



## PRESS RELEASE

### Regulated Information

Lagos, Nigeria: 3 February 2026

## Aradel Holdings Plc reports strong Full Year Unaudited 2025 results with 55% Profit after Tax growth, underpinned by disciplined M&A execution and long-term value creation.

Aradel Holdings Plc ("Aradel" or "Aradel Holdings" or the "Company" or the "Group"), Nigeria's leading integrated energy company announces its unaudited results for the year ended 31 December 2025.

### Summary of Performance

	31 December 2025	31 December 2024	% Change
	₦'billion	₦'billion	
Revenue	697.3	581.2	20%
Gross Profit	280.0	356.5	(21%)
EBITDA	388.2	372.0	4%
Operating Profit	272.0	291.4	(7%)
Profit before tax	463.7	316.8	46%
Profit after tax	401.2	259.1	55%
Volumes lifted (mmbbls) <sup>1</sup>	4.1	3.1	35%
Volume of gas sold (Bcf) <sup>1</sup>	18.5	11.4	62%
Volume of refined products sold (mltrs) <sup>1</sup>	302.9	240.5	26%
Average realized oil price (\$/bbl)	70.3	82.3	(15%)
Average realized gas price (\$/mscf)	1.5	1.7	(8%)
Average realized prices for refined products (\$/bbl)	75.5	83.8	(10%)

The Group delivered continued revenue and profitability growth, reflecting sustained momentum across all business segments. Most importantly, the significant growth in profitability underscores the benefits of its value-accretive diversification strategy, with share of profit from associates increasing by 523% to ₦197.0 billion (FY 2024: ₦31.6 billion). The full impact of the ND Western acquisition, completed on 31 December 2025, will be reflected in subsequent reporting periods.

Operating profit declined during the period, primarily due to exceptional, non-recurring items, including crude oil overlifts resulting in ₦34.7 billion stock adjustment expenses, a one-off ₦25.5 billion provision for price-based royalties pending resolution of computation mechanism, and higher staff costs arising from Long-Term Incentive Plan (LTIP) payments.

<sup>1</sup> Crude Oil and Gas production and volumes from Aradel's directly operated businesses.



### **Mr. Adegbite Falade, Chief Executive Officer, said:**

*"Aradel delivered a strong and resilient performance in 2025, reflecting the quality of our asset base, disciplined execution, and the inherent resilience of our diversified energy portfolio. Despite operating in a dynamic environment, we achieved meaningful growth across our upstream, gas, and refining businesses.*

*During the year, we advanced our acquisition-led growth strategy with the completion of two landmark transactions: the acquisition of a 33.3% effective equity interest (comprising 12.5% directly by Aradel Energy; and 20.8% indirectly through ND Western Limited) in Renaissance Africa Energy Company Limited, operator of the Renaissance Joint Venture (formerly known as the SPDC Joint Venture), and the purchase of an additional 40% equity interest in ND Western Limited.*

*The acquisition of the additional interest in ND Western Limited represents a significant milestone for the Group. It is fully aligned with Aradel's long-term strategy of disciplined portfolio consolidation, asset base expansion, and sustainable value creation, and it further strengthens our strategic position within Nigeria's upstream oil and gas sector. The completion of the NDW transaction increases Aradel's effective interest in ND Western Limited to 81.67% and the Renaissance Africa Energy Company Limited to 53.33%.*

*Looking ahead, our focus in 2026 is on consolidating our expanded portfolio to enhance operational scale, improve efficiency across our assets, increase production and further diversify our revenue base in support of long-term shareholder value."*

### **Strategic Updates**

- On 13 March 2025, the Renaissance consortium<sup>2</sup> completed the acquisition of 100% SPDC Limited. Aradel's effective share was 33.3% at completion. Transaction press release can be found [here](#).
- On 31 December 2025, we completed the acquisition of additional 40% equity interest in ND Western Limited (the Transaction<sup>3</sup>). The Transaction resulted in a material increase in Aradel's aggregate shareholding in ND Western from 41.67% to 81.67%, and its ownership of Renaissance Africa Energy Company Limited from 33.3% to 53.3%. The transaction fact sheet can be found [here](#).

