WORLDS CONNECTING WORLDS

DP WORLD

THE SMARTER TRADE REPORT
ANNUAL REPORT AND ACCOUNTS 2023

ABOUT US

WE ARE A LEADING PROVIDER OF SMART LOGISTICS SOLUTIONS, ENABLING THE FLOW OF TRADE ACROSS THE GLOBE

By expanding our logistics touchpoints across the world, we took one step closer to our vision to lead the future of world trade.

OUR PURPOSE

Trade is the lifeblood of the global economy, creating opportunities and improving the quality of life for people around the world. DP World exists to make the world's trade flow better, changing what's possible for the customers and communities we serve globally.

OUR VISION

Our network spans the globe, from industrial hubs to emerging centres of commerce. Our range of products and solutions, from ports and technology to marine services and logistics, enables us to create end-to-end, sustainable supply chain solutions that can reshape the way the world trades.

CONTENTS

TRANSFORMING TRADE IN SUB-SAHARAN AFRICA

READ MORE ON PAGE 22 →

REVOLUTIONISING TRADE AT ROMANIA'S PORT OF CONSTANTA

READ MORE ON PAGE 24 →

OUR ROLE IN THE CARIBBEAN'S SUPPLY CHAIN TRANSFORMATION

READ MORE ON PAGE 26 →

01

STRATEGIC REPORT	01
Financial Highlights	06
Operational and Strategic Highlights	07
What We Do and Where We Operate	08
Group Chairman and Chief Executive Officer's Statement	10
A Year in Review	12
Market Overview	14
Our Business Model	18
Our Strategy	20
Case Studies	22
Business Review	28
Group Deputy Chief Executive Officer and Chief Financial Officer's Review	32
Key Performance Indicators	36
Effective Risk Management	38
Engaging With Our Stakeholders	54
Our People, Culture and Values	56
Sustainability	60

02

CORPORATE GOVERNANCE	66
Board of Directors	66
Report of the Directors	68
Group Chairman and Chief Executive Officer's Introduction	70
Corporate Governance	72
Statement of Directors' Responsibilities	90

03

FINANCIAL STATEMENTS	92
Independent Auditors' Report	93
Consolidated Statement of Profit or Loss	97
Consolidated Statement of Other Comprehensive Income	98
Consolidated Statement of Financial Position	99
Consolidated Statement of Changes in Equity	100
Consolidated Statement of Cash Flows	101
Notes to the Consolidated Financial Statements	102

FOR ALL THE LATEST DEVELOPMENTS, VISIT OUR INVESTOR RELATIONS WEBSITE AT WWW.DPWORLD.COM/INVESTORS

OUR BUSINESS IN NUMBERS

500+
BUSINESS UNITS

74+
COUNTRIES

108K+
EMPLOYEES

$37BN
CAPITAL EMPLOYED

PORTS AND TERMINALS

We operate ports and terminals that let the world's trade flow more freely.

Our network spans the globe, seamlessly connecting the supply chain today and innovating to create the sustainable trade infrastructure of tomorrow.

For more on Ports and Terminals, see page 28 →

TECHNOLOGY

We are transforming the global supply chain, using cutting-edge technology to improve every aspect of trade and logistics.

This covers financing your shipment, to making your supply chain more resilient, expanding into new markets and opportunities for businesses of all sizes.

For more on Technology, see page 29 →

MARINE SERVICES

Our global, multimodal network of land and sea transport routes offer flexible, sustainable solutions to the supply challenges of getting goods into local communities both big and small.

Our wider marine services meet highly specialised customer needs in a range of shortsea, offshore and in-port contexts.

For more on Marine Services, see page 30 →

LOGISTICS

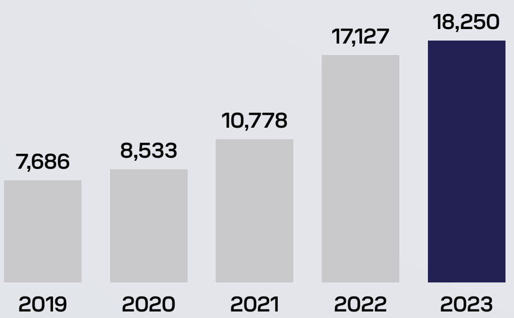
From freight forwarding to contract logistics, in a world where global supply chains have become more complex and challenging than ever before, we connect and simplify, uniting unbeatable expertise and infrastructure.

For more on Logistics, see page 31 →

AT A GLANCE

FINANCIAL HIGHLIGHTS

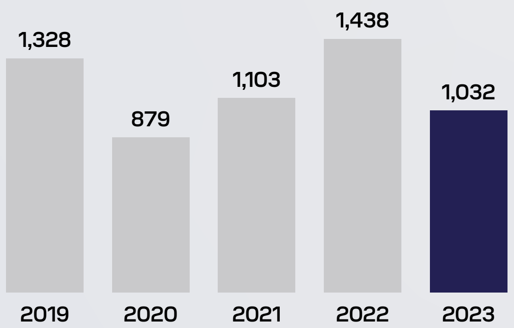
REVENUE
(US$ MILLION)



US$18,250M

Revenue is in US$ million before separately disclosed items. The results of the Group are set out in detail in the Consolidated Financial Statements and accompanying notes commencing on page 102.

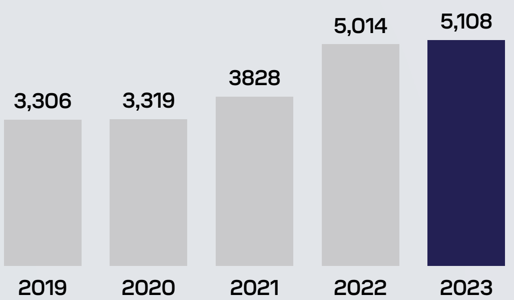
PROFIT ATTRIBUTABLE TO OWNERS
(US$ MILLION)



US$1,032M

Profit attributable to owners of the company is calculated before taking separately disclosed items into account and after minority interest.

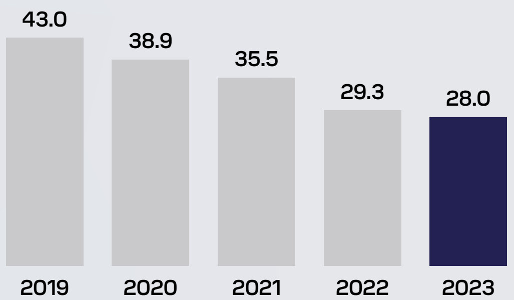
ADJUSTED EBITDA
(US$ MILLION)



US$5,108M

Growing adjusted EBITDA (Earnings Before Interest, Tax, Depreciation and amortisation) is a key measure of value delivered to shareholders. Adjusted EBITDA is calculated including our share of profit from equity accounted investees before separately disclosed items.

ADJUSTED EBITDA MARGIN
(%)



28.0%

Adjusted EBITDA (Earnings Before Interest, Tax, Depreciation and amortisation) is a key measure of value delivered to shareholders. The adjusted EBITDA margin is calculated by dividing adjusted EBITDA by revenue.

OPERATIONAL AND STRATEGIC HIGHLIGHTS

PRINCIPAL PATHWAY
We have demonstrated our sustainability commitment by becoming a Principal Pathway Partner for COP28, embracing ambitious carbon-neutrality goals.

NEW HQ
We announced that we are relocating our global head office to Expo City Dubai, a landmark move in our 50-year journey, expanding our global supply chain solutions.

SECOND GLOBAL FREIGHT SUMMIT
The Global Freight Summit, held in Dubai on November 15, 2023, attracted over 4,000 participants, focusing on creating resilient supply chains, inspired by our research.

RYDER CUP
Ryder Cup Europe and PGA of America announced our new partnership, marking us as a Worldwide Partner of the Ryder Cup.

BERBERA
In partnership with the Government of Somaliland, we have inaugurated the Berbera Economic Zone, transforming it into a pivotal trade hub in the Horn of Africa.

NEW ACQUISITION
We have strengthened our commitment to the automotive industry by acquiring CFR Rinkens, a specialised logistics service provider based in Long Beach, California.

10BN INVESTMENT
Since 2012, we've invested over US$10 billion (AED37.3 billion) in logistics, ranking us among the top five global investors, as recent FDI data shows.

DECARBONISATION
We cut carbon emissions from our UAE operations by nearly 50% this year by accessing renewably produced energy.

WHAT WE DO AND WHERE WE OPERATE

CONNECTING WORLDS ACROSS OUR GLOBAL NETWORK

With a dedicated, diverse and professional team of more than 108,000 employees spanning 74 countries on six continents, DP World is pushing trade further and faster towards a seamless supply chain that's fit for the future. We're rapidly transforming and integrating our businesses – Ports and Terminals, Economic Zones, Marine Services, Logistics, and Technology – and uniting our global infrastructure with local expertise to create stronger, more efficient end-to-end supply chain solutions that can change the way the world trades.

GROUP CHAIRMAN AND CHIEF EXECUTIVE OFFICER'S STATEMENT

"I AM PROUD TO ANNOUNCE THAT IN 2023, DP WORLD ACHIEVED REMARKABLE PROGRESS, EMBARKING ON A JOURNEY MARKED BY INNOVATIONS ACROSS THE GROUP, ADEPT NAVIGATION THROUGH GEOPOLITICAL TENSIONS AND THE GROWING CHALLENGES POSED BY CLIMATE ISSUES."

SULTAN AHMED BIN SULAYEM
GROUP CHAIRMAN AND CHIEF EXECUTIVE OFFICER

500+
BUSINESS UNITS

In these uncertain times, with challenges from geopolitics to macroeconomics, companies that prioritise resilience and adaptability are poised to thrive.

The last few years have seen a new chapter in globalisation, increasingly defined by regionalisation, nearshoring or friendshoring, with major companies, moving manufacturing closer to home markets to enhance the reliability of shipping supplies.

We have been helping companies respond to this shift, creating regional hubs and port-centric capabilities to store inventory while diversifying transport routes. This enhances resilience by ensuring that goods are nearby and always have multiple, reliable options available.

At the same time, we must not isolate communities and companies that rely on access to all four corners of the world, which is why we are as dedicated to improving the physical trading infrastructure as we are to the digital infrastructure. I am proud to announce that in 2023, DP World achieved remarkable progress, embarking on a journey marked by innovations across the Group, adept navigation through geopolitical tensions and the growing challenges posed by climate issues.

We made great progress toward our aspirations of becoming the leading integrated international logistics company delivering tailor made solutions and end-to-end supply chain services to our valued customers. Highlights included an agreement to upgrade and operate the port of Dar es Salaam in Tanzania, a US$250 million investment to enhance transport and logistics services across East Africa.

Alongside this, we're proud to announce the establishment of the Berbera Free Zone, which is located close to our Berbera port and connects by road through the Berbera Corridor to Ethiopia, serving the wider Horn of Africa—a region of more than 140 million people. In Egypt, our investment of over US$500 million transformed the Port of Ain Sokhna into a cutting-edge automated hub, strategically located near the Suez Canal. This port serves as a pivotal link for North and East Africa with key global and regional trading paths.

In India, we partnered with the government to develop five of the six container terminals we manage, aligning with India's PM Gati Shakti initiative to link economic zones and industrial hubs with ports.

Despite these successes, Europe has faced economic challenges. The dual pressures of escalating inflation and economic slowdown have led to a softening in trade activities. Furthermore, the shift away from globalisation and geopolitical tensions have had widespread economic impacts across the continent.

EXPANDING OUR REACH IN STRATEGIC MARKETS

Amidst the dynamic landscape of global trade, logistics infrastructure stands as a cornerstone of success for supply chains and economies worldwide. Our range of products from ports and technology to marine services and logistics enables us to create sustainable supply chain solutions that can reshape the way the world trades. This was especially true in developing countries, where it encourages expansion, attracts foreign investment, and creates jobs.

Our vision includes the establishment of over 100 new freight forwarding offices worldwide enhancing service quality for our customers. Our new automotive services further illustrate our sector-specific expertise, offering a commercial edge that stands unrivalled.

In India, our partnership with the Deendayal Port Authority culminated in the development of a significant container terminal at Tuna-Tekra, enhancing trade capabilities in the region. Notably, we completed the Centerm Expansion Project in Vancouver, Canada, and worked with the Indonesian government to augment the Belawan container terminal capacity. This project positions Indonesia as a pivotal hub in global trade, with the most direct link to the bustling Malacca Strait. Also, in Indonesia, our joint venture with the Maspion Group in Gresik reinforces East Java's status as an essential trade and logistics hub.

ACCELERATING OUR TRANSITION TO INTEGRATED LOGISTICS PROVIDER

We have made great strides in building a connected network of partners that share knowledge and forward-thinking solutions. I take great pride in our US$10 billion+ investment in the global logistics sector since 2012, making DP World one of the top 5 overseas investors in this period.

DRIVING SUSTAINABILITY IN LOGISTICS

Our stakeholders' growing expectations and the alignment with the UN Sustainability Goals have brought the logistics sector into focus. Therefore, we are taking meaningful steps to help tackle climate change by reducing our carbon footprint and challenging the status quo.

Our target is to be net-zero carbon by 2050 across our operations. Electrification and alternative fuels play a big role in reducing emissions in our business, and therefore, in our industry. For example, our port in Antwerp now runs on 100% green energy, and our Southampton port has recently become the first in the UK to replace fossil fuels with hydrotreated vegetable oil. At our port in Callao, Peru, we have ordered 20 electric terminal tractors, marking the first large-scale order of this kind in our industry.

In our UAE operations, we cut carbon emissions by nearly 50%, thanks in large part to our ongoing investments in solar energy. We were a pathway partner to COP28, which took place in the UAE, pledging that at least 5% of our short sea shipping fleet will operate on zero-emission fuels by the year 2030. We also signed an agreement with PIL and PSA to explore the development of a sustainable shipping corridor between Singapore and the UAE. This initiative complements the launch of our Ocean Climate Nexus Centre, established in collaboration with the UN Global Compact.

Our campaign to transition to -15 degrees Celsius was launched at COP28. Traditionally, frozen food has been stored at -18 degrees Celsius, a standard that has remained unchanged for decades. Our research indicates that reducing this temperature by just three degrees could yield carbon emission savings equivalent to the removal of 3.8 million cars from the roads and generate energy savings of 5-12%, without negatively impacting the food. Notably, our campaign has garnered support from industry leaders like Maersk, Lineage, MSC, and others.

I remain optimistic about the future of trade and DP World's ongoing progress. Our global team, over 108,000 strong people, consistently demonstrates their unparalleled problem-solving capacity and an unwavering commitment to seizing opportunities, despite the complexities we face. We stand firm in our belief that secure, seamless, and sustainable supply chains are the pillars of global prosperity and opportunity.

SULTAN AHMED BIN SULAYEM
GROUP CHAIRMAN AND CHIEF EXECUTIVE OFFICER
19 March 2024

A YEAR IN REVIEW

JANUARY

We set a sustainability precedent at Southampton by cutting carbon emissions by 55%, becoming the UK's first port to fully switch to hydrotreated vegetable oil. This environmental milestone was matched by a partnership with A.P. Moller-Maersk to enhance decarbonisation and a rating upgrade from Moody's, affirming our strong market position.

FEBRUARY

We expanded our global footprint with the Tuna-Tekra mega-container terminal project in India and formed joint ventures to upgrade the UK's Rosebank oil field and digitalise international trade. A partnership with McLaren Racing showcased our logistics prowess in the high-speed world of Formula 1.

MARCH

The Berbera Economic Zone, a collaboration with the Somaliland Government, was inaugurated, promoting regional investment and job creation. Technological innovation was highlighted with the launch of a new air cargo hub in the Dominican Republic. Significant investment milestones were also achieved in global logistics.

APRIL

We reported notable growth in its global operations, with a 3.7% increase in container handling. The Dakar Container Terminal experienced record-breaking throughput, emphasising operational excellence.

MAY

The launch of a direct freight service between the UAE and Iraq marked a strategic expansion, while the Vancouver Port's expansion bolstered Canada's Indo-Pacific trade. Environmental commitment was underlined by a significant reduction in carbon emissions.

JUNE

We celebrated the educational advancement of future leaders and furthered our sustainability agenda with significant investments in electric straddle carriers in London and renewable energy initiatives in Brazil. Additionally, expansion plans in Indonesia were set to double container terminal capacity.

JULY

We joined forces with global organisations to combat illegal wildlife trade and entered the world of golf by partnering with the Ryder Cup, showcasing its brand on a global stage.

AUGUST

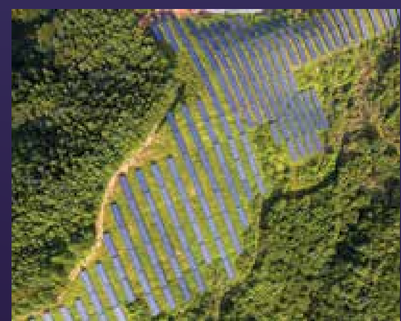
Financial resilience was demonstrated with impressive mid-year results and a significant investment was announced for the development of the Tuna-Tekra terminal in India, underlining our growth strategy.

SEPTEMBER

The commitment to sustainability was further evidenced by us becoming a Principal Pathway Partner for COP28, aligning with its ambitious carbon neutrality goals.

OCTOBER

Ground-breaking for a new terminal in East Java marked a strategic expansion in Indonesia. We reinforced our sustainability commitment by raising US$1.5 billion through a Green Sukuk and expanded its logistics capabilities with key acquisitions and partnerships.

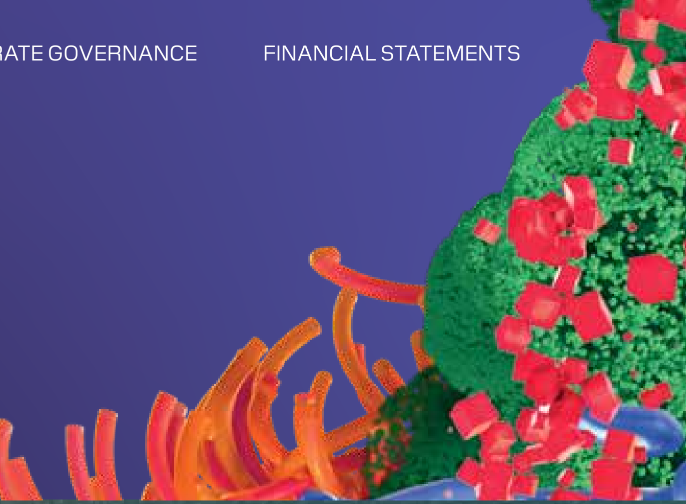


NOVEMBER

A partnership with IRENA underscored our commitment to renewable energy. The significant reduction in UAE's carbon emissions and the success of the Global Freight Summit in Dubai highlighted the company's role in shaping future supply chains.

DECEMBER

Our environmental initiatives continued with its participation in the First Movers Coalition and the launch of the Zero Emission Port Alliance at COP28. We launched the move to -15C initiative to help the industry cut carbon emissions, save energy and lower costs.



MARKET OVERVIEW

MACRO-ECONOMICS

The global economy performed better than anticipated at the beginning of the year, and the recession that had been predicted for 2023 did not materialise. The overall picture does, however, conceal large regional differences, whereby a strong US economy offset weaknesses in China and the Eurozone as well as below-trend growth in emerging markets. Downside risks remained, including volatile commodity prices, high inflation, and geopolitical tension, with the Israel-Palestine conflict emerging as a new threat to the global outlook. Global GDP grew by 3.1%, with advanced economies contributing 1.6% and emerging markets and developing economies 4.1%. Inflation eased around the globe due to a fall in energy prices and improving supply-side pressures but remained high at an average of 6.8%, well above the global Central Banks' generally accepted target of 2%.

MERCHANDISE TRADE VOLUMES

Merchandised trade declined in the first half of the year but showed a modest pick-up in the second part. While service spending fared better, persistent inflation, higher interest rates, a strained Chinese property market, and the war in Ukraine and the Gaza conflict affected consumer demand for goods across most countries. This trend is also reflected in the global manufacturing sector, where the pace of contraction in output and new orders became more pronounced towards the second part of 2023.

Supply chains normalised during the early part of the year, after port congestion and capacity constraints created significant bottlenecks during the pandemic years. Despite the normalisation, changes to long-term trade patterns continued and are starting to become more visible, especially in the US. Goods from China accounted for the smallest percentage of US imports in 20 years, as buyers are turning to Mexico, Europe, and other parts of Asia for wares ranging from semiconductors and smartphones to clothing. Mexico and Canada have now pushed past China as the largest US trade partners.

An array of Free Trade Agreements (FTAs) were signed in 2023, including between the EU and MERCUSOR, US-Japan and UK with Australia and NZ. The UAE also secured agreements with multiple countries, such as Cambodia, Columbia, Georgia, Indonesia, Serbia, South Korea, and Türkiye during the year. These FTAs should further drive the diversification of trade partners and regional trade flows.

During the last quarter of the year, geopolitical and climate risks became more widespread and impacted the trade of goods. The escalation of the Gaza crisis in the last two months of 2023 and subsequent vessel attacks in the Red Sea have resulted in the rerouting of ships along the Cape of Good Hope to avoid the Suez Canal transit. At the same time, capacity restrictions for the Panama Canal route, due to low water levels, intensified and affected container transport. With both Canal crossings facing restrictions, the combined effect will have a growing impact on global networks in 2024, with goods being delayed and ports and inland transport likely becoming congested.

WORLD PORT HANDLING

Container port throughput in 2023 grew a muted 0.3% to reach 866 million TEU. Soft demand at the beginning of the year experienced a stronger than expected uptick in the second part of 2023, driven by Asia, South Asia, Latam, and Africa. This development resulted in the redeployment of vessels away from traditional main trades, with impressive capacity increases for services to/from Latin America (+17.5%), Africa (+21.1%) and ISC/ME (+10.8%). The near-term outlook for container throughput also supports this growth divergence between emerging markets and advanced economies, with South Asia and Africa anticipated to continue to expand well ahead of the yearly global average.

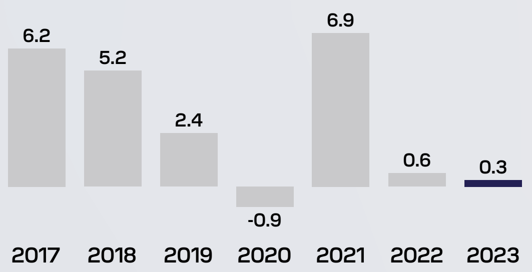
PORTS AND TERMINALS KEY TRENDS

Port and terminal operators' financial results remained steady despite reduced earnings from container storage after supply chains normalised as well as an inflation-driven rise in labour costs, highlighting the resilient nature of the business.

Global terminal capacity increased by 3.5% in 2023 to a total of 1.3 BnTEU. With the addition of 44 MTEU, average utilisation fell to 67.0%. However, some regions were significantly above the global average, indicating capacity constraints, including Greater China, Southeast Asia, and South Asia, which would greatly benefit from increased terminal investment. For the near-term future, utilisation will remain below the 70% mark as global capacity will grow an average of 2.6% per year.

M&A activity in the port sector picked up pace with investment coming from smaller and more regional terminal operators as well as shipping lines that are placing greater importance on terminals as part of their overall service delivery, particularly in their key hub ports. Vertical integration also continued in full swing as terminal operators and carriers invested into logistics and inland infrastructures to broaden their service offerings.

Global Port Handling Growth (%)



Highlights in 2023 included Hapag Lloyd acquiring 40% of JM Baxi Ports and Logistics, CMA CGM taking over the transport and logistics operations of Bolloré Logistics, MSC taking up to 49.9% in Germany's Hamburger Hafen und Logistik AG, Hutchison Port investing into the second terminal in Sokhna, Egypt and Abu Dhabi Ports completing the acquisition of Noatum Ports, winning the concession to operate Karachi Gateway Terminal, as well as a raft of smaller deals across Africa and Asia.

Partnerships around decarbonisation and reducing GHG emissions accelerated during the year. Whilst largely driven by carriers, ports were increasingly involved in these initiatives that range from green corridors and supplying alternative fuels to implementing efficiency schemes and collaborating on the electrification of container handling equipment.

LOGISTICS TRENDS

The logistics industry faced a challenging year in 2023. A rapid decline in freight rates, coupled with weakened demand due to slower global economic growth, resulted in a 5.3% contraction in the freight forwarding market. The US experienced the most significant decline, with a nearly 13% drop, while Europe saw a 5% decrease. However, emerging markets, particularly Central Asia and Africa, managed to maintain modest single-digit growth rates, providing some relief.

Looking forward, the outlook for the industry remains uncertain due to ongoing geopolitical and economic challenges. Nevertheless, there are indications that the freight forwarding market will achieve greater stability in 2024.

In contrast, the contract logistics market exhibited a more resilient performance in 2023, recording a steady growth rate of 2.4%. This growth was predominantly driven by the Asia Pacific and Central Asia regions, where outsourced logistics services are still in relatively early stages of adoption.

The prospects for 2024 appear promising, with growth expected to accelerate to 3.7%. Once again, the Asia Pacific region is poised to be the primary growth catalyst. Furthermore, the Middle East, Africa, and South America are also expected to contribute to solid growth throughout the year.

MARINE SERVICES KEY TRENDS

The marine services sector faced a tumultuous year marked by several key factors. The resolution of supply chain disruptions, coupled with an increase in new capacity and subdued demand, created a pronounced imbalance between supply and demand. This imbalance led to a significant drop in freight rates, with Drewry's world container index plummeting by over 30% in 2023, effectively returning to pre-pandemic levels.

The oversupply of vessels persisted as vessel supply continued to outpace demand, resulting in the delivery of 2.27 MTEU of capacity in 2023, thereby contributing to a substantial 8.25% growth in the fleet. Simultaneously, the rate of vessel demolition remained below its historical 10-year average. Despite the supply-demand disparity, carriers remained undeterred, placing orders for an additional 1.78 MTEU during the year. Notably, the majority of these orders were centred around eco-friendly ships, primarily those fuelled by methanol and LNG.

On a more positive note, there was a strong and continued demand for sustainable multimodal transportation, particularly in Europe, driven by cargo owners who are increasingly conscious of their carbon footprint. Additionally, in Europe, despite challenging market conditions, DP World's Ro-Ro and ROPAX services exhibited a significant enhancement in performance.

In the coming year, the marine services sector is expected to face ongoing difficulties, with supply growth expected to outpace demand growth in 2024. Nevertheless, the persistent geopolitical instability is poised to contribute to additional fluctuations in freight rates, presenting potential avenues for growth for numerous industry players.

CONTAINER PORT THROUGHPUT IN 2023 GREW A MUTED 0.3% TO REACH 866 MILLION TEU

KEY REGIONS

AMERICAS

Consumer demand in North America weakened during the year, as companies continued to destock inventory and spending habits reverted back to services. Disruptions during the dockworker contract renewal at West Coast ports in the summer months, as well as the impact of low water levels in the Panama Canal took a toll in 2023. Full-year container demand dropped by 10.8%, the biggest regional decrease reported during the year.

Demand in the Latin American ports was up by 3.4% driven by significant gains in the West Coast of South America, on the back of a surge in commodity exports. Early signs of near shoring are also becoming apparent and will provide further trade opportunities in the near term.

EUROPE

Euro area activity stagnated as export orders were affected by weak demand and imports were impacted by cautious domestic spending as a result of inflationary pressure and high interest rates. Overall container demand was down 2.7%.

SUBCONTINENT AND MENA

South Asia was the star performer in 2023, registering a 5.1% increase in volumes, largely driven by growth in India. Resilient consumer spending saw imports surge during the year and with foreign manufacturing becoming increasingly attractive, exports will also continue their solid growth trajectory.

Following a 5.9% growth in throughput in 2022, volumes in the Middle East declined slightly (-0.3%) as Gulf state economies were affected by oil production cuts, with non-oil income only partly offsetting these shortfalls. Despite this reduction, new services from the Far East were added or upgraded to take advantage of the anticipated pickup in growth over the next few years.

AFRICA

Container demand in the region remained positive during the year, despite a decline in South Africa (-1.9%) on the back of supply chain disruptions and resulting vessel diversions. Growth was largely driven by North Africa (3.5%) and significant increases in East Africa (19.2%). Rapid urbanisation continued to boost demand for building materials, electronics, furniture and other containerised goods, which resulted in service upgrades and new services being deployed. Africa remains a strategic market for container demand going forward, although investment into port infrastructures will be required.

ASIA PACIFIC AND OCEANIA

Greater China throughput grew by 3.3%, as a drop in export volumes into the US was sufficiently offset by growth into Europe, the Middle East, South Asia, and Latin America. As part of the China+1 strategy shift, Southeast Asian economies are benefitting, as manufacturing is expanding in Vietnam, Malaysia, Thailand, and Indonesia. Port throughput for the Southeast Asian markets increased by 2.0% in 2023.

Australia's high borrowing costs and elevated inflation put a dampener on consumer spending during most of 2023 and a cooling labour market put further pressure on demand. Operational disruptions in the last quarter, including industrial action and cyber security threats, impacted broader supply chains. Overall container demand in Oceania declined by 6.8% during the year.

OUR BUSINESS MODEL

WE ARE COMMITTED TO SUSTAINABILITY AND RESPONSIBLE CORPORATE CITIZENSHIP WITHIN OUR BUSINESS MODEL

WE MAKE TRADE FLOW BY

PRIORITISING CUSTOMER RELATIONSHIPS AND OPERATIONAL EXCELLENCE
- Customer satisfaction is central to our success.
- We strive for excellence and operational efficiency.

PROTECTING OUR COMMUNITY AND ENVIRONMENT
- We are committed to changing what's possible for everyone through our sustainability strategy, "Our World, Our Future".
- Driving best practices and fostering innovation in sustainability to build a vibrant, secure, and resilient society.

NURTURING OUR PEOPLE, CULTURE, AND SAFETY
- Training and development programmes for employees and supply chain through The Hub, our global centre of excellence for learning, leadership, and talent management.
- Our Principles sit at the core of our diverse and innovative culture and drive our behaviours.
- We are fully committed to our people's well-being and promoting a culture of safety.

ENSURING HIGHEST STANDARDS OF GOVERNANCE AND MITIGATING RISK
- Deliver the highest standards of ethical behaviour.
- Robust best practice governance frameworks in place.
- Solid risk management that maintains our leading position in the industry.

LEVERAGING TECHNOLOGY AND INNOVATION
- Delivering a best-in-class experience for customers through technology and innovation which sets us apart and is transformative in terms of performance, using big data and analytics, robotics, and artificial intelligence.

WE CHANGE WHAT'S POSSIBLE FOR EVERYONE →

SELLER/EXPORTER WAREHOUSE	PRE-CARRIAGE TO DESTINATION FOR VALUE-ADD OR PORT OF LOADING	TERMINAL HANDLING	SEA LEG	TERMINAL HANDLING	ON-CARRIAGE TO DESTINATION FOR VALUE-ADD OR PORT OF LOADING	BUYER/IMPORTER WAREHOUSE

LOGISTICS
WAREHOUSE MANAGEMENT, TRUCKING, FREIGHT FORWARDING, BARGE OPERATIONS, STUFFING/ DE STUFFING CONTAINERS, INLAND CARGO DEPOTS AND TERMINALS

ECONOMIC ZONES
FREE AND SPECIAL ECONOMIC ZONES, INDUSTRIAL AND LOGISTIC PARKS

PORTS AND TERMINALS

MARINE SERVICES
PREMIER MARINE AND OFF-SHORE VESSEL SUPPORT, TECHNOLOGICAL MARINE SERVICES AND FEEDERING

PORTS AND TERMINALS

ECONOMIC ZONES
FREE AND SPECIAL ECONOMIC ZONES, INDUSTRIAL AND LOGISTIC PARKS

LOGISTICS
WAREHOUSE MANAGEMENT, TRUCKING, FREIGHT FORWARDING, BARGE OPERATIONS, STUFFING/ DE STUFFING CONTAINERS, INLAND CARGO DEPOTS AND TERMINALS

TECHNOLOGY-LED SOLUTIONS TO REDUCE INEFFICIENCIES ACROSS THE SUPPLY CHAIN

VISIBILITY AND TRANSPARENCY, AUTOMATED PLANNING, DIGITAL RATES, INSTANT ACCESS AND CONTROL, TRADE FINANCE AND INSURANCE, ENTERPRISE IT SOLUTIONS AND SYSTEMS, B2B E-COMMERCE

WE DELIVER VALUE THROUGH →

"Our World, Our Future" is our sustainability strategy that prioritises impact on people, environment, and communities where we operate.

READ MORE ON PAGE 62 →

ENVIRONMENT
- Climate change
- Water

SOCIAL
- Wellbeing
- Community engagement
- People development
- Women
- Education

GOVERNANCE
- Safety
- Security
- Ethics

OUR STRATEGY

OUR END-TO-END STRATEGY

OUR STRATEGIC OBJECTIVES	2024 OUTLOOK
1. OFFER END-TO-END SUPPLY CHAIN SOLUTIONS TO CARGO OWNERS • We have a clear focus on offering end-to-end supply chain solutions to cargo owners, with the goal of enhancing efficiency, transparency, and resilience in the supply chain. To achieve this objective, we rely on our extensive global platform and proprietary technology solutions. • Our end-to-end supply chain solutions span from a wide range of services, including transportation, warehousing, and other value-added services. By leveraging our global network, we can offer our customers seamless and integrated services that can facilitate faster and more reliable cargo movement. • Our proprietary technology solutions enable us to optimise operations, improve visibility, and streamline communication with customers. These technological tools help us to enhance efficiency, reduce costs, and mitigate risks in the supply chain, providing customers with a competitive advantage in the global marketplace.	• Position ourselves as a leading global provider of end-to-end logistics solutions. • Continue to be a trusted global brand that can be relied on by our customers and to recruit, retain, and enhance the skills of our best talents. • Continue to expand through acquisitions and partnerships to diversify our revenue base and engage directly with cargo owners. • Focus on digitally LED solutions that connect our physical infrastructure to efficient digital platforms reaching directly to cargo owners.
2. BROADEN PRODUCTS AND OFFER SUPPLY CHAIN SOLUTIONS TO A WIDER AUDIENCE • We are committed to expanding our logistics products across air, ocean, rail, and road transportation to offer a more comprehensive range of solutions to a wider audience. This strategy involves serving cargo owners across different verticals and geographies, particularly in growth markets. We are focused on building new trade lanes to improve connectivity for our customers, enabling faster and more efficient cargo movement. • By expanding our offerings, we aim to provide a complete suite of solutions that can cater to the evolving needs of cargo owners worldwide. This will help strengthen our position as a leading provider of end-to-end supply chain solutions, offering a variety of transportation options that can cater to the unique requirements of different industries and sectors.	• Add new services to connect different points on trade routes to maximise customer benefits. • Expand our logistics reach to provide a complete suite of trade solutions that strengthen our position as a global end-to-end supply chain solutions provider, especially in developing markets.
3. CONTINUE TO INVEST IN ORIGIN-DESTINATION-FOCUSED PORT LOCATIONS • We plan to continue our investment in port locations that are focused on origin and destination to enhance our offerings to cargo owners. This strategy involves expanding container capacity in key origin and destination ports, in both emerging and developing markets, to meet the growing demand for efficient and reliable cargo movement. • In addition to serving cargo owners, we also aim to provide better services to shipping line customers. This involves offering capacity in key growth markets and implementing automation to increase operational efficiency. By investing in origin and destination focused port locations, we can offer a comprehensive range of services to both cargo owners and shipping line customers, enhancing our position as a leading global provider of cargo solutions.	• Examine wide-ranging opportunities to connect directly with cargo owners and shipping line customers. • Concentrate on innovations that help move trade, leveraging our origin-destination-focused port locations. • Understand cargo owners and customers' needs better to align our infrastructure and services.

TRANSFORMING TRADE IN SUB-SAHARAN AFRICA

Our strategic investments and operational presence in Sub-Saharan Africa (SSA) have been pivotal in reshaping the region's trade environment.

Our strategy in Africa focuses on identifying logistics corridors in densely populated regions to create connections between landlocked countries and international markets through advanced infrastructure and technology.

Our operations in Sub-Saharan Africa (SSA) make a substantial contribution to Africa's GDP growth, highlighting our pivotal role in delivering efficient trade and logistics solutions. These are essential in reshaping trade dynamics.

Leveraging over 70 years of experience, we have crafted bespoke solutions specifically designed to address the distinct challenges and opportunities presented by African markets. A major example of our success is the record-breaking operational efficiency achieved at the Port of Dakar, where we handled 76,282 TEU in a single month, an unprecedented accomplishment since our establishment in Senegal in 2008.

A key aspect of our approach in SSA is the modernisation of logistics infrastructure, as exemplified by the 2023 inauguration of the Berbera Economic Zone (BEZ) in partnership with the Government of Somaliland. The BEZ, coupled with the Port of Berbera, is set to emerge as a significant trade hub in the Horn of Africa, catering to over 140 million people.

Our investment in Tanzania's Dar es Salaam Port, which exceeds US$250 million and may potentially reach US$1 billion, signifies more than just financial commitment. It stands as a cornerstone in our strategy to drive socioeconomic development, create employment opportunities, and improve service accessibility.

Furthermore, our investments extend beyond infrastructure. Collaborating with pan-African bank Standard Bank, we have negotiated a US$365.1 million facility agreement, underscoring our commitment to expand logistics and market access throughout SSA. This represents a considerable shift in regional trade facilitation.

Our dedication to SSA goes beyond business interests, involving extensive community engagement and social responsibility initiatives. In 2022, our charitable contributions and community investments totalled over US$17.5 million, with US$4.9 million allocated to the Middle East and Africa. This reflects our commitment to nurturing a more equitable and sustainable society.

Looking forward, our ongoing commitment to SSA includes the development of special economic zones, enhancement of rail-linked logistics platforms, and investments in cold storage facilities for agricultural exports. These initiatives align with our vision of revolutionising African trade, transforming traditional trade models, and making a significant contribution to the economic and social advancement of the region.

CASE STUDIES

REVOLUTIONISING TRADE AT ROMANIA'S PORT OF CONSTANTA

We are leading a significant project at Romania's Port of Constanta to revolutionise European trade dynamics.

This initiative addresses the increasing trade challenges faced by Türkiye, whose exports have reached a record high of US$254 billion, with 40% destined for the European Union.

The conventional road route through Bulgaria is now untenable due to severe congestion and delays, with trucks often facing queues up to 35 kilometers at the border. This bottleneck disrupts production schedules and inflates budgets, forcing companies to turn to costly airfreight options.

Compounding these challenges is Europe's truck driver shortage, highlighted in a 2022 industry report, which points to an 11% shortfall. Factors include an aging workforce, a talent gap, and the often negative perception of truck driving as a career.

Our response is a comprehensive upgrade of the Port of Constanta to establish a new transit hub, significantly reducing current congestion. This modernisation is expected to increase trade volumes, leading to increased revenue from customs and fees, and enhancing public services, healthcare, education, and overall living standards in surrounding areas.

Our renovation of the Port of Constanta represents a pivotal step towards regional economic and social advancement, reflecting our commitment to improving not just the flow of goods, but also the quality of life in the communities we serve.

CASE STUDIES

OUR ROLE IN THE CARIBBEAN'S SUPPLY CHAIN TRANSFORMATION

Three years ago, amid the global supply chain disruption caused by the COVID-19 pandemic, we were at the forefront of a transformative challenge.

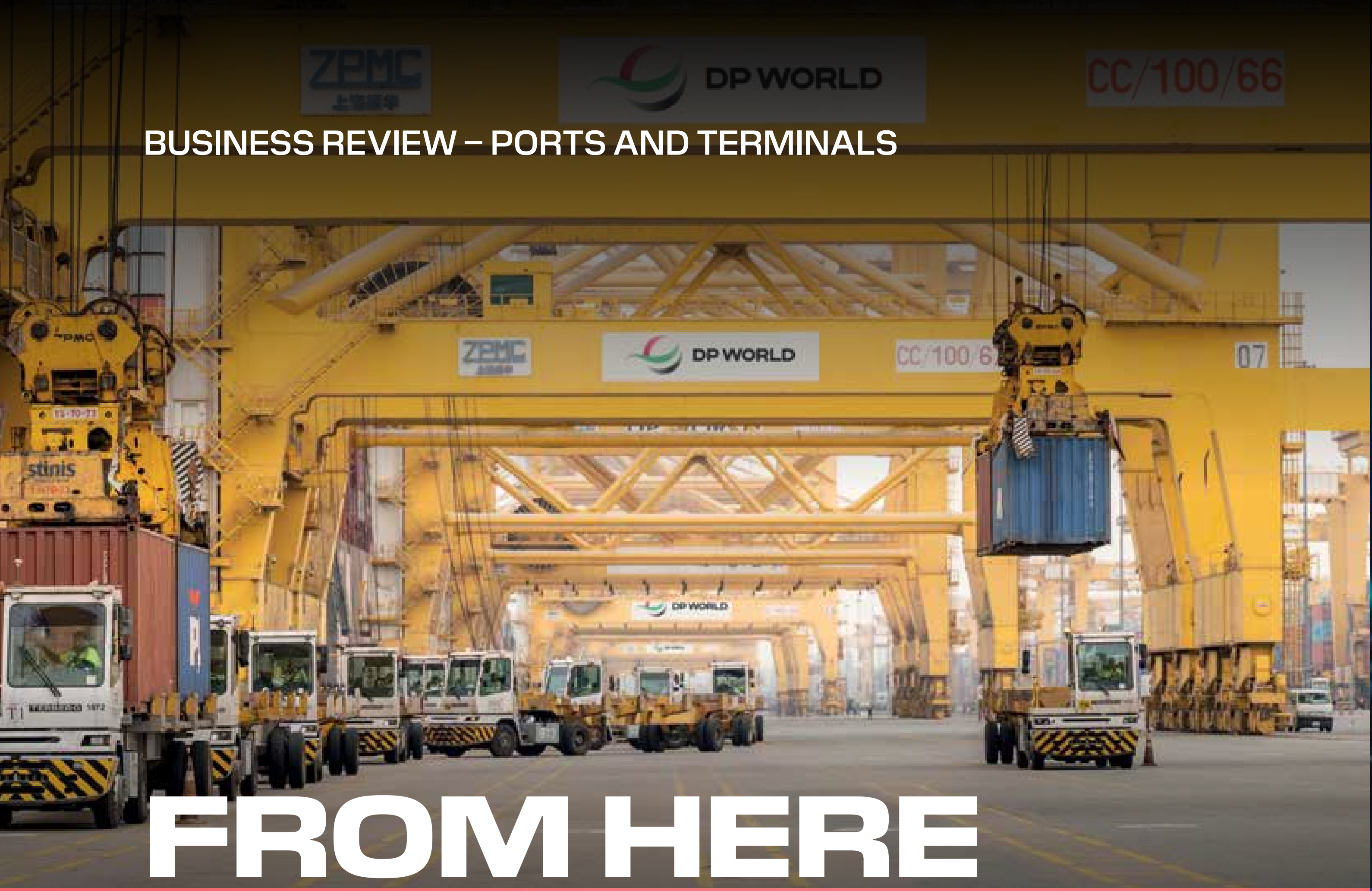
A severe shortage of shipping containers, compounded by closed borders and halted industries, impacted 75% of the world's companies.

Our integrated ecosystem – an interconnected network of services, infrastructure, and technologies – allowed us to create a new distribution pathway through the Dominican Republic. This helped companies like Mondelēz International maintain supply-chain integrity and business continuity despite widespread disruptions.

In the Caribbean, the crisis's impact was acute. Mondelēz International, a leader in the snack foods and beverages sector, struggled to deliver products across 15 Caribbean territories.

The scarcity of containers and efficient shipping routes led to empty grocery shelves, threatening local livelihoods and economies. Mondelēz's shift towards a nearshoring model by importing products directly from the Dominican Republic was crucial for stabilising regional supply chains.

Key outcomes include stabilised distribution through quicker and more efficient deliveries and a focus on sustainability and resilience. This approach positions Mondelēz for future resilience and sustainability, aligning with our commitment to eco-friendly business practices.



BUSINESS REVIEW – PORTS AND TERMINALS

FROM HERE TO ANYWHERE

IN 2023, WE EXPANDED OUR PORTS AND TERMINALS NETWORK, EMBRACING INNOVATION AND SUSTAINABILITY, TO CREATE GREATER TRADE OPPORTUNITIES FOR OUR CUSTOMERS.

This year, our global network was strengthened with strategic investments in multiple markets. We signed agreements to modernise Dar es Salaam Port in Tanzania, construct a new container terminal in Gresik, East Java, and manage Indonesia's Belawan New Container Terminal. Additionally, we agreed to develop a mega-container terminal at Kandla in Gujarat, India.

We announced further investments to our existing portfolio, including the port of Santos, an increased footprint in Türkiye and expansion plans in Posorja. Meanwhile, we celebrated the completion of the Centerm Expansion Project at DP World Vancouver and the 100th anniversary of the port's marine terminal operations.

Throughout our increasing ports and terminals network, we have made great strides in our decarbonisation efforts. This year, we developed detailed five-year plans to reach our carbon reduction targets. In the UAE, we launched an initiative to retrofit 40% of 900 port terminal tractors by 2030. We currently have 18 operating entities in our portfolio that run on, or are close to 100% renewable energy, the largest being UAE, Rotterdam, Antwerp, Posorja, San Antonio, and Santos.

We formed the Zero Emission Port Alliance (ZEPA), working with industry partners to electrify container handling equipment. We also released our ground-breaking study looking at climate change impacts on our global network of ports and terminals, setting a precedent in the industry.

This year has seen an acceleration of our ambition despite market volatility, with an increased diversification of our value proposition and consistent improvements to our operational efficiency.

500+

BUSINESS UNITS

BUSINESS REVIEW – TECHNOLOGY

NOTHING'S IMPOSSIBLE

REVOLUTIONISING GLOBAL LOGISTICS: DP WORLD'S TECHNOLOGICAL ADVANCEMENTS AND MILESTONES IN 2023.

In 2023, DP World made significant technological advancements to streamline global logistics. From how we interact with customers, to tracking cargo in a highly fragmented logistics network and heavy industrial automation using Robotics and IoT, our function is at the cutting edge of disruptive tech.

In our mission to deliver the best freight forwarding network in the world, we also saw several milestone moments: DP World's first ever freight-forwarding transaction took place using our own proprietary technology, which has enabled us to make sure that goods flow faster, smarter and more sustainably than ever. We celebrated the two-year milestone of our e-commerce platform DUBUY.com, which has now added more than 5,000 vendors to its global online marketplace, creating a digital corridor for companies to make use of DP World's ports and end-to-end logistics network.

We also became the first non-banking financial institution via our DP World Trade Finance platform to partner with UAE Trade Connect (UTC) to combat fraudulent and suspicious invoices. This underlines the commitment to work with organisations to build transparency and security into financial processes, to ultimately help bridge the trade finance gap.

From a wider technology front, we continue to invest in and utilise cutting-edge technology to help build resilient supply chains for the future. Our state-of-the-art warehouses are equipped with advanced robotics and automation, ensuring rapid order fulfilment, efficient inventory management, and reduced error rates. With our partnership with Standard Bank, African companies looking for trade finance will now be able to seamlessly access working capital on the continent through the Trade Finance platform.

There is no end-to-end supply chain efficiency without technology. We know that digitising global trade will create a more efficient, agile and accessible supply chain and effectively increase economic opportunity for communities and businesses all around the world.

74+

COUNTRIES

BUSINESS REVIEW – MARINE SERVICES

NEW HEIGHTS AND STRIDES

LEADING THE WAY IN SUSTAINABLE MARINE SERVICES: DP WORLD'S MARINE SERVICES COMMITMENT TO DECARBONISATION AND EFFICIENCY IN 2023.

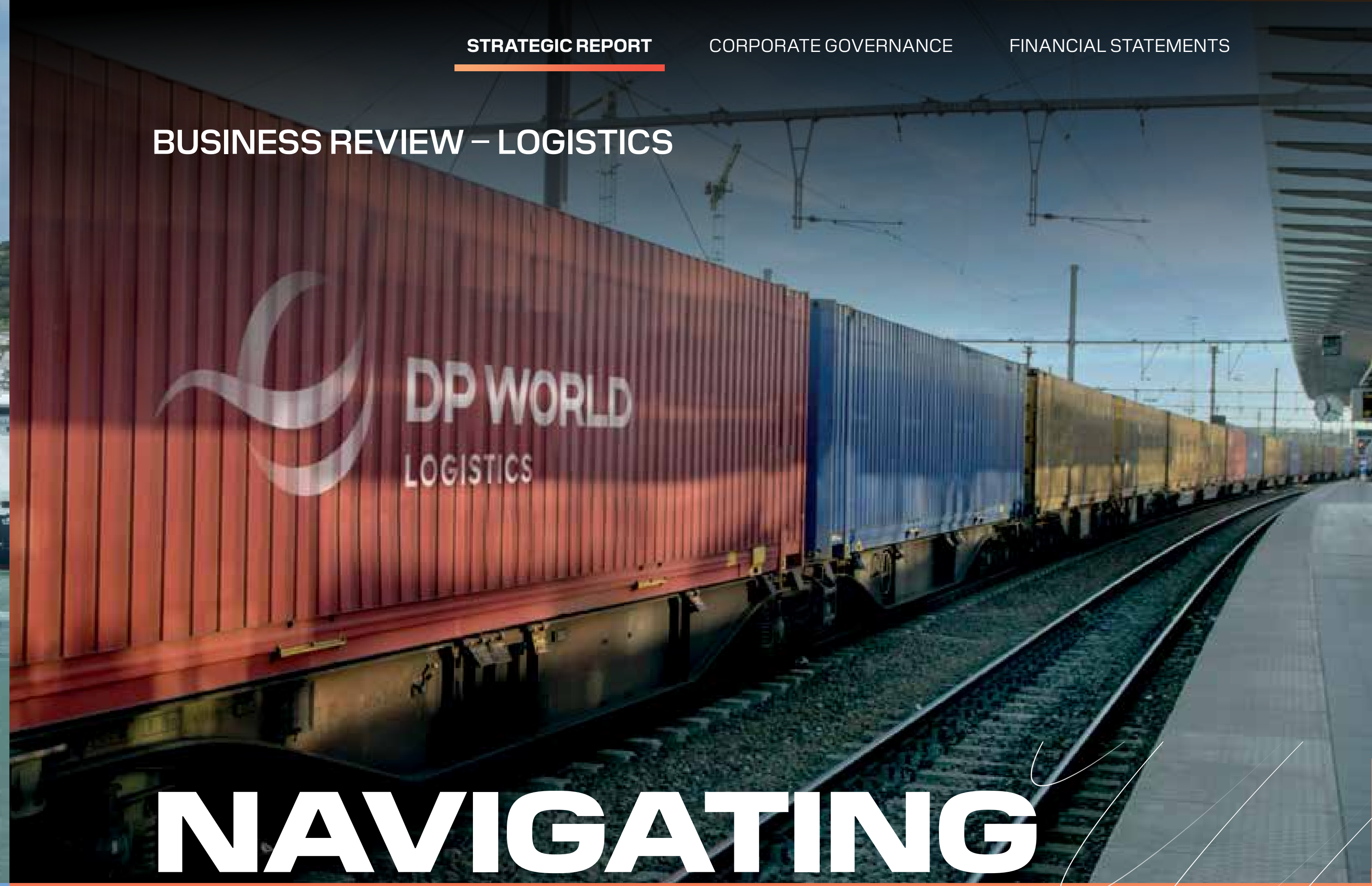
In 2023, DP World's Marine Services made remarkable strides in sustainability, significantly reducing its carbon footprint by over 16% from its 2019 baseline. This achievement, primarily due to optimised vessel routing and scheduling, underscores our commitment to environmental stewardship. As a member of the First Movers Coalition, we aim to power 5% of our marine fleet with hybrid engines and zero-emission fuels by 2030, marking a significant step towards decarbonisation.

