germany, and they have the production capacity of 60,000 m tons per annum. The operations are under the quality management system ISO 9001-2008 and had been upgraded to ISO 9001- 2015 just within the span of six (6) months. All their products are ensured to meet the international standard & tolerance like BSI, ASTM & EN Standards.

The strength of Al Taiseer Aluminium Company is the quality of the products supplied and the competent services offered to their customers. They always prioritize the effort in providing products that are in accordance to the requirements to meet international standards. The success of Al Taiseer Aluminium Company lies on the satisfaction of our customers. TALCO develops a special packing system to facilitate the loading and handling and unloading of containers which reduce handling damages and protect the product for ocean freight. Currently, their products are being supplied to over 40 countries including GCC countries, Arab World, East Asia, Australia, U.S.A and Europe.

EUROPE



CORTIZO
www.cortizo.com



BORBET
www.borbet.de

"Founded in 1972 Cortizo is known for being the first manufacturer and distributor of aluminium and PVC system for the architecture and industry sector in Spain, as well as one of the sector's leading companies in Europe."

Cortizo is known for being the first manufacturer and distributor of aluminium and PVC system for the architecture and industry sector in Spain, as well as one of the sector's leading companies in Europe. Based in La Coruña, Spain. Established in 1972. Aluminios Cortizo SA is a producer of aluminium extrusions. The company is known to be the principal manufacturer and distributor of industrial aluminium profiles in Spain. Cortizo stands out for completing the whole manufacturing cycle of aluminium: foundry, extrusion, powder coating, anodizing, chemical brightening, CNC machining, packaging, storage and distribution. Cortizo has nine Production centres with production capacity of 150,000 tonnes per annum, employees 3,300 workers and sales network over 60 countries.

"Founded in 1962 BORBET stands for perfect quality, innovative technologies and pioneering design - valuable work that has made us a sought-after partner for the automobile industry and specialty retail."

It's a Family business and traditional company. Since 1962, their heritage company from Germany's Sauerland region has become a worldwide leader in the manufacture of light alloy wheels. The reason for this: BORBET stands for perfect quality, innovative technologies and pioneering design - valuable work that has made them a sought-after partner for the automobile industry and specialty retail. At the same time, they still consider us a family with unbounded passion for our craft, deep affinity to our roots that stretch back to 1881, and the lofty objective of always giving our best for their customers.

They want to excite people: their customers, partners, and employees - everyone with whom BORBET is connected. For this reason, they develop, produce and sell our high-quality light alloy wheels, which fulfil the highest standards in every regard. They unite design and safety, longevity, and functionality. Elements of an unmistakable signature: a BORBET wheel can be identified by aficionados even without a logo!

In order to ensure that this uniqueness endures, they invest in sustainable, value-orientated and international growth with a focus on quality and innovation. The highest possible degree of profitability, productivity and efficiency coupled with optimum use of resources at all levels of production are decisive factors for success in the face of stiff competition on the global market. This is also anchored in the BORBET management policy.

CLIENTELE PROFILE

EUROPE



Constellium
www.constellium.com

Constellium's history dates back more than a century. The company is a global leader in the development and manufacturing of high value-added aluminium products and solutions focusing mainly on automotive, aerospace, packaging, defense and transportation sectors. Constellium operates more than 28 manufacturing sites in Europe, North America, and China. The capabilities include extrusions and rolled products, automotive structural components, and recycling. Constellium has approximately 12,500 employees around the world and has closed 2022 with revenues of EUR 8.1 Billion.



Aludium
www.aludium.com

Aludium was created in 2015 but the facilities that form the company have a history dating back over 60 years. The company has over 900 employees and is leader in the manufacturing of flat rolled aluminium products. With production sites in Spain and France, Aludium's products are exported worldwide to the architecture, energy, insulation, equipment, packaging and transportation sectors. The company has an annual production capacity of 250,000mt.

ASIA



HANDS CORPORATION KOREA
www.handscorp.co.kr

"Founded in 1972, HANDS has been consistently growing and leading the industry in alloy wheel manufacturing in Korea."

HANDS is the largest alloy wheel manufacturer in Korea. Since the establishment in 1972, HANDS has been consistently growing and leading the industry in alloy wheel manufacturing. Alba supplies alloyed aluminium ingots to HANDS that are used to make wheels for top car makers in Korea and rest of the world. Over the years, HANDS has won several industry and national awards. In 2015, HANDS was awarded grand prize of Korea Sejong-Daewang Sharing Volunteer Service. In the same year, it was selected as an Outstanding Enterprise of Company Renovation and of Competitive Power for Quality.

Management philosophy of HANDS is: • Faithful to basic, think different and do different • Enjoy happiness and richness of mind • Pride to be members of HANDS Corporation and enjoy work
Five fingers of a hand can be used to describe five key elements of HANDS' management philosophy:

1. Trust – HANDS builds credit with its customers
2. Happiness – HANDS cares that small things make a better world
3. Center – HANDS stands on the top and at the center of the world
4. Direction – HANDS pursues to benefit customers and humanity
5. No. 1 – HANDS thinks creatively as the top of the world

ASIA



Sungwoo
www.hdswholdings.co.kr

"Founded in 1995, Hyundai Sungwoo metal is specializing in automobile components equipped with global level technology and high quality."

Hyundai Sungwoo Metal is seeking the path for pioneering of the future visions that can be continued onto the next generations by firmly establishing substantiality while other companies are focusing on external growth. They put utmost priority on sustainable values by considering the environment and the society simultaneously, while at the same time, pursuing enhancement of capabilities for advancement of new technologies without being content with the accomplishments they have achieved. In addition, they are striving to become a powerful company that creates new values by learning new things and taking up the challenging of themselves with the attitude of learning from the past without being content with the fulfilment of the simple and realistic needs and uses under a diversified environments. Alba supplies alloyed aluminium ingots to Hyundai Sungwoo metal that are used to make automobile components for top car makers in Korea and rest of the world.



UACJ Corporation
www.uacj.co.jp/english/

UACJ Corporation Founded in 2013. UACJ Corporation is a world leading comprehensive manufacture of aluminium and it has world top class manufacturing capacity and technology development capabilities.

UACJ was established in October 2013 when Furukawa-Sky Aluminium and Sumitomo Light Metal Industries merged their business operations. Both companies featured a distinguished history as aluminium producers in Japan.

Together, their annual capacity for flat rolled products exceeded 1 million tons, establishing UACJ as a top-class manufacturer, not only in Japan but throughout the world.

The scale of UACJ's new operation ensures we stay cost competitive and are fully able to lead the world market as a major global aluminium group originating from Japan.



Capral
www.capral.com.au

"Founded in 1936 and is based in Australia". Capral is the largest manufacturer and distributor of aluminium profiles, Capral has a national footprint of world class aluminium extrusion plants, comprising of eight operating presses.

Capral has a comprehensive product range, innovative R&D capability, and well positioned to take advantage of changing building regulations in Australia.

Further, Capral's strength is its people. It is through that the success of their people, is the main driver of its grow. Capral has a range of initiatives in place to ensure its people are working in rewarding roles with real opportunities for growth and development.

It's strong values-based culture is a key part of looking after their people's. Capral's five core values of Safety First, Customer Success, Play Fair, Better Every Day and Own it form the basis of all aspects of our operations.

CLIENTELE PROFILE

AFRICA



Wispeco
www.wispeco.co.za

"The company was incorporated in 1947 and is based in Alberton, South Africa. Wispeco (Pty) Ltd. operates as a subsidiary of Wispeco Holdings Ltd."

Wispeco Aluminium is the largest aluminium extruder and supplier in Africa. The company encompasses factories and distribution centres nationally. The company was incorporated in 1947 and is based in Alberton, South Africa. Wispeco (Pty) Ltd. operates as a subsidiary of Wispeco Holdings Ltd.

Alba supplies alloyed aluminium Billet to Wispeco that are used to make various applications in transportation industry (truck, bus and train bodies). Due to its light weight and strength it has several advantages for use in the transport industry.

Wispeco extruded the window and door extrusions for the Gautrain train coach units. Extrudes specialized engineering profiles which include cooling fins, electrical bus bar, ladders, scaffolding, irrigation equipment, sport and camping equipment, tile edges and carpet trims, safety security doors, curtain tracks, signage sections, conveyor system sections. An extensive range of standard engineering profiles such as round tubes, round bars, flat bars, angles, and t-sections are available. It strives to offer quality products, excellent service, technical support and to be responsive to any customer queries.

AMERICA



MAXION WHEELS
www.maxionwheels.com

Maxion Wheels and its subsidiaries have been supplying OEMs with the highest quality wheels and most innovative technologies for over 100 years. During that time, they acquired some of the most recognizable names in the industry, including Kelsey Hayes, Lemmerz and Fumagalli. Today, they put their combined expertise to work for nearly every OEM and vehicle market in the world.

They are also backed by the strength and security of their parent company, lochpe-Maxion, which ensures that their customers can count on them for the long-term growth, infrastructure and stability they need.

With an international network of strategically located engineering, technology and production facilities, Maxion is one of the only wheel manufacturers who can deliver on a truly global platform. This allows them to not only reduce logistical costs — it also allows them to eliminate duplicate processes, and to streamline the complexities that come from managing variation in a single vehicle platform. As they are able to implement the same design, technology and controls across multiple production lines, and to ensure a consistent and quality product whenever and wherever its need.



Astroshapes
www.astroshapes.com

Founded in Struthers, Ohio in 1971, quality and service have long been the hallmark of Astro Shapes. ASTRO's first extrusion was produced on a 1000-ton Lombard 5-in. press. In the years since, Astro Shapes has grown into a 42,000-square-meter powerhouse with six presses at two locations that produces 70,000 mt of extrusions annually.

ASTRO's mission is to manufacture custom-finished aluminium extrusions for markets that demand excellence in quality and service. ASTRO has been recognized as an industry leader – through employee empowerment and continuous process improvement. The organization is committed from top to bottom to quality, service, innovation, flexibility, and teamwork.

Astro Shapes has been a loyal ALBA Customer since 2011, and ALBA has grown to become one of ASTRO's most important billet suppliers. ASTRO was one of ALBA's first billet customers in North America.



POWER STATION 5 BLOCK 4



Alba Marks Important Milestone in PS5 Block 4 Project with the Arrival of Mitsubishi Power M701JAC Gas Turbine

The Project

The combined cycle power unit will have a generating capacity of 680.8 MW at 25°C and an efficiency of 54.6%.

The main equipment to be provided include one M701JAC Mitsubishi gas turbine, one Hitachi steam turbine, one SPX-Air Cooled Condenser, one XIZI HRSG in addition to balance of plant and other electrical/control equipment.



Technology

The M701JAC is an advanced high temperature, high efficiency, low NOx, large capacity gas turbine.

Foreseen Benefits Upon Commissioning



Capacity

Upon completion, this Project will increase the nameplate capacity of Power Station 5 Complex from 1.8 GW to 2.4 GW



Efficiency

The Power stations' efficiency will increase from 48.70% to 50.99% and from 50.02% to 52.25% during summer and winter respectively with the addition of Power Station 5 Block 4.



Greenhouse Gas (GHG) Emissions

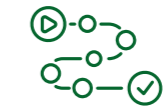
Having a higher efficiency, Block 4 will enable Alba to reduce its Greenhouse Gas Emissions in line with the Kingdom's Objectives of Net Zero Emissions by 2060 and the Company's ESG Roadmap.

The Project Management

Alba core team spearheads this Project in collaboration with ESBI International, Ireland.

The Consortium consists of SEPCOIII, Tiejun International DMCC and Mitsubishi Power Limited. Local subcontractors have also been engaged during the execution of works.

The Project Overall Progress (31 December 2023)

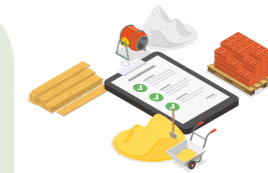


Timeline
Q4 2024



Engineering

99.52%



Procurement

99.10%



Construction

60.88%



Overall

72.38%



Workers on site

1,150



Safety

+2,000,000

man-hours without LTI achieved in December 2023.



Aerial View of PS5 Block4 Project

SAFETY AND HEALTH

Prioritizing a Safe and Thriving Workplace

A safe and healthy work environment isn't just about following regulations; it's about fostering employee well-being and boosting productivity. At Alba, we believe in creating a culture of safety that values our workforce and builds trust.

Leadership by Action

Alba's Executive team demonstrates their unwavering commitment to Safety through their leadership by setting a strong example that inspires a safety-conscious mindset at all levels, conducting regular shop floor visits to directly connect with employees and contractors' personnel while promoting open communication and adherence to Safety protocols.

Investing in Safety Knowledge

Continuous and comprehensive initiatives are implemented across all organizational levels to promote and maintain high Safety and Health standards. Beyond weekly safety talks and meetings, the Executive Management actively engage with employees and contractors through regular shop floor visits. This direct communication not only boosts morale but also encourages adherence to Alba's Safety objectives.

Safety, Health, and Environmental (SHE) training programs form the cornerstone of Alba's Safety strategy. These timely and comprehensive trainings cater to the specific needs of each department, ensuring all employees and stakeholders -- including contractors -- are equipped with the necessary skills and knowledge to perform their duties safely. Alba's unwavering commitment to safety extends to its contractor workforce, ensuring they actively contribute to maintaining a zero-accident work environment.

Building a Collaborative Safety Culture

Furthermore, Alba's ongoing collaboration with government bodies and educational institutions on safety-related aspects is demonstrated by participating in workshops and seminars with the Ministry of Labour and Bahrain Polytechnic. This collaborative effort highlights Alba's commitment to exceeding regulatory requirements while actively addressing occupational hazards and risks.

Empowering a Safety-Conscious Workforce

Alba's Safety campaigns ('Stop, Think and Act' and 'Safety is Driven by You') played a vital role in strengthening the Company's Safety culture. These campaigns raised awareness of potential risks,

promote a proactive safety mindset, and empower employees to actively contribute to a safe work environment. They emphasize both individual responsibility and collective effort as crucial aspects of workplace safety.

Alba's dedication to Safety has yielded tangible results. As of 31 December 2023, the Company achieved over 12 million Safe Hours without any Lost Time Injury. This accomplishment, coupled with seven consecutive years of zero heat-related illnesses and injuries, underscores Alba's commitment to maintaining high safety standards and effectively addressing heat stress concerns.

Recognition and Certifications

Alba's commitment to Safety has been acknowledged through numerous prestigious international awards:

- National Safety Council CEO Who GET IT Award: Recognizing Alba's leadership in fostering a culture of Safety.
- British Safety Council (2023 International Safety Award) – Merit: Highlighting Alba's dedication to exceeding safety standards.
- RoSPA 2023 Health and Safety Achievement Award (President's Award): A testament to Alba's exceptional safety performance.
- National Safety Council Awards:

- o 2023 Occupational Excellence Achievement Award
- o 2023 Millstone Award
- o 2023 Perfect Record Award
- o 2023 Million Work Hours Award

Beyond Safety

Alba's commitment extends beyond Workplace Safety:

- EcoVadis (Silver) certification: Recognizes Alba's outstanding performance in Corporate Social Responsibility (CSR) and sustainability.
- Aluminium Stewardship Initiative (ASI) Certifications:
- Chain of Custody (CoC) certification ensures responsible sourcing of materials.
- Performance Standard certification demonstrates adherence to best practices in environmental and social responsibility.
- Maintained ISO Certifications:
 - o ISO 14001:2015 (Environmental Management System).
 - o ISO 45001:2018 (Occupational Health and Safety Management System).
 - o British Safety Council 5-Star Occupational Health and Safety Audit (4-Star equivalent): A testament to Alba's exceptional safety management practices.



ENVIRONMENT, SOCIAL AND GOVERNANCE

Alba has a long history of responsible and sustainable business practices. As one of the world's largest aluminium smelters, we recognize our environmental and social impact. Our commitment extends beyond operations; we take a proactive approach to addressing these challenges through our well-defined Environment, Social, and Governance (ESG) Roadmap.

Launched in April 2022, the ESG Roadmap reinforces Alba's alignment with Bahrain's goal of achieving Net Zero Emissions by 2060, championed by His Royal Highness the Crown Prince and Prime Minister of Bahrain. It also supports the United Nations Sustainable Development Goals (SDGs). This comprehensive roadmap outlines six strategic priorities to guide Alba on its path toward a sustainable future. These priorities comprise: (1) Decarbonisation, (2) Green Energy & Aluminium, (3) Circular Economy & Secondary Aluminium, (4) Employee Welfare, (5) Collaboration & Partnership and (6) Transparency, Communications & Due Diligence.



(1) Decarbonisation

Alba is adding a fourth Block to Alba's Power Station 5 (PS5) that will increase the nameplate capacity of PS5 from 1,800 MW to 2,481 MW and reduce its overall GHG emissions intensity ratio by 0.5 tonnes of CO2 per 1 tonne of aluminium produced.

Currently under construction, adding a fourth Block to Alba's Power Station 5 will enable the Company to use a mix of Hydrogen and Natural Gas to reduce its Greenhouse Gas (GHG) emissions and set a benchmark in sustainable power generation. The efficiency of Block 4 combined cycle power plant will be much higher than the combined cycle power plants of Power Stations 3 & 4.

In support of Bahrain's ambitious goal of doubling its tree cover by 2035, Alba has actively undertaken tree-planting initiatives throughout the country. Since 2021, the company has planted over 21,000 trees across various locations and in collaboration with different organizations in Bahrain. Demonstrating a long-term commitment, Alba has pledged to plant 6,000 trees annually, both inside and outside its premises.