### **Operational Review**

#### **Crude Oil Business**

Total crude oil and condensate production marginally increased by 3% to 5.16 mmbbls in Full Year Unaudited ("FYUA") 2025 compared to 5.06 mmbbls for the period ending 31 December 2024.

Crude oil production averaged 14,142bbls/day<sup>3</sup>, up 3% from 13,751bbls/day in FY 2024, driven by improved well optimization, enhanced efficiency, and operational excellence.

#### **Gas Business**

Aradel recorded gas production volumes of 18.76 Bcf in FYUA 2025, a 59% increase compared to 11.81Bcf in FY 2024. Average daily gas production rose 59% to 51.4mmscf/day<sup>4</sup> (FY 2024: 32.4mmscf) supported by new gas wells and enhanced recovery.

<sup>2</sup> Consortium members comprise Aradel Holdings Plc, ND Western Limited, First Exploration and Petroleum Development Company Limited and the Waltersmith Group,

<sup>3</sup> Aradel's direct crude oil production (excludes Aradel's effective interests in ND Western – 1,245bbls/day and Renaissance – 20,100bbls/day)

<sup>4</sup> Aradel's direct gas production (excludes Aradel's effective interests in ND Western – 45.1mmscf/day and Renaissance – 166.9mmscf/day)



The Company achieved its highest-ever gas production rate of approximately 83.8 mmscf/d, attributable to the gas revamp and expansion project, underscoring Aradel's growing role in Nigeria's domestic gas supply and energy transition agenda.

### Refinery Business

Refined product volumes increased by 18% to 313.4 million litres in FYUA 2025, up from 264.9 million litres in FY 2024 reflecting improved refinery uptime and expanded capacity. Capacity utilization improved to 49% in FY 2025 from 40% in FY 2024, underscoring further upside potential as well as additional opportunities that exist to further optimize the refinery business.

### Health Safety, and Environment (HSE)

Safety remains a core priority for Aradel. The Company achieved 10.2 million manhours without a Lost Time Injury (LTI) across all operated assets during the period — a testament to its robust safety culture and the commitment of its workforce.

### Financial Review

#### Revenue

Aradel Holdings delivered strong top-line growth, with total revenue rising by 20% year-on-year to ₦697.3 billion (FY 2024: ₦581.2 billion), driven by sustained momentum across all business segments.

Revenue from crude oil exports grew by 18% to ₦440.1 billion (FY 2024: ₦373.7 billion), supported by higher production volumes and reliable evacuation through both the TNP and ACE system. Crude sales rose to 4.1mmbbls (FY 2024: 3.1mmbbls), accounting for 63% of the total revenue despite decline in realised crude oil prices.

Refined products revenues increased by 18% to ₦210.8 billion (FY 2024: ₦179.3 billion) representing 30% of total revenue, driven by a 26% rise in sales volume to 302.9 mmltrs (FY 2024: 240.5 mmltrs). The growth demonstrates the Company's expanding downstream footprint and strong market penetration.

Gas revenues increased by 65% to ₦46.4 billion (FY 2024: ₦28.2 billion), representing 7% of total revenue, driven by higher production volumes despite a decline in realised gas prices to \$1.52/mscf compared to \$1.66/mscf in FY 2024.

#### Operating Profit

The key cost drivers impacting our FYUA 2025 performance were:

- **Stock Adjustment:** The Company recorded crude oil overlifts of 534 kbbbls, resulting in stock adjustment expenses of ₦34.7 billion, compared with a credit of ₦26.7 billion in FY 2024. The impact is expected to reverse by Q1 2026.
- **Royalty provision:** A one-off provision of ₦25.5 billion for price-based royalties was recognised, pending the resolution of computation mechanism.
- **Long-Term Incentive Plan (LTIP):** Staff costs increased by 85%, rising from ₦51.1 billion to ₦94.8 billion, largely driven by LTIP payments (₦48.5 billion). The LTIP relates to a cash-settled share-based payment plan with a three-year vesting period (2024–2026), with the final payment expected in 2026.