This year, we saw the launch of P&O Ferries' hybrid ship, P&O Pioneer, a 230m long vessel designed for dual fuel operation, including traditional and battery power, with potential for future carbon-neutral operation. Serving the Dover-Calais route, this world's largest double-ended hybrid ferry is a testament to our commitment to low-carbon travel, expecting to cross the channel 100,000 times in its lifetime. P&O Pioneer, along with its sister ship P&O Liberté, will replace three older vessels, enhancing efficiency and sustainability.

Additionally, we introduced the first direct freight service between the UAE and Iraq, streamlining the flow of goods through P&O Maritime Transports. This innovative service caters to "unaccompanied trailers," enhancing operational efficiency and safety. Our efforts in reducing our carbon footprint, particularly in light of COP28 in Dubai, demonstrate our dedication to creating more efficient deployment networks, reducing nautical miles travelled, and lowering fuel consumption. These initiatives reflect our ongoing commitment to being a leader in sustainable marine services.

94M

GLOBAL CAPACITY (TEU)



BUSINESS REVIEW – LOGISTICS

NAVIGATING NEW HORIZONS

IN A YEAR OF STRATEGIC EXPANSION AND GROUNDBREAKING PARTNERSHIPS, WE HAVE REDEFINED LOGISTICS, MARKING OUR PRESENCE AS A GLOBAL LEADER IN TRADE AND TRANSPORT SOLUTIONS.

This year marks a pivotal chapter in our journey, as we expanded our global footprint in the logistics sector. Key milestones include a landmark partnership with Grupo Puntacana to establish an air cargo hub in the Dominican Republic, enhancing the Caribbean's trade infrastructure. The inauguration of the Berbera Economic Zone in Somaliland signifies our commitment to transforming emerging regions into crucial trade centers.

Our global investments in logistics position us among the world's top investors in this domain. Through a strategic collaboration with Standard Bank, we have extended our reach in Sub-Saharan Africa, bolstering market access and supply chain efficiency. The acquisition of CFR Rinkens, a logistics firm specialising in the automotive sector, has significantly augmented our service offerings, demonstrating our adaptability and focus on sector-specific solutions.

Our commitment to sustainability is evident in the launch of the "Modal Shift Programme" in the UK. This initiative aims to shift freight transport from road to rail, potentially reducing carbon emissions by 30,000 metric tonnes annually, reinforcing our dedication to environmentally conscious logistics.

Despite a challenging global economic climate, DP World's investment in logistics exceeded US$10 billion since 2012, ranking us among the top five global investors in this sector.

Our consistent performance, even in times of slowing demand, highlights our resilience and strategic foresight. As we look ahead, our focus remains on innovation, sustainable practices and expanding our global presence, ensuring DP World continues to lead the way in transforming the world's logistic landscape.

GROUP DEPUTY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER'S REVIEW

"OUR RESILIENCE BECAME THE DEFINING FEATURE IN OUR DETERMINATION TO TRANSFORM OUR BUSINESS"

YUVRAJ NARAYAN
GROUP DEPUTY CHIEF EXECUTIVE OFFICER
AND CHIEF FINANCIAL OFFICER

DP World has delivered a steady and resilient financial performance in 2023, with our adjusted EBITDA remaining stable at US$5,108 million, reflecting a solid adjusted EBITDA margin of 28.0%. This stability and resilience despite challenging macroeconomic landscape further demonstrates the robustness of our portfolio and business model.

Reported revenue grew by 6.6% to US$18,250 million as the Group benefitted from a strong performance by Drydocks and from the full year contribution of acquisitions while like-for-like revenue grew by 3.1% driven by Middle East, Europe and Africa with 14% growth. Our Ports & Terminals and Logistics businesses continued to deliver a solid results as our revenue synergy initiatives attract new customers. As anticipated, Marine Services experienced a softer performance as freight rates normalised.

DP World's credit rating was affirmed at BBB+ with a Stable outlook by Fitch and Baa2 with Stable Outlook by Moody's. The balance sheet was further strengthened post the year end with the c.2.5% final stake sale of Jebel Ali and closure of the Indian port platform monetisation raising a total of approximately US$900 million.

SEGMENT INFORMATION

ASIA PACIFIC AND INDIA

Results before separately disclosed items US$ million	2023	2022	% change	Like-for like-at constant currency % change
Consolidated throughput (TEU '000)	**10,826**	9,658	12.1%	5.8%
Total revenue	**2,155**	2,599	(17.1%)	(17.9%)
Share of profit from equity-accounted investees	**113**	96	17.7%	33.6%
Adjusted EBITDA	**615**	1,001	(38.6%)	(38.3%)
Adjusted EBITDA margin	**28.5%**	38.5%	(10.0%)	29.0%
Net profit after tax (before SDI)	**280**	678	(58.8%)	(58.1%)
Capex	**188**	163	(15.8%)	–

In the Asia Pacific region, the performance of India's ports and terminals remained steady. However, decline in revenue and Adjusted EBITDA were primarily attributable to the challenges with Unifeeder (Indian Subcontinent).

Overall, revenue declined by 17% on a reported basis which resulted in adjusted EBITDA of US$615 million.

We invested US$188 million in Asia Pacific & India, mainly focused on Cochin, Logistics business in India and Pusan (South Korea).

MIDDLE EAST, EUROPE, AND AFRICA

Results before separately disclosed items US$ million	2023	2022	% change	Like-for like-at constant currency % change
Consolidated throughput (TEU '000)	**25,657**	25,025	2.5%	0.6%
Total revenue	**13,225**	11,600	14.0%	8.7%
Share of profit from equity-accounted investees	**38**	56	(31.1%)	3.7%
Adjusted EBITDA	**4,064**	3,448	17.9%	14.1%
Adjusted EBITDA margin	**30.7%**	29.7%	1.0%	32.1%
Net profit after tax (before SDI)	**2,728**	2,154	26.6%	21.7%
Capex	**1,595**	1,104	(44.5%)	–

The performance in the Middle East, Europe and Africa remained solid. Strong results in the UAE aided by Drydocks World and Africa supported by robust macroeconomic factors, were partially offset by a softer performance in Europe, notably within Marine Services (Unifeeder) attributed to the reduced freight rates.

Total reported revenue increased by 14.0% to US$13,225 million mainly attributable to Drydocks World and full year consolidation of Imperial Logistics (2022: 10 months) while like-for-like revenue grew 8.7%. Adjusted EBITDA reached US$4,064 million, up 17.9% on a reported basis. EBITDA margins remained healthy at above 30%.

We invested US$1,595 million region, mainly in the UAE, P&O Ferries (UK), London Gateway (UK), Jeddah (Saudi Arabia), Sub Saharan Africa (SSA).

AUSTRALIA AND AMERICAS

Results before separately disclosed items US$ million	2023	2022	% change	Like-for like-at constant currency % change
Consolidated throughput (TEU '000)	**11,024**	11,410	(3.4%)	(3.4%)
Total revenue	**2,870**	2,929	(2.0%)	(0.6%)
Share of profit from equity-accounted investees	**13**	14	(12.2%)	(1.4%)
Adjusted EBITDA	**938**	1,005	(6.7%)	(9.3%)
Adjusted EBITDA margin	**32.7%**	34.3%	(1.6%)	(32.9%)
Net profit after tax (before SDI)	**566**	655	(13.5%)	(18.0%)
Capex	**318**	446	28.7%	–

In Australia and the Americas, the logistics businesses exhibited robust performance. Nonetheless, a de-stocking phase led to decreased demand for containers in the Americas mainly Canada.

Total reported revenue declined by 2.0% to US$2,870 million, while adjusted EBITDA decreased by 6.7% to US$938 million. EBITDA margins remained above 32%.

We invested US$318 million in capital expenditure in Australia & Americas, mainly in Callao (Peru), syncreon (USA) and in Caucedo (Dominican Republic).

GROUP DEPUTY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER'S REVIEW CONTINUED

SERVICE CAPABILITIES

PORTS & TERMINALS

Results before separately disclosed items US$ million	2023	2022	% change	Like-for like-at constant currency % change
Total Revenue	**6,399**	6,089	5.1%	4.6%
Adjusted EBITDA	**3,325**	3,086	7.8%	4.7%
Adjusted EBITDA Margin %	**52.0%**	50.7%	1.3%	52.0%

Ports and Terminals delivered a solid performance with a focus on high margin cargo continuing to drive growth in profitability. Notably, revenue growth was driven by an improvement in stevedoring revenue per TEU, which rose by 5.2%.

Overall, revenue increased by 5.1% on a reported basis which resulted in adjusted EBITDA of US$3,325 million.

We invested US$1,005 million in strategic locations including Jeddah (Saudi Arabia), London Gateway (UK), Jebel Ali (UAE), Callao (Peru).

LOGISTICS

Results before separately disclosed items US$ million	2023	2022	% change	Like-for like-at constant currency % change
Total Revenue	**7,921**	6,862	15.4%	7.9%
Adjusted EBITDA	**1,451**	1,202	20.7%	17.3%
Adjusted EBITDA Margin %	**18.3%**	17.5%	0.8%	19.5%

Logistics revenue and adjusted EBITDA benefitted from a full year contribution from the Imperial logistics acquisition (2022: 10 months consolidation). Additionally, land sales at Dubai Maritime City (UAE) further boosted profitability.

The performance was notably robust in the America, Africa and Middle East Region, with Jebel Ali Freezone's strong performance highlighted by a customer base now exceeding 10,000.

US$638 million was invested in Logistics targeting expansions in India, Africa, UAE and Europe.

MARINE SERVICES

Results before separately disclosed items US$ million	2023	2022	% change	Like-for like-at constant currency % change
Total Revenue	**3,930**	4,176	(5.9%)	(6.8%)
Adjusted EBITDA	**840**	1,165	(27.9%)	(28.9%)
Adjusted EBITDA Margin %	**21.4%**	27.9%	(6.5%)	21.4%

As anticipated, our Unifeeder division within Marine Services saw a decline in both revenue and adjusted EBITDA, as freight rates returned to normal over the course of the year, aligning with the easing of supply chain disruptions that followed the COVID-19 pandemic, reverting to levels seen in 2019. This decline was mitigated by a strong performance from Drydocks World (UAE) which benefited from new contracts and P&O Maritimes Logistics which delivered a robust performance during the year.

We invested US$435 million in Marine Services mainly in P&O Ferries (UK) and Drydocks World (UAE).

CASH FLOW AND BALANCE SHEET

Adjusted gross debt (excluding bank overdrafts and loans from non-controlling shareholders) increased to US$23.0 billion as of 31 December 2023 (2022: US$18.5 billion) mainly due to the Group's draw down of a new term loan of US$3.5 billion. Lease and concession fee liabilities account for US$4.5 billion, with interest-bearing debt of US$18.5 billion. Cash and cash-equivalents and short-term investments stood at US$3.5 billion, resulting in a net debt of US$19.5 billion or US$15.0 billion (on a pre IFRS 16 basis). Our net leverage (adjusted net debt to adjusted EBITDA) stands at 3.8x post-IFRS 16 and 3.5x pre-IFRS16 basis. Cash generated from operating activities remained solid, with cash from operations at US$4.6 billion.

CAPITAL EXPENDITURE

Consolidated capital expenditure in 2023 was US$2,112 million (FY2022: US$1,715 million), with maintenance capital expenditure of US$279 million (FY2022: US$203 million). Capital expenditure was split 48% Ports & Terminals, 27% Logistics, 21% Marine Services and the remaining balance between Digital and Corporate. On a regional split, 76% for UAE, Middle East, Africa & Europe, 15% for Australia & Americas, 9% for Asia Pacific & India and the balance is for the Corporate.

We expect the full-year 2024 capital expenditure to be approximately US$2.0 billion, which will be mainly invested in Jebel Ali (UAE), London Gateway (United Kingdom), Inland logistics (India), Dakar (Senegal), East Java (Indonesia), Callao (Peru) and Jeddah (Saudi Arabia).

NET FINANCE COSTS BEFORE SEPARATELY DISCLOSED ITEMS

Net finance costs in 2023 was US$1,129 million compared to US$800 million in 2022. Increase in net finance costs mainly due to higher average debt and increase in interest rates during the year.

TAXATION

The tax expense relates to the tax payable on the profit earned by overseas subsidiaries calculated in accordance with the taxation laws and regulations of the countries in which they operate. For 2023, DP World's income tax expense before separately disclosed items increased to US$404 million (2022: US$395 million).

DP World UAE subsidiaries are subject to UAE Corporate Tax from 1 January 2024. For reporting purposes, the UAE Corporate Tax law was considered enacted at the reporting date. Accordingly, the Group has recognised a deferred tax liability of US$42 million in respect of historical business acquisitions.

The Group will be required to comply with the BEPS Pillar II minimum global taxation rules from 1 January 2024 in applicable jurisdictions.

PROFIT ATTRIBUTABLE TO NON-CONTROLLING INTERESTS (MINORITY INTERESTS)

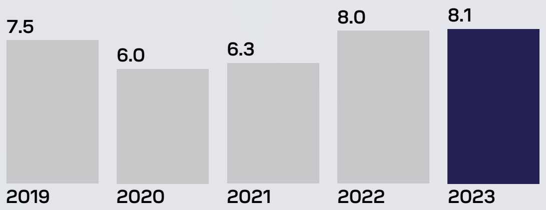
Profit attributable to non-controlling interests (minority interest) before separately disclosed items was US$481 million in FY2023 against FY2022 of US$401 million, mainly due to profit attributed to minority shareholding in the UAE and Africa.

YUVRAJ NARAYAN
GROUP DEPUTY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
19 March 2024

KEY PERFORMANCE INDICATORS

FINANCIAL

RETURN ON CAPITAL EMPLOYED (ROCE) %



8.1%

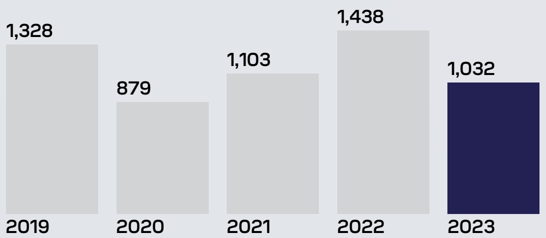
DEFINITION

ROCE is earnings before interest and tax and before Separately Disclosed Items (SDI), as a percentage of total assets less current liabilities.

COMMENT

ROCE is a key measure of how well our investment strategy is delivering value. In 2023 our ROCE improved to 8.1% from 8.0% in 2022. We expect our ROCE to continue to increase as our portfolio matures. Currently, the average life of our port concession stands at 32 years.

PROFIT ATTRIBUTABLE TO OWNERS OF THE COMPANY (US$M)



US$1,032M

DEFINITION

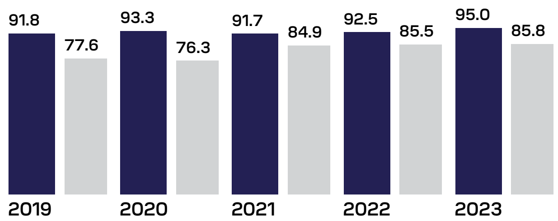
Profit attributable to owners of the Company is calculated before taking Separately Disclosed Items (SDI) into account and after minority interest.

COMMENT

Profit attributable to owners of the Company before SDI decreased by 28.3% in 2023 due to higher depreciation and amortisation, and higher net interest expenses.

CUSTOMERS

● GROSS CAPACITY MTEU
● GROSS CAPACITY UTILISATION %



95.0/85.8%

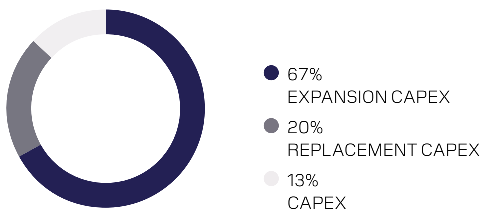
DEFINITION

Gross capacity is the total capacity of our global portfolio of terminals. Gross capacity utilisation is the total throughput in the year divided by the total capacity.

COMMENT

Gross capacity increased by 2.6 million TEU to 95.0 million TEU at the year end. Our utilisation remains high and above the industry average.

CAPITAL EXPENDITURE IN 2023



US$2,112M

DEFINITION

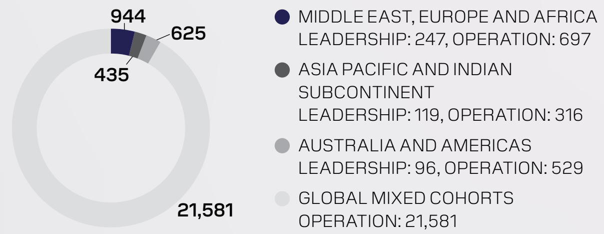
Capital expenditure is the total cost of property, plant, equipment, investment properties, and port concession rights added during the year.

COMMENT

Capital Expenditure totalled US$2,112 million during the year and was predominantly related to expansion of existing facilities and their maintenance.

PEOPLE

DP WORLD HUB TRAINING PROGRAMME PARTICIPANTS IN 2023



TOTAL: 23,585

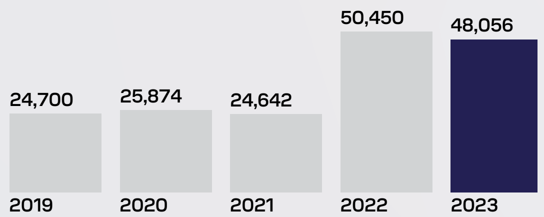
DEFINITION

The number of participants who took part in face-to-face and virtual training programmes run by the DP World Hub across the Group.

COMMENT

The Hub is DP World's global centre of excellence for learning, leadership and talent management. We consult and partner with the core business to provide learning opportunities that support our key strategic objectives and to continue to deliver a wide range of operational and leadership training with high levels of engagement across the Group.

DP WORLD HUB E-LEARNING MODULE COMPLETION IN 2023



TOTAL: 48,056

DEFINITION

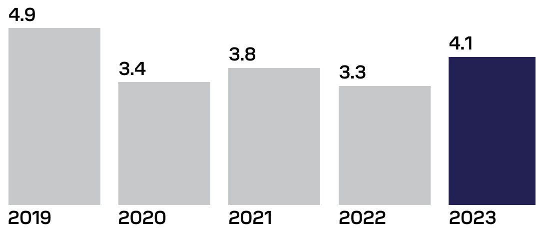
The number of modules completed on the DP World e-learning platform during 2023.

COMMENT

The DP World Hub continues to deliver a wide range of programmes via our e-learning platform. We expect this trend to continue as further e-learning programmes are developed and released.

OPERATIONS

REPORTABLE INJURY FREQUENCY RATE (RIFR)



4.1

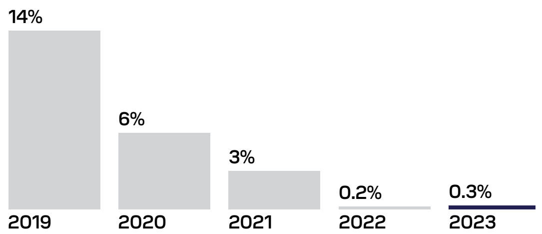
DEFINITION

RIFR is the sum total of Employee and Contractor Fatalities, Lost Time and Medical Treatment Injuries divided by the total hours worked and then multiplied by 1 million.

COMMENT

The inclusion of the acquired logistics businesses resulted in a 22% increase in RIFR. These new businesses added 96 million working hours and 598 injuries for 2023 when compared to 2022.

INCREASE IN BERTH PRODUCTIVITY 'BMPH' %



0.3%

DEFINITION

Berth moves per hour (BMPH) is the average number of containers moved over the quay wall from and to a vessel divided the gross berth hours, measured from the first line to the last line.

COMMENT

In the years 2022 and 2023, our focus has been on enhancing data quality and globally standardising the definition of BMPH (Berth Moves Per Hour) in alignment with our customers' requirements. Despite the consistent growth of our company and the acquisition of new businesses to meet increasing demand, we have achieved a 2% improvement in 2023 compared to 2022.

EFFECTIVE RISK MANAGEMENT

WE CONSTANTLY MONITOR THE POTENTIAL THREATS AND OPPORTUNITIES WE FACE TO ENSURE THAT WE REMAIN RESILIENT AND THRIVE, BOTH REPUTATIONALLY AND OPERATIONALLY.

Our Board recognises that effective risk management is critical to enable us to meet our strategic objectives. The Board establishes the control environment, sets the risk appetite, approves the policies, and delegates responsibilities under our Enterprise Risk Management (ERM) framework. The Audit and Risk Committee, under delegation from the Board, monitors the nature and extent of risk exposure for our principal risks. Details of the activities of the Audit and Risk Committee are in the Corporate Governance section of this report, commencing on page 81.

Our ERM framework incorporates a continuous exercise of "bottom-up" risk review that incorporates the Group's business units and reporting, as well as "top-down" risk review by the senior management executives and oversight, designed to support the delivery of our vision and strategy as described on pages 20 and 21 of this report.

OPERATIONAL RISK MANAGEMENT

This bottom-up risk management exercise is performed by businesses across our Group. They identify significant risks to achieving their objectives and specify mitigation strategies to manage these risks. The risks are assessed based on impact and likelihood, enabling prioritisation of major and significant risks.

This is a continual process and may be associated with a variety of strategic, financial, operational and compliance matters, including business strategies, health, safety and protection, environment, operational disruptions, technology threats, competition, and regulatory requirements. These risks are collated in risk profiles and are reported at local, regional, and Group levels.

STRATEGIC RISK MANAGEMENT

This top-down exercise includes interviews with senior management executives to overlay the strategic considerations of DP World's global strategy. In addition, the Board defines the overall risk appetite for the Group to guide the Board's willingness to accept risk in pursuit of the Group's strategic objectives.

The output from the aggregated results of the top-down and bottom-up exercises forms DP World's risk profile, which is reported and discussed by the Enterprise Risk Management Committee, Audit and Risk Committee, and the Board.

TOP-DOWN: OVERSIGHT, REVIEW AND CHALLENGE			RESPONSIBILITY
1. BOARD 2. AUDIT AND RISK COMMITTEE			The Board is ultimately responsible for risk management and promoting the Group Risk Management Framework, as well as the review and approval of DP World's risk appetite. Under delegation from the Board, the Audit and Risk Committee oversees the implementation of risk management, including policy-setting and application of the framework.
ENTERPRISE RISK MANAGEMENT COMMITTEE			The Enterprise Risk Management Committee assists the Audit and Risk Committee in the discharge of its duties of risk management. It consists of senior executives from across the Group who meet on a regular basis to provide more detailed oversight and challenge on the key corporate and emerging risks that may impact our Group.
ENTERPRISE RISK AND RESILIENCE FUNCTION			The Group Head of Enterprise Risk and Resilience works to establish and implement the Enterprise Risk Management Policy, independently reviews and challenges risk information, compiles and analyses risk profiles, monitors risk management processes within the Group, and regularly reports on risks to our oversight bodies, including the Board.
Logistics, Ports and Terminals, Economic Zones, Digital Solutions and Marine Services FIRST LINE OF DEFENCE Risk ownership and control	Regions, Divisions and Corporate Functions SECOND LINE OF DEFENCE Risk monitoring and compliance	Internal Audit THIRD LINE OF DEFENCE Control validation	Corporate oversight mechanisms monitor our significant risks. Regional and divisional management and corporate functions develop policies and procedures and undertake other activities to mitigate a wide range of risks, including operational, financial, compliance and strategic risks. Business units across our core lines of business have responsibility for the identification and management of risks, developing appropriate mitigating actions and the maintenance of risk profiles. Internal Audit provides objective, independent assurance on the key risk-mitigating controls.
			BOTTOM-UP: RISK IDENTIFICATION, ASSESSMENT AND REPORTING

RISK OVERSIGHT AND ACCOUNTABILITY

Ultimate accountability for risk management lies with the Board, which delegates the oversight of implementation and effectiveness to the Audit and Risk Committee, including policy-setting and application of the framework. The timely flow of risk intelligence and reporting lines that we have in place across our three lines of defence enable more informed decisions to be made throughout the Group. DP World's Three Lines of Defence model and key risk responsibilities have been outlined on the previous page.

OUR RISK MANAGEMENT APPROACH

DP World adopts a Group-wide approach to the identification, assessment and prioritisation of risks, including how they are managed, monitored, and reported. Management within our business units, regions, and corporate functions constantly reviews, challenges, and monitors our risks on an ongoing basis through their day-to-day business activities. This is then formalised into our risk reporting cycle through allocated "Risk Champions" who capture and report on their risks through risk profiles.

OUR APPROACH

1. RISK IDENTIFICATION	A robust methodology is used and a broad spectrum of risks is considered to identify key risks at local, regional, divisional, and Group levels, as well as for major projects. This is consistently applied through the development and ongoing implementation of the ERM framework.
2. RISK TREATMENT AND RESPONSE	Once risks are identified, they are evaluated to establish root causes, financial and non-financial impacts, and the likelihood of occurrence. Consideration of risk treatment enables the creation of a prioritised risk profile. Management controls are designed to mitigate risks and their effectiveness and adequacy are assessed.
3. RISK TREATMENT AND RESPONSE	The risk mitigation strategy is based on the assessment of potential risk exposure and acceptable risk tolerance levels. If additional controls are required, these are identified, and responsibilities are assigned.
4. RISK MONITORING AND REPORTING	Management is responsible for monitoring the progress of actions to treat key risks and is supported through the Group's Internal Audit programme, which evaluates the design and effectiveness of controls. The risk management process is continuous, and key risks are reported to the Audit and Risk Committee.

EFFECTIVE RISK MANAGEMENT

KEY INITIATIVES

EMERGING RISKS AND SCENARIO PLANNING

DP World monitors its external risk landscape to evaluate potential threats and trends that could impact the delivery of its strategic objectives. The Enterprise Risk and Resilience team is continuously scanning the horizon for risks that can impact the Group. As an output of this activity, emerging risk scenarios are identified and are analysed to determine the potential impact to the Group as well as our readiness to respond.

CRISIS RESPONSE

Geopolitical events continued to take place during 2023, including the Ukraine conflict as well as events in Gaza and the surrounding region. Through DP World's robust crisis management and coordination framework, we have maintained the continuity of our businesses, whilst prioritising the safety of our people. The risk tools and coordination framework we have in place, allow us to closely monitor the crisis, specifically how it relates to our people, our business, and our customers, while ensuring we are putting plans in place for possible future scenarios.

OPERATIONAL RESILIENCE APPROACH

As a leading provider of smart logistics solutions, we are committed to providing resilient products and services as part of our value proposition to our customers. We invest in the best operations and support functions across the organisation and in a dedicated operational resilience programme, designed to seek out new opportunities to improve our resilience.

Our operational resilience programme aims to prevent, withstand, and adapt to threats to our people, business, and reputation. Our risk management-led approach is designed to increase coordination across corporate functions and to provide greater support to our business units across our pillars, so that we are in a strong position to prevent and respond effectively to any form of disruption.

Aligning to best practices in ISO 22301, ISO 22316:2017, and NCEMA 7000:2021, we take a top-down approach to operational resilience delivery. The operational resilience policy links directly to the business continuity and crisis management policies, as well as those of other corporate functions across the Group. It is designed to drive coordination between activities and those teams that have a role in the prevention, preparation, and response to all forms of incidents and crises.

Throughout 2023, our focus has been on building our capability to prevent, prepare for, and respond to incidents, crises, or disruptions. We have delivered a programme of strategically focused crisis training and exercises for senior leadership teams across the globe. This programme has tested our senior leadership teams' response to high-risk events and has allowed them to rehearse, identify lessons, and improve their preparations for potential crises.

This year, DP World also enhanced our Business Continuity Management (BCM) capability, continuing to support frontline business units with planning and testing, while strategically transforming our business continuity approach. This transformation will ensure that BCM delivery matches our risk landscape and incorporates our new businesses and organisational structure. A global project to digitise business continuity has started; this will not only provide a greater resolution on operational processes and making them more resilient, but will also provide a vast data lake for business intelligence. By harnessing this information, we can continue to leverage our global capability and provide a more resilient service to our customers. Digital transformation remains a key principle, and we are looking at new tools to provide improved support and better intelligence to business units across the organisation. This includes the continued rollout of Project SIREN (which started in 2023), a mass communications tool and risk intelligence platform, greatly improving our ability to support staff before, during, and after major incidents.

Stress-testing our teams, plans, processes, and procedures remains a core tenet of our operational resilience programme. It allows us to understand the areas where we are strong and the areas that need improving. In 2023, we remained adaptive and dynamic in our delivery of resilience improvements. As we enter 2024, our priority remains the protection of our core business to facilitate future growth.

OUR PRINCIPAL RISKS

OUR ERM FRAMEWORK ENABLES US TO MONITOR, MITIGATE, AND MANAGE THE INTERNAL AND EXTERNAL RISKS THAT CAN DEVELOP AND EVOLVE OVER TIME.

STRATEGIC OBJECTIVES

OFFER END-TO-END SUPPLY CHAIN SOLUTIONS TO CARGO OWNERS

BROADEN PRODUCTS AND OFFER SUPPLY CHAIN SOLUTIONS TO A WIDER AUDIENCE

CONTINUE TO INVEST IN ORIGIN-DESTINATION FOCUSED PORT LOCATIONS

2023 PRINCIPAL RISKS	TREND			
Macroeconomic instability	∧	●	●	●
Financial risks	>		●	●
Customer attraction and retention	>	●	●	●
Major projects – planning and project management	>		●	●
Geopolitical	∧	●	●	●
IT systems and cyber threat	∧		●	●
Health and safety	∧	●	●	●
Environment and climate change	∧	●	●	●
Compliance	>	●	●	
Leadership and talent	>	●	●	●
Labour unrest	>	●	●	
Legal and regulatory	>	●	●	

Our Enterprise Risk Management (ERM) framework and methodology are aimed at identifying the principal risks that could:

- hinder the achievement of DP World's strategic objectives and financial targets;
- adversely impact the safety or security of the Group's employees, customers, assets, and the surrounding ecosystem;
- have a significant impact on the financial/operational performance of the Group; and/or
- negatively impact the Group's reputation or stakeholder requirements.

While other risks exist outside the above listed, we have made a conscious effort to disclose those of the greatest importance to our business. A summary of our principal risks and how these could affect our strategic objectives is included below.

The nature and management of these risks are further described on pages 43 to 53.

Risk is an inherent part of doing business and it is not possible to identify, anticipate, or eliminate every risk that may arise. As such, our risk management process aims to provide reasonable assurance that we understand, monitor, and manage the principal risks we face in delivering our strategic objectives. We employ controls and mitigation strategies to reduce these inherent risks to an acceptable level. Our principal risks will evolve as these controls and mitigating activities succeed in reducing the residual risk over time or as new risks emerge.

Many risk factors remain beyond our direct control. The ERM framework can only provide reasonable but not absolute assurance that key risks are managed to an acceptable level.

MACROECONOMIC INSTABILITY

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

Throughput correlates with the GDP growth of the global economy. Market conditions in many of the geographies where we operate can be challenging due to macroeconomic or geopolitical issues, which can potentially impact our volume growth and profitability.

TREND

INCREASING

According to the International Monetary Fund (IMF), in 2023, the global economy expanded by 3.1%. The IMF is forecasting GDP growth of 3.1% in 2024 and showing a marginal reduction in the rate of growth across most economies. Inflationary pressures, higher interest rates, and geopolitical uncertainty will impact GDP growth and global volumes.

HOW WE MANAGE OUR RISK

- We keep our business focus on origin and destination cargo, which is less susceptible to economic instability. Although our focus on faster-growing emerging markets may result in volume volatility in the short term, we believe that the medium to long-term prospects remain robust. We aim to deliver high levels of service to meet our customers' expectations and continue to proactively manage costs.
- We secured multiple sources of funding through bank loans, revolving facilities, bonds, Sukuks and private placements to help ensure that the Group can meet short- and long-term liquidity requirements, facilitating our growth and diversification aspirations.
- We have a well-diversified global portfolio of investments across several jurisdictions, spreading our geographical concentration risk. Increasingly, we are investing in logistics, which further diversifies our risks.

FINANCIAL RISKS

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

Our Group operates in many geographies around the world. Within the scope of our normal business activities, we are exposed to financial risks that affect our access to liquidity, availability of capital to achieve our growth objectives, foreign currency, and interest rate volatility.

TRENDS

STEADY

The Group's strong balance sheet and continuing operational performance have helped manage this risk for the Group. However, interest rate rises have increased the cost of borrowing, and we have continued to see interest rate volatility.

HOW WE MANAGE OUR RISK

- We have a strong balance sheet, with a net debt to adjusted EBITDA of 3.5% times in 2023.
- We have a committed revolving credit facility of US$3 billion at Group level.
- We predominantly set our tariffs for our Ports and Terminals businesses in US dollars, which provides us with a natural hedge against foreign exchange risk. Our internal policy is to mitigate all asset-liability mismatch risks where possible and hedge against interest rate risk.
- We ensure minimal effect on the Group's interest rate and refinancing risk exposure through issuance of the hybrid bonds and the terms of the debt relating to the de-listing exercise, which has been hedged as per policy.

OUR PRINCIPAL RISKS

CUSTOMER ATTRACTION AND RETENTION

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

As DP World executes its strategy of developing and growing port-centric logistics and marine services businesses, customer attraction and retention risks must be mitigated.

With the continued expansion into new areas of the supply chain, our customer model has shifted from a smaller number of high value customers, to also include a higher number with lower-value customers. This increase in customer base places greater focus on customer relationship management, both in attracting new customers and retaining existing ones.

In addition, the utilisation within our Ports and Terminals business (our core business area) is influenced by the capacity available to handle container volumes. In some jurisdictions, port authorities tender many projects simultaneously and create capacity beyond medium-term demand, which will lead to overcapacity in that market. An increase in capacity can lead to intensified competition between terminal operators, resulting in weak pricing power, loss of revenue and low return on investment.

TREND

STEADY

Although we have seen a negative impact on volumes in certain locations, this has been offset by growth in others.

HOW WE MANAGE OUR RISK

- We develop port-centric logistics by adding landside value to our customers. Such investments complement container terminals by increasing our leverage while at the same time independently contributing to sustainable revenue addition.
- We invest in digital assets that will deliver DP World's vision to become a trade enabler by taking our customers' operations online and reducing paper-based complexities involved in existing processes.
- We develop end-to-end logistics solutions that integrate road, rail, and non-vessel-owning common carriers; managing businesses and systems to deliver customer-focused solutions.
- We focus on high levels of customer service to develop sustainable, high-value, and trusted customer relationships throughout our portfolio.
- We have put in place a client management programme to build and maintain close relationships with carriers.
- Actively monitoring and managing our renewal and retention rates and new business pipeline closely through dedicated commercial teams.
- Navigating the capital-intensive nature of the container terminal industry, we encounter typically high barriers to entry. However, in many jurisdictions, where there are ramp-up risks associated with new capacity, we seek terms with the port authorities to restrict the granting of additional capacity until a reasonable level of ramp-up has been achieved.
- We increase capacity in line with demand to avoid overcapacity.
- We maintain our portfolio's focus on emerging markets that show resilience and growth. We repurpose and refit our ports and terminals in line with market demand. We use technology to improve efficiency and drive new revenue streams, increasing the return on investment in our existing assets.
- Leveraging our global footprint, we have established medium to long-term global contractual agreements with customers, enabling improved efficiencies for both parties. Where necessary, these are reviewed to include additional services that are being provided.
- Within our terminals, we continue to diversify our revenue streams to include non-containerised cargo.
- Within the logistics business, we cultivate a very wide and diverse customer base across multiple industries, with no single customer contributing more than 5% of our revenue.
- We continue to establish freight forwarding offices across the globe.

MAJOR PROJECTS – PLANNING AND PROJECT MANAGEMENT

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

Major capital construction projects and programmes of work contribute significantly to reshaping our portfolio and delivering our strategy. DP World is managing several high-value, long-term projects that can take months or years to complete. These programmes and projects, due to their nature, are exposed to geopolitical events, forces of nature, unforeseen site conditions, technology development, equipment delivery issues, and other external factors, which can result in delays, quality issues, or cost overruns. Failure to deliver these major programmes and projects can expose the Group to the risk of reduced profitability and potential losses.

TREND

STEADY

Our key construction projects continue to progress as planned because of the strength of our contract documents, strong relationships with our supply chain and close monitoring and mitigation of any potential impacts.

HOW WE MANAGE OUR RISK

- We make sure our Group Planning and Project Policy ensures full oversight of all capital construction projects and programmes for all Group companies. Key stakeholders across the Group are regularly provided with status update reports on the progress of projects to ensure clear visibility and accountability.
- We have set up a Group Procurement Policy that supports in pre-qualifying our vendors, standardising procurement activities (e.g., tendering, evaluation, and awarding) and standardising and constantly updating the contractual documentation to cater for the Group's interests when procuring products or services from third-party vendors.
- We periodically assess, mitigate, manage, and control project risks during the project implementation stage.
- We have put in place several levels of approval for large-scale contracts up to the level of our Board. Multi-disciplinary committees have been established to validate vendor selection and the awarding process for all large-scale projects.
- We apply international standards (e.g., ISO9001 and PMI PMBOK), which ensures consistency in delivering projects and high customer satisfaction.
- We continue to enhance the Project Implementation Manual to reflect the latest process, procedures, tools and techniques in project management.
- As the Group continues to diversify and add different companies under its umbrella, we extended the competency and expertise of the Group Planning and Project Management Department to be ready for any new project type (for products or services).

OUR PRINCIPAL RISKS

GEOPOLITICAL

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

The Group seeks new opportunities and operates across a large number of jurisdictions, resulting in exposure to a broad spectrum of economies and political and social frameworks. Political instability, changes to the regulatory environment or taxation, international sanctions, expropriation of property, civil strife, and acts of war can disrupt the Group's operations, increase costs, or negatively impact existing operations, services, revenues, and volumes.

TREND

INCREASING

The risk has increased due to severe escalations in geopolitical tensions in the Middle East involving Israel and Palestine, as well as the ongoing conflict between Russia and Ukraine. Civil unrest in Latin America also remains a significant area of concern.

HOW WE MANAGE OUR RISK

- We have a well-diversified global portfolio of investments across several geographical jurisdictions, which spreads our risk. We also actively maintain a mix of investments between emerging markets and developed markets to balance our risk-return profile.
- We are also increasingly investing in logistics assets, which further diversifies our potential risk exposure, should undesired geopolitical events occur.
- We focus on more resilient origin and destination cargo, which also lowers the risk of volatility.
- We have an experienced business development team who undertakes initial due diligence, analysing current and emerging issues.
- We have put in place business continuity plans to respond to threats and safeguard our operations and assets.
- We initiate authoritative and timely intervention at both national and international levels in response to legislative, fiscal, and regulatory proposals that are disproportionate and not in our interests.
- We run continuous security assessments and monitoring of geopolitical developments, along with engagement with local authorities and joint venture partners, which ensures we are well-positioned to respond to changes in political environments.

IT SYSTEMS AND CYBER THREAT

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

DP World focuses on utilising technologies and data to give us a competitive advantage. It helps us drive efficiencies by ensuring that we understand and operate all our assets to their maximum potential, automating key processes and activities where possible.

As we continue to embed greater digitalisation into the DP World strategy, we continue to realise significant advantages concerning customer experience, revenue and cost. This will enable DP World to achieve growth targets in an evolving landscape.

Migration to the cloud and centralising technologies has significant commercial and operational advantages; however, it places greater reliance on ensuring a strong, robust cyber security environment.

The sophistication of cyber threats continues to evolve at a fast pace, leading to corporations being targeted for malicious and unauthorised attempts to access their IT systems for information and intelligence. Our Group could be compromised by an incident that breaches our IT security. This could result in business disruption, liabilities, claims, loss of revenue, litigation, and harm to the Group's reputation.

TREND

INCREASING

The sophistication and frequency at which cyber-attacks and information security incidents are occurring within global organisations continue to increase. Phishing, ransomware, and Distributed Denial-of-Service (DDoS) attacks are prevalent and, as such, we must remain vigilant and be prepared.

As a critical part of national infrastructure, the logistics industry confronts substantial risks from advanced threat actors, with a consistent pattern of attacks across various regions, with a clear emphasis on developed economies and major global logistics hubs.

HOW WE MANAGE OUR RISK

- We have developed technology strategies that are aligned with business objectives.
- We conduct periodic IT maturity assessment of our business units and implement necessary controls to improve the maturity year-on-year.
- We frequently review our information security policies, procedures, and frameworks to mitigate risks and ensure compliance. These are based on international industry standards, such as ISO27001, NIST, and CIS.
- We base our Group Technology Governance on COBIT-2019, ISO 27001, PMI, and ITIL frameworks.
- We monitor our infrastructure 24/7 by third-party Security Operations Centre (SOC) providers and an in-house SOC established within Head Office. We also perform threat hunting activities and red teaming as part of our incident management process.
- We conduct cyber-attack simulations to assess awareness of our employees. We provide regular training and awareness courses to ensure employees remain vigilant on cyber-security when using our computer systems.
- We have in-house cyber-incident response and forensic investigation capabilities. All business units have cyber-incident response plans developed and regularly tested.
- We conduct regular update and patching of all our software and systems to ensure that we minimise our vulnerabilities.
- We conduct regular external and internal vulnerability assessments and penetration testing (VA/PT) on all critical systems.
- We implement strong authentication mechanisms to maintain confidentiality, integrity, and availability.
- We follow a "Zero Trust Model" before granting access and use the principle of least privileged access level.
- We implemented a multi-layer information confidentiality, integrity and availability (CIA) protection based on defence-in-depth architecture for IT and OT infrastructure and applications.
- We have put in place datad backup and periodic restoration practices across business units to ensure data availability during unforeseen events.
- We set up IT disaster recovery plans to support business continuity and we conduct regular disaster recovery drills to verify effectiveness.
- We regularly update or refresh our IT to keep pace with changing and growing threats and support business applications.
- We streamlined our Data Governance programme, incorporating data security and privacy principles on critical data elements of business.

OUR PRINCIPAL RISKS

HEALTH AND SAFETY

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT
The industry we operate in has a considerable interaction between people and heavy equipment, loads, and falls from heights, which expose us to a range of health and safety hazards. The potential impacts include harm to our people, regulatory action, legal liability, increased costs, and damage to our reputation. Our ultimate goal is zero harm to our employees, communities where we work, and stakeholder partners.

The continued expansion into the wider supply chain presents new health and safety threats. Safety measures at our ports and terminals are largely under our control. However, once we leave the gate, external factors are beyond our control and this requires continued focus and attention to ensure that we protect our people and minimise the risk of threats to others.

These impacts are compounded in emerging markets where fundamental safety cultures may not exist or where regulations are not consistently enforced.

TREND
INCREASING
As we continue to diversify and grow our business, both into new markets as well as new sectors across the supply chain, this increases our potential health and safety risk exposure. The health and safety culture of a business does not change overnight, and as we acquire new businesses, there is a transition time to bring them up to our standards. Risk typically will continue to increase and requires a significant amount of priority, focus, and attention from all our staff to achieve our "zero harm" target.

HOW WE MANAGE OUR RISK
- At DP World, we are committed to ensuring the health, safety and wellbeing of our employees, contractors, and the communities where we operate.
- Our Board of Directors is fully committed to creating a safe culture throughout the Group. We regularly monitor the implementation of our safety strategy within our business units, which includes employee training, regular audits, and management objectives concerning the safety of our people.
- We have set up a comprehensive HSE Management System, which details the minimum HSE requirements that all Regions and Operating Entities must comply with, and which was certified against ISO14001: Environmental Management Systems Standard and ISO45001: Occupational, Health and Safety for the following Scope; "Management of OHS and Environmental system and assurance of HSE activities".
- We maintain up-to-date Health, Safety, and Environment (HSE) standards, guidelines and targeted field-based risk programmes, along with extensive safety promotion activities.
- We have in place a comprehensive five-year HSE strategy backed by robust annual plans for all levels of the organisation. We have implemented the HSE Pillars covering Leadership and Engagement, Risk Reduction and Improvement, and Commitments We Live By, which provide the framework to support and influence our work culture and reduce risk. The pillars encompass our vision to eliminate Serious Injuries and Fatalities (SIFs) from our businesses. The pillars also seek a culture of zero harm to ensure everyone goes home safe.
- To further embed our culture of safety and drive long-term change, we developed a safety culture strategy. The strategy includes the development of a safety culture promotional video called "I Am Responsible" for all workers and the executives.
- We continue to record and report on all safety impacts within our businesses to the Board and senior management.
- We conduct an annual HSE profiling to identify and rate high, medium, and low-risk entities across the portfolio.
- We established a centralised and integrated online HSE management system for live HSE performance tracking and real-time management notifications, including PowerBi dashboards and predictive analytics.
- We assess the businesses' ability to achieve serious incidents and fatalities through audits and site-based risk reviews. Focus sites were identified using a risk-based approach to proactively focus on risk mitigation strategies.
- We investigate all incidents and have a working group in place to highlight trends, reduce risk factors, and identify and implement measures aimed at eliminating future incidents.
- We assigned business unit management to be responsible for on-site safety risks, supported by safety guidelines, procedures, and oversight from our local, regional, and global safety teams, which coordinate consistent approaches to safety risks.
- We continually improve and embed our contractor management and contractor selection criteria, in line with our safety policies before commencing work at our business units.

ENVIRONMENT AND CLIMATE CHANGE

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT
Climate change continues to be a big focus area, from a legal and operational perspective. We are also cognisant of our operational risk and responsibility to protecting nature and preventing biodiversity loss, and are increasing our focus on how we manage this within our operations.

The nature of our operations, including new developments, leaves us susceptible to causing harm to the environment, including land, water, air, and sensitive ecosystems. Major incidents, such as the release of harmful substances, may result in damage to the surrounding environment and the Group being held liable for financial compensation, clean-up costs, and potentially have our corporate image permanently damaged.

DP World, as well as our key stakeholders, including investors, customers, and regulators, continues to place high priority and focus on how we are preventing and minimising negative environmental impacts, as well as how we are improving our environmental and carbon footprint. Without proactive actions and steps taken towards prevention and recovery, this could also negatively impact our reputation, as well as the potential for loss of customers and access to funding.

The introduction of legislations and regulations aimed at tackling climate change continues to build momentum. Regulatory breaches can result in considerable financial penalties, disruption to business, personal and corporate liability, and damage to our reputation. In addition, with climate change causing sea levels to rise, increased temperatures, and more extreme weather changes, this could have an impact on our physical assets, equipment, and infrastructure, resulting in operational disruptions if left untreated.

TREND
INCREASING
As we continue to diversify and grow our business, both into new markets as well as new sectors across the supply chain, this increases our environmental footprint and risk exposure. There is a transition period to integrate acquired businesses into Group level standards and align these to ensure they are reflective of the risks presented. We have seen our carbon intensity reduce for our ports and terminals businesses through equipment electrification, the supply of renewable electricity, and operational efficiencies.

However, we are continuing to bring onboard new businesses with environmental practices that are not necessarily up to our standards, increasing our environmental footprint. In addition, we have continued to see new emissions regulations, including the IMO2020 Regulation for sulphur, impacting our ferries and feedering vessels. As such, improvements to our environment and climate change footprint will continue to be a focus and priority for DP World.

Further details can be seen on **page 61**. →

HOW WE MANAGE OUR RISK
- We have put in place Group Environmental Standards as part of the Group level ISO 14001 certified HSE Management System and they are implemented across all of our operating entities, to establish minimum requirements in line with good international industry practice. These may go beyond regulatory requirements in order to identify, assess, manage environmental impacts, and escalate as required.
- We make sure all our businesses maintain legal registers to identify relevant requirements related to environmental and climate change regulatory risks. We actively engage various external stakeholders to manage and mitigate any risks associated with regulatory changes.
- We regularly review and update our standards and guidelines to align with good international industry practice.
- We have in place and are continuing to develop, short- and long-term decarbonisation and environmental impact management strategies.
- We have set a net zero target by 2050 and are committed to the Science-Based Targets initiative, a collaboration between CDP, the United Nations Global Compact, the World Resources Institute, and the World Wide Fund for Nature to set emission reduction targets in line with climate science and the Paris Agreement goals.
- We have put in place an asset resilience working group to establish mitigations and solutions for minimising the impact that climate change will have on our assets, equipment, and infrastructure.
- We have a seasoned team of executives, managers, and technical leaders who play an important role in developing strategies and actions to combat the adverse potential effects of climate change, through planning, modification of infrastructure, and retrofitting.
- We continue to monitor and report our carbon emissions to the Board, senior management, and globally to stakeholders.
- We have our carbon emissions certified by an external party on an annual basis.
- We actively procure new equipment that is of maximum feasible efficiency to ensure the lowest possible carbon emissions. Our business strategy is to purchase electric or other zero emission equipment wherever feasible.
- We proactively review cargo and hazardous materials that we handle and ensure proper handling, care, and storage.
- We have developed targeted controls, guidance, and training to prepare our terminals for response to a spill or release that may occur during operations.
- We require from our operations to report environmental performance metrics on a regular basis to support evaluating risks and establishing targets and KPI's; this also includes reporting of environmental incidents in line with Group reporting requirements.
- We evaluate our performance data to identify positive and negative trends, with a focus on reducing risk factors by implementing measures to minimise and/or eliminate future incidents.
- We have made available for the public further information on our environmental initiatives and performance in the Sustainability section of this report, commencing on page 60.

OUR PRINCIPAL RISKS

COMPLIANCE

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT
DP World demonstrates high standards of business integrity and is committed to compliance with applicable laws and regulations, including but not limited to, anti-bribery and corruption, fraud, data protection, trade sanctions, and competition law.

As our business spreads geographically, we are increasingly operating within a network of national and international regulatory requirements that are increasing in scope and complexity. Failure to comply with these regulations could result in substantial penalties, prosecution, and significant damage to our reputation, and may negatively impact relationships with our customers and other stakeholders. This could, in turn, impact our future revenue and cash flow. In addition, a mere allegation of non-compliance could also lead to reputation and brand damage with investors, regulators and customers.