(2) Green Energy & Aluminium

With an aim to diversify our energy sources and adopt clean energy, Alba is developing a Solar Farm that consists of around 11,300 solar PV panels with a capacity of more than

6 Megawatts, in collaboration with Bahrain's Sustainable Energy Authority (SEA). The Solar Farm will spread across the Company's operational areas, car parks and Alba Club. Approximately 7,591,760 kilograms of carbon emissions would be reduced per year – corresponding to a total reduction of 189,794,000 kilograms of carbon emissions over 25-year span.

Further demonstrating its dedication to reducing its environmental footprint, Alba has implemented a pioneering solar energy initiative. The company has launched three new industrial personnel carriers powered by solar electricity. These electric vehicles contribute to daily fuel savings of 9.9 liters each. Additionally, Alba installed three solar charging stations to cater to its electric vehicles, including the new personnel carriers. These stations are expected to generate significant environmental benefits. They are projected to save an estimated 110,000 kWh per year, resulting in a reduction of 42 tonnes of CO2 emissions.



Alba is developing a Solar Farm that consists of around 11,300 solar PV panels with a capacity of more than 6 Megawatts

The charging stations boast a unique feature: battery storage systems. This allows for charging during off-peak hours and even the return of excess energy to Alba's power grid, maximizing the utilization of clean solar power.

Plans are also underway to improve the efficiency of energy consumption across the Company's facilities to enhance Alba's contributions towards the government sector's efforts to support the National Energy Efficiency Action Plan (NEEAP) and the National Renewable Energy Action Plan (NREAP).



(3) Circular Economy & Secondary Aluminium

Alba has set the benchmark in sustainability with the establishment of the US\$37.5 million Spent Pot Lining (SPL) Treatment Plant, which commenced its operations in December 2021.

This Plant, with an annual capacity of 35,000 tonnes, is the first-of-its-kind in the Region, which transforms SPL material through a zero-waste process into value-added products to be used in other industries such as cement. The SPL Treatment plant is a tangible example of integrating Waste Management and Recycling in our operational spectrum to create sustainable value in a circular economy.



Alba Mangrove Nursery

Another important project that was actioned was the Food Waste Composter, which has a capacity to treat 125 Kg per day of organic waste e.g. grass clippings and food waste collected from Company's canteens. The composter produces nutrients-rich compost within 24 hours, which helps to improve the soil fertility of the green areas in Alba.



(4) Employee Welfare

Our People, Our Strength: Alba recognizes its workforce as the cornerstone of its vision. With immense pride, we boast one of the largest national workforces in Bahrain, employing 3,150 people across our operations. Notably, 86% of

our workforce are Bahraini nationals, reflecting our commitment to supporting and developing Bahrain's human capital.

Investing in Our People's Growth: Alba's success over the past 52 years is fundamentally linked to its unwavering commitment to training and development. The Company offers a variety of programs designed for all staff levels, empowering them with the



(5) Collaboration & Partnerships

As a responsible corporate citizen, we want to create value not only for our shareholders, but also for all our stakeholders and the wider community. We achieve this through collaborative partnerships across the public and

private sectors. We are proud to be at the forefront of sustainability initiatives, working with leading organizations on groundbreaking projects. These include a pilot project on carbon capture with Mitsubishi Heavy Industries EMEA, exploring the use of surplus hydrogen for future energy needs with Bahrain Petroleum Company, and collaborating with the Ministry of Oil and Environment on mangrove conservation. These are just a few examples of our commitment to a sustainable future.

ENVIRONMENT, SOCIAL AND GOVERNANCE



(6) Transparency, Communications & Due Diligence

At Alba, we understand that transparency and accountability are crucial for long-term success. That's why we've been a leader in ESG (Environmental, Social, and Governance) reporting since 2016, being one of the first companies in the Middle East to publish annual Sustainability Reports. These reports detail our ESG performance and best practices in Corporate Governance. Our commitment to transparency allows our stakeholders to see what truly matters to Alba.

2023 ESG Major Highlights

- **Life Cycle Assessments (LCA):** Alba commissioned a consultant to conduct a comprehensive Life Cycle Assessments for 2023, providing a detailed analysis of our environmental impact.
- **Verified Greenhouse Gas (GHG) Emissions:** We obtained independent verification of our GHG emissions for both corporate and product levels, ensuring transparency in our environmental footprint.

- **Enhanced Sustainability Reporting:** Alba partnered with an accredited solution provider to improve our CDP (Carbon Disclosure Project) reporting, further strengthening our sustainability communication.
- **Digitalized Waste Management:** Phase two of our waste management data system was completed, enabling automatic capture of waste categories and subcategories for improved data analysis.
- **Expanded GHG Reporting:** We established an online dashboard to track monthly GHG emissions and waste data, providing real-time insights into our environmental performance.
- **Landfill Diversion Focus:** Alba introduced a new key performance indicator (KPI) to track the landfill diversion rate, demonstrating our commitment to waste reduction.
- **University Partnerships:** Through Memorandum of Understanding (MoUs) with universities like the University of Bahrain and Arabian Gulf University, we are collaborating on research initiatives related to carbon sequestration and biodiversity.

- **Sustainable Transportation:** Alba implemented electric vehicles (EVs) for on-site personnel transport, powered by solar-charged EV stations, signifying our transition to cleaner transportation solutions.
- **Active ESG Engagement:** Our participation in multiple ESG-related conferences and workshops demonstrates our commitment to continuous learning and collaboration in the sustainability space.



Our vision extends far beyond the aluminium we produce or the manufacturing processes we employ. Leveraging our position as the world's largest smelter outside of China, Alba is driven by the ambition to deliver lasting value to all our stakeholders. 🌱



Alba's commitment to Sustainability was recognised, for the third year in a row, as the top Company in Bahrain on the Environmental, Social and Governance (ESG) ratings list by ESG Invest - the investment research arm of 'Sustainability Excellence', which provides comprehensive ratings that quantify ESG performance of companies in the Arab World.

developed an automated solution that seamlessly integrates two independent systems: a weighing bridge positioned at the facility entrance and a gate pass system. This enhances system efficiency it captures waste weights and produces comprehensive monthly reports for each type of waste.

Alba: Leading the Charge in Sustainable Industrial Practices

As we embark on a transformative journey in Environmental, Social, and Governance (ESG) practices, we remain committed to the highest standards in environmental stewardship, social responsibility, and ethical corporate governance.

Our vision extends far beyond the aluminium we produce or the manufacturing processes we employ. Leveraging our position as the world's largest smelter outside of China, Alba is driven by the ambition to deliver lasting value to all our stakeholders. This includes our dedicated workforce, the communities we serve, our valued customers, and, most importantly, the Kingdom of Bahrain.

To cement Alba's commitment to environmental responsibility, two new task forces were established within Alba:

- **Waste Management Task Force:** This dedicated team works diligently to gather data on waste streams, analyze current disposal practices, and identify innovative solutions for waste reduction, reuse, and recycling. Their efforts aim to minimize Alba's environmental footprint.
- **Greenhouse Gas (GHG) Accounting Task Force:** This group focuses on collecting comprehensive and accurate data on emissions across Alba's production lifecycle. They validate and analyze this data to provide a deeper understanding of Alba's greenhouse gas impact. This knowledge will be instrumental in guiding future emission reduction strategies. Furthermore, Alba



Inauguration of solar-powered personnel carriers and charging stations

TRAINING & DEVELOPMENT



Training for Female Employees

Alba Training and Development: Fostering a Competitive Workforce

At Alba, we believe our people are our strongest asset. Employee Training and Development have been a cornerstone of our Company since its inception. We offer one of the most advanced programs in the Kingdom, focusing on training employees according to international standards of excellence across all fields.

In today's dynamic business environment, a skilled and adaptable workforce is crucial for success. At Alba, we prioritize Employee Development through comprehensive training programs, fostering a competitive edge.

- **Safety is Our Priority:** We successfully implemented ESG awareness training for all employees along with targeted Safety programs for those under the Skills Matrix and Training Development Programs (TDP). This equips our workforce to handle emergencies effectively and upholds the highest safety standards. To ensure employees stay up-to-date on the latest Safety protocols, many participated in multiple courses throughout 2023. As a result, the total number of training participants (3,666) exceeded the Company's headcount of 3,150. We also welcomed over 3,790 contractors who participated in Safety-related trainings. A total of 32,572 training hours was registered for these Safety trainings.
- **Optimizing Resources with AI Hassalah Top-up:** Our commitment to cost efficiency is evident in initiatives like developing new in-house courses and conducting external training within Alba's facilities. This not only reduces expenses but also allows for closer supervision and quality control.
- **Investing in the Future:** We actively sponsor employees' academic pursuits through partnerships with local and international universities. Additionally, our unique AI Jisr development program empowers a select group of high-

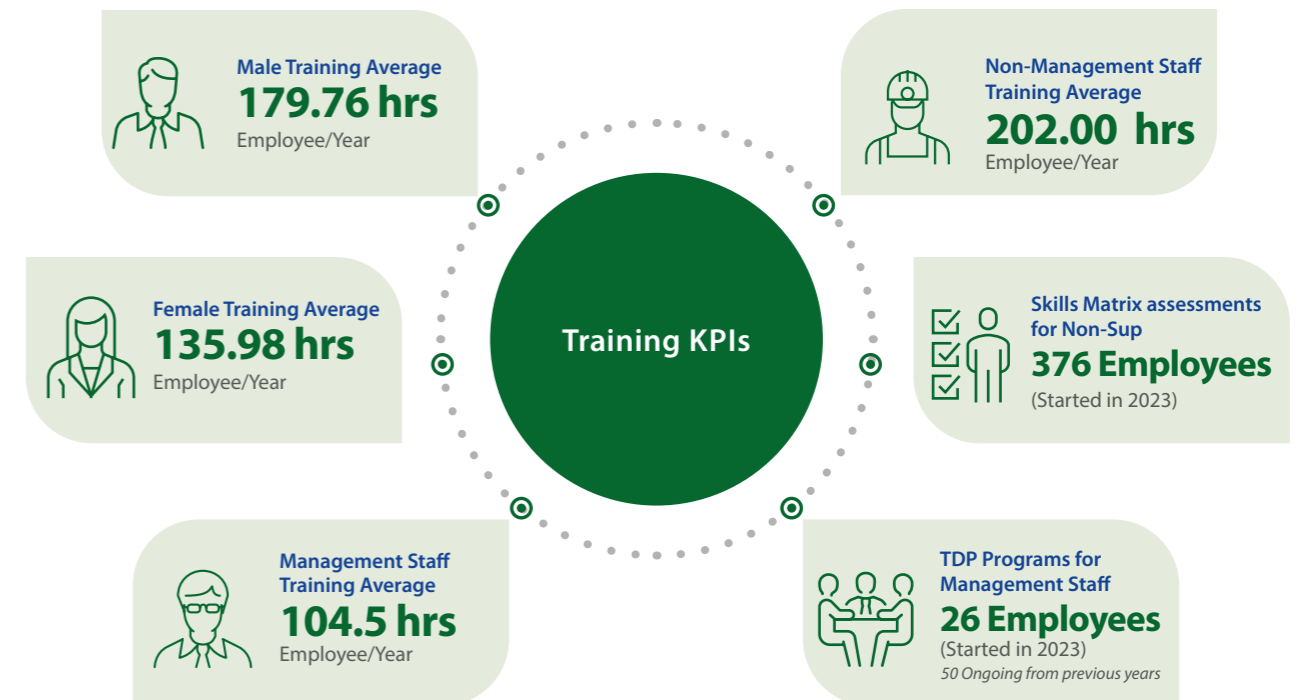
potential individuals. These investments ensure a future-ready workforce equipped with the latest knowledge and skills.

- **Embracing Innovation:** Alba takes pride in pioneering VR-based training for pottline emergencies, a testament to our commitment to utilizing cutting-edge technology to enhance employee preparedness.

By prioritizing employee development through these comprehensive programs, Alba fosters a highly skilled and adaptable workforce, enabling us to surpass industry standards and excel in the competitive global market.

We view talent development as an essential investment. Through continuous skills training and education, we empower our employees to innovate and adapt while at the same time drive growth.

Training KPIs – Occupation-wise, Gender-wise, Management and Non-Management wise:



Training figures for 2023 including Contractors' workers



TRAINING & DEVELOPMENT



As a responsible Bahraini company, we strive to create a unique and exceptional work environment. This commitment extends to fostering a strong learning culture and continuously developing our Bahraini talent.

Community Engagement

Alba actively contributes to the community through partnerships like INJAZ Bahrain. In 2023, 55 Alba volunteers delivered 12 unique training programs across 170 sessions, totaling 898 hours. This commitment demonstrates our dedication to youth development and knowledge sharing within the community.

Empowering Female Employees

Alba recognizes the importance of fostering a diverse and inclusive work environment. A key pillar of this commitment is our investment in targeted training programs specifically designed for our female workforce. We are committed to providing targeted training programs specifically designed for our female employees. In 2023, we collaborated with NIHR Bahrain, to conduct sessions on Human Rights, Mental Health, and Equal Opportunities. These sessions were highly successful, with a remarkable 88% of the 102 participants being female employees. This strong participation rate underscores Alba's dedication to fostering the professional development and well-being of our women.

Training figures for Female employees



Total number of Training for females

13,869.96 hrs



No. of Female Employees in 2023

102



Female Training Average

135.98 hrs

Employee/Year



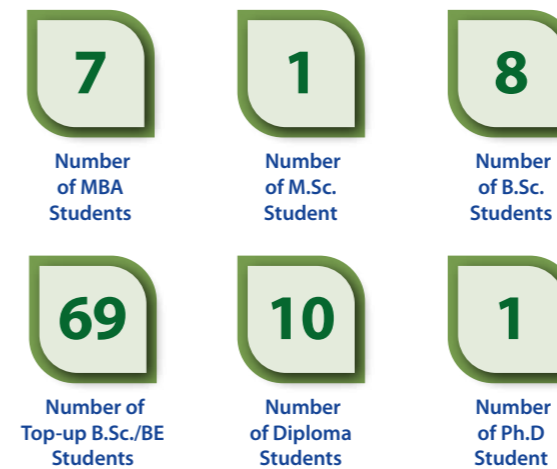
CEO congratulates +30 employees on successful completion of diploma programmes

Training: Higher & Above

Alba partners with numerous educational institutions to provide learning and development opportunities for its employees. These partnerships are established through formal agreements, including Memorandums of Understanding (MoUs).

- **Local collaborations:** Alba works with universities like Kingdom University (KU), University of Bahrain (UOB), Arabian Gulf University (AGU)/ESSEC-FABC, Ahlia University, Bahrain Institute of Banking & Finance (BIBF), and Bahrain Polytechnic (BP).
- **International partnerships:** Agreements exist with the Nasser Vocational Training Center (NVTC) in Bahrain and the University of Huddersfield in the UK.

A total of 96 Alba employees are currently enrolled as students in Diploma, BSc & MBA Programmes as well as Ph.D at the above mentioned education institutes:



VR Training for Pot Line Emergencies:

Bus Bar Installation, Power Outages, and Equipment Failures

Alba takes employee training to the next level with Virtual Reality (VR) for pot line emergencies. This innovative program utilizes VR technology to create a safe and realistic environment where employees can:

- Develop skills and knowledge necessary to effectively handle critical situations in pot lines.
- Experience simulated emergencies that would be impossible or too risky to practice in the actual plant.

The VR Training Program offers several benefits:

- **Immersive learning:** Trainees gain a deeper understanding of complex emergency scenarios, equipment behavior, and parameter changes.
- **Effective practice:** Employees can practice the best methods and approaches for handling emergencies.
- **Competency evaluation:** The program includes an assessment to ensure trainees are equipped to manage real-world situations.

2024: Making Strides

Moving forward, the Training & Development Department will ensure the continuity of established programs such as initiatives like AI Jisr and the Master Training Plan which are crucial for ongoing employee development while at the same time investing in future-oriented training to equip its employees with the skills and knowledge needed to meet the Company's evolving needs.



Alba Implements Virtual Reality Training Courses in Partnership with Atyaf eSolutions

CORPORATE SOCIAL RESPONSIBILITY



Alba recognises its female employees on the occasion of Bahraini Woman's Day



Strong CSR practices not only benefit society but also create a competitive advantage for our Company. It attracts and retains talent, strengthens brand reputation, and fosters trust with stakeholders.

Ali Al Baqali
Alba's CEO

Alba: Beyond Philanthropy

Alba recognizes that true Corporate Social Responsibility (CSR) extends beyond simply giving back. Our commitment is to actively contribute to a healthier environment and an inclusive society.

Environmental Focus

- **Reduced Carbon Footprint:** Initiatives like our zero-waste SPL Treatment Plant and the ongoing Power Station (PS) 5 Block 4 Project would reduce greenhouse gas emissions (PS5 Block 4 alone will reduce the Company's overall GHG emissions by 0.5 times once fully commissioned in Q4 2024)
- **Renewable Energy:** The Solar Farm Project will generate more than 6 MW of clean energy while solar-powered vehicles minimize our environmental impact.
- **Sustainable Practices:** We minimize waste through our Food Waste Composter, producing valuable compost in the process.

Social Responsibility Highlights

- **Combating Climate Change:** Alba established a Mangrove Nursery to cultivate vital mangrove trees, aligning with national goals.
- **Green Spaces:** Committed to planting 6,000 trees annually, we've surpassed 12,000 since 2021.
- **Empowering Women:** Alba actively promotes female leadership with 41% of female employees now holding supervisory or leadership roles. We recently welcomed our first female engineer.
- **Supporting Local Businesses:** A collaborative session with relevant organizations helped Bahraini SMEs participate in our projects.

Investing in the Community

- **Alba Sports Festival:** This inclusive event offered various sporting opportunities for over 750 athletes.
- **Community Partnerships:** Alba provides essential services and equipment to institutions and supports local sports initiatives.

Looking Ahead

Alba remains committed to Environmental, Social, and Governance (ESG) principles focusing on Environmental Sustainability: Minimizing our environmental footprint; Social Responsibility: Investing in youth development and community well-being; and Governance: Strengthening our strategic role in the local economy.