Other cost drivers included crude oil handling charges, depreciation and amortisation, operations and maintenance, as well as royalties and other statutory expenses, which collectively increased to ₦417.3



billion (FY 2024: ₦224.6 billion). This reflects higher operating activity and statutory obligations aligned with increased production levels.

- Operating and maintenance expenses grew by 73% to ₦42.3 billion (FY 2024: ₦24.4 billion), driven mainly by higher field costs at the Omerelu field, host community development provisions under the Petroleum Industry Act (PIA), and well maintenance activities to support operational efficiency.
- Depreciation increased by 44% to ₦112.6 billion (FY 2024: ₦78.2 billion), reflecting higher hydrocarbon production and the addition of the newly capitalised Well 16 at the Ogbele field.

As a result, gross profit declined by 21% to ₦280.0 billion (FY 2024: ₦356.5 billion), with gross margin moderating to 40%, compared with 61% in the prior year.

Other income for FY 2025 amounted to ₦219.1 billion (FY 2024: loss of ₦9.0 billion), primarily reflecting the gain on bargain purchase following the acquisition of an additional 40% equity interest in ND Western Limited.

Consequently, operating profit stood at ₦272.0 billion, representing a 7% decline from ₦291.4 billion in the prior year, largely due to higher operating costs and lower realised crude oil prices during the period.

### **Net financing costs**

Net finance costs dropped to (₦5.3 billion) (FY 2024 (₦6.2 billion)) following additional borrowings to finance the Shell Petroleum Development Company of Nigeria (SPDC) acquisition and other business operations, while finance income grew 16% to ₦18.6 billion, reflecting stronger returns from interest-bearing cash investments.

### **Share of profit of associates**

Share of profits from associates rose sharply by 523% to ₦197.0 billion (FY 2024: ₦31.6 billion), reflecting enhanced contributions from ND Western Limited and Renaissance Africa Energy Company. Renaissance (12.5% equity interest) contributed 30% (₦58.4 billion), while ND Western (41.67% direct interest and an additional 20.8% through RAEC) accounted for the remaining 70% (₦138.5 billion).

### **Profit/(Loss) for the year**

Aradel reported profit before tax of ₦463.7 billion up 46% from ₦316.8 billion in FY 2024. Profit after tax for the period was ₦401.2 billion, a 55% increase from ₦259.1 billion in FY 2024, driven by improved tax efficiency, and higher earnings contribution. Income tax expense for the period is estimated at ₦62.5 billion (Cash Tax ₦74.3 billion and Deferred tax credit ₦11.8 billion), relative to FY 2024 tax expense of ₦57.7 billion.



## Balance Sheet and Liquidity Management

### Total Assets

Total assets grew 495% year-to-date to ₦10.4 trillion (FY 2024: ₦1.7 trillion), primarily attributable to the Company's consolidation of ND Western and Renaissance following the acquisition of control in both entities.

### Cash Flow from Operating Activities

Operating cashflow stood at ₦209.7 billion (FY 2024: ₦311.9 billion), a decline of 33% due to settlement of income tax liabilities for 2024 Full Year assessment amounting to ₦46.7 billion as well as outstanding receivables for crude oil & gas sales and other proceeds worth ₦108.9 billion (to be received in Q1 2026).

### Cash flow from Investing Activities

Net cash flow used in investing activities was ₦605.9 billion, up 370.6% (FY 2024: ₦128.7 billion). This increase is mainly driven by expanded CAPEX and strategic investments - additions to PPE, cash-financed investment in Renaissance amounting to ₦20.9 billion in FY 2025, investment in ND Western of ₦430.6 billion and investment of ₦34.1 billion in Chappal Energies.

### Cash Flows from Financing Activities

Net cash flows used in financing activities declined by 293.1% to ₦219.7 billion (FY 2024: (₦113.8 billion)). The movement was primarily driven by additional borrowings of ₦503.8 billion, dividend payment and repayments of borrowings and interests.