TREND
STEADY
Compliance-related regulatory requirements are increasing in scope and complexity, specifically within areas such as trade sanctions and data privacy (e.g., GDPR) and we continue to grow our operations and expand into new areas. However, we have continued to enforce our high standards of business integrity; our compliance framework remains robust and aligned with the growth and development of the Group's operations globally and communicating to enhance awareness of relevant issues and internal procedures to manage the associated risk is a priority. These factors directly support how we effectively manage our compliance risks and maintain a steady risk profile.

HOW WE MANAGE OUR RISK
- We have a Code of Ethics and associated policies and procedures in place to address areas such as anti-bribery, data protection, anti-trust, modern slavery, and human rights, and adopts a zero-tolerance approach to these areas of risk.
- We have a Group Compliance function that focuses on ensuring that we understand and comply with the applicable laws and regulations, including anti-bribery, data protection, trade sanctions, and competition law. For example, Group Compliance oversees data privacy risks globally, and in conjunction with other functions in the organisation, undertakes the implementation of appropriate systems, standards, and controls. Global training to understand personal data, privacy laws, and their implications is conducted with the relevant teams.
- We designed our internal training programme, policies, and procedures to help ensure compliance with applicable laws and regulations and our Code of Ethics.
- We have an Anti-Fraud Policy and framework in place for preventing, detecting, and responding to fraud to meet the stringent requirements of applicable anti-bribery regulations, including the UK Bribery Act. This is particularly focused on higher-risk regions to ensure the Group's policies are understood and enforced.
- We rolled out Fraud risk awareness workshops across the Group to raise awareness and promote compliance.
- We have an externally administered whistleblowing hotline for reporting any concerns. These are investigated and reported to the Audit and Risk Committee every quarter.
- We provide new starters, as part of the induction process, and existing employees with training on various compliance related topics, including anti-bribery and corruption, anti-trust, and economic sanctions.
- We have a Vendor Code of Conduct to ensure vendors comply with our ethical standards and values. We only engage vendors who agree to adopt and adhere to the Code.
- We request all our business units to submit an annual self-assessment to confirm compliance with global policies. Policy compliance is independently assessed by Internal Audit during planned business audits undertaken as part of a risk-based approach. Results are reported to the Audit and Risk Committee.

LEADERSHIP AND TALENT

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT
Leadership and talent risks are inherent to all businesses. Failure to effectively attract, develop, and retain talents in key areas could impact our ability to achieve growth ambitions and operate effectively.

To achieve our goal of becoming a data-driven logistics solutions provider, it is essential to have the right leadership and capabilities in place across all levels and businesses within the Group.

DP World's People strategy strives to mitigate these risks by creating an environment where people can thrive and grow as part of a dynamic business.

TREND
STEADY
The ongoing economic uncertainties, rising costs of living, and escalating costs of debt have increased staff attrition and challenges in attracting talent for many organisations across the world.

However, the continued efforts that we have placed on developing our people have mitigated this risk for DP World.

HOW WE MANAGE OUR RISK
- We put in place attraction and retention strategies for identified scarce skills.
- We promote a safe working environment for our employees and operate a global health and wellbeing programme.
- We continuously monitor and benchmark our remuneration packages to attract and retain employees of a suitable calibre and skill set.
- We have a DP World Hub that develops and delivers training programmes across all levels, focused on improving operational and managerial competencies.
- We partner with some of the most reputable learning institutions, such as London Business School, Harvard, IMD Business School, Erasmus, and Massachusetts Institute of Technology (MIT) for the development of our leaders.
- We have entered into agreements with leading global recruitment and executive search firms to support us when needed and are continuing to enhance our social media sourcing channels as well as ensuring meaningful content is shared with various communities across the globe.
- Effective performance management remains a high priority. We have invested in evolving our global approach and tools to drive optimal performance, from aligning strategic goals to recognising and developing our talents.
- We have in place a succession planning strategy for critical roles in the business, which forms part of our talent management process.

OUR PRINCIPAL RISKS

LABOUR UNREST

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

Labour strikes and unrest, or other industrial disputes, pose a risk to our operational and financial results.

Some of our Group's employees are represented by labour unions under collective labour agreements. The Group may not be able to renegotiate agreements satisfactorily when they expire and may face industrial action. In addition, labour agreements may not be able to prevent a strike or work stoppage, and labour disputes may arise even in circumstances where the Group's employees are not represented by labour unions.

Unions are now communicating trans-nationally and coordinating actions against multinational companies.

The economic downturn, high price inflation, as well as increased fuel, electricity, and living costs are starting to impact the workforce of many organisations across the globe. Additional in-country factors, such as elections and populism, may result in labour destabilisation.

TREND

STEADY

Despite the labour disruption across the world our careful management and quick responses in protecting our employees, and our positive relationships with unions and employees have minimised the threat of disruptions.

HOW WE MANAGE OUR RISK

- We have an engagement strategy with unions and employees in those areas most affected by disputes. This includes multi-year agreements and assigned responsibilities for maintaining close relationships with unions locally, nationally, and internationally.
- We are proactive and timely in our responses to the needs of the unions. A senior management representative holds a membership role on the European Works Council, which provides a forum to interact directly with union representatives on a timely and continuous basis.
- We continue to monitor operational downtime arising from local disputes.
- We conduct employee engagement surveys with a formal process for following up on employee concerns.
- We continue to develop a response capability to address and offset the impact of work stoppages as a result of labour disputes within the local regulatory and legal framework we operate under.

LEGAL AND REGULATORY

LINKED STRATEGIC OBJECTIVES:

NATURE AND IMPACT

Our Group is subject to local, regional, and global laws and regulations across different jurisdictions. These laws and regulations are becoming more complex and increasingly stringent and, as such, we are subject to various legal and regulatory obligations. We are expanding geographically, and therefore, we are exposed to an increasing number of laws and regulations when operating our businesses. New legislation and other evolving practices (e.g., data protection, competition law, merger control rules, and US and other sanctions) could impact our operations and increase the cost of compliance.

We must fully comply with all these rules, both within our existing operations as well as in our business development opportunities. This is even more critical in our industry which counts few players, competitors, and customers. Regulators across the world exchange data and scrutinise companies on a global level. Failure to comply with legislation could lead to substantial financial penalties, disruption to business, personal and corporate liability, and loss of reputation.

TREND

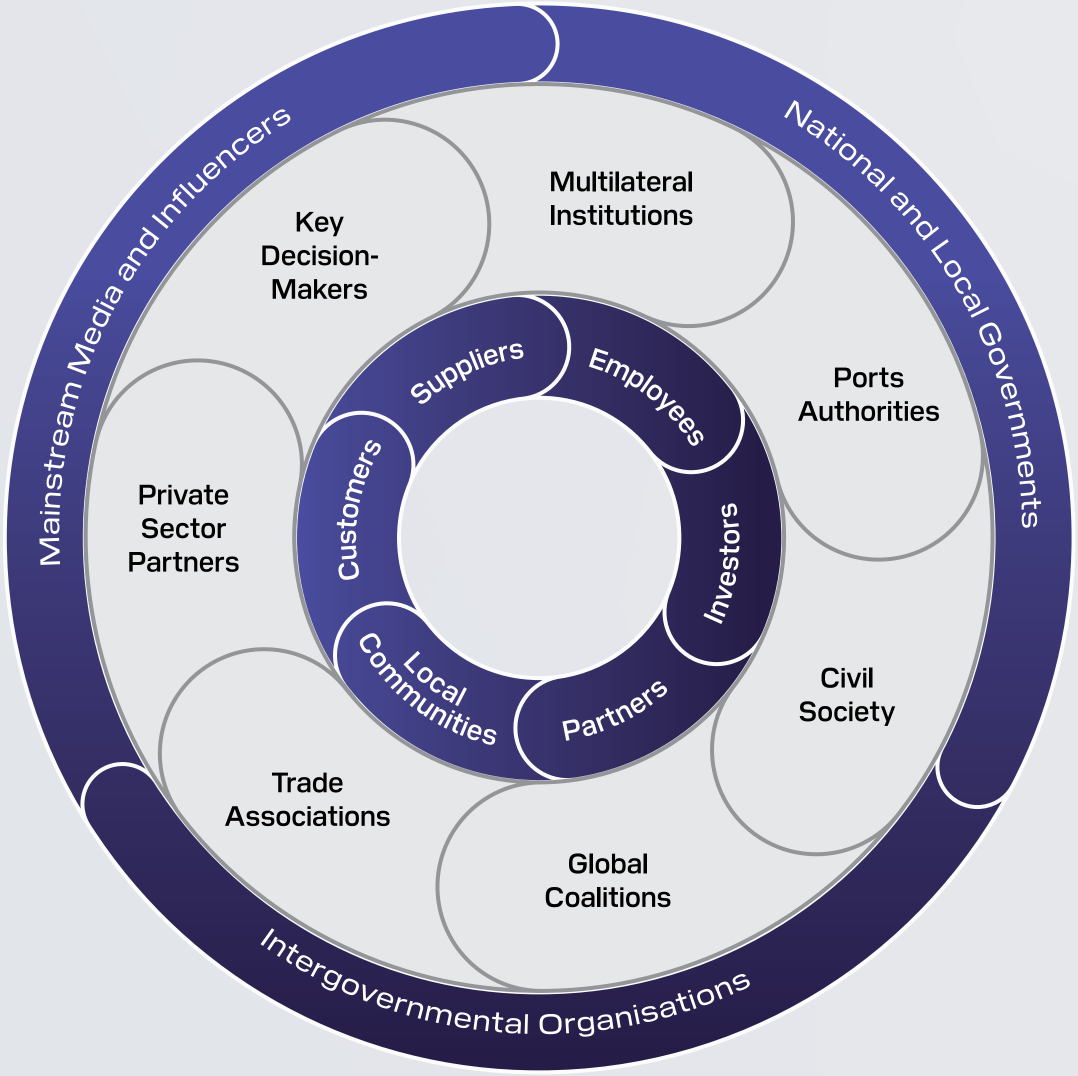
STEADY

This risk has remained stable as we continue to monitor and comply with our legal and regulatory requirements in the countries where we operate.

HOW WE MANAGE OUR RISK

- At Group level, we monitor changes to regulations across the global portfolio to ensure that the effect of any changes is minimised, and compliance is continually managed.
- We have put in place comprehensive policies, procedures, and training to promote legal and regulatory compliance.
- We have our legal team conduct ongoing dialogue with external lawyers to maintain knowledge of relevant legal developments in the markets where we operate.
- We conduct regular discussions with regions and businesses to proactively be aware of changes in the legal and regulatory environment and be in a position to advise accordingly.
- We have a dedicated Group Compliance function to oversee and consolidate compliance with laws and regulations.
- We put in place a compliance roadmap to better support our evolving business and improve our overall control environment.

In 2023, we enhanced our global presence and influence through strategic engagements at key agenda-setting platforms, showcasing our commitment to global cooperation and becoming a credible thought leader on trade, supply chains, sustainability, and decarbonisation.



ENGAGING WITH OUR STAKEHOLDERS

In 2023, we have capitalised on our growing global presence and influence to establish DP World as a thought-leader in trade, supply chains, sustainability, and decarbonisation at key global agenda-setting moments and via critical multi-stakeholder partnerships. As it has been historically, the aim is to foster partnerships, build trust-based relationships, expand business operations, and garner stakeholder support to deliver the best services possible.

Building on the experiences and lessons from years past, we began the year with an active public engagement in Davos, Switzerland, ensuring that we were one of the most visible brands during the World Economic Forum's 2023 Annual Meeting. Through a dedicated physical presence and utilising our convening power, we held bilateral meetings with key stakeholders and created a comprehensive bespoke programme to position DP World as a thought leader, planting the seeds for critical, meaningful engagement in the year ahead.

Understanding our business and strategic objectives on decarbonisation and the geopolitical importance of the 28th Conference of the Parties on Climate Change (COP28) in Dubai, we prioritised engagements on topics to expand our impact, social licence to operate and reputation. COP28 represented an opportunity to showcase our contribution to the UAE's global climate ambitions, highlight our sustainability initiatives and partnerships, and build on these in future years. We capitalised on this opportunity for DP World to underline its pioneering commitments by bringing together partners to accelerate our sustainability and decarbonisation journey and to highlight how we act as a global system integrator, bridging developed and developing economies.

This comprehensive engagement strategy extended to other critical international platforms and engagements, such as UN General Assembly (UNGA) Week and the G20/B20, where our presence allowed fruitful meetings with key stakeholders in priority markets. This continued year-round engagement strengthened relationships during a critical period before COP28 and positioned our leadership as committed thought leaders in global partnerships and collaboration.

Our ongoing commitment extends beyond these international engagements. We leverage insights from extensive stakeholder engagement to foster partnerships, build trust, and expand our business operations. From achieving business objectives to progressing on sustainability goals, we actively engage with topics impacting our operations and reputation including our engagement with the First Movers Coalition (FMC). DP World is proud to have joined the FMC this year, setting a target of 5% of our marine power to come from hybrid engines and zero-emission fuels by 2030, making clear our commitment to decarbonisation through the adoption of emerging technologies to accelerate a green and inclusive transition to a net zero future.

Our stakeholder management, led by the Government Relations and Public Affairs (GRPA), preserves DP World's licence to operate, protect our corporate reputation, and create shareholder value. This strategic stakeholder model, guided by our Group Senior Vice President – Government Affairs, reporting to the Group Chief Communications Officer, adopts a tailored and partnership-based approach that aims to create long-lasting trust-based relationships, positioning DP World as the partner of choice for critical decision-makers in the private and public sector.

OUR PEOPLE, CULTURE AND VALUES

PEOPLE

We're moving fast and evolving to become a customer-centric, end-to-end supply chain business. Our People Department has been at the forefront of integration, building new capabilities and ensuring we have the right skills and talents to ensure we are connecting and simplifying processes, and helping trade flow.

Changes in the industry and customers' needs require us to evolve so we can then thrive in the long term. We revised "Our Principles" to position us for collaboration and success, ensuring a common purpose across our pillars, geographies, and functions for the benefit of our customers and other key stakeholders around the world. "Our Principles" are central to every decision we make and applied at all levels of our organisation. They are about our actions as well as our behaviours. Our five Principles are fundamental to our success.

From supporting the integration of the logistics business across regions and locations, ensuring we are aligned with core principles, organisational structures that support agile business solutions, to establishing new regional centres of excellence that support Talent Acquisition, Talent Development, Performance and Organisational Development at a regional level, we have achieved significant improvements in collaboration, immediate positive impact in best practices, and global policies and standardisation of systems and assessments.

A key element of our integration strategy was the global Job Titling alignment to harmonise and support the new organisational structure and operating model. This will also aid our efforts to attract and retain talent in our different businesses. In 2023, we also initiated our Employer Value Proposition Project with the globally recognised specialist partner, Universum, and the first five months of the project focussed on thorough data collection, receiving more than 12,000 survey responses from our people and 300 responses from industry professionals in key markets. To corroborate our findings, we hosted 6 global workshops and 14 focus groups that led to the development and creation of our EVP narrative, which will be formally launched in 2024.

Continuing with the alignment of our people programmes to enhance our performance culture, we launched Phase One of the new bonus scheme Short Term Incentive Plan (STIP). The STIP supports our growth journey and is aligned with the high-performance culture of the organisation. This replaces, the Performance Delivery Plan (PDP) to better recognise

OUR PRINCIPLES

1. PRIORITISE CUSTOMERS WE PLACE OUR CUSTOMERS AT THE HEART OF OUR BUSINESS		• Listen to customers and anticipate their needs. • Nurture long-term and meaningful relationships. • Take ownership and drive mutual success.
2. COLLABORATE TO WIN WE BUILD BRIDGES TO CONNECT		• Drive higher performance through collaboration. • Build an inclusive environment of trust and empowerment. • Embrace differences and be curious to learn from one another.
3. DELIVER GROWTH WE DRIVE ON OPPORTUNITIES		• Invest strategically and with purpose. • Create lasting value and profitability. • Remain driven and energised to achieve more.
4. ADAPT & EVOLVE WE DRIVE CHANGE WITH AGILITY		• Shape the future and lead the evolution of the industry. • Dare to be different with innovative ideas and technologies. • Stay curious, be present and constantly develop.
5. BUILD FOR A BETTER FUTURE WE CREATE SUSTAINABLE CHANGE		• Unlock the purpose and potential of our people. • Place Health, Safety and Sustainability at the core of our business. • Partner with our communities for our collective wellbeing.

outstanding financial and personal performance, while aligning pay and performance metrics. The new plan reviews Corporate vs Individual splits, basing them on bands aligned to our people's level of accountability for the overall financials, ensuring financial weighting that is more representative of the business they operate in, while including stretch levels on individual and financial performance, and keep on rewarding how our people live "Our Principles".

EXPANDING OUR BUSINESS

As our business continues to grow, the launch of our Freight Forwarding business required bold hiring, onboarding, organisational structures, and solid learning plans to open and fulfil critical roles in our agency offices across the world, staffing more than 48 offices across our network in 2023, with more coming in 2024. Our efforts in our digital business have also continued, providing the opportunity to focus on the external branding of the more mature business, including the proactive interaction on social media platforms such as Glassdoor. This resulted in a consistent monthly impression rate of 46% increase with a 4% rise in company views. Our digital business in India was recognised for its positive innovation and impact in the industry and was nominated by HackerRank for the Innovator Award 2023 in the Early Career Transformation category.

GLOBAL POLICIES

Through our sustained efforts towards building highly engaged and effective teams and supporting our people's continuous development, we now have a total of nine global People Policies that establish global standards across all DP World businesses, including our Diversity and Inclusion Policy and our Global Code of Ethics.

CARGOES ROSTERING

Cargoes Rostering digitalises our labour planning and rostering process. Developed and owned by DP World, it optimises operational efficiency from demand planning, flexible rostering and deployment, to time and attendance reconciliation and reporting. Deployed across different businesses and geographies, it already serves more than 34,000 workers, showing tangible results in people productivity. This smart and highly configurable solution enables our operations to drastically improve their resource planning, deployment and utilisation, as well as improve employees' satisfaction.

WOMEN EMPOWERMENT

ACROSS MANY COUNTRIES IN OUR NETWORK, MANY WOMEN FACE OPERATIONAL SKILLS DEFICIENCIES STEMMING FROM THEIR LACK OF EXPERIENCE WHICH IMPACTS THEIR PROFESSIONAL READINESS TO FIND BETTER REMUNERATED JOBS.

We aim to highlight our initiatives, particularly in increasing women participation in operational and business-related roles, thereby creating new avenues and opportunities for their success.

DP WORLD MAPUTO

FIRST FEMALE OPERATORS AND MANAGEMENT TEAM

In June 2021, DP World Maputo hired its first In-Transit Visibility (ITV) operators. Sandra Tovela and Quiama Sitoe were the first women in the terminal, operating equipment in a team of 100 operators. More women have joined, including Vania Manuel, our first female Rehabilitation Mechanical and Deisy Lourenco, our first female Assistant Operations Manager. Today, we are happy to say that they still are in the terminal and are part of the DP World family. We have also made great strides with our female representation in the management team at DP World Maputo which grew from 15% to 35% in 2023 and are proud to have a Female CFO Saher Lalani.

STRATEGIC PARTNERSHIPS

Partnerships with key organisations in Mozambique have been developed in order to provide information about the port with the intention of attracting more women into the industry, including Field Ready to train young women to the labour market and the National Engineering Order, to support the education of young female engineers.

Advancing our efforts to promote gender diversity within our workforce

DP WORLD KARACHI

GROW GRADUATE TRAINEE PROGRAMME

In 2023, DP World Karachi, Pakistan, launched the GROW Graduate Trainee programme to build a future talent pipeline. Despite initial challenges in attracting female candidates and establishing brand recognition, we took proactive steps to address these issues.

Karachi Grow

"THROUGH DIRECT PERSONAL OUTREACH, WE CONNECTED WITH FEMALE APPLICANTS, RESULTING IN 24 APPLICANTS, 11 OF WHOM PARTICIPATED IN OUR PORT TOUR AND ASSESSMENT. AMONG THEM, FOUR WOMEN WERE SUCCESSFULLY RECRUITED AS THE PIONEERING FEMALE TRAINEES IN ENGINEERING AND OPERATIONS."

DP WORLD AMERICAS

WOMAN PORT, WOMAN CRANE AND WOMAN TRUCK PROGRAMMES

To recruit more women into operations, we started a training programme that doesn't require previous experience and provides on the job learning of our business. The programme includes a career path as machinery operators. The "Female Leadership Programme" was included within the development plan with supply chain course and positive leadership.

Our teams identified that female truck drivers, in particular, face skill gaps in operations due to limited opportunities for practice and improvement, consequently diminishing their opportunities for professional development.

PROGRAMME SCOPE
- Heavy Equipment Certification
- MATH and IT
- Ethics
- Safety
- English Basics

COUNTRIES
- Surimane
- Dominican Republic
- Peru
- Chile

Women drivers are making an impact with their productivity and professionalism

IMPACT

04 CERTIFIED RTG OPERATORS

02 STS (QC) OPERATORS

03 CERTIFIED RS/EH OPERATORS

39 ITV OPERATORS

20 FL OPERATORS

SUSTAINABILITY

“WE AIM TO ENABLE SMARTER TRADE TO CREATE A BETTER FUTURE FOR EVERYONE. OUR “OUR WORLD, OUR FUTURE” SUSTAINABILITY STRATEGY GUIDES US IN EVERYTHING WE DO. IT CREATES ECONOMIC, ENVIRONMENTAL, AND SOCIAL VALUE FOR FUTURE GENERATIONS. IT IS A CORE PART OF THE BENEFITS WE DELIVER TO OUR STAKEHOLDERS, REINFORCING DP WORLD’S GLOBAL LICENCE TO OPERATE.”

KEY HIGHLIGHTS AND ACHIEVEMENTS IN 2023:

UNGC THE CEO WATER MANDATE
COMMITTED TO POSITIVELY CONTRIBUTE TO 100 WATER-STRESSED BASINS BY 2030

UNGC FORWARD FASTER
COMMITTED TO THE CLIMATE ACTION AND WATER RESILIENCE AREAS OF ACTION

WEF FIRST MOVERS COALITION
COMMITTED TO 5% OF MARINE POWER COMING FROM ZERO- EMISSION FUELS BY 2030

US$1.5BN
10-YEAR GREEN SUKUK; LISTED ON THE LSE AND NASDAQ DUBAI

49%
RECLAIMED WASTE FROM TOTAL WASTE GENERATED

COP 28 UAE
PRINCIPAL PATHWAY PARTNER ADVOCATING FOR AMBITIOUS CLIMATE ACTION AND POSITIVE CHANGE

3,180
TOTAL SCOPE 1 AND 2 GHG EMISSIONS, KTCO$_2$E

-13%
EMISSION REDUCTION VS BASE YEAR

61%
RENEWABLE ENERGY SHARE

0
SERIOUS ENVIRONMENTAL INCIDENTS

ECOVADIS
ACHIEVED BRONZE MEDAL IN FIRST SUBMISSION

RANKED #1
IN TRANSPORT AND LOGISTICS SECTOR IN THE FORBES MIDDLE EAST SUSTAINABLE 100

SUSTAINALYTICS
ACHIEVED A 8.8 ESG RISK RATING. TOP RATED IN THE REGION AND INDUSTRY

US$10.5M
COMMUNITY INVESTMENT SPEND

486K
BENEFICIARIES REACHED

276K
WOMEN AND GIRLS SUPPORTED BY COMMUNITY PROJECTS

4.1
REPORTABLE INJURY FREQUENCY RATE (RIFR)

20,904
GROUP GHSE TRAINING PARTICIPANTS

16%
% FEMALE EMPLOYEES OVERALL

18%
% FEMALE EMPLOYEES IN EXECUTIVE AND SENIOR MANAGEMENT

"OUR WORLD, OUR FUTURE" STRATEGY

Our Sustainability Strategy, "Our World, Our Future" ensures that we operate as a responsible business, prioritising sustainability and impact on people, the environment, and the communities where we operate to achieve a better, more socially equitable, and sustainable future for generations to come.

The strategy, which was developed in 2019, is based on a Group-wide materiality analysis conducted in line with global best practices.

The first part of the strategy, "Our World", includes ambitious commitments across seven priority areas to be achieved by 2030. The second part of the strategy, "Our Future", looks at the legacy we will leave on our industry and society. It focuses on three areas where we can make a positive difference for future generations: Water, Women, and Education.

The strategy is aligned with the United Nations' SDGs across safety, climate change, security, community engagement, people development, ethics, and wellbeing, as well as our chosen three-legacy areas of focus, Water, Women and Education. We leverage various United Nations memberships and frameworks to ensure our strategy is translated into concrete actions to support our ambition of operating as a responsible business.

We have adopted the ESG framework to measure the impact of our sustainability programme and initiatives. We measure and report on impact using several internationally recognised reporting frameworks from GRI, WEF Stakeholder Capitalism Metrics and CDP.

We are also rated by independent rating agencies such as MSCI, Sustainalytics, Moody's, and EcoVadis. Our ratings recognise the strong systems and processes in place to manage and mitigate ESG risks.

PROGRESS IN 2023:

STRENGTHENED GOVERNANCE AND RISK MANAGEMENT

- Re-established the Women's Council.
- Strengthened regional leadership with the appointments of Sustainability Heads in Europe, SSA, and the Americas.
- Joined the UNGC CEO Water Mandate and committed to the UNGC Forward Faster Commitments.
- Joined the World Economic Forum First Movers Coalition (FMC).
- Published, for the first time, an External Stakeholder Engagement Policy, and Biodiversity Statement.
- Developed a world-class ocean and blue carbon ecosystems strategy along with a prioritisation framework.

INTEGRATED SUSTAINABILITY INTO FINANCIAL STRATEGY

- Priced a ten-year, US$1.5 billion Green Sukuk. An amount equivalent to the net proceeds will be earmarked for eligible green projects.
- Attracted a peak orderbook of over US$3.4 billion.

RECEIVED EXTERNAL RECOGNITION FOR SUSTAINABILITY PROGRAMME

- Received the Community Impact Medal "Platinum Category", from the National CSR Fund.
- Secured the "Excellence Award for Sustainability" at the fDi Global Free Zones of the Year Awards.
- Received two awards at the Global Maritime India Summit 2023 in Mumbai.
- Received the "Emirates Energy Award" and a Gold award at the Gulf Sustainability Awards.

CONTINUED DECARBONISING OUR OPERATIONS

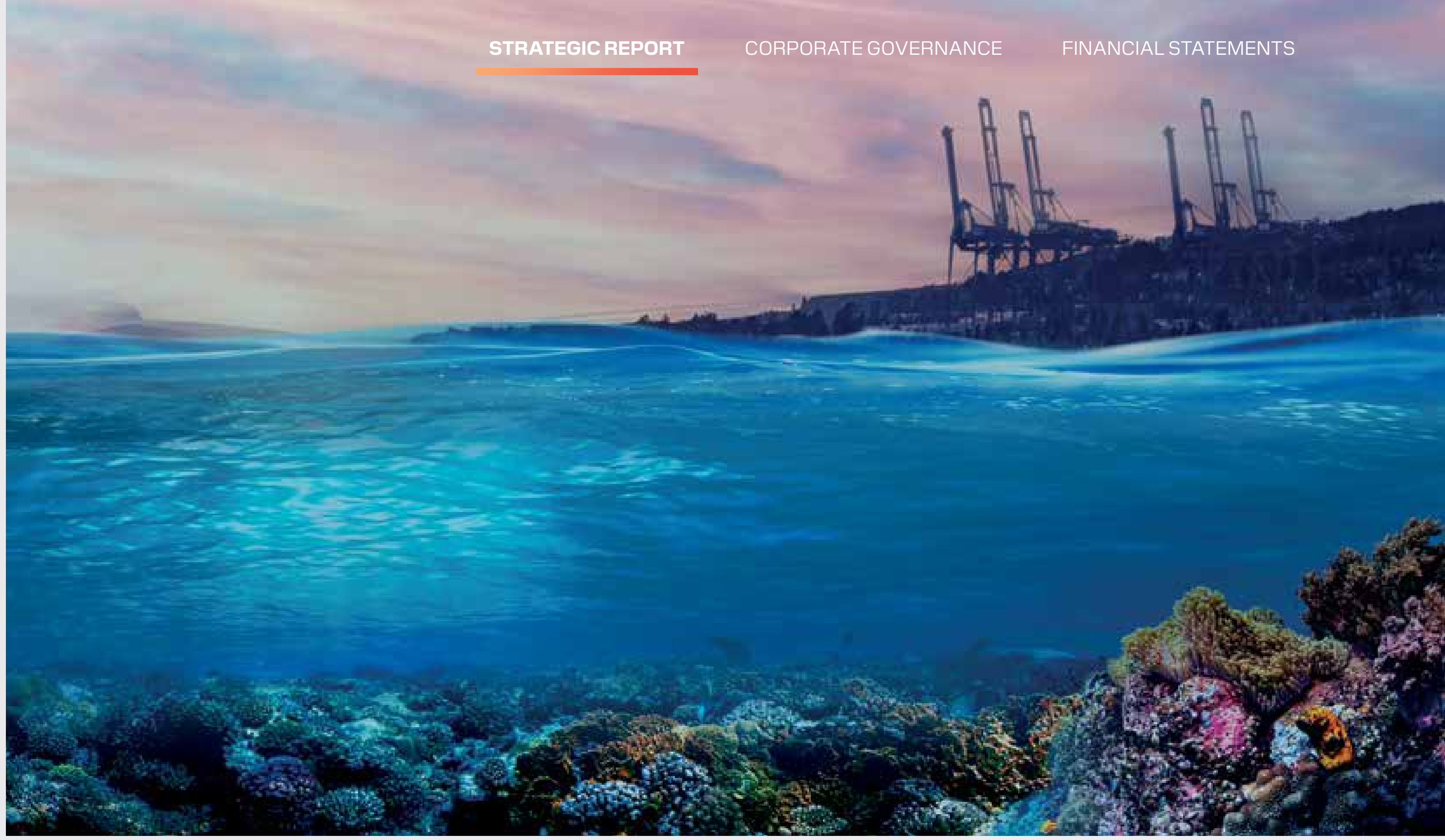
- Launched an initiative to retrofit 30% of terminal tractors in Jebel Ali by 2028. These tractors account for a significant portion of Scope 1 diesel emissions globally.
- Through Unifeeder Group, signed a long-term time-charter agreement for two new methanol-capable container feeder vessels with an option for an additional two similar vessels.
- Developed decarbonisation strategies for Unifeeder and POML, which have been well received by the market.
- Purchased DEWA I-RECs, which have resulted in UAE's Scope 2 carbon footprint reducing by almost 50%.
- First corporate in the region to calculate Scope 3 emissions and to receive external assurance by a third party.
- Finalised carbon compensation project and developed actions.

ACTED AS A THOUGHT LEADER

- Developed three whitepapers showcasing our role as a "convenor" in the buildup to COP28. The topical areas include Asset Resilience, Humanitarian Logistics and Water.
- Published a Whitepaper with APM Terminals on electrifying Container Handling Equipment (CHE); and formed the Zero Emission Port Alliance (ZEPA), an industry-wide strategic coalition to accelerate the journey to zero emissions for CHE on ports.
- Partnered with the University of Birmingham's Sustainable Cooling Department, London South Bank University, and the International Institute of Refrigeration to conduct research on food in the cold chain. Following the research, we also launched an industry-changing sustainability campaign, "Join the Move to -15°C".

WORKED WITH PARTNERS TO DRIVE CHANGE

- Completed an MoU with UNGC to create the foundation for a regional Ocean-Climate Nexus Center.
- Committed to the Mangrove Alliance for Climate, an initiative led by the Ministry of Climate Change and Environment and the Government of Indonesia to support the restoration of mangroves globally.
- Signed an MoU with Masdar to explore renewable energy opportunities in MENA.
- Through work with our equity partner, British International Investment (BII), we are furthering our sustainable development efforts.



DELIVERED SOCIAL IMPACT THROUGH PARTNERSHIPS

- WaterAid: In Mozambique, we have started the overall construction on three water supply systems and waste management units across the three health-care facilities.
- Earthshot Prize: As a Global Alliance Founding partner, our nominee Boomitra, was amongst the five winners. Boomitra connects farmers and landowners worldwide to sell carbon credits to recarbonise their soils.
- Barefoot College International – 'Solar Mamas': In Senegal, we trained two batches of women (19 in total) across 26 villages.
- Bridges to Prosperity: Entered a new partnership and shipped 6,649m of cables from Jebel Ali Port to Rwanda. Over 55,000 rural residents were served by the construction of 17 bridges.
- Royal Foundation: Entered a new partnership supporting a collaboration between United for Wildlife and United Nations Office of Drugs and Crime (UNODC).

DEVELOPED SKILLS FOR THE YOUTH

- Launched the new DP World Global Education Platform in December. The online innovative platform provides teachers with resources to develop students' career skills.
- Through our partnership with the Jane Goodall Institute's Roots & Shoots programme, we have supported 25 different countries local Roots & Shoots groups, with over 600 teachers engaged in activities.
- Together with UNICEF, through our digital skilling programme in Ethiopia, we have enabled 112 teachers/ facilitators to be trained on transferable skills and in turn, trained 33,600 girls and boys.

ENHANCED LEGACY PILLAR STRATEGIES

- Integrated a Source-to-Sea approach across our ocean and water strategies.
- Developed the DP World Ocean Strategic Plan with targets and ambitions for 2030 and 2040.
- Completed the Blue Carbon Ecosystems Strategy.
- Completed installation of Living Seawalls on port piles in Callao, Peru.
- Opened a Coral Demonstration Farm in Mina Rashid and identified potential coral restoration sites in Dubai.

PARTNERSHIPS AND MEMBERSHIPS

THE EARTHSHOT PRIZE

UN WOMEN HeForShe

Bridges to Prosperity

Logistics Emergency Team

united for wildlife

WaterAid

barefoot college INTERNATIONAL

unicef

FOR A FULL BREAKDOWN OF ALL SUSTAINABILITY ACTIVITIES AT DP WORLD, PLEASE REFER TO THE LATEST VERSION OF OUR SUSTAINABILITY REPORT AVAILABLE ON OUR WEBSITE.

COP28:

"IN 2023, WE PARTNERED WITH COP28 AS A PRINCIPAL PATHWAY PARTNER. PLATFORMS SUCH AS COP PRESENT US WITH AN OPPORTUNITY TO ASSESS OUR PROGRESS AGAINST THE SUSTAINABLE DEVELOPMENT GOALS (SDGS), ENSURING THAT WE REMAIN ON TRACK AGAINST OUR COMMITMENTS AND TARGETS. IT ALSO ALLOWS US TO REAFFIRM OUR COMMITMENT TO COMBATTING CLIMATE CHANGE AND MAKING GLOBAL TRADE MORE SUSTAINABLE."

OUR THEMATIC CORNERSTONES FOR COP28.

MAKING THE WORLD'S TRADE FLOW BETTER, ENABLING MORE SUSTAINABLE GLOBAL VALUE CHAINS AND CONTRIBUTING TO MORE RESILIENT COMMUNITIES.

ENERGY TRANSITION TRACK RECORD AND PROGRESS AHEAD	SUSTAINABILITY COMMITMENTS AND PARTNERSHIPS	GLOBAL BUSINESS AND MARKET PRIORITIES
Renewable energy solutions and low-carbon fuel supply	Ocean health, biodiversity and water stewardship	End-to-end supply chain solutions
Equipment electrification and investment in power grid and transmission systems	Building resilient communities	Multimodal logistics transportation
Process efficiency and digital solutions	Gender equality	Net Zero ports
Carbon compensation, including blue carbon and nature-based solutions	Youth, education and green skills	Trade digitalisation
	Sustainable finance	

As one of the world's leading end-to-end supply chain solutions providers, we leveraged our global scale, brand, and influence to advocate for climate action and to bring together industry players to develop impactful long-term solutions to support the global climate agenda. We also advocated the importance of nature, nature-based solutions and ecosystem-based approaches in combating climate change, representing the most effective and scalable tool for climate adaptation.

During COP28, we showcased new technologies and solutions, exchanged ideas and created global coalitions such as "Move to -15" to mitigate and build resilience against climate change, driving the energy transition and promoting environmental stewardship, whilst fostering sustainable global trade.

We were pleased to see the COP28 Presidency acknowledge the importance of trade in discussions on solving the climate crisis, and we hosted impactful sessions alongside the World Trade Organisation (WTO) on COP's first-ever Trade Day.

Over the course of the ten days, we forged new partnerships, such as our agreement with APM Terminals to establish the Zero Emission Port Alliance, and collaborations with PSA and PIL to explore a green shipping corridor. We also joined the World Economic Forum's (WEFs) First Movers Coalition and set a goal of having 5% of our marine power come from hybrid engines and zero-emission fuels by 2030.

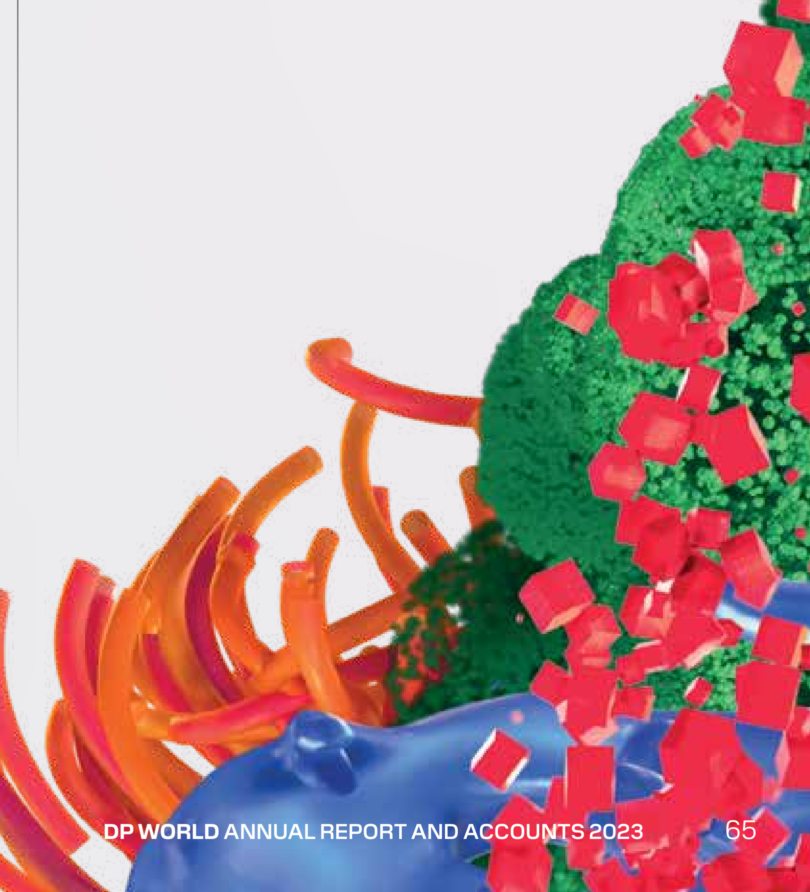
In addition, our "Move to -15C" campaign, focused on reducing CO_2 emissions in the frozen food supply chain. This newly established coalition already includes major industry players representing around 60% of the global shipping industry.

While there were several positive outcomes in the UAE Consensus, a few stood out for us:

- launch of a new climate finance fund, ALTÉRRA, which aims to improve the flow of money to reduce emissions in the Global South;
- agreement reached on the operationalisation of the Loss and Damage Fund to support vulnerable nations facing the worst of climate change's impacts; initial of commitment of US$100m from the UAE paved the way for other nations to make pledges;
- agreement reached to transition away from fossil fuels this decade, in line with the science. This is the first time in 28 years that such an agreement was reached;
- through the Global Renewables and Energy Efficiency Pledge, we reached a wholesale agreement to triple the renewable energy capacity globally and double the global average annual rate of energy efficiency improvements by 2030;
- launch of the "2030 Shipping Pact for People and Nature" (SPPaN) to address the interconnected challenges of pollution, biodiversity loss, and the climate crisis; and the potential co-benefits of marine decarbonisation;
- high level political commitment for mangrove's protection and restoration was observed through the Mangrove Breakthrough Initiative, with 49 Governments and over 50 non-State Actors supporting its targets, with the launch of its Financial Roadmap; and
- 18 countries signed the COP28 Joint Statement on Climate, Nature, and People to urgently address climate change, biodiversity loss, and land degradation together in a coherent, synergetic, and holistic manner, in accordance with the best available science.

Innovative funding systems and partnerships are vital to bridging the financing gaps. At DP World, we believe in developing markets and funds such as ALTÉRRA are crucial platforms to support crowding in of further private-sector investment.

In addition, transitioning away from fossil fuels and increasing usage of renewable energy are key pillars within our Decarbonisation Strategy. We committed to phasing out fossil fuels in our operations in 2020, when we set our 2050 net zero target. Global efforts to triple the global renewable electricity supply by 2030 will also further bolster our strategy, by providing us with more access to clean electricity globally.



BOARD OF DIRECTORS









SULTAN AHMED BIN SULAYEM

Group Chairman and Chief Executive Officer

Skills and experience

Recently celebrating 40 years with the company, Mr. Bin Sulayem has led the dynamic growth and global expansion of DP World Group business, during a period which has seen Dubai become one of the world's premier hubs for trade and commerce.

Decades ago, his visionary leadership saw the establishment of Jebel Ali as the global flagship of DP World's growing international network of Ports and Terminals. Today, his relentless commitment to innovation is rapidly transforming DP World from simply a world-class port operator to a provider of smart logistics solutions right across the end-to-end supply chain. With digital technology revolutionising the industry, the Technology division is providing leading edge applications. Marine Services now offers short sea feedering around major ports. In 2022, the significant acquisitions of Syncreon, Unico and Imperial have enabled the creation of a new global logistics division.

Beyond the core business of enabling trade, he brings considerable diversity of experience, including his establishment of Nakheel in real estate and tourism property development; Istithmar World, a major global private equity investment house; and the Dubai Multi Communities Centre, a market for precious metals, diamonds, energy and other commodities.

He holds a BSc in Economics from Temple University, USA.

Date appointed

Appointed to the Board as Chairman on 30 May 2007.

Appointed as Group Chairman and Chief Executive Officer on 8 February 2016.

External appointments

Member of the Executive Council of Dubai, Member of the UAE Federal Tax Authority Board, Member of the Dubai Free Zones Council, Chairman of Ports, Customs and Free Zone Corporation (PCFC), and Board member of Nakheel PJSC.

YUVRAJ NARAYAN

Group Deputy Chief Executive Officer and Chief Financial Officer

Skills and experience

As Group Deputy Chief Executive Officer and Chief Financial Officer, Mr. Narayan has overseen many of DP World's major strategic and transformative initiatives and played a significant role in transforming the business from a local port operator to a global end-to-end supply chain solutions provider. With increasing emphasis on cross-business collaboration, he works closely with the leadership of the Group and has acquired companies to ensure effective integration and alignment with Group Vision and Business Strategy.

Mr. Narayan has been named Middle East and North Africa CFO of the Year on four occasions in 2008, 2015, 2016 and 2018, while his team has won multiple awards including Finance Team of the Year in 2015. Mr. Narayan brings almost three decades of experience in the international banking and ports management sectors. Prior to joining DP World, he held executive positions with ANZ Group as Head of Corporate and Project Finance for South Asia; and as Chief Financial Officer at Salalah Port Services in Oman. He has also served as Non-Executive Director of Istithmar World and IDFC Securities.

He continues to hold a number of external executive directorships and is a qualified Chartered Accountant.

Date appointed

Served as Group Chief Financial Officer since 2005 and was appointed to the Board as an Executive Director on 9 August 2006.

Appointed as Group Chief Financial, Strategy and Business Officer in February 2020.

Appointed as Group Deputy Chief Executive Officer and Chief Financial Officer in November 2021.

External appointments

Non-Executive Director of HDFC International Life and Re Company Limited, Director of Through Transport Mutual Insurance Association Ltd, and Board member of the Dubai Financial Market.

DEEPAK PAREKH

Senior Independent Non-Executive Director

Skills and experience

Mr. Parekh has an extensive and highly commended executive career, including serving on the boards of several Indian and international corporations. He was a member of the Indian Government-appointed advisory committees and task forces on matters ranging from infrastructure reform to capital markets and financial services for over two decades.

His contributions to business have been recognised on numerous occasions and he is the recipient of Padma Bhushan from the Government of India.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 22 March 2011.

Appointed to the Board as a Senior Independent Non-Executive Director on 1 July 2015.

External appointments

Non-Executive Chairman of HDFC Ltd and its group companies, i.e., HDFC Life Insurance Co Ltd, HDFC Asset Management Company Ltd, Non-Executive Chairman of Siemens India, and Director of National Investment and Infrastructure Fund (NIIF), and Fairfax India Holdings Corporation, Canada.

Committee memberships

Nominations and Remuneration Committee Chair

Audit and Risk Committee member

H.E. SULTAN BIN SAEED AL MANSOORI

Independent Non-Executive Director

Skills and experience

H.E. Al Mansoori was the Minister of Economy in the UAE from 2008 to 2020. Prior to his position as the Minister of Economy, H.E. Al Mansoori was the Minister of Government Sector Development in the UAE during the period of 2006-2008 and the Minister of Transport and Communications in the UAE during the period of 2004-2006.

H.E. Al Mansoori was the Chairman of the General Civil Aviation Authority, Chairman of the Securities and Commodities Authority, Chairman of the Insurance Authority and Chairman of the Emirates Authority for Standardisation and Metrology. H.E. Al Mansoori holds a bachelor's degree in Industrial Engineering and Management Systems from Arizona State University, USA, and a Diploma in Computer System Analysis from the Institute of Computer Technology, Los Angeles, California, USA.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 5 August 2020.

External appointments

Board member of Investment Corporation of Dubai (ICD), Board member of EMAAR, Board member of Commercial Bank of Dubai, and Chair of Emirati Human Resources Development Council.

Committee memberships

Governance and Sustainability Committee member

H.E. MOHAMED SAIF AL SUWAIDI

Independent Non-Executive Director

Skills and experience

H.E. Al Suwaidi has extensive experience working in finance, business management, infrastructure development and administration of institutional activities. H.E. Al Suwaidi holds several Executive and Non-Executive positions across the United Arab Emirates. H.E. Al Suwaidi holds a BSc in Business Administration from California Baptist University.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 28 April 2016.

External appointments

Director General of the Abu Dhabi Fund for Development, Vice Chairman of Arab Bank for Investment and Foreign Trade, Board member of First Abu Dhabi Bank, Al Jazira Sport & Cultural Club and Emirates Development Bank.

Committee memberships

Governance and Sustainability Committee Chair

Audit and Risk Committee and Nominations and Remuneration Committee member

ROBERT WOODS

Independent Non-Executive Director

Skills and experience

Mr. Woods has over 50 years of experience in the shipping and port industry. He is the Chairman of the UK boards comprising DP World Southampton and DP World London Gateway.

He has held many senior positions within notable companies and was formerly the Chairman of P&O Ferries, the Chief Executive of The Peninsular and Oriental Steam Navigation Company, and a Non-Executive Director of Cathay Pacific Airways, Tilbury Container Services Limited and John Swire & Sons. He was also a past President of the UK Chamber of Shipping, Chairman of the Mission to Seafarers, and a Director at the Chamber of Shipping of the UK.

In 2012, he was appointed President of the Chartered Institute of Shipbrokers and he is an Honorary Captain of the Royal Naval Reserve.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 1 January 2014.

External appointments

Member of the Greenham Common Trust, St. George's House Trust (Windsor Castle), Chairman of the Navy League, and Chairman of the Sea Cadet Association.

PHUMZILE LANGENI

Independent Non-Executive Director

Skills and experience

Ms. Langeni, a stockbroker by training, is the co-founder and Executive Chairman of Afropulse Group Proprietary Limited. She serves as a Deputy Chairman of Imperial Logistics Limited, She is the Chairman of Delta Property Fund and Metrofile Limited and also serves as a Non-Executive Director of Nedbank Group Limited and Nedbank Limited.

Ms. Langeni previously served as part of President Ramaphosa's Special Investment Envoys.

In 2021, she was appointed Deputy Chairman of the Presidential Advisory Council on Investment (PACI), which is chaired by President Ramaphosa. She has a BCom from The University of KwaZulu-Natal, BCom (Hons) from Unisa, and MCom from The University of Pretoria.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 1 June 2022.

External appointments

Co-founder and Executive Chairman of Afropulse Group Proprietary Limited, Non-Executive Chairman of Delta Property Fund and Metrofile Limited, Non-Executive Director of Nedbank Group Limited and Nedbank Limited, and Deputy Chairman of the Presidential Advisory Council on Investment (PACI). Serves as President Ramaphosa's Special Investment Envoys.

Committee memberships

Nominations and Remuneration Committee member

SIR TIM CLARK

Independent Non-Executive Director

Skills and experience

Sir Tim was the Founding member of Emirates Airline in 1985 and has been President since 2003. He was also the Managing Director of Sri Lankan Airlines until 2008 and has been in the civil aviation business for his whole professional career, having joined British Caledonian in 1972.

In the 2014 Queen's New Year's Honours list, he was invested as a Knight of the Most Excellent Order of the British Empire (KBE) for services to British prosperity and to the aviation industry.

In November 2009, Sir Tim was conferred an "Officier de la Legion d'Honneur" by the French Government for services to transport and aviation, and he holds the 2009 Gold Award from the Royal Aeronautical Society for his contribution to civil aerospace.

At the 2011 Airline Business and Flightglobal Achievement Awards, he was recognised as "Leader of the year", and in 2013, he received the Center for Aviation (CAPA) Legends Award and was inducted into the CAPA Hall of Fame.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 1 June 2022.

External appointments

President of Emirates Airlines and Chairman of the Emirates Airline Foundation.

Committee memberships

Governance and Sustainability Committee member

VIJAY MALHOTRA

Independent Non-Executive Director

Skills and experience

Mr Malhotra has served as Executive Chairman and CEO of KPMG Lower Gulf network until 2016 and as Chairman until 2019. During his tenure at KMPG as Executive Chairman, Mr. Malhotra has held the Chairman's position for KPMG – Middle East and South Asia (MESA), Executive Chairman – KPMG India, Board Member KPMG Europe Middle East Africa, Member of KMPG International Human Resources Executive Committee, among other leadership roles. He is the Non- Executive Chairman of DP World Financial Services Limited.

Throughout his professional career, Mr. Malhotra has been involved in some of the most prominent cross- border transactions, financial restructuring exercises, and strategic reviews of companies in the Middle East region.

A Fellow of the Institute of Chartered Accountants in England and Wales, Mr. Malhotra was named as one of the top 10 Indian Executives in the Arab World by Forbes in 2017.

Date appointed

Appointed to the Board as an Independent Non-Executive Director on 1 June 2022.

External appointments

Member of the Board of Governors of Indian Business and Professional Council (IBPC), Dubai, Member of Group Audit and Risk Committee at Jashanmal Group, and Independent Chair of Audit Committee for International Cricket Council (ICC).

Committee memberships

Audit and Risk Committee Chair

REPORT OF THE DIRECTORS

THE DIRECTORS PRESENT THEIR REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2023.

The Corporate Governance section, commencing on page 66, and the Audit and Risk Committee report, commencing on page 81, form part of this Directors' Report. Disclosures elsewhere in the Annual Report and Accounts are cross-referenced where appropriate. Taken together, they fulfil disclosure requirements as discussed in the Corporate Governance section, commencing on page 66.

The Strategic Report, commencing on page 01, describes the principal activities, operations, performance and financial position of DP World Limited (the "Company") and its subsidiaries (collectively, the "Group"). The results of the Group are set out in detail in the Consolidated Financial Statements and accompanying notes, commencing on page 92.

The principal subsidiaries, joint ventures, and associates are listed on pages 144 to 147.

DIRECTORS

The Directors of the Company as at 31 December 2023 are detailed on pages 66 to 67. These pages contain their biographical details, along with the details of their Board Committee memberships.

The Corporate Governance Report, which commences on page 66, includes details of the Board and Committee membership changes that occurred during the financial year ending 31 December 2023, if any.

FINANCIAL INSTRUMENTS

Details regarding the use of financial instruments and financial risk management are included in the Notes to the Consolidated Financial Statements, commencing on page 102.

RESULTS

The Group's Consolidated Financial Statements for the year ending 31 December 2023 are shown on pages 97 to 101.

EVENTS AFTER THE REPORTING PERIOD

On 4 March 2024, the Group monetised a minority stake of 19.2%, without loss of control, in its subsidiary, Hindustan Ports Private Limited. The Group received total cash consideration of US$271 million.

On 5 March 2024, the Group monetised an additional minority stake of 2.47% (Tranche 3), without loss of control, in its subsidiary, DP World Jebel Ali Terminals and Free Zone FZCO. The Group received total cash consideration of US$600 million.

SUSTAINABILITY

The Group is committed to integrating responsible business practices in all aspects of our operations. Further information regarding our approach to sustainability is contained in the Sustainability section of this report, commencing on page 60. This section of the report outlines our commitment to invest in our people, protect our environment, ensure the highest safety standards, and build a vibrant, secure, and resilient society.

BOARD DIVERSITY

The Company recognises and embraces the benefits of having a diverse Board and seeks to increase diversity at Board level, which it sees as an essential element in maintaining the Company's competitive advantage. A Diversity Policy was developed for the Board, which recognises that a truly diverse board includes and makes good use of differences in the skills, regional and industry experience, background, race, gender, and other qualities of Directors. These differences are considered in determining the optimum composition of the Board.

The Board considered its diversity as part of the annual evaluation of the performance and effectiveness of the Board and Board Committees.

The Nominations and Remuneration Committee reviews and assesses the Board composition on behalf of the Board and recommends the appointment of new Directors. In reviewing the Board composition, the Nominations and Remuneration Committee considers the benefits of all aspects of diversity including, but not limited to, those described earlier, to maintain an appropriate range and balance of skills, experience, and background on the Board. In identifying suitable candidates for appointment to the Board, the Nominations and Remuneration Committee considers candidates on merit against objective criteria and with due regard to the benefits of maintaining a balanced and diverse Board.

SUBSTANTIAL SHAREHOLDINGS

As at the date of this report, the Company has been notified that the following entity has an interest in the Company's shares amounting to 5% or more.

	Class	Shares	Percentage of class
Port & Free Zone World FZE	Ordinary	830,000,000	100.00%

GOING CONCERN

The Directors, having made enquiries, consider that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future, and therefore they consider it appropriate to adopt the going concern basis in preparing the accounts. Further details can be found under note 2 to the Consolidated Financial Statements.

AUDIT INFORMATION

Having made the required enquiries, so far as the Directors in office at the date of signing this report are aware, there is no relevant audit information of which the auditors are unaware, and each Director has taken all reasonable steps to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

ARTICLES OF ASSOCIATION

The Articles set out the internal regulation of the Company and cover such matters as the rights of shareholders, the appointment and removal of Directors, and the conduct of the Board and general meetings. Subject to DIFC (Dubai International Financial Centre) Companies Law and the Articles, the Directors may exercise all the powers of the Company and may delegate authorities to Committees and day-to-day management and decision making to individual Executive Directors. Details of the main Board Committees can be found on pages 81 to 87.

INDEMNITY

All Directors are entitled to indemnification from the Company, to the extent permitted by the law, against claims and legal expenses incurred in the course of their duties.

AUDITORS

The auditor, KPMG LLP, has indicated its willingness to continue in office. A resolution to re-appoint it as auditor has been approved by the Board of Directors.

SHARE CAPITAL

As at 31 December 2023, the Company's issued share capital was US$1,660,000,000 comprising 830,000,000 ordinary shares of US$2.00 each.

By order of the Board.

FAISAL AREKAT
GROUP SENIOR VICE PRESIDENT – LEGAL, GOVERNANCE AND COMPANY SECRETARY
19 March 2024

GROUP CHAIRMAN AND CHIEF EXECUTIVE OFFICER'S INTRODUCTION

"THE IMPLEMENTATION OF GOOD GOVERNANCE PRACTICES ADDS VALUE TO OUR PERFORMANCE, IMPROVES OUR STRATEGIC THINKING, AND ALLOWS US TO RUN OUR BUSINESS MORE EFFECTIVELY AND BETTER MONITOR THE RISKS WE FACE."

SULTAN AHMED BIN SULAYEM

Good governance and risk management are core to our business achieving its objectives. The DP World business model integrates best practice and is the blueprint to achieving our vision as a Group: To lead the future of world trade.

The Corporate Governance report has been structured to align with the principles set out in the Corporate Governance Best Practice Standards, as detailed in the Dubai Financial Services Authority (the "DFSA") Markets Rules. It sets out the actions that we have taken in 2023 to implement these practices.

LEADERSHIP

A balanced board with the necessary skills, knowledge and industry experience to lead our Group is key to achieving our strategic objectives and long-term goals. Details of the role of the Board, the Directors' responsibilities, the Board composition, and activities during the year are given in the Corporate Governance section on pages 72 to 76. The membership and work of the Board Committees are included on pages 81 to 87.

The Board remains committed to effectively leading the Company, ensuring that our business is managed prudently and soundly to drive sustained long-term value for our shareholders. The balance of skills and expertise on our Board will allow us to continue creating value as we expand our horizons and lead the future of world trade.

ACCOUNTABILITY

Our corporate governance practices lay down the framework for creating long-term trust between us and all our stakeholders – our shareholders, customers, employees, suppliers, governments, and communities. We will continue to engage with our stakeholders and encourage effective dialogue with our shareholders.

As a Board, we are ultimately responsible for determining the Group's risk appetite and its willingness to accept certain risks in pursuit of achieving the Group's strategic objectives. The Board is also responsible for maintaining appropriate risk management and internal control systems. During 2023, we continued to review the Group's principal risks that could have material effects on our business, financial condition, and reputation. The principal risks and our approach to managing them are discussed on pages 38 to 53 of the Strategic report and an outline of our internal controls and compliance procedures is contained on pages 77 to 79 in this Corporate Governance section.

We also report on the remuneration structures and their alignment with the long-term interests of the Group on pages 88 to 89 in the Nominations and Remuneration Committee report.

We look forward to another prosperous year as we strive to be leaders in world trade by undertaking our business with the highest standards of good governance.

SULTAN AHMED BIN SULAYEM
GROUP CHAIRMAN AND CHIEF EXECUTIVE OFFICER
19 March 2024

OVERVIEW

DP WORLD LIMITED (THE "COMPANY") IS INCORPORATED IN THE DUBAI INTERNATIONAL FINANCIAL CENTER (THE "DIFC") AND WAS ADMITTED IN 2007 TO THE OFFICIAL LIST OF SECURITIES ON NASDAQ DUBAI.

The Company must comply with the regulatory obligations of the DIFC Markets Law and the various rules made by the DFSA thereunder (together with the DIFC Markets Law, the "Nasdaq Dubai Rules"). The Board reviewed and monitored the policies and procedures in place during the year to ensure compliance with the Corporate Governance Principles of the Nasdaq Dubai Rules, as briefly summarised on the right.

The Directors believe that these rules, including the mandatory corporate governance principles enshrined in them and the best practice standards which support the principles, provide a robust basis on which to maintain corporate governance best practice for the benefit of the Company's shareholders.

BOARD COMMITTEES' REPORTS

A separate section of a company's Annual Report should, under the Nasdaq Dubai Rules, describe the work carried out by each of the Audit and Risk Committee, the Nominations and Remuneration Committee, and the Governance and Sustainability Committee in discharging their responsibilities.

See **page 81** for the **Audit and Risk Committee report** →

See **page 85** for the **Governance and Sustainability Committee report** →

See **page 86** for the **Nominations and Remuneration Committee report** →

LEADERSHIP

PRINCIPLE 1
Requires an effective Board of Directors that is collectively accountable for ensuring that the reporting entity's business is managed prudently and soundly.

PRINCIPLE 2
Requires a clear division between the responsibilities of the Board and senior management.

PRINCIPLE 3
The Board and its Committees must have an appropriate balance of knowledge, experience, and adequate resources.

To read more about our **Board's Leadership**, see **page 72**

ACCOUNTABILITY

PRINCIPLE 4
The Board must ensure that there is an adequate, effective, well-defined and well-integrated risk management, internal control, and compliance framework.

PRINCIPLE 5
The Board must ensure that the rights of shareholders are properly safeguarded and that there is effective dialogue between the Board and the Company's shareholders.

To read more about our **internal controls and compliance framework**, see **pages 77 to 79** →

To read more about **Relations With Capital Markets**, see **page 80** →

PRINCIPLE 6
The Board must ensure that any reports present an accurate, balanced, and understandable assessment of the Company's financial position and prospects.

To read more, see our **Statement of Directors' Responsibilities** on **page 90** →

REMUNERATION

PRINCIPLE 7
The Board must ensure that the Company's remuneration structures and strategies are well aligned with the long-term interests of the Company.

To read more, see our **Nominations and Remuneration Committee report** on **page 86** →

LEADERSHIP

THE COMPANY'S BOARD OF DIRECTORS ENSURES THAT THE BUSINESS OF THE COMPANY AND ITS SUBSIDIARIES (THE "GROUP") IS MANAGED PRUDENTLY AND SOUNDLY. THE BOARD'S PRIMARY RESPONSIBILITY IS TO FOSTER THE LONG-TERM SUCCESS OF THE GROUP.

Effective Board leadership requires a clear division between the Board's responsibilities and those responsibilities the Board has delegated to management.

Matters reserved for Board decision include:
- setting the strategic objectives of the Group;
- declaring dividends;
- approving major transactions;
- setting the annual budget for the Group;
- approving safety and environment policies; and
- insurance, risk management and internal controls.

The Board has delegated the following responsibilities to management:
- the development and recommendation of strategic plans for consideration by the Board that reflect the long-term objectives and priorities established by the Board;
- implementation of the Group's strategies and policies as determined by the Board;
- monitoring the operating and financial results against plans and budgets;
- monitoring the quality of the investment process against objectives, prioritising the allocation of capital, and technical resources; and
- developing and implementing risk management systems, subject to the continued oversight of the Board and the Audit and Risk Committee as set out on page 81.

Details of the **Directors of the Company** are given on **pages 66** to **67** →

ROLES AND RESPONSIBILITIES OF THE DIRECTORS AND OFFICERS OF THE COMPANY

GROUP CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The roles of Group Chairman and Chief Executive Officer are held by the same individual. The Group Chairman and Chief Executive Officer is responsible for the leadership of the Board, in conjunction with the Senior Independent Non-Executive Director. As the leader of the executive team, he is also responsible for the day-to-day management of the Group and the execution of its strategy as approved by the Board, and facilitates the flow of information to and from the Board and the management committees of the Group. He is also Chairman of the Executive Committee.

When acting as Chairman of the Board, the Group Chairman and Chief Executive Officer ensures, with the support of the Senior Independent Non-Executive Director and the Group Senior Vice President – Legal, Governance and Company Secretary: that the agendas are forward-looking; that relevant business is brought to the Board for consideration in accordance with the schedule of matters reserved for the Board; and that each Director has the opportunity to consider the matters brought to the meeting and to contribute accordingly.

GROUP DEPUTY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

The Group Deputy Chief Executive Officer and Chief Financial Officer is responsible for ensuring that objective financial, statutory, and management information is provided to the Board and that the accounts and accounting principles of the Company are of the highest standards and integrity. Reporting responsibilities also include updating the Board on the progress made by the Company in achieving its financial objectives.

The Group Deputy Chief Executive Officer and Chief Financial Officer's operational responsibilities include working closely with the Company's auditors, financial advisers, and banks to manage the financial planning and risks of the Company.

SENIOR INDEPENDENT NON-EXECUTIVE DIRECTOR

The Senior Independent Non-Executive Director (the "SID") is a Non-Executive Director appointed by the Board to provide support for the Chairman in leading the Board and serves as an intermediary for the other Directors where this is required to help them challenge and contribute effectively.

In addition, the SID is required to work closely with the Chairman to ensure effective communication with shareholders and meet with the Independent Non-Executive Directors at least once a year to appraise the Chairman's performance. Together with the Chairman, the SID leads the Board on governance matters and the annual performance review of the Board and its Committees. The Board believes that the support of the SID ensures that robust governance is maintained and that appropriate challenge to the Executive Directors is in place.

INDEPENDENT NON-EXECUTIVE DIRECTOR

An Independent Non-Executive Director is a member of the Board who is not an employee of the Company or affiliated with it such that they bring to the Board qualities of independence and impartiality. They are often appointed due to their wide executive and industry experience, specialist knowledge, and personal attributes that add value to the effectiveness of the Board.

In compliance with the Corporate Governance Best Practice Standards in the Nasdaq Dubai Rules, at least one-third of the Board comprised Non-Executive Directors and more than the required minimum of two were considered by the Company to be independent. The independence of the Independent Non-Executive Directors is considered annually, and the Board believes that they have retained their independent character and judgement. The Board considers that the varied and relevant experience of all the Independent Non-Executive Directors provides an exceptional balance of skills and knowledge, which is of great benefit to the Group.

The Board increased the number of Independent Non-Executive Directors in 2016. It believes that the Group continues to benefit from the breadth of experience represented by its existing balance of Independent and Non-Independent Directors. The Company will continue to review the composition of the Board from time to time to ensure that an appropriate balance of Independent and Non-Independent Directors is maintained.

GROUP SENIOR VICE PRESIDENT – LEGAL, GOVERNANCE AND COMPANY SECRETARY

The Group Senior Vice President – Legal, Governance and Company Secretary advises the Board, through the Group Chairman and Chief Executive Officer and Senior Independent Non-Executive Director, on all governance matters affecting the Company. He is responsible for supporting the Group Chairman and Chief Executive Officer with the setting of the Board's agenda and facilitating the flow of information to and from the Board. He is also responsible for the efficient administration of the Company, particularly with regards to ensuring compliance with statutory and regulatory requirements, and for ensuring that decisions of the Board are implemented.

All Directors have access to the Group Senior Vice President – Legal, Governance and Company Secretary, and independent professional advice at the Company's expense, if required.

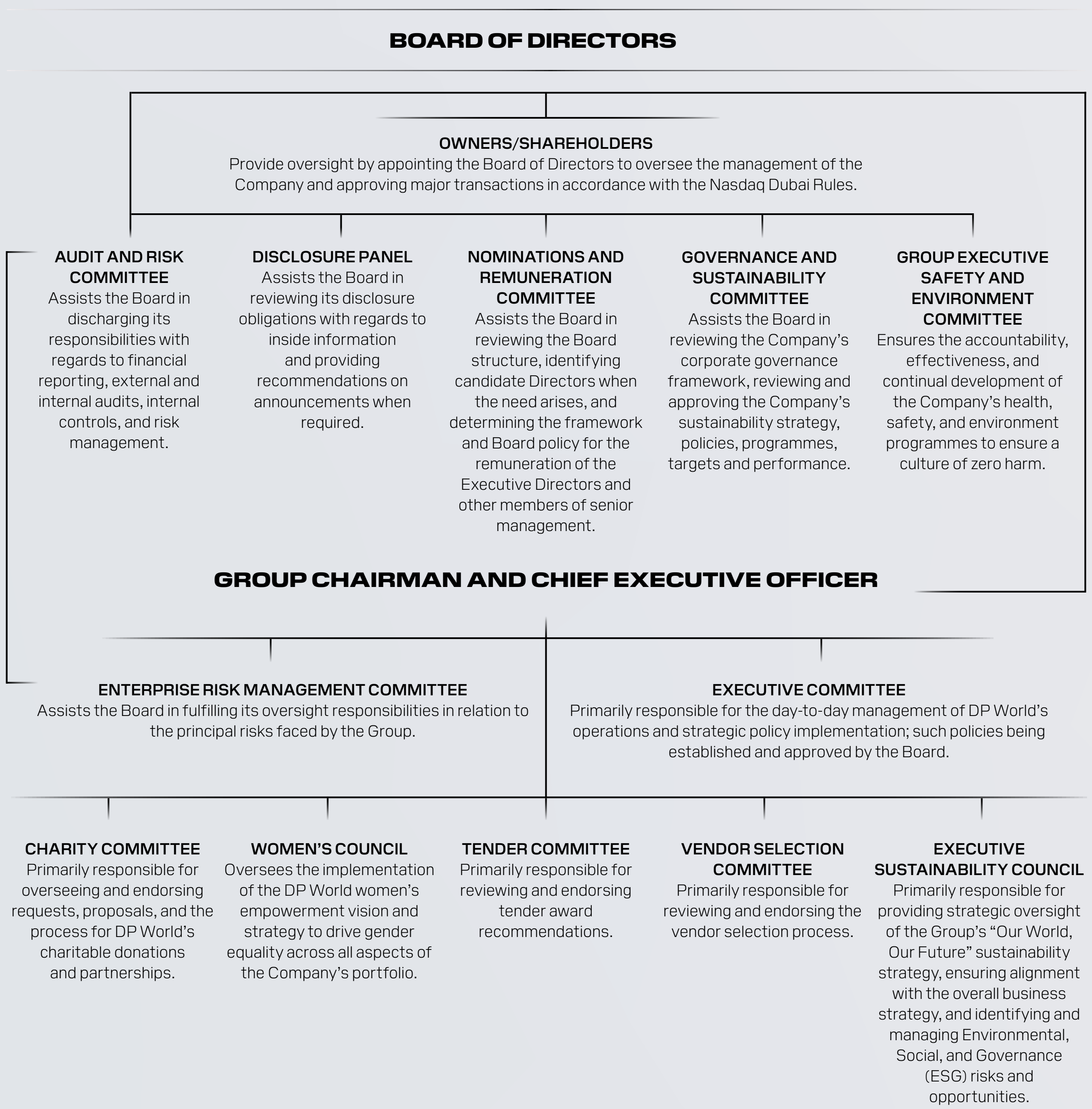
LEADERSHIP

CORPORATE GOVERNANCE FRAMEWORK

The Board is at the centre of our corporate governance framework.

It is supported by a number of Committees to which certain Board responsibilities are delegated. These Committees, in turn, formally report to the Board following each meeting to ensure that the Board remains fully updated on their activities. The Board Committees include the Audit and Risk Committee, Nominations and Remuneration Committee, and Governance and Sustainability Committee, with formally delegated duties and responsibilities and written terms of reference. From time to time, the Board may set up additional committees to consider specific issues when the need arises. Reports on the activities of the Board Committees can be found on the following pages of this report and their terms of reference are available on the Company's website, **www.dpworld.com**. The Group Senior Vice President – Legal, Governance and Company Secretary provides support as the secretary for the Board Committees.

The Board considers that the corporate governance framework promotes the prudent and sound management of the Company in the long-term interest of the Company and its shareholders, and it is effective in promoting compliance with the Corporate Governance Principles of the Nasdaq Dubai Rules.



BOARD MEETINGS

Although there is a prescribed pattern of presentation to the Board, including matters specifically reserved for the Board's decision, all Board meetings tend to have further subjects for discussion and decision making. Board papers, including an agenda, are sent out in advance of the meetings. Board meetings are discursive in style and all Directors are encouraged to offer their opinions.

The Board met five times during the year, either in person, via telephone or video conference. In addition, written resolutions (as permitted by the Company's Articles of Association) were used as required for the approval of decisions that exceeded the delegated authorities provided to Executive Directors and Committees.

The Board has considered its current structure and composition of its existing Board Committees in line with the best practices and the Company's strategic vision. The table below sets out the attendance of the Directors at the Board and Committee meetings during the year.

Director	Board	Audit and Risk	Governance and Sustainability	Nominations and Remuneration
Sultan Ahmed Bin Sulayem	5(5)	–	–	–
Yuvraj Narayan	5(5)	–	–	–
Deepak Parekh	5(5)	3(3)	–	2(2)
Robert Woods	5(5)	–	–	–
Mohamed Al Suwaidi	4(5)	3(3)	2(2)	2(2)
Sultan Bin Saeed Al Mansoori	4(5)	–	2(2)	–
Sir Tim Clark	4(5)	–	2(2)	–
Vijay Malhotra	5(5)	3(3)	–	–
Phumzile Langeni	5(5)	–	–	2(2)

Figures in brackets denote the total number of meetings held during the year.

2023 BOARD ACTIVITIES

MATTERS CONSIDERED AT ALL BOARD MEETINGS

- report on safety and environment performance and developments;
- report on strategic and business developments from the Group Chairman and Chief Executive Officer;
- report on the financial performance of the Group, including budgeting and financing updates; and
- report on corporate governance, including governance developments across the Group and regulatory updates.

MATTERS CONSIDERED DURING THE YEAR

LEADERSHIP

- reviewed, approved and re-affirmed the structure, size, and composition of the Board's Committees.

FINANCIAL REPORTING AND CONTROLS

- considered results and declared dividends;
- approved Group budget; and
- considered and approved major capital projects, including new acquisitions and increases in the Company's holdings. The new acquisitions mainly included: 100% controlling stake in Freight Village Group, Central Asia; 100% controlling stake in CFR Rinkens, USA; the Group obtained control of Laem Chabang International Terminal (LCIT), Thailand, through a contractual arrangement with non-DPW shareholders of LCIT.

STRATEGY AND MANAGEMENT

- received detailed regional presentations on performance against strategic objectives and key performance; and
- received reports outlining projects under current consideration of the Group.

RISK MANAGEMENT

- received the risk reviews, as considered by the Audit and Risk Committee;
- monitored the status of legal claims; and
- received updates on insurance matters and approved the renewal of the Directors' and Officers' insurance.

CORPORATE GOVERNANCE

- reviewed, approved, and re-affirmed the terms of reference of the Board Committees;
- approved a revised Modern Slavery and Human Trafficking Statement; and
- approved revised Group policies as part of the Company's corporate governance framework.

STAKEHOLDERS

- reviewed and approved throughput announcements released during the year;
- reviewed and approved preliminary, full, and half-year results announcements; and
- approved the Company's Annual Report and Accounts.

LEADERSHIP

BOARD PERFORMANCE EVALUATION

The Board undertakes a formal and rigorous annual evaluation of its performance and that of its Committees and individual Directors. The evaluation of the Board and its Committees is a key component of effective corporate governance. It is a vital tool to ensure that the Board discharges its responsibilities effectively and assists in identifying possible ways for improving the performance of the Board. For the financial year ended 31 December 2023, the Board evaluation was facilitated internally by the Group Senior Vice President – Legal, Governance and Company Secretary in accordance with the opposite process.

The evaluation process covered a wide range of issues including leadership, Board meeting dynamics, competency of Board members, succession planning, information quality and flow, relationship with senior management, quality of Board supervision, and decision making with emphasis on the Board's role in strategic decisions.

The Committee evaluations focused on the following areas:
- assessing the balance and skills within each Committee;
- identifying attributes required for any new appointments;
- reviewing practice and process to improve efficiency and effectiveness;
- considering the effectiveness of each Committee's decision-making processes; and
- recognising each Committee's outputs and achievements.

EVALUATION PROCESS

STEP 1
- Self-evaluation.
- Questionnaire completed by each Director to review Board and Committee performance.

STEP 2
- Interview with Senior Independent Non-Executive Director and Group Chairman and Chief Executive Officer.
- Individual meetings held with Group Chairman and Chief Executive Officer and Senior Independent Non-Executive Director to review responses.

STEP 3
- Consolidate and report.
- Group Senior Vice President – Legal, Governance and Company Secretary consolidates the responses and results.

STEP 4
- Review and plan.
- The evaluation results are reviewed and an action plan is developed for the following year.

TRACKING FROM PREVIOUS EVALUATION AND ACTION FOR 2024

The evaluation of the Board's performance for the year concluded that the Board continued to have a good mix of skills and experience and to display a commitment to good governance, with a focus on continuing to improve strategic discussions during the year.

The table below illustrates the findings from the 2022 performance review, the actions taken by the Board and principal Committees during 2023, and the actions identified for 2024 as a result of the 2023 performance review.

FINDINGS IN 2022	The following were identified during the review as areas for potential improvement: • keep the Board composition under review to ensure the Board has the optimum balance of skills, experience, and diversity; • enhance the Company's succession planning and the Board's interaction with members of senior management; • continue to increase the Board's familiarity with the Company's global operations and businesses; • continue to focus on the Company's strategy, and enhance the strategic discussions, to ensure a clear strategic direction for implementation; and • continue to focus on communication with institutional investors.
PROGRESS IN 2023	• the location of Board meetings was rotated to give Board members the opportunity to visit DP World's global operations and meet with local senior management; • increased focus was given to the Company's strategy; • increased focus was given to understanding, managing and disclosing the effects of sustainability related risks, opportunities, and impacts on the Company's business; • the Company upholds an ongoing commitment to good corporate governance in line with regulatory requirements, best practice and the expectations of its stakeholders; and • the Company upholds an ongoing commitment to open communications with institutional investors – see "Relations With Capital Markets" section starting on page 80.
ACTIONS FOR 2024	• continue to increase the Board's exposure to and familiarity with senior management; • continue to rotate the location of Board meetings to give the Directors the opportunity to visit DP World's global operations and meet with local senior management; • continue to give focus to the Company's strategy, and optimise the strategic and market review to gain further competitive advantage; and • continue to enhance the Company's succession planning and talent development.

During the year, and as part of the performance evaluation cycle, the composition of each of the Board's main Committees was reviewed. For further details about the membership and activities of each Committee please refer to the Committees' reports.

See page 81 for the Audit and Risk Committee report →
See page 85 for the Governance and Sustainability Committee report →
See page 86 for the Nominations and Remuneration Committee report →

ACCOUNTABILITY

THE BOARD IS RESPONSIBLE FOR THE GROUP'S SYSTEM OF INTERNAL CONTROL AND FOR REVIEWING ITS EFFECTIVENESS. THE INTERNAL CONTROL SYSTEM IS DESIGNED TO MANAGE RATHER THAN ELIMINATE THE RISK OF FAILURE TO ACHIEVE BUSINESS OBJECTIVES. IT CAN ONLY PROVIDE REASONABLE AND NOT ABSOLUTE ASSURANCE AGAINST MATERIAL MISSTATEMENT OR LOSS.

ENTERPRISE RISK MANAGEMENT FRAMEWORK

Risk management is the responsibility of the Board and is integral to the achievement of DP World's strategic objectives. The Board is responsible for establishing the system of risk management, setting the risk appetite of the Group and for maintaining a sound internal control system. Certain elements of this responsibility are overseen on behalf of the Board by the Audit and Risk Committee and the Enterprise Risk Management Committee.

The Group's risk management and internal control processes, which have been in place throughout the period under review, identify, measure, manage, monitor, and report the key risks facing the Group. The risks that are considered to be material are reviewed by the Audit and Risk Committee and Enterprise Risk Management Committee then, together with their associated controls, are summarised in the risk profile and presented to the Board for review.

At the year-end, Executive, Divisional, and Regional management certifies that the risk management process is in place, that an assessment has been conducted throughout their businesses, and that appropriate internal control procedures are in place or in hand to manage the risks identified.

During the year, the Enterprise Risk Management Committee met to provide a greater degree of oversight on the principal risks that may impact our Group. Recommendations arising from these meetings are presented to the Audit and Risk Committee for their review and consideration. A description of the process for managing enterprise risk, together with a summary of risks that could have a material impact on the Group, and actions in place to mitigate those risks, are given on pages 38 to 53.

INTERNAL CONTROLS

The Board is responsible for establishing and maintaining an effective system of internal controls and has established a control framework within which the Group operates. This system of internal controls is embedded in all key operations and is designed to provide reasonable assurance that the Group's business objectives will be achieved. The Audit and Risk Committee has reviewed the effectiveness of the system of internal controls and the risk management framework in accordance with its remit.

COMPLIANCE STATEMENT

DP World Limited (the "Company") is incorporated in the Dubai International Financial Centre (the "DIFC") and was admitted in 2007 to the official list of securities on Nasdaq Dubai. During the financial year, the Company was subject to the regulatory obligations of the DIFC Markets Law, and the various rules made by the Dubai Financial Services Authority thereunder (together with the DIFC Markets Law, the "Nasdaq Dubai Rules"). The Board reviewed and monitored the policies and procedures that were in place during the year to ensure compliance with the Corporate Governance Principles of the Nasdaq Dubai Rules.

For the year ended 31 December 2023, the Company complied with the provisions of the Nasdaq Dubai Rules other than:
- paragraph 16 of App 4 to the Nasdaq Dubai Rules (App 4) – the roles of Chairman and Chief Executive Officer were held by the same individual. The appointment of the Chairman, Sultan Ahmed Bin Sulayem, as Chief Executive Officer was approved by the shareholders at the Company's Annual General Meeting in April 2016. Furthermore, in accordance with paragraph 17 of App 4, the Board has established measures to ensure that it can properly discharge its function of providing effective oversight of the management of the Company:
  - the Board comprises a majority of Independent Non-Executive Directors; and
  - the Executive Directors and senior managers have objectives and their performance against these objectives is reviewed by the Nominations and Remuneration Committee, which entirely comprises Independent Non-Executive Directors.

ACCOUNTABILITY

The risk management process and the system of internal controls are subject to continuous improvement.

ORGANISATIONAL STRUCTURE

A clearly defined organisational structure that provides clear roles, responsibilities and delegated levels of authority to enable effective decision making across the Group.

CODE OF ETHICS

DP World maintains the highest standards of business integrity, which are formalised in its Code of Ethics. This is published on the Company's website, covering topics such as anti-bribery, anti-fraud, conflicts of interest, gifts and hospitality, and confidentiality, and outlines the process for reporting suspected infractions. The Code of Ethics applies to all Group employees and entities globally. Any non-compliance with the Code of Ethics and all applicable policies may lead to disciplinary action.

WHISTLEBLOWING POLICY

A whistleblowing programme for stakeholders to report complaints and concerns about conduct that is considered to be contrary to DP World's values. The programme is monitored by the Audit and Risk Committee.

ANTI-BRIBERY POLICY

An Anti-Bribery Policy implemented by DP World, supported by online training that is directed and proportionate to the identified areas of risk.

STRATEGY AND FINANCIAL MANAGEMENT

Clear financial management and strategy are consistent throughout the organisation which can be actively translated into practical measures. Comprehensive reporting systems include monthly results, annual budgets, and periodic forecasts. These are monitored by the Board, with key performance indicators produced to summarise and monitor business activity. Annual budgeting and strategic planning processes are in place, along with evaluation and approval procedures for major capital expenditure and significant treasury transactions.

POLICIES AND PROCEDURES

Documented policies and procedures that are communicated to all Group functions and business units.

MANAGEMENT REPORTING AND SELF-CERTIFICATION

The Board receives regular management reporting and annual management self-certification, which provides a balanced assessment of key risks and controls and is an important component of the Board's assurance.

RISK MANAGEMENT AND PERFORMANCE

Risk-profiling is completed for all business units and the Group to identify, monitor and manage significant risks which could affect the achievement of the Group's objectives.

INFORMATION AND COMMUNICATION

Board meetings take place regularly throughout the year and include a review of Group performance against budget and Group strategy and a review of monthly management accounts and financial reports. Financial forecasts are prepared every quarter. Actual performance is compared with budget, latest forecast and prior year, every month. Significant variances are investigated and explained through normal monthly reporting channels.

ASSURANCE

The Group's assurance activities cover key business risks and contribute to the overall assurance framework. They include an independent Group Internal Audit function responsible for reporting to the Audit and Risk Committee on the evaluation of the adequacy of the internal control systems in place. The Board receives updates from the Audit and Risk Committee, based on regular information provided by both internal and external audit reports on the Group's risks and internal controls. Other assurance functions include Safety, Security, Operations, Legal, Compliance, and Company Secretariat.

GUIDELINES REGARDING INSIDER TRADING

The Group takes all reasonable steps to avoid the risk of insider trading. It has adopted processes to keep all members of staff informed about their duties with respect to the handling of inside information, as well as dealings in the Company's securities.

The Group has a Securities Dealing Code that sets out the restrictions and "close" periods applicable to trading in securities. Memoranda and guidelines regarding dealings in securities (either selling or buying) have been circulated within the Group.

ANTI-FRAUD

DP World has a zero-tolerance approach to all forms of corruption. The Company has a Fraud Policy and has a comprehensive Fraud Management Framework, which includes a dedicated Fraud Risk Services (the "FRS") team and a Fraud Advisory Panel with members from executive management. The Panel has been set up to advise FRS in fulfilling its duties in handling and reporting fraud incidents that may cause loss to DP World. Fraud Risk Assessments are conducted across various business units and functions across the Group to identify potential fraud risk scenarios in core business processes and to monitor the internal controls in place to mitigate such risks.

DP World is committed to educating and training its employees (including part-time employees and contractors) in multiple ways. These include face-to-face seminars in local languages conducted by specialists in the FRS team, by Fraud Risk Champions making presentations either in person or virtually at the local level, and through online interactive training modules, available in different languages. These training sessions are conducted annually and as required on an ad hoc basis.

In 2023, DP World continued, as in previous years, to enhance its capability to tackle fraud through the appointment and training of additional Fraud Risk Champions in many business units across multiple regions. DP World will continue its efforts to emphasise its zero-tolerance approach to all forms of corruption and to encourage a collective willingness to report incidents without fear of retribution.

ANTI-BRIBERY

DP World has an Anti-Bribery Policy with supporting processes and procedures that implement the requirements of the UK Bribery Act 2010 and other related laws and regulations globally which underpin its commitment to preventing, detecting, and responding to fraud, bribery, and all other corrupt practices. The Group promotes and expects from its team the highest standards of personal and professional ethical behaviour.

To strengthen the Group's zero tolerance to fraud, bribery, and corrupt practices, an online anti-bribery and corruption training course (available in multiple languages) has been rolled out to targeted employees, Directors, and new joiners. The course provides an overview of the Group's anti-corruption policies and procedures; the importance of having an anti-bribery culture and its place in the Group's business practice; the consequences of breaching anti-bribery legislation; and how employees can report any suspicions of fraud and breaches of anti-bribery legislation.

DP World will continue to review its policies, processes and procedures, and is networking with other international businesses to share best practices in this area.

WHISTLEBLOWING

DP World's Whistleblowing Policy applies globally and is supplemented by country-specific policies wherever local law requires. Protection of whistleblowers is of paramount importance, and DP World's framework and policies guarantee this within the limits of local laws.

DP World actively encourages its stakeholders to report any ethics violations or incidents to their supervisors or via the whistleblowing hotline, accessible through a web-based reporting app or phone number. The Company also encourages grievance reporting to line managers, people departments, or the whistleblowing hotline. Confidentiality for employees is assured. The hotline is independently administered and globally available, and therefore supports multiple languages. All reports are thoroughly investigated to their conclusion and securely documented, together with any corrective actions taken.

The Audit and Risk Committee receives an update at each meeting on all reported allegations. The Audit and Risk Committee has reviewed the Group's whistleblowing procedures to ensure that arrangements are in place to enable employees to confidentially raise concerns about possible improprieties.

MODERN SLAVERY ACT

DP World does not tolerate modern slavery or human trafficking in any part of our business. The Board has approved a Modern Slavery Act Transparency Statement in compliance with section 54 of the UK's Modern Slavery Act 2015, which is available to view on the Company's website, **www.dpworld.com**

RELATIONS WITH CAPITAL MARKETS

INVESTOR ENGAGEMENT CALENDAR FOR 2023
THE BOARD IS COMMITTED TO COMMUNICATING ITS STRATEGY AND ACTIVITIES CLEARLY TO ITS INVESTORS AND MAINTAINS AN ACTIVE DIALOGUE WITH INVESTORS THROUGH A PLANNED PROGRAMME OF INVESTOR RELATIONS ACTIVITIES. CONTACT WITH INVESTORS IS LARGELY MANAGED BY THE GROUP DEPUTY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER, TREASURY, AND THE INVESTOR RELATIONS TEAM.

IN 2023, WE CONTINUED TO PROACTIVELY ENGAGE WITH THE INVESTOR COMMUNITY AND HELD MORE THAN 180 MEETINGS, MET OVER 160 INSTITUTIONS, AND ATTENDED TEN CONFERENCES AND TWO ROADSHOWS HELD IN MIAMI AND LONDON. INVESTOR QUERIES FOCUSED ON THE IMPACT ON GLOBAL TRADE FROM GEOPOLITICS, POTENTIAL ACCELERATION OF NEARSHORING, DECREASING FREIGHT RATES, AND ESG.

JANUARY TO MARCH
- DP World Full-Year 2022 Throughput Announcement with Investor Call (Dubai, UAE).
- DP World Full-Year 2022 Results Announcement with Investor Call (Dubai, UAE).
- DFM MENA IPO Summit (Dubai, UAE).
- DP World Global Logistics Workshop (Dubai, UAE).
- Fitch Ratings – Capital Markets in the GCC Region (Dubai, UAE).
- Standard Chartered – GCC Investor Trip (Dubai, UAE).

APRIL TO JUNE
- DP World Q1 2023 Throughput Announcement (Dubai, UAE).
- CDPQ Infrastructure Forum 2023 (Montreal, Canada).
- Bank of America – 2023 Emerging Markets Debt & Equity Conference (Miami, USA).
- Bonds, Loans & Sukuk Middle East 2023 (Dubai, UAE).
- DFM/HSBC – GCC London Conference 2023 (London, UK).
- Barclays – Emerging Marker ESG Corporate Days (Virtual).

JULY TO SEPTEMBER
- DP World 2023 Half-Year Throughput Announcement (Dubai, UAE).
- DP World 2023 Half-Year Results Announcement with Investor Call (Dubai, UAE).

OCTOBER TO DECEMBER
- HSBC MENAT Sustainability Week (Virtual).
- 2023 MEIRA Annual Conference and Award (Hybrid).
- Bank of America – MENA Conference 2023 (Dubai, UAE).

The Board receives regular updates on investor views through briefings from the Group Chairman and Chief Executive Officer and Group Deputy Chief Executive Officer and Chief Financial Officer, as well as reports from the Investor Relations team.

Visit our dedicated Investors page on our corporate website, **www.dpworld.com/investors**

CONTACT OUR INVESTOR RELATIONS TEAM:
Redwan Ahmed, Group Senior VP – Investor Relations
Email: Investor.Relations@dpworld.com
Phone: +971 (0)4 881 1110

AUDIT AND RISK COMMITTEE

IN 2023, THE AUDIT AND RISK COMMITTEE COMPRISED THREE MEMBERS, ALL OF WHOM ARE INDEPENDENT NON-EXECUTIVE DIRECTORS. THE SECRETARY TO THE AUDIT AND RISK COMMITTEE IS FAISAL AREKAT, GROUP SENIOR VICE PRESIDENT – LEGAL, GOVERNANCE AND COMPANY SECRETARY.

COMMITTEE MEETINGS
The Audit and Risk Committee meets formally at appropriate times in the reporting and audit cycle during the year, and as otherwise required. Attendance at the Audit and Risk Committee meetings is set out in the table on page 75.

2023 ACTIVITIES
See page 82 for detailed activities of the Audit and Risk Committee during the year.

ROLE OF THE COMMITTEE
The primary role of the Audit and Risk Committee is to ensure the integrity of the financial reporting and audit process, and to oversee the maintenance of sound internal control and risk management systems. This includes the responsibility to:
- make recommendations to the Board on the appointment and remuneration of the external auditors, review and monitor the external auditors' performance, expertise, independence and objectivity along with the effectiveness of the audit process and its scope;
- review and monitor the integrity of the Group's financial statements and the significant reporting judgements contained in them;
- monitor the appropriateness of accounting policies and practices;
- review the adequacy and effectiveness of financial reporting and internal control policies, procedures, and risk management systems;
- monitor and review the activities and effectiveness of the Internal Audit function;
- review the effectiveness of the Group's Whistleblowing Policy; and
- monitor risks and compliance procedures across the Group.

External and internal auditors are invited to attend the Audit and Risk Committee meetings, along with any other Director or member of staff considered necessary by the Committee to complete its work. The Committee meets with external auditors and internal auditors without Executive Directors or members of staff present at least once a year, and additionally as it considers appropriate.

The full terms of reference of the Audit and Risk Committee can be found on DP World's website, **www.dpworld.com**

MEMBERS:
Vijay Malhotra (Committee Chair)
Deepak Parekh
Mohamed Al Suwaidi

MEETINGS ATTENDED:

Vijay Malhotra (Committee Chair)	3
Deepak Parekh	3
Mohamed Al Suwaidi	3

AUDIT AND RISK COMMITTEE

SIGNIFICANT ISSUES

We identified the issues below as significant in the context of the 2023 financial statements. We consider these areas to be significant, taking into account the level of materiality and the degree of judgement exercised by management. We debated the issues in detail to ensure that the approaches taken were appropriate.

IMPAIRMENT TESTING (SEE NOTE 15 TO THE FINANCIAL STATEMENTS)

AREA OF FOCUS	COMMITTEE ACTION
An impairment review is carried out annually by management to identify Cash-Generating Units (the "CGUs") (the smallest group of assets that generates cash inflows from continuing use) in which the recoverable amount of the CGU is less than the value of the assets carried in the Group's accounts. Impairment results in a charge to the Group income statement. Key judgements and assumptions need to be made when valuing the assets of the CGUs and the quantum of potential future cash flows arising from those assets.	We considered the significant judgements, assumptions, and estimates made by management in preparing the impairment review to ensure that they were appropriate. In particular, the cash flow projections, budgeted EBITDA, discount rates, inflation, perpetuity growth rates, and sensitivity analysis were reviewed. We obtained the external auditors' view concerning the appropriateness of the approach, the key sensitivities in determining the recoverable amount, and the outcome of the review. Taking this into account, together with the documentation presented and the explanations given by management, we were satisfied with the thoroughness of the approach and judgements taken. The review did not result in any significant impairment of goodwill during the year.

TAX PROVISION

AREA OF FOCUS	COMMITTEE ACTION
The Group is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the worldwide provision for income taxes.	We reviewed the updates from the Head of Group Tax and reports from the external auditors. This included updates on the recently enacted UAE Corporate Tax and BEPS Pillar 2 and the implications for the Group. We considered the appropriateness of tax provisions in relation to the updates and reports received and concluded that the treatment adopted was fair and reasonable.

POST-EMPLOYMENT OBLIGATIONS (PENSIONS)

AREA OF FOCUS	COMMITTEE ACTION
Determining the current value of the Group's future pension obligations requires several assumptions. These assumptions relate principally to life expectancy, discount rates applied to future cash flows, and rates of inflation and future salary increases.	Valuation assumptions, prepared by external actuaries and adopted by management, were considered in light of prevailing economic indicators and the view of the external auditors. These were accepted as appropriate.

FINANCIAL REPORTING

The Audit and Risk Committee reviewed the annual update to the Group's Accounting Policy. The significant accounting judgements and policies adopted in respect of the Group's financial statements were agreed upon and considered appropriate. The appropriateness of the transactions separately identified as Separately Disclosed Items (the "SDI") in the financial statements to highlight the underlying performance for the period was discussed and approved. The Committee also reviewed external auditors' reports and documentation prepared to support the going concern judgement.

INTERNAL AUDIT

The scope of activity of Group Internal Audit (the "GIA") is monitored and reviewed at each Audit and Risk Committee meeting. An annual plan was agreed by the Audit and Risk Committee in December 2022 which covers the activities performed by the function during the year ended 31 December 2023.

During the year, the Group Chief Internal Auditor attended all Audit and Risk Committee meetings and provided the Committee with a detailed report on internal audit activities, which the Committee reviewed and discussed in detail. The Audit and Risk Committee considered the matters raised and the adequacy of management's response to them, including the time taken to resolve any such matters. The Chair of the Audit and Risk Committee met with the Group Chief Internal Auditor periodically to discuss progress and received reports on the function's work every month.

The Audit and Risk Committee discussed and reviewed the Group Chief Internal Auditor's progress in improving the effectiveness of the function. In 2023, beyond completing the approved audit plan, projects rolled out across our key pillars included:

TARGET WHAT MATTERS

- Won Institute Internal Auditors, UAE Chapter's 'Leading Practices' Award 2023 for building and skilling up a broad group of Fraud Risk Champions to support investigations and fraud awareness across different geographies.
- Rolled out Group-wide fraud awareness activities including quizzes, leadership videos, and an innovative short film on risks of deepfakes in fraud to employees to support International Fraud Awareness Week in November 2023.
- Conducted 2nd Fraud Risk Summit in Dubai, UAE to build capacity in DP World's global Fraud Risk Champions to help deliver our anti-fraud management strategy.
- Rolled out employee mass-notification system across the Group to provide risk intelligence and communication in the event of a crisis.

DEVELOP OPERATIONAL EXCELLENCE

- Launched 2nd edition of AuditConnect, a collaboration series on "Navigating Risk during the Pandemic" – a digital global report focussing on a collection of stories from across the Group on how our colleagues adapted to smarter ways of working whilst retaining and improving internal controls, risk, and governance during the pandemic.
- Rolled out phase III of our in-house audit intelligence systems which has enabled auditors to reduce audit planning time by over 50%.
- Celebrated 5th anniversary of digital transformation of internal audit through its dedicated digital assurance solutions team which has built various tools to drive smarter audits and explore new technologies.
- Held 1st Group Internal Audit conference in UAE, hosting all global members, sharing strategy and "One GIA" vision to align with DP World' strategy; Rebranding Financial Audit to Business Audit to reflect the diverse portfolio and role of internal auditors.

NURTURE OUR TALENT

- Added 30 new in-house built training masterclasses on a self-service Internal Audit Academy portal as well as a defined competency framework based on job levels.
- Placed continuous IT/data science graduate interns within the Digital Assurance Solutions team to build analytics and digital capability across our team through digital upskilling sessions on technology "DAS Talks".
- Rolled out global Guest Auditor Programme offering eleven carefully selected DP World employees with subject-matter expertise to support internal audits remotely.
- Group Chief Internal Auditor nominated Executive Sponsor – Women and Chair of Women's Council, tasked with helping drive the Gender Balance strategy at DP World.

ENGAGE WITH IMPACT

- Showcased internal audit's role in driving an organisation's sustainability strategy through introduction of a "HOPE" framework by delivery of workshops introduction including demonstration of our in-house augmented reality solution at 2023 Great Audit Minds Conference in UAE.
- Developed digital reporting tools to both teams and stakeholders to share progress of audits, recommendations, and key initiatives.

Based on its ongoing review, the Committee was satisfied with the effectiveness of the Group's Internal Audit function.

RISK MANAGEMENT

The Enterprise Risk Management (the "ERM") framework is designed to identify, measure, manage, monitor, and report the principal risks to the Group in achieving its business objectives and is embedded throughout the Group.

AUDIT AND RISK COMMITTEE

RISK MANAGEMENT CONTINUED
In 2023, we continued to monitor and review the principal risks relating to the Group's business performance that could materially affect our business, financial performance, and reputation. A summary of our principal risks can be found on pages 42 to 53. The principal Committees that oversee risk management are the Enterprise Risk Management Committee and the Audit and Risk Committee. The Audit and Risk Committee works closely with the Enterprise Risk Management Committee and is responsible for assisting the Board in its oversight of risk and risk management across the Group.

Risk management reports, prepared by the Group SVP Enterprise Risk and Resilience, were submitted to the Audit and Risk Committee in March 2023, August 2023, and December 2023. These reports summarise submissions from all areas of the Group and were also reviewed by executive management. The reports highlight the risk mitigation strategies that are employed to reduce potential risk exposure to the acceptable risk tolerance levels.

In December 2023, the Audit and Risk Committee reviewed the effectiveness of the Group's overall ERM Policy and framework, including the Group-wide approach to the identification, assessment, mitigation, monitoring, and reporting of risks for the year ended 31 December 2023.

In 2023, DP World's annual Internal Control Self-Assessment programme was enhanced to better align with DP World's Enterprise Risk Management approach. The updated process was structured around DP World's risk categories to facilitate a better flow of risk insights from the annual control assessments into risk registers, where required. All businesses participated, confirming that they are operating in line with Group-wide policies and expected key internal controls.

INTERNAL CONTROLS
During the year, the Audit and Risk Committee monitored and reviewed the effectiveness of the Group's internal control systems, accounting policies and practices, standards of risk management and risk management procedures, and compliance controls, as well as the Company's statements on internal controls, before they were agreed by the Board for this Annual Report.

The Group's internal control systems are designed to manage rather than eliminate business risk. They provide reasonable but not absolute assurance against material misstatement or loss. Such systems are necessary to safeguard shareholders' investments and the Company's assets and depend on a regular evaluation of the extent of the risks to which the Company is exposed.

The Audit and Risk Committee can confirm that the Company's systems and their effectiveness have been in place for the full financial year and up-to-the-date on which the financial statements were approved and are regularly reviewed by the Board. The Audit and Risk Committee is of the view that the Company has a well-designed system of internal controls. The Chair of the Audit and Risk Committee reports any matters arising from the Audit and Risk Committee's review to the Board following each meeting. This update covers how the risk management and internal control processes are applied and details any breakdowns in, or exceptions to, these processes. There were no significant failings or weaknesses identified. These processes have been in place throughout the year ended 31 December 2023 and have continued to the date of this report.

WHISTLEBLOWING AND FRAUD
DP World's Whistleblowing Policy, which supports the Group-wide Code of Ethics, is monitored by the Audit and Risk Committee. Both policies are available on DP World's website, **www.dpworld.com**. DP World Whistleblowing Policy has been adapted for country law compliance and translated and made available in other languages where appropriate.

The Audit and Risk Committee received and considered, at each Audit and Risk Committee meeting, all matters reported through the Group's global confidential whistleblowing reporting mechanism (telephone and web application), which is operated on its behalf by an independent third party. All fraud matters reported are investigated by DP World's Fraud Risk Services team and, where appropriate, reported to the Committee, together with details of any corrective action taken. The Committee also received reports at each meeting providing details of fraud known losses in each quarter.

EXTERNAL AUDIT
Throughout the year, the Audit and Risk Committee monitored the cost and nature of non-audit work undertaken by the auditors and was in a position to take action if it believed that there was a threat to the auditors' independence through the award of this work.

KPMG LLP is the Company's external auditor. The Audit and Risk Committee's Chair meets the lead audit partner before each meeting and the whole Audit and Risk Committee meets with KPMG at least once a year.

The Audit and Risk Committee has undertaken an annual review of the independence and objectivity of the auditors and an assessment of the effectiveness of the audit process, which included a report from the external auditor of its internal quality procedures. It also received assurances from the auditors regarding their independence. Based on this review, the Audit and Risk Committee recommended to the Board that it supports the re-appointment of the auditors.

The total fees payable to KPMG, the Group's principal external auditor, for the year ended 31 December 2023 amount to US$17.5 million. This is split between audit fees (US$13.5 million), audit-related (US$2 million) and non-audit services (mainly comprising tax and other services) (US$2 million).

GOVERNANCE AND SUSTAINABILITY COMMITTEE

IN 2023, THE GOVERNANCE AND SUSTAINABILITY COMMITTEE COMPRISED THREE MEMBERS, ALL OF WHOM ARE INDEPENDENT NON-EXECUTIVE DIRECTORS. THE SECRETARY TO THE COMMITTEE IS FAISAL AREKAT, GROUP SENIOR VICE PRESIDENT – LEGAL, GOVERNANCE AND COMPANY SECRETARY.

COMMITTEE MEETINGS
The Governance and Sustainability Committee meets formally during the year as required for the purpose of discharging its duties. Attendance at the Governance and Sustainability Committee meetings is set out in the table on page 75.

2023 ACTIVITIES
During the year, the Governance and Sustainability Committee:
- reviewed the Company's corporate governance framework; and
- reviewed the Company's sustainability policies and strategy.

ROLE OF THE COMMITTEE
The Governance and Sustainability Committee is responsible for:
- making recommendations to the Board with regards to any adjustments that the Committee considers necessary;
- ensuring that the Company's corporate governance structure complies with the applicable corporate governance principles and the best governance practices, to ensure that the Company implements the highest governance standards;
- setting, reviewing, approving, and overseeing the Company's sustainability strategy and management of environmental, social, and governance matters;
- reviewing and approving the Company's sustainability policies, programmes, targets, and performance;
- receiving reports on the progress and effectiveness of the Company's sustainability approach, initiatives, and activities, including but not limited to, reporting from management committees such as the Health and Safety Committee, Women's Council, Charity Committee, and the Human Rights Working Group;
- guiding sustainability reporting that prioritises the needs of stakeholders and aligns sustainability to business strategy, to ensure meaningful disclosure and strong corporate reputation; and
- reviewing and approving the budget for the Company's sustainability activities.

The full terms of reference of the Governance and Sustainability Committee can be found on DP World's website, **www.dpworld.com**

MEMBERS:
Mohamed Al Suwaidi (Committee Chair)
Sultan Bin Saeed Al Mansoori
Sir Tim Clark

MEETINGS ATTENDED:

Mohamed Al Suwaidi (Committee Chair)

Sultan Bin Saeed Al Mansoori

Sir Tim Clark

NOMINATIONS AND REMUNERATION COMMITTEE

IN 2023, THE NOMINATIONS AND REMUNERATION COMMITTEE COMPRISED THREE MEMBERS, ALL OF WHOM ARE INDEPENDENT NON-EXECUTIVE DIRECTORS. THE SECRETARY TO THE COMMITTEE IS FAISAL AREKAT, GROUP SENIOR VICE PRESIDENT – LEGAL, GOVERNANCE AND COMPANY SECRETARY.

COMMITTEE MEETINGS

The Nominations and Remuneration Committee meets formally during the year as required for the purpose of discharging its duties. Attendance at the Nominations and Remuneration Committee meetings is set out in the table on page 75.

2023 ACTIVITIES

During the year, the Nominations and Remuneration Committee:

- considered the current composition of the Board and the mix of skills, knowledge, and experience;
- reviewed the cash allowances, salary structures, and total remuneration competitiveness of DP World's Executive Directors and senior management;
- reviewed the Company's Short Term Incentive Plan and Long Term Incentive Plan design and rules; and
- reviewed the performance against objectives of Executive Directors and senior managers.

ROLE OF THE COMMITTEE

The Nominations and Remuneration Committee is responsible for evaluating the balance of skills, knowledge, experience, and diversity of the Board and, in particular:

- recommending individuals to be considered to fill vacancies; and
- preparing a description of the role and capabilities required for a particular appointment.

The Nominations and Remuneration Committee is also responsible for periodically reviewing the Board's structure and identifying potential candidates to be appointed as Directors.

As an initial stage in the Director appointment process, the Company collects and reviews potential candidates' CVs against an established set of appointment criteria, following which the chosen candidate meets with the Company's Senior Independent Non-Executive Director, the Chair of the Nominations and Remuneration Committee, as well as with other Board members as appropriate. Alongside this, the Company collects detailed background information regarding the chosen candidate, including their professional experience and qualifications, through the completion of a pre-appointment questionnaire.

Following the completion of this process, the candidate is put forward to the Nominations and Remuneration Committee for consideration. If the Nominations and Remuneration Committee recommends the candidate's appointment, the appointment is put to the Board for consideration and, if appropriate, approved.

The Nominations and Remuneration Committee's responsibilities include:

- reviewing and providing the Board with a recommendation for a suitable remuneration framework for the Company;
- monitoring the level and structure of remuneration for senior management and recommending adjustments where appropriate;
- keeping under review its own performance, constitution, and terms of reference; and
- considering other matters as referred to it by the Board.

The Nominations and Remuneration Committee also determines and agrees with the Board the framework and broad policy for the remuneration of the Group Chairman and Chief Executive Officer, Group Deputy Chief Executive Officer and Chief Financial Officer, and other members of senior management.

The Nominations and Remuneration Committee's policy is to review remuneration based on independent assessment and market practice.

The remuneration of Independent Non-Executive Directors is a matter for the Chairman and executive members of the Board. No Director is involved in any decisions as to their own remuneration.

The full terms of reference of the Nominations and Remuneration Committee can be found on DP World's website, **www.dpworld.com**

MEMBERS:

Deepak Parekh (Committee Chair)
Mohamed Al Suwaidi
Phumzile Langeni

MEETINGS ATTENDED:

Deepak Parekh (Committee Chair)

Mohamed Al Suwaidi

Phumzile Langeni

REMUNERATION

EXECUTIVE REWARD POLICY

The reward policy for Executive Directors and senior management (Executive Committee and other experienced managers) is guided by the following key principles:

- business strategy support: aligned with our business strategy with a focus on both short-term goals and the creation of long-term value, ensuring alignment to shareholders' interests;
- competitive pay: ensures competitiveness against our target market;
- fair pay: ensures consistent, equitable, and fair treatment within the organisation; and
- performance-related pay: linked to performance targets via short and long-term incentive plans and the pay review process.

The reward policy for Executive Directors and senior management consists of the following key components:

1. MARKET BENCHMARK:

- the target market position is between median and upper quartile on a total remuneration basis;
- for Executive Directors and senior management based in Dubai, practice and policy reflect the structure of the Dubai pay market, while at the same time ensuring competitiveness on an international basis. Variable pay is also reviewed and balanced against the total remuneration package; and
- DP World engages the services of Korn Ferry Hay Group as the main provider of market information and as advisers on particular remuneration matters. This is subject to periodic review.

2. BASE SALARY:

- fixed cash compensation based on level of responsibility as determined by applying a formal job evaluation methodology;
- reflects local practice in each of the geographies in which DP World operates, but is also set against common market policy positions; and
- reviewed annually on 1 April to take into account market pay movements, individual performance, relativity to market on an individual basis, and DP World's ability to pay.

ALLOWANCES AND BENEFITS

- can either be cash or non-cash elements based on the level of responsibility as determined by applying a formal job evaluation methodology;
- reflect local practice in each of the geographies in which DP World operates, but are also set against common market policy positions;
- for Executive Directors and senior management based in Dubai, cash allowances are a normal component of the package and typically cover accommodation, utility, transport, and club elements in line with Dubai market practice. Other benefits include providing children's education assistance, travel assistance, medical and dental insurance, and post-retirement benefits; and
- reviewed annually to ensure that DP World remains competitive within the marketplace and that it continues to provide the reward mechanisms to aid retention in line with its ability to pay.

INCENTIVE PLANS

The Company has adopted a Short Term Incentive Plan and a Long Term Incentive Plan for its Executive Directors and senior managers. Details of these plans are outlined on the next page.

In 2023, the Company introduced both a new Short Term Incentive Plan (the "STIP") replacing the previous Performance Delivery Plan (the "PDP"), and a new Long Term Incentive Value Creation Plan (the "LTVCP"), in addition to the existing Long Term Incentive Plan (the "LTIP"). Both plans were unanimously approved by the DP World Nominations and Remuneration Committee. These Plans took effect on 1 January, 2023, with the LTVCP's payment set for 2026 and 2028; and the STIP's first payment expected in 2024. These Plans intend to support the goal of becoming a leading provider of end-to-end supply chain solutions, while attracting and retaining key talents and incentivising for value creation.

DESCRIPTION	2023 IMPLEMENTATION
SHORT TERM INCENTIVE PLAN (THE "STIP")	
Cash-based incentive plan to motivate, drive, and reward performance over an operating cycle of one year. The STIP combines business financial performance and individual performance objectives. Levels of awards, financial and personal measures, and weightings will vary depending on the individual's role, geography, and level of responsibility. For individuals outside the Executive Directors and senior management category, the principle is then typically cascaded throughout the organisational levels in line with local policies. Appropriateness of the levels of awards, financial and personal measures, and weightings are reviewed on an annual basis to ensure they continue to support our business strategy. Payment is in cash and is expected to be made in April each year for performance over the previous financial year, subject to review and sign-off by the Nominations and Remuneration Committee.	The STIP for the financial year ended 2023 (award to be paid in 2024) is worth a target of 125% of annual base salary for Executive Directors and 100% for other senior managers. It is made up of two components: a financial component worth 80% of the overall award value and a personal component worth 20% of the overall award value. The financial component is based on performance assessed against a budgeted Profit After Tax (the "PAT") measure. Payout on the financial component is triggered if the Company achieves 90% of its target. A stretch level is achieved if the Company exceeds above 105% up to a maximum of 120%. The payout for performance between 90% and 120% of target is on a straight-line basis. The personal component is based on performance assessed against Specific, Measurable, Attainable, Relevant and Timebound (SMART) objectives for 80% of the personal award and against Our Principles for 20% of the personal award. The objectives are particular to each individual role and can include financial-based objectives and more qualitative ones.
LONG TERM INCENTIVE PLAN (THE "LTIP")	
Cash-based rolling incentive plan to motivate, drive, and reward sustained performance over the long-term operating cycle of three years. The LTIP reflects business financial performance only. Levels of awards, financial measures and weightings will vary depending on the individual's role, geography, and levels of responsibility. In addition to the Executive Directors and senior managers, employees performing the top 100 jobs (as determined by job size) are also eligible to participate in the LTIP in line with the same financial metrics as described for Executive Directors and senior managers with varying levels of award in line with their job size. Appropriateness of the levels of awards, financial measures, and weightings are reviewed on an annual basis to ensure they continue to support our business strategy. Payment is in cash and is expected to be made in April each year for performance over the previous three financial years, subject to review and sign-off by the Nominations and Remuneration Committee.	The LTIP for the 2021-2023 (award to be paid in 2024), 2022-2024 (award to be paid in 2025) and 2023-2025 (award to be paid in 2026) performance cycles is based on performance over three years assessed against two budgeted measures, with 70% of the award linked to a Return On Capital Employed measure and 30% linked to an Earnings Per Share measure.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

THE FOLLOWING STATEMENT, WHICH SHOULD BE READ IN CONJUNCTION WITH THE AUDITORS' RESPONSIBILITY SECTION OF THE INDEPENDENT AUDITORS' REPORT, IS MADE TO DISTINGUISH THE RESPECTIVE RESPONSIBILITIES OF THE DIRECTORS AND THE AUDITORS IN RELATION TO THE CONSOLIDATED FINANCIAL STATEMENTS.

The Directors are required to prepare Consolidated Financial Statements for each financial year, which present fairly the state of affairs of DP World Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") as at the end of the financial year and of the profit and loss for the financial year.

The Consolidated Financial Statements are prepared in accordance with International Financial Reporting Standards (the "IFRS") and the applicable provisions of the DIFC laws including Markets Law 2012 (as amended). In preparing the Consolidated Financial Statements, the Directors are required to select appropriate accounting policies and then apply them consistently, make judgements and estimates that are reasonable and prudent, and state whether all accounting standards which they consider to be applicable have been followed, subject to any material departures disclosed and explained in the Consolidated Financial Statements. The Directors also use a going concern basis in preparing the Consolidated Financial Statements unless this is inappropriate.

The Directors have responsibility for ensuring that the Company keeps accounting records that disclose, with reasonable accuracy at any time, the financial position of the Company and which enable them to ensure that the Consolidated Financial Statements comply with the applicable laws in the relevant jurisdiction.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

The Directors are also responsible for preparing a Directors' report and corporate governance statement in accordance with applicable laws and regulations.

The Directors consider the Annual Report and the Consolidated Financial Statements, taken as a whole, to be fair, balanced, and understandable, and provide necessary information for shareholders to assess the Company's performance, business model, and strategy.

By order of the Board

FAISAL AREKAT
GROUP SENIOR VICE PRESIDENT – LEGAL, GOVERNANCE AND COMPANY SECRETARY
19 March 2024

CONSOLIDATED FINANCIAL STATEMENTS 31 DECEMBER 2023

CONTENTS

INDEPENDENT AUDITORS' REPORT	**93**
CONSOLIDATED FINANCIAL STATEMENTS	
Consolidated statement of profit or loss	97
Consolidated statement of other comprehensive income	98
Consolidated statement of financial position	99
Consolidated statement of changes in equity	100
Consolidated statement of cash flows	101
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	**102**
BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICIES	
1. Reporting entity	102
2. Basis of preparation	102
3. Material accounting policies	103
PERFORMANCE FOR THE YEAR	
4. Segment information	115
5. Revenue	118
6. Profit for the year	118
7. Finance income and costs	119
8. Income tax	119
9. Separately disclosed items	122
10. Dividends to the Parent Company	123
ASSETS	
11. Property, plant and equipment	124
12. Right-of-use assets	125
13. Investment properties	126
14. Intangible assets and goodwill	128
15. Goodwill impairment testing	129
16. Properties held for development and sale	130
17. Interests in equity-accounted investees	131
18. Inventories	131
19. Due from Parent Company	132
20. Receivables and other assets	132
21. Cash and cash equivalents	132
21a. Short-term investments	132
LIABILITIES	
22. Provision for employees' end of service benefits	133
23. Pensions and post-employment benefits	133
24. Payables and other liabilities	140
GROUP COMPOSITION	
25. Non-controlling interests (NCI)	141
26. Business combinations	143
27. Significant Group entities	144
28. Related party transactions and balances	148
RISK	
29. Financial risk management	149
CAPITAL STRUCTURE	
30. Share capital	156
31. Reserves	156
32. Hybrid equity instrument	157
33. Loans and borrowings	157
34. Lease and service concession liabilities	158
35. Loans from non-controlling interests	159
36. Capital management	159
OTHER INFORMATION	
37. Capital commitments	160
38. Contingencies	160
39. Comparative information	161
40. Events after the reporting date	161

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDER OF DP WORLD LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the consolidated financial statements of DP World Limited ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2023, the consolidated statements of profit or loss, other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory 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 IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

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 *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements of the Dubai Financial Services Authority ("DFSA") and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

IMPAIRMENT ASSESSMENT OF CARRYING VALUE OF GOODWILL AND INTANGIBLE ASSETS WITH INDEFINITE USEFUL LIVES

See Notes 3 and 15 to the consolidated financial statements.

THE KEY AUDIT MATTER	HOW THE MATTER WAS ADDRESSED IN OUR AUDIT
The Group has significant goodwill and intangible assets arising from the acquisition of businesses. The Group's annual impairment testing on goodwill and intangible assets with indefinite useful lives is performed using free cash flow projections based on three-year financial budgets approved by the Board and a further five-year future forecasts estimated by the Group's management. Due to the inherent uncertainty involved in forecasting and discounting future cash flows, which forms the basis of the assessment of recoverability, this is one of the key areas that our audit concentrated on.	Our audit procedures in this area included but were not limited to the following: • In respect of the cashflows, we challenged the assumptions applied to the key inputs (i.e., EBITDA, growth rates and terminal value). We accordingly assessed the historical accuracy of the Group's EBITDA forecasts and the growth rates in line with historical performance, future developments and market conditions. We checked the reasonableness of terminal value growth rates by comparing the forecast with publicly available information such as average inflation rate and GDP rates. • In relation to discount rates, we involved KPMG valuation specialists to assist us in evaluating their appropriateness. • In respect of the sensitivity to key assumptions, we assessed the impact to the estimated recoverable amount of the cash generating units ("CGUs") by applying reasonably adjusted discount rates and forecast future cashflows. • Evaluated the adequacy of the relevant disclosures in these consolidated financial statement.

INDEPENDENT AUDITORS' REPORT CONTINUED

KEY AUDIT MATTERS CONTINUED

INCOME TAX PROVISIONS

See Note 3 and 8 to the consolidated financial statements.

THE KEY AUDIT MATTER	HOW THE MATTER WAS ADDRESSED IN OUR AUDIT
The Group operates in a number of tax jurisdictions and is exposed to changes in regulations in the respective tax regimes including the recently enacted UAE Corporate Tax ("CT") Law. The Group has to estimate the tax effect of applying local legislation in light of the practices of the respective tax authorities, which can be complex and uncertain and, therefore, involve significant judgment. Tax provisions have been estimated by the Group with respect to the tax exposures identified but there is the potential risk that the eventual resolution of a matter with the tax authorities are at an amount materially different to the provision recognised.	Our audit procedures undertaken in this area together with the involvement of our tax specialists included but were not limited to the following: • Recalculated the effective tax rate and assessed the impact of large and / or unusual items on the overall provision. We tested the Group's deferred tax provisions including the tax rates applied, for reasonableness. • Performed an assessment of the significant components impacting the Group's tax expense for reasonableness. • We challenged the positions taken by the Group based on our knowledge and experience of the jurisdiction in which the Group operates, specifically relating to the adequacy of provisions. • We have also checked the tax balances at Group level incorporating the impact of major changes in tax laws, including the enactment of UAE CT law in 2023. • Evaluated the adequacy of the relevant disclosures in these consolidated financial statement.

PENSIONS

See Note 3 and 23 to the consolidated financial statements.

THE KEY AUDIT MATTER	HOW THE MATTER WAS ADDRESSED IN OUR AUDIT
The Group has a number of defined benefit pension schemes. In accordance with IAS 19 – *Employee Benefits*, the valuation of the pension deficit involves estimation uncertainty and requires technical expertise in making appropriate assumptions. These actuarial valuations are sensitive to changes in key assumptions including RPI inflation, discount rates and mortality rates. Changes in any of these assumptions can have a material impact on the calculation of the net pension position. Due to the significance of the pension scheme obligations and the judgements inherent in the actuarial assumptions underpinning their valuation, we considered this to be a key audit matter.	Our audit procedures in this area included but were not limited to the following: • The Group engages independent external actuaries to assist in calculating the appropriate pension scheme position. We obtained the actuaries' reports and, with the assistance of our actuarial specialists, assessed the key assumptions considered. These mainly included RPI inflation, discount rates and mortality rates used in calculating the pension scheme obligations. • For RPI inflation and discount rates, we checked to our internally developed benchmarks, which are based on externally available data to assess whether these assumptions were within our expected range. • We compared the mortality assumption to national and industry averages to assess its reasonableness. We also compared the assumptions with those in previous years, to assess whether the methodology used in arriving at the assumptions year on year are consistent. • We agreed the material assets of the scheme to third party confirmations and where applicable, recalculated assets valuations based on the quoted prices. • Evaluate the adequacy of the relevant disclosures in these consolidated financial statement.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditors' report thereon. The Annual Report is expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated financial statements does not cover the other information and we will 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.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and their preparation in compliance with the applicable provisions of the Markets Law 2012 (as amended) and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with Governance are responsible for overseeing the Group's financial reporting process.

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

INDEPENDENT AUDITORS' REPORT CONTINUED

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

We further report that the consolidated financial statements have been properly prepared in accordance with the applicable provisions of the Markets Law 2012 (as amended).

KPMG LLP

RICHARD JAMES ACKLAND
DFSA reference Number: I012468
Dubai, United Arab Emirates

Date: 14 March 2024

CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED 31 DECEMBER

	Note	2023 Before separately disclosed items USD'000	2023 Separately disclosed items (Note 9) USD'000	2023 Total USD'000	2022 Before separately disclosed items USD'000	2022 Separately disclosed items (Note 9) USD'000	2022 Total USD'000
Revenue	5	**18,250,435**	**–**	**18,250,435**	17,127,248	–	17,127,248
Cost of sales		**(12,746,095)**	**(66,548)**	**(12,812,643)**	(11,935,746)	(53,500)	(11,989,246)
Gross profit		**5,504,340**	**(66,548)**	**5,437,792**	5,191,502	(53,500)	5,138,002
General and administrative expenses		**(2,808,850)**	**(151,614)**	**(2,960,464)**	(2,388,324)	(337,561)	(2,725,885)
Other income		**186,980**	**22,588**	**209,568**	64,996	–	64,996
Gain on disposals and changes in ownership	9	**–**	**19,509**	**19,509**	–	193,353	193,353
Share of profit/(loss) from equity-accounted investees (net of tax)	17	**163,903**	**–**	**163,903**	165,975	(45,962)	120,013
Results from operating activities		**3,046,373**	**(176,065)**	**2,870,308**	3,034,149	(243,670)	2,790,479
Finance income	7	**264,508**	**–**	**264,508**	293,993	31,527	325,520
Finance costs	7	**(1,393,008)**	**(5,423)**	**(1,398,431)**	(1,094,107)	(14,274)	(1,108,381)
Net finance costs	7	**(1,128,500)**	**(5,423)**	**(1,133,923)**	(800,114)	17,253	(782,861)
Profit before tax		**1,917,873**	**(181,488)**	**1,736,385**	2,234,035	(226,417)	2,007,618
Income tax expense	8	**(404,046)**	**(33,613)**	**(437,659)**	(394,974)	15,216	(379,758)
Profit for the year	6	**1,513,827**	**(215,101)**	**1,298,726**	1,839,061	(211,201)	1,627,860
Profit attributable to:							
Owners of the Company		**1,032,378**	**(212,400)**	**819,978**	1,438,401	(211,073)	1,227,328
Non-controlling interests	25	**481,449**	**(2,701)**	**478,748**	400,660	(128)	400,532
		1,513,827	**(215,101)**	**1,298,726**	1,839,061	(211,201)	1,627,860

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

CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER

	Note	2023 USD'000	2022 USD'000
Profit for the year		**1,298,726**	1,627,860
Other comprehensive income (OCI)			
Items that are or may be reclassified to profit or loss			
Cash flow hedges – effective portion of changes in fair value		**(115,092)**	143,431
Cash flow hedges – reclassified to profit or loss		**5,112**	11,546
Related tax – cash flow hedges		**(1,416)**	(19,468)
Foreign exchange translation differences – foreign operations*		**(32,921)**	(743,010)
Foreign exchange translation differences recycled to profit or loss		**(16,384)**	21,341
Share of other comprehensive loss of equity-accounted investees	17	**(15,436)**	(136,524)
Items that will never be reclassified to profit or loss			
Remeasurements of pensions and post-employment benefits obligations and provision for employees' end of service benefits		**87,538**	75,421
Related tax – pensions and post-employment benefits		**(8,705)**	9,339
Total other comprehensive loss for the year		**(97,304)**	(637,924)
Total comprehensive income for the year		**1,201,422**	989,936
Total comprehensive income attributable to:			
Owners of the Company		**789,847**	653,340
Non-controlling interests	25	**411,575**	336,596

* This comprises foreign exchange differences arising on translation of the financial statements of foreign operations (including the related goodwill and purchase price adjustments) whose functional currencies are different from that of the Company's presentation currency. There are no differences in translation from the Company's functional currency (AED) to presentation currency (USD) as it is pegged to the presentation currency (USD 1: AED 3.6725).

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

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER

	Note	2023 USD'000	2022 USD'000
Assets			
Non-current assets			
Property, plant and equipment	11	**13,531,896**	13,439,148
Right-of-use assets	12	**3,538,385**	3,445,847
Investment properties	13	**5,150,773**	4,392,275
Intangible assets and goodwill	14	**10,774,530**	10,658,223
Interests in equity-accounted investees	17	**1,862,950**	1,788,833
Other investments		**52,527**	40,742
Deferred tax assets	8	**144,528**	163,697
Due from Parent Company	19	**–**	1,748,227
Receivables and other assets	20	**796,059**	1,171,853
Total non-current assets		**35,851,648**	36,848,845
Current assets			
Inventories	18	**567,936**	569,605
Properties held for development and sale	16	**80,732**	116,249
Due from Parent Company	19	**–**	1,882,190
Receivables and other assets	20	**4,625,593**	4,123,726
Short-term investments	21a	**261,866**	209,690
Cash and cash equivalents	21	**3,342,051**	3,232,090
Total current assets		**8,878,178**	10,133,550
Total assets		**44,729,826**	46,982,395
Equity			
Share capital	30	**1,660,000**	1,660,000
Share premium	31	**2,472,655**	2,472,655
Shareholders' reserve	31	**2,000,000**	2,000,000
Retained earnings		**4,674,284**	11,659,394
Translation reserve	31	**(2,553,640)**	(2,558,058)
Other reserves	31	**(441,302)**	(408,544)
Equity attributable to the owners of the Company		**7,811,997**	14,825,447
Hybrid equity instrument	32	**1,476,686**	1,476,686
Non-controlling interests	25	**3,037,001**	2,737,959
Total equity		**12,325,684**	19,040,092
Liabilities			
Non-current liabilities			
Loans and borrowings	33	**17,638,155**	11,168,994
Lease and service concession liabilities	34	**3,902,915**	3,677,938
Loans from non-controlling interests	35	**1,006,455**	1,467,726
Payables and other liabilities	24	**634,802**	564,595
Deferred tax liabilities	8	**1,351,434**	1,257,426
Provision for employees' end of service benefits	22	**229,930**	205,719
Pensions and post-employment benefits	23	**253,074**	251,222
Total non-current liabilities		**25,016,765**	18,593,620
Current liabilities			
Loans and borrowings	33	**921,202**	3,063,636
Lease and service concession liabilities	34	**595,142**	691,579
Loans from non-controlling interests	35	**394,439**	315,650
Payables and other liabilities	24	**5,165,183**	4,970,507
Income tax liabilities	8	**202,933**	200,912
Pensions and post-employment benefits	23	**108,478**	106,399
Total current liabilities		**7,387,377**	9,348,683
Total liabilities		**32,404,142**	27,942,303
Total equity and liabilities		**44,729,826**	46,982,395

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

These consolidated financial statements were authorised for issue on 14 March 2024.

SULTAN AHMED BIN SULAYEM
CHAIRMAN AND CHIEF EXECUTIVE OFFICER

YUVRAJ NARAYAN
GROUP DEPUTY CHIEF EXECUTIVE OFFICER
AND CHIEF FINANCIAL OFFICER

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2023

	Equity attributable to the owners								
	Share capital and premium USD'000	Shareholders' reserve USD'000	Retained earnings USD'000	Translation reserve USD'000	Other reserves USD'000	Total USD'000	Hybrid equity instrument USD'000	Non-controlling interests (NCI) USD'000	Total equity USD'000
Balance at 1 January 2022	4,132,655	2,000,000	9,230,010	(1,819,594)	(593,152)	12,949,919	1,476,686	1,676,973	16,103,578
Profit for the year	–	–	1,227,328	–	–	1,227,328	–	400,532	1,627,860
Other comprehensive income/(loss)	–	–	–	(758,845)	184,857	(573,988)	–	(63,936)	(637,924)
Transactions with owners, recognised directly in equity									
Dividends declared (refer to note 10)	–	–	(4,452,800)	–	–	(4,452,800)	–	–	(4,452,800)
Transactions with NCI, recognised directly in equity									
Dividends paid to NCI	–	–	–	–	–	–	–	(245,764)	(245,764)
Changes in ownership of subsidiaries without loss of control	–	–	5,953,050	20,381	(249)	5,973,182	–	757,889	6,731,071
Contributions by NCI	–	–	–	–	–	–	–	13,584	13,584
NCI created on acquisition of subsidiaries	–	–	–	–	–	–	–	198,681	198,681
NCI put option arrangements recognized	–	–	(134,627)	–	–	(134,627)	–	–	(134,627)
Change in fair value of NCI put options	–	–	(73,567)	–	–	(73,567)	–	–	(73,567)
Hybrid equity instruments									
Distribution to hybrid equity instrument holders	–	–	(90,000)	–	–	(90,000)	–	–	(90,000)
Balance at 31 December 2022	4,132,655	2,000,000	11,659,394	(2,558,058)	(408,544)	14,825,447	1,476,686	2,737,959	19,040,092
Balance at 1 January 2023	**4,132,655**	**2,000,000**	**11,659,394**	**(2,558,058)**	**(408,544)**	**14,825,447**	**1,476,686**	**2,737,959**	**19,040,092**
Profit for the year	**–**	**–**	**819,978**	**–**	**–**	**819,978**	**–**	**478,748**	**1,298,726**
Other comprehensive income/(loss)	**–**	**–**	**–**	**2,614**	**(32,745)**	**(30,131)**	**–**	**(67,173)**	**(97,304)**
Transactions with owners, recognised directly in equity									
Dividends declared (refer to note 10)	**–**	**–**	**(7,652,684)**	**–**	**–**	**(7,652,684)**	**–**	**–**	**(7,652,684)**
Transactions with NCI, recognised directly in equity									
Dividends paid to NCI	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(175,522)**	**(175,522)**
Change in ownership of subsidiaries without loss of control	**–**	**–**	**(23,094)**	**1,804**	**(13)**	**(21,303)**	**–**	**(28,403)**	**(49,706)**
Contributions by NCI	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**669**	**669**
Fair value gain on initial recognition of interest-free loans	**–**	**–**	**6,884**	**–**	**–**	**6,884**	**–**	**15,154**	**22,038**
NCI created on acquisition of subsidiaries	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**75,569**	**75,569**
Change in fair value of NCI put options	**–**	**–**	**(46,194)**	**–**	**–**	**(46,194)**	**–**	**–**	**(46,194)**
Hybrid equity instruments									
Distribution to hybrid equity instrument holders	**–**	**–**	**(90,000)**	**–**	**–**	**(90,000)**	**–**	**–**	**(90,000)**
Balance at 31 December 2023	**4,132,655**	**2,000,000**	**4,674,284**	**(2,553,640)**	**(441,302)**	**7,811,997**	**1,476,686**	**3,037,001**	**12,325,684**

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

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED

	Note	2023 USD'000	2022 USD'000
Cash flows from operating activities			
Profit for the year		**1,298,726**	1,627,860
Adjustments for:			
Depreciation and amortisation	6	**2,061,214**	1,979,979
Impairment losses	6	**87,501**	253,047
Share of profit from equity-accounted investees (net of tax)	17	**(163,903)**	(120,013)
Finance costs	7	**1,398,431**	1,108,381
Gain on sale of property, plant and equipment, investment properties and held for sale assets		**(73,799)**	(10,663)
Gain on disposals and changes in ownership of equity-accounted investees	9	**(19,509)**	(193,353)
Finance income	7	**(264,508)**	(325,520)
Income tax expense	8	**437,659**	379,758
Gross cash flows from operations		**4,761,812**	4,699,476
Changes in:			
Inventories		**(19,050)**	(103,183)
Receivables and other assets		**(128,057)**	(472,321)
Payables and other liabilities		**34,415**	350,676
Properties held for development and sale		**9,326**	886
Provisions, pensions and post-employment benefits		**(79,181)**	(25,023)
Cash generated from operating activities		**4,579,265**	4,450,511
Income taxes paid		**(352,359)**	(413,122)
Net cash from operating activities		**4,226,906**	4,037,389
Cash flows from investing activities			
Acquisition of property, plant and equipment	11	**(1,657,655)**	(1,335,811)
Acquisition of investment properties	13	**(209,068)**	(122,911)
Acquisition of intangible assets	14	**(243,313)**	(256,308)
Proceeds from disposal of property, plant and equipment		**217,121**	47,213
Proceeds from disposal of equity accounted investees		**2,349**	321,957
Net cash outflow on acquisition of subsidiaries		**(116,156)**	(850,977)
Additions to short-term investments		**(261,866)**	(209,690)
Receipts from short-term investments		**209,690**	–
Interest received		**221,373**	94,269
Dividends received from equity-accounted investees	17	**72,003**	91,684
Acquisition of other investments		**(11,812)**	–
Additional interests in equity-accounted investees	17	**(34,254)**	(68,899)
Loans repaid by/(given to) equity-accounted investees		**16,683**	(15,630)
Decrease in restricted cash		**–**	908,547
Net cash used in investing activities		**(1,794,905)**	(1,396,556)
Cash flows from financing activities			
Repayment of loans and borrowings	33	**(4,680,439)**	(1,782,616)
Proceeds from loans and borrowings	33	**8,901,997**	295,309
Repayment of loans from non-controlling interests		**(399,456)**	(181,793)
Proceeds from loans from non-controlling interests		**5,955**	1,243,218
Distribution to hybrid equity instrument holders		**(90,000)**	(90,000)
Advance given to the Parent Company		**–**	(1,881,852)
Payment of principal portion of lease liabilities	12	**(635,076)**	(721,635)
Interest paid on lease liabilities	12	**(225,604)**	(204,130)
Interest paid on bank and NCI borrowings		**(909,024)**	(771,574)
Dividends paid to the owners of the Company	10	**(4,000,000)**	(4,628,400)
Proceeds from monetisation activities without loss of control		**–**	6,537,002
Net cash outflow on acquisition of additional interests in subsidiaries		**(128,301)**	(14,614)
Contributions by non-controlling interests		**669**	13,584
Dividends paid to non-controlling interests		**(175,522)**	(245,764)
Net cash used in financing activities		**(2,334,801)**	(2,433,265)
Net increase in cash and cash equivalents		**97,200**	207,568
Cash and cash equivalents at 1 January		**3,123,280**	3,009,193
Effect of exchange rate fluctuations on cash held		**16,936**	(93,481)
Cash and cash equivalents at 31 December	21	**3,237,416**	3,123,280

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. REPORTING ENTITY

DP World Limited (the "Company") was incorporated on 9 August 2006 as a company limited by shares with the Registrar of Companies of the Dubai International Financial Centre ('DIFC') under the DIFC Companies Law. These consolidated financial statements comprise the Company and its subsidiaries (collectively referred to as 'the Group') and the Group's interests in equity-accounted investees.

The Group is a leading provider of smart logistics solutions, enabling the flow of trade across the globe. The Group's range of products and services covers every link of the integrated supply chain from ports and terminals, logistics, marine services, parks and economic zones as well as technology-driven customer solutions. These services are delivered through an interconnected global network of 500 business units in 74 countries across six continents, with a significant presence both in high-growth and mature markets.

Port & Free Zone World FZE ('PFZW' or 'the Parent Company'), a wholly owned subsidiary of Dubai World Corporation ('the Intermediate Parent'), holds 100% of the Company's issued and outstanding share capital. The Ultimate Parent is Dubai Investment Fund ("the Ultimate Parent"). The Government of Dubai is the Ultimate controlling party for the Group.

The Company's registered office address is JAFZA 17, Jebel Ali Freezone, P.O. Box 17000, Dubai, United Arab Emirates.

2. BASIS OF PREPARATION

a) COMPLIANCE WITH INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS) AND THE DIFC COMPANIES LAW

These consolidated financial statements have been prepared on a going concern basis in accordance with International Financial Reporting Standards ('IFRS') as issued by the International Accounting Standards Board ('IASB') and in compliance with the applicable provisions of the DIFC Laws including Markets Law 2012 (as amended).

Certain comparative figures have been reclassified in order to conform to the current year presentation. However, the impact of the reclassifications is not significant to these consolidated financial statements except as outlined in note 39.

b) BASIS OF ACCOUNTING

These consolidated financial statements have been prepared on the historical cost basis, except for derivative financial instruments, contingent consideration and plan assets in defined pension plans, which are measured at fair value.

c) USE OF ESTIMATES AND JUDGEMENTS

Management makes estimates and judgements affecting the application of accounting policies and the numbers reported in these consolidated financial statements. The significant estimates and judgements are listed below:

- Estimates of expected future cash flows and discount rates for calculating the present value of such cash flows used to compute value-in-use of cash-generating units.
- Estimates of fair value of derivatives for which an active market is not available, is computed using various generally accepted valuation techniques. Such techniques require inputs from observable markets and judgements on market risk and credit risk.
- Estimates of cost to complete projects for the purpose of valuation of properties held for development and sale and investment properties under construction.
- Estimates to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.
- Estimates to measure expected credit losses for financial assets.
- Estimates required by actuaries in respect of discount rates, future salary increments, mortality rates and inflation rates used for computation of defined benefit liability.
- Judgement in calculating the appropriate discount rates and lease terms for leases.
- Judgement in determining whether a contract contains a lease or not.
- Judgement in determining the recognition of an identifiable intangible asset separate from goodwill in case of business combinations and its estimated fair value.
- Determination of the useful lives of property, plant and equipment & investment properties.
- Determination of the net realisable value of inventories.
- Judgement in determining the Group-wide provision for income taxes.

Actual results may differ from the estimates and judgements made by the management in the above matters. Revisions to the accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

2. BASIS OF PREPARATION CONTINUED

d) PRESENTATION OF INFORMATION

These consolidated financial statements are presented in United States Dollars ('USD') which is the Company's presentation currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

e) NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS ADOPTED BY THE GROUP

The following new amendments to IFRSs, which became effective for annual periods beginning on or after 1 January 2023, have been adopted in these consolidated financial statements:

- Definition of accounting estimates – Amendment to IAS 8.
- Deferred tax related to assets and liabilities arising from a single transaction – Amendment to IAS 12.
- IFRS 17 Insurance Contracts.
- Disclosure of accounting policies – Amendment to IAS 1 and IFRS Practice Statement 2. These amendments require the disclosure of 'material', rather than 'significant', accounting policies. The Group has changed the nomenclature from "Significant accounting policies" to "Material accounting policies" in line with the amendment. However, this did not result in any changes to the accounting policies or the accounting policy information disclosed in note 3.

The adoption of above amendments does not have any significant impact on the consolidated financial statements of the Group.

f) NEW STANDARDS AND INTERPRETATIONS NOT YET EFFECTIVE

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2023 reporting period and have not been early adopted by the Group. These standards are not expected to have a material impact on the Group in the current or future reporting periods. These include:

- Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to IAS 1
- Lease Liability in a Sale and Leaseback – Amendments to IFRS 16
- Disclosures: Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7
- Lack of exchangeability – Amendments to IAS 21

3. MATERIAL ACCOUNTING POLICIES

The following material accounting policies have been applied consistently in the preparation of these consolidated financial statements throughout the Group for all the years presented, unless otherwise stated.

a) BASIS OF CONSOLIDATION

I. SUBSIDIARIES

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Group accounts for business combinations (including common control transactions) using the acquisition method when the acquired set of activities and assets meets the definition of a 'business' and 'control' is transferred to the Group.

The consideration (including contingent consideration) transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Transaction costs incurred for business combinations are expensed as incurred.

For each significant business combination, the Group engages external, independent and qualified valuers who have the relevant experiences to carry out the fair valuation exercise of the net assets based on market-related assumptions and weighted average cost of capital.

II. BUSINESS COMBINATION ACHIEVED IN STAGES

On business combination achieved in stages, the acquirer's previously held interest in the acquiree is remeasured to fair value at the date of acquisition with any resulting gain or loss recognised in the consolidated statement of profit or loss.

III. CHANGE IN OWNERSHIP INTERESTS IN SUBSIDIARIES WITHOUT LOSS OF CONTROL

Changes in the Group's interests in a subsidiary that does not result in a loss of control are accounted for as transactions with owners in their capacity as owners and therefore no goodwill is recognised as a result of such transactions. The difference between the fair value of any consideration paid or received and relevant shares acquired or disposed of in the carrying value of net assets of the subsidiary is recorded in equity under retained earnings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

3. MATERIAL ACCOUNTING POLICIES CONTINUED
a) BASIS OF CONSOLIDATION CONTINUED
IV. DISPOSAL OF SUBSIDIARIES (LOSS OF CONTROL)
On loss of control, the Group derecognises the subsidiary and recognises any surplus or deficit arising from the loss of control in the consolidated statement of profit or loss. Any retained interest is re-measured at fair value on the date control is lost and is subsequently accounted as an equity-accounted investee or as an equity investment measured at fair value through other comprehensive income (FVOCI) depending on the level of influence retained.

V. NON-CONTROLLING INTERESTS
For each business combination, the Group elects to measure acquired non-controlling interests either at their proportionate share of the acquiree's identifiable net assets at the date of acquisition or their fair value.

Where a put option is held by a non-controlling interest in a subsidiary, whereby that party can require the Group to acquire the NCI's shareholding in the subsidiary at a future date, but the NCI retains present access to the results of the subsidiary, the Group applies the present access method of accounting to this arrangement. The Group recognises a put option liability at its discounted fair value, being the Group's estimate of the amount required to settle that liability with a corresponding reserve in equity. Any subsequent remeasurements of put option liability due to changes in the fair value of the put liability estimation are recognised in retained earnings within the equity and not in the consolidated statement of profit or loss.

VI. STRUCTURED ENTITIES
Structured entities are those entities that have been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity and the relevant activities of these entities are directed by means of contractual arrangements. The Group has established various structured entities for issuing various sukuk certificates and subordinated perpetual certificates. The Group does not have any direct or indirect shareholding in these entities. The Group controls and consolidates these structured entities when it is exposed to, or has rights to, variable returns from its involvement with these entities and has the ability to affect those returns through its power over these entities.

VII.INTERESTS IN ASSOCIATES AND JOINT VENTURES
The Group has interests in associates and joint ventures (together referred to as 'Interests in equity-accounted investees'). An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

Interests in equity-accounted investees are accounted for using the equity method and are initially recorded at cost including transaction costs. The Group's interests include fair value adjustments (including goodwill) net of any accumulated impairment losses.

At each reporting date, the Group determines whether there is any objective evidence that the interests in the equity-accounted investees are impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the equity-accounted investees and its carrying value and recognises impairment losses (if any) in the consolidated statement of profit or loss.

VIII. TRANSACTIONS ELIMINATED ON CONSOLIDATION
Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing these consolidated financial statements. Unrealised gains arising from the transactions with equity-accounted investees are eliminated against the interests to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

b) FOREIGN CURRENCY TRANSLATION
I. FUNCTIONAL AND PRESENTATION CURRENCY
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (functional currency). The functional currency of the Company is UAE Dirhams ('AED') which is different to the Company's presentation currency which is the United States Dollar ('USD'). There are no differences on translation from the Company's functional currency to the presentation currency as it is pegged to the presentation currency (USD 1: AED 3.6725).

3. MATERIAL ACCOUNTING POLICIES CONTINUED
b) FOREIGN CURRENCY TRANSLATION CONTINUED
II. FOREIGN CURRENCY TRANSACTIONS AND BALANCES
For each Group entity, foreign currency transactions are translated into the entity's functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the consolidated statement of profit or loss. Non-monetary assets and liabilities denominated in foreign currency are translated to the functional currency of each entity at the foreign exchange rate ruling at the date of transaction with no further remeasurement in future periods.

III. FOREIGN OPERATIONS
For the preparation of these consolidated financial statements, the financial statements of each Group entity are translated into USD, the Group's presentation currency, as follows:
- All assets and liabilities are translated to USD using the year end exchange rates.
- Items of profit or loss and other comprehensive income are translated using the average rate for the year.
- Shareholders equity items are translated using their historical rates.
- Differences arising on from translation of the entity's foreign currency balances to into USD are recognised in other comprehensive income and accumulated in the translation reserve except to the extent of share of non-controlling interests in such differences. Accumulated translation differences are recycled to profit or loss on derecognition of foreign operations as part of the gain or loss on such derecognition. In case of partial derecognition, accumulated differences proportionate to the stake derecognised are recycled.

If the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, then foreign currency differences arising from such item form part of the net investment in the foreign operation. Accordingly, such differences are recognised in the consolidated statement of other comprehensive income and accumulated in the translation reserve.

Foreign currency differences arising on the retranslation of a financial liability designated as a hedge of a net investment in a foreign operation are recognised in the consolidated statement of other comprehensive income, to the extent that the hedge is effective.

c) FINANCIAL INSTRUMENTS
I. NON-DERIVATIVE FINANCIAL ASSETS
Classification, initial recognition and measurement
On initial recognition, a financial asset is measured at fair value and is subsequently classified as a financial asset measured at:
- Amortised cost;
- Fair value through other comprehensive income ('FVOCI') – debt instrument;
- FVOCI – equity instrument; or
- Fair value through profit or loss ('FVTPL').

The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and also on the basis of the contractual cash flows characteristics of the financial instrument.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:
- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IFRS and are not held for trading. The classification is determined on an instrument-by-instrument basis. Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Derecognition of financial assets
The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred and it does not retain control of the financial asset.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

3. MATERIAL ACCOUNTING POLICIES CONTINUED
c) FINANCIAL INSTRUMENTS CONTINUED
II. NON-DERIVATIVE FINANCIAL LIABILITIES
Classification, initial recognition and measurement

At inception, financial liabilities can be classified either as a financial liability measured at amortised cost or FVTPL.

The Group's non-derivative financial liabilities consist of loans and borrowings, lease liabilities, bank overdrafts, amounts due to related parties, and payables and other liabilities. All non-derivative financial liabilities are recognised initially at fair value less any directly attributable transaction costs. The Group classifies all its non-derivative financial liabilities as financial liabilities measured at amortised cost using the effective interest method.

Non-derivative financial liabilities are subsequently measured at amortised cost using the effective interest method.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expired. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

III. DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING
The Group holds derivative financial instruments such as forward currency contracts and interest rate swaps to hedge its cash flows exposed to risk of fluctuations in foreign currencies and interest rates.

The Group has elected to adopt the new general hedge accounting model in IFRS 9. This requires the Group to ensure that hedge accounting relationships are aligned with its risk management objectives and strategy and to apply a more qualitative and forward-looking approach to assessing hedge effectiveness.

Initial recognition

Derivatives are recognised initially at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are either recognised in the consolidated statement of profit or loss or the consolidated statement of other comprehensive income.

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates and certain derivatives and non-derivative financial liabilities as hedges of foreign exchange risk on net investment in a foreign operation.

On initial designation of the derivatives as the hedging instrument, the Group formally documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedging instrument and the hedged item, including whether the changes in cash flows of the hedged item and the hedging instrument are expected to offset each other together with the methods that will be used to assess the effectiveness of the hedging relationship.

Subsequent measurement

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognised directly in the consolidated statement of other comprehensive income to the extent that the hedge is effective and presented in the hedging reserve in equity. Any ineffective portion of changes in the fair value of the derivative is recognised in the consolidated statement of profit or loss.

When the hedged item is a non-financial asset, the amount recognised in the consolidated statement of other comprehensive income is transferred to the carrying amount of the asset when it is recognised. In other cases, the amount recognised in the consolidated statement of other comprehensive income is transferred to the consolidated statement of profit or loss in the same period that the hedged item affects the consolidated statement of profit or loss.

When a derivative instrument or a non-derivative financial liability is designated as the hedging instrument in a hedge of a net investment in a foreign operation, the effective portion of, for a derivative, changes in the fair value of the hedging instrument or, for a non-derivative, foreign exchange gains and losses is recognised in OCI and presented in the translation reserve within equity. Any ineffective portion of the changes in the fair value of the derivative or foreign exchange gains and losses on the non-derivative is recognised immediately in profit or loss. The amount recognised in OCI is reclassified to profit or loss as a reclassification adjustment on disposal of the foreign operation.

Derivative instruments that are not designated as hedging instruments in hedge relationships are classified as financial liabilities or assets at fair value through profit or loss.

3. MATERIAL ACCOUNTING POLICIES CONTINUED
c) FINANCIAL INSTRUMENTS CONTINUED
Derecognition

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, or the designation is revoked, then hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognised in the consolidated statement of other comprehensive income remains there until the forecast transaction or firm commitment occurs. If the forecast transaction or firm commitment is no longer expected to occur, then the balance in equity is reclassified to the consolidated statement of profit or loss.

d) PROPERTY, PLANT AND EQUIPMENT
I. RECOGNITION AND MEASUREMENT
Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses (refer to note 3(j)(i)).

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of a self-constructed asset includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use and the cost of dismantling and removing the items and restoring the site on which they are located. Such property, plant and equipment does not directly increase the future economic benefits of any particular existing item of property, plant and equipment, but may be necessary for an entity to obtain the future economic benefits from its other assets.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Capital work-in-progress is measured at cost less impairment losses and not depreciated until such time the assets are ready for intended use and transferred to the respective category under property, plant and equipment.

Dredging

Dredging expenditure is categorised into capital dredging and major maintenance dredging. Capital dredging is an expenditure which includes the creation of a new harbour, deepening or extension of the channel berths or waterways in order to allow access to larger ships which will result in future economic benefits for the Group. This expenditure is capitalised and amortised over the expected period of the relevant concession agreement. Major maintenance dredging is the expenditure incurred to restore the channel to its previous condition and depth. Maintenance dredging is regarded as a separate component of the asset and is capitalised and amortised evenly over 10 years.

II. SUBSEQUENT COSTS
The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably.

III. DEPRECIATION
Land and capital work in progress are not depreciated. Depreciation on other assets is recognised in the consolidated statement of profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment and is based on cost less residual value. Leased assets are depreciated on a straight-line basis over their estimated useful lives or lease term whichever is shorter.

The estimated useful lives of assets are as follows:

Assets	Useful life (years)
Buildings	5 – 50
Plant and equipment	1 – 25
Vessels and transport fleet	5 – 30
Dredging (included in land and buildings)	10 – 99

Dredging costs are depreciated on a straight-line basis based on the lives of various components of dredging.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

3. MATERIAL ACCOUNTING POLICIES CONTINUED

d) PROPERTY, PLANT AND EQUIPMENT CONTINUED

IV. BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time, the assets are substantially ready for their intended use or sale.

e) INVESTMENT PROPERTIES

Investment properties are measured initially at cost, including related transaction costs and, where applicable, borrowing costs. After initial recognition, investment properties are carried at cost less accumulated depreciation and impairment, if any. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

Investment properties under construction are not depreciated until such time as the relevant assets are completed and commissioned.

Land is not depreciated. Depreciation is calculated using the straight-line method to allocate the cost to the residual values over the estimated useful lives, as follows:

Assets	Useful life (years)
Buildings	20 – 50
Infrastructure	5 – 50

The useful lives and depreciation methods are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from these assets.

Land use rights

Land use rights represent the prepaid lease payments of leasehold interests in land under lease arrangements. As required under IFRS 16, Leases, these are classified as investment properties as these are held for the purpose of generating rental income. These rights are amortised using the straight-line method to allocate the cost over the term of rights of 99 years.

f) INTANGIBLE ASSETS AND GOODWILL

I. GOODWILL

Goodwill arises on the acquisition of subsidiaries and equity-accounted investees. Goodwill represents the excess of the cost of the acquisition over the Group's interest in the net fair value of the identifiable assets and liabilities of the acquiree.

Goodwill is measured at cost less accumulated impairment losses (refer to note 3(j)(i)). Goodwill is not amortised but is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired. An impairment loss in respect of goodwill is not reversed.

In respect of equity-accounted investees, the carrying amount of goodwill is included in the carrying amount of the investment and is not tested for impairment separately.

II. PORT CONCESSION RIGHTS

The Group classifies port concession rights as intangible assets whenever they are separately identifiable in a business combination (refer a. below) or they are categorised as those arising from Service Concession Arrangements (refer b. below). In all other cases, the Group categorises the concession rights as a lease, if it meets the definition of lease (refer note 3 (i)).

a) PORT CONCESSION RIGHTS ON BUSINESS COMBINATION

Port concession rights which are separately identified in a business combination under service concession arrangements are classified as intangible assets and are initially recognised at fair value on the date of acquisition.

Following initial recognition, port concession rights are carried at acquisition date fair value less accumulated amortisation and any accumulated impairment losses (refer to note 3(j)(i)). The useful lives of port concession rights are assessed to be either finite or indefinite.

3. MATERIAL ACCOUNTING POLICIES CONTINUED

f) INTANGIBLE ASSETS AND GOODWILL CONTINUED

Port concession rights with finite lives are amortised on a straight-line basis over the useful economic life and are tested for impairment whenever there is an indication that the port concession rights may be impaired. The amortisation periods and amortisation methods for port concession rights with finite useful lives are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates. The amortisation expenses on port concession rights with finite useful lives are recognised in the consolidated statement of profit or loss on a straight-line basis.

Port concession rights with indefinite lives (arising where freehold rights are granted) are not amortised and are tested for impairment at least on an annual basis or when there is an indication of impairment, either individually or at the cash-generating unit level. The useful lifes of port concession rights with an indefinite life are reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

b) SERVICE CONCESSION ARRANGEMENTS

The Group recognises intangible assets arising from a service concession arrangement, in which the grantor (government or port authorities) controls or regulates the services provided and the prices charged and controls any significant residual interest in the infrastructure as service concession assets. Intangible assets are recognised only to the extent that Group receives a right (a licence) to charge a fee for the use of port services. Nine of the Group's seaport terminals in emerging markets are accounted as service concession arrangements.

Any amounts paid by the Group to the grantor as a consideration for obtaining the service concession rights are accounted as part of service concession assets and they are amortised over the life of the concession period on a straight line basis.

Gains or losses arising from derecognition of service concession assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit or loss when the asset is derecognised.

The estimated useful lives for service concession assets range within a period of 15 – 50 years.

III) CUSTOMER RELATIONSHIPS

Customer relationships acquired from a business combination are recognised on the acquisition date at their fair value. Customer relationships are amortised on a straight-line basis over their useful economic life and are tested for impairment, whenever there is an indication for impairment. The amortisation periods and amortisation methods are reviewed at least once every financial year.

The estimated useful lives for customer relationships range within a period of 15 – 20 years.

IV) OTHER INTANGIBLE ASSETS

All other intangible assets are recognised at cost less accumulated amortisation and impairment losses, if any.

g) PROPERTIES HELD FOR DEVELOPMENT AND SALE

Properties acquired, constructed or in the course of construction for sale are classified as properties held for development and sale. Properties held for development and sale are stated at the lower of cost or net realisable value.

Cost includes the cost of right to reclaim the land, cost of infrastructure, construction and other related expenditure such as professional fees and engineering costs attributable to the project, which are capitalised as and when the activities, that are necessary to enable the assets to be ready for the intended use are in progress. Net realisable value represents the estimated selling price in the ordinary course of business, based on market prices at the reporting date discounted for the time value of money, if material, less costs to complete and costs to be incurred in selling the property.

The Group reviews the carrying values of the properties held for development and sale at each reporting date for any impairment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

3. MATERIAL ACCOUNTING POLICIES CONTINUED

h) INVENTORIES

Inventories mainly consist of fast moving consumer goods (FMCG), pharmaceutical products, spare parts, consumables, merchandise inventories and fuel. Inventories are measured at the lower of cost and net realisable value. The cost of inventories is determined using cost formula based on the nature and use of inventory and includes expenditure incurred in acquiring inventories and bringing them to their existing location and condition. The Group uses weighted average method for fuel, spares and consumables items and first in first out method for fast moving consumer goods (FMCG) and pharmaceutical products. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

i) LEASES

I. GROUP AS A LESSEE

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated over the shorter of the asset's useful life or the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in statement of profit or loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:
- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets and lease liabilities separately on statement of financial position. Variable lease payments that depend on revenue and output are recognised in the statement of profit or loss in the period in which the condition that triggers those payments occurs.

II. GROUP AS A LESSOR

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

3. MATERIAL ACCOUNTING POLICIES CONTINUED

i) LEASES CONTINUED

As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of revenue.

j) IMPAIRMENT

I. NON-FINANCIAL ASSETS

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets are tested for impairment whenever there is an indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets (cash generating unit or 'CGU') or CGUs.

Goodwill and port concession rights with infinite useful lives, as part of their respective cash-generating units, are also tested for impairment at each reporting date or at least once in a year regardless of any indicators of impairment. The recoverable amount of an asset or a cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing the 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 or the cash generating unit.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro-rata basis.

In respect of non-financial assets (other than goodwill), impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount, which would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

II. IMPAIRMENT OF NON-DERIVATIVE FINANCIAL ASSETS

IFRS 9 replaces the 'incurred loss' model in IAS 39 with an 'expected credit loss' (ECL) model. The new impairment model applies to financial assets measured at amortised cost, contract assets and debt investments at FVOCI, but not to investments in equity instruments. Under IFRS 9, credit losses are recognised earlier than under IAS 39.

The financial assets at amortised cost consist of trade receivables and cash and cash equivalents.

Under IFRS 9, loss allowances are measured on either of the following bases:
- 12-month ECLs: these are ECLs that result from possible default events within the 12 months after the reporting date; and
- lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument.

The Group measures loss allowances at an amount equal to lifetime ECLs. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group considers a financial asset to be in default when:
- the borrower is unlikely to pay credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any are held); or
- the financial asset is more than 180 days past due.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

k) EMPLOYEE BENEFITS

I. PENSIONS AND POST-EMPLOYMENT BENEFITS

Defined contribution plans

A defined contribution plan is a post-employment benefit plan in which the Group pays a fixed contribution to a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an expense in the consolidated statement of profit or loss during which the services are rendered by employees.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

3. MATERIAL ACCOUNTING POLICIES CONTINUED
k) EMPLOYEE BENEFITS CONTINUED
Defined benefit plans
A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value, and the fair value of any plan asset is deducted from the present value to arrive at net obligation. The calculation is performed annually by a qualified actuary using the projected unit credit method which attributes entitlement to benefits to the current period (to determine current service cost) and to the current and prior periods (to determine the present value of defined benefit obligation) and is based on actuarial advice.

Remeasurements of the net defined benefit liability, which comprises actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest) are recognised directly in the consolidated statement of other comprehensive income. The cost of providing benefits under the defined benefit plans is determined separately for each plan.

Contributions, including lump sum payments, in respect of defined contribution pension schemes and multi-employer defined benefit schemes where it is not possible to identify the Group's share of the scheme, are charged to the consolidated statement of profit or loss as they fall due.

Judgement is required in determining whether uncertainty in pension schemes results in recognition of liability or contingent liability (refer to note 1 (c)).

II. SHORT-TERM EMPLOYEE BENEFITS
Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

l) PROVISIONS
Provisions for environmental restoration, restructuring costs and legal claims are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a finance cost in the consolidated statement of profit or loss.

m) HYBRID EQUITY INSTRUMENT
The subordinated perpetual certificates ('hybrid bond') issued by the Group incorporate options for redemption at the initiative of the Company. These options may be exercised after a minimum period that depends on the specific terms of the issue, and subsequently at each coupon date or in the event of highly specific circumstances. The annual coupon rate is fixed and reviewable based on contractual clauses that vary according to the specific terms of the issuance. There is no contractual obligation for the Company to make any profit payment, due to the existence of contractual clauses entitling it to defer payment indefinitely. However, those clauses stipulate that any deferred payments must be made in the event of a dividend distribution to the shareholders. All these features give the Company an unconditional right to avoid paying out cash or another financial asset for the principal or profit. Consequently, in compliance with IAS 32, these subordinated perpetual bonds are recorded as hybrid equity instrument, net of transaction costs and any coupon payment made is treated as dividends (refer to note 32).

n) REVENUE
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's revenue consists of port-related services (containerised stevedoring, break bulk and general cargo), service concession revenue, lease rentals, drydocking, marine services, logistics services (contract logistics, market access, freight forwarding, freight management and transportation services) and revenue from sale of plots of land.

3. MATERIAL ACCOUNTING POLICIES CONTINUED
n) REVENUE CONTINUED
The following specific recognition criteria must also be met before revenue is recognised:

I. REVENUE FROM PORTS AND TERMINALS
The Group's revenue consists of port-related services (containerised stevedoring, break bulk and general cargo) which are generally carried out in a short span of time. These port-related services are contracted with the customers as a single transaction. These port-related services have high degree of integration and accordingly, constitute a single distinct performance obligation for the Group. Revenue from these services is recognised at the point in time when the services are rendered to the customer and are usually payable within 30 to 45 days.

The Group also provides container storage services at the request of the customer based on the usage period in the storage yard which constitutes a separate distinct performance obligation. Revenue from container storage services is recognised over the period of storage days and are usually payable within 30 to 45 days.

The Group determines the transaction price in accordance with the tariff rates published by the port authorities in certain jurisdictions or agreed rates with the customers.

The Group also engages in service concession arrangements which are contracts entered into with government authorities for the construction of the infrastructure necessary for the provision of services are measured at the fair value of the consideration received or receivable. Revenue from service concession arrangements is recognised based on the fair value of construction work performed at the reporting date. The Group recognises revenue and costs relating to construction services over a period of time by reference to the stage of completion of the contract using the input method.

II. REVENUE FROM LOGISTICS SERVICES
Logistics services include contract logistics, market access, freight management, freight forwarding, warehousing and transportation services.

Revenue from contract logistics includes revenue from the warehousing management, synchronization management, reverse logistics services, fulfilment of third-party product, performance of sub-assembly and sequencing services, integrated contract logistics, distribution management and managed services. Revenue from contract logistics is recognized over a period of time, as and when performance obligations are fulfilled. This is measured using stage of completion method based on the services performed to date as a percentage of total services to be performed and is usually payable within 60 to 75 days.

The Group incurs direct set-up costs for long-term customer arrangements ('contract launch costs'), which are deferred and amortised over the life of the service contract. Such capitalized costs are tested for impairment at the end of each reporting period. Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained, shall be recognised as an expense when incurred, unless those costs are explicitly chargeable to the customer regardless of whether the contract is obtained.

Revenue from market access includes revenue from sale of fast-moving consumer goods and pharmaceutical products. The Group provides market access services mainly by obtaining exclusive or non-exclusive distributorship for third-party products. Revenue from market access is recognized at a point in time when the control over the product is transferred to the customer is usually payable within 30 to 90 days.

Freight management entails the movement of goods on behalf of customers between specified sources and destinations using different transportation modes (road, river, rail, air and ocean) and different transportation types. Revenue from freight management is recognized over a period of time, as and when performance obligations are fulfilled. This is measured using the stage of completion method based on the services performed to date as a percentage of total services to be performed and is usually payable within 30 to 45 days.

Revenue from freight forwarding is recognised over time as the performance obligation is satisfied, including a share of the revenue from incomplete voyages at the balance sheet date and is usually payable within 30 to 45 days.

Revenue from warehousing is recognised based on number of days in storage over time.

Revenue from transportation services is recognised over a period of time as the performance obligation is satisfied, percentage completion method is used to determine the progress of the asset being transferred to the customer and is usually payable within 30 to 45 days.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

3. MATERIAL ACCOUNTING POLICIES CONTINUED

n) REVENUE CONTINUED

III. REVENUE FROM MARINE SERVICES

Revenue from marine services consists of the amounts derived from the operation of ferry services, voyage freight income, marine charter revenue and income from mobilisation or demobilisation of marine vessels.

Revenue from ferrying passengers and ferry freight traffic is recognised on disembarkment of the relevant sailing.

Voyage freight income is recognised as the freight services are rendered and is determined using the load to-discharge method based on the percentage of the estimated duration of the voyage completed at the reporting date and these are payable within 45 to 90 days.

Revenue from marine charter is recognised on a straight-line basis over the period of the lease. Income generated from the mobilisation or demobilisation of the vessel, under the vessel charter agreement, is recognised over the period of the related charter party contract and these are payable within 45 to 90 days.

Transaction price and payment terms are based on the contracts with the customers.

IV. REVENUE FROM DRYDOCKING SERVICES

Revenue from drydocking services includes revenue from ship repair services, conversions, ship building, ship lifting, docking and undocking services.

Revenue from ship repair services, conversions and ship building is recognised over a period of time by reference to the stage of completion of the contract using the surveys of work performed and cost-to-cost method. Provisions for foreseeable losses are made in full, as soon as they are anticipated. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that is probable will be recoverable. Advances received are included in contract liabilities.

Revenue from ship lifting, docking and undocking of vessels is recognised at the point in time when the customer consumes and takes the benefit of the services.

V. REVENUE FROM LEASE RENTALS AND SERVICES FROM ECONOMIC ZONES

Revenue from lease rentals is recognised on a straight-line basis over the lease term. Where the consideration for the lease is received in advance for subsequent period, the attributable amount of revenue is deferred and recognised in the subsequent period. Unrecognised revenue is classified as deferred revenue under liabilities in the consolidated statement of financial position.

Revenue from administrative services, licensing and registration is recognised at the point in time when the services are rendered to the customer.

VI. REVENUE FROM SALE OF PLOTS OF LAND

Revenue from sale of plots of land is recognised when control is transferred to the buyer and it is probable that the Group will collect the consideration. Control generally transfers when the customer has an ability to direct its use and obtains substantially all of its economic benefits.

o) FINANCE INCOME AND FINANCE COSTS

Finance income comprises interest income on cash and cash equivalents, realised and unrealised foreign exchange gains on monetary assets and liabilities and gains on hedging instruments that are recognised in the consolidated statement of profit or loss. Interest income is recognised as it accrues, using the effective interest method.

Finance costs comprises interest expense on borrowings, realised and unrealised foreign exchange losses on monetary assets and liabilities unwinding of discount on provisions, impairment losses recognised on financial assets, losses on hedging instruments and fair value changes of debt instruments that are recognised in the consolidated statement of profit or loss.

p) INCOME TAX

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the consolidated statement of profit or loss except to the extent that it relates to a business combination, or items recognised directly in consolidated statement of other comprehensive income.

3. MATERIAL ACCOUNTING POLICIES CONTINUED

p) INCOME TAX CONTINUED

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income. It also includes any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax reflects the manner of recovery of underlying assets and is measured at the prevailing tax rates that are expected to be applied to the temporary differences when they reverse.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilized. Deferred tax assets are reviewed periodically and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Current tax and deferred tax assets and liabilities are offset only if certain criteria are met.

q) SEGMENT REPORTING

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Group Deputy CEO & CFO ('Chief Operating Decision Maker') to assess performance.

r) SEPARATELY DISCLOSED ITEMS

The Group presents, as separately disclosed items on the face of the consolidated statement of profit or loss, those items of income and expense which, because of the nature, are not considered to be part of the principal activities of the Group and therefore, merit separate presentation. This is to allow users to understand better the elements of financial performance in the period so as to facilitate a comparison with prior periods and a better assessment of trends in financial performance.

4. SEGMENT INFORMATION

The Group has identified the following aggregated geographic regions as its basis of segmentation.

- Asia Pacific and India
- Australia and Americas
- Middle East, Europe and Africa

Each region has a Chief Executive Officer and Managing Director responsible for the performance of the region, who reports to Group Deputy CEO & CFO (Chief Operating Decision Maker (CODM)). The CODM regularly reviews the results of the regions to make all strategic, business, and operating decisions about resources to be allocated to them.

The Group has embarked on a strategic transformation journey to achieve the vision of evolving into an integrated end-to-end logistics solution provider. As part of this strategy, the Group acquired certain major logistics businesses and made changes in its internal organisation to better align with its vision to leverage Group's assets to deliver end-to-end solutions for beneficial cargo owners.

The Group has accordingly also formed four pillars, being Ports and Terminals, Logistics, Marine Services and Digital Solutions, based on the service capabilities to collaborate and leverage synergies across the geographical regions. Each of these pillars has an individual appointed as Chief Operating Officer responsible for these pillars. The pillars have been entrusted with the role to identify new value creation and ensure best value chain capabilities. Accordingly, the formation of Pillar doesn't constitute any change in the existing operating segments of the Group.

The Group measures geographic segment performance based on the earnings before separately disclosed items, interest, tax, depreciation and amortisation ("Adjusted EBITDA"). Although this is a non-IFRS measure, this will provide additional information to the users of the consolidated financial statements.

The CODM also monitors certain key performance ratios from the perspective of capital management which are disclosed in note 36.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment, investment property, and port concession rights other than goodwill and right of assets added under IFRS 16 - Leases.

Head Office costs, finance costs, finance income and tax expense are not allocated to individual segments and are reported under "Head Office".

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

4. SEGMENT INFORMATION CONTINUED

The following table presents certain results, assets and liabilities information regarding the Group's reportable segments as of 31 December.

	Asia Pacific and India		Australia and Americas		Middle East, Europe and Africa		Head Office		Total	
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000
Revenue	**2,155,396**	2,598,881	**2,870,393**	2,928,841	**13,224,646**	11,599,526	**–**	–	**18,250,435**	17,127,248
Adjusted EBITDA	**614,766**	1,000,588	**937,519**	1,005,247	**4,063,980**	3,447,754	**(508,678)**	(439,461)	**5,107,587**	5,014,128
Finance income*	**–**	–	**–**	–	**–**	–	**264,508**	293,993	**264,508**	293,993
Finance costs*	**–**	–	**–**	–	**–**	–	**(1,393,008)**	(1,094,107)	**(1,393,008)**	(1,094,107)
Tax expense*	**–**	–	**–**	–	**–**	–	**(404,046)**	(394,974)	**(404,046)**	(394,974)
Depreciation and amortisation	**(335,247)**	(322,322)	**(371,325)**	(350,541)	**(1,336,256)**	(1,293,956)	**(18,386)**	(13,160)	**(2,061,214)**	(1,979,979)
Adjusted net profit/(loss) before separately disclosed items	**279,519**	678,266	**566,194**	654,706	**2,727,724**	2,153,798	**(2,059,610)**	(1,647,709)	**1,513,827**	1,839,061
Separately disclosed items	**11,617**	16,648	**(9,570)**	(245,614)	**(163,413)**	(16,352)	**(53,735)**	34,117	**(215,101)**	(211,201)
Profit/(loss) for the year	**291,136**	694,914	**556,624**	409,092	**2,564,311**	2,137,446	**(2,113,345)**	(1,613,592)	**1,298,726**	1,627,860

* Net finance cost and tax expense (before separately disclosed items) from various geographical locations and head office have been grouped under head office.

	Asia Pacific and India		Australia and Americas		Middle East, Europe and Africa		Head Office		Inter-segment		Total	
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000
Segment assets	**5,640,460**	5,355,745	**8,582,912**	9,390,372	**31,357,586**	31,934,368	**16,524,951**	24,439,758	**(17,376,083)**	(24,137,848)	**44,729,826**	46,982,395
Segment liabilities	**1,345,317**	1,205,536	**3,283,434**	3,426,450	**13,111,754**	15,157,766	**19,953,722**	20,300,429	**(6,844,452)**	(13,606,216)	**30,849,775**	26,483,965
Tax liabilities**	**–**	–	**–**	–	**–**	–	**1,554,367**	1,458,338	**–**	–	**1,554,367**	1,458,338
Total liabilities	**1,345,317**	1,205,536	**3,283,434**	3,426,450	**13,111,754**	15,157,766	**21,508,089**	21,758,767	**(6,844,452)**	(13,606,216)	**32,404,142**	27,942,303
Capital expenditure	**188,394**	162,747	**318,156**	445,858	**1,594,874**	1,104,010	**10,794**	2,415	**–**	–	**2,112,218**	1,715,030
Share of profit of equity-accounted investees before separately disclosed items	**112,841**	95,860	**12,688**	14,447	**38,374**	55,668	**–**	–	**–**	–	**163,903**	165,975

** Tax liabilities from various geographical locations have been grouped under Head office.

4. SEGMENT INFORMATION CONTINUED

Additional information based on service capabilities* is presented below:

	Ports and terminals		Logistics services		Marine services		Head office		Total	
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000
Revenue	**6,399,264**	6,089,144	**7,921,063**	6,861,625	**3,930,108**	4,176,479	**–**	–	**18,250,435**	17,127,248
Adjusted EBITDA	**3,325,265**	3,085,859	**1,451,435**	1,202,495	**839,564**	1,165,235	**(508,677)**	(439,461)	**5,107,587**	5,014,128

* Revenue and Adjusted EBITDA arising from the Digital Solutions pillar has not been disclosed separately as the amounts are not considered to be significant for the current and previous year. These are included within logistics services pillar.

Reconciliation between disaggregated revenue from contracts with customers (refer to note 5) for the Group's reportable segments is presented below:

	Asia Pacific and India		Australia and Americas		Middle East, Europe and Africa		Head Office		Total	
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000
Ports and terminals	**639,328**	575,749	**2,052,732**	2,142,912	**3,707,204**	3,370,483	**–**	–	**6,399,264**	6,089,144
Logistics services	**893,869**	952,365	**753,126**	759,369	**5,720,095**	4,626,973	**–**	–	**7,367,090**	6,338,707
Marine services	**622,200**	1,070,750	**62,308**	26,560	**2,999,275**	2,828,422	**–**	–	**3,683,783**	3,925,732
Total contract revenue	**2,155,397**	2,598,864	**2,868,166**	2,928,841	**12,426,574**	10,825,878	**–**	–	**17,450,137**	16,353,583

Timing of recognition of revenue from contracts with customers (refer to note 5) for the Group's reportable segments is presented below:

	Asia Pacific and India		Australia and Americas		Middle East, Europe and Africa		Head Office		Total	
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000	**2023 USD'000**	2022 USD'000
At a point of time	**587,566**	519,942	**1,901,855**	1,745,956	**5,268,885**	4,070,112	**–**	–	**7,758,306**	6,336,010
Over a period of time	**1,567,831**	2,078,922	**966,311**	1,182,885	**7,157,689**	6,755,766	**–**	–	**9,691,831**	10,017,573
Total revenue	**2,155,397**	2,598,864	**2,868,166**	2,928,841	**12,426,574**	10,825,878	**–**	–	**17,450,137**	16,353,583

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

4. SEGMENT INFORMATION CONTINUED

Geographic information

	2023 USD'000	2022 USD'000
Revenue:		
UAE	**4,020,633**	3,216,074
Other countries	**14,229,802**	13,911,174
Total	**18,250,435**	17,127,248
Non-current assets*		
UAE	**10,609,843**	10,825,221
Other countries	**25,090,347**	25,772,590
Total	**35,700,190**	36,597,811

* Non-current assets exclude financial instruments, deferred tax assets and employee benefits assets.

5. REVENUE

	2023 USD'000	2022 USD'000
Revenue from contracts with customers		
Ports and terminals	**6,399,264**	6,089,144
Logistics services	**7,367,090**	6,338,707
Marine services	**3,683,783**	3,925,732
Total	**17,450,137**	16,353,583
Revenue from leasing activities		
Logistics services	**553,973**	522,918
Marine services	**246,325**	250,747
Total	**800,298**	773,665
Total revenue	**18,250,435**	17,127,248

For information on disaggregated revenue and reconciliation of revenue from contracts with customers for the Group's reportable segments, refer to note 4.

22.2% (2022: 19.8%) of the Group's total revenue is derived from the top ten customers.

6. PROFIT FOR THE YEAR

	2023 USD'000	2022 USD'000
Profit for the year is stated after charging the following costs:		
Staff costs	**3,900,878**	3,384,031
Depreciation and amortisation	**2,061,214**	1,979,979
Impairment losses (refer to note 9)	**87,501**	253,047

7. FINANCE INCOME AND COSTS

	2023 USD'000	2022 USD'000
Finance income		
Interest income (refer note (i) below)	**247,295**	227,217
Foreign exchange gains	**17,213**	66,776
Finance income before separately disclosed items	**264,508**	293,993
Separately disclosed items (refer to note 9)	**–**	31,527
Finance income after separately disclosed items	**264,508**	325,520
Finance costs		
Interest expense on loans and borrowings (refer note (ii) below)	**(994,210)**	(789,380)
Interest expense on lease and service concession liabilities (refer note 12)	**(225,604)**	(204,130)
Foreign exchange losses	**(154,724)**	(89,947)
Other net financing expense in respect of pension plans	**(18,470)**	(10,650)
Finance costs before separately disclosed items	**(1,393,008)**	(1,094,107)
Separately disclosed items (refer to note 9)	**(5,423)**	(14,274)
Finance costs after separately disclosed items	**(1,398,431)**	(1,108,381)
Net finance costs before separately disclosed items	**(1,128,500)**	(800,114)
Separately disclosed items	**(5,423)**	17,253
Net finance costs after separately disclosed items	**(1,133,923)**	(782,861)

(i) This includes interest income of USD 22,308 thousand (2022: USD 104,497 thousand) on a loan given to the Parent Company.
(ii) This includes interest expense of USD 115,742 thousand (2022: USD 64,179 thousand) on loans from non-controlling shareholders.

8. INCOME TAX

The major components of income tax expense for the year ended 31 December:

	2023 USD'000	2022 USD'000
Current tax expense		
Current year	**372,659**	348,416
Change in estimates related to prior years	**1,739**	10,239
	374,398	358,655
Deferred tax (credit)/expense		
Origination and reversal of temporary differences	**(37,272)**	50,962
Change in estimates related to prior years	**(4,099)**	(7,952)
Effect of tax rate changes on deferred tax	**53,190**	330
Movement in unrecognised deferred tax in relation to tax losses	**3,139**	8,244
Movement in unrecognised deferred tax in relation to other temporary differences	**48,303**	(30,481)
	63,261	21,103
Income tax expense	**437,659**	379,758
Share of income tax of equity-accounted investees	**51,284**	52,977
Total tax expense	**488,943**	432,735
Tax recognised in statement of other comprehensive income and retained earnings		
Current tax in other comprehensive income	**(2,167)**	4,583
Deferred tax in other comprehensive income	**12,288**	(14,712)
Total	**10,121**	(10,129)
Income tax balances included in the consolidated statement of financial position:		
Income tax receivables (included within receivables and other assets)	**74,983**	70,875
Income tax liabilities	**202,933**	200,912

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

8. INCOME TAX CONTINUED

The relationship between the total tax expense and the accounting profit can be explained as follows:

		2023 USD'000	2022 USD'000
Net profit before tax		**1,736,385**	2,007,618
Tax at the Company's domestic rate of 0% (2022: 0%)		**–**	–
Effect of tax rates in foreign jurisdictions		**197,122**	370,835
Tax effect of non-taxable income and non-deductible expenses		**31,561**	(23,301)
Movement in unrecognised deferred tax in relation to tax losses		**3,139**	8,244
Movement in unrecognised deferred tax in relation to other temporary differences		**48,303**	(30,481)
Tax charge of equity-accounted investees		**51,284**	52,977
Effect of tax rate changes on deferred tax		**53,190**	330
Withholding taxes and other domestic taxes		**60,121**	57,244
Others		**46,583**	(5,400)
Tax expense before prior year adjustments		**491,303**	430,448
Change in estimates related to prior years:			
– Current tax		**1,739**	10,239
– Deferred tax		**(4,099)**	(7,952)
Total tax expense	(A)	**488,943**	432,735
Adjustment for separately disclosed items (refer to note 9)		**(33,613)**	15,216
Total tax expense from operations before separately disclosed items	(B)	**455,330**	447,951
Net profit before tax		**1,736,385**	2,007,618
Adjustment for share of income tax of equity-accounted investees		**51,284**	52,977
Adjusted profit before tax	(C)	**1,787,669**	2,060,595
Adjustment for separately disclosed items		**181,488**	226,417
Adjusted profit before tax and before separately disclosed items	(D)	**1,969,157**	2,287,012
Effective tax rate	(A/C)	**27.35%**	21.00%
Effective tax rate before separately disclosed items	(B/D)	**23.12%**	19.59%

UAE CORPORATE INCOME TAX

On 9 December 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses ("CT Law") to implement a new Federal Corporate Tax ("CT") regime in the UAE. The CT law is effective for DPW UAE entities for the accounting period beginning on 1 January 2024.

Generally, UAE businesses will be subject to a 9% CT rate, however a 0% CT rate will be applied to taxable income not exceeding AED 375,000 as well as to certain types of entities, as prescribed by way of a Cabinet Decision. The 0% CT rate will also apply to the qualifying income of Free Zone entities.

The CT Law is considered enacted for reporting purposes and the Group has recognised a deferred tax liability of USD 42,230 thousand at the reporting date. This deferred tax liability has been recognised in respect of historical business acquisitions with a transaction date before enactment of the CT Law. For further details, refer to the deferred tax movement schedule.

Based on the assessments performed to date, the overall increase in the effective tax rate of DPW UAE entities would be up to 6% if the CT Law had applied to the period ended 31 December 2023. There are still areas of uncertainty regarding the practical application of the CT Law to DPW UAE entities, which may have the effect of reducing the potential tax liability.

The Group has not identified any material risks or uncertainties in the structure from a CT perspective and will continuously monitor further developments that could impact the tax profile of the Group.

8. INCOME TAX CONTINUED

PILLAR 2

In December 2021, the Organisation for Economic Cooperation and Development ("OECD") released the Pillar Two model rules (the Global Anti-Base Erosion Proposal, or 'GloBE') that will apply to multinational groups with a consolidated turnover exceeding EUR 750 million. The GloBE rules provide the framework for an internationally coordinated system of taxation that imposes, on a jurisdictional basis, a top-up tax on profits whenever the effective tax rate is below the minimum rate of 15%.

Since the Group's consolidated turnover exceeds EUR 750 million, DP World Limited and its subsidiaries would be subject to the GloBE rules. As at 31 December 2023, the UAE has not enacted the GloBE rules into domestic legislation. On that basis, as well as on-going implementation uncertainties in other jurisdictions, the Group is not able to provide a reasonable estimation at the reporting date and is continuing to assess the impact of the Pillar Two income taxes legislation on its future financial performance.

Based on the assessments performed to date and the jurisdictions that have enacted the Income Inclusion Rule at the reporting date, the Group has identified a potential exposure relating to Ireland, Switzerland and the UAE (insofar as the entities are held through foreign intermediary structures).

The Group has applied the mandatory temporary exception to recognising and disclosing information on deferred tax assets and liabilities related to Pillar Two income taxes.

GROUP TAX RATES

The Group is not subject to income tax on its UAE operations in the current period. The total tax expense relates to the tax payable on the profit earned by the overseas subsidiaries and equity-accounted investees as adjusted in accordance with the taxation laws and regulations of the countries in which they operate. The applicable tax rates in the regions in which the Group operates are set out below:

Geographical segments	Applicable corporate tax rate
Asia Pacific and India	2.5% to 39.0%
Australia and Americas	0% to 36.0%
Middle East, Europe and Africa	0% to 32.0%

Movement in temporary differences during the year:

	1 January 2023 USD'000	Recognised in the consolidated statement of profit or loss USD'000	Acquisitions in the period USD'000	Translation and other movements USD'000	31 December 2023
Deferred tax liabilities					
Property, plant and equipment	**415,451**	**(10,920)**	**3,242**	**(5,189)**	**402,584**
Interests in equity-accounted investees	**39,730**	**2,396**	**–**	**2,129**	**44,255**
Fair value of acquired intangibles	**669,217**	**28,682**	**29,353**	**8,925**	**736,177**
Financial instruments	**2,728**	**(2,668)**	**(8)**	**(52)**	**–**
Others	**227,872**	**124,252**	**(22,717)**	**(13,281)**	**316,126**
Total before set-off	**1,354,998**	**141,742**	**9,870**	**(7,468)**	**1,499,142**
Set-off of deferred tax assets against liabilities	**(97,572)**				**(147,708)**
Net deferred tax liabilities	**1,257,426**				**1,351,434**
Deferred tax assets					
Pensions and post-employment benefits	**37,137**	**12,995**	**(43)**	**(14,784)**	**35,305**
Provisions	**30,240**	**(6,022)**	**2,981**	**(577)**	**26,622**
Financial instruments	**–**	**70,157**	**199**	**1,378**	**71,734**
Tax value of losses carried forward recognised	**193,892**	**1,351**	**(8,602)**	**(28,066)**	**158,575**
Total before set-off	**261,269**	**78,481**	**(5,465)**	**(42,049)**	**292,236**
Set-off of deferred tax assets against liabilities	**(97,572)**				**(147,708)**
Net deferred tax assets	**163,697**				**144,528**

Deferred tax liabilities have been offset where the criteria for offsetting under IFRS has been met.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

8. INCOME TAX CONTINUED

UNRECOGNISED TAX LOSSES

Deferred tax assets have not been recognised by some of the subsidiaries on their trading losses where there is uncertainty as to their utilisation, either because they have not been agreed with tax authorities, or there are uncertainties regarding their future profits or the impact of tax holidays. The Group continuously reviews these unrecognised tax losses and will consider recognising them as deferred tax asset in future depending on the assessed likelihood of utilisation.

	2023			2022		
	Gross amount USD'000	**Tax effect USD'000**	**Expiry date**	Gross amount USD'000	Tax effect USD'000	Expiry date
	76,547	**18,123**	**2024-2029**	84,941	16,519	2023-2028
Trading losses – with an expiry date	**58,675**	**16,056**	**2030-2038**	59,875	8,571	2029-2041
Trading losses – never expire	**1,433,320**	**366,870**		1,310,634	352,551	
Capital losses – never expire	**286,426**	**71,430**		261,868	67,032	

UNRECOGNISED TAX CREDITS AND OTHER TEMPORARY DIFFERENCES

In addition to the above, the Group also carries forward USD 5,894 (2022: USD 7,046) thousand of unrecognised tax credits (tax effect) and USD 187,989 (2022: USD 138,766) thousand of deductible temporary differences (tax effect).

9. SEPARATELY DISCLOSED ITEMS

	2023 USD'000	2022 USD'000
Cost of sales		
Impairment of property, plant and equipment	**(66,548)**	(53,500)
General and administrative expenses		
Restructuring costs	**(20,586)**	(67,084)
Acquisition costs	**(4,846)**	(25,570)
Impairment of assets	**(20,953)**	(199,547)
Pension costs (refer note 23 d)	**(89,625)**	(39,464)
Remeasurements of contingent consideration	**(15,604)**	(5,896)
	(151,614)	(337,561)
Other income	**22,588**	–
Share of loss from equity-accounted investees	**–**	(45,962)
Gain on disposals and changes in ownership interests	**19,509**	193,353
Finance income		
Ineffective interest rate swap gain	**–**	4,859
Gain on early settlement of a financial liability at discount	**–**	26,668
	–	31,527
Finance costs		
Loss on termination of financial instruments and unamortised transaction costs	**–**	(7,812)
Loss on fair valuation of financial instruments	**–**	(6,462)
Ineffective interest rate swap loss	**(5,423)**	–
	(5,423)	(14,274)
Income tax	**(33,613)**	15,216
Total	**(215,101)**	(211,201)

Cost of sales: Impairment of property, plant and equipment relates to impairment of vessels in a subsidiary within the 'Middle East, Europe and Africa' region (2022: USD 53,500 thousand in a subsidiary in the 'Middle East, Europe and Africa' region).

9. SEPARATELY DISCLOSED ITEMS CONTINUED

GENERAL AND ADMINISTRATIVE EXPENSES:

- **Restructuring costs** mainly relate to severance pay associated with redundancies in subsidiaries in the 'Middle East, Europe and Africa' region and 'Australia and Americas' region (2022: mainly relate to severance pay associated with redundancies in a subsidiary in the 'Middle East, Europe and Africa' region).
- **Acquisition costs** amounting to USD 4,846 thousand represent advisory, legal, valuation, professional consulting, general and administrative costs directly related to various business acquisitions in the Group (2022: USD 25,570 thousand).
- **Impairment of assets** mainly relates to the impairment of property, plant and equipment of USD 14,902 thousand in the 'Middle East, Europe and Africa' region and USD 6,051 thousand in the 'Asia Pacific and India' region (2022: USD 186,689 thousand in 'Australia and Americas' region and USD 12,858 thousand in the 'Middle East, Europe and Africa region').
- **Pension costs** mainly relate to the re-measurement of the guaranteed minimum pension (GMP) liability in the 'Middle East, Europe and Africa' region (2022: additional benefits provided to scheme members covered under ill health early retirement in the 'Middle East, Europe and Africa' region).
- **Remeasurements of contingent consideration** relates to changes in the value of contingent consideration relating to various business acquisitions in the 'Middle East, Europe and Africa' region.

Other income comprises of gain on the sale of vessels in a subsidiary in the 'Middle East, Europe and Africa' region (2022: Nil).

Share of loss from equity-accounted investees 2023: Nil (2022: relates to the Group's share of expenses in technology ventures in the 'Australia and Americas' region).

Gain on disposals and changes in ownership interests relates to the gain on disposal and fair valuation of existing interests in equity-accounted investees in the 'Asia Pacific and India' region (2022: gain on disposal and fair valuation of existing interest in equity-accounted investees in the 'Middle East, Europe and Africa' region and 'Asia Pacific and India' region).

FINANCE INCOME:

- **Ineffective interest rate swap gain** 2023: Nil (2022: gain relates to the ineffective element of cashflow hedge in subsidiaries in the 'Asia Pacific and India' region and 'Middle East, Europe and Africa' region).
- **Gain on early settlement of a financial liability at discount** 2023: Nil (2022: relates to gain on early settlement in a subsidiary in the 'Asia Pacific and India' region).

FINANCE COSTS:

- **Loss on termination of financial instruments** 2023: Nil (2022: USD 7,812 thousand in the 'Middle East, Europe and Africa' region).
- **Loss on fair valuation of financial instruments** 2023: Nil (2022: USD 6,462 thousand in the 'Asia Pacific and India' region).
- **Ineffective interest rate swap loss** USD 5,423 thousand loss relates to the ineffective element of cashflow hedge in subsidiaries in the 'Asia Pacific and India' region (2022: Nil).

Income tax relates to the recognition of deferred tax expense in respect of historical acquisitions made before the enactment of the UAE corporate tax law and tax impact on separately disclosed items recognised in 2023 (2022: mainly relates to deferred tax liability reversal arising from tax restructuring undertaken in a subsidiary in the 'Australia and Americas' region).

10. DIVIDENDS TO THE PARENT COMPANY

	2023 USD'000	2022 USD'000
Dividend declared		
Final ordinary dividend for 2022: USD 0.60 per share (2021: USD 0.33 per share)	**500,000**	275,800
Final special dividend for 2022: USD 4.40 per share (2021: Nil)	**3,652,684**	–
Interim special dividend for 2023: USD 4.22 per share (2022: USD 5.03 per share)	**3,500,000**	4,177,000
Total	**7,652,684**	4,452,800
Proposed for approval at the annual general meeting (not recognised as a liability as at 31 December):		
Final ordinary dividend for 2023: USD 0.60 per share (2022: USD 0.60 per share)	**500,000**	500,000

Also refer to note 19.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

11. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings USD'000	Plant and equipment USD'000	Vessels and transport fleet USD'000	Capital work- in-progress USD'000	Total USD'000
Cost					
As at 1 January 2022	6,934,379	7,754,727	2,335,716	1,070,963	18,095,785
Acquired through business combinations	262,009	164,149	251,060	2,332	679,550
Additions	80,291	191,549	189,334	874,637	1,335,811
Transfers	719,303	(339,626)	110,066	(489,743)	–
Transfer to intangible assets (refer to note 14)	(20,609)	(28,541)	(1,593)	(5,284)	(56,027)
Transfer from/(to) investment properties (refer to note 13)	38,021	–	–	(134,194)	(96,173)
Disposals	(10,128)	(129,340)	(20,100)	(2,209)	(161,777)
Foreign exchange translation adjustments	(225,542)	(334,821)	(101,787)	(56,082)	(718,232)
As at 31 December 2022	7,777,724	7,278,097	2,762,696	1,260,420	19,078,937
As at 1 January 2023	**7,777,724**	**7,278,097**	**2,762,696**	**1,260,420**	**19,078,937**
Acquired through business combinations	**46,209**	**43,813**	**(3,648)**	**1,292**	**87,666**
Additions	**80,194**	**235,425**	**370,571**	**971,465**	**1,657,655**
Transfers	**97,726**	**517,753**	**56,068**	**(671,547)**	**–**
Transfer to intangible assets (refer to note 14)	**–**	**–**	**–**	**(7,814)**	**(7,814)**
Transfer to investment properties (refer to note 13)*	**(368,260)**	**(1,947)**	**–**	**(246,467)**	**(616,674)**
Transfer to held for sale	**–**	**–**	**(140,804)**	**–**	**(140,804)**
Disposals	**(23,254)**	**(194,465)**	**(286,272)**	**(25,469)**	**(529,460)**
Foreign exchange translation adjustments	**(4,694)**	**80,775**	**(8,942)**	**22,003**	**89,142**
As at 31 December 2023	**7,605,645**	**7,959,451**	**2,749,669**	**1,303,883**	**19,618,648**
Accumulated depreciation and impairment					
As at 1 January 2022	1,645,456	3,108,537	281,860	7,000	5,042,853
Charges	214,323	452,122	210,910	–	877,355
Impairment loss	727	2,297	53,500	–	56,524
Transfers	14,608	(69,011)	61,403	(7,000)	–
Transfer to intangible assets (refer to note 14)	(340)	(15,998)	–	–	(16,338)
Transfer from investment properties (refer to note 13)	21,273	–	–	–	21,273
Disposals	(5,216)	(114,913)	(8,292)	–	(128,421)
Foreign exchange translation adjustments	8,225	(195,342)	(26,340)	–	(213,457)
As at 31 December 2022	1,899,056	3,167,692	573,041	–	5,639,789
As at 1 January 2023	**1,899,056**	**3,167,692**	**573,041**	**–**	**5,639,789**
Charges	**214,454**	**479,416**	**224,600**	**–**	**918,470**
Impairment loss	**1,091**	**2,061**	**58,291**	**–**	**61,443**
Transfers	**(23,741)**	**(217)**	**23,958**	**–**	**–**
Transfer to investment properties (refer to note 13)*	**(20,023)**	**(5,134)**	**–**	**–**	**(25,157)**
Transfer to Held for Sale	**–**	**–**	**(120,055)**	**–**	**(120,055)**
Disposals	**(10,941)**	**(174,446)**	**(200,226)**	**–**	**(385,613)**
Foreign exchange translation adjustments	**(13,190)**	**15,236**	**(4,171)**	**–**	**(2,125)**
As at 31 December 2023	**2,046,706**	**3,484,608**	**555,438**	**–**	**6,086,752**
Net carrying value					
At 31 December 2022	5,878,668	4,110,405	2,189,655	1,260,420	13,439,148
At 31 December 2023	**5,558,939**	**4,474,843**	**2,194,231**	**1,303,883**	**13,531,896**

At 31 December 2023, the total carrying amount of property, plant and equipment assets pledged as collateral for bank loans and borrowings was USD 2,400,632 thousand (2022: USD 2,121,042 thousand) (refer to note 33).

During 2023, depreciation of USD 783,672 thousand (2022: USD 739,586 thousand) was included in cost of sales and USD 134,798 thousand (2022: USD 137,769 thousand) was included in general and administrative expenses.

* During 2023, the balances were transferred to investment properties because the related assets are no longer used by the Group for their own purposes and are leased to third parties.

12. RIGHT-OF-USE ASSETS

The Group enters into long-term lease arrangements that provide the Group with the right to use port terminal infrastructure, plant, equipment, vessels and other related assets for carrying out its business operations. The table below represents the carrying amounts of the right-of-use assets recognised and the related movements during the year:

	Port concession rights USD'000	Plant equipment and vehicles USD'000	Vessels USD'000	Land and buildings USD'000	Total USD'000
Cost					
As at 1 January 2022	1,711,283	624,751	1,019,264	215,147	3,570,445
Acquired through business combinations	63,219	31,190	48,429	203,167	346,005
Additions	95,186	71,110	531,530	294,917	992,743
Lease modifications/reassessments	3,680	(11,178)	–	(11,812)	(19,310)
Transfers	460	(645)	57	128	–
Derecognition	(445)	(15,130)	–	(86)	(15,661)
Foreign exchange translation adjustments	(108,602)	(22,738)	(47,130)	(32,267)	(210,737)
As at 31 December 2022	1,764,781	677,360	1,552,150	669,194	4,663,485
As at 1 January 2023	**1,764,781**	**677,360**	**1,552,150**	**669,194**	**4,663,485**
Acquired through business combinations	**177,037**	**6,024**	**–**	**1,453**	**184,514**
Additions	**31,070**	**52,912**	**153,226**	**157,524**	**394,732**
Lease modifications/reassessments	**168,648**	**(7,383)**	**(84,204)**	**(6,613)**	**70,448**
Transfers	**441,813**	**(428,488)**	**(138,015)**	**124,690**	**–**
Derecognition	**(4,453)**	**(23,327)**	**(237,065)**	**(21,928)**	**(286,773)**
Foreign exchange translation adjustments	**42,420**	**22,241**	**34,556**	**14,405**	**113,622**
As at 31 December 2023	**2,621,316**	**299,339**	**1,280,648**	**938,725**	**5,140,028**
Depreciation					
As at 1 January 2022	174,631	52,974	341,674	34,484	603,763
Charges	68,103	91,013	420,292	119,548	698,956
Lease modifications/reassessments	–	(4,524)	–	2,150	(2,374)
Derecognition	(445)	(13,408)	–	(86)	(13,939)
Foreign exchange translation adjustments	(12,910)	(17,965)	(21,322)	(16,571)	(68,768)
As at 31 December 2022	229,379	108,090	740,644	139,525	1,217,638
As at 1 January 2023	**229,379**	**108,090**	**740,644**	**139,525**	**1,217,638**
Charges	**90,052**	**73,239**	**385,032**	**150,935**	**699,258**
Lease modifications/reassessments	**(1,281)**	**(13,210)**	**(73,036)**	**(7,656)**	**(95,183)**
Transfers	**9,717**	**(2,578)**	**(37,093)**	**29,954**	**–**
Derecognition	**(1,155)**	**(20,953)**	**(236,642)**	**(21,721)**	**(280,471)**
Impairment loss	**–**	**–**	**–**	**406**	**406**
Foreign exchange translation adjustments	**3,907**	**11,914**	**29,086**	**15,088**	**59,995**
As at 31 December 2023	**330,619**	**156,502**	**807,991**	**306,531**	**1,601,643**
Net carrying value					
At 31 December 2022	1,535,402	569,270	811,506	529,669	3,445,847
At 31 December 2023	**2,290,697**	**142,837**	**472,657**	**632,194**	**3,538,385**

Refer to note 34 for underlying lease liabilities with respect to the above right-of-use assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

12. RIGHT-OF-USE ASSETS CONTINUED

Following are the amounts which are recognised in the consolidated statement of profit or loss and the consolidated statement of cash flows:

	2023 USD'000	2022 USD'000
Amounts recognised in the consolidated statement of profit or loss		
Amortisation included in cost of sales	**648,278**	653,502
Amortisation included in general & administrative expenses	**50,980**	45,454
Interest on lease liabilities	**225,604**	204,130
Expenses relating to short-term leases, leases of low value assets and variable leases	**369,511**	315,258
Amounts recognised in the consolidated statement of cash flows		
Payment of principal portion of lease liabilities (included under financing activities)	**635,076**	721,635
Interest paid on lease liabilities (included under financing activities)	**225,604**	204,130

13. INVESTMENT PROPERTIES

	Land USD'000	Land use rights USD'000	Buildings and infrastructure USD'000	Under development USD'000	Total USD'000
Cost					
As at 1 January 2022	193,034	2,759,625	1,721,053	109,417	4,783,129
Additions	–	2,030	202	120,679	122,911
Transfers (to)/from property, plant and equipment (refer to note 11)	(11,551)	–	(26,470)	134,194	96,173
Transfers	–	–	149,346	(149,346)	–
Disposals	(1,026)	–	(542)	(408)	(1,976)
Foreign exchange translation adjustments	(1,299)	(8,336)	(1,973)	(186)	(11,794)
As at 31 December 2022	179,158	2,753,319	1,841,616	214,350	4,988,443
As at 1 January 2023	**179,158**	**2,753,319**	**1,841,616**	**214,350**	**4,988,443**
Additions	**1,066**	**–**	**213**	**207,789**	**209,068**
Acquired through business combinations	**37,928**	**–**	**5,739**	**–**	**43,667**
Transfers from property, plant and equipment (refer to note 11)	**176,775**	**–**	**211,792**	**228,107**	**616,674**
Transfers	**1,335**	**–**	**190,028**	**(191,363)**	**–**
Disposals	**–**	**–**	**(466)**	**–**	**(466)**
Foreign exchange translation adjustments	**5,150**	**(459)**	**8,895**	**4,870**	**18,456**
As at 31 December 2023	**401,412**	**2,752,860**	**2,257,817**	**463,753**	**5,875,842**
Depreciation and impairment					
As at 1 January 2022	–	200,228	320,702	–	520,930
Depreciation	–	30,905	60,900	–	91,805
Impairment loss	–	–	6,607	–	6,607
Transfers to property, plant and equipment (refer note 11)	–	–	(21,273)	–	(21,273)
Disposals	–	–	(542)	–	(542)
Foreign exchange translation adjustments	–	(275)	(1,084)	–	(1,359)
As at 31 December 2022	–	230,858	365,310	–	596,168
As at 1 January 2023	**–**	**230,858**	**365,310**	**–**	**596,168**
Depreciation	**–**	**30,122**	**67,010**	**–**	**97,132**
Impairment loss	**6,051**	**–**	**–**	**–**	**6,051**
Transfers from property, plant and equipment (refer note 11)	**–**	**–**	**25,157**	**–**	**25,157**
Disposals	**–**	**–**	**(147)**	**–**	**(147)**
Foreign exchange translation adjustments	**(48)**	**(23)**	**779**	**–**	**708**
As at 31 December 2023	**6,003**	**260,957**	**458,109**	**–**	**725,069**
Net carrying value					
As at 31 December 2022	179,158	2,522,461	1,476,306	214,350	4,392,275
As at 31 December 2023	**395,409**	**2,491,903**	**1,799,708**	**463,753**	**5,150,773**

13. INVESTMENT PROPERTIES CONTINUED

Revenue on lease rentals from investment properties recognised in profit or loss amounted to USD 675,475 thousand (2022: USD 545,787 thousand) while associated costs related to these investment properties amounted to USD 221,865 thousand (2022: USD 57,264 thousand).

LAND

At 31 December 2023, the fair value of land was estimated to be USD 560,980 thousand (2022: USD 200,762 thousand) compared to their carrying value of USD 395,409 thousand (2021: USD 179,158 thousand).

BUILDINGS AND INFRASTRUCTURE

At 31 December 2023, the fair value of buildings and infrastructure was estimated to be USD 3,640,493 thousand (2022: USD 2,890,769 thousand) compared to their carrying value of USD 1,799,708 thousand (2022: USD 1,476,306 thousand).

During 2023, depreciation of USD 96,872 thousand (2022: USD 60,642 thousand) was included in cost of sales and USD 260 thousand (2022: USD 258 thousand) was included in general and administrative expenses.

INVESTMENT PROPERTIES UNDER DEVELOPMENT

Investment properties under development mainly include infrastructure development, staff accommodation and office buildings in Jebel Ali Free Zone, London Gateway Park (leasehold) and Dubai Maritime City. Based on management's assessment, the fair value of properties under development approximates their carrying value as at the reporting date.

KEY ASSUMPTIONS USED IN THE DETERMINATION OF THE FAIR VALUE OF INVESTMENT PROPERTIES

On an annual basis, the Group engages external, independent and qualified valuers who have the relevant experience to value such properties in order to determine the fair value of the Group's investment properties. The external valuation of the significant investment properties has been performed using income capitalisation, comparable and residual methods of valuation. The external valuers, in discussion with the Group's management, have determined these inputs based on the current lease rates, specific market conditions and comparable benchmarking of rents and capital values and rentals in the wider corresponding market.

The significant unobservable inputs used in the fair value measurement are as follows:

- Market rent in the range of USD 10 to USD 1,585 per square metre per annum (2022: USD 10 to USD 1,500 per square metre per annum).
- Rent growth per annum in the range of 0% to 2% (2022: 0% to 2%).
- Historical and estimated long-term occupancy rate in the range of 65% to 95% (2022: 71% to 91%).
- Yield rates in the range of 7.0% to 13.75% per annum (2022: 6.5% to 13.75% per annum).

The fair value of investment properties is categorised under level 3 of the fair value hierarchy and the Group considers the current use of these properties as their highest and best use.

SENSITIVITY TO CHANGES IN ASSUMPTIONS

The estimated fair value would increase/(decreases) due to increase/(decrease) in market rent, occupancy rate and rent growth rates. The fair value would also (decrease)/increase if there is an increase/(decrease) in yield rates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

14. INTANGIBLE ASSETS AND GOODWILL

	Goodwill USD'000	Port concession rights and other intangible assets USD'000	Service concession assets (IFRIC12)* USD'000	Customer relationships USD'000	Total USD'000
Cost					
As at 1 January 2022	3,588,021	5,766,842	1,895,950	812,563	12,063,376
Acquired through business combinations	790,734	111,803	–	402,364	1,304,901
Additions	–	24,638	234,276	–	258,914
Transfer from property, plant and equipment (refer to note 11)	–	6,939	49,088	–	56,027
Disposals	–	(839)	(19,505)	–	(20,344)
Foreign exchange translation adjustments	(241,755)	(282,756)	(68,106)	(42,231)	(634,848)
As at 31 December 2022	4,137,000	5,626,627	2,091,703	1,172,696	13,028,026
As at 1 January 2023	**4,137,000**	**5,626,627**	**2,091,703**	**1,172,696**	**13,028,026**
Acquired through business combinations	**99,363**	**51,294**	**–**	**14,077**	**164,734**
Additions	**–**	**23,174**	**222,321**	**–**	**245,495**
Transfer from property, plant and equipment (refer to note 11)	**–**	**7,814**	**–**	**–**	**7,814**
Disposals	**–**	**(5,952)**	**(23,441)**	**–**	**(29,393)**
Foreign exchange translation adjustments	**4,798**	**67,321**	**6,982**	**(45,798)**	**33,303**
As at 31 December 2023	**4,241,161**	**5,770,278**	**2,297,565**	**1,140,975**	**13,449,979**
Amortisation and impairment					
As at 1 January 2022	–	1,417,411	683,640	74,577	2,175,628
Amortisation	–	134,660	90,965	86,238	311,863
Impairment loss	–	638	–	–	638
Transfer from property, plant and equipment (refer to note 11)	–	5,951	10,387	–	16,338
Disposals	–	(839)	(19,467)	–	(20,306)
Foreign exchange translation adjustments	–	(67,884)	(36,959)	(9,515)	(114,358)
As at 31 December 2022	–	1,489,937	728,566	151,300	2,369,803
As at 1 January 2023	**–**	**1,489,937**	**728,566**	**151,300**	**2,369,803**
Amortisation	**–**	**132,144**	**95,520**	**92,633**	**320,297**
Impairment loss	**–**	**6,635**	**–**	**–**	**6,635**
Disposals	**–**	**(5,846)**	**(23,441)**	**–**	**(29,287)**
Foreign exchange translation adjustments	**–**	**(441)**	**2,577**	**5,865**	**8,001**
As at 31 December 2023	**–**	**1,622,429**	**803,222**	**249,798**	**2,675,449**
Net carrying value					
As at 31 December 2022	4,137,000	4,136,690	1,363,137	1,021,396	10,658,223
As at 31 December 2023	**4,241,161**	**4,147,849**	**1,494,343**	**891,177**	**10,774,530**

* Service concession asset include non-cash additions of USD 2,182 thousand (2022: USD 2,606 thousand).

During 2023, the amortisation of USD 297,745 thousand (2022: USD 300,690 thousand) was included in cost of sales and USD 22,552 thousand (2022: USD 11,173 thousand) was included in general and administrative expenses.

15. GOODWILL IMPAIRMENT TESTING

Goodwill acquired through business combinations and port concession rights with indefinite useful lives has been allocated to various cash-generating units (CGUs) for the purpose of impairment testing.

Impairment testing is done at an operating business (or group of businesses) level that represents an individual CGU. Details of the CGUs aggregated by geography are shown below:

	Carrying amount of goodwill		Carrying amount of port concession rights with indefinite useful life			
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000	Discount rates	Terminal value growth rate
CGUs aggregated by geography						
Asia Pacific and India	**456,076**	457,502	**–**	–	7.8 – 11.5% (2022: 8.3 – 11.5%)	2.5% (2022: 2.5 – 4.5%)
Australia and Americas	**1,060,401**	1,331,694	**147,836**	137,171	7.7 – 22.7% (2022: 8.3 – 21.4%)	2.5% (2022: 2.5 – 3.0%)
Middle East, Europe and Africa	**2,724,684**	2,347,804	**772,802**	733,073	6.9 – 17.8% (2022: 7.9 – 22.0%)	1.0%–2.5% (2022: 1.0 – 4.5%)
Total	**4,241,161**	4,137,000	**920,638**	870,244		

The recoverable amount of a CGU is determined based on its value in use calculated using cash flow projections which are based on the financial budgets approved by management covering a three-year period and a further outlook for five years. This is considered appropriate in view of the outlook for the industry and the long-term nature of the concession agreements held by the Group (i.e. generally for a period of 25-50 years).

The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill and port concession rights with indefinite useful lives.

Budgeted EBITDA margins – The Group uses budgeted EBITDA margin which is adjusted for expected efficiency improvements, price fluctuations and manpower costs. These margins are collated based on information submitted by the individual CGUs which is reviewed and approved at the Group level.

Discount rates – These represent the cost of capital adjusted for the respective location risk factors. The Group uses the post-tax industry average weighted average cost of capital based on the rate of 30 years default free US treasury bonds adjusted for country-specific risks.

Terminal value growth rate – In management's view, the terminal growth rate is the minimum growth rate expected to be achieved beyond the eight-year period. This is based on the overall regional economic growth forecasted and the Group's existing internal capacity changes for a given region. The Group also takes into account competition and regional capacity growth to provide a comprehensive growth assumption for the entire portfolio. Based on the historical trend of growth in global trade, the long-term growth in the range of 1% to 2.5% is considered reasonable for the diversified businesses of the Group. The values assigned to key assumptions are consistent with the past experience of management.

SENSITIVITY TO CHANGES IN ASSUMPTIONS

The calculation of value in use for a CGU is sensitive to future earnings and therefore a sensitivity analysis was performed. A sensitivity analysis demonstrated that a 10% decrease in earnings for a future period would not result in impairment. Further, an increase of up to 0.25% in the discount rate and decrease of up to 0.25% in the terminal value growth rate would not result in impairment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

16. PROPERTIES HELD FOR DEVELOPMENT AND SALE

	2023 USD'000	2022 USD'000
As at 1 January	**116,249**	117,135
Cost of properties sold charged to profit or loss	**(41,763)**	(2,800)
Additions	**6,246**	1,914
As at 31 December	**80,732**	116,249

Properties held for development and sale consist of the cost of land and related improvements.

The Group has future commitments towards infrastructure development of USD 136,660 thousand (2022: USD 155,946 thousand) to be incurred over a period of 8 years in respect of these properties.

On an annual basis, the Group engages external, independent and qualified valuers who have the relevant experience for of estimating the net realisable value of these properties.

17. INTERESTS IN EQUITY-ACCOUNTED INVESTEES

The following table summarises the segment wise financial information for equity-accounted investees, adjusted for fair value adjustments (using income approach model) at acquisition together with the carrying amount of the Group's interests in equity-accounted investees as included in the consolidated statement of financial position:

	Asia Pacific and India		Australia and Americas		Middle East, Europe and Africa		Total	
	2023 USD'000	2022 USD'000	2023 USD'000	2022 USD'000	2023 USD'000	2022 USD'000	2023 USD'000	2022 USD'000
Cash and cash equivalents	**722,015**	569,680	**44,363**	84,052	**484,099**	284,844	**1,250,477**	938,576
Other current assets	**338,261**	345,911	**84,644**	84,633	**232,444**	267,155	**655,349**	697,699
Non-current assets	**5,012,748**	5,486,568	**370,130**	384,949	**2,892,528**	2,753,602	**8,275,406**	8,625,119
Total assets	**6,073,024**	6,402,159	**499,137**	553,634	**3,609,071**	3,305,601	**10,181,232**	10,261,394
Current financial liabilities	**176**	20,005	**2,115**	20,759	**91,265**	92,635	**93,556**	133,399
Other current liabilities	**542,074**	628,590	**44,857**	48,067	**274,466**	277,581	**861,397**	954,238
Non-current financial liabilities	**518,550**	715,787	**173,790**	148,535	**1,723,943**	1,333,647	**2,416,283**	2,197,969
Other non-current liabilities	**185,170**	262,524	**27,305**	35,675	**159,657**	279,923	**372,132**	578,122
Total liabilities	**1,245,970**	1,626,906	**248,067**	253,036	**2,249,331**	1,983,786	**3,743,368**	3,863,728
Net assets (100%)	**4,827,054**	4,775,253	**251,070**	300,598	**1,359,740**	1,321,815	**6,437,864**	6,397,666
Group's share of net assets							**1,862,950**	1,788,833
Revenue	**1,427,358**	1,401,160	**191,701**	210,738	**954,085**	1,065,000	**2,573,144**	2,676,898
Depreciation and amortisation	**(272,630)**	(298,865)	**(29,682)**	(41,306)	**(163,071)**	(171,717)	**(465,383)**	(511,888)
Other expenses	**(427,759)**	(577,732)	**(105,157)**	(165,773)	**(512,417)**	(632,867)	**(1,045,333)**	(1,376,372)
Finance costs	**(37,825)**	(68,759)	**(27,119)**	(26,122)	**(75,384)**	(75,602)	**(140,328)**	(170,483)
Finance income	**12,742**	18,994	**3,673**	4,452	**1,207**	2,859	**17,622**	26,305
Income tax expense	**(107,357)**	(96,822)	**(8,070)**	(8,996)	**(42,936)**	(44,844)	**(158,363)**	(150,662)
Profit/(loss) (100%)	**594,529**	377,976	**25,346**	(27,007)	**161,484**	142,829	**781,359**	493,798
Group's share of profit (before separately disclosed items)	**112,841**	95,860	**12,688**	14,448	**38,374**	55,667	**163,903**	165,975
Group's share of dividends received							**72,003**	91,684
Group's share of other comprehensive loss							**(15,436)**	(136,524)

17. INTERESTS IN EQUITY-ACCOUNTED INVESTEES CONTINUED

MATERIAL EQUITY-ACCOUNTED INVESTEES

Included in the above table are three material equity-accounted investees, two of which are in "Asia pacific and India" region and one is in "Middle East, Europe and Africa" region.

The material equity-accounted investees included in "Asia pacific and India region", individually have total assets of USD 3,724,508 thousand and USD 700,903 thousand, net assets of USD 2,754,267 thousand and USD 484,846 thousand, revenue of USD 1,018,681 thousand and USD 282,681 thousand and profit of USD 222,625 thousand and USD 91,724 thousand, respectively (2022: The material equity-accounted investees included in "Asia pacific and India region", individually had total assets of USD 3,717,826 thousand and USD 665,164 thousand, net assets of USD 2,611,206 thousand and USD 438,267 thousand, revenue of USD 983,381 thousand and USD 253,743 thousand and profit of USD 200,887 thousand and USD 62,196 thousand, respectively).

Included in "Middle East, Europe and Africa" is an equity-accounted investee with total assets of USD 1,172,860 thousand, net assets of USD 630,407 thousand, revenue of USD 157,627 thousand and a loss of USD 4,081 thousand. (2022: Included in "Middle East, Europe and Africa" was an equity-accounted investee having total assets of USD 1,085,421 thousand, net assets of USD 615,482 thousand, revenue of USD 170,351 thousand and a profit of USD 11,968 thousand.)

The table below represents the carrying amounts of interests in equity-accounted investees recognised on the statement of financial position and the related movements during the year:

	2023 USD'000	2022 USD'000
Interests in joint ventures	**1,215,798**	1,129,954
Interests in associates	**647,152**	658,879
Balance as at 31 December	**1,862,950**	1,788,833

	2023 USD'000	2022 USD'000
As at 1 January	**1,788,833**	2,249,442
Additional investments	**34,254**	68,899
Acquired through business combinations	**–**	12,975
Conversion to subsidiaries through acquisition of control	**(37,621)**	(39,028)
Share of loss reclassified to provisions	**3,369**	7,411
Disposals	**(2,349)**	(215,982)
Share of profit (net of tax)	**163,903**	120,013
Dividends received	**(72,003)**	(91,684)
Impairment loss (refer to note 9)	**–**	(186,689)
Share of other comprehensive loss	**(15,436)**	(136,524)
As at 31 December	**1,862,950**	1,788,833

18. INVENTORIES

	2023 USD'000	2022 USD'000
Merchandise*	**279,598**	284,917
Spare parts and consumables	**263,258**	257,541
Fuel	**43,258**	45,306
Total	**586,114**	587,764
Provision for obsolete and slow-moving items	**(18,178)**	(18,159)
Net carrying value	**567,936**	569,605

In 2023, inventories of USD 2,071,866 thousand (2022: USD 1,971,415 thousand) were recognised in the consolidated statement of profit or loss as an expense (under cost of sales).

* Comprises fast moving consumer goods (FMCG) and pharmaceutical products.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

19. DUE FROM PARENT COMPANY

	2023 Non-current USD'000	2023 Current USD'000	2022 Non-current USD'000	2022 Current USD'000
Due from Parent Company (refer to note 28)	–	–	1,748,227	1,882,190

The non-current portion of the due from the Parent Company at the end of 2022 comprised a loan of USD 1,500,000 thousand (plus accrued interest) provided to the Parent Company in July 2020, for a 5.5-year period at an interest rate of 6.125% per annum. During the current year, this amount, including interest totalling USD 22,267 thousand, along with the current portion, was fully settled by offsetting against a dividend payable amount of USD 7,652,684 declared during the year (refer to note 10). The remaining dividend payable balance of USD 4,000,000 thousand was paid in cash.

20. RECEIVABLES AND OTHER ASSETS

	2023 Non-current USD'000	2023 Current USD'000	2022 Non-current USD'000	2022 Current USD'000
Trade receivables (net)	337,311	2,325,604	423,460	2,307,236
Advances paid to suppliers	1,435	239,911	1,958	181,508
Unbilled revenue	–	471,873	–	254,206
Deposits receivable	83,945	27,150	75,985	19,893
Defined benefit pension surplus (refer note 23)	17,631	–	5,033	–
Prepayments	41,753	324,761	39,789	423,112
Derivative financials instruments	28,213	36,380	41,562	48,132
Other receivables	184,052	1,121,862	448,634	829,134
Due from related parties	101,719	64,301	135,432	55,347
Asset held for sale (refer note (ii) below)	–	13,751	–	5,158
Total	**796,059**	**4,625,593**	1,171,853	4,123,726

(i) The Group's exposure to credit and currency risks are disclosed in note 29.
(ii) Asset held for sale is stated net of impairment amounting to USD 8,256 thousand (2022: 2,589).

21. CASH AND CASH EQUIVALENTS

	2023 USD'000	2022 USD'000
Cash at banks and in hand (i)	2,357,667	2,191,837
Time deposits less than 3 months	984,384	1,040,253
Cash and cash equivalents for the consolidated statement of financial position	**3,342,051**	3,232,090
Bank overdrafts repayable on demand (refer note 33)	(104,635)	(108,810)
Cash and cash equivalents for the consolidated statement of cash flows	**3,237,416**	3,123,280

(i) Includes cash amounting to USD 75,015 thousand (2022: 71,609 thousand) which is subject to restrictions imposed by banks or other third parties as part of contractual covenants (refer note 33). However, there is no restriction on withdrawal.

21A. SHORT-TERM INVESTMENTS

	2023 USD'000	2022 USD'000
Time deposits greater than 3 months but less than 1 year	261,866	209,690

22. PROVISION FOR EMPLOYEES' END OF SERVICE BENEFITS

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

	2023 USD'000	2022 USD'000
As at 1 January	205,719	213,833
Additional provisions made during the year	31,924	37,804
Payments made during the year	(15,660)	(16,325)
Actuarial losses/(gains)	6,782	(28,710)
Foreign exchange losses/(gains)	1,165	(883)
As at 31 December	**229,930**	205,719

In accordance with the provisions of IAS 19, management carried out an exercise to assess the present value of the Group's defined benefit obligations at 31 December 2023 in respect of employees' end of service benefits payable under relevant local regulations and contractual arrangements. The assessment assumed expected salary increases averaging 4.50% (2022: 3.50% per annum), a discount rate of 6% per annum (2022: 4.9% per annum) and retirement age ranging between 45 years – 60 years (2022: 45 years – 60 years).

In addition to the above, the Group contributes 15% of the 'contribution calculation salary' for employees who are UAE nationals. These employees are also required to contribute 5% of the 'contribution calculation salary' to the scheme. The Group's contribution is recognised as an expense in the consolidated statement of profit or loss.

Reasonably possible changes to one of the actuarial assumptions, holding other assumptions constant (in practice, this is unlikely to occur, and changes in some of the assumptions may be correlated), would have increased the provision for employees' end of service benefits as at 31 December 2023 by the amounts shown below:

	USD'000
1.0% reduction in the discount rate	10,298
1.0% increase in the salary escalation rate	10,812

23. PENSIONS AND POST-EMPLOYMENT BENEFITS

The Group participates in several pension schemes around the world, mostly concentrated in the United Kingdom.

The Trustee Board of a pension scheme in the UK is required by law to act in the best interests of the fund participants and is responsible for setting certain policies (e.g. investment, contributions and indexation policies) and determining recovery plans, if appropriate.

These defined benefit schemes expose the Group to actuarial risks, such as longevity risk, currency risk, interest rate risk and market (investment) risk. In addition, by participating in certain multi-employer industry schemes, the Group can be exposed to a pro-rata share of the credit risk of other participating employers.

a) P&O UK PENSION SCHEME

This scheme, which is located in the UK, is a funded defined benefit scheme and was closed to routine new members on 1 January 2002 and to future accrual on 31 December 2015. The pension fund is legally separated from the Group and is managed by a Trustee board.

In December 2007, as part of a process developed with the Group to de-risk the pension scheme, the Trustee transferred USD 1,600,000 thousand of P&O UK Scheme assets to Paternoster (UK) Ltd in exchange for a bulk annuity insurance policy to ensure that the assets (in the Company's statement of financial position and in the Scheme) will always be equal to the current value of the liability of the pensions in payment at 30 June 2007, thus removing the funding risks for these liabilities. Paternoster (UK) Ltd were acquired by Rothesay Life ("Rothesay") in 2012.

On 2 August 2023, the Trustee transferred USD 572,895 thousand to Rothesay in exchange for a second bulk annuity insurance policy, resulting in all the P&O UK Scheme's liabilities being covered by an insurance policy, thus removing the funding risk for these liabilities and treated as buy-in arrangement. The Scheme assets are now managed by Rothesay who has assumed all the investment risk for the P&O UK Scheme.

Formal actuarial valuations of the P&O UK scheme are normally carried out triennially by qualified independent actuaries, the most recent valuation was at 31 March 2022 on a market related basis. The deficit on a statutory funding objectives basis was USD 44,559 thousand.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

b) P&O FERRIES SCHEME

Formal actuarial valuations of the P&O Ferries Scheme will normally be carried out triennially by qualified independent actuaries, the latest completed regular valuation report for the scheme being at 1 April 2020, using the projected unit method. This scheme has been closed to further benefit accrual from 31 August 2018.

At this date, the market value of the P&O Ferries Scheme's assets were USD 251,819 thousand and the value of accrued benefits to members allowing for future increases in earnings was USD 324,513 thousand giving a deficit of USD 72,694 thousand and a funding ratio of 78%.

The agreed deficit payments from these valuations are payable as follows:
- From 2024 to 2029: USD 2,546 thousand per annum
- 2030: USD 637 thousand.

The Trustee and the Company are considering the results of the 1 April 2023 valuation, which is expected to be finalised in 2024.

c) MERCHANT NAVY OFFICERS' PENSION FUND ('MNOPF SCHEME')

The Group participates in various industry multi-employer schemes in the UK. These generally have assets held in separate trustee administered funds which are legally separated from the Group.

The MNOPF Scheme is an industry wide multi-employer defined benefit scheme in which officers employed by companies within the Group have participated. The scheme has been closed to further benefit accrual from 31 March 2016.

The most recent formal actuarial valuation of the New Section of MNOPF Scheme was carried out as at 31 March 2021. This resulted in a surplus of USD 73,840 thousand. As there were sufficient assets to cover the Fund's technical provisions at the valuation date, no new contributions were required.

As at 31 December 2023, there were no outstanding contributions payable (from previous valuations) to the Fund.

The Group's share of the net surplus of the MNOPF Scheme at 31 December 2023 is estimated at 19.10%. Due to the Scheme rules, there could be no refund of any surplus until the Scheme is wound-up and each member was provided with an individual annuity that was equal to no less than 100% of their Scheme pension.

d) MERCHANT NAVY RATINGS' PENSION FUND ('MNRPF SCHEME')

The MNRPF Scheme is an industry wide multi-employer defined benefit pension scheme in which sea staff employed by companies within the Group have participated. The scheme has a significant funding deficit and has been closed to further benefit accrual from 2001.

Certain Group companies, which are no longer current employers in the MNRPF Scheme had settled their statutory debt obligation and were not considered to have any legal obligation with respect to the on-going deficit in the fund. However, following a legal challenge, by Stena Line Limited, the High Court decided that the Trustee could require all employers that had ever participated in the scheme to make contributions to fund the deficit. Although the Group appealed, the decision was not overturned.

The most recent formal actuarial valuation was carried out as at 31 March 2020. The deficit contributions arising from the valuation totalled USD 122,218 thousand. This deficit included an estimated sum of USD 89,117 thousand in respect of the expected settlement for the Ill-Health Early Retirement Court case, including the administration costs for the rectification. In 2022, the Group has recognised their share of additional liability of USD 39,464 thousand in respect of ill-health retirement and this was included under separately disclosed items (refer note 9).

The Trustees of the MNRPF identified issues mainly relating to the re-measurement of guaranteed minimum pension (GMP) liability and other accruals. Investigations are still ongoing but based on an initial estimate, an additional liability reserve of USD 192,783 thousand is expected. In 2023, the Group has recognised it's share in the scheme as an employer's past service cost amounting to USD 89,625 thousand and this has been included under separately disclosed items (refer note 9).

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

d) MERCHANT NAVY RATINGS' PENSION FUND ('MNRPF SCHEME') CONTINUED

For the Group, aggregated outstanding contributions from these valuations are payable as follows:
- 2024: USD 12,094 thousand *
- 2025: USD 19,097 thousand *

* The contributions payable by P&O Ferries would be the higher of their respective outstanding contributions or a percentage of the free operational cash flow.

The Trustee and the Company are considering the results of the 1 April 2023 valuation, which is expected to be finalised in 2024.

The Trustee set the payment terms for each participating employer in accordance with the Trustee's Contribution Collection Policy which includes credit vetting.

The Group's share of the net deficit of the MNRPF at 31 December 2023 was estimated at 46.49%.

e) OTHERS

The Group also operates a number of other defined benefit and defined contribution schemes.

RECONCILIATION OF ASSETS AND LIABILITIES RECOGNISED IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	2023 USD'000	2022 USD'000
Non-current		
Defined benefit schemes net liabilities	**228,351**	238,333
Liabilities in respect of long service leave	**5,420**	3,916
Liabilities for other non-current deferred compensation	**1,672**	3,940
	235,443	246,189
Current		
Defined benefit schemes net liabilities	**15,444**	15,235
Liabilities for current deferred compensation	**93,034**	91,164
	108,478	106,399
Net liabilities	**343,921**	352,588
Reflected in the consolidated statement of financial position as follows:		
Employee benefits assets (included within defined benefit pension surplus - note 20)	**(17,631)**	(5,033)
Employee benefits liabilities: Non-current	**253,074**	251,222
Employee benefits liabilities: Current	**108,478**	106,399
Net liabilities	**343,921**	352,588

Long-term employee benefit expense recognised in the consolidated statement of profit and loss consists of following:

	2023 USD'000	2022 USD'000
Defined benefit schemes	**121,009**	65,540
Defined contribution schemes	**58,475**	55,995
Other employee benefits	**33,423**	23,053
Total	**212,907**	144,588

The remeasurements of the net defined benefit liabilities gross of tax recognised in the consolidated statement of other comprehensive income is as follows:

	2023 USD'000	2022 USD'000
Actuarial loss/(gains) recognised in the year	**90,121**	(1,079,845)
Return on plan assets lesser than the discount rate	**102,868**	1,047,561
Change of share in multi-employer scheme	**–**	(986)
Movement in the minimum funding liability requirements	**(287,309)**	(13,441)
Total	**(94,320)**	(46,711)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

e) OTHERS CONTINUED

ACTUARIAL VALUATIONS AND ASSUMPTIONS

The latest valuations of the defined benefit schemes have been updated to 31 December 2023 by qualified independent actuaries. The principal assumptions are included in the table below. The assumptions used by the actuaries are the best estimates chosen from a range of possible actuarial assumptions, which, due to the timescale covered, may not necessarily be borne out in practice.

	P&O UK scheme 2023	**P&O Ferries scheme 2023**	**MNOPF scheme 2023**	**MNRPF scheme 2023**	**Other schemes 2023**	P&O UK scheme 2022	P&O Ferries scheme 2022	MNOPF scheme 2022	MNRPF scheme 2022	Other schemes 2022
Discount rates	**4.50%**	**4.50%**	**4.50%**	**4.50%**	**4.50%**	4.80%	4.80%	4.85%	4.85%	4.00%
Discount rates bulk annuity asset	**4.50%**	**–**	**–**	**–**	**–**	4.90%	–	–	–	–
Expected rates of salary increases	**–***	**–***	**–***	**–***	**2.50%**	–*	–*	–*	–*	2.50%
Pension increases:										
Deferment	**3.00%**	**3.00%**	**2.55%**	**2.55%**	**2.90%**	3.00%	3.00%	2.45%	2.45%	2.60%
Payment	**3.00%**	**3.00%**	**3.00%**	**3.00%**	**2.90%**	3.00%	3.00%	3.00%	3.00%	1.30%
Inflation	**3.05%**	**3.00%**	**3.05%**	**3.05%**	**3.00%**	3.05%	3.00%	3.05%	3.05%	2.60%

* The P&O UK Scheme, MNOPF and MNRPF were closed to future accruals as at 31 March 2016, so future pay increases are not relevant.

The assumptions for pensioner longevity under both the P&O UK Scheme and the New Section of the MNOPF Scheme are based on an analysis of pensioner death trends under the respective schemes over many years.

For illustration, the life expectancies for the two schemes at age 65 now and in the future are detailed in the table below.

	Male		Female	
	Age 65 now	Age 65 in 20 years' time	Age 65 now	Age 65 in 20 years' time
2023				
P&O UK scheme	**21.5**	**23.1**	**24**	**25.7**
P&O Ferries scheme	**22.5**	**24.1**	**25**	**26.7**
MNOPF scheme	**21.6**	**23.4**	**24.2**	**26.0**
MNRPF scheme	**19.3**	**21.0**	**22.7**	**24.6**
2022				
P&O UK scheme	21.6	23.2	24.1	25.8
P&O Ferries scheme	22.6	24.2	25.2	26.8
MNOPF scheme	22.2	23.9	24.6	26.4
MNRPF scheme	20.3	22.2	23.6	25.6

The weighted average duration of the defined benefit obligation as at 31 December 2023 was 10 years (2022: 11 years).

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

e) OTHERS CONTINUED

Reasonably possible changes to one of the actuarial assumptions, holding other assumptions constant (in practice, this is unlikely to occur, and changes in some of the assumptions may be correlated), would have increased the net defined benefit liability as at 31 December 2023 by the amounts shown below:

	USD'000
0.1% reduction in discount rate	**11,565**
0.1% increase in inflation assumption and related assumptions	**5,268**
0.25% p.a. increase in the long-term rate of mortality improvement	**4,722**

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

The schemes' strategic asset allocations across the sectors of the main asset classes are:

	P&O UK scheme USD'000	P&O Ferries scheme USD'000	MNOPF scheme USD'000	MNRPF scheme USD'000	Other schemes USD'000	Total group schemes fair value USD'000
2023						
Equities	**–**	**42,649**	**68,365**	**201,532**	**42,593**	**355,139**
Bonds	**–**	**33,610**	**423,942**	**205,504**	**137,948**	**801,004**
Other investments	**34,628**	**103,312**	**–**	**–**	**103,414**	**241,354**
Value of insured pensioner liabilities	**1,157,248**	**–**	**–**	**–**	**2,087**	**1,159,335**
Total	**1,191,876**	**179,571**	**492,307**	**407,036**	**286,042**	**2,556,832**
2022						
Equities	57,729	52,125	96,416	235,135	69,727	511,132
Bonds	486,542	37,120	413,745	209,615	97,999	1,245,021
Other investments	59,028	76,892	–	–	49,435	185,355
Value of insured pensioner liabilities	556,200	–	–	–	1,654	557,854
Total	1,159,499	166,137	510,161	444,750	218,815	2,499,362

Except for the insured pensioner liability, all material investments have quoted prices in active markets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

Reconciliation of the opening and closing present value of defined benefit obligations for the period ended 31 December 2023 and 31 December 2022:

	P&O UK scheme 2023 USD'000	P&O Ferries scheme 2023 USD'000	MNOPF scheme 2023 USD'000	MNRPF scheme 2023 USD'000	Other schemes 2023 USD'000	Total group schemes 2023 USD'000	P&O UK scheme 2022 USD'000	P&O Ferries scheme 2022 USD'000	MNOPF scheme 2022 USD'000	MNRPF scheme 2022 USD'000	Other schemes 2022 USD'000	Total group schemes 2022 USD'000
Present value of obligations at 1 January	**(1,085,042)**	**(174,381)**	**(470,509)**	**(477,622)**	**(263,118)**	**(2,470,672)**	(1,819,529)	(313,009)	(722,194)	(738,669)	(333,824)	(3,927,225)
Employer's interest costs	**(52,362)**	**(8,458)**	**(21,890)**	**(23,258)**	**(12,304)**	**(118,272)**	(30,821)	(5,425)	(12,082)	(12,452)	(6,634)	(67,414)
Employer's current service costs	–	–	–	–	**(16,948)**	**(16,948)**	–	–	–	–	(11,230)	(11,230)
Employer's past service cost*	–	–	–	**(89,625)**	–	**(89,625)**	–	–	–	(39,464)	–	(39,464)
Acquired through business combinations	–	–	–	–	–	–	–	–	–	–	(58,377)	(58,377)
Contributions by scheme participants	–	–	–	–	**(1,349)**	**(1,349)**	–	–	–	–	(1,269)	(1,269)
Effect of movement in foreign exchange rates	**(61,896)**	**(10,411)**	**(26,576)**	**(28,194)**	**(37,918)**	**(164,995)**	183,282	31,248	73,661	75,271	29,537	392,999
Benefits paid	**81,715**	**7,463**	**36,815**	**28,358**	**16,227**	**170,578**	82,354	6,657	36,492	29,835	13,152	168,490
Experience (losses)/gains on scheme liabilities	**(31,343)**	**(19,651)**	**(13,184)**	**21,144**	**(7,454)**	**(50,488)**	(27,986)	(18,863)	(7,520)	10,602	(4,629)	(48,396)
Change in share in multi-employer scheme	–	–	–	–	–	–	–	–	(7,027)	–	–	(7,027)
Actuarial gains/(losses) on scheme liabilities due to change in demographic assumptions	**10,945**	**4,353**	**10,821**	**23,507**	**4,279**	**53,905**	47,588	2,589	(8,013)	–	(2,606)	39,558
Actuarial (losses)/gains on scheme liabilities due to change in financial assumptions	**(41,417)**	**(8,582)**	**(15,423)**	**(15,747)**	**(12,369)**	**(93,538)**	480,070	122,422	176,174	197,255	112,762	1,088,683
Present value of obligations at 31 December	**(1,179,400)**	**(209,667)**	**(499,946)**	**(561,437)**	**(330,954)**	**(2,781,404)**	(1,085,042)	(174,381)	(470,509)	(477,622)	(263,118)	(2,470,672)

* In 2023, this relates to re-measurement of the guaranteed minimum pension liability (2022: relates to additional benefits provided to scheme members covered under ill-health retirement) (refer to note 9).

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

Reconciliation of the opening and closing present value of scheme assets for the period ended 31 December 2023 and 31 December 2022:

	P&O UK scheme 2023 USD'000	P&O Ferries scheme 2023 USD'000	MNOPF scheme 2023 USD'000	MNRPF scheme 2023 USD'000	Other schemes 2023 USD'000	Total group schemes 2023 USD'000	P&O UK scheme 2022 USD'000	P&O Ferries scheme 2022 USD'000	MNOPF scheme 2022 USD'000	MNRPF scheme 2022 USD'000	Other schemes 2022 USD'000	Total group schemes 2022 USD'000
Fair value of scheme assets at 1 January	**1,159,499**	**166,137**	**510,161**	**444,750**	**218,815**	**2,499,362**	1,885,942	326,189	773,644	677,125	326,307	3,989,207
Interest income on assets	**56,218**	**8,209**	**24,626**	**21,641**	**11,750**	**122,444**	32,054	5,548	13,187	11,589	5,755	68,133
Return on plan assets (lesser)/greater than the discount rate	**(13,930)**	**(2,612)**	**(32,587)**	**(57,717)**	**3,978**	**(102,868)**	(502,015)	(127,969)	(168,402)	(147,941)	(101,234)	(1,047,561)
Acquired through business combinations	–	–	–	–	–	–	–	–	–	–	6,815	6,815
Contributions by employer	**12,811**	**6,841**	**622**	**9,204**	**15,588**	**45,066**	19,109	1,849	616	13,561	26,718	61,853
Contributions by scheme participants	–	–	–	–	**1,349**	**1,349**	–	–	–	–	1,269	1,269
Effect of movement in foreign exchange rates	**64,590**	**9,454**	**27,668**	**23,610**	**51,171**	**176,493**	(190,771)	(32,207)	(78,930)	(69,770)	(33,353)	(405,031)
Benefits paid	**(81,715)**	**(7,463)**	**(36,815)**	**(28,358)**	**(16,227)**	**(170,578)**	(82,354)	(6,657)	(36,492)	(29,835)	(13,152)	(168,490)
Change in share in multi–employer scheme	–	–	–	–	–	–	–	–	8,013	–	–	8,013
Administration costs incurred during the year	**(5,597)**	**(995)**	**(1,368)**	**(6,094)**	**(382)**	**(14,436)**	(2,466)	(616)	(1,475)	(9,979)	(310)	(14,846)
Fair value of scheme assets at 31 December	**1,191,876**	**179,571**	**492,307**	**407,036**	**286,042**	**2,556,832**	1,159,499	166,137	510,161	444,750	218,815	2,499,362
Defined benefit schemes net liabilities	**12,476**	**(30,096)**	**(7,639)**	**(154,401)**	**(44,912)**	**(224,572)**	74,457	(8,244)	39,652	(32,872)	(44,303)	28,690
Minimum funding liability	**(12,476)**	–	**7,639**	**(14,386)**	–	**(19,223)**	(114,253)	–	(40,133)	(127,872)	–	(282,258)
Net liability recognised in the consolidated statement of financial position at 31 December	–	**(30,096)**	–	**(168,787)**	**(44,912)**	**(243,795)**	(39,796)	(8,244)	(481)	(160,744)	(44,303)	(253,568)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

23. PENSIONS AND POST-EMPLOYMENT BENEFITS CONTINUED

A minimum funding liability arises where the statutory funding requirements are such that future contributions in respect of past service will result in a future unrecognisable surplus.

The below table shows the movement in minimum funding liability:

	2023 USD'000	2022 USD'000
Minimum funding liability as on 1 January	(282,258)	(324,503)
Employer's interest costs	(14,801)	(5,918)
Actuarial gains during the year	287,309	13,441
Effect of movement in foreign exchange rates	(9,473)	34,722
Minimum funding liability as on 31 December	(19,223)	(282,258)

It is anticipated that the Group will make the following contributions to the pension schemes in 2024:

	P&O UK scheme USD'000	P&O Ferries scheme USD'000	MNOPF scheme USD'000	MNRPF scheme USD'000	Other schemes USD'000	Total group schemes USD'000
Pension scheme contributions	–	2,546	–	12,094	1,842	16,482

24. PAYABLES AND OTHER LIABILITIES

	2023 Non-current USD'000	2023 Current USD'000	2022 Non-current USD'000	2022 Current USD'000
Trade payables	–	1,224,068	–	1,182,972
Deferred revenue	78,537	257,306	69,397	220,408
Advances and deposits from customers	1,636	289,960	849	347,637
Other payables and accruals	194,054	2,984,019	170,778	2,837,842
Provisions*	15,870	192,295	4,418	222,794
Derivative financial instruments	239,869	158,744	218,646	107,097
Amounts due to related parties (refer to note 28)	104,836	58,791	100,507	51,757
As at 31 December	634,802	5,165,183	564,595	4,970,507

During the current year, USD 221,402 thousand included in the deferred revenue as of 31 December 2022 has been recognised as revenue in 2023 (2022: 244,997 thousand).

* During the current year, additional provisions amounting to USD 124,254 thousand (2022: USD 337,495 thousand) were recognised and provisions amounting to USD 143,301 thousand (2022: USD 199,994 thousand) were utilised. The recognised provision reflects management's best estimate of the most likely outcome of various legal, restructuring, employee related, dilapidation and other claims, which are subject to considerable uncertainty in terms of outcome and timing of settlement.

25. NON-CONTROLLING INTERESTS (NCI)

The following table summarises the financial information for the material non-controlling interests (NCI) of the Group:

	Middle East, Europe and Africa					
	UAE 2023 USD'000	Other countries 2023 USD'000	Asia Pacific and India 2023 USD'000	Australia and Americas 2023 USD'000	Other non-material subsidiaries 2023 USD'000	Total 2023 USD'000
Balance sheet information:						
Non-current assets	4,861,069	412,426	1,311,543	7,391,839		
Current assets	913,761	167,005	719,785	1,832,959		
Non-current liabilities	(1,433,488)	(116,496)	(409,589)	(6,452,227)		
Current liabilities	(1,748,837)	(43,330)	(496,964)	(1,755,493)		
Net assets (100%)	2,592,505	419,605	1,124,775	1,017,078		
Fair value adjustments excluding goodwill	383,084	144,555	301,827	634,945		
Total	2,975,589	564,160	1,426,602	1,652,023		
Carrying amount of NCI as at 31 December	955,082	170,760	527,799	828,913	554,447	3,037,001
Statement of profit or loss information:						
Revenue	2,240,972	115,908	1,669,410	1,448,875		
Profit after tax	1,065,765	26,263	2,355	241,559		
Other comprehensive income/(loss), net of tax	2,412	(3,323)	(42,083)	(5,085)		
Total comprehensive income /(loss) (100%), net of tax	1,068,177	22,940	(39,728)	236,474		
Profit allocated to NCI	342,002	6,808	647	62,803	66,488	478,748
Other comprehensive income/(loss) attributable to NCI	774	(1,666)	(15,423)	(3,381)	(47,477)	(67,173)
Total comprehensive income/(loss) attributable to NCI	342,776	5,142	(14,776)	59,422	19,011	411,575
Cash flow statement information:						
Cash from operating activities	1,481,020	19,747	207,423	421,605		
Cash used in investing activities	(92,232)	(2,714)	(101,725)	(117,090)		
Cash used in financing activities	(1,201,112)	(2,571)	(157,800)	(374,125)		
Dividends paid to NCI	–	(5,973)	(26,473)	(92,507)		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

25. NON-CONTROLLING INTERESTS (NCI) CONTINUED

	Middle East, Europe and Africa					
	UAE 2022 USD'000	Other countries 2022 USD'000	Asia Pacific and India 2022 USD'000	Australia and Americas 2022 USD'000	Other non-material subsidiaries 2022 USD'000	Total 2022 USD'000
Balance sheet information:						
Non-current assets	4,980,208	455,459	1,409,189	4,716,875		
Current assets	748,621	174,391	813,229	774,020		
Non-current liabilities	(2,246,618)	(178,701)	(315,952)	(3,795,095)		
Current liabilities	(1,958,277)	(35,360)	(656,356)	(584,788)		
Net assets (100%)	1,523,934	415,789	1,250,110	1,111,012		
Fair value adjustments excluding goodwill	389,820	153,968	312,617	646,111		
Total	1,913,754	569,757	1,562,727	1,757,123		
Carrying amount of NCI as at 31 December	614,466	171,695	585,635	866,496	499,667	2,737,959
Statement of profit or loss information:						
Revenue	1,049,553	117,887	2,192,303	1,549,174		
Profit after tax	426,133	32,196	416,481	215,960		
Other comprehensive income/(loss), net of tax	1,151	(35,997)	(104,526)	8,309		
Total comprehensive income/(loss) (100%), net of tax	427,284	(3,801)	311,955	224,269		
Profit allocated to NCI	136,745	6,597	125,482	117,324	14,384	400,532
Other comprehensive income/(loss) attributable to NCI	369	(17,636)	(40,560)	5,287	(11,396)	(63,936)
Total comprehensive income/(loss) attributable to NCI	137,114	(11,039)	84,922	122,611	2,988	336,596
Cash flow statement information:						
Cash from operating activities	762,751	9,971	705,554	576,724		
Cash used in investing activities	(74,811)	(6,233)	(127,772)	(184,299)		
Cash used in financing activities	(439,210)	(5,109)	(622,893)	(193,576)		
Dividends paid to NCI	–	(1,122)	(170,834)	(29,189)		

26. BUSINESS COMBINATIONS

BAMARDO LIMITED

On 18 July 2023, the Group acquired 100% equity and voting interest in Bamardo Limited (Bamardo) for a purchase consideration of USD 148,000 thousand (cash consideration of USD 133,200 thousand and deferred consideration of USD 14,800 thousand). Bamardo Limited holds an investment in Freight Village Group which offers warehousing and industrial facilities for rent and ownership, manages the delivery of rail containers and provides customs services to the cargo owners.

The carrying values and fair values of the identifiable assets and liabilities on the date of the acquisition were as follows:

	Acquiree's carrying value USD'000	Fair value recognised on acquisition USD'000
Assets		
Property, plant and equipment*	43,342	46,842
Investment properties*	17,967	43,667
Right-of-use asset	6,650	6,650
Intangible assets*	15	14,092
Receivables and other assets***	9,360	9,360
Inventories	670	670
Deferred tax assets	1,703	1,703
Cash and cash equivalents	7,854	7,854
Liabilities		
Lease liabilities	6,021	6,021
Payables and other liabilities	35,231	35,231
Current tax liabilities	2,579	2,579
Deferred tax liabilities*	4,825	13,478
Net assets acquired	38,905	73,529
Less: non-controlling interests		(6,225)
Goodwill arising on acquisition**		80,696
Total fair value of net assets acquired		148,000
For cash flow statement:		
Cash paid		(133,200)
Cash acquired		7,854
Net cash outflow		(125,346)

* As part of purchase price allocation, the Group recognised customer relationships amounting to USD 14,077 thousand, fair value uplift on property plant and equipment and investment properties amounting to USD 3,500 thousand and USD 25,700 thousand respectively and related deferred tax liabilities amounting to USD 8,653 thousand during the period.

** The goodwill is attributable mainly to the logistics and warehouse solutions offered by Freight Village Group, and the synergies expected to be achieved from integrating the Company into the Group's existing business. The goodwill recognised on acquisition is not expected to be deductible for tax purposes. The deferred tax liability relates to fair value adjustments.

*** The gross amount of trade receivable included in above is USD 2,394 thousand.

Acquisition related costs of USD 448 thousand were incurred during the period and are included under general and administrative expenses in the consolidated statement of profit or loss.

The Group has elected to measure the non-controlling interests in the acquiree at the proportionate share of their interests in the acquiree's identifiable net assets.

From the acquisition date, the business has contributed revenues of USD 19,987 thousand and profit of USD 7,388 thousand to the Group's results. If the acquisition had occurred on 1 January 2023, management estimates that the Groups' consolidated revenue would have increased by USD 47,969 thousand and the Group's consolidated profit for the year would have increased by USD 17,731 thousand. In determining these amounts, management has assumed that the fair value adjustments, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2023.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

26. BUSINESS COMBINATIONS CONTINUED

LAEM CHABANG INTERNATIONAL TERMINAL CO. LTD ('LCIT')

On 18 August 2023, the Group and other shareholders in LCIT agreed to revised terms which granted the Group control over LCIT. The Group retained its previously held equity interest of 34.5%. The fair value of the identifiable net assets and liabilities at the date when control was obtained was USD 107,637 thousand. Goodwill of USD 3,922 thousand and non-controlling interests of USD 70,502 thousand were recognised on the same date.

The remeasurement to fair value of the Group's existing 34.5% interest in LCIT amounts to USD 41,057 thousand which resulted in a gain of USD 19,805 thousand which was recognised under SDI in the consolidated statement of profit or loss (refer to note 9).

CFR LOGISTICS LLC ('CFR')

On 7 November 2023, Group acquired 100% equity interest in CFR Group through its subsidiary DP World Logistics USA, Inc. The CFR Group provides freight forwarding and car shipping services to some key car manufacturers across Europe, Asia and North America.

Total purchase consideration consists of USD 18,459 thousand cash, deferred consideration of USD 1,563 thousand and contingent consideration of USD 7,836 thousand. Contingent consideration is payable subject to attainment of pre-agreed gross profit targets by the CFR Group during the 2024 – 2028 reporting periods and has been calculated and measured based on the expected probabilities of achieving the required targets considering historical data and past performance.

The fair value of identifiable net assets and liabilities on the date of acquisition was USD 13,113 thousand which resulted in recognition of goodwill amounting to USD 14,745 thousand.

27. SIGNIFICANT GROUP ENTITIES

The extent of the Group's ownership in its various subsidiaries, equity-accounted investees and their principal activities are as follows:

a) SIGNIFICANT HOLDING COMPANIES

Legal Name	Ownership interest	Country of incorporation	Principal activities
DP World FZE	100%	United Arab Emirates	Holding company
Thunder FZE	100%	United Arab Emirates	Holding company
Economic Zones World FZE	100%	United Arab Emirates	Holding company including development, management and operation of free zones
DP World Jebel Ali Terminals and Free Zone FZCO – refer note (ix)	67.9%	United Arab Emirates	Holding company
Ports International FZCO	90%	United Arab Emirates	Holding company
DP World Sokhna FZCO	90%	United Arab Emirates	Holding company
Dry Docks World FZE	100%	United Arab Emirates	Holding company
DP World Logistics FZE	100%	United Arab Emirates	Holding company
DP World Eurasia Logistics FZE – refer note (viii)	100%	United Arab Emirates	Holding company
DP World Australia (POSN) Pty Ltd.	100%	Australia	Holding company
DPI Terminals Asia Holdings Limited	100%	British Virgin Islands	Holding company
DPI Terminals (BVI) Limited	100%	British Virgin Islands	Holding company
DPI Terminals Asia (BVI) Limited	100%	British Virgin Islands	Holding company
DP World Canada Investment Inc.	55%	Canada	Holding company
Hindustan Infralog Private Limited – refer note (ix)	65%	India	Holding company
Hindustan Ports Private Limited	100%	India	Holding company
PT INA DP World Investment	80%	Indonesia	Holding company
South Asia Logistics Pvt Ltd.	100%	Mauritius	Holding company
DP World Ports Cooperatieve U.A.	100%	Netherlands	Holding company
DP World Maritime Cooperatieve U.A.	100%	Netherlands	Holding company
DP World International Investment B.V.	55%	Netherlands	Holding company
DP World Australia B.V.	55%	Netherlands	Holding company
ENAF B.V.	90%	Netherlands	Holding company
DP World Logistics Europe B.V.	100%	Netherlands	Holding company
The Peninsular and Oriental Steam Navigation Company Limited ('P&O SNCO')	100%	United Kingdom	Holding company
Palletways Group Ltd.	100%	United Kingdom	Holding company
Syncreon Acquisition Corp	100%	United States of America	Holding company

27. SIGNIFICANT GROUP ENTITIES CONTINUED

b) SIGNIFICANT SUBSIDIARIES – PORTS

Legal Name	Ownership interest	Country of incorporation	Principal activities
DP World UAE Region FZE	100%	United Arab Emirates	Container terminal operations
Jebel Ali Terminal FZE – refer note (ix)	67.9%	United Arab Emirates	Container terminal operations
DP World MPL Servicos S.A.	100%	Angola	Multi-purpose terminal
Terminales Rio de la Plata S.A.	55.6%	Argentina	Container terminal operations
DP World Australia (Holding) Pty Ltd. – refer note (iii) and (ix)	33.1%	Australia	Container terminal operations
DP World Antwerp Terminals N.V.	100%	Belgium	Ancillary container services
Empresa Brasileira de Terminais Portuarious S.A.	100%	Brazil	Container terminal operations
Caucedo Investments Inc. – refer note (iv)	50%	British Virgin Islands	Container terminal operations
Caucedo Services Inc. – refer note (iv)	50%	British Virgin Islands	Container terminal operations
DP World (Canada) Inc. – refer note (ix)	55%	Canada	Container terminal operations
DP World Fraser Surrey Inc. – refer note (ix)	55%	Canada	Multi-purpose and general cargo terminal operations
DP World Nanaimo Inc.	55%	Canada	Container terminal operations
DP World Prince Rupert Inc. – refer note (ix)	55%	Canada	Container terminal operations
DP World Saint John, Inc.	100%	Canada	Container terminal operations
DP World Chile S.A. – refer note (ix)	54.9%	Chile	Container terminal operations
DP World RDC	66%	Congo	Container terminal operations
DP World Limassol Limited	75%	Cyprus	Multi-purpose and general cargo terminal operations
DP World Posorja S.A.	85.3%	Ecuador	Container terminal operations
DP World Sokhna SAE	90%	Egypt	Container and general cargo terminal operations
Eurofos SARL – refer note (iv)	50%	France	Container terminal operations
Stuttgart & Manheim Terminals	100%	Germany	Container terminal operations
Chennai Container Terminal Private Limited	100%	India	Container terminal operations
India Gateway Terminal Private Ltd.	85%	India	Container terminal operations
Mundra International Container Terminal Private Limited	100%	India	Container terminal operations
Nhava Sheva International Container Terminal Private Limited	100%	India	Container terminal operations
Nhava Sheva (India) Gateway Terminal Private Limited	100%	India	Container terminal operations
PT DP World Maspion East Java	55%	Indonesia	Container terminal operations
DP World Middle East Limited	100%	Kingdom of Saudi Arabia	Container terminal operations
DP World Maputo S.A. – refer note (ix)	60%	Mozambique	Container terminal operations
Qasim International Container Terminal Pakistan Ltd.	75%	Pakistan	Container terminal operations
DP World Callao S.r.l.	100%	Peru	Container terminal operations
Doraleh Container Terminal S.A. –refer note (ii) & (v)	33.3%	Republic of Djibouti	Container terminal operations
Integra Port Services N.V.	80%	Republic of Suriname	Container terminal operations
Suriname Port Services N.V.	80%	Republic of Suriname	General cargo terminal operations
Constanta South Container Terminal S.r.l	100%	Romania	Container terminal operations
DP World Dakar S.A. – refer note (vii)	54%	Senegal	Container terminal operations
DP World Berbera	58.5%	Somaliland	Container and general cargo terminal operations
Pusan Newport Co. Ltd. – refer note (ix)	66.%	South Korea	Container terminal operations
DP World Tarragona S.A.	60%	Spain	Container terminal operations
Laem Chabang International Terminal Co. Ltd – refer note (iv) & (vi)	34.5%	Thailand	Container terminal operations
DP World Yarımca Liman İşletmeleri AS	100%	Türkiye	Container terminal operations
DP World TIS-Pivdennyi	51%	Ukraine	Multi-purpose terminal
London Gateway Port Limited	100%	United Kingdom	Container terminal operations
Southampton Container Terminals Limited	100%	United Kingdom	Container terminal operations
Saigon Premier Container Terminal	80%	Vietnam	Roll-on/roll-off operations

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

27. SIGNIFICANT GROUP ENTITIES CONTINUED

c) ASSOCIATES AND JOINT VENTURES – PORTS

Legal Name	Ownership interest	Country of incorporation	Principal activities
Djazair Port World Spa	50%	Algeria	Container terminal operations
DP World DjenDjen Spa	50%	Algeria	Container terminal operations
Antwerp Gateway N.V. – refer note (i) and (x)	60%	Belgium	Container terminal operations
Goodman DP World Hong Kong Limited	25%	Hong Kong	Container terminal and warehouse operations
Rotterdam World Gateway B.V. – refer note (x)	30%	Netherlands	Container terminal operations
Qingdao Qianwan Container Terminal Co. Ltd. – refer note (x)	29%	People's Republic of China	Container terminal operations
Yantai International Container Terminals Ltd.	12.5%	People's Republic of China	Container terminal operations
Terminales Portuarios Euroandinos Paita S.A.	50%	Peru	Container terminal operations
Asian Terminals Inc. – refer note (x)	31.9%	Philippines	Container terminal operations

d) OTHER NON-PORT BUSINESS

Legal Name	Ownership interest	Country of incorporation	Principal activities
DP World Creek & Marfa Management FZE	100%	United Arab Emirates	Terminal management and port operation
Box Care FZE	100%	United Arab Emirates	Cargo loading and unloading including ancillary service
Berbera Special Economic Zone FZCO	72%	United Arab Emirates	Investments in ports, free zone, economic zones, airports and industrial zones project
DP World Digital FZE	100%	United Arab Emirates	Electronic network consultancies, information technology consultants and web-design
DP World Financial Services Limited	100%	United Arab Emirates	Arranging and advising on credit facilities
Dubai International Djibouti FZE– refer note (v)	100%	United Arab Emirates	Port management and operation
Drydocks World Dubai FZCO	100%	United Arab Emirates	Newbuild, conversion, repair, maintenance – vessels, equipment, steel structural services
Dubai Maritime City FZE	100%	United Arab Emirates	Real estate development, buying and selling of real estate, leasing and management of self-owned
We One FZE	100%	United Arab Emirates	Property guard and security services
Dubai Auto Zone Management FZE	100%	United Arab Emirates	Leasing operations
Dubai Textile City Management FZE	100%	United Arab Emirates	Leasing operations
Dubai Trade FZE	100%	United Arab Emirates	Trade facilitation through integrated electronic services
Jebel Ali Free Zone FZE	67.9%	United Arab Emirates	Management, operation and development of free zones, economic zones and industrial zones
Maritime World LLC	100%	United Arab Emirates	Property development and leasing
National Industries Park Management FZE	67.9%	United Arab Emirates	Management, operation and development of industrial zones
P&O Maritime FZE	100%	United Arab Emirates	Maritime services
P&O Marinas FZE	100%	United Arab Emirates	Operating marinas and property leasing
Unifeeder ISC FZCO – refer note (ix)	64.9%	United Arab Emirates	Maritime transport and logistics
P&O Maritime Services Pty Ltd.	100%	Australia	Maritime services
DP World Logistics Australia Pty Ltd.	100%	Australia	Logistics services
Topaz Energy and Marine Limited	100%	Bermuda	Charter of marine vessels and ship management
DP World Logistics Brazil S.A.	100%	Brazil	Logistics services
DP World Logistics Canada Inc.	55%	Canada	Logistics services
DP World China Co Ltd.	100%	China	Investment and development
Bamardo Limited – refer note (vi)	100%	Cyprus	Holding company of inland terminal operator and landbank development
Unifeeder A/S	100%	Denmark	Maritime transport and logistics
Unimed Feeder Services A/S	100%	Denmark	Maritime transport and logistics
DP World Logistics DPWL S.A.	100%	Ecuador	Logistics services
DP World Egypt Logistic Service	100%	Egypt	Logistics services
DP World Germersheim GmbH and Co. KG	100%	Germany	Inland container terminal operations
Logit Services GmbH	100%	Germany	Specialised logistics and supply chain solution
Syncreon Deutschland GmbH	100%	Germany	Logistics and supply chain solutions

27. SIGNIFICANT GROUP ENTITIES CONTINUED

d) OTHER NON-PORT BUSINESS CONTINUED

Legal Name	Ownership interest	Country of incorporation	Principal activities
Container Rail Road Services Pvt Limited	100%	India	Container rail freight operations
DP World Multimodal Logistics Private Limited – refer note (ix)	60.8%	India	Logistics, warehousing and transportation services
DP World Rail Logistics Private Limited – refer note (iv) & (ix)	46.1%	India	Logistics, warehousing and transportation services
DP World Cold Chain Logistics Private Limited	59.3%	India	Cold chain logistics
Nhava Sheva Business Park Private Limited – refer note (ix)	65%	India	Free trade warehousing zone
Intech Creative Services Pvt Ltd.	51%	India	Digital technology
PT DPW East Java Gateway	55%	Indonesia	Logistics services
Palletways Italy SPA	100%	Italy	Delivery of palletised freight
Dubai Ports World for Logistic Services	100%	Kingdom of Saudi Arabia	Logistics services
Empresa de Dragagem do Porto de Maputo, S.A.	25.5%	Mozambique	Dredging services
Maputo Intermodal Container Depot S.A.	50%	Mozambique	Inland container depot and warehousing
Sociedade de Desenvolvimento do Porto de Maputo S.A.	24.7%	Mozambique	Port management and cargo handling
DP World Germany B.V.	100%	Netherlands	Inland container terminal operations
P&O Maritime Services (PNG) Limited	100%	Papua New Guinea	Maritime services
P&O Maritime Paraguay (Holdings) S.A.	100%	Paraguay	Maritime transport and logistics
DP World Logistics S.r.l	100%	Peru	Logistics and warehousing services
Port Secure FZCO – refer note (v)	40%	Republic of Djibouti	Port security services
DP World Novi Sad AD	100%	Republic of Serbia	Inland container terminal operations
DP World Logistics Romania S.r.l.	100%	Romania	Logistics services
DP World Logistics Limited	100%	Rwanda	Warehousing and storage
DP World Bosaso FZCO	75%	Somalia	Ports management
Imperial Logistics Limited	100%	South Africa	Freight management, contract logistics, freight forwarding and market access services
Unico Logistics Co. Ltd. – refer note (ix)	60%	South Korea	Freight forwarding and project cargo services
Palletways Iberia	100%	Spain	Delivery of palletised freight
Remolcadores de Puerto y Altura, S.A.	57%	Spain	Maritime services
Remolques y Servicios Marítimos, S.L.	93%	Spain	Maritime services
Palletways Europe GmbH	100%	Switzerland	Delivery of palletised freight
Swissterminal Holding AG – refer note (iv)	44%	Switzerland	Inland container terminal operations
DP World Lojistik Hizmetleri Anonim Sirketi	100%	Türkiye	Logistics services
P&O Maritime Ukraine LLC	51%	Ukraine	Maritime services
Palletways (UK) Ltd.	100%	United Kingdom	Delivery of palletised freight
CFR Logistics LLC – refer note (vi)	100%	United States of America	Logistics and freight forwarding services
DP World Logistics USA Inc.	100%	United States of America	Logistics services
LG Park Freehold Limited	100%	United Kingdom	Management and operation of industrial parks
P&O Ferries Division Holdings Limited	100%	United Kingdom	Ferry services and logistics operator
Syncreon Newco B.V.	100%	United States of America	Specialised logistics and supply chain solution
Hyperloop Technologies Inc.	100%	United States of America	Development of hyperloop transportation system

(i) Although the Group has more than 50% effective ownership interest in these entities, they are not treated as subsidiaries, but instead treated as equity-accounted investees. The underlying shareholder agreements/ board composition do not provide control to the Group.
(ii) Although the Group has a 33.34% effective ownership interest in this entity, it was treated as a subsidiary until 22 February 2018, as the Group was able to govern the financial and operating policies of the company by virtue of an agreement with the other investor.
(iii) Although the Group has a 33.14% effective ownership interest in this entity, it is treated as a subsidiary, as the Group is able to govern the financial and operating policies of the company by virtue of an agreement with the other investors.
(iv) Although the Group does not have more than 50% effective ownership interest in these entities, they are treated as subsidiaries, as the Group is able to govern the financial and operating policies of these companies by virtue of contractual agreements with the other investors.
(v) On 22 February 2018, the Government of Djibouti illegally seized control of Djibouti operations and hence the Group has stopped consolidating this entity's operating results. The Group commenced arbitration proceedings before the London Court of International Arbitration to protect its rights, or to secure damages and compensation for breach or expropriation. The London Court of International Arbitration ruled Djibouti government's seizure of control of the terminal from the Group as illegal. The Group will continue to pursue all legal means to defend its rights as a shareholder.
(vi) Control acquired during the year; refer to note 26 for details.
(vii) Change in shareholding was effective in 2022.
(viii) This entity was incorporated during the year to facilitate acquisition of Bamardo Limited (refer to note 26).
(ix) The Group has significant non-controlling interests in these subsidiaries.
(x) These represents material equity-accounted investees of the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

28. RELATED PARTY TRANSACTIONS AND BALANCES

RELATED PARTY TRANSACTIONS

The Group, in the normal course of business, enters into transactions with other businesses that fall within the definition of a related party as set out in *International Accounting Standard No. 24*. The Group has elected to apply the exemption in relation to government-related entities under IAS 24 'Related parties' to disclose transactions and balances with government related entities which are individually or collectively significant as of the reporting date. To determine significance, the Group considers various qualitative and quantitative factors including whether transactions with the related parties are based on approved terms and conditions set by management. The Group has transactions with government-related entities including, but not limited to, rendering and receiving services, use of public utilities and ancillary services.

The significant transactions with related parties included in the consolidated financial statements are as follows:

	2023 – USD'000				2022 – USD'000			
	Parent Company	Equity-accounted investees	Other related parties	Total	Parent Company	Equity-accounted investees	Other related parties	Total
Expenses charged:								
Concession fees	–	–	18,919	18,919	–	–	7,953	7,953
Shared services	–	–	155	155	–	–	40	40
Marine service fees	–	–	15,794	15,794	–	–	14,146	14,146
IT services fees	–	–	–	–	–	–	12	12
Other services	441	238	1,678	2,357	–	–	8,438	8,438
Interest expenses	–	–	45,563	45,563	–	–	51,346	51,346
Revenue earned:								
Revenue	–	–	12,382	12,382	–	–	9,035	9,035
Management fees	–	47,370	–	47,370	–	27,300	–	27,300
Interest income	22,308	1,836	–	24,144	104,496	4,520	–	109,016

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

	Due from related parties		Due to related parties	
	2023 USD'000	2022 USD'000	2023 USD'000	2022 USD'000
Intermediate Parent Company	2,346	2,347	1,996	582
Parent Company (refer to note 19)	–	3,630,417	424	–
Equity-accounted investees	145,747	157,774	6,713	9,750
Other related parties	17,927	30,658	154,494	141,932
Total	166,020	3,821,196	163,627	152,264

The Group has also issued guarantees on behalf of equity-accounted investees which are disclosed in note 38.

COMPENSATION OF KEY MANAGEMENT PERSONNEL

The remuneration of the Group's directors and other key members of the management during the year were as follows:

	2023 USD'000	2022 USD'000
Short-term benefits and bonus	19,468	18,458
Post-retirement benefits	977	436
Total	20,445	18,894

29. FINANCIAL RISK MANAGEMENT

OVERVIEW

The Group has exposure to the following risks from its use of financial instruments:

a) credit risk
b) liquidity risk
c) market risk

This note presents information about the Group's exposure to each of the above risks and the Group's objectives, policies and processes for measuring and managing these risks.

The Board of Directors have overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group Audit and Risk 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 and Risk 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 Group Audit and Risk Committee.

The Group has exposure to the following risks arising from financial instruments:

a) CREDIT RISK

Credit risk is the risk of financial loss to the Group if a customer fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, amounts due from related parties and investment securities.

RECEIVABLES AND OTHER ASSETS

The Group trades mainly with recognised and creditworthy third parties. It is the Group's policy that customers who wish to trade on credit terms are subject to credit verification procedures and are required to submit financial guarantees based on their creditworthiness. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

The Group applies IFRS 9 simplified approach to measure expected credit losses (ECLs) which uses a lifetime expected loss allowance for all trade receivables and contract assets. The Group uses an allowance matrix to measure the ECLs of trade receivables which comprise a very large number of small balances. These historical loss rates are calculated using a 'roll rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Thus, expected credit loss rates are based on the payment profile of sales over a period of 60 months before 31 December 2023 and the corresponding historical credit losses experienced within this period. These historical rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of customers to settle the receivables. The Group identified gross domestic product (GDP), global supply/demand index of container market, global freight rate index of container market, oil prices in international markets and consumer price index (CPI) to be the most relevant factors for performing macro level adjustments in expected credit loss financial model.

OTHER FINANCIAL ASSETS

Credit risk arising from other financial assets of the Group comprises bank balances and certain derivative instruments. The Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

The Group manages its credit risks with regard to bank deposits through a number of controls, which include assessing the credit rating of the bank either from public credit ratings, or internal analysis where public data is not available and consideration of the support for financial institutions from their central banks or other regulatory authorities. The Group considers outstanding receivable from related parties as fully recoverable.

FINANCIAL GUARANTEES

The Group provides financial guarantees to subsidiaries, where there is a commercial rationale to do so. Guarantees may also be provided to equity-accounted investees in very limited circumstances for the Group's share of obligation. The provision of guarantees always requires the approval of senior management.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

29. FINANCIAL RISK MANAGEMENT CONTINUED
a) CREDIT RISK CONTINUED
i. Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure as at 31 December:

	2023 USD'000	2022 USD'000
Other investments	**52,527**	40,742
Receivables and other assets excluding prepayments	**4,171,103**	4,431,943
Due from Parent Company	**–**	3,630,417
Short-term investments	**261,866**	209,690
Cash and cash equivalents	**3,342,051**	3,232,090
Less: Cash in hand	**(69,753)**	(220,460)
Total	**7,757,794**	11,324,422

The maximum exposure to credit risk for trade receivables (net) at the reporting date by operating segments are as follows:

	2023 USD'000	2022 USD'000
Asia Pacific and India	**328,121**	339,651
Australia and Americas	**351,492**	506,939
Middle East, Europe and Africa	**1,983,302**	1,884,106
Total	**2,662,915**	2,730,696

The ageing of trade receivables (net) at the reporting date was:

	2023 USD'000	2022 USD'000
Neither past due nor impaired on the reporting date:	**1,807,071**	2,045,172
Past due on the reporting date		
Past due 0-30 days	**446,826**	335,843
Past due 31-60 days	**154,846**	98,427
Past due 61-90 days	**94,108**	53,141
Past due > 90 days	**160,064**	198,113
Total	**2,662,915**	2,730,696

The Group believes that the unimpaired amounts that are past due by more than 30 days are still collectible, based on the historic collection trends.

Movement in the allowance for impairment in respect of trade receivables during the year was:

	2023 USD'000	2022 USD'000
As at 1 January	**312,424**	200,674
Acquired through business combinations	**22,709**	30,566
Provisions recognised during the year	**12,404**	81,184
Provisions written-off during the year	**(111,875)**	–
As at 31 December	**235,662**	312,424

Based on historic default rates, the Group believes that, apart from the above, no impairment allowance is necessary in respect of trade receivables not past due or past due.

Current trade receivables with the top ten customers represent 24.3% (2022: 22.7%) of the trade receivables.

b) LIQUIDITY RISK
Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient cash to meet its liabilities as and when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank facilities and by ensuring adequate internally generated funds. Trade payables are normally settled within 45 days of the date of purchase. For other payables, the Group's terms of business require amounts to be settled within 60 days of the date of provision of the service.

29. FINANCIAL RISK MANAGEMENT CONTINUED
b) LIQUIDITY RISK CONTINUED
The following are the undiscounted contractual maturities of financial liabilities, including estimated interest payments and the impact of netting agreements.

2023	Carrying amount USD'000	Contractual cash flows USD'000	Less than 1 year USD'000	1 – 2 years USD'000	2 – 5 years USD'000	More than 5 years USD'000
Non-derivative financial liabilities						
Issued bonds	**8,804,288**	**(14,849,011)**	**(542,129)**	**(564,822)**	**(3,146,442)**	**(10,595,618)**
Bank loans	**9,755,069**	**(12,884,470)**	**(1,346,202)**	**(1,247,584)**	**(3,877,713)**	**(6,412,971)**
Loans from non-controlling interests	**1,400,894**	**(1,761,764)**	**(479,495)**	**(457,832)**	**(145,561)**	**(678,876)**
Lease liabilities	**3,987,241**	**(9,821,645)**	**(722,634)**	**(558,442)**	**(990,205)**	**(7,550,364)**
Service concession liabilities	**510,816**	**(1,241,154)**	**(45,420)**	**(43,873)**	**(130,808)**	**(1,021,053)**
Payables and other liabilities	**4,773,933**	**(4,773,933)**	**(4,475,461)**	**(234,968)**	**(41,016)**	**(22,488)**
Derivative financial liabilities						
Derivative instruments	**398,613**	**(547,364)**	**(111,803)**	**(55,740)**	**(257,479)**	**(122,342)**
Total	**29,630,854**	**(45,879,341)**	**(7,723,144)**	**(3,163,261)**	**(8,589,224)**	**(26,403,712)**

2022	Carrying amount USD'000	Contractual cash flows USD'000	Less than 1 year USD'000	1 – 2 years USD'000	2 – 5 years USD'000	More than 5 years USD'000
Non-derivative financial liabilities						
Issued bonds	8,455,368	(13,832,794)	(1,587,151)	(365,577)	(1,883,620)	(9,996,446)
Bank loans	5,777,262	(6,930,510)	(1,926,894)	(652,833)	(1,949,838)	(2,400,945)
Loans from non-controlling interests	1,783,376	(2,260,589)	(432,456)	(480,855)	(572,011)	(775,267)
Lease liabilities	3,857,185	(9,321,293)	(643,460)	(642,905)	(909,932)	(7,124,996)
Service concession liabilities	512,332	(1,293,004)	(44,564)	(43,387)	(139,076)	(1,065,977)
Payables and other liabilities	4,555,907	(4,619,854)	(4,283,772)	(179,073)	(74,367)	(82,642)
Derivative financial liabilities						
Derivative instruments	325,743	(364,512)	(4,826)	(183,790)	(175,896)	–
Total	25,267,173	(38,622,556)	(8,923,123)	(2,548,420)	(5,704,740)	(21,446,273)

For details on financial guarantees and letters of credit, refer to note 38.

c) MARKET RISK
Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the returns.

The Group enters into derivative contracts, in order to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors in the Group Treasury policy. Generally, the Group seeks to apply hedge accounting in order to manage the volatility in the consolidated statement of profit or loss.

i. Currency risk

The proportion of the Group's net operating assets denominated in foreign currencies (i.e. other than the functional currency of the Company, UAE dirhams) is approximately 72% (2022: 65%) with the result that the Group's USD consolidated statement of financial position, and in particular shareholder's equity, can be affected by currency movements when it is retranslated to USD at the end year end rates. The Group partially mitigates the effect of such movements by borrowing in the same currencies as those in which the assets are denominated. Generally, borrowings are denominated in currencies that match the cash flows generated by the underlying foreign operations of the Group. This provides an economic hedge without derivatives being entered into and therefore hedge accounting is not applied in these circumstances. The impact of currency movements on operating profit is partially mitigated by interest costs being incurred in foreign currencies. In addition, the Group operates in some locations where the local currency is fixed to the Group's presentation currency of USD further reducing the risk of currency movements.

A portion of the Group's activities generate part of their revenue and incur some costs outside their main functional currency. Due to the diverse number of locations in which the Group operates there is some natural hedging that occurs within the Group. When it is considered that currency volatility could have a material impact on the results of an operation, hedging using foreign currency forward exchange contracts is undertaken to reduce the short-term effect of currency movements.

When the Group's businesses enter into capital expenditure or lease commitments in currencies other than their main functional currency, these commitments are hedged in most instances using foreign currency forward exchange contracts in order to fix the cost when converted to the functional currency. The Group classifies its foreign currency forward exchange contracts hedging forecast transactions as cash flow hedges and accounts for them at fair value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

29. FINANCIAL RISK MANAGEMENT CONTINUED
c) MARKET RISK CONTINUED
i. Currency risk continued
EXPOSURE TO CURRENCY RISK
The Group's financial instruments in different currencies were as follows:

2023	USD* USD'000	GBP USD'000	EUR USD'000	AUD USD'000	INR USD'000	CAD USD'000	KRW USD'000	Others USD'000	Total USD'000
Cash and cash equivalents	1,978,430	323,684	483,332	62,964	45,595	83,839	28,979	335,228	3,342,051
Short-term investments	69,385	27,490	-	-	-	-	164,674	317	261,866
Trade receivables	1,616,362	199,915	143,834	65,724	73,837	75,777	25,342	462,124	2,662,915
Unbilled revenue	381,570	35,192	28,764	2,291	12,597	495	1,969	8,995	471,873
Deposits receivable	84,001	2,900	4,336	1	12,721	106	1,574	5,456	111,095
Bank loans	(6,911,967)	(1,089,885)	(136,914)	(301,970)	(205,590)	(524,624)	-	(584,119)	(9,755,069)
Loans from non-controlling interests	(916,114)	-	(16,229)	(279,635)	-	(187,568)	-	(1,348)	(1,400,894)
Unsecured bonds	(7,537,378)	(442,502)	(824,408)	-	-	-	-	-	(8,804,288)
Lease and service concession liabilities	(1,984,904)	(628,093)	(529,752)	(534,963)	(29,936)	(456,850)	(37,489)	(296,070)	(4,498,057)
Trade payables	(609,078)	(116,735)	(132,801)	(7,370)	(27,484)	(8,788)	(4,462)	(317,350)	(1,224,068)
Advances and deposits from customers	(263,659)	-	(28)	-	(7,973)	-	-	(19,936)	(291,596)
Net consolidated statement of financial position exposures	(14,093,352)	(1,688,034)	(979,866)	(992,958)	(126,233)	(1,017,613)	180,587	(406,703)	(19,124,172)

* The functional currency of the Company is UAE dirham. UAE dirham is pegged to USD and therefore the Group has no foreign currency risk on these balances.

2022	USD* USD'000	GBP USD'000	EUR USD'000	AUD USD'000	INR USD'000	CAD USD'000	KRW USD'000	Others USD'000	Total USD'000
Cash and cash equivalents	1,826,513	236,576	507,641	72,157	109,910	145,915	18,379	314,999	3,232,090
Short-term investments	30,543	24,952	-	-	-	-	153,874	321	209,690
Trade receivables	1,484,686	215,950	158,002	69,179	58,824	78,119	26,981	638,955	2,730,696
Unbilled revenue	201,500	30,327	9,775	759	8,502	1,587	918	838	254,206
Deposits receivable	71,768	-	2,102	-	10,492	979	1,636	8,901	95,878
Bank loans	(3,316,822)	(888,500)	(129,703)	(300,538)	(161,401)	(404,155)	-	(576,143)	(5,777,262)
Loans from non-controlling interests	(1,210,431)	-	(27,081)	(352,594)	-	(183,535)	-	(9,735)	(1,783,376)
Unsecured bonds	(7,242,689)	(417,467)	(795,212)	-	-	-	-	-	(8,455,368)
Lease and service concession liabilities	(2,294,470)	(509,519)	(599,631)	(509,656)	(10,222)	(290,550)	(17,896)	(137,573)	(4,369,517)
Trade payables	(397,466)	(129,565)	(142,118)	(5,533)	(26,687)	(20,084)	(2,242)	(459,277)	(1,182,972)
Advances and deposits from customers	(340,260)	-	(85)	-	(7,227)	-	-	(914)	(348,486)
Net consolidated statement of financial position exposures	(11,187,128)	(1,437,246)	(1,016,310)	(1,026,226)	(17,809)	(671,724)	181,650	(219,628)	(15,394,421)

* The functional currency of the Company is UAE dirham. UAE dirham is pegged to USD and therefore the Group has no foreign currency risk on these balances.

29. FINANCIAL RISK MANAGEMENT CONTINUED
c) MARKET RISK CONTINUED
i. Currency risk continued
SENSITIVITY ANALYSIS

A 10% weakening of the USD against the following currencies at 31 December would have increased/(decreased) the consolidated statement of profit or loss and the consolidated statement of other comprehensive income by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. Furthermore, as each entity in the Group has its own functional currency, the effect of translating financial assets and liabilities of the respective entity would mainly impact the consolidated statement of other comprehensive income.

	Consolidated statement of profit or loss		Consolidated statement of other comprehensive income	
	2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000
GBP	**(4,138)**	(4,718)	**(187,559)**	(159,694)
EUR	**(1)**	(202)	**(108,874)**	(112,923)
AUD	**(898)**	(2,359)	**(110,329)**	(114,025)
INR	**(1,864)**	(1,159)	**(14,026)**	(1,979)
CAD	**(1,424)**	(2,646)	**(113,068)**	(74,636)
KRW	**(767)**	229	**20,065**	20,183

A 10% strengthening of the USD against the above currencies at 31 December would have had the equal but opposite effect to the amounts shown above, on the basis that all other variables remain constant.

ii. Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with a fixed/floating interest rate and bank deposits.

The Group's policy is to manage its interest cost by entering into interest rate swap agreements, in which the Group agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount. These swaps are designated to hedge underlying debt obligations.

As at 31 December 2023, after taking into account the effect of interest rate swaps, approximately 85% (2022:88%) of the Group's borrowings are at a fixed rate of interest.

INTEREST RATE PROFILE

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was:

	Carrying amounts	
	2023 USD'000	2022 USD'000
Fixed rate instruments		
Financial liabilities (includes loans and borrowings, loans from non-controlling interests and lease & concession liabilities)	**(16,824,516)**	(16,244,104)
Financial assets (includes short-term investments and deposits under lien)	**1,311,929**	1,249,943
Effect of interest rate swaps	**(3,979,828)**	(1,655,158)
Total	**(19,492,415)**	(16,649,319)
Variable rate instruments		
Financial liabilities (includes loans and borrowings and loans from non-controlling interests)	**(7,633,792)**	(4,141,419)
Effect of interest rate swaps	**3,979,828**	1,655,158
Total	**(3,653,964)**	(2,486,261)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

29. FINANCIAL RISK MANAGEMENT CONTINUED

c) MARKET RISK CONTINUED

ii. Interest rate risk continued

CASH FLOW SENSITIVITY ANALYSIS FOR VARIABLE RATE INSTRUMENTS

A change of 100 basis points ('bp') in interest rates at the reporting date would have increased/(decreased) the consolidated statement of profit or loss and the consolidated statement of other comprehensive income by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Consolidated statement of profit or loss		Consolidated statement of other comprehensive income	
	100 bp increase USD'000	100 bp decrease USD'000	100 bp increase USD'000	100 bp decrease USD'000
2023				
Variable rate instruments	**(36,540)**	**36,540**	**–**	**–**
Cash flow sensitivity (net)	**(36,540)**	**36,540**	**–**	**–**
2022				
Variable rate instruments	(12,363)	12,363	–	–
Interest rate swaps	(300)	300	16,252	(16,252)
Cash flow sensitivity (net)	(12,663)	12,663	16,252	(16,252)

The Group does not account for any fixed rate financial assets or liabilities at fair value and hence there is no impact on profit or loss or OCI.

d) FAIR VALUE

FAIR VALUE VERSUS CARRYING VALUES

The fair values of financial assets and liabilities, together with their carrying values as reported in the consolidated statement of financial position, are as follows:

	Fair value hierarchy	Fair value 2023 USD'000	Carrying value 2023 USD'000	Fair value 2022 USD'000	Carrying value 2022 USD'000
Financials assets carried at fair value					
FVOCI – equity instruments	2	**21,735**	**21,735**	21,075	21,075
FVTPL investments	3	**30,792**	**30,792**	19,667	19,667
Derivative financial instruments	2	**64,593**	**64,593**	89,694	89,694
Financials assets carried at amortised cost					
Receivables and other assets**		**4,171,103**	**4,171,103**	8,062,360	8,062,360
Investments: Short term deposits		**261,866**	**261,866**	209,690	209,690
Cash and cash equivalents*		**3,342,051**	**3,342,051**	3,232,090	3,232,090
Financial liabilities carried at fair value					
Derivative financial instruments – Put options	3	**(281,495)**	**(281,495)**	(304,697)	(304,697)
Derivative financial instruments – Others	2	**(117,118)**	**(117,118)**	(21,046)	(21,046)
Payables and other liabilities – Contingent consideration	3	**(69,983)**	**(69,983)**	(74,460)	(74,460)
Financial liabilities carried at amortised cost					
Issued bonds	1	**(8,717,721)**	**(8,963,710)**	(8,206,878)	(8,455,368)
Bank loans*		**(9,755,069)**	**(9,755,069)**	(5,777,262)	(5,777,262)
Loans from non-controlling interests*		**(1,400,894)**	**(1,400,894)**	(1,783,376)	(1,783,376)
Lease and service concession liabilities*		**(4,498,057)**	**(4,498,057)**	(4,369,517)	(4,369,517)
Payables and other liabilities**		**(4,544,528)**	**(4,544,528)**	(4,481,447)	(4,481,447)

* These financial assets and liabilities carry a market rate of interest and therefore their carrying values approximate their fair values.

** These financial assets and liabilities have short-term maturity and their carrying values approximate their fair values.

29. FINANCIAL RISK MANAGEMENT CONTINUED

d) FAIR VALUE CONTINUED

FAIR VALUE HIERARCHY

Fair values of financial assets and financial liabilities are determined in accordance with the following hierarchy:

- Level 1: Valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Valuation based on inputs other than quoted prices included within Level 1 that are observable for the asset or liability (observable inputs), either directly or indirectly. These includes quotes prices for identical or similar assets or liabilities in active markets, market observable inputs such as interest rates, yield curves, foreign exchange rates, implied volatility and credit spreads.
- Level 3: Valuation based on inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair values of derivative financial instruments-others have been determined using discounted cash flow valuation techniques, which employ the use of market observable inputs such as credit quality of counterparties and observable interest rate curves at each reporting date.

The fair values for quoted bonds are based on their market prices (including accrued interest) as at the reporting date.

The fair values of the Level 3 FVTPL investments were estimated by applying an income approach valuation method including the present value discount technique and the measurements are based on significant inputs that are not observable in the market. Key assumptions used in the valuations includes the assumed probability of achieving profit targets, expected future cash flows and the discount rates applied. The assumed profitability are based on historical performance adjusted for expected future growth.

The fair value of the contingent consideration and put option liabilities were estimated based on the present value of anticipated future payments, which, in turn, were calculated based on the expected probabilities of achieving the required targets.

Other loans include term loans and finance leases. These are largely at variable interest rates, therefore, their carrying values approximate their fair values.

The following table shows reconciliation from opening balances to the closing balances for Level 3 fair values of FVTPL investment:

	FVTPL investments 31 December 2023 USD'000	**Put option liabilities 31 December 2023 USD'000**	**Contingent consideration liability 31 December 2023 USD'000**
At 1 January – assets/(liabilities)	**19,667**	**(304,697)**	**(74,460)**
Additions	**11,122**	**–**	**–**
Settlement	**–**	**78,595**	**30,752**
Acquired through business combinations	**–**	**–**	**(7,836)**
Change in fair value recognised in profit or loss	**1,251**	**–**	**(15,604)**
Change in fair value recognised directly in equity	**–**	**(46,194)**	**–**
Foreign exchange movements	**(1,248)**	**(9,199)**	**(2,835)**
At 31 December – assets/(liabilities)	**30,792**	**(281,495)**	**(69,983)**

	FVTPL investments 31 December 2022 USD'000	Put option liabilities 31 December 2022 USD'000	Contingent consideration liability 31 December 2022 USD'000
At 1 January – assets/(liabilities)	–	(41,823)	–
Additions	4,251	–	(77,457)
Settlement	–	1,134	5,734
Acquired through business combinations	15,054	(195,243)	–
Disposals	(153)	–	–
Change in fair value recognised in profit or loss	70	–	(5,605)
Change in fair value recognised directly in equity	–	(73,567)	–
Foreign exchange movements	445	4,802	2,868
At 31 December – assets/(liabilities)	19,667	(304,697)	(74,460)

There were no transfers between the Level 1 and Level 2.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

30. SHARE CAPITAL

The share capital of the Company as at 31 December was as follows:

	2023 USD'000	2022 USD'000
Authorised		
1,250,000,000 of USD 2.00 each	**2,500,000**	2,500,000
Issued and fully paid		
830,000,000 of USD 2.00 each	**1,660,000**	1,660,000

31. RESERVES

SHARE PREMIUM

Share premium represents the surplus amount received over and above the nominal cost of the shares issued to the shareholders and forms part of the shareholder equity. This reserve is not available for distribution except in specific circumstances as stipulated by the DIFC Companies Law.

SHAREHOLDERS' RESERVE

The shareholders' reserve forms part of the distributable reserves of the Group.

TRANSLATION RESERVE

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency. It includes foreign exchange translation differences arising from the translation of goodwill and purchase price adjustments which are denominated in foreign currencies at the Group level.

OTHER RESERVES

The following table shows a breakdown of 'other reserves' and the movements in these reserves during the year. A description of the nature and purpose of each reserve is provided below.

	Hedging and other reserves USD'000	Actuarial reserve USD'000	Total other reserves USD'000
Balance at 1 January 2022	(24,956)	(568,196)	(593,152)
Other comprehensive income, net of tax	107,805	76,803	184,608
Balance at 31 December 2022	82,849	(491,393)	(408,544)
Balance at 1 January 2023	**82,849**	**(491,393)**	**(408,544)**
Other comprehensive income/(loss), net of tax	**(119,755)**	**86,997**	**(32,758)**
Balance at 31 December 2023	**(36,906)**	**(404,396)**	**(441,302)**

ACTUARIAL RESERVE

The actuarial reserve comprises the cumulative actuarial losses recognised in the consolidated statement of other comprehensive income.

HEDGING AND OTHER RESERVES

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of the cash flow hedging instruments related to hedge transactions that have not yet occurred. The other reserves mainly include statutory reserves of subsidiaries as required by applicable local legislations. This reserve includes the unrealised fair value changes on FVOCI financial instruments.

32. HYBRID EQUITY INSTRUMENT

SUBORDINATED PERPETUAL CERTIFICATES

On 1 July 2020, the Group issued unsecured subordinated perpetual certificates ('hybrid bond') of USD 1,500,000 thousand which are listed on London Stock Exchange and Nasdaq Dubai. These bonds are deeply subordinated with no maturity date. The bonds have a fixed profit rate of 6% per annum payable semi-annually in arrears till the first call date on 1 October 2025 and will be reset thereafter every five years to a new fixed rate plus the margin.

The Group has an unconditional right to avoid paying out cash or another financial asset for the principal or profit as there is no contractual obligation to make any profit payment under the terms of the hybrid bond. Consequently, in compliance with IAS 32, these bonds are classified and presented as equity instruments in these financial statements and are recorded at net of transaction costs and discount of USD 23,314 thousand at initial recognition.

33. LOANS AND BORROWINGS

	2023 USD'000	2022 USD'000
Issued bonds (refer note (i) below)	**8,804,288**	8,455,368
Bank loans (refer note (ii) below)	**9,650,434**	5,668,452
Bank overdrafts (refer note 21)	**104,635**	108,810
	18,559,357	14,232,630
of which:		
Classified as non-current	**17,638,155**	11,168,994
Classified as current	**921,202**	3,063,636
of which:		
Secured loans and borrowings	**3,956,220**	3,446,502
Unsecured loans and borrowings	**14,603,137**	10,786,128

The bonds carry interest rates ranging from 2.4% to 6.9% per annum and majority of the loans carry interest rates ranging from 0.9% to 11.4%.

The table below provides movement of loans and borrowings:

	2023 USD'000	2022 USD'000
Balance at 1 January	**14,232,630**	15,201,089
Cash flow items		
Drawdown of borrowings (refer (i), (ii) and (iii) below)	**8,901,997**	295,309
Repayment of borrowings (refer (i) and (iii) below)	**(4,680,439)**	(1,782,616)
Other non-cash items		
Acquired through business combinations*	**1,198**	755,256
Disposal of a subsidiary	**(3,607)**	–
Transaction cost amortised	**19,939**	12,314
Net movement in bank overdrafts	**(4,174)**	39,651
Foreign exchange translation adjustments	**91,813**	(288,373)
Balance at 31 December	**18,559,357**	14,232,630

* This includes USD Nil (2022: USD 69,159 thousand) of bank overdrafts taken over on acquisition.

(i) On 31 May 2023, the Group fully settled USD 1,200 million of Sukuk bond 2023. On 13 September 2023, the Group issued a 10 year Green Sukuk bond 2033 for value USD 1.5 billion, which is listed on Nasdaq Dubai and London Stock Exchange (LSE). This Sukuk carries a fixed profit rate of 5.5% payable on a semi-annual basis.

(ii) On 2 August 2023, the Group signed a long-term unsecured facility with banks amounting to USD 3.5 billion. The facility is denominated in USD, carries market interest rate and is repayable at the end of 7 years from the date of agreement. As of reporting date the facility is fully drawn down. The Group has entered into interest rate swaps for a notional amount of USD 2.5 billion to hedge the variable interest rate.

(iii) During 2023 the Group made drawdowns of USD 2,625 million from the revolving credit facility and repaid a similar amount.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

33. LOANS AND BORROWINGS CONTINUED

The maturity profile of the Group's loans and borrowings (including acquired from business combinations) as of 31 December 2023 is as below:

Year of maturity	Bonds USD'000	Loans and overdrafts USD'000	Total USD'000
2024	–	915,302	915,302
2025	–	742,415	742,415
2026	824,408	703,473	1,527,881
2027	7,985	511,610	519,595
2028	997,256	1,386,136	2,383,392
2029	989,942	161,891	1,151,833
2030 (refer note (ii) above)	940,204	3,658,941	4,599,145
2031	–	167,202	167,202
2032	–	442,559	442,559
2033 (refer note (i) above)	1,488,982	135,100	1,624,082
2034–38	1,741,587	493,487	2,235,074
2039–47	–	436,953	436,953
2048–49	1,813,924	–	1,813,924
Total	**8,804,288**	**9,755,069**	**18,559,357**

Certain property, plant and equipment and port concession rights are pledged against the facilities obtained from the banks (refer to note 11). The deposits under lien are placed to collateralise some of the borrowings of the Company's subsidiaries (refer to note 21).

Information about the Group's exposure to interest rate, foreign currency and liquidity risk are described in note 29.

At 31 December 2023, the undrawn committed borrowing facilities of USD 2.9 billion (2022: USD 2.0 billion) were available to the Group, in respect of which all conditions precedent had been met.

34. LEASE AND SERVICE CONCESSION LIABILITIES

a) GROUP AS A LESSEE/CONCESSIONAIRE

	Lease liabilities (IFRS 16) 2023 USD'000	Service concession liabilities (IFRIC 12) 2023 USD'000	Total 2023 USD'000	Lease liabilities (IFRS 16) 2022 USD'000	Service concession liabilities (IFRIC 12) 2022 USD'000	Total 2022 USD'000
At 1 January	3,857,185	512,332	4,369,517	3,384,036	494,799	3,878,835
Acquired through business combinations	178,685	–	178,685	384,676	–	384,676
Additions	394,732	2,182	396,914	992,743	2,606	995,349
Payments	(815,567)	(45,113)	(860,680)	(881,282)	(44,483)	(925,765)
Interest expense	185,663	39,941	225,604	164,863	39,267	204,130
Lease modifications	157,583	(91)	157,492	(18,800)	(666)	(19,466)
Reclassification from other liabilities	–	–	–	–	24,299	24,299
Leases terminations	(4,291)	–	(4,291)	–	–	–
Translation adjustments	33,251	1,565	34,816	(169,051)	(3,490)	(172,541)
As at 31 December	**3,987,241**	**510,816**	**4,498,057**	3,857,185	512,332	4,369,517
Classified as:						
Non-current	3,430,914	472,001	3,902,915	3,202,581	475,357	3,677,938
Current	556,327	38,815	595,142	654,604	36,975	691,579
Total	**3,987,241**	**510,816**	**4,498,057**	3,857,185	512,332	4,369,517

Refer to note 12 for right-of-use assets and refer to note 29(b) for maturity profile of lease liabilities.

34. LEASE AND SERVICE CONCESSION LIABILITIES CONTINUED

b) GROUP AS A LESSOR

Future minimum rentals receivable under non-cancellable operating leases as at 31 December are as follows:

	2023 USD'000	2022 USD'000
Within one year	684,148	589,766
One to two years	399,104	342,068
Two to three years	376,038	321,749
Three to four years	356,503	298,011
Four to five years	325,665	277,384
More than five years	2,305,852	1,693,794
Total	**4,447,310**	3,522,772

The above leases (Group as a lessor) mainly consist of commercial properties leased consisting of land, office premises, warehouses and staff accommodation. In addition, certain vessels and property, plant and equipment are also leased out by the Group. The leases contain renewal options for additional lease periods at rental rates based on negotiations or prevailing market rates.

35. LOANS FROM NON-CONTROLLING INTERESTS

	2023 USD'000	2022 USD'000
Non-current portion	1,006,455	1,467,726
Current portion	394,439	315,650
Total	**1,400,894**	1,783,376

These loans carry interest rates ranging between 0% to 10.34% (2022: 0% to 10.6% per annum) and are repayable between 2024 and 2039. During 2023, the Group entities obtained loans from NCI amounting to USD 5,955 thousand and repaid USD 399,456 thousand to NCI during the same period. The fair valuation impact of interest free NCI loans was USD 22,038 thousand and other non-cash movements were USD 33,057 thousand.

36. CAPITAL MANAGEMENT

The Board's policy is to maintain a strong equity base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

Equity consists of share capital, share premium, shareholders' reserve, retained earnings, hedging and other reserves, actuarial reserve, translation reserve, hybrid equity instrument and non-controlling interests. The primary objective of the Group's capital management strategy is to ensure that it maintains a strong credit rating and healthy capital ratios such as adjusted net debt/adjusted equity and adjusted net debt/adjusted EBITDA in order to support its business and maximise shareholder value.

For calculating these ratios:

- Adjusted net debt is defined as total loans and borrowings including lease and concession liabilities less cash and cash equivalents.
- Adjusted EBITDA is defined in note 4 Segment information.

The Board monitors these ratios without considering the impact of leases and concession liabilities which require further adjustments to adjusted EBITDA and equity. These modified ratios are also provided as an additional information.

Neither the Company nor any of its subsidiaries are subject to any externally imposed capital requirements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
CONTINUED

36. CAPITAL MANAGEMENT CONTINUED

The key performance ratios as at 31 December are as follows:

		Without lease and concession liabilities		With lease and concession liabilities	
		2023 USD'000	2022 USD'000	**2023 USD'000**	2022 USD'000
Loans and borrowings excluding bank overdrafts (refer to note 33)		**18,454,722**	14,123,820	**18,454,722**	14,123,820
Add: Lease and concession liabilities (refer to note 34)		**–**	–	**4,498,057**	4,369,517
Less: Cash and cash equivalents for consolidated statement of cash flows (refer to note 21)		**(3,237,416)**	(3,123,280)	**(3,237,416)**	(3,123,280)
Less: Short term investments (refer to note 21a)		**(261,866)**	(209,690)	**(261,866)**	(209,690)
Total adjusted net debt	A	**14,955,440**	10,790,850	**19,453,497**	15,160,367
Equity	B	**12,325,684**	19,040,092	**12,325,684**	19,040,092
Adjusted EBITDA		**5,107,587**	5,014,128	**5,107,587**	5,014,128
Less: Lease and concession fee expenses (refer to note 34)		**(860,680)**	(925,765)	**–**	–
Total	C	**4,246,907**	4,088,363	**5,107,587**	5,014,128
Adjusted net debt/adjusted equity	A / B	**1.21**	0.57	**1.58**	0.80
Adjusted net debt/adjusted EBITDA	A / C	**3.52**	2.64	**3.81**	3.02

37. CAPITAL COMMITMENTS

	2023 USD'000	2022 USD'000
Estimated capital expenditure contracted	**1,296,575**	1,326,523
Estimated capital expenditure contracted by equity-accounted investees	**106,297**	90,137
Total	**1,402,872**	1,416,660

The above commitments mainly relate to the expansion of ports and terminals.

38. CONTINGENCIES

The Group has the following contingent liabilities arising in the ordinary course of business at 31 December:

	2023 USD'000	2022 USD'000
Performance guarantees	**288,982**	175,127
Payment guarantees	**290,257**	146,763
Letters of credit	**23,181**	24,316
Guarantees issued on behalf of equity-accounted investees	**67,541**	30,603
Total	**669,961**	376,809

The Group has entered into certain agreements with landlords and port authorities which may contain specific volume or payment commitments that could result in minimum concession/lease fees being payable on failure to meet those targets.

39. COMPARATIVE INFORMATION

During 2023, land use rights, which were previously classified under intangible assets in prior periods, have been reclassified to investment properties as the Group generates rental income from leasing the land. Prior period comparatives have reclassified to conform to the current year's classification. As a result, USD 2,559 thousand was reclassified from 'Intangible assets' to 'Investment Properties' refer note 13 and 14.

This reclassification has no impact on total non-current assets, total assets, profit or loss or equity and key ratios.

40. EVENTS AFTER THE REPORTING DATE

a) On 4 March 2024, the Group monetised a minority stake of 19.2%, without loss of control, in its subsidiary, Hindustan Ports Private Limited. The Group received total cash consideration of USD 271 million.

b) On 5 March 2024, the Group monetised an additional minority stake of 2.47% (Tranche 3), without loss of control, in its subsidiary, DP World Jebel Ali Terminals and Free Zone FZCO. The Group received total cash consideration of USD 600 million.