Alba holding the first edition of its Sports Festival

FINANCIAL STATEMENTS

31 December 2023

INDEPENDENT AUDITOR’S REPORT TO THE SHAREHOLDERS OF

Aluminium Bahrain B.S.C. (Alba)



Report on the Audit of the Consolidated Financial statements

Opinion

We have audited the consolidated financial statements of Aluminium Bahrain B.S.C. (“the Company”) and its subsidiaries (together “the Group”), which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of cash flows and consolidated statement of changes in equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2023 and its consolidated financial performance and its consolidated 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). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants’ International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the Kingdom of Bahrain, 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.

Other matter

The consolidated financial statements of the Group for the year ended 31 December 2022 were audited by another auditor, who expressed an unmodified audit opinion on those consolidated financial statements on 2 February 2023.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in audit of the consolidated financial statements for the year ended 31 December 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

Impairment assessment of property, plant and equipment

Refer to note 2 for impairment policy, note 3 for estimate and judgment and note 4 on disclosure of property, plant and equipment in the consolidated financial statements.

| Key audit matter | How our audit addressed the key audit matter |
|--|---|
| As at 31 December 2023, the Group held property, plant and equipment (PPE) of BD 1,899,031 thousand in the consolidated statement of financial position. | Our audit procedures in this area included, amongst others: |

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF

Aluminium Bahrain B.S.C. (Alba)

Report on the Audit of the Consolidated Financial statements (continued)

Impairment assessment of property, plant and equipment (continued)

| Key audit matter | How our audit addressed the key audit matter |
|---|---|
| <p>This area was important to our audit due to the size of the carrying value of the PPE (74% of the total assets as at 31 December 2023) as well as the judgement involved in the assessment of the recoverability of the carrying value of the assets.</p> <p>The recoverability of the carrying value of the PPE is in part dependent on the Group's ability to generate sufficient future profits. This assessment requires management to make assumptions in the underlying cash flow forecasts in respect of factors such as future production and sales levels, LME prices, input prices and overall market and economic conditions.</p> | <p>i) We evaluated the Group's basis of developing forecasts and cashflow projections on the basis of management's expectation of the performance of the Group's business considering the prevailing economic conditions in general and the aluminium industry in particular;</p> <p>ii) With the support of our specialist, we:</p> <ul style="list-style-type: none"> - evaluated the appropriateness of the methodology used by the Group to assess impairment of PPE; and - evaluated management assumptions used in cash flow models used by the Group against external data including adjustments for risks specific to the Group, in particular its revenue forecasts based on forward estimates of LME prices, discount rates and expected long-term growth rates; <p>iii) We agreed the relevant financial and quantitative data used in the Discount Cash Flow (DCF) model to the production plans and approved budgets; and</p> <p>iv) We assessed whether the consolidated financial statements disclosures relating to key inputs and assumptions for impairment were appropriate.</p> |

Other information in the Group's 2023 annual report

Other information consists of the information included in the Group's 2023 Annual Report, other than the consolidated financial statements and our auditor's report thereon. The Board of Directors is responsible for the other information. Prior to the date of this auditors' report, we obtained the Report of the Board of Directors which form part of the annual report, and the remaining sections of the annual report are expected to be made available to us after that date.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available 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 obtained prior to the date of the 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 the Board of Directors for the Consolidated financial statements

The Board of Directors is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as the Board of Directors 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF

Aluminium Bahrain B.S.C. (Alba)

Report on the Audit of the Consolidated Financial statements (continued)

Auditors' responsibilities for the audit of the consolidated financial statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 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 the Board of Directors 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 the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF

Aluminium Bahrain B.S.C. (Alba)

Report on the Audit of the Consolidated Financial statements (continued)

Report on Other Legal and Regulatory Requirements

We report that:

- A) As required by the Bahrain Commercial Companies Law,
- i the Company has maintained proper accounting records and the consolidated financial statements are in agreement therewith;
 - ii. the financial information contained in the Report of the Board of Directors is consistent with the consolidated financial statements; and
 - iii satisfactory explanations and information have been provided to us by management in response to all our requests.
- B) we are not aware of any violations of the Bahrain Commercial Companies Law, the Central Bank of Bahrain (CBB) Rule Book (applicable provisions of Volume 6) and CBB directives, regulations and associated resolutions, rules and procedures of the Bahrain Bourse or the terms of the Company's memorandum and articles of association during the year ended 31 December 2023 that might have had a material adverse effect on the business of the Group or on its consolidated financial position.
- C) As required by Article 8 of section 2 of Chapter 1 of the Bahrain Corporate Governance Code, we report that the Company:
- i. has appointed a Corporate Governance Officer; and
 - ii. has a board approved written guidance and procedures for corporate governance.

The Partner in charge of the audit resulting in this independent auditor's report is Nader Rahimi.



Partner's Registration No. 115
14 February 2024
Manama, Kingdom of Bahrain

REPORT OF THE BOARD OF DIRECTORS

Aluminium Bahrain B.S.C. (Alba)

The Directors have the pleasure to submit their report together with the Audited Consolidated Financial Statements for the year-ended 31 December 2023.

Principal Activity

Aluminium Bahrain B.S.C. (Alba) ("the Company") was incorporated as a Bahrain Joint Stock Company (closed) in the Kingdom of Bahrain and registered with the Ministry of Industry and Commerce under Commercial Registration (CR) Number 999. The Company was converted into a Bahrain Public Joint Stock Company effective 23 November 2010 and its shares were listed on two exchanges: Ordinary Shares on the Bahrain Bourse and Global Depositary Receipts (GDRs) on the London Stock Exchange - Alternative Investment Market (AIM).

The principal activities of the Company are to build and operate smelters for the production of aluminium, to sell aluminium within and outside the Kingdom of Bahrain and to carry on any related business to complement the Company's operations and/or to enhance the value or profitability of any of the Company's property or rights.

Registered Office

The official business address of the Company is located at Building 150, Road 94, Block 951, Askar, Kingdom of Bahrain.

Winterthur Branch

On 7 July 2011, the Company established and registered Aluminium Bahrain B.S.C. (Alba), Manama, Bahrain, Winterthur Branch in Zurich, Switzerland, with address at Theaterstrasse 17, 8400 Winterthur, Switzerland.

Hong Kong Branch

in Q1 2023, the Company closed its Hong Kong Sales Office (formerly located at 2210, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong).

Bahrain Subsidiary (Alba Club WLL)

Following the Board's resolution on 30 December 2021, Alba Club WLL (formerly registered under CR 99789-1) has transitioned to become a branch of the Company (CR 999) effective 22 November 2023 (Application No. CR2022-3948).

U.S. Subsidiary

On 11 June 2014, the Board approved the incorporation of a U.S. entity and the creation of a Sales Office with address at Aluminium Bahrain US, Inc. 1175 Peachtree Road NE, Suite 1475, Atlanta, GA 30361.

Guernsey Subsidiary

On 07 February 2019, the Board approved the establishment of Alba's Captive Insurance Vehicle in Guernsey 'AlbaCap Insurance Limited' with address at Suite 1 North, 1st Floor, Albert House, South Esplanade, St Peter Port, GY1 1AJ.

Singapore Branch

On 27 September 2020, the Board approved the establishment of Alba's branch in Singapore with address at Level 35, The Gateway West, 150 Beach Road, #35-38 the Gateway West, Singapore 189720.

Share Capital Structure

| Shareholders | 2023 (%) | 2022 (%) |
|---|----------|----------|
| Bahrain Mumtalakat Holding Company B.S.C. (c) | 69.38 | 69.38 |
| SABIC Industrial Investments Company | 20.62 | 20.62 |
| Others – Public | 10.00 | 10.00 |
| | 100.00 | 100.00 |

REPORT OF THE BOARD OF DIRECTORS

Aluminium Bahrain B.S.C. (Alba)

Corporate Secretary

Ms. Eline Hilal, has been the the Corporate Secretary since February 2015.

Executive Management Team

Mr. Ali Al Baqali, Chief Executive Officer

Dr. Abdulla Habib, Chief Operations Officer

Mr. Amin Sultan, Chief Power Officer

Mr. Khalid Abdul Latif, Chief Marketing Officer

Mr. Waleed Tamimi, Chief Supply Officer

Mr. Ahmed A. Qader, Acting Chief Financial Officer

Alba Executives' Remuneration

BD

| Executive Management | Total Paid Salaries & Allowances | Total Paid Remuneration (Bonus) | Any Other Cash-in-Kind Remuneration | Aggregate Amount |
|---|----------------------------------|---------------------------------|-------------------------------------|------------------|
| Chief Executive Officer, Chief Marketing Officer, Chief Power Officer, Chief Operations Officer, Chief Supply Officer and Chief Financial Officer | 1,126,034 | 780,792 | 136,070 | 2,042,896 |

Results and Retained Earnings

The Company made a Profit of **BD118.025 million** for the financial year of 2023 versus a Profit of **BD416.167 million** for the financial year of 2022.

The Movements in Retained Earnings of the Company were:

| | BD '000 |
|---|-----------|
| Balance as at 31 December 2022 | 1,588,831 |
| Profit for the year 2023 | 118,025 |
| Loss on resale of treasury shares | (33) |
| Final Dividend for 2022 approved and paid | (121,345) |
| Interim Dividend for 2023 approved and paid | (18,805) |
| Balance as at 31 December 2023 | 1,566,673 |

REPORT OF THE BOARD OF DIRECTORS

Aluminium Bahrain B.S.C. (Alba)

Appropriations

- On 09 August 2023, the Board of Directors of Aluminium Bahrain B.S.C. (Alba) recommended an interim dividend of Fils 13.28 per share (excluding treasury shares) totalling BD18,805,356 which was subsequently paid from 31 August 2023.
- At the Board meeting held on 14 February 2024, the Company's Board of Directors proposed to pay final dividend of Fils 15.9 per share (excluding Treasury Shares) totalling BD22,508,803.

The above appropriations are subject to the approvals of the Company's shareholders at the Annual General Meeting which will be held on 07 March 2024.

Directors of the Company

[to note: all disclosures have been filed with Bahrain Bourse and MOIC]

The following Directors served on the Board of Alba from 26 February 2023 to-date:

Bahrain Mumtalakat Holding Company B.S.C. (c)

Mr. Khalid Al Rumaihi, Chairman from 09 October 2023

Shaikh Daij Bin Salman Bin Daij Al Khalifa, Chairman until 08 October 2023

Shaikh Isa bin Khalid Al Khalifa, Director

Mr. Tim Murray, Director

Mrs. Roselyne Renel, Director

Mr. Bruce Cox, Director

Mr. Omar Syed , Director

Sabic Industrial Investments Company

Mr. Ahmed Al Duriaan, Director

Mr. Omar Al Amoudi, Director

Mr. AlWaleed AlSenani, Director

Elected Director

Mrs. Hala Mufeez

Alba Directors' Remuneration

The Board of Directors' Remuneration for the year-ended 31 December 2023 is as follows:

- Attendance Fees of BD113,000 were paid over the course of 2023 [2022: BD107,000].
- Sitting Fees of BD70,800 will be paid after the Board's meeting on 14 February 2024 [2022: BD72,000].
- The proposed Remuneration Fees of BD420,000 will be paid post the Annual General Meeting scheduled on 07 March 2024 [2022: BD412,000].

REPORT OF THE BOARD OF DIRECTORS

Aluminium Bahrain B.S.C. (Alba)

The breakdown of Alba Directors' Remuneration is as per the below table:

(BD'000s)

| Name | Fixed Remunerations | | | | Variable Remunerations | | | | End-of-service Award | Aggregate Amount (Does not include Expense allowance) | Expenses Allowance |
|--|--|---|---------------------|--------------|---|-----------------|---------------------|----------|----------------------|---|--------------------|
| | Remunerations ¹ of the chairman and BOD | Total Allowance for Attending Board and Committee meetings | Others ² | Total | Remunerations of the Chairman and BOD | Incentive Plans | Others ³ | Total | | | |
| First: Independent Directors | | | | | | | | | | | |
| Shaikh Daij Bin Salman Bin Daij Al Khalifa | 48 | 24 | - | 72 | - | - | - | - | - | 72 | - |
| Shaikh Isa Bin Khalid Al Khalifa | 40 | 18.6 | - | 58.6 | - | - | - | - | - | 58.6 | - |
| Tim Murray | 40 | 16 | - | 56 | - | - | - | - | - | 56 | 3,600 |
| Bruce Cox | 32 | 12.5 | - | 44.5 | - | - | - | - | - | 44.5 | 2,304 |
| Roselyne Renel | 32 | 11.6 | - | 43.6 | - | - | - | - | - | 43.6 | 0,900 |
| Yousif Taqi | 8 | 4.6 | - | 12.6 | - | - | - | - | - | 12.6 | - |
| Mutlaq Al Morished | 8 | 4.5 | - | 12.5 | - | - | - | - | - | 12.5 | 0,900 |
| Second: Non-Executive Directors | | | | | | | | | | | |
| Khalid Al Rumaihi | 12 | 7 | - | 19 | - | - | - | - | - | 19 | - |
| Omar Syed | 32 | 12.5 | - | 44.5 | - | - | - | - | - | 44.5 | - |
| Omar Al Amoudi | 40 | 16 | - | 56 | - | - | - | - | - | 56 | 3,600 |
| Ahmed Al Duriaan | 40 | 16 | - | 56 | - | - | - | - | - | 56 | 4,373 |
| AlWaleed AlSenani | 32 | 13.8 | - | 45.8 | - | - | - | - | - | 45.8 | 1,800 |
| Hala Mufeez | 32 | 13.8 | - | 45.8 | - | - | - | - | - | 45.8 | - |
| Iyad Al Garawi | 8 | 4.2 | - | 12.2 | - | - | - | - | - | 12.2 | 0,900 |
| Suha Karzoon | 8 | 4.2 | - | 12.2 | - | - | - | - | - | 12.2 | - |
| Rasha Sabkar | 8 | 4.5 | - | 12.5 | - | - | - | - | - | 12.5 | - |
| Third: Executive Directors (Not Applicable) | | | | | | | | | | | |
| Total | 420 | 183.8 | - | 603.8 | - | - | - | - | - | 603.8 | 18,377 |

¹ As per Policy for the Board Directors and Board Committee Members' Remuneration Fees, Attendance Fees and Per Diem Allowance

Other remunerations:

² It includes in-kind benefits – specific amount - remuneration for technical, administrative, and advisory works (if any).

³ It includes the board member's share of the profits - Granted shares (insert the value) (if any).

By order of the Board,



Khalid Al Rumaihi
Chairman

14 February 2024



Isa Al Khalifa
Director

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2023

| | Note | 2023 BD' 000 | 2022 BD' 000 |
|-------------------------------------|------|------------------|------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 4 | 1,899,031 | 1,897,146 |
| Derivative financial instruments | 17 | 8,526 | 18,095 |
| Trade and other receivables | 6 | 5,422 | 7,619 |
| Deferred tax assets | 18 | 90 | 81 |
| | | 1,913,069 | 1,922,941 |
| Current assets | | | |
| Inventories | 5 | 349,797 | 359,276 |
| Trade and other receivables | 6 | 225,688 | 234,230 |
| Derivative financial instruments | 17 | 5,375 | 7,120 |
| Bank balances and cash | 7 | 59,632 | 93,617 |
| | | 640,492 | 694,243 |
| TOTAL ASSETS | | 2,553,561 | 2,617,184 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Share capital | 8 | 142,000 | 142,000 |
| Treasury shares | 9 | (4,591) | (4,831) |
| Statutory reserve | 10 | 71,000 | 71,000 |
| Capital reserve | 11 | 249 | 249 |
| Cash flow hedge reserve | 17 | 13,901 | 25,209 |
| Retained earnings | | 1,566,673 | 1,588,831 |
| TOTAL EQUITY | | 1,789,232 | 1,822,458 |
| Non-current liabilities | | | |
| Loans and borrowings | 13 | 383,184 | 505,098 |
| Lease liabilities | 14 | 7,607 | 4,752 |
| Employees' end of service benefits | 15 | 1,643 | 1,401 |
| | | 392,434 | 511,251 |
| Current liabilities | | | |
| Loans and borrowings | 13 | 202,654 | 124,115 |
| Lease liabilities | 14 | 904 | 615 |
| Trade and other payables | 16 | 167,229 | 158,745 |
| Derivative financial instruments | 17 | 1,108 | - |
| | | 371,895 | 283,475 |
| TOTAL LIABILITIES | | 764,329 | 794,726 |
| TOTAL EQUITY AND LIABILITIES | | 2,553,561 | 2,617,184 |



Khalid Al Rumaihi
Chairman



Isa Bin Khalid Bin Abdulla Al Khalifa
Director



Ali Al Baqali
Chief Executive Officer

The attached notes 1 to 30 form part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2023

| | Note | 2023 BD' 000 | 2022 BD' 000 |
|---|------|-----------------|-----------------|
| Revenue from contracts with customers | 19 | 1,543,908 | 1,840,924 |
| Cost of revenue | 21 | (1,290,417) | (1,295,314) |
| GROSS PROFIT | | 253,491 | 545,610 |
| Other income | 20 | 7,054 | 5,030 |
| Gain on foreign exchange | | 2,954 | 9,378 |
| General and administrative expenses | 21 | (39,064) | (38,555) |
| Selling and distribution expenses | 21 | (55,778) | (83,788) |
| Finance costs | 22 | (62,230) | (33,003) |
| Realised gain on settlement of cash flow hedge for interest rate swap (IRS) | 17 | 13,299 | 12,227 |
| Directors' remuneration | 25 | (420) | (412) |
| Changes in fair value of derivative financial instruments | 17 | (1,114) | 85 |
| PROFIT FOR THE YEAR BEFORE TAX | | 118,192 | 416,572 |
| Tax | 18 | (167) | (405) |
| PROFIT FOR THE YEAR | | 118,025 | 416,167 |
| Basic and diluted earnings per share (fils) | 23 | 83 | 294 |



Khalid Al Rumaihi
Chairman



Isa Bin Khalid Bin Abdulla Al Khalifa
Director



Ali Al Baqali
Chief Executive Officer

The attached notes 1 to 30 form part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2023

| | Note | 2023 BD' 000 | 2022 BD' 000 |
|---|------|-----------------|-----------------|
| PROFIT FOR THE YEAR | | 118,025 | 416,167 |
| Other comprehensive income | | | |
| <i>Other comprehensive income that may be reclassified to profit or loss in subsequent periods:</i> | | | |
| Effective portion of changes in fair value of cash flow hedge | 17 | 1,991 | 36,492 |
| Net gains on interest rate swap (IRS) reclassified to the profit or loss | 17 | (13,299) | (12,227) |
| | | (11,308) | 24,265 |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | 106,717 | 440,432 |



Khalid Al Rumaihi
Chairman



Isa Bin Khalid Bin Abdulla Al Khalifa
Director



Ali Al Baqali
Chief Executive Officer

The attached notes 1 to 30 form part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2023

| | Note | Share capital BD'000 | Treasury shares BD'000 | Statutory reserve BD'000 | Capital reserve BD'000 | Cash flow hedge reserve BD'000 | Retained earnings BD'000 | Total Equity BD'000 |
|--|------|-------------------------|---------------------------|-----------------------------|---------------------------|-----------------------------------|-----------------------------|------------------------|
| Balance at 31 December 2021 | | 142,000 | (3,742) | 71,000 | 249 | 944 | 1,292,569 | 1,503,020 |
| Profit for the year | | - | - | - | - | - | 416,167 | 416,167 |
| Other comprehensive income | 17 | - | - | - | - | 24,265 | - | 24,265 |
| Total comprehensive income for the year | | - | - | - | - | 24,265 | 416,167 | 440,432 |
| Net movement in treasury shares | | - | (1,089) | - | - | - | 534 | (555) |
| Final dividend approved and paid for 2021 | 12 | - | - | - | - | - | (75,316) | (75,316) |
| Interim dividend approved and paid for 2022 | 12 | - | - | - | - | - | (45,123) | (45,123) |
| Balance at 31 December 2022 | | 142,000 | (4,831) | 71,000 | 249 | 25,209 | 1,588,831 | 1,822,458 |
| Profit for the year | | - | - | - | - | - | 118,025 | 118,025 |
| Other comprehensive income | 17 | - | - | - | - | (11,308) | - | (11,308) |
| Total comprehensive income for the year | | - | - | - | - | (11,308) | 118,025 | 106,717 |
| Net movement in treasury shares | | - | 240 | - | - | - | (33) | 207 |
| Final dividend approved and paid for 2022 | 12 | - | - | - | - | - | (121,345) | (121,345) |
| Interim dividend approved and paid for 2023 | 12 | - | - | - | - | - | (18,805) | (18,805) |
| Balance at 31 December 2023 | | 142,000 | (4,591) | 71,000 | 249 | 13,901 | 1,566,673 | 1,789,232 |

The attached notes 1 to 30 form part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2023

| | Note | 2023 BD'000 | 2022 BD'000 |
|---|--------|------------------|------------------|
| OPERATING ACTIVITIES | | | |
| Profit for the year before tax | | 118,192 | 416,572 |
| <i>Adjustments to reconcile profit before tax to net cash flows:</i> | | | |
| Depreciation and amortisation | 4 | 133,885 | 126,695 |
| Provision for employees' end of service benefits | 15 (a) | 1,454 | 1,552 |
| Provision for slow moving inventories | 5 | 532 | 3,100 |
| Allowance for expected credit losses | 6 | 2,516 | 1,552 |
| Changes in fair value of derivative financial instruments | 17 | 1,114 | (85) |
| Interest income | 20 | (3,383) | (1,081) |
| Loss on disposal of property, plant and equipment | | 659 | 751 |
| Realised gain on settlement of cash flow hedge for interest rate swap (IRS) | 17 | (13,299) | (12,227) |
| Forex gain on revaluation of loans and borrowings and bank balances - net | | 2,171 | (17,887) |
| Finance costs | 22 | 62,230 | 33,003 |
| Operating profit before working capital changes | | 306,071 | 551,945 |
| Working capital changes: | | | |
| Inventories | | 8,947 | (60,117) |
| Trade and other receivables | | 8,680 | 73,992 |
| Trade and other payables | | 7,022 | (41,376) |
| Net cash generated from operations | | 330,720 | 524,444 |
| Employees' end of service benefits paid | 15 (a) | (1,212) | (1,855) |
| Income tax paid | | (835) | (998) |
| Net cash flows from operating activities | | 328,673 | 521,591 |
| INVESTING ACTIVITIES | | | |
| Acquisition of property, plant and equipment | | (132,527) | (109,182) |
| Proceeds from disposal of property, plant and equipment | | 129 | 820 |
| Interest received | | 3,585 | 824 |
| Net cash flows used in investing activities | | (128,813) | (107,538) |
| FINANCING ACTIVITIES | | | |
| Proceeds from loans and borrowings | 26 | 484,980 | 543,303 |
| Repayment of loans and borrowings | 26 | (549,352) | (808,167) |
| Interest on loans and borrowings and leases paid | | (43,329) | (31,150) |
| Transaction costs related to loans and borrowings | | - | (10,204) |
| Payment of lease liabilities | | (887) | (706) |
| Dividends paid | 12 | (140,150) | (120,439) |
| Settlement of derivatives | 17 | 13,299 | 12,227 |
| Purchase of treasury shares | | (7,796) | (10,153) |
| Proceeds from resale of treasury shares | | 8,003 | 9,598 |
| Net cash flows used in financing activities | | (235,232) | (415,691) |
| NET DECREASE IN CASH AND CASH EQUIVALENTS | | (35,372) | (1,638) |
| Cash and cash equivalents at 1 January | | 93,617 | 93,311 |
| Effect of movement in exchange rates on cash held | | 1,387 | 1,944 |
| CASH AND CASH EQUIVALENTS AT 31 DECEMBER | 7 | 59,632 | 93,617 |

Non-cash items:

- Remeasurement of loan to employees amounting to BD 1,146 thousand (2022: BD Nil) has been excluded from movement in trade and other receivables.
- Amortisation of deferred cost amounting to BD 17,439 thousand (2022: BD 4,229 thousand) has been excluded from the movement of finance cost paid.

The attached notes 1 to 30 form part of these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

1. CORPORATE INFORMATION

Aluminium Bahrain B.S.C. ("the Company") was incorporated as a Bahrain Joint Stock Company (closed) in the Kingdom of Bahrain and registered with the Ministry of Industry and Commerce (MOIC) under commercial registration (CR) number 999.

Subsequent to the Initial Public Offering ("IPO") on 23 November 2010, the Company became a Bahrain Public Joint Stock Company with a dual listing on the Bahrain Bourse (primary listing) as well as the Global Depository Receipts on the London Stock Exchange - Alternative Investment Market ("AIM"). The Company has its registered office at 150 Askar Road, Askar 951, Kingdom of Bahrain.

The Company's majority shareholder is Bahrain Mumtalakat Holding Company B.S.C. (c) ("Mumtalakat") which is also the ultimate parent, a company wholly owned by the Government of the Kingdom of Bahrain through the Ministry of Finance and National Economy, which holds 69.38% of the Company's share capital.

The Company is engaged in manufacturing and sale of aluminium and aluminium related products. The Company owns and operates a primary aluminium smelter and the related infrastructure in the Kingdom of Bahrain.

The Group comprises the Company and the following significant subsidiaries:

| Name | Country of incorporation | Effective ownership | | Principal activities |
|----------------------------|--------------------------------|---------------------|------|--|
| | | 2023 | 2022 | |
| Aluminium Bahrain US, Inc. | United States of America (USA) | 100% | 100% | Selling and distribution of aluminium throughout the South and North America |
| AlbaCap Insurance Limited | Guernsey | 100% | 100% | Captive insurance entity to insure risks of the Group |

During the year ended 31 December 2023, Alba Club W.L.L. registered under Commercial Registration No. 99789-1, is converted to branch under Aluminium Bahrain B.S.C. (Alba) Commercial Registration No. 999-1.

The Group also has representative branch offices in Kingdom of Bahrain, Zurich (Switzerland) and Singapore.

The consolidated financial statements of the Group were authorized for issue in accordance with a resolution of the Directors on 14 February 2024.

2. MATERIAL ACCOUNTING POLICIES

Basis of preparation

The consolidated financial statements are prepared on historical cost basis modified to include the measurement at fair value of derivative financial instruments.

Statement of compliance

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and in conformity with the Bahrain Commercial Companies Law.

Functional and presentation currency

The consolidated financial statements have been presented in Bahraini Dinars (BD), which is also the Company's functional currency. Unless otherwise stated, all financial information presented has been rounded off to the nearest thousand dinar.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31 December 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

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

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiaries begins when the Group obtains control over the subsidiaries and ceases when the Group loses control of the subsidiaries.

Assets, liabilities, income and expenses of a subsidiaries acquired or disposed of during the year are included in the consolidated statement of other comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiaries.

The financial statements of the subsidiaries are prepared for the same reporting period as the Group using consistent accounting policies. Adjustments are made to ensure the financial statements of the subsidiaries conform to the accounting policies of the Group.

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

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it: derecognises the related assets, liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

New and amended standards and interpretations

The accounting policies adopted in the preparation of these consolidated financial statements are consistent with those used in the previous year, except for certain amendments to standards adopted by the Group as of 1 January 2023. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

- **Definition of Accounting Estimates - Amendments to IAS 8:** The amendments to IAS 8 clarify the distinction between changes in accounting estimates, and changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates;
- **Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2:** The amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures;
- **Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12:** The amendments to IAS 12 Income Tax narrow the scope of the initial recognition exception, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities; and
- **International Tax Reform – Pillar Two Model Rules - Amendments to IAS 12:** The amendments clarify that IAS 12 applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two Model Rules published by the Organisation for Economic Cooperation and Development (OECD), including tax law that implements qualified domestic minimum top-up taxes. Such tax legislation, and the income taxes arising from it, are referred to as 'Pillar Two legislation' and 'Pillar Two income taxes', respectively.

The adoption of these standards and amendments did not have any effect on the Group's consolidated financial statements.

Standards and interpretations issued but not yet effective

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

- **Amendments to IAS 1:** Classification of Liabilities as Current or Non-current: In January 2020, the IASB issued amendments to IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments are effective for annual reporting periods beginning on or after 1 January 2024 and must be applied retrospectively;
- **Amendments to IFRS 16 – Lease Liability in a Sale and Leaseback:** In September 2022, the IASB issued amendments to IFRS 16 to specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. The amendments are effective for annual reporting periods beginning on or after 1 January 2024 and must be applied retrospectively; and
- **Amendments to IAS 7 and IFRS 7 – Disclosures - Supplier Finance Arrangements:** In May 2023, the IASB issued these amendments to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. The amendments will be effective for annual reporting periods beginning on or after 1 January 2024.

Management is currently assessing the impact of the above standards on the consolidated financial statements of the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Current versus non-current classification

The Group presents assets and liabilities in the consolidated statement of financial position based on current/non-current classification.

An asset is classified as current when it is:

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

The Group classifies all other assets as non-current.

A liability is classified as current when:

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

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Fair value measurement

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

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

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

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Financial instruments comprise of financial assets, financial liabilities and derivative financial instruments.

Financial assets comprise of FVTPL investments, loans and receivables, certain portion trade and other receivables, derivative financial instruments and bank balances. Financial liabilities comprise of import loans, certain portion of trade and other payables, lease liabilities and derivative financial instruments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Fair value measurement (continued)

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

Level 3 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Revenue from contracts with customers

The Group is in the business of manufacturing and selling aluminium in liquid form as well as in the form of billets, slabs and ingots. Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

The disclosures of significant accounting judgements relating to revenue from contracts with customers are provided in note 3.

The following specific recognition criteria must also be met before revenue is recognised:

Sale of goods

Revenue from sale of goods is recognised at the point in time when control is transferred to the customer, generally on delivery of the goods. The normal credit term is 30 to 90 days upon delivery. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration, the existence of significant financing components, noncash consideration and consideration payable to the customer (if any).

(i) Variable consideration

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

(ii) Significant financing component

Generally, the Group receives short-term advances from its customers. Using the practical expedient in IFRS 15, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Revenue from contracts with customers (continued)

Where the Group receives an advance from a customer in consideration for the sale of aluminium over a period exceeding 12 months, the transaction price for such contracts is discounted, using the rate that would be reflected in a separate financing transaction between the Group and its customers at contract inception, to take into consideration the significant financing component.

Interest income

Interest income is recorded using the effective interest rate (EIR) method, which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

Other income

Other income is recognised on an accrual basis when income is earned.

Taxes

Current income tax

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

Current income tax relating to items recognised directly in other comprehensive income or equity is recognised in other comprehensive income or equity and not in the consolidated statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences cannot be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Taxes (continued)

Deferred tax (continued)

In assessing the recoverability of deferred tax assets, the Group relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside consolidated statement of profit or loss is recognised outside consolidated statement of profit or loss. Deferred tax is recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxation authority and the same taxable entity.

Value added tax (VAT)

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

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

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

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period when they are incurred. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds.

Property, plant and equipment

Recognition and measurement

Property, plant and equipment is stated at cost, net of accumulated depreciation and/or accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repairs and maintenance costs are recognised in the consolidated statement of profit or loss as incurred.

Capital Spares

The Group capitalises the spare parts of machines that are high in value, critical to the plant operations and have a life equal to the life of the machine. These spare parts are depreciated over the life of the related machine.

Capital work-in-progress

The capital work-in-progress is stated at cost less any identified impairment loss and comprises expenditure incurred on the acquisition and installation of property, plant and equipment which is transferred to the appropriate category of asset and depreciated as and when assets are available for use. These include assets that are periodically refurbished.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Property, plant and equipment (continued)

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. If subsequent expenditure is related to a previously capitalised project, it is depreciated over the remaining useful life.

Depreciation

Depreciation is calculated on a straight line basis over the estimated useful lives of property, plant and equipment as follows:

| | |
|--------------------------------------|--------------|
| Freehold buildings | 3 - 45 years |
| Power generating plant | 3 - 40 years |
| Plant, machinery and other equipment | 3 - 30 years |
| Steel pot relining | 4 - 5 years |

Land and assets in the process of completion are not depreciated. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit or loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

| | |
|--------------------------------------|------------|
| Land and buildings | 3-45 years |
| Plant, machinery and other equipment | 3-30 years |

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment assessment using the policies discussed under "impairment of non-financial assets".

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Leases (continued)

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Inventories

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

| | |
|------------------------------------|--|
| Raw materials | Purchase cost on a weighted average basis. |
| Finished goods and work in process | Cost of direct materials, labour plus attributable overheads based on normal level of activity, but excluding borrowing costs, on weighted average basis |
| Spares | Purchase cost calculated on a weighted average basis after making due allowance for any obsolete items. |

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that non-financial asset (except inventories and deferred tax assets) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Impairment of non-financial assets (continued)

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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit or loss.

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade and other receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15. Refer to the accounting policies of revenue from contracts with customers.

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

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments);
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments);
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

i) Financial assets (continued)

Financial assets at amortised cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective 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.

Financial assets at amortised cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's financial assets at amortised cost include trade receivables (not subject to provisional pricing), other receivables, bank balances and short-term deposits.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognised in the consolidated statement of profit or loss.

The Group's financial asset carried at fair value through profit and loss cost include trade receivables (subject to provisional pricing).

Derecognition

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:
 - (a) the Group has transferred substantially all the risks and rewards of the asset, or
 - (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all of its debt instruments. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

i) Financial assets (continued)

ECLs are recognised in two stages. For credit exposures for which there have not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL).

For those credit exposures for which there have been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include loans and borrowings, lease liabilities and trade and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Trade and other payables

Liabilities for trade and other payables are carried at the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Group.

Loans and borrowings

In respect of interest bearing loans, after initial recognition, these are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit or loss. This category generally applies to interest-bearing loans.

Derecognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

iii) Offsetting of financial instruments

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

Derivative financial instruments and hedging activities

The Group uses derivative financial instruments, such as interest rate swaps and commodity futures, options and swap, to hedge its interest rate risks and commodity price risks, respectively.

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at their fair value. The fair value of a derivative is the equivalent to its prevailing market rates or is based on broker quotes. Derivatives with positive market values are disclosed as assets and derivatives with negative market values are disclosed as liabilities in the consolidated statement of financial position.

For the purpose of hedge accounting, hedges are classified as:

- Fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment
- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment
- Hedges of a net investment in a foreign operation

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

The Group's criteria for a derivative financial instrument to be accounted for as a hedge include:

- at the inception of the hedge there is formal documentation of the hedging relationship and the Group's risk management objective and strategy for undertaking the hedge. That documentation should include identification of the hedging instrument, the related hedged item or transaction, the nature of the risk being hedged, and how the Group will assess the hedging instrument's effectiveness in offsetting the exposure to changes in the hedged item's fair value or the hedged transaction's cash flows that is attributable to the hedged risk;
- the hedge is expected to be highly effective in achieving offsetting changes in fair value or cash flows attributable to the hedged risk, consistent with the originally documented risk management strategy for that particular hedging relationship;
- for cash flow hedges, a forecasted transaction that is the subject of the hedge must be highly probable and must present an exposure to variations in cash flows that could ultimately affect reported net profit or loss;
- the effectiveness of the hedge can be reliably measured, that is, the fair value or cash flows of the hedged item and the fair value of the hedging instrument can be reliably measured; and
- the hedge must be assessed on an ongoing basis and determined to have actually been highly effective throughout the financial reporting period.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Financial Instruments (continued)

Derivative financial instruments and hedging activities (continued)

Hedges that meet all the qualifying criteria for hedge accounting are accounted for, as described below:

The change in the fair value of a hedging instrument is recognised in the consolidated statement of profit or loss as other expense. The change in the fair value of the hedged item attributable to the risk hedged is recorded as part of the carrying value of the hedged item and is also recognised in the consolidated statement of profit or loss as other expense.

For fair value hedges relating to items carried at amortised cost, any adjustment to carrying value is amortised through profit or loss over the remaining term of the hedge using the EIR method. The EIR amortisation may begin as soon as an adjustment exists and no later than when the hedged item ceases to be adjusted for changes in its fair value attributable to the risk being hedged.

If the hedged item is derecognised, the unamortised fair value is recognised immediately in profit or loss.

The changes in fair values of derivative financial instruments that are designated, and qualify, as cash flow hedges and prove to be highly effective in relation to the hedged risk, are recognised as a separate component in equity as a cash flow hedge reserve. Unrealised gains or losses on any ineffective portion of cash flow hedging transactions are recognised in the consolidated statement of profit or loss.

The Group uses interest rate swap as hedges of its exposure to its interest rate on loans. The realised loss or gain arising on settlement of IRS at the time of interest payment relating to hedged portion of borrowings is transferred to consolidated statement of profit or loss from cash flow hedge reserve upon settlement.

If the hedged item is derecognised, the unamortised fair value is recognised immediately in profit or loss.

Discontinuation of hedge accounting

If the hedge no longer meets the criteria for hedge accounting or the hedge instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedge reserve remains in equity until it is reclassified to consolidated statement of profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedge cash flows are no longer expected to occur, then the amounts that have been accumulated in the hedging reserve and the cost of hedging reserve are immediately reclassified to the consolidated statement of profit or loss.

Employee benefits

For Bahraini nationals, the Group makes contributions to the Social Insurance Organisation (SIO). This is a funded defined contribution scheme and the Group's contributions are charged to the consolidated statement of profit or loss in the year to which they relate. The Group's obligations are limited to the amounts contributed to the Scheme.

For non-Bahraini employees, the Group provides for end of service benefits in accordance with the Bahrain Labour Law based on their salaries at the time of end of contract period of two years service. Provision for this unfunded commitment, which represents a defined benefit scheme, has been made by calculating the liability had all employees left at the reporting date.

Further, adequate provision is created for staff entitlements in accordance with the labour laws prevailing in the respective countries in which the subsidiaries operate.

Alba Savings Benefit Scheme

The Group operates a compulsory savings scheme for its Bahraini employees. The Group's obligations are limited to the amounts to be contributed to the scheme. This saving scheme represents a funded defined contribution scheme.

Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash in hand, bank balances and short term deposits with maturities of three months or less, excluding short term deposits pledged against short term borrowings as they are considered an integral part of the Group's cash management.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

2. MATERIAL ACCOUNTING POLICIES (continued)

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated statement of profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Treasury shares

Treasury shares are stated at acquisition cost and are shown as a deduction to equity. No gain or loss is recognised in the consolidated statement of profit or loss on the purchase, sale, issue or cancellation of the treasury shares. Gain or loss arising from the subsequent resale of treasury shares is included in the retained earnings in the consolidated statement of changes in equity. Net movement from repurchase and resales of treasury shares is booked under the treasury shares.

Foreign currencies

The Group's consolidated financial statements are presented in Bahraini Dinars (BD) which is also the Company's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and has elected to recycle to profit or loss the gain or loss that arises from using this method.

Transactions and balances

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange at the reporting date.

All differences arising on settlement or translation of monetary items are taken to the profit or loss.

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

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into BD at the rate of exchange prevailing at the reporting date and their statements of income are translated at the weighted average exchange rates for the year. The exchange differences arising on the translation for consolidation are recognised in other comprehensive income. On disposal of a foreign operation, the component recognised in the consolidated statement of changes in equity relating to that particular foreign operation is recognised in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

3. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires the Board of Directors to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgements

In the process of applying the Group's accounting policies, the Board of Directors has made the following judgments, which have the most significant effect on the amounts recognised in the consolidated financial statements:

Going concern

The Group's Board of Directors has made an assessment of the Group's ability to continue as a going concern and is satisfied that the Group has the resources to continue in business for the foreseeable future. Furthermore, the Board of Directors is not aware of any material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the consolidated financial statements continue to be prepared on the going concern basis.

Determining the lease term of contracts with renewal and termination options – the Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has entered into commercial leases in respect of plots of land on which its plants, buildings and staff accommodation are located. The Group's lease contracts include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

Revenue from contracts with customers

The Group applies the judgements in determination of effects of variable consideration that could significantly affect the determination of the amount and timing of revenue from contracts with customers.

The Group determined that the expected value method is the appropriate method to use in estimating the variable consideration for the sale of goods, given the large number of customer contracts that have similar characteristics. The selected method that better predicts the amount of variable consideration was primarily driven by the number of volume thresholds contained in the contract. During the year ended 31 December 2023, the Group has not entered into any contract for sales of goods that include volume discount.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Useful lives of property, plant and equipment

The Group's Board of Directors determines the estimated useful lives of its property, plant and equipment for calculating depreciation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation charge would be adjusted where the management believes the useful lives differ from previous estimates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

3. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Estimates and assumptions (continued)

Impairment of property, plant and equipment and right of use assets

The Group assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is higher of an asset's or cash-generating unit's (CGU) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Key assumptions used in value in use calculations

The calculation of value in use is most sensitive to the following assumptions:

- Estimated use of the plant by annual MT of finished goods produced;
- LME prices and premium;
- Amount and timing of revenue relating to capacity of the plant and inflation rate used to extrapolate cash flows;
- Capital expenditure;
- Discount rate;
- Growth rate; and
- Terminal value of property, plant and equipment.

Sensitivity to changes in assumptions

With regard to the assessment of value in use, management believes that reasonably possible changes in the weighted average cost of capital would cause a material change to the recoverable amount. An increase in weighted average cost of capital by 7.02% (702 basis point) (31 December 2022: 13.80% (1380 basis point)) (with all other variables remain unchanged) throughout the forecast period could result in the recoverable amount of the CGU to be lower than its carrying value.

Similarly, an increase in alumina index by 6.02% (31 December 2022: 9.65%) (with all other variables remain unchanged) throughout the forecast period and a reduction in LME price by USD 502/MT (31 December 2022: USD 810/MT) (with all other variables remain unchanged) throughout the forecast period could result in the recoverable amount of the CGU to be lower than its carrying value.

Although the LME price assumption has decreased slightly compared to the previous year, however, the net carrying value of CGU is greater than its recoverable amount even with the assumption of premium considered zero (31 December 2022: zero) (with all other variables remain unchanged) throughout the forecast period. The sensitivity to changes in assumptions will not impact the net carrying value of CGU for the year ended 31 December 2023.

Allowance for expected credit losses of trade receivables

The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by customer types).

The provision matrix is initially based on the Group's historical observed loss rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e. Gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the consumer sector, the historical loss rates are adjusted. At every reporting date, the historical observed loss rates are updated and changes in the forward-looking estimates are analysed.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

3. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Estimates and assumptions (continued)

Allowance for expected credit losses of trade receivables (continued)

The assessment of the correlation between historical observed loss rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual loss in the future.

At 31 December 2023, gross trade and other receivables were BD 240,503 thousand (2022: BD 249,217 thousand), and the allowance for impairment was BD 11,277 thousand (2022: BD 8,761 thousand). Any difference between the amounts actually collected in future periods and the amounts expected will be recognised in the consolidated statement of comprehensive income.

Impairment of inventories

Inventories are held at the lower of cost and net realisable value. When inventories of spares become old or obsolete or if their selling prices have declined, an estimate is made of their net realisable values. For individually significant amounts this estimation is performed on an individual basis. Amounts which are not individually significant, but which are old or obsolete, are assessed collectively and a provision applied according to the inventory type and the degree of ageing or obsolescence, based on anticipated realisable value.

At 31 December 2023, gross inventories were BD 354,549 thousand (2022: BD 364,186 thousand) with provisions for slow moving spares of BD 4,752 thousand (2022: BD 4,910 thousand). Any difference between the amounts actually realised in future periods and the amounts expected will be recognised in the consolidated statement of comprehensive income.

Deferred taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies.

Leases - estimating the incremental borrowing rate

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

Provisional pricing adjustments

Adjustments to sale price occur based on the movements in market prices from the date of sale to the end of the period agreed with the customer. The period can range between 1-2 months. Estimates are made on likely price adjustments using available market rates of underlying commodity price benchmarks. Actual results are determined on the date of price confirmation with the customers.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

4. PROPERTY, PLANT AND EQUIPMENT

| | Land and buildings BD '000 | Power generating plant BD '000 | Plant, machinery and other equipment BD '000 | Assets in process of completion BD '000 | Total BD '000 |
|--|-------------------------------|-----------------------------------|---|--|------------------|
| Cost: | | | | | |
| At 1 January 2023 | 669,585 | 811,489 | 2,010,886 | 120,445 | 3,612,405 |
| Additions | 1,571 | 67 | 18,309 | 116,611 | 136,558 |
| Transfers | 4,535 | 2,943 | 62,590 | (70,068) | - |
| Written off | (58) | (51) | (1,133) | (112) | (1,354) |
| Disposal | (10) | (637) | (9,072) | - | (9,719) |
| Reclassification* | 22,060 | (13,688) | (8,372) | - | - |
| At 31 December 2023 | 697,683 | 800,123 | 2,073,208 | 166,876 | 3,737,890 |
| Depreciation and amortisation: | | | | | |
| At 1 January 2023 | 169,627 | 376,564 | 1,169,068 | - | 1,715,259 |
| Charge for the year | 16,243 | 26,665 | 90,977 | - | 133,885 |
| Relating to written off assets | (35) | (21) | (967) | - | (1,023) |
| Relating to disposals | (7) | (465) | (8,790) | - | (9,262) |
| Reclassification* | 1,716 | (1,065) | (651) | - | - |
| At 31 December 2023 | 187,544 | 401,678 | 1,249,637 | - | 1,838,859 |
| Net carrying value: At 31 December 2023 | 510,139 | 398,445 | 823,571 | 166,876 | 1,899,031 |

| | Land and buildings BD '000 | Power generating plant BD '000 | Plant, machinery and other equipment BD '000 | Assets in process of completion BD '000 | Total BD '000 |
|--|-------------------------------|-----------------------------------|---|--|------------------|
| Cost: | | | | | |
| At 1 January 2022 | 508,820 | 798,472 | 2,127,837 | 74,962 | 3,510,091 |
| Additions | 4,166 | 2,473 | 5,669 | 98,132 | 110,440 |
| Transfers | 13,577 | 13,612 | 25,460 | (52,649) | - |
| Written off | - | - | (3,158) | - | (3,158) |
| Disposals | (2,143) | (248) | (2,577) | - | (4,968) |
| Reclassification* | 145,165 | (2,820) | (142,345) | - | - |
| At 31 December 2022 | 669,585 | 811,489 | 2,010,886 | 120,445 | 3,612,405 |
| Depreciation and amortisation: | | | | | |
| At 1 January 2022 | 160,061 | 350,163 | 1,084,893 | - | 1,595,117 |
| Charge for the year | 15,816 | 25,754 | 85,125 | - | 126,695 |
| Relating to written off assets | - | - | (2,407) | - | (2,407) |
| Relating to disposals | (1,420) | (197) | (2,529) | - | (4,146) |
| Reclassification* | (4,830) | 844 | 3,986 | - | - |
| At 31 December 2022 | 169,627 | 376,564 | 1,169,068 | - | 1,715,259 |
| Net carrying value: At 31 December 2022 | 499,958 | 434,925 | 841,818 | 120,445 | 1,897,146 |

* Property, plant and equipment reclassified under same captions with no impact on depreciation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

4. PROPERTY, PLANT AND EQUIPMENT (continued)

Land and buildings

Land and buildings include freehold land at a cost of BD 453 thousand as at 31 December 2023 (2022: BD 453 thousand).

Right-of-use assets

As at 31 December 2023, the net carrying value of land and buildings include right-of-use assets of BD 4,246 thousand (2022: BD 4,178 thousand) and amortisation of BD 176 thousand (2022: BD 176 thousand).

As at 31 December 2023, the net carrying value of plant, machinery and other equipment include right-of-use assets of BD 3,493 thousand (2022: BD 587 thousand) and amortisation of BD 881 thousand (2022: BD 711 thousand).

The Group is using land leased from the Government of Bahrain for the operations of lines 3, 4, 5 and land leased from BAPCO Refining B.S.C. (c) (BAPCO) for its calciner operations. These leases are free of rent. The land used for Line 6 is also leased from the Government of Bahrain for 25 years effective 1 July 2014. The rate is subject to change every five years based on the circular issued by the Government. This lease has been presented as part of a right-of-use asset - property, plant and equipment.

Assets in process of completion

This mainly includes Power Station 5 (PS5) Block 4 relating to combined cycle power plant and an expansion of the existing PS5 and hot gas path project.

Capitalised borrowing cost

The construction of power generation facility PS5 project is expected to be completed in January 2025. The carrying amount of the PS5 project at 31 December 2023 included under assets in process of completion was BD 80,962 thousand (2022: BD 37,630). The project is financed by a syndicated term loan facility and short term loan. The amount of borrowing costs capitalised during the year ended 31 December 2023 was BD 3,054 thousand (2022: BD nil). The rate used to determine the amount of borrowing costs eligible for capitalisation was 5.65% which is the Effective Interest Rate (EIR) of the specific borrowing.

Depreciation and amortisation

The depreciation and amortisation charge has been included in the consolidated statement of profit or loss (note 21) as follows:

| | 2023 BD'000 | 2022 BD'000 |
|-------------------------------------|----------------|----------------|
| Cost of revenue | 131,771 | 124,049 |
| General and administrative expenses | 2,083 | 2,621 |
| Selling and distribution expenses | 31 | 25 |
| | 133,885 | 126,695 |

5. INVENTORIES

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Raw materials | 57,507 | 65,955 |
| Work-in-process | 91,422 | 109,492 |
| Goods in transit | 53,053 | 50,237 |
| Finished goods | 111,277 | 99,701 |
| Spares (net of provision of BD 4,752 thousand (2022: BD 4,910 thousand)) | 36,538 | 33,891 |
| Total inventories at the lower of cost and net realisable value | 349,797 | 359,276 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

5. INVENTORIES (continued)

Set out below is the movement in the provision for slow moving inventories:

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| At 1 January | 4,910 | 1,810 |
| Charged for the year in cost of revenue | 532 | 3,100 |
| Write off during the year | (690) | - |
| At 31 December | 4,752 | 4,910 |

6. TRADE AND OTHER RECEIVABLES

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Trade receivables - others [net of allowance for ECL of BD 4,218 thousand (2022: BD 1,846 thousand)] (note 26) | 176,615 | 186,155 |
| Trade receivables (subject to provisional pricing) - fair value (note 27) | 18,940 | 25,649 |
| Trade receivables - related parties [net of allowance for ECL of BD Nil (2022: Nil)] (note 25) | 6,566 | 6,396 |
| | 202,121 | 218,200 |
| Advances to suppliers | 5,519 | 287 |
| Prepayments | 1,884 | 1,393 |
| Other receivables [net of allowance for ECL of BD 819 thousand (2022: BD 118 thousand)] | 3,984 | 7,250 |
| Other receivables - related parties [net of allowance for expected credit losses of BD 6,240 thousand (2022: BD 6,797 thousand)] (i) | 2,674 | 3,473 |
| VAT receivable | 14,928 | 11,246 |
| | 231,110 | 241,849 |
| Less: Non-current portion | (5,422) | (7,619) |
| | 225,688 | 234,230 |

Set out below are the movements in the allowances for expected credit losses of trade receivables and other receivables:

| | <i>Trade receivables</i> | | <i>Other receivables</i> | |
|---|--------------------------|----------------|--------------------------|----------------|
| | 2023 BD'000 | 2022 BD'000 | 2023 BD'000 | 2022 BD'000 |
| At 1 January | 1,846 | 8,251 | 6,915 | 118 |
| Transfer of provision of trade receivables to Other receivables | - | (7,944) | - | 7,944 |
| Reversal / write off of other receivables | - | - | (557) | (1,147) |
| Provision during the year | 2,372 | 1,552 | 701 | - |
| Write off against provision | - | (13) | - | - |
| At 31 December | 4,218 | 1,846 | 7,059 | 6,915 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

6. TRADE AND OTHER RECEIVABLES (continued)

During 2022, the Group had transferred the old trade receivable from a related party based on the restructuring plan approved by the Court, to other receivables along with the associated provision.

- (i) As part of restructuring plan, the existing receivable have been restructured to (i) Interest free debt of BD 2,127 thousand, (ii) Interest bearing debt of BD 6,270 thousand and (iii) subordinate debt of BD 3,020 thousand with a semi-annual repayment schedule up to 31 December 2033, commenced from 31 December 2022.

For the interest bearing debt, the interest rate will be calculated based on screen rate along with Credit Adjustment Spread (CAS) plus margin of 2% per annum on the outstanding amount. If the related party fails to pay any amount payable by it as per restructuring plan, the interest will be calculated at a rate of Screen Rate along with CAS plus margin of 3% per annum on the overdue instalment for the period starting 1 month from the payment due date until the date of full payment of the overdue instalment.

The Group has a gross amount of other receivable from a related party of BD 8,914 thousand (2022: BD 10,270 thousand) against which the Group is carrying a provision of BD 6,240 thousand (2022: BD 6,797 thousand).

7. CASH AND CASH EQUIVALENTS

| | 2023 BD'000 | 2022 BD'000 |
|----------------------------------|----------------|----------------|
| Cash at banks (i): | | |
| - Current accounts | 33,574 | 25,786 |
| - Call accounts (ii) | 23,105 | 32,986 |
| - Short-term deposits (iii) | 2,919 | 34,793 |
| Cash in hand | 34 | 52 |
| Cash and cash equivalents | 59,632 | 93,617 |

- (i) Cash at banks are held with financial institutions in the Kingdom of Bahrain, Hong Kong, Switzerland and Singapore. These balances are denominated in Bahraini Dinars, US Dollars, Euros, Hong Kong Dollars, Swiss Franc and Singapore Dollars.
- (ii) The call accounts earn interest and the effective interest rate as of 31 December 2023 is 0.1% to 5.07% (2022: 0.1% to 3.5%).
- (iii) Short-term deposits are placed with commercial banks in the Kingdom of Bahrain. The deposits have an original maturity of less than three months. The deposits are denominated in US Dollars and Euros and earn interest at 5.59% and 3.16% per annum respectively (2022: 5.68% and 1.7% per annum).

8. SHARE CAPITAL

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Authorised shares 2,000,000,000 shares of 100 fils each (2022: 2,000,000,000 shares of 100 fils each) | 200,000 | 200,000 |
| Issued and fully paid 1,420,000,000 shares of 100 fils each (2022: 1,420,000,000 shares of 100 fils each) | 142,000 | 142,000 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

8. SHARE CAPITAL (continued)

i) The distribution of shareholdings (excluding treasury shares) is as follows:

| Categories | 2023 | | | 2022 | | |
|-------------------------|------------------|------------------------|--------------------------------------|------------------|------------------------|--------------------------------------|
| | Number of shares | Number of shareholders | % of total outstanding share capital | Number of shares | Number of shareholders | % of total outstanding share capital |
| Less than 1% | 123,472,034 | 2,863 | 8.72% | 86,024,079 | 2,864 | 6.08% |
| 1% up to less than 5% | 14,175,966 | 1 | 1% | 51,448,921 | 2 | 3.63% |
| 5% up to less than 20% | - | - | - | - | - | - |
| 20% up to less than 50% | 292,804,000 | 1 | 20.68% | 292,804,000 | 1 | 20.69% |
| 50% and above | 985,196,000 | 1 | 69.60% | 985,196,000 | 1 | 69.60% |
| | 1,415,648,000 | 2,866 | 100% | 1,415,473,000 | 2,868 | 100% |

- ii) The Company has only one class of equity shares and the holders of these shares have equal voting rights.
- iii) There are no shares owned by the directors of the Company as at 31 December 2023 (2022: 1,281,000 shares).
- iv) As at 31 December 2023, Bahrain Mumtalakat Holding Company B.S.C. (c) held 69.38% (31 December 2022: 69.38%) of the total share capital of the Company.
- v) As at 31 December 2023, Sabic Industrial Investment Co. held 20.62% (31 December 2022: 20.62%) of the total share capital of the Company.

9. TREASURY SHARES

| | 2023 | | 2022 | |
|-----------------|------------------|---------|------------------|---------|
| | Number of shares | BD '000 | Number of shares | BD '000 |
| Treasury shares | 4,352,000 | 4,591 | 4,527,000 | 4,831 |

- i) Included in treasury shares are 697,000 shares (2022: 697,000) that were an excess in the Employees' Stock Incentive Plan [note 15 (c)].
- ii) The Board of Directors authorised the Company to purchase its own shares for a total cost amounting to BD 10,000 thousand (2022: BD 10,000 thousand).

10. STATUTORY RESERVE

As required by the Bahrain Commercial Companies Law and the Company's articles of association, 10% of the profit for the year is to be transferred to statutory reserve every year. The Company may resolve to discontinue such annual transfers when the reserve totals 50% of the issued and paid-up share capital. The Company discontinued further transfer of profit to statutory reserve as the reserve equals 50% of the paid-up capital of the Company.

The statutory reserve may not be distributed among shareholders, but may be used to guarantee the distribution of profits among shareholders of not more than five percent (5%) of the paid-up capital in the years when the company's profits do not allow payment of profits of this percentage.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

11. CAPITAL RESERVE

This reserve was created from the surplus on disposal of property, plant and equipment in prior years. This reserve is distributable subject to the approval of the shareholders.

12. DIVIDEND

At the Annual General Meeting held on 26 February 2023, the Company's shareholders approved the final dividend of BD 0.0857 per share, excluding treasury shares, totaling to BD 121,345,267 for the year ended 31 December 2022 which has been fully paid during the year (31 December 2022: final dividend of BD 0.05314 per share, excluding treasury shares, totaling BD 75,316,440 for the year ended 31 December 2021 and interim dividend of BD 0.03188 per share, excluding treasury shares, totaling BD 45,122,697 for the year ended 31 December 2022 approved and paid during the year).

The Board of Directors of Aluminium Bahrain B.S.C at the meeting held on 9 August 2023 approved to pay an interim dividend of BD 0.01328 per share excluding treasury shares amounting to BD 18,801,617. Based on the outstanding shares at the 'Record Date' of 17 August 2023, a total of BD 18,805,356 has been paid as of 31 December 2023.

The Board of Directors of Aluminium Bahrain B.S.C at the meeting held on 14 February 2024 recommended a final dividend of BD 0.01590 per share excluding treasury shares amounting to BD 22,508,803. Final dividend payment would be based on outstanding shares at record date. The final dividend is subject to the approval of the Company's shareholders at the Annual General Meeting to be held on 7 March 2024.

13. LOANS AND BORROWINGS

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| <i>Unsecured loans and borrowings</i> | | |
| Line 6 Refinancing Term Loan Facility (i) | 318,727 | 351,560 |
| Line 6 Euro SERV Loan (ii) | - | 87,510 |
| Line 6 USD SERV Loan (ii) | 72,268 | 81,920 |
| Line 6 Hermes 1 Covered Facility (iii) | - | 11,216 |
| Line 6 Hermes 2 Covered Facility (iv) | 10,826 | 12,287 |
| Line 6 BPAI Covered Facility (v) | 6,260 | 32,993 |
| Line 6 EDC Covered Facility (vi) | 25,322 | 30,386 |
| Sinosure USD ECA Facility (vii) | 31,207 | 3,303 |
| Working capital revolving credit (viii) | 149,673 | 63,920 |
| Total loans and borrowings | 614,283 | 675,095 |
| Less: unamortised transaction costs | (20,899) | (34,341) |
| Less: Deferred cost of IRS | (7,546) | (11,541) |
| Net loans and borrowings | 585,838 | 629,213 |
| | 2023 BD'000 | 2022 BD'000 |
| Current | 202,654 | 124,115 |
| Non-current | 383,184 | 505,098 |
| | 585,838 | 629,213 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

13. LOANS AND BORROWINGS (continued)

(i) Line 6 Refinancing Term Loan Facility

On 26 April 2022, the Group entered into a term loan agreement with a syndicate of financial institutions for BD 469.05 million (USD 1,247.48 million) comprising two tranches; BD 202.09 million (USD 537.475 million) as a conventional credit facility and BD 266.96 million (USD 710 million) as an Islamic Ijara facility. Gulf International Bank B.S.C. is the global facility agent and investment agent for this facility. This loan was utilized to repay all amounts borrowed by the Group under the old term loan facility. The loan is repayable in sixteen semi-annual instalments starting from October 2022. The new term loan facility carries interest linked to secured overnight financing rate (SOFR).

(ii) Euro and USD Serv loan

On 25 April 2017, the Group entered into an Export Credit Financing (SERV-covered facilities) with a syndicate of financial institutions for Euro 314 million and USD 310 million. Commerzbank Finance & Covered Bond S.A. is the agent for this facility. This loan was obtained to finance capital expenditure requirements for Line 6 Expansion Project. The loan is repayable in twenty-four semi-annual instalments started from December 2019. Euro SERV loan and USD SERV loan carry interest at EURIBOR plus 0.65% (2022: EURIBOR plus 0.65%) and SOFR plus 0.90% (2022: SOFR plus 0.90%) respectively. During current year, the Group has fully repaid the Euro SERV loan.

(iii) Line 6 Hermes 1 Covered Facility

On 30 April 2017, the Group entered into an Export Credit Financing (Euler Hermes covered facilities) with Citibank N.A London for Euro 50 million. Commerzbank Finance & Covered Bond S.A. is the agent for this facility. This loan was obtained to finance capital expenditure requirements for Line 6 Expansion Project. The loan was repayable in twenty-four semi-annual instalments which started from October 2019. Hermes 1 Covered Facility carried interest at EURIBOR plus 0.55% (2022: EURIBOR plus 0.55%). During the current year, the Group has fully repaid the loan.

(iv) Line 6 Hermes 2 Covered Facility

On 24 October 2017, the Group entered into an Export Credit Financing (Euler Hermes covered facilities) with Commerzbank for Euro 47 million. Commerzbank Finance & Covered Bond S.A. is the agent for this facility. This loan was obtained to finance capital expenditure requirements for Line 6 Expansion Project. The loan is repayable in twenty semi-annual instalments which started from July 2019. Hermes 2 Covered Facility carries interest at EURIBOR plus 0.55% (2022: EURIBOR plus 0.55%).

(v) Line 6 BPAI Covered Facility

On 2 January 2018, the Group entered into an Export Credit Financing agreement amounting to Euro 156 million. Standard Chartered Bank is the agent for this facility and the lenders are Citibank N.A London, Credit Agricole Corporate Investment Bank and Standard Chartered Bank. This loan was obtained to finance capital expenditure requirements for Line 6 Expansion Project. The loan is repayable in twenty semi-annual instalments which started from July 2019. BPAI Covered Facility carries interest at EURIBOR plus 0.60% (2022: EURIBOR plus 0.60%).

(vi) Line 6 EDC Covered Facility

On 17 October 2018, the Group entered into an Export Credit Financing with Citibank N.A., Canadian branch for USD 136 million. Citibank N.A. is the agent for this facility. This loan was obtained to finance capital expenditure requirements for Line 6 Expansion Project. The loan is repayable in twenty semi-annual instalments which started from October 2019. EDC Covered Facility carries interest at SOFR plus 0.725% (2022: SOFR plus 0.725%).

(vii) Sinasure USD ECA Facility

On 10 August 2022, the Group entered into an Export Credit Financing agreement amounting to USD 225 million. BNP PARIBAS S.A. is the agent for this facility and the lenders are BNP Paribas S.A., HSBC Bank Middle East Limited and Citibank, N.A.. This loan was obtained to finance capital expenditure requirements for Power Station 5 block 4 Project. The loan is repayable in twenty four semi-annual instalments which will start from December 2025. Sinasure Covered Facility carries interest at SOFR plus 1.35% (2022: SOFR plus 1.35%). During the year, Group has further availed USD 74.2 million from this facility.

(viii) Working capital revolving credit

The working capital revolving credit facilities are subject to periodic renewal and repricing. The working capital revolving facilities allow the Group to issue promissory notes for up to 12 month terms. It is the Group's policy to maintain the current level of borrowings under these facilities by issuing new promissory notes in place of maturing notes. Working capital revolving credit carries interest at rates ranging from (0.7% to 0.9%) plus SOFR (2022: (0.9% to 1.2%) plus SOFR). The Group has availed USD 228 million during the year ended 31 December 2023 from these facilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

14. LEASES

The Group as a lessee

The Group leases industrial land, vehicles and apartments. The leases typically run for a period ranging from 5 years to 25 years, with an option to renew the lease after that date except for vehicles, where there are no renewable options. Lease payments are renegotiated every 5 years for industrial land to reflect market rentals whereas lease rentals for apartments and vehicles are fixed with no escalation clauses. For certain leases, the Group is restricted from entering into any sub-lease arrangements.

Right-of-use assets

Right-of-use assets related to leased properties that do not meet the definition of investment property are presented as property, plant and equipment. Set out below are the movements in right-of-use assets during the year:

| | Land and buildings BD'000 | Plant, machinery and other equipment BD'000 | Total BD'000 |
|----------------------------------|------------------------------|--|-----------------|
| 2023 | | | |
| As at 1 January | 4,178 | 587 | 4,765 |
| Depreciation charge for the year | (176) | (881) | (1,057) |
| Additions | 244 | 3,787 | 4,031 |
| As at 31 December | 4,246 | 3,493 | 7,739 |

| | Land and buildings BD'000 | Plant, machinery and other equipment BD'000 | Total BD'000 |
|----------------------------------|------------------------------|--|-----------------|
| 2022 | | | |
| As at 1 January | 4,354 | 775 | 5,129 |
| Depreciation charge for the year | (176) | (711) | (887) |
| Additions | - | 523 | 523 |
| As at 31 December | 4,178 | 587 | 4,765 |

Lease liabilities

Set out below are the carrying amounts of lease liabilities and the movements during the year:

| | 2023 BD'000 | 2022 BD'000 |
|-----------------------|----------------|----------------|
| As at 1 January | 5,367 | 5,550 |
| Additions | 4,031 | 523 |
| Payments | (1,178) | (894) |
| Accretion of interest | 291 | 188 |
| | 8,511 | 5,367 |

The Group had total cash outflows for leases of BD 1,178 thousand in 2023 (2022: BD 894 thousand). The Group also had non-cash additions to right-of-use assets and lease liabilities of BD 4,031 thousand (2022: BD 523 thousand).

| | 2023 BD'000 | 2022 BD'000 |
|---------------------|----------------|----------------|
| Non-current portion | 7,607 | 4,752 |
| Current portion | 904 | 615 |
| | 8,511 | 5,367 |

Effective interest on lease liabilities ranges from 1.99% to 6.00% (2022: 1.99% to 6.00%).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

14. LEASES (continued)

The following are the amounts recognised in the consolidated statement of profit or loss:

| | 2023 BD'000 | 2022 BD'000 |
|-------------------|----------------|----------------|
| Interest expense | 291 | 188 |
| Depreciation | 1,057 | 887 |
| Short-term leases | 945 | 938 |
| | 2,293 | 2,013 |

15. EMPLOYEE BENEFITS

(a) Defined benefit scheme - leaving indemnity

The movements in the provision recognised in the consolidated statement of financial position are as follows:

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| Provision as at 1 January | 1,401 | 1,704 |
| Provided during the year (note 21.2) | 1,454 | 1,552 |
| Employees' end of service benefits paid | (1,212) | (1,855) |
| Provision as at 31 December | 1,643 | 1,401 |

(b) Defined contribution schemes

The movements in liabilities recognised in the consolidated statement of financial position are as follows:

| | Alba Savings Benefit Scheme | | Social Insurance Organisation | |
|---|-----------------------------|----------------|-------------------------------|----------------|
| | 2023 BD'000 | 2022 BD'000 | 2023 BD'000 | 2022 BD'000 |
| Provision as at 1 January | 2,442 | 1,858 | 704 | 902 |
| Expense recognised in the consolidated statement of profit and loss (note 21.2) | 5,848 | 5,549 | 8,936 | 7,528 |
| Contributions paid | (3,852) | (4,965) | (9,127) | (7,726) |
| Provision as at 31 December (note 16) | 4,438 | 2,442 | 513 | 704 |

(c) Employees' Stock Incentive Plan

In accordance with an Employees' Stock Incentive Plan approved by the Board of Directors, the Group purchased 3,000,000 of its shares to be allocated to all of its employees on the Group's payroll as of 1 December 2010. The Group allocated 1,000 shares each to its 2,714 employees as of 1 December 2010 and these shares vested after a period of three years. In 2015, the shares allocated to the employees had been fully vested and the excess of 697,000 shares is held as Treasury Shares as of 31 December 2023 (2022: 697,000 shares).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

16. TRADE AND OTHER PAYABLES

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| Trade payables - related parties (note 25) | 22,102 | 21,231 |
| Trade payables - others | 81,558 | 79,985 |
| | 103,660 | 101,216 |
| Employee related accruals (i) | 31,617 | 33,821 |
| Accrued expenses | 25,777 | 16,846 |
| Alba Savings Benefit Scheme [note 15 (b)] | 4,438 | 2,442 |
| Social Insurance Organisation [note 15 (b)] | 513 | 704 |
| Advances from customers | 1,224 | 3,716 |
| | 167,229 | 158,745 |

i) Employee related accruals include accruals for wages and salaries, bonus, sick leave and annual leave.

17. DERIVATIVE FINANCIAL INSTRUMENTS

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| <i>Classified in the consolidated statement of financial position as follows:</i> | | |
| - Positive fair values - assets arising from IRS | (13,901) | (25,209) |
| Less: Non-current portion | 8,526 | 18,095 |
| | (5,375) | (7,114) |
| - Positive fair values - assets current portion arising from commodity derivatives | - | (6) |
| | (5,375) | (7,120) |
| - Negative fair values - liabilities current portion arising from commodity derivatives | 1,108 | - |
| <i>Recognised in consolidated statements of profit or loss and other comprehensive income:</i> | | |
| Changes in fair value of derivative financial instruments related to: | | |
| - Commodity derivatives (FVTPL) recognised in consolidated statement of profit or loss (iii) | (1,114) | 85 |
| - Interest rate swap cashflow hedge (i) | 1,991 | 36,492 |
| - Realised gain on settlement of IRS (ii) | 13,299 | 12,227 |

(i) This represent the difference between the Mark-to-Market (MTM) value of IRS as at 31 December 2023 and 31 December 2022.

The Group does not engage in proprietary trading activities in derivatives. However, the Group enters into derivative transactions under its risk management guidelines and holds derivative financial instruments, such as interest rate swaps to hedge its interest rate risks and commodity futures and forward swaps to meet customer pricing requirement.

(ii) Interest rate swaps

On 22 February 2023, the Group entered into new amortising interest rate swap contract with National Bank of Bahrain B.S.C., to hedge USD floating interest rate (SOFR) cash flows attributable to term loan, for the notional amount of BD 175,780 thousand out of total refinancing amount of BD 351,560 thousand. Derivative contract expires on 29 April 2030.

The Group has designated this derivative as cash flow hedging instrument and it qualifies for hedge accounting under IFRS 9 and consequently effective portion of the gains or losses resulting from the re-measurement of fair value of derivative are recognised in the consolidated statement of comprehensive income as other comprehensive income (loss).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

17 . DERIVATIVE FINANCIAL INSTRUMENTS (continued)

(ii) Interest rate swaps (continued)

There is an economic relationship between the hedged item and the hedging instrument as the terms of the interest rate swap match the terms of the variable rate loan (i.e., notional amount, maturity, payment and reset dates). The Group has established a hedge ratio of 2:1 for the hedging relationships as the underlying risk of the interest rate swap is identical to the hedged risk component. To test the hedge effectiveness, the Group uses the hypothetical derivative method and compares the changes in the fair value of the hedging instrument against the changes in fair value of the hedged item attributable to the hedged risk.

The hedge ineffectiveness can arise from:

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

The amortised notional amount outstanding as at 31 December 2023 was BD 159,363 thousand (31 December 2022: BD 232,180 thousand) over the term of the contract.

During the year ended 31 December 2023, certain interest rate swap contract designated as cash flow hedging instrument related to term loan facility has been settled and related realised cumulative fair value gain of BD 13,299 thousand, was reclassified to consolidated statement of profit or loss, from cash flow hedge reserve.

On 28 April 2022, the previous interest rate swap contract designated as cash flow hedging instrument related to old term loan facility has been reclassified to trading instrument and related cumulative fair value gain of BD 14,410 thousand, was reclassified to consolidated statement of profit or loss, from cash flow hedge reserve. The net gain amounting to BD 12,590 thousand as at 26 May 2022 from the old derivative financial instruments is recognised as deferred cost which will be adjusted with cash settlement over the term of new interest rate swap contract.

In addition, this includes realised loss of BD 2,183 thousand arising on settlement of IRS at the time of interest payment relating to hedged portion of borrowings during the year ended 31 December 2022.

In the periods during which interest expense relating to hedge borrowings is recognised or paid, the realised gain or loss is reclassified from cash flow hedge reserve to consolidated statement of profit or loss as a reclassification adjustment upon settlement of IRS.

The table below summarises the maturities of the Group's interest rate swap contract at 31 December, based on notional amount:

| | Less than 6 months BD '000 | 6 to 12 months BD '000 | 1 to 5 years BD '000 | Over 5 years BD '000 | Total BD '000 |
|-----------------|-------------------------------|---------------------------|-------------------------|-------------------------|------------------|
| 2023 | | | | | |
| Notional amount | 8,208 | 8,208 | 65,667 | 77,280 | 159,363 |
| 2022 | | | | | |
| Notional amount | 64,608 | 8,208 | 65,667 | 93,697 | 232,180 |

(iii) Commodity derivatives

These derivatives are entered into to reduce the price risk on behalf of its customers. These are initially measured at fair value and do not qualify for hedge accounting. Subsequent to initial recognition, these derivatives are measured at fair value, and the changes therein are recognised in the consolidated statement of profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

17 . DERIVATIVE FINANCIAL INSTRUMENTS (continued)

(iii) Commodity derivatives (continued)

During the year, the Group entered into commodity futures and forward swap contracts to reduce the price risk on behalf of its customers for 110,500 metric tonnes (2022: 31,600 metric tonnes). Outstanding contracts of 23,475 metric tonnes (31 December 2022: 4,250 metric tonnes) mature between one to six months from the year ended 31 December 2023.

During the year, Alba entered into derivative transactions as a partial hedge (for a very small percentage of production) against LME price movements. For the current year, these are being measured at fair value. Therefore changes therein are recognised in the consolidated statement of profit or loss. Commodity derivative contracts were entered into for a total volume of 74,000 metric tonnes out of which 38,500 metric tonnes were outstanding as at 31 December 2023 (31 December 2022: 7,500 metric tonnes) and these mature between one to twelve months from the year ended 31 December 2023.

18 . TAXATION

Taxation pertains to the Group's subsidiary in the United States of America and the normalised tax rate was 22.80% as of 31 December 2023 (2022: 23.59%). The actual provision for income taxes differs from the amounts computed by applying statutory income taxes primarily due to state income taxes and non-deductible items.

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| <i>Current liability (asset)</i> | | |
| Current year | (1,395) | (736) |
| <i>Recognised in consolidated statement of profit or loss</i> | | |
| Current year expense | 176 | 387 |
| Deferred tax (benefit) expense | (9) | 18 |
| | 167 | 405 |

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of taxes and liabilities for financial reporting purposes and the amounts used for income tax purposes.

| | 2023 BD'000 | 2022 BD'000 |
|---------------------------------|----------------|----------------|
| Deferred tax asset | 147 | 84 |
| Deferred tax liability | (57) | (3) |
| Deferred tax asset - net | 90 | 81 |

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Reconciliation of deferred tax asset - net | | |
| As of 1 January | 81 | 99 |
| Tax (benefit) expense during the year | 9 | (18) |
| As at 31 December | 90 | 81 |

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| The deferred tax asset comprises the following temporary differences: | | |
| Deductible temporary differences | 645 | 354 |
| Taxable temporary differences | (250) | (13) |
| | 395 | 341 |

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At 31 December 2023

19 . OPERATING SEGMENT INFORMATION

For management reporting purposes, the Group has a single operating segment which is the ownership and operation of a primary aluminium smelter and related infrastructure. Hence, no separate disclosure of profit or loss, assets and liabilities are provided as this disclosure will be identical to the consolidated statement of financial position and consolidated statement of profit or loss of the Group.

Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

a) Type of goods

| | 2023 BD'000 | 2022 BD'000 |
|--|------------------|------------------|
| Billet | 520,325 | 752,213 |
| Slab | 133,872 | 220,482 |
| Foundry | 439,511 | 328,720 |
| Liquid | 263,664 | 290,414 |
| Ingots | 188,703 | 253,036 |
| | 1,546,075 | 1,844,865 |
| Pricing adjustments* | (2,167) | (3,941) |
| Revenue from contracts with customers | 1,543,908 | 1,840,924 |

*Pricing adjustments represent mark-to-market adjustments on initial estimate of provisionally priced sales.

b) Geographical markets

An analysis of the revenue from contracts with customers by geographic location of customers is as follows:

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Kingdom of Bahrain | 367,707 | 417,232 |
| Europe | 378,980 | 397,471 |
| Rest of the Middle East and North Africa | 322,053 | 386,394 |
| Asia | 228,220 | 281,888 |
| Americas | 246,948 | 357,939 |
| | 1,543,908 | 1,840,924 |

(c) Customers

Revenue from sale of aluminium to the three major customer of the Group amounted to BD 364,232 thousand with one customer accounting for more than 10% of the total revenue from contracts with customers for the year ended 31 December 2023 (three major customers of the Group amounted to BD 581,692 thousand with two customers accounting for more than 10% of the total revenue from contracts with customers for the year ended 31 December 2022).

20 . OTHER INCOME

| | 2023 BD'000 | 2022 BD'000 |
|-------------------------------------|----------------|----------------|
| Sale of water | 1,279 | 1,237 |
| Interest income | 3,383 | 1,081 |
| Recovery from written off bad debts | - | 1,422 |
| Miscellaneous income | 2,392 | 1,290 |
| | 7,054 | 5,030 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

21. EXPENSES BY NATURE

| | Notes | 2023 BD'000 | 2022 BD'000 |
|---|-------------|------------------|------------------|
| Changes in inventories of finished goods and work in progress | | 13,551 | (4,925) |
| Inventories recognised as an expense in cost of revenue | | 970,546 | 1,022,276 |
| Depreciation and amortisation | 4 | 133,885 | 126,695 |
| Staff costs | 21.2 | 113,406 | 98,187 |
| Spares and consumables | | 48,177 | 41,607 |
| Contracted Repairs | | 28,824 | 26,601 |
| Impairment loss on trade and other receivables | 6 | 2,516 | 1,552 |
| Insurance | | 15,895 | 14,024 |
| Freight | | 48,907 | 77,276 |
| Other expenses (net of export of electricity) | | 9,552 | 14,364 |
| Total cost of revenue, general and administrative expenses and selling and distribution expenses | 21.1 | 1,385,259 | 1,417,657 |

21.1 Break-down of expenses is as follows:

| | 2023 BD'000 | 2022 BD'000 |
|-------------------------------------|----------------|----------------|
| Cost of revenue | 1,290,417 | 1,295,314 |
| General and administrative expenses | 39,064 | 38,555 |
| Selling and distribution expenses | 55,778 | 83,788 |
| | 1,385,259 | 1,417,657 |

21.2 Break-down of staff costs is as follows:

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| Wages and salaries | 86,791 | 73,332 |
| Social Insurance Organisation [note 15(b)] | 8,936 | 7,528 |
| Alba Savings Benefit Scheme [note 15(b)] | 5,848 | 5,549 |
| Payments to contractors | 7,926 | 7,701 |
| Employees' end of service benefits [note 15(a)] | 1,454 | 1,552 |
| Indirect benefits (housing, education) | 1,571 | 2,313 |
| Others | 880 | 212 |
| | 113,406 | 98,187 |

The staff costs have been allocated in the consolidated statement of profit or loss as follows:

| | 2023 BD'000 | 2022 BD'000 |
|-------------------------------------|----------------|----------------|
| Cost of revenue | 93,949 | 80,730 |
| General and administrative expenses | 17,065 | 15,283 |
| Selling and distribution expenses | 2,392 | 2,174 |
| | 113,406 | 98,187 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

22. FINANCE COSTS

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Interest on loans and borrowings | 59,777 | 32,507 |
| Interest on advances received from customers | - | 4 |
| Remeasurement of loan to employees | 1,146 | - |
| Interest on lease liabilities | 291 | 188 |
| Bank charges | 1,016 | 304 |
| | 62,230 | 33,003 |

23. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit or loss for the year attributable to ordinary equity holders of the Group by the weighted average number of ordinary shares outstanding during the year, excluding the average number of ordinary shares purchased by the Group and held as treasury shares and is as follows:

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| Profit for the year - BD'000 | 118,025 | 416,167 |
| Weighted average number of shares, net of treasury shares - thousands of shares | 1,415,747 | 1,416,113 |
| Basic and diluted earnings per share (fils) | 83 | 294 |

Basic and diluted earnings per share are the same since the Group has not issued any instruments that would have a dilutive effect.

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these consolidated financial statements.

24. COMMITMENTS AND CONTINGENCIES

a) Commitments

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| <i>Physical metal commitments</i> | | |
| Sales commitments : 23,475 metric tonnes (2022: 4,250 metric tonnes) | 19,738 | 3,821 |

Raw material supply agreements

In the ordinary course of business the Group has entered into long-term commitments to purchase raw materials. These contracts are based on the market price of the raw material at the time of delivery.

Capital expenditure

Estimated capital expenditure contracted for at the reporting date amounted to BD 95,826 thousand (2022: BD 115,823 thousand). The commitments are expected to be settled within 1 to 5 years from the reporting date.

Letters of credit

At 31 December 2023, the Group has outstanding letters of credit to counterparties of BD 4,439 thousand (2022: Nil).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

24. COMMITMENTS AND CONTINGENCIES (continued)

b) Contingencies

Under an employee scheme, the Group has issued guarantees to financial institutions in the Kingdom of Bahrain in relation to the mortgage loans of its employees to the extent of their cumulative balance in the Alba Saving Benefit Scheme. The total value of these letters of guarantee is BD 14,820 thousand (2022: BD 16,346 thousand).

At 31 December 2023, the Group had contingent liabilities in respect of the bank guarantees amounting to BD 15,420 thousand (2022: BD 12,921 thousand) from which it is anticipated that no material liabilities will arise.

25. RELATED PARTY TRANSACTIONS AND BALANCES

Related parties represent major shareholders, directors and key management personnel of the Group and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management and Board of Directors.

The Group purchases gas and receives from various Government and semi-government organisation and companies in the Kingdom of Bahrain. Other than purchase of natural gas, such other transactions are in the normal course of business and are not considered to be individually significant in terms of size.

Transactions with other commercial non-government related parties related to the controlling shareholder and significant transaction with Government related entities included in the consolidated statement of profit or loss are as follows:

Transactions with related parties

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| <i>Other related parties</i> | | |
| <i>Revenue and other income</i> | | |
| Sale of aluminium | 90,173 | 116,924 |
| Sale of water | 1,183 | 1,126 |
| Interest income | 429 | 230 |
| Realised gain on settlement of cash flow hedge | 13,299 | 12,227 |
| | 105,084 | 130,507 |
| <i>Other related parties</i> | | |
| <i>Cost of revenue and expenses</i> | | |
| Purchase of natural gas and diesel | 258,871 | 249,007 |
| Purchase of aluminium scrap | 7,887 | 11,024 |
| Net power exchange import | 2,465 | 4,490 |
| Interest on loans and borrowings | 2,850 | 1,114 |
| Purchase of raw materials | 1,544 | 1,575 |
| Amortisation of deferred cost on IRS | 3,995 | 1,049 |
| Others | 512 | 619 |
| | 278,124 | 268,878 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

25. RELATED PARTY TRANSACTIONS AND BALANCES (continued)

Balances with related parties

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

| | 2023 BD'000 | 2022 BD'000 |
|---|----------------|----------------|
| Other related parties | | |
| Assets | | |
| Trade receivables (note 6) | 6,566 | 6,396 |
| Other receivables - net of allowance for expected credit loss of BD 6,240 thousand (2022: BD 6,797 thousand) (note 6) | 2,674 | 3,473 |
| Bank balances | 1,195 | 1,104 |
| Derivative financial instruments - Interest rate swap (note 17) | 13,901 | 25,209 |
| | 24,336 | 36,182 |
| Liabilities | | |
| Trade payables (note 16) | 22,102 | 21,231 |
| Loans and Borrowings | 34,492 | 38,045 |
| Interest payable on loans and borrowings | 440 | 426 |
| | 57,034 | 59,702 |

Except for other receivables from a related party balance as disclosed in note 6, all outstanding balances at year-end arise in the normal course of business are interest free, unsecured and payable on demand. During the year ended 31 December 2023, the Group has recorded a reversal of provision against amounts due from a related party amounting to BHD 557 thousand (2022: BD Nil).

Compensation of key management personnel

The remuneration of members of key management during the year was as follows:

| | 2023 BD'000 | 2022 BD'000 |
|--|----------------|----------------|
| Short term benefits | 2,063 | 1,697 |
| End of service benefits | 144 | 143 |
| Contributions to Alba Savings Benefit Scheme | 102 | 99 |
| | 2,309 | 1,939 |

Director compensation during the year included Directors' remuneration of BD 420 thousand (2022: BD 412 thousand), attendance fees of BD 113 thousand (2022: BD 107 thousand), sitting fees of BD 71 thousand (2022: BD 72 thousand) and other reimbursement of BD 18 thousand (2022: BD 8 thousand).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities, other than derivative financial instruments, comprise loans and borrowings and certain portion of trade and other payables. The Group is exposed to credit risk, liquidity risk and market risk from its financial instruments. The Group is also exposed to commodity price risk. The Group's financial assets include certain portion of trade and other receivables, cash and cash equivalents that arise directly from its operations. The Group also holds balances with related parties and derivative financial instruments.

The Group's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's executive management oversees the management of these risks. The Group's executive management is supported by a risk management team that advises on financial risks and the appropriate financial risk governance framework for the Group. The risk management team provides assurance to the Group's executive management that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Group policies and Group risk appetite.

The Group's Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. 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.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below:

Credit risk

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

The maximum exposure to credit risk at the reporting date is the carrying amount of financial assets and is as follows:

| | 2023 BD'000 | 2022 BD'000 |
|----------------------------|----------------|----------------|
| Cash at bank (note 7) | 59,598 | 93,565 |
| Trade receivables (note 6) | 202,121 | 218,200 |
| Other receivables (note 6) | 6,658 | 10,723 |
| | 268,377 | 322,488 |

Bank balances and financial instruments

Credit risk from bank balances and derivative contracts is managed by the Group's treasury department in accordance with the Group's policy. The Group limits credit risk from bank balances and derivatives contracts by only dealing with reputable banks and brokers. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty.

Trade and other receivables

The Group manages credit risk with respect to receivables from customers by receiving payments in advance from customers, obtaining letters of credit and other forms of credit insurance, by monitoring the exposure to customers on an ongoing basis. For trade receivables (other than those from related parties), an impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses on outstanding receivables balances net of advances. The credit risk on receivables from related parties is considered to be low by the Group based on historical trends as previously there have been no or minimal write-offs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Credit risk (continued)

| 31 December 2023 | Current | Past due | | | Total |
|---|---------|-------------------|----------------|---------------|---------|
| | | Less than 30 days | 31 to 360 days | Over 360 days | |
| Expected credit loss rate (%) | 0.01% | 0.08% | 4.92% | 100.00% | |
| Carrying amount of trade receivable at default (BD'000) | 136,961 | 43,419 | 11,576 | 3,599 | 195,555 |
| Expected credit losses (BD'000) | 14 | 36 | 569 | 3,599 | 4,218 |

| 31 December 2022 | Current | Past due | | | Total |
|---|---------|-------------------|----------------|---------------|---------|
| | | Less than 30 days | 31 to 360 days | Over 360 days | |
| Expected credit loss rate (%) | 0.01% | 0.08% | 12.11% | 100.00% | |
| Carrying amount of trade receivable at default (BD'000) | 146,302 | 55,990 | 8,787 | 725 | 211,804 |
| Expected credit losses (BD'000) | 15 | 42 | 1,064 | 725 | 1,846 |

All exports are backed by letter of credits, insurance or cash against documents, which constitute 99% of the trade receivables balance (excluding related parties). The Group has been transacting with most of its export customers for a long period of time.

Derivative contracts are entered into with approved counterparties and the Group is not subject to significant credit risk on these contracts. Also since derivative assets and trade receivables with provisional pricing arrangements are classified as assets measured fair value through profit or loss, no separate ECL is required to be recognized for such contracts.

Credit risk concentration

The maximum credit risk exposure at the reporting date is equal to the carrying value of the financial assets shown in the consolidated statement of financial position, which are net of provisions for impairment.

The Group sells its products to a large number of customers. Its five largest customers, account for 30% of the outstanding trade receivables at 31 December 2023 (2022: 27%).

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's objective when managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group limits its liquidity risk by ensuring bank facilities are available. The Group's terms of sale require amounts to be paid within 30 to 90 days of the date of sale. Trade payables are non-interest bearing and are normally settled within 45 days terms.

The table below summarises the maturities of the Group's financial liabilities at 31 December, based on undiscounted contractual payment dates.

| 31 December 2023 | Less than 3 months BD '000 | 3 to 12 months BD '000 | 1 to 5 years BD '000 | Over 5 years BD '000 | Total BD '000 |
|---|----------------------------|------------------------|----------------------|----------------------|----------------|
| Loans and borrowings (including interest payable) | 169,827 | 64,429 | 305,601 | 189,263 | 729,120 |
| Derivative financial instruments | 1,108 | - | - | - | 1,108 |
| Trade and other payables | 166,005 | - | - | - | 166,005 |
| Lease liabilities | 292 | 924 | 4,162 | 5,013 | 10,391 |
| Total | 337,232 | 65,353 | 309,763 | 194,276 | 906,624 |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Liquidity risk (continued)

| 31 December 2022 | Less than 3 months BD '000 | 3 to 12 months BD '000 | 1 to 5 years BD '000 | Over 5 years BD '000 | Total BD '000 |
|---|----------------------------|------------------------|----------------------|----------------------|----------------|
| Loans and borrowings (including interest payable) | 80,439 | 85,344 | 352,498 | 300,545 | 818,826 |
| Trade and other payables | 155,029 | - | - | - | 155,029 |
| Lease liabilities | 165 | 541 | 1,175 | 5,282 | 7,163 |
| Total | 235,633 | 85,885 | 353,673 | 305,827 | 981,018 |

Changes in liabilities arising from financing activities

| | As at 1 January 2023 BD '000 | Cash flows | | | As at 31 December 2023 BD '000 |
|----------------------------------|------------------------------|------------------|------------------|----------------|--------------------------------|
| | | Receipts BD '000 | Payments BD '000 | Others BD '000 | |
| Loans and borrowings | 629,215 | 484,980 | (549,352) | 20,997 | 585,840 |
| Lease liabilities | 5,367 | 4,031 | (1,178) | 291 | 8,511 |
| Derivative financial instruments | - | - | - | 1,108 | 1,108 |
| | 634,582 | 489,011 | (550,530) | 22,396 | 595,459 |

| | As at 1 January 2022 BD '000 | Cash flows | | | As at 31 December 2022 BD '000 |
|----------------------|------------------------------|------------------|------------------|-----------------|--------------------------------|
| | | Receipts BD '000 | Payments BD '000 | Others BD '000 | |
| Loans and borrowings | 927,150 | 543,303 | (808,167) | (33,071) | 629,215 |
| Lease liabilities | 5,550 | 523 | (894) | 188 | 5,367 |
| | 932,700 | 543,826 | (809,061) | (32,883) | 634,582 |

Others include the effect of foreign exchange movement, transactional and related costs on loans and borrowings and impact on new leases during the year.

Capital management

Capital includes share capital, treasury shares, statutory reserve, capital reserve, cash flow hedge reserve and retained earnings.

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholders' value.

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current year.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes during the years ended 31 December 2023 and 31 December 2022.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Capital management (continued)

The Group monitors capital on the basis of the debt-to-equity ratio. This ratio is calculated as net debt divided by equity. Net debt is calculated as total debt (i.e. loans and borrowings and trade and other payables) less net cash and cash equivalents. Equity comprises all components of equity (i.e. share capital, treasury shares, statutory reserve, capital reserve, cash flow hedge reserve and retained earnings).

| | 2023 BD'000 | 2022 BD'000 |
|---------------------------------|------------------|------------------|
| Loans and borrowings | 585,838 | 629,213 |
| Trade and other payables | 167,229 | 158,745 |
| Less: cash and cash equivalents | (59,632) | (93,617) |
| Net debt | 693,435 | 694,341 |
| Total equity | 1,789,232 | 1,822,458 |
| Debt-to-equity ratio | 39% | 38% |

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, commodity price risk and foreign currency risk. Financial instruments affected by market risk include loans and borrowings, current and fixed deposits and derivative financial instruments.

The Group uses derivatives to manage interest rate market risks. All such transactions are carried out within the guidelines set by the risk management committee. Generally, the Group seeks to apply hedge accounting to manage volatility in profit or loss.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group is exposed to interest rate risk on its interest bearing assets and liabilities (receivable balance, call accounts and loans and borrowings). The Group uses interest rate swap transaction for floating rate borrowing as hedge of the variability in cash flows attributable to movements in interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

| | 2023 | | 2022 | |
|-----------------------------------|-----------------------------|-----------------------------|-----------------------------|-----------------------------|
| | 100 basis point increase | 100 basis point decrease | 100 basis point increase | 100 basis point decrease |
| Variable-rate instrument (BD'000) | (4,234) | 4,234 | (3,688) | 3,688 |

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

Commodity price risk

Commodity price risk is the risk that future profitability is affected by changes in commodity prices. The Group is exposed to commodity price risk, as the selling prices for aluminium are generally based on aluminium prices quoted on the London Metal Exchange (LME). The Group hedges its selling price using commodity contracts, on behalf of customers, if agreed and risk management. The forecast is deemed to be highly probable.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Commodity price risk (continued)

The following table demonstrates the sensitivity of the consolidated statement of profit or loss to reasonably possible changes in the LME price on derivatives outstanding as of 31 December, with all other variables held constant.

| | % Increase/ decrease in LME price | Effect on results for the year BD'000 |
|-------------|--|--|
| 2023 | +30% | 332.4 |
| | -30% | (332.4) |
| 2022 | +30% | 1.80 |
| | -30% | (1.80) |

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a different currency from the Group's presentation currency).

The Group's financial instruments are mainly denominated in Bahraini Dinars, US Dollars, Euros, Swiss Francs and Great Britain Pounds. The Group sometimes uses forward foreign exchange contracts to hedge against foreign currency payables. As of 31 December 2023 and 31 December 2022 there were no outstanding forward foreign exchange contracts.

As the Bahraini Dinar is pegged to the US Dollar, balances in US Dollars are not considered to represent significant currency risk.

The table below indicates the Group's unhedged foreign currency exposures at 31 December 2023 and 31 December 2022, as a result of its monetary assets and liabilities. As of 31 December, the following financial instruments are denominated in currencies other than Bahraini Dinars and US Dollars, which were unhedged:

| Financial instruments | Currency | 2023 BD'000 | 2022 BD'000 |
|-----------------------|----------------------|----------------|----------------|
| Bank balances | Euro | 17,733 | 24,231 |
| | Hong Kong Dollar | 10 | 28 |
| | Singapore Dollar | 53 | 40 |
| Receivables | Euro | 34,993 | 41,179 |
| Loans and Borrowings | Euro | 17,086 | 144,006 |
| Payables | Euro | 1,203 | 1,514 |
| | Great Britain Pounds | 230 | 278 |

The analysis calculates the effect of a reasonably possible movement of the Bahraini Dinar's currency rate against currencies which are exposed to currency risk, with all other variables held constant, on the consolidated statement of comprehensive income (due to the fair value of currency sensitive monetary assets and liabilities).

The effect of decreases in currency rate is expected to be equal and opposite to the effect of the increases shown.

| Currency | 2023 | | 2022 | |
|----------------------|------------------------------|---|------------------------------|---|
| | Increase in currency rate | Effect on results for the year BD'000 | Increase in currency rate | Effect on results for the year BD'000 |
| Euro | +10% | 3,444 | +10% | (8,011) |
| Hong Kong Dollar | +10% | 1 | +10% | 3 |
| Singapore Dollar | +10% | (5) | +10% | (4) |
| Great Britain Pounds | +10% | (23) | +10% | (28) |
| | | 3,417 | | (8,040) |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

27. FAIR VALUES OF FINANCIAL INSTRUMENTS

Financial instruments comprise of financial assets, financial liabilities and derivative financial instruments.

Financial assets consist of bank balances and cash and trade and other receivables. Financial liabilities consist of loans and borrowings, lease liabilities and trade and other payables. Derivative financial instruments consist of interest rate swaps and futures.

Set out below is an overview of financial instruments held by the Group as at 31 December 2023:

| | <i>Financial assets at amortised cost</i> | | <i>Financial assets at fair value through profit or loss</i> | |
|----------------------------------|--|----------------|---|----------------|
| | 2023 BD'000 | 2022 BD'000 | 2023 BD'000 | 2022 BD'000 |
| Financial assets | | | | |
| Cash at bank | 59,598 | 93,565 | - | - |
| Trade and other receivables | 189,839 | 203,274 | 18,940 | 25,649 |
| Derivative financial instruments | - | - | 13,901 | 25,215 |
| | 249,437 | 296,839 | 32,841 | 50,864 |
| | | | | |
| | <i>Financial liabilities at amortised cost</i> | | <i>Financial liabilities at fair value through profit or loss</i> | |
| | 2023 BD'000 | 2022 BD'000 | 2023 BD'000 | 2022 BD'000 |
| Financial liabilities | | | | |
| Loans and borrowings | 614,283 | 675,095 | - | - |
| Trade and other payables | 166,005 | 155,029 | - | - |
| Derivative financial instruments | - | - | 1,108 | - |
| | 780,288 | 830,124 | 1,108 | - |

The management assessed that bank balances and cash and short-term deposits, trade receivables, other receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- Based on this evaluation, allowances are taken into account for the expected losses of these receivables. As at 31 December 2023, the carrying amounts of such receivables, net of allowances, were not materially different from their calculated fair values, except for the trade receivable (subject to provisional pricing).
- The Group's derivative financial instruments are measured at fair value using Level 2 inputs. The Group enters into derivative financial instruments with various counterparties, principally financial institutions. Derivatives valued using valuation techniques with market observable inputs are mainly interest rate swaps and commodity option, future and forward swap contracts. The most frequently applied valuation techniques include forward pricing and swap models, using present value calculations. The models incorporate various inputs including the credit quality of counterparties and forward rates, interest rate curves and forward rate curves of the underlying commodity. All derivative contracts are fully cash collateralised, thereby eliminating both counterparty and the Group's own non-performance risk.

Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted market prices in an active market (that are unadjusted) for identical assets or liabilities;

Level 2: Valuation techniques (for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable); and

Level 3: Valuation techniques (for which the lowest level input that is significant to the fair value measurement is unobservable).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2023

27. FAIR VALUES OF FINANCIAL INSTRUMENTS (continued)

Fair value hierarchy (continued)

As at 31 December 2023 and 31 December 2022, the Group's derivative financial instruments and trade receivables (subject to provisional pricing) that were measured at fair value were Level 2 as per the hierarchy. The Group does not have financial instruments qualifying for Level 1 or Level 3 classification.

During the years ended 31 December 2023 and 31 December 2022, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into or out of Level 3 fair value measurements (2022: same).

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

28. ALBA SAVINGS BENEFIT SCHEME

The Group operates a compulsory savings benefit scheme for its Bahraini employees ('the Scheme').

The Scheme's assets, which are not incorporated in these consolidated financial statements, consist principally of deposits with banks, equity shares and bonds.

The Scheme is managed by a committee of employees called the Board of Representatives (the 'BoR') representing the Group and the employees. The BoR manages the risks relating to the Scheme's assets by approving the entities in which the Scheme can invest and by setting limits for investment in individual entities.

29. INTERNATIONAL TAX REFORM – PILLAR TWO MODEL RULES - AMENDMENTS TO IAS 12

In December 2021, the Organisation for Economic Co-operation and Development (OECD) issued model rules for a new global minimum tax framework (Pillar Two), and various Governments around the world have issued, or are in the process of issuing, legislation on this. In Kingdom of Bahrain, the Government has not yet issued any legislation on Pillar Two, announcement is expected to legislation in this regard in due course. The Group is in the process of assessing the impact on the consolidated financial statements.

30. COMPARATIVE INFORMATION

The comparative information for the previous year has been reclassified, where necessary, in order to conform to the current year's presentation. Such reclassification does not affect the reported net profit and equity.

| | 31 December 2022 | | |
|---|----------------------------------|----------------------------|------------------------|
| | As previously reported BD'000 | Reclassification BD'000 | Reclassified BD'000 |
| Consolidated statement of financial position | | | |
| Property, plant and equipment | 1,880,527 | 16,619 | 1,897,146 |
| Inventories | 371,542 | (12,266) | 359,276 |
| Trade and other receivables - Current | 243,189 | (8,959) | 234,230 |
| Trade and other receivables - Non-current | 3,013 | 4,606 | 7,619 |
| Consolidated statement of profit or loss | | | |
| Finance costs | 18,956 | 14,047 | 33,003 |
| Realised gain on settlement of cash flow hedge for interest rate swap (IRS) | - | 12,227 | 12,227 |
| Trading loss on MTM of derivative financial instruments | 1,820 | (1,820) | - |

INVESTOR RELATIONS

Alba Shareholders' Structure

Alba is listed on both the Bahrain Bourse and London Stock Exchange, and the Company's shareholders are Bahrain Mumtalakat Holding Company (69.38%), SABIC Industrial Investment Company (20.62%) and the General Public (10%).



Investor Relations

Aluminium Bahrain B.S.C. (Alba) maintained active communication with investors throughout the year. The Company engaged in focused dialogues with institutional and retail investors as well as financial analysts. These interactions included:

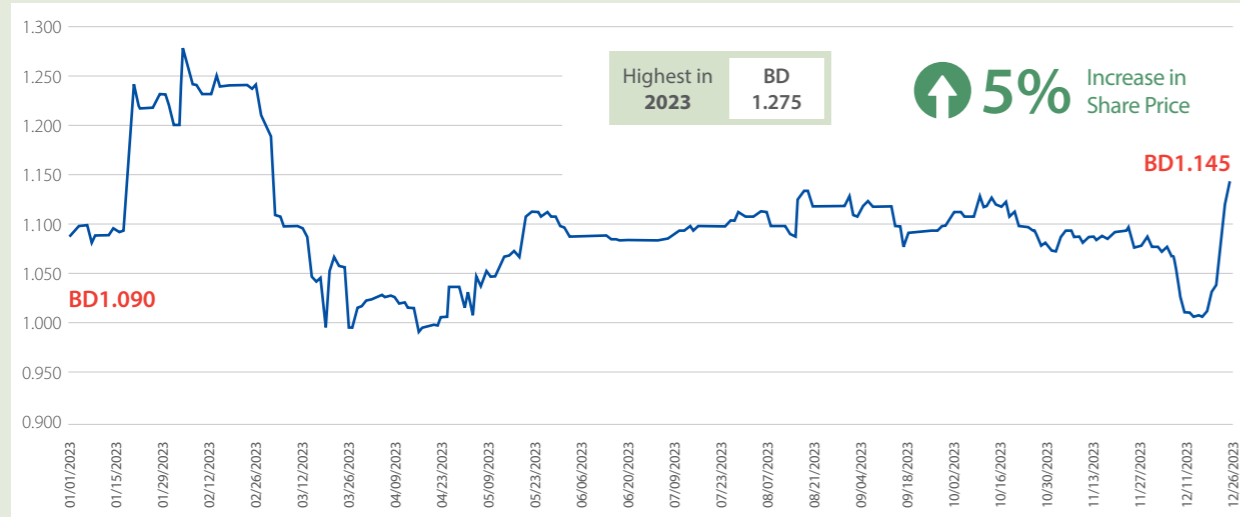
- **In-person Meetings:** Alba hosted many investors and buy-side analysts at its Company campus.
- **Virtual Meetings:** Alba leveraged virtual communication channels for 1:1 meeting with institutional shareholders and investors.
- **Investor Conferences:** The Executive team & the Investor Relations team participated in individual, and group one-on-one meetings organized by EFG Hermes virtually and Arqaam Capital in March 2023. During these sessions, Alba management met with a total of 70 shareholders and investors.
- **Financial Reporting:** Alba ensured transparency by presenting annual and quarterly earnings through conference calls and webcasts, making the information readily accessible to the financial community.

The IR team provides shareholders, investors and financial analysts (buy-side and sell-side) with a direct point of contact on +973 17835100 or via emails (IR@alba.com.bh and InvestorRelations@alba.com.bh) for any questions related to Alba, its share (ALBH) price, the Company's ESG Performance and Industry Outlook.

- For information on Alba's Sales Breakdown (by product-line and geography), please surf the clientele section in 2023 AR.
- For more information on Alba's Audited Financials, please visit the last section in 2023 AR.
- For more information on Alba's ESG Performance, please download 2022 Sustainability Report from Alba website. 2023 Sustainability Report is work in progress and will be published in Q3/Q4 2024.

Alba was a proud recipient of two major awards from the Middle East Investor Relations Association in 2023.

Alba Share Price Performance (ALBH, Bahraini Dinars)



المجلس السنوي
للمدير التنفيذي

CEO ANNUAL MAJLIS 2024



STRATEGY REFRESH

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SAFETY MIRROR

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الحصالة الرقمية



SCAN ME



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