### Responsibility for publication

This announcement has been authorized for publication on behalf of Board of Aradel Holdings by Adegbola Adesina, Chief Financial Officer, Aradel Holdings Plc

Signed

A handwritten signature in black ink, appearing to read 'Adegbola Adesina', written over a horizontal line.

Adegbola Adesina

**Chief Financial Officer**



## UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 DECEMBER 2025

In thousands of naira	31-Dec-2025	31-Dec-2024
Revenue	697,301,248	581,151,376
Cost of Sales	(417,276,930)	(224,632,552)
<b>Gross Profit</b>	<b>280,024,318</b>	<b>356,518,824</b>
Dividend income		
Other Income	277,629	144,965
Impairment loss	219,053,643	(9,016,847)
General and administrative expenses	(135,293,461)	(13,221)
<b>Operating Profit</b>	<b>(92,030,968)</b>	<b>(56,230,731)</b>
Finance Income	18,589,487	15,958,982
Finance Costs	(23,868,433)	(22,206,795)
<b>Net Finance cost</b>	<b>(5,278,946)</b>	<b>(6,247,813)</b>
Share of profit of an associate	196,962,059	31,617,315
<b>Profit before taxation</b>	<b>463,714,274</b>	<b>316,772,492</b>
Tax expense	(62,493,721)	(57,700,045)
<b>Profit after taxation</b>	<b>401,220,553</b>	<b>259,072,447</b>
<b>Profit attributable to:</b>		
Equity holders of the parent	397,933,670	257,871,046
Non-controlling interest	3,286,883	1,201,401
	<b>401,220,553</b>	<b>259,072,447</b>
<b>Other comprehensive income:</b>		
Other comprehensive income item that may be reclassified to profit or loss in subsequent years (net of tax):		
Foreign currency translation difference	(53,085,599)	314,942,894
Share of other comprehensive income of associate accounted for using the equity method	(39,422,488)	192,112,764
Other comprehensive income item that will not be reclassified to profit or loss in subsequent years (net of tax):		
Net gain on equity instruments at fair value through other comprehensive income	5,663,613	5,244,638
<b>Other comprehensive income for the year, net of tax</b>	<b>(86,844,474)</b>	<b>512,300,296</b>
<b>Total comprehensive income for the year</b>	<b>314,376,079</b>	<b>771,372,743</b>
<b>Total comprehensive income attributable to:</b>		
<b>Equity holders of the parent</b>	<b>312,205,670</b>	<b>768,241,533</b>
<b>Non-controlling interest</b>	<b>2,170,409</b>	<b>3,131,210</b>
<b>Basic earnings per share</b>	<b>₦91.59</b>	<b>₦59.35</b>



## UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

In thousands of naira	31-Dec-2025	31-Dec-2024
<b>Non-current assets</b>		
Property, plant, and equipment	5,012,663,250	676,637,344
Intangible assets	845,392	1,251,000
Deferred tax assets	1,004,499,011	-
Financial assets	60,150,552	43,288,424
Investment in associate	-	489,968,207
Other receivables	169,365,400	-
RoU Assets	35,882,500	-
<b>Total non-current assets</b>	<b>6,283,406,105</b>	<b>1,211,144,975</b>
<b>Current assets</b>		
Inventories	74,549,482	46,902,252
Trade and other receivables	2,566,913,485	68,753,253
Security deposit	3,825,075	-
Prepayments	1,795,560	332,982
Financial assets	1,466,877	496,045
Cash and Bank	1,474,282,748	411,801,252
Restricted cash	12,033,555	10,404,864
<b>Total current assets</b>	<b>4,134,866,782</b>	<b>538,690,648</b>
<b>Total assets</b>	<b>10,418,272,887</b>	<b>1,749,835,623</b>
<b>Equities and Liabilities</b>		
<b>Shareholders' equity</b>		
Share capital	2,172,422	2,172,422
Share premium	22,819,670	22,819,670
Translation reserve	863,094,550	967,474,872
Fair value reserve of financial assets at FVOCI	13,437,038	7,773,425
Retained earnings	654,109,002	395,210,352
Non-controlling interest	1,922,531,244	8,659,222
<b>Total shareholders' equity</b>	<b>3,478,163,926</b>	<b>1,404,109,963</b>
<b>Non-current liabilities</b>		
Borrowings	1,788,574,695	40,945,047
Pensions & similar obligations	31,576,600	-
Deferred tax liabilities	-	53,351,684
Environmental & legal provisions	61,717,900	-
Decommissioning liabilities	1,463,723,246	36,940,108
<b>Total Non-Current liabilities</b>	<b>3,345,592,441</b>	<b>131,236,839</b>
<b>Current liabilities</b>		
Trade and other payables	2,888,261,367	120,852,179
Contract liabilities	869,792	2,780,114
Taxation	468,034,106	35,402,305
Lease liability	21,529,500	-
Borrowings	215,821,755	55,454,223
<b>Total Current liabilities</b>	<b>3,594,516,520</b>	<b>214,488,821</b>
<b>Total liabilities</b>	<b>6,940,108,961</b>	<b>345,725,660</b>
<b>Total equity &amp; liabilities</b>	<b>10,418,272,887</b>	<b>1,749,835,623</b>



## UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 DECEMBER 2025

In thousands of naira	31-Dec-2025	31-Dec-2024
<b>Profit before taxation</b>	463,714,274	316,772,492
<b>Adjustments:</b>		
Interest expense	23,868,433	22,206,795
Interest income	(18,589,487)	(15,958,982)
Dividend received	(277,629)	(144,965)
Exchange (gain)/loss	(972,078)	(9,350,159)
Share of profit from associate	(196,962,059)	(31,617,315)
Gain on bargain purchase	(201,036,989)	-
Loss on Financial Asset at FV through PorL	8,690,211	5,053,017
Hedge cost written off	(4,070,228)	(2,379,673)
Depreciation of property, plant, and equipment	115,628,500	79,634,399
Amortisation of intangible assets	567,374	1,002,829
Impairment loss	135,293,461	13,221
Provision no longer required	(13,240,515)	(45,296,575)
Gain on disposal of property, plant, and equipment	(45,581)	-
Bad debt written off	315,892	3,421,599
Stock adjustment	34,748,075	(26,708,739)
<b>Operating cash flows before movement in working capital</b>	<b>347,631,654</b>	<b>296,647,944</b>
<b>Movement in working capital:</b>		
Increase in trade and other receivables	(42,013,644)	(18,664,996)
Increase in prepayments	(1,016,844)	(250,376)
Increase in inventory	(3,546,594)	(4,220,269)
Increase in restricted cash	(1,628,691)	1,205,362
(Decrease)/ Increase in trade, share-based payments, and other payables	(41,157,062)	63,335,677
(Decrease)/Increase in contract liabilities	(1,910,075)	1,008,192
<b>Cash generated by operating activities</b>	<b>256,358,744</b>	<b>339,061,534</b>
Tax paid	(46,688,753)	(27,176,699)
<b>Net cash flows from operating activities</b>	<b>209,669,991</b>	<b>311,884,835</b>
<b>Investing activities</b>		
Interest received	15,981,592	15,911,387
Dividend received	17,624,151	4,140,133
Purchase of property, plant, and equipment	(145,993,567)	(136,547,874)
Purchase of intangible assets	(227,227)	(222,621)
Proceeds from disposal of assets	45,581	-
Purchase of financial assets	(46,326,166)	(12,030,597)
Proceeds from liquidation of financial asset	4,495,167	-
Investment in Renaissance	(20,860,125)	-
Investment in ND Western	(430,590,000)	-
<b>Net cash used in investing activities</b>	<b>(605,850,594)</b>	<b>(128,749,572)</b>
<b>Financing activities</b>		
Dividend paid	(139,035,020)	(71,689,932)
Dividend paid to NCI holders	(1,847,524)	(217,429)
Interest paid	(26,628,139)	(9,444,797)
Repayment of borrowing	(116,575,481)	(32,439,025)
Additional borrowings	503,790,300	-
<b>Net cash flows used in financing activities</b>	<b>219,704,136</b>	<b>(113,791,183)</b>
<b>(Decrease)/Increase in cash and cash equivalents</b>	<b>(176,476,467)</b>	<b>69,344,080</b>
Cash and cash equivalents - Beginning of year	411,801,252	183,008,535
Exchange rate effects on cash and cash equivalents	(15,312,962)	159,448,637
Acquired from business combination	1,254,270,925	-
<b>Cash and cash equivalents - End of year</b>	<b>1,474,282,748</b>	<b>411,801,252</b>



**UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 DECEMBER 2025 (US DOLLARS)**

<b>In thousands of dollars</b>	<b>31-Dec-2025</b>	<b>31-Dec-2024</b>
Revenue	459,628	392,754
Cost of sales	(275,050)	(151,806)
<b>Gross profit</b>	<b>184,578</b>	<b>240,948</b>
Dividend income	183	98
Other income	144,517	(6,092)
Impairment loss	(89,179)	(9)
General and administrative expenses	(60,658)	(37,999)
<b>Operating profit</b>	<b>179,441</b>	<b>196,946</b>
Finance income	12,254	10,786
Finance costs	(15,733)	(15,009)
<b>Net Finance cost</b>	<b>(3,479)</b>	<b>(4,223)</b>
Share of profit of an associate	129,828	21,368
<b>Profit before taxation</b>	<b>305,790</b>	<b>214,091</b>
Tax expense	(41,192)	(38,994)
<b>Profit after taxation</b>	<b>264,598</b>	<b>175,097</b>
<b>Profit attributable to:</b>		
Equity holders of the parent	262,432	174,285
Non-controlling interest	2,166	812
	<b>264,598</b>	<b>175,097</b>
<b>Other comprehensive income:</b>		
Other comprehensive income item that will not be reclassified to profit or loss in subsequent years (net of tax):		
Net gain on equity instruments at fair value through other comprehensive income	3,484	3,465
<b>Other comprehensive income for the year, net of tax</b>	<b>3,484</b>	<b>3,465</b>
<b>Total comprehensive income for the year</b>	<b>268,082</b>	<b>178,562</b>
Total comprehensive income attributable to:		
<b>Equity holders of the parent</b>	<b>265,916</b>	<b>177,750</b>
<b>Non-controlling interest</b>	<b>2,166</b>	<b>812</b>
<b>Basic earnings per share</b>	<b>\$0.060</b>	<b>\$0.040</b>



## UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025 (US DOLLARS)

In thousands of dollars	31-Dec-2025	31-Dec-2024
<b>Non-current assets</b>		
Property, plant, and equipment	3,492,415	440,715
Intangible assets	589	815
Deferred tax assets	699,853	-
Financial assets	41,908	28,196
Investment in associate	-	319,131
Other receivables	118,000	-
RoU Assets	25,000	-
<b>Total non-current assets</b>	<b>4,377,765</b>	<b>788,857</b>
<b>Current assets</b>		
Inventories	51,940	30,547
Trade and other receivables	1,788,416	44,780
Security deposit	2,665	-
Prepayments	1,251	218
Financial assets	1,022	323
Cash and Bank	1,027,160	268,217
Restricted cash	8,384	6,777
<b>Total current assets</b>	<b>2,880,838</b>	<b>350,862</b>
<b>Total assets</b>	<b>7,258,603</b>	<b>1,139,719</b>
<b>Equities and Liabilities</b>		
<b>Shareholders' equity</b>		
Share capital	19,316	19,316
Share premium	78,955	78,955
Fair value reserve of financial assets at FVOCI	9,490	6,006
Retained earnings	976,077	803,446
Non-controlling interest	1,339,463	6,258
<b>Total shareholders' equity</b>	<b>2,423,301</b>	<b>913,981</b>
<b>Non-current liabilities</b>		
Borrowings	1,246,133	27,237
Pensions & similar obligations	22,000	-
Deferred tax liabilities	-	34,749
Environmental & legal provisions	43,000	-
Decommissioning liabilities	1,019,803	24,060
<b>Total Non-Current liabilities</b>	<b>2,330,936</b>	<b>86,046</b>
<b>Current liabilities</b>		
Trade and other payables	2,012,305	78,703
Contract liabilities	606	1,811
Taxation	326,088	23,059
Lease liability	15,000	-
Borrowings	150,367	36,119
<b>Total Current liabilities</b>	<b>2,504,366</b>	<b>139,692</b>
<b>Total liabilities</b>	<b>4,835,302</b>	<b>225,738</b>
<b>Total equity &amp; liabilities</b>	<b>7,258,603</b>	<b>1,139,719</b>



## UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 DECEMBER 2025 (US DOLLARS)

In thousands of dollars	31-Dec-2025	31-Dec-2024
<b>Profit before taxation</b>	<b>305,790</b>	<b>214,091</b>
<b>Adjustments:</b>		
Interest expense	15,733	15,009
Interest income	(12,254)	(10,786)
Dividend received	(183)	(98)
Exchange (gain)/loss	(641)	(6,320)
Share of profit from associate	(129,828)	(21,368)
Gain on bargain purchase	(132,514)	-
Loss on Financial Asset at FV through PorL	5,728	3,415
Hedge Cost Written off	(2,683)	(1,608)
Depreciation of property, plant, and equipment	76,217	53,818
Amortisation of intangible assets	374	678
Gain on disposal of equipment	(30)	-
Impairment loss	89,179	9
Provision no longer required	(8,728)	(30,612)
Bad debt written off	208	2,312
Stock adjustment	22,904	(18,055)
<b>Operating cash flows before movement in working capital</b>	<b>229,272</b>	<b>200,485</b>
<b>Movement in working capital:</b>		
(Increase)/Decrease in trade and other receivables	(32,413)	12,410
Increase in prepayments	(723)	(126)
(Increase)/Decrease in inventories	(3,297)	5,267
(Increase)/Decrease in restricted cash	(1,607)	6,132
(Decrease)/Increase in trade and other payables	(24,271)	16,055
Decrease in contract liabilities	(1,205)	(159)
<b>Cash generated by operating activities</b>	<b>165,756</b>	<b>240,064</b>
Tax paid	(30,775)	(17,701)
<b>Net cash flows from operating activities</b>	<b>134,981</b>	<b>222,363</b>
<b>Investing activities</b>		
Interest received	10,535	10,755
Dividend received	11,617	2,798
Purchase of property, plant, and equipment	(96,232)	(87,360)
Purchase of intangible assets	(148)	(145)
Proceeds from disposal of equipment	30	-
Purchase of financial assets	(30,536)	(7,836)
Proceeds from liquidation of financial asset	2,963	-
Investment in Renaissance	(13,750)	-
Investment in ND Western	(300,000)	-
<b>Net cash used in investing activities</b>	<b>(415,521)</b>	<b>(81,788)</b>
<b>Financing activities</b>		
Dividend paid to holders of the parent	(89,801)	(47,410)
Dividend paid to NCI holders	(1,199)	(135)
Interest paid	(17,552)	(6,383)
Repayment of borrowing	(76,841)	(21,923)
Additional borrowings	351,000	-
<b>Net cash flows used in financing activities</b>	<b>165,607</b>	<b>(75,851)</b>
<b>(Decrease)/Increase in cash and cash equivalents</b>	<b>(114,933)</b>	<b>64,724</b>
<b>Cash and cash equivalents - Beginning of year</b>	<b>268,217</b>	<b>203,493</b>
<b>Acquired from business combination</b>	<b>873,876</b>	<b>-</b>
<b>Cash and cash equivalents - End of year</b>	<b>1,027,160</b>	<b>268,217</b>



## Notes to the Editors

Post the acquisition of additional 40% ND Western shares, the identifiable assets acquired and liabilities assumed have been recognised on a provisional basis, pending completion of independent valuations. The Company expects to finalize the valuation to determine the final values within the measurement period, which will not exceed 12 months from the acquisition date as permitted by IFRS 3.

Based on these estimates, the acquisition resulted in a provisional bargain purchase gain of 201bn(\$133m), reflecting the difference between the consideration paid and the fair value of net identifiable assets. Any adjustments arising from the completion of valuation work will be applied retrospectively and may affect the amount of the gain recognized.

Due to the completion date of 31 December 2025, it was deemed immaterial to consolidate the income statement. However, the statement of financial position has been consolidated resulting in the elimination of the investment in associate balance. The share of profit from both ND Western Limited and Renaissance Africa Energy Holding Limited is reported in the income statement.

## About Aradel Holding Plc

Aradel Holdings Plc ("Aradel Holdings" or "the Company") is Nigeria's foremost integrated independent energy company, delivering critical energy solutions in a sustainable and responsible way. Aradel Holdings was incorporated on 25 March 1992 (as the Midas Drilling Fund), changed its name to Niger Delta Exploration and Production Plc in November 1996, assumed its current name in May 2023, and was listed on the main board of the NGX on 14 October 2024.

The Company operates through its subsidiaries and an affiliate company:

- Aradel Energy Limited (100%), a wholly owned subsidiary of Aradel Holdings, as well as the Operator of the Ogbelu (PML 14), Omerelu (PPL 247), Olo and Olo West Marginal Fields, as well as OPL 227 joint venture (subject to NUPRC approval). Established to explore and harness opportunities in the energy industry.
- Aradel Gas Limited (100%), the only Nigerian independent Non-JV Gas Supplier to Bonny LNG. Established to leverage investment opportunities in the gas sector. Has 100mmscf/d gas processing facility.
- Aradel Investments Limited (100%), a wholly owned subsidiary established to hold and manage the Group's non-oil & gas assets. Established to hold the Company's non-oil and gas investments.
- Aradel Refineries Limited (95%), a 3-train 11kbb/d independent operating midstream refinery. Produces AGO, DPK, MDO, HFO and Naphtha.
- ND Western Limited (81.67%), an independent Nigerian oil and gas exploration and production company comprising four leading industry players with four limited liability companies (being Aradel Energy, First Exploration & Petroleum Development Company, and Waltersmith Petroman Oil) as shareholders.
- Renaissance Africa Energy Holdings, a 53.2% total equity holding made up of
  - A direct holding of 12.5% and
  - Through ND Western, an indirect holding of 40.7%

For further information please refer to our website: <https://www.aradel.com>

## For Enquiries:

### Aradel Energy Plc

Adegbola Adesina, Chief Financial Officer

Ilobekemen Idiake, Investor Relations Manager

[IR@aradel.com](mailto:IR@aradel.com)

[Ilobekemenidiake@aradel.com](mailto:Ilobekemenidiake@aradel.com)

### Vaerdi Investor Relations

Oluyemisi Lanre-Philips

[aradel@vaerdi.org](mailto:aradel@vaerdi.org)



## Forward looking statements

Certain statements in this document may constitute forward-looking information or forward-looking statements under applicable Nigerian Securities laws (collectively "forward-looking statements"). Forward-looking statements are statements that relate to future events, including the Company's future performance, opportunities, or business prospects. Any statements that express or involve discussions with respect to expectations, forecasts, assumptions, objectives, beliefs, projections, plans, guidance, predictions, future events or performance (often, but not always, identified by words such as "believes", "seeks", "anticipates", "expects", "continues", "may", "projects", "estimates", "forecasts", "pending", "intends", "plans", "could", "might", "should", "will", "would have" or similar words suggesting future outcomes) are not statements of historical fact and may be forward-looking statements.

By their nature, forward-looking statements involve assumptions, inherent risks and uncertainties, many of which are difficult to predict, and are usually beyond the control of management, that could cause actual results to be materially different from those expressed by these forward-looking statements. Undue reliance should not be placed on these forward-looking statements because the Company cannot assure that the forward-looking statements will prove to be correct. As forward-looking information address future conditions and events, they could involve risks and uncertainties including, but are not limited to, risk with respect to general economic conditions, regulations and taxes, civil unrest, corporate restructuring and related costs, capital and operating expenses, pricing and availability of financing and currency exchange rate fluctuations. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements.