

Oando PLC

HEAD OFFICE

The Wings Office Complex
17a Ozumba Mbadiwe
Victoria Island
Lagos, Nigeria

T +234 1 270 2400
E info@oandopl.com
W www.oandopl.com



We are Africa, We Are Oando

HUMANS
OF OANDO

Introduction

Oando PLC, with a primary listing on the Nigeria Stock Exchange and a secondary listing on the Johannesburg Stock Exchange, is Nigeria’s leading indigenous energy solutions provider. With operations across the full energy spectrum, Oando is committed to harnessing Africa’s vast natural resources, offering wealth creation, growth, and investment opportunities in the continent’s development.

The company’s four (4) business subsidiaries include:

Oando Energy Resources, with a substantial upstream portfolio including total reserves of 1.0 Bnboe and significant infrastructure capacity across four (4) states.

Oando Trading facilitates access to key African energy markets, ensuring a reliable supply of crude oil and refined petroleum products.

Oando Clean Energy (OCEL) invests in climate-friendly and bankable energy solutions across Africa.

Oando Mining and Infrastructure Development pursues strategic mineral resource development.

Through **Oando Foundation** the company also actively contributes to social development across Nigeria.

Vision

To be the premier company driven by excellence.

Mission

To be the leading integrated energy solutions provider.



Contents

Our Material Issues in 2024

17

Risk Management and Controls

19



Peace, Justice and Strong Institutions (Internal Audit and Governance)

27

Affordable and Clean Energy (Oando Clean Energy Limited)

61

Environmental, Health, Safety and Security at Oando

79

Quality Education (Oando Foundation)

121

2	Introduction - Mission, Vision Statement and Core Values
4	About this Report
6	Our Heritage: Oando Through the Years
8	Our Corporate Culture
9	Our Global Presence
10	Chairman's Statement
14	Group Chief Executive (GCE) Statement
17	Our Material Topics for 2024
19	Risk Management and Controls
27	Peace, Justice and Strong Institution - Governance and Compliance
39	Peace, Justice and Strong Institution - Internal Audit
43	Gender Equality, Decent Work, and Economic Growth, Reduced Inequalities - Human Capital Management
55	Gender Equality, Sustainable Cities & Communities, Responsible Consumption and Production - Supply Chain and Services
61	Affordable and Clean Energy - Oando Clean Energy
69	Information Technology as a Tool for Sustainable Development
77	Sustainable Cities and Communities and Corporate Social Responsibility at Oando - Community Relations
89	Environmental, Health, Safety and Security at Oando
103	Economic Performance Finance
111	Decent Work & Economic Growth and Reduced Inequalities - Tax
119	Quality Education - Oando Foundation
133	Gri Content Index
146	Feedback

2024: A Defining Year of Transition and Resilience



2024 will resonate as a turning point in Oando’s history, when bold transformation met profound resilience. Amidst a turbulent national and global context, Oando emerged stronger, redefining its role in Nigeria’s energy landscape as operators of the Oil Mining Lease 60 to 63 while anchoring sustainability at the core of its strategy.

About this Report

Representing the 11th edition, this Sustainability Report offers a transparent account of Oando PLC’s progress in creating sustainable value for all stakeholders for the reporting period covering January 1, 2024, to December 31, 2024. It underscores our dedication to responsible business practices, governance integrity, human rights protection, employee well-being and our mission to deliver long-term value while reducing our environmental footprint.

In 2024, the Oando ESG Strategy was launched. The ESG Strategy provides a clear road map to embed environmental, social, and governance principles deeper into our operations. Therefore, the reporting scope has been expanded to include reports on our ESG (Environmental, Social and Governance) progress, targets and disclosures. This stands as a testament to the Organizations’ steady progress in advancing its sustainability goals and maintaining accountability to our stakeholders.

This report has been prepared in accordance with the Global Reporting Initiative (GRI) Standards, aligned with our 2024 Annual Report, our Board approved ESG-Strategy and the United Nations Sustainable Development Goals (SDGs). The report also takes into cognizance sustainability disclosures required under the Petroleum Industry Act (PIA) and the Nigerian Oil & Gas Industry Content Development Act (NOGICDA) in view of our status as operators.

This report was published in SeDecember 2025

“

With our ESG Strategy launched and sustainability reporting aligned to global standards, we reaffirm our accountability and long term commitment to all stakeholders.

We are Africa, We Are Oando

SUSTAINABLE DEVELOPMENT GOALS



Our Heritage: Oando Through the Years

1956-1994





The company commenced business in 1956 with operations as a petroleum marketing company in Nigeria under the name "ESSO West Africa Incorporated", a subsidiary of Exxon Corporation of the USA







The Federal Government of Nigeria (FGN) bought Esso's interest in 1976 and thus became sole owners of the company. The company was then re-branded "Unipetrol Nigeria Limited"

Unipetrol became a Public Limited Company in 1991 and 60% of the company's shareholding was sold to the Nigerian Public under the first phase of the privatization







In February 1992, the company was quoted on the Nigerian Stock Exchange (NSE)






Ocean and Oil Services Limited was founded in 1994 to supply and trade petroleum products within Nigeria and worldwide

 2000	 2002	 2003	 2004
Unipetrol acquired 40% in the equity of Gaslink Nigeria Limited to utilize its exclusive Gas Sale and Purchase Agreement with Nigeria Gas Company, and later increased the stake to 51% in 2001	The company bid for and acquired 60% in the equity of Agip Nigeria Plc from Agip Petroli International	Unipetrol Nigeria Plc merged with Agip Nigeria Plc and were branded "Oando" Oando Marketing emerged as a Downstream Group with the largest footprint in Nigeria	Oando Trading Limited and Oando Supply & Trading Limited was incorporated Oando Gas & Power (OGP) emerged as a result of Gaslink's gas distribution franchise and Oando's customer base

 2012	 2013	 2014	 2015	 2016	 2017
The company completed the reverse takeover of Exile Resources to subsequently become Oando Energy Resources (OER), listed on the Toronto Stock Exchange (TSX) 40% farm-in to Qua Ibo (OML 13)	Commissioned 10.4 MW Alausa IPP to provide electricity to the Lagos state Government \$341 million successful Rights Issue, 101% subscribed \$200 million Private Placement to a consortium of private investors	Oando acquired ConocoPhillips Nigerian business for \$1.8 billion \$250 million sale of EHGC OER successfully completed \$50 million private	\$250 million successful Rights Issue Oando reached agreement to divest 60% of downstream business to Helios Vital consortium for \$461 million	Oando reached agreement to divest from its energy services business, midstream business and partially divested from the downstream business Successfully restructured its balance sheet through a N108 billion syndicated medium term loan facility	Oando PLC further divested 5% stake in midstream business to Helios Investment Partners Oando PLC divested its stake in Alausa Power Limited to Elektron Petroleum and Energy Mining Limited Oando completed 100% divestment of its downstream marketing business to OVH Energy Completed restructuring of \$40million facility, extending the tenor by a minimum of 30 months

Our Heritage: Oando Through the Years

 2005	 2007	 2008	 2009	 2010	 2011
Oando became the first African company to achieve a cross-border inward listing on the JSE Oando Energy Services (OES) was incorporated	Gaslink laid 100km gas distribution pipeline in Lagos OES acquired 2 drilling rigs	Oando emerged Nigeria's first indigenous oil company with interest in producing deepwater assets by the acquisition of 15% equity in OMLs 125 & 134 OES acquired an additional drilling rig	2 swamp rigs acquired; bringing the total rig count to 5 Gaslink phase 3 gas pipeline completed	OGP launched it's first Independent Power Plant, Akute IPP, a 12.15MW power plant for Lagos Water Corporation The company successfully completed a \$140 million rights issue which was 128% oversubscribed	Central Horizon Gas Company (CHGC) was awarded mandate for River State gas distribution Completed construction and commissioned of the 128KM Eastern Horizon Gas Company (EHGC) Pipeline FGN awarded Oando/Agip consortium \$3 billion Central Processing Facility

 2018	 2019	 2021	 2023	 2024
Oando Commissioned State-of-the-Art Head Office, The Wings Office Complex Oando completed 100% divestment of its midstream business to Axxela Limited	Oando and its Joint Venture Partners NNPC and NAOC made significant gas & condensates discovery onshore Niger Delta Oando successfully signed two Gas Supply Agreements (GSA) with the Nigeria Liquefied Natural Gas Ltd (NLNG), for the renewal of gas supply for Trains 1-3 and Train 7 \$425m Reserve Based Lending (RBL) refinancing with Afrexim	Oando Energy Resources launched its renewable energy subsidiary, Oando Clean Energy	Oando Clean Energy in collaboration with Lagos State and LAMATA launched the Proof of Concept for electric mass transit buses in Lagos State.	Oando Completes Landmark \$783 Million Acquisition of Nigerian Agip Oil Company (NAOC)

Our Corporate Culture

At Oando, our investment in people is based on the belief that success in any situation is built around a strong gathering of minds. From the start of our journey, audacity, innovation and tenacity were at the heart of our philosophy. We combined these traits to create a company culture driven by 5 core values known as TRIPP.

T

TEAMWORK

At Oando, all employees work together to actualise the organisation's common purpose of solving energy problems with bold and innovative solutions.

R

RESPECT

Employees show empathetic consideration to one another, promoting inclusivity by appreciating others and valuing their contributions.

I

INTEGRITY

Our intrinsic values are embodied in our commitment to good corporate governance and transparency. This is evident not only in all our business dealings, but promoted as integral for strong employee interpersonal relationships and extended to our relationships with partners and the communities we operate in.

P

PASSION

Some say passion is what separates good companies from great ones. We agree. The will to work with enthusiasm to realise each employee's full potential, and the Company's collective capacity is at the heart of everything we do.

P

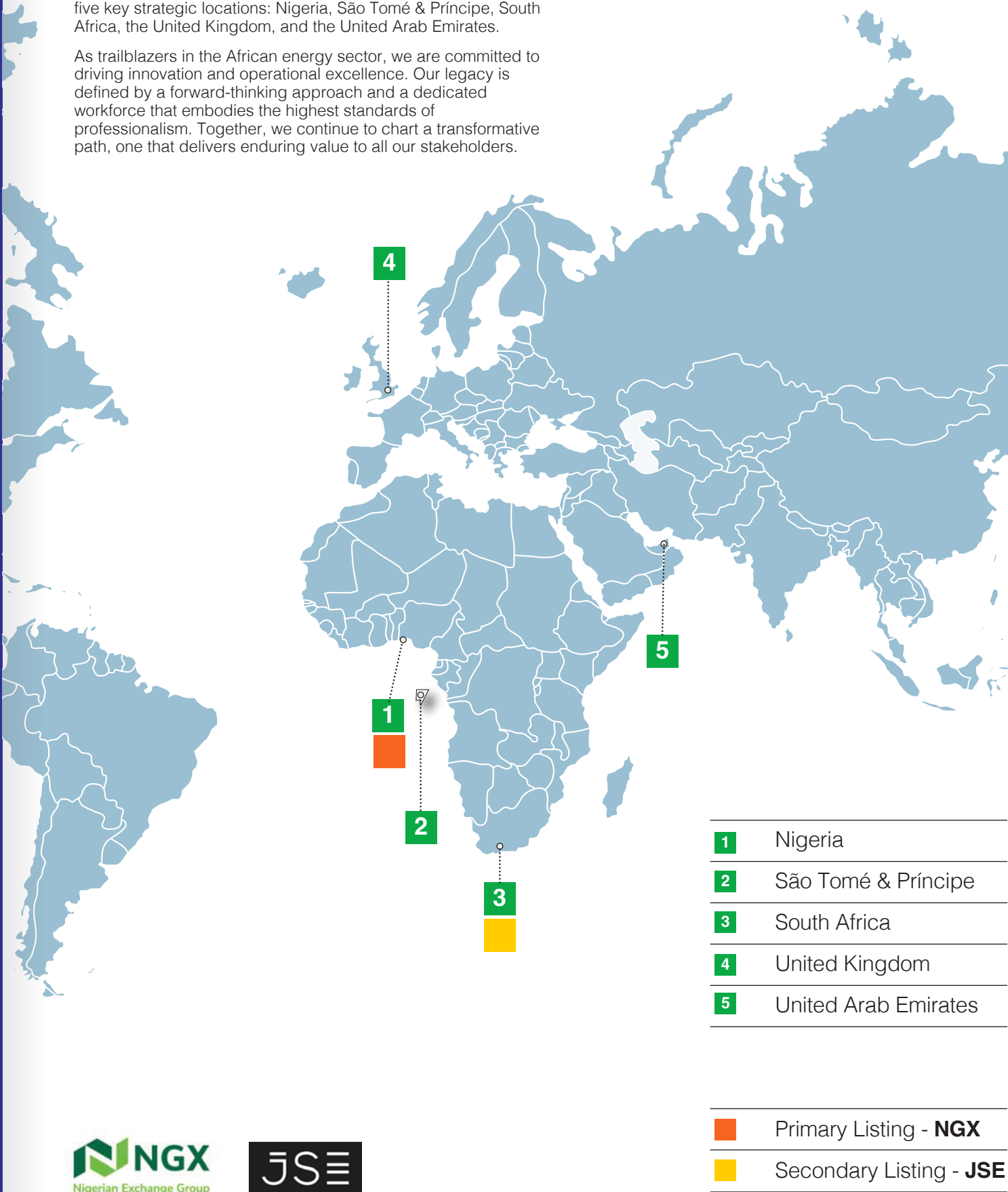
PROFESSIONALISM

We champion excellence - as the partner of choice, we go the extra mile to ensure that our operations meet the highest professional standards and are diligently carried out whilst adhering to industry best practice.

Our Global Presence

Oando maintains a robust international footprint, with operations extending across multiple regions. While our upstream activities are predominantly concentrated in West Africa, our reach spans five key strategic locations: Nigeria, São Tomé & Príncipe, South Africa, the United Kingdom, and the United Arab Emirates.

As trailblazers in the African energy sector, we are committed to driving innovation and operational excellence. Our legacy is defined by a forward-thinking approach and a dedicated workforce that embodies the highest standards of professionalism. Together, we continue to chart a transformative path, one that delivers enduring value to all our stakeholders.



Chairman’s Statement



Mr. Ademola Akinrele, SAN
Chairman, Non-Executive Director

Dear Stakeholders,

It is with great pleasure that I present the Sustainability Report for the year 2024. We extend our heartfelt gratitude to all our stakeholders for their unwavering support, which has been instrumental in guiding our company through a dynamic year. Your continued commitment has not only reinforced our position as an industry leader but has also earned our deepest appreciation.

Our commitment to integrating sustainability into our values, business procedures, and interactions with local communities has remained steadfast. This report reflects our continuous dedication to delivering value to society in the "Oando way," guided by the Sustainable Development Goals (SDGs) and aligned with leading global ESG practices.

Global and Local Context

The global economy in 2024 remained under pressure, with persistent inflation, slowing growth in major economies, and widespread geopolitical uncertainty. Central banks around the world continued to adopt restrictive monetary policies, while ongoing conflict in Eastern Europe and instability in the Middle East disrupted global trade flows and investor sentiment.

Despite these headwinds, energy markets proved resilient, supported by continued demand recovery, disciplined supply management by OPEC+, and the slow pace of energy transition adoption in key markets. Against this complex backdrop, investor confidence gradually improved, with capital flows returning to frontier and emerging markets, including Nigeria.

In 2024, Oando strengthened its upstream portfolio with the NAOC acquisition, advanced sustainability across operations, and reinforced our commitment to Nigeria’s energy security and long-term value creation.



Domestically, Nigeria’s macroeconomic environment in 2024 reflected the tension between urgent reform and near-term disruption. GDP growth improved to 3.4%, but inflation soared to over 33% following the removal of fuel subsidies and naira floatation.

These policies, though painful in the short term, have begun to restore fiscal discipline and rebuild credibility with investors and international partners. Oil production also recovered, rising to 1.7 million bpd by year-end 2024 (FY 2024: 1.6 million bpd), rebounding from a low of 1.3 million bpd earlier in the year. This recovery was driven by intensified security measures and progress in implementing the Petroleum Industry Act. In parallel, the Electricity Act 2023 unlocked decentralised generation opportunities, allowing States to initiate energy projects tailored to local needs.

Collectively, these developments signal a more enabling environment for long-term private sector investment. On August 22, 2024, Oando successfully completed the acquisition of Nigerian Agip Oil Company (NAOC) from the Italian energy company, Eni S.p.A. The newly acquired and integrated company is Oando Energy Resources Nigeria Limited (OERNL). The transaction significantly increased our interest in OMLs 60–63, expanded our infrastructure footprint, and positioned Oando as one of the largest indigenous upstream operators in Nigeria.

Chairman’s Statement - continued

\$754million
Cost of acquiring Nigerian Agip Oil Company (NAOC) in 2024, marking a transformative upstream expansion for Oando

36,000boepd
Exit production rate at the end of FY 2024

23,727boepd
Average full-year production in FY 2024

Human Rights

Following the acquisition, we reaffirm our commitment to respecting and promoting human rights across all our operations. In line with the United Nations Guiding Principles on Business and Human Rights (UNGPs), we continue to embed respect for human rights into our governance frameworks and business practices, ensuring the prevention of human rights abuses and the provision of effective remedies where adverse impacts occur.

As part of this commitment, the Human Rights Policy Statement was drafted and approved by the Board reiterating the company’s stance on upholding the human rights of its employees and all stakeholders in alignment with best practice and ethical standards. Oando is committed to respecting human rights, and it hinges on the international human rights principles encompassed in the Universal Declaration of Human Rights, the International Labor Organization’s Declaration on Fundamental Principles and Rights at Work, the United Nations Global Compact and the United Nations Guiding Principles on Business and Human Rights.

Corporate Governance

Our company continues to uphold transparency, ethical practices, and accountability, cementing our reputation as a governance leader. Our robust materiality assessment ensures alignment with stakeholder expectations and the United Nations Sustainable Development Goals (SDGs), positioning Oando as a driving force for sustainability in Nigeria. We successfully convened our 45th Annual General Meeting and concluded the development of an integrated ESG Framework for Oando PLC, reinforcing our commitment to sustainable and responsible operations.



Through transparency, accountability, and alignment with global standards, we continue to lead with purpose and integrity.

We are Africa, We Are Oando



In 2024, Oando strengthened governance with new Board appointments and maintained its zero corruption record. We advanced our sustainability agenda by reducing routine gas flaring, investing in monetization projects, and supporting Nigeria’s zero-emissions target. At the same time, we deepened partnerships with host communities through impactful investments in education, healthcare, and infrastructure, while establishing Development Trust Boards in line with the PIA and the SDGs.

Our Board of Directors continues to provide strategic oversight, fostering a culture of integrity and innovation. Through regular reviews, enhanced compliance protocols, and a commitment to ethical leadership, we have ensured that governance remains a cornerstone of our long-term success.

There were notable changes to the composition of the Board of Directors of Oando. Two directors formally resigned from their positions, creating opportunities to strengthen the board’s overall expertise and strategic outlook. In response, the board appointed three new directors, each bringing a wealth of experience, deep industry knowledge, and proven leadership capabilities. These appointments were made with the objective of enhancing the board’s capacity to provide effective oversight, drive long-term value, and support the company’s evolving strategic priorities.

Our unwavering commitment to maintaining a spotless record of zero reports on corrupt practices by the Company from both internal and external stakeholders remains steadfast. Through a robust anti-corruption program, we are dedicated

to continually educating our stakeholders on our unequivocal stance against corruption and our unwavering zero tolerance policy. We have zero confirmed incidents of corruption in the reporting year.

Advancing Our Sustainability Agenda

As corporate organizations become increasingly aware of the global demands for sustainable practices and corporate responsibility, we maintain our commitment to making sustainability the cornerstone of our business strategy. The company firmly supports the achievement of all United Nations Sustainable Development Goals (SDGs).

Oando and its Joint Venture partners significantly reduced gas flaring. We have created Flaring Down and Gas Monetization Projects for reducing routine gas flaring and optimizing gas utilization for energy generation and commercial use. The company has invested in infrastructure to capture and convert flared gas for commercial use, supporting Nigeria’s aspiration to achieve zero gas emissions by 2025 and reinforcing its contribution to **SDG 13 (Climate Action)**.



In 2024, we strengthened our partnerships with host communities through a range of impactful initiatives. These included investments in education, healthcare, and infrastructure development, directly addressing critical needs and fostering long-term growth. Oando continued with the setup of the Joint Ventures Host Community Development Trust Boards (HCDTs), in line with the Petroleum Industry Act (PIA). Oando has established and funded the Host Community Development Trusts (HCDT) and we engage directly with the host communities, recognizing each affected community formally and consulting them on development needs. We work together with the communities to prevent vandalism of petroleum facilities as infrastructure protection is critical for fulfilling operational targets under the PIA.

Our proactive participation in NCDMB-led initiatives, strong emphasis on local content development, and alignment with capacity-building programmes underscore our continued commitment to regulatory compliance and industry best practices. The eighty percent (80%) retention of the Nigerian workforce across all OERNL operations, award of contracts valued at over \$40 million dollars to indigenous vendors and manufacturers, recruitment of Nigerian youths across various areas such as Engineering, Geosciences and other STEM disciplines, the training of indigenous vendors/contractors on ISO compliance, HSE standards and the use of digital procurement tools, the maintenance of full compliance with NCDMB statutory reporting and KPIs with no cases of non-compliance or fine recorded in 2024.

In conclusion, we look forward to 2025 with optimism, remaining steadfast in our commitment to upholding sustainable goals and setting benchmarks for companies both locally and globally. Our dedication to people, communities, and the environment will continue to guide our projects and initiatives. We deeply value your continued support and trust as we advance towards a more sustainable and responsible future.

Ademola Akinrele, SAN
Chairman

\$40million
Value of contracts awarded to indigenous vendors and manufacturers in 2024

80%
Retention of Nigerian workforce across OERNL operations

“ From funding Host Community Development Trusts to awarding \$40 million in contracts to indigenous vendors, our commitment to local empowerment is unwavering.

We are Africa, We Are Oando

Group Chief Executive (GCE) Statement



Jubril Adewale Tinubu CON
Group Chief Executive

\$783 million

Landmark acquisition of Nigerian Agip Oil Company Limited (NAOC), transitioning Oando to Operators of OML 60–63 Assets

₦4.1 trillion

2024 revenue, up 44% from ₦2.9 trillion in 2023, driven by higher production and FX translation gains

₦220 billion

Profit After Tax, a 267% increase over ₦60.3 billion in 2023, second consecutive profitable year

2024 was a defining year for Oando that tested our resilience, sharpened our focus, and reshaped our future. Against the backdrop of a challenging Nigerian and global economic landscape marked by inflationary pressures, volatile exchange rates, and shifting energy policies, Oando not only stood firm but made bold moves that solidified our place as a leading African energy company.

Foremost was our landmark acquisition of Nigerian Agip Oil Company Limited (NAOC), a milestone that transitioned Oando from partner to Operators of the OML 60 to 63 Assets, strengthening our production profile and enhancing our long-term value creation capacity. This strategic leap underscores our commitment to securing Nigeria’s energy future while deepening our role in the global energy mix.

Our financial performance reflected resilience amid headwinds, with improved production levels and operational synergies that reinforced our sustainability journey. Beyond numbers, 2024 was also about People, Planet, and Purpose – from embedding stronger governance practices, to advancing our sustainability agenda, to driving initiatives that positively impact communities where we operate in accordance with our responsibilities under the PIA and NOGIC Act as well as our commitment to the achievement of the United Nations Sustainable Development Goals.

Financial and Production report

Our full year 2024 revenue increased by 44% to ₦4.1 trillion, up from ₦2.9 trillion in 2023. This was driven by increased production volumes following our successful acquisition of NAOC’s assets as well as a favorable exchange rate translation of our dollar denominated earnings.

Our Profit-After-Tax surged to ₦220 billion, representing a 267% increase over the ₦60.3 billion reported in 2023. This marks our second consecutive profitable year and underscores the resilience of our business model, despite one-off integration and finance costs. Stronger Production Base - Average hydrocarbon production for the year rose slightly to 23,977 boepd. Immediately post-acquisition, average production from September to December rose to 30,414boepd, more than double the January –August average. Crude Oil output grew 27% year-on-year to 7,864bopd, enhancing cash flow.

Launch of an ESG-Centric Agenda

Beyond financial and operational performance, we took deliberate steps toward embedding sustainability at the heart of our business. The organisation launched its Board-approved ESG Strategy, providing a clear framework for managing environmental, social, and governance (ESG) priorities in alignment with global best practices. This strategy serves as a blueprint for our transition journey, ensuring that as we expand, we do so responsibly, balancing value creation with long-term environmental stewardship and positive social impact.

Advancing Employee Rights and Social Harmony

On the social front of our ESG agenda, we also achieved a milestone in employee relations with the embracement of a Collective Bargaining Agreement under PENGASSAN. This agreement reflects our belief in fostering a workplace culture grounded in fairness, inclusivity, and respect, while ensuring that our employees remain motivated partners in delivering Oando’s vision.

Group Chief Executive (GCE) Statement - continued



In 2024, Oando Clean Energy advanced Nigeria’s Energy Transition Plan with electric buses, solar-powered charging stations, and a pioneering geothermal study to repurpose end-of-life oil wells for clean power. Through the LEARNOVATE-SEED program, Oando Foundation upgraded 18 early childhood centers across Lagos, Plateau, and Katsina, benefiting over 1,100 children and training 57 teachers, reinforcing our commitment to education, innovation, and sustainable development.

Oando Clean Energy

In line with Nigeria’s Energy Transition Plan (ETP) and its Nationally Determined Contributions (NDCs), Oando Clean Energy business advanced the deployment of EV charging infrastructure across Lagos State, a key enabler for sustainable mass transportation. Foundational milestones include the rollout of two operational electric buses, supported by two strategically located charging stations, alongside the development of a comprehensive local charging strategy and optimised power supply model. This solution, anchored on solar and battery energy storage systems (BESS), will facilitate clean, off-grid charging and accelerate the scale-up of electric mobility.

Oando Clean Energy Limited also completed a comprehensive Techno-Economic Study to support the implementation of a ground-breaking proof of concept (PoC) for geothermal energy generation in OMLs 60–63. The initiative aims to repurpose end-of-life oil and gas wells to harness the earth’s thermal energy as a new source of clean, baseload power.

Oando Foundation

Through our rebranded early childhood intervention, now themed LEARNOVATE-SEED (Supporting Early-childhood Education and Development), we upgraded 18 Early Childhood Centers in Lagos, Plateau and Katsina states, benefiting 1,171 children aged 2 to 5 years. These centers were renovated and equipped with appropriate furniture, interactive learning setups, literacy and numeracy corners, feelings and emotions areas, gross motor skills sections, and instructional materials, fostering a stimulating environment tailored to support the unique needs of young learners.

Additionally, 57 early childcare teachers and education managers received training on child development, inclusive education, and play-based learning, enhancing teaching quality. Our comprehensive intervention approach (infrastructure upgrade and capacity strengthening) ensures that young learners receive holistic education that fosters both cognitive and socio-emotional development. Oando Foundation has made early childhood education a key part of its interventions, ensuring that young learners have access to nurturing environments and quality resources that set them on the right path for lifelong learning.



Safety Performance

Oando delivered a strong safety performance in 2024, reaffirming our commitment to operational discipline and proactive risk management. Across our operated assets, we recorded zero fatalities and maintained a low Total Recordable Incident Rate (TRIR) of 0.19 over 20.7 million hours worked. These outcomes reflect the effectiveness of our HSE systems and the dedication of our teams to upholding a safety-first culture, even as our operations expand.

Looking ahead, we remain focused on continuous improvement, capacity building, and embedding a culture of accountability to safeguard our people and assets.

2024 validated our belief that sustainable growth is borne of both conviction and adaptability. As we move into 2025, our focus remains clear:

- Sustain operational excellence and production efficiency, while safeguarding profitability;
- Advance our ESG agenda—from carbon reduction to community empowerment; and
- Fortify stakeholder trust through transparency, employee engagement, and regulatory alignment.

Together, we are writing the next chapter of Oando's story which is one defined by growth, resilience, and sustainability.

20.7 million

Hours worked safely across operations in 2024

“

With over 20 million man hours worked and zero fatalities in 2024, our safety first culture remains the bedrock of operational excellence

We are Africa, We Are Oando

100 %

Commitment to a safety-first culture, supported by robust HSE systems

Our Material Topics for 2024



In 2023, Oando engaged a Consultant for the development of its ESG Strategy which was built upon a materiality assessment that enabled the organisation to identify and prioritize the most relevant and impactful ESG agenda for both the company and its different stakeholders.

A total of 320 respondents including board members, employees, suppliers and vendors, the media, industry peers and local communities amongst others were reached through a comprehensive questionnaire that covered material topics across the industry. This survey allowed us to glean valuable insights from our stakeholders regarding the ESG pillars and determine the aspects that hold the highest priority from their perspective.

Using this information, in 2024, we constructed a materiality matrix, a visual representation of our strategic focus areas. This matrix serves as a visual guide to our commitment to forging a sustainable future that aligns closely with our stakeholders' expectations. It is not just a representation of our goals but also a roadmap for Oando's journey towards conducting cleaner and more responsible business practices.

The outcomes of the materiality assessment did more than just highlight priorities; they became the foundational framework for Oando's overarching ESG strategy. This framework encompasses a structured flow starting with the ESG aspect, moving on to the identified material topics, establishing key performance indicators (KPIs), and aligning our efforts with the United Nations Sustainable Development Goals (UN SDGs).

320 stakeholders


Engaged through surveys, including Board, employees, suppliers, peers, media, and local communities

100 %

Stakeholder input embedded into ESG framework, from material aspects to KPIs and UN SDG alignment




Using the outcome of the materiality assessment and the materiality matrix , Oando has defined seven key material topics cutting across the E, S and G framework as follows:



Environmental

Climate Change: Our dedication to combatting climate change is unwavering. We strive to reduce our carbon footprint, increase our energy efficiency, and implement renewable energy solutions by developing our clean energy business. Our commitment to climate action extends beyond the advocacy for global environmental responsibility.


Environmental Stewardship: Environmental stewardship is paramount in the energy sector as it underscores the significance of responsible and sustainable operations. By prioritising environmental stewardship, we recognize our role as custodians of the planet's vital resources. This approach is not just about regulatory compliance; it is a commitment to mitigating the environmental impact of energy production, reducing carbon emissions, and minimizing resource consumption.



Social

People's Welfare: Our people are our greatest asset. We prioritise the well-being, health, and safety of our employees, partners and all our stakeholders. This commitment extends to fostering diversity and inclusion, supporting professional development, and ensuring that ours is a workplace where everyone can thrive.

Communities Development and Well-Being: We understand that our success is intertwined with the prosperity of the communities we serve. We actively invest in community development, education, healthcare, and essential infrastructure to uplift lives and create sustainable, thriving societies.






Governance

Ethical Business: Ethical conduct is at the core of our operations. We adhere to the highest standards of integrity, transparency, and responsible business practices, principles that are non-negotiable in our dealings with our stakeholders.

Assets Management: We recognize that responsible asset management is critical for long-term success. We focus on optimizing our asset utilization, reducing operational risks, and ensuring the long-term sustainability of our investments.

Economic Growth: Our growth is intrinsically linked with economic advancement. We are dedicated to fostering economic growth for both our organisation and the regions in which we operate, empowering local businesses and contributing to economic prosperity.



Oando’s materiality assessment defines seven priorities across ESG: climate change, environmental stewardship, people’s welfare, community development, ethical business, asset management, and economic growth, our blueprint for sustainable value creation.



Risk Management and Controls



Our Enterprise Risk Management unit works with management and the Board to keep risks at acceptable levels, safeguard assets, and strengthen decision making. By balancing threats with opportunities, we support sustainable growth and create long-term stakeholder value in line with our corporate strategy and the UN SDGs.



Risk Management and Controls

The Enterprise Risk Management (ERM) sub-function within the Governance Risk & Compliance unit reports to the Group Chief Executive Officer (GCEO) and the Board of Directors through the Board Risk and ESG (RESG) Committee. The function supports the RESG Committee in providing independent risk oversight, working with operational management in designing and implementing efficient and effective processes to identify, analyze and treat risks. The function facilitates and monitors the implementation of effective risk management practices, assists risk owners in defining the target risk exposure, and reports adequate risk-related information throughout the organization for effective decision making. This is in tandem with the **United Nations Sustainable Development Goals (UNSDG) 16-Peace, Justice and Strong Institutions** by supporting the building of effective, accountable and inclusive institutions at all levels.

A major objective of the function is to work jointly with management to maintain organizational risks at acceptable levels and ensure the best balance possible between threats and opportunities – in line with the business risk appetite and corporate strategy of the Board and Executive Management. The function is concerned with ensuring the effective achievement of organizational goals and appropriate management of the organization’s assets, including the prevention of losses resulting from unwanted events.

Enterprise Risk Management (ERM) contributes to value creation by identifying and mitigating risks that may impact future cash flows and business performance. It also helps to improve the organisation’s ability to identify opportunities and threats, thereby maximizing risk opportunities, earnings potential and ultimately stakeholder value.

Risk Governance

Feedback from internal stakeholders is reported to the Board through the formal channel of quarterly risk reporting and daily/weekly/monthly engagement of Executive Management. The Risk Committee of the Board is charged with reviewing the effectiveness of the organisation’s risk management processes. The Committee reviews the risk report at its quarterly meetings and provides feedback on oversight actions to be taken by the risk team.

The risk report is updated and collated throughout the quarter and finalized before the scheduled quarterly Risk Committee and Board meetings. The final reports are reviewed by the Group Chief Finance Officer (GCFO), Chief Operating Officer (COO) and the Group Chief Executive Officer (GCEO) and thereafter sent to the organisation Secretarial team for circulation to the Board members two weeks ahead of the scheduled meeting.

The organisation has a toll-free whistleblowing hotline managed by KPMG on behalf of the organisation to ensure anonymity and protection of the identity of all whistleblowers. The whistleblowing hotline is available to employees, vendors, customers, partners and all other external stakeholders. The organisation’s management also encourages the reporting of unethical or unlawful behavior, and matters related to the organisation’s integrity. Issues reported are promptly investigated by the Compliance and Internal Audit units. Upon completion of the investigation, a formal report is presented to the Audit Committee and senior management with appropriate recommendation / remedial actions. Feedback is also provided to the whistleblower via the KMPG hotline.

Oando PLC - Group Risk Profile

Consistent with the UNSDG 11-Sustainable Cities and Communities (reduction of disaster risk), Oando PLC has identified that several risks and uncertainties impact the organization’s ability to deliver on its strategic objectives. These risk factors, separately or in combination, could have a material adverse effect on the implementation of the organization’s business strategy, financial performance and reputation.

Key events impacting the Group’s risk profile in 2024 include our production performance and a change in the structure of the organisation following the acquisition of Nigerian Agip Oil Company (NAOC) from Eni.

3%

Increase in average production to 23,911 boepd, boosted by additional NAOC JV stake

27%

Growth in crude oil production to 7,864 bbls/day compared to 6,211 bbls/day in 2023

Production performance

- Average production rose by 3% to 23,911 boepd from 23,258 boepd in 2023, driven by the acquisition of an additional 20% stake in the NAOC Joint Venture.
- Crude oil production increased by 27%, reaching 7,864 bbls/day compared to 6,211 bbls/day in the prior year.
- This growth was further reflected in exit production, which surged by 46% to 30,712 boepd in 2024 from 21,036 boepd in 2023.
- The organisation reported a 45% revenue increase to N4.1 trillion, up from N2.9 trillion in 2023, alongside a 9% rise in Profit-After-Tax, totalling N65.5 billion.
- By the end of Q4 2024, production numbers closed at 30,712 boepd (12,897 bopd), with a year-to-date average of 34,230 boepd (11,113 bopd), representing a 44% and 75% increase in boepd and bopd levels, respectively, compared to the acquisition date figures of 21,287 boepd and 7,383 bopd.

These achievements underscore Oando’s operational strength, strategic acquisitions, and ability to navigate industry complexities while positioning itself for sustained growth.

“

With average daily production at 34,230 boepd post acquisition, our operational momentum continues to outpace expectations.

We are Africa, We Are Oando

46%

Exit production rose to 30,712 boepd in 2024, up from 21,036 boepd in 2023

75%

Increase in crude oil production (bopd) to 11,113 at year-end vs. 7,383 bopd at acquisition date

Our Enterprise Risk Management framework works with management and the Board to keep risks at acceptable levels, safeguard assets, and strengthen decision making. By balancing threats with opportunities, we support sustainable growth and create long-term stakeholder value in line with our corporate strategy and the UN SDGs.

Acquisition of the Nigerian Agip Oil Company (NAOC) from Eni S.p.A.

- Notably, the completion of the \$783 million acquisition of the Nigerian Agip Oil Company (NAOC) from Eni marked a strategic move to strengthen Oando's upstream presence, financed through a \$500 million Reserve Based Lending Facility and a \$150 million Junior Facility.
- However, post-acquisition integration presented significant challenges, as issues around people and culture integration, Information Technology (IT) transition, and legacy process optimization posed operational risks.
- Furthermore, liquidity risks emerged, driven by short-term operating finance gaps, mounting vendor liabilities, and IT infrastructure funding constraints, all of which threatened operational continuity.
- In addition, regulatory and compliance risks remained a concern, with significant unpaid balances in royalties and various taxes, including federal, state, VAT, and WHT, raising the potential for penalties if defaults persisted.
- Lastly, security risks continued to impact production, with persistent attacks on pipelines, acts of sabotage, and community disruptions in the Niger Delta posing ongoing threats to stability and output.

\$783million

Acquisition of Nigerian Agip Oil Company (NAOC) from Eni in 2024, strengthening Oando's upstream portfolio

\$500million

Reserve Based Lending Facility used to finance the NAOC acquisition

Against this background, we continue to identify and assess key risks that could impact on the organization's ability to meet its strategic objectives. The key risks that impacted Oando PLC Group are as follows:

1. Working capital availability/liquidity risk

This is due to its operatorship status resulting from the completion of \$783 million acquisition of the Nigerian Agip Oil organisation (NAOC) from Eni and Oando's combined 40% participating interest in the Joint Venture. Liquidity continued to pose a significant risk for the Group, a challenge that intensified during the period majorly due to the significant acquisition in Q3, 2024 and direct impact of declining production on anticipated cash flows.

Major key risk indicators leading to the assessment of compounded liquidity risk are as follows:

- Delay in securing post-acquisition working capital funding might have had a negative impact on JV operations.
- Vendor Liabilities: Unpaid critical vendor liabilities threatened operational continuity.
- Debt Obligations: Over-leveraged position and default risks on cash calls, royalties, and tax payments. The Group is faced with a significant level of financing, credit and liquidity risk, taking into consideration its current liabilities, debt profile, breach of loan restructuring/ repayment terms and production shortfalls experienced by its major subsidiary. This risk heightens the likelihood that the Group might not meet its expected current and future cash flow and loan repayment obligations without further affecting either daily operations or the financial condition of the organisation. The Group implemented strategic measures to boost its crude oil and gas production, leading to a 45% increase in revenue. Furthermore, by leveraging its recent acquisition, management successfully secured funding from both local and international financial institutions, as the acquisition positively enhanced the Group's creditworthiness.

2. Business sustainability risks due to Insufficient post-acquisition short-term working capital finance for a major part of FY 2024.

This is primarily attributed to the overarching security challenges within the Niger Delta, coupled with challenges of the Joint Venture operations with respect to reservoir management initiatives to arrest natural decline on ageing assets.

The analysis of Financial Year (FY) 2024 performance indicated 46% increase in exit production: 30,712 boepd (2024) when compared to 21,036 boepd (FY 2023) and a 3% increase in average production: 23,911 boepd (FY 2024) compared to 23,258 boepd (FY 2023). Moreso, the organisation reported a 45% revenue increase to N4.1 trillion, up from N2.9 trillion in 2023, alongside a 9% rise in Profit-After-Tax, totalling N65.5 billion, to sustain and eventually increase production within the JV, significant liquidity is required to execute the FY25 work program in the short to medium term.

Major key risk indicators leading to the assessment of business sustainability risks are as follows:

- Significant post-acquisition working capital inadequacies.
- Security Challenges: Increased pipeline vandalism and delayed security solutions led to production deferrals and reservoir capacity impacts.
- Heightened production risk due to delayed implementation of an efficient long-term solution to the security situation and the impact of constant shut ins on the capacity of the reservoirs in the mid-to-long term.

Management actively implemented strategic plans to address the funding gap and ensure long-term financial stability through equity raises and improved cash flow from profitable operations. More efforts have been made towards securing working capital facilities and maintain consistent cash call payments in collaboration with Joint Venture partners. Lastly, a finalized security architecture overhaul, including enhanced surveillance measures, aims to strengthen asset protection and optimize operational efficiency.



3. Transition Risk and Post-acquisition Risk.

With the completion of the 20% of NAOC's interest in the OML 60-63 asset, the group faced operational challenges which include:

- IT Transition risk: Incomplete IT infrastructure procurement due to liquidity constraints and risks to ensuring data completeness.
- Talent Management: Cultural integration and optimization of the organizational model, also JV union demands/action, and critical staff availability.
- Post-completion of working capital requirements for the settlement of outstanding amounts owed to critical vendors and purchase of software applications.
- Verification of assets post-acquisition.

Management proactively mitigated transition risks procuring critical IT infrastructure services to ensure minimal operational disruption. More efforts were put into optimizing post-acquisition integration, including organizational design, operational alignment, and talent management, with advisory support from McKinsey.

In parallel, management is negotiating financing solutions to address short-term vendor liabilities and conducting a comprehensive review and verification of third-party payables and joint venture assets to strengthen financial controls and ensure operational efficiency.

From cultural integration to asset verification, our proactive response to post acquisition challenges reflects our commitment to resilient, sustainable growth.

We are Africa, We Are Oando

4. Joint Venture Partner / Stakeholder Management Risk

This risk stems from the challenges associated with managing financial obligations, aligning operational goals, and balancing stakeholder expectations within joint venture partnerships. It became more pronounced following the acquisition of a 20% interest of NAOC's stake in the OML 60-63 asset, which conferred operatorship status, alongside responsibilities for other operating and non-operating assets.

Major risk indicators leading to the assessment of Joint venture Partner / shareholder Management risk are as follows:

- Outstanding Cash Call Obligations: Persistent cash call liabilities threaten short- to medium-term operational stability.
- Stakeholder Management Challenges: Delays in cash call payments and the inability to meet agreed production targets pose risk of straining relationships and disrupting operational harmony.
- Funding Disparities: Imbalance in partner contributions, with NEPL fulfilling 99% of its cash call obligations while other co-venturers face significant shortfalls, creating a critical funding gap for sustainable production and safe asset operations.

Recognizing the importance of effective collaboration and consistent funding for production stability and strategic success, executive management initiated the following actions:

- Reconciled Cash Call Liabilities between partners to establish the accurate value of outstanding payables.
- Structured Payment Plan: Developed and prioritized a clear, phased plan to settle backlog cash call liabilities, ensuring timely and transparent payments.
- Efficient Working Capital Allocation: Upon securing working capital funds, dedicated a portion to address ongoing cash call obligations to maintain uninterrupted operations and meet production targets.
- Proactive Stakeholder Engagement: Strengthen communication with JV partners to align on cash call expectations and demonstrate the Group's commitment to fulfilling its financial responsibilities.

5. Niger Delta / Security Risk

The organisation was exposed to the risk of shutdown of its joint venture assets due to attacks and threats from Niger Delta militants. The risk of sabotage targeting the Brass Terminal and other Oando joint venture oil installations escalated significantly following frequent pipeline attacks. Despite ongoing engagement efforts with local communities, the resolution of community conflict remained uncertain and heavily reliant on collaborative efforts between the government and oil companies to address vandalism and insecurity in the region.

Major risk indicators leading to the assessment of Niger Delta / Security Risk are as follows:

- Security and asset sabotage risks were evidenced by repeated flow line and pipeline vandalization, leading to well shut-ins, production deferment, and crude loss/theft.
- There was significant cost implications tied to mitigating the negative impact on operational stability and the long-term health of hydrocarbon reservoirs due to constant reservoir shut ins.

- The late-life fields, with natural decline already at ~14%, experienced further deterioration in well performance due to repeated shutdowns. This situation called for major interventions to optimize well flows in the short to medium term.
- The deployment of the security plan was liquidity-dependent and required significant financial resources for full implementation.

To mitigate this, executive management implemented the following actions: the security team engaged relevant security agencies to ensure continuous and adaptable support, including ground-trotting, quick response, and nighttime patrols, which enhanced their ability to provide timely and effective intervention. In addition, enhanced perimeter defence measures were implemented, including the deployment of drone surveillance to monitor and deter unauthorized incursions. The overall security strategy integrated both short- and long-term measures, with a strong emphasis on situational adaptability, advanced technology, and preparedness for evacuation.

6. Asset Integrity Risk

Asset integrity risk arose from the challenges of maintaining and safeguarding Oando's joint venture (JV) infrastructure amidst persistent sabotage, aging facilities, and financial constraints.

Major risk indicators leading to the assessment of Asset Integrity Risk are as follows:

- Incessant sabotage of flow lines leading to reduced well performance and production output.
- Aged and weakened JV pipelines posing a risk to infrastructure integrity.
- Underfunding affecting the execution of planned maintenance activities.
- Risk of operational disruptions due to deferred maintenance and potential infrastructure failures.

Executive management took decisive steps to mitigate these risks through a combination of security, maintenance, and monitoring initiatives. Security personnel were deployed to safeguard critical infrastructure through regular patrols and monitoring wellheads, pipelines, and flow stations to protect against sabotage. Planned maintenance activities were scheduled for specific periods during the year and closely monitored by the facilities and EHSQ teams to ensure effectiveness. Continuous monitoring of the impact of security initiatives and pipeline surveillance contracts was established to curb vandalism and safeguard pipelines, ensuring improved asset protection and operational stability.

7. Regulatory and Compliance Risk

Oando's operations across multiple jurisdictions in Africa, Europe, and Dubai expose the group to potential impacts from legislative and regulatory changes, including tax laws. Non-compliance with international standards like the Foreign Corrupt Practices Act (FCPA), UK Anti-Bribery and Corruption laws, and other ethical requirements could result in legal liabilities and reputational damage.

Furthermore, the acquisition of a 20% interest of NAOC's stake in the OML 60-63 asset, granting operatorship status and responsibilities for both operating and non-operating assets, has heightened regulatory scrutiny on the organisation.

Major risk indicators leading to the assessment of Regulatory and Compliance Risk are as follows:

- Potential default on critical debt obligations at the Group level, which could limit financing opportunities for subsidiaries.
- Reputational damage due to an inability to meet obligations to lenders and regulatory authorities.
- Increased scrutiny by regulatory bodies due to outstanding royalties and tax liabilities.
- Close monitoring by the Nigerian Upstream Petroleum Regulatory Commission (NUPRC) and tax authorities to ensure compliance with local laws and content requirements.
- Risk of reputational damage and operational disruptions due to unmet community expectations for employment, social investment, and local content.

The group's Governance, Risk and Compliance Department played a critical role in mitigating regulatory and compliance risks by providing specialist legal and regulatory advice across all jurisdictions where Oando operates, while continuously monitoring regulatory developments and ensuring adherence to high ethical standards and local legal requirements. The Group also made noteworthy progress in clearing principal and interest on key facilities, with management proactively engaging regulatory bodies and presenting a clear roadmap to address outstanding royalties and tax obligations, which helped ease regulatory pressure. Furthermore, fully incorporated host community development trusts were established, with onboarded Boards of Trustees and Secretaries, ensuring the trusts were fully funded and operational, promoting community engagement and reducing potential disruptions.

8. Politically Exposed Persons (PEP) and Related Party Risk

Potential risks related to Politically Exposed Persons (PEPs) and Related Party issues emerged from the GCEO's affiliation with the President, leading to increased scrutiny and monitoring by regulatory bodies. To mitigate these risks, management continuously monitored the situation and took necessary actions at the executive level to limit exposures. This included continuous implementation of PEP Policy, Anti-Corruption Policy, and Policy on Transparent Interaction with Ministries, Departments, and Agencies (MDAs), which were approved by the Board and implemented by the Governance and Compliance unit.

Critical procedures, such as conducting enhanced due diligence on all potential PEPs and related parties are put in place. The Governance and Compliance unit ensured all public insinuations on related party issues over the last six months were addressed from a governance standpoint and where necessary press statements have been made to this effect.

9. Macroeconomic Risk

Macroeconomic risk arises from changes in both national and global economic factors such as interest rates, exchange rates, commodity prices, inflation, and systemic financial crises that could adversely impact corporate performance and long-term business sustainability. In 2024, oil price volatility remained a major concern, driven by global supply dynamics and shifting demand. Brent crude oil prices averaged \$79.84 per barrel in Q3 2024 and \$74.35 per barrel in Q4 2024, reflecting a decline from the \$84.65 per barrel average recorded in Q2 2024. This downward trend was influenced by reduced demand from China and OPEC's anticipated plans to increase production, placing additional pressure on global oil prices.

Major risk indicators leading to the assessment of Macroeconomic Risk are as follows:

- Volatility in oil prices, with consistent declines through the latter half of 2024.
- Reduced demand from China exerting downward pressure on global oil prices.
- Higher-than-normal cost profiles on the NAOC JV, impacted by findings from the Joint Venture audit report.

To manage oil price volatility, management adopted proactive hedging strategies. Although hedging agreements on legacy and NAOC assets had expired by Q3 2024, negotiations for new hedging arrangements were already underway. Additionally, management closely monitored the effectiveness of NNPC's security initiatives and its pipeline surveillance contract with Maton, aimed at reducing oil theft and protecting critical infrastructure within the central corridor, ensuring stable production and operational efficiency.

10. Cyber risk

Organizations rely on information technology as an essential tool for meeting business objectives as well as safeguarding intellectual property, financial information, and the organisation's reputation. Critical digital assets are being targeted and the potential impact on businesses has never been greater with the threat landscape constantly changing.

Information Technology/ Digital space has seen a rise in cyber-attacks. The Group's approach to cybersecurity has kept pace with on-going developments within the cyber security spectrum. In mitigating cyber risk, management has been proactive with the security of IT infrastructure; ISO 27001 activities to ensure IT risk exposure are minimized, undertaking remediation activities for issues noted from vulnerability and penetration testing activities, ensuring that IT systems are updated with the latest patch releases from security vendors, and a general improvement in enterprise security awareness, including training sessions held for staff. Oando continues to employ the latest developments in Information Technology security to combat these cyber risks.

₦100+ billion

Outstanding royalties & tax liabilities under close monitoring by NUPRC and tax authorities

100%

Critical systems patched with latest vendor updates in 2024

Stakeholder Engagement

Stakeholder engagement is key to the successful implementation and effective operation of the Risk Management and Control sub-function. The function's selection of stakeholders to engage is primarily driven by the governance structure of the organization. The Internal stakeholders engaged are the Board of Directors, RESG Committee, Audit Committee, Executive Management and Function Heads, Operations and Technical Staff. External stakeholders include External Auditors, Consultants and Sub-committee members.

Engaging all identified stakeholders is important to the success of the risk management and control function. The table below highlights the sub-function's key stakeholders, our stakeholder engagement strategies, key concerns raised by our stakeholders as well as the resolution strategies.

S/N	Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder concerns/issues raised	Resolution Strategies
Internal					
1	Board of Directors	<ul style="list-style-type: none">Oando Plc ERM framework.Board Committee Terms of Reference.	Through the Risk Committee reports	<ul style="list-style-type: none">Organisation's Risk Profile – enumeration of key risks and mitigation plans.Business performance and profitability.Efficiency of business operations.	<ul style="list-style-type: none">Quarterly reports to the Board.Face to face meetings to deliberate on content of the report.
2	Risk Committee	<ul style="list-style-type: none">Oando Plc ERM Framework.Risk Committee Terms of Reference.	<ul style="list-style-type: none">Risk Committee Reports.Face to face meetings and presentations.	<ul style="list-style-type: none">Business performance and profitability.organisation's Risk ProfileLiquidity concernsRegulatory complianceEfficiency of business operationsFinancial reporting	<ul style="list-style-type: none">Quarterly reports to the Committee.Deliberation on content of the report.
3	Audit Committee	Oando Plc ERM Framework Risk Committee Terms of Reference	Face to face meetings, presentations and reports.	<ul style="list-style-type: none">Business performance and profitabilityorganisation's Risk Profile.Liquidity concernsRegulatory compliance, financial reporting.	Face to face Board meetings to deliberate on the content of the quarterly risk report.
4	Executive Management	<ul style="list-style-type: none">Oando Plc ERM Framework.Annual Enterprise Risk Management Plan.	Face to face meetings, presentations/reports and emails.	<ul style="list-style-type: none">Business strategy executionAchievement of Corporate objectivesEfficiency of business operations	Daily engagement on achievement of business objectives and effectiveness of risk mitigation strategies in place.
5	Function Heads	<ul style="list-style-type: none">Oando Plc ERM FrameworkAnnual Enterprise Risk Management Plan.Approved Annual business plan.	Face to face meetings, reports and emails.	Achieving set business objectives and targets in line with the business plan.	Daily engagement on achievement of business objectives and effectiveness of risk mitigation strategies in place.
6	Operations and Technical Staff	<ul style="list-style-type: none">Oando Plc ERM FrameworkAnnual Enterprise Risk Management Plan Approved Annual business plan	Face to face meetings, reports and emails.	Achieving set business objectives and targets in line with the business plan.	Daily engagement on achievement of business objectives and effectiveness of risk mitigation strategies in place.
External					
1	External Audit/ Consultants	Statutory requirement	Face to face meetings, reports and emails	Reliability of financial statements and management's representation of material transactions during the year.	Annual support during the execution of the statutory audit.



Peace, Justice and Strong Institution Governance and Compliance

Peace, Justice and Strong Institution
Governance and Compliance



Oando PLC, listed on the NGX and JSE, is a leading African energy company with roots dating back to 1956. Majority owned by Ocean & Oil Development Partners, Oando has grown through Privatisation, acquisitions, and cross-border listings into an integrated energy solutions provider committed to sustainability and shareholder value.

16 PEACE, JUSTICE AND STRONG INSTITUTIONS

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

17 PARTNERSHIPS FOR THE GOALS

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

Oando PLC’s Profile

In support of **UNSDG 16-Peace, Justice and Strong Institutions as well as UNSDG 9- Industry, Innovation and infrastructure**, Oando is a public company Limited by Shares registered in the Federal Republic of Nigeria. It holds a primary listing on the Nigeria Exchange Limited (NGX) and a secondary listing on the Johannesburg Stock Exchange.

Ownership of the organisation is distributed as follows:

- Ocean & Oil Development Partners holds 57.3% of the shares;
- Equity Leaf Limited owns 15.83%, and
- over 273,860 shareholders holding 28.60%.

The organisation is dedicated to the protection and promotion of shareholder interests. The organisation recognizes the importance of adopting superior management principles and their resulting valuable contribution to sustainable business prosperity and overall accountability to its shareholders.

Legal Form

Oando commenced operations in 1956 as a petroleum marketing organisation in Nigeria under the name ESSO West Africa Inc., a subsidiary of Exxon Corporation (Exxon), and was incorporated under Nigerian Law as Esso Standard Nigeria Limited (Esso) in 1969. In 1976, the Federal Government acquired Exxon’s interest in Esso; Esso was nationalized and rebranded as Unipetrol Nigeria Limited (Unipetrol).

Peace, Justice and Strong Institution Governance and Compliance - continued

60%

Federal Government stake in Unipetrol divested to the public in 1991 (Phase 1 privatization)

94.6%

Stake acquired in Exile Resources (Canada) in 2012 via reverse takeover (RTO)

2005

Listed on Johannesburg Stock Exchange (JSE) → First African company with cross-border inward listing

2007

Scheme of arrangement consolidated minority Gaslink shares & OOIN assets into Oando

A process of privatization began in 1991 when the Federal Government divested 60% of its shareholding in Unipetrol to the public. Unipetrol’s shares were listed on the Nigerian Exchange Limited (the NGX) in February 1992, quoted as Unipetrol Nigeria PLC. Under the second phase of the privatization process, the Federal Government sold its remaining shareholding in Unipetrol. In 2000, Ocean and Oil Investments (Nigeria) Limited, the organisation’s major shareholder (OOIN), acquired 30% in Unipetrol from the Federal Government. The residual 10% stake held by the Federal Government was sold to the public in 2001. In August 2002, Unipetrol acquired a 60% stake in Agip Nigeria Plc (Agip) from Agip Petrol International. The remaining 40% of the shares in Agip was acquired by Unipetrol by way of a share swap under a scheme of merger. The combined entity that resulted from the merger of Unipetrol and Agip was rebranded as Oando PLC in December 2003.

In 1999, Unipetrol acquired a 40% stake in Gaslink Nigeria Limited (Gaslink); this stake was subsequently increased to 51% in 2001. The organisation’s Gas and Power division emerged as a result of the consolidation of Gaslink’s gas distribution franchise and the organisation’s customer base in 2004. On 25 November 2005, the organisation was listed on the main market of the Johannesburg Stock Exchange (the JSE) and became the first African organisation to achieve a cross-border inward listing. In June 2007, the organisation entered into a scheme of arrangement (the Scheme) with certain minority shareholders of Gaslink and with OOIN. Under the Scheme, the minority shareholders of Gaslink transferred their equity holdings in Gaslink to the organisation in consideration for ordinary shares in the organisation. In addition, OOIN transferred its interests in Oando Supply and Trading Limited, Oando Trading (Bermuda)Limited, Oando Production and Development Company Limited, Oando Energy Services Limited and Oando Exploration and Production Company Limited to the organisation in consideration for ordinary shares.

On July 24, 2012, the organisation acquired a 94.6% stake in Exile Resources Inc., (Exile), a Canadian public organisation whose shares are listed on the Toronto Stock Exchange (the TSX), through a reverse takeover (RTO) which saw the transfer of the upstream exploration and production division of the organization to Exile, now renamed Oando Energy Resources (OER). Oando became the first Nigerian organisation to have three trans-border listings – the NSE, JSE and TSX. In May 2016, the organisation completed a plan of arrangement which had Oando E&P Holdings Limited (a wholly owned subsidiary of Oando Plc) acquire all the issued and outstanding common shares of Oando Energy Resources for a cash consideration of US\$1.20. The conclusion of the plan of arrangement effectively led to the voluntary delisting of the common shares of OER from the TSX.

Through strategic acquisitions, cross-border listings, and a relentless pursuit of growth, we’ve redefined what it means to be an African energy leader.

We are Africa, We Are Oando

.....

From 2016 to 2019, Oando streamlined operations through major divestments, halving its debt from ₦473bn to ₦237bn. In 2024, the \$783m NAOC acquisition marked a major expansion of its upstream portfolio and reinforced its long-term growth strategy.

In June 2016, the organisation completed its recapitalization and partial divestment of its equity stake in the downstream operations to a consortium of Helios Investment Partners (an Africa-focused private investment firm) and the Vitol Group, one of the world's largest independent traders of energy commodities for a \$210 million consideration. The year 2016 closed with the completion of the organisation's \$115.8m partial divestment of 49% interest in the organization's midstream business subsidiary, Oando Gas and Power Limited, to Glover Gas & Power B.V, a special purpose vehicle owned by Helios Investment Partners. The divestment of Akute Independent Power Plant was also completed. In March 2017, the organization completed the divestment of its 100% interest in Alausa Power Limited to Elektron Petroleum Energy & Mining Nigeria Limited and completed the 100% divestment of its downstream marketing business to OVHEnergy. The re-defined strategy for the organisation towards increased focus on dollar denominated businesses, focus on sustaining profitability, intensified restructuring and deleveraging further led to a conscious execution of the reduction in Oando PLC's debt profile from N473bn (\$2.56bn) as of January 2015 to N237bn (\$0.65bn) in 2017. In April 2019, Oando completed the divestment of its residual interest in Axxela Limited (formerly Oando Gas & Power Limited) to Helios Investment Partners. The net proceeds of the transaction were applied partially by prepaying the Group's Medium-Term Loan.

960_{mw}

Combined capacity of Kwale-Okpai Power Plants (Phases 1 & 2) under the NEPL/NAOC/OOL JV

1,490_{km}

Pipeline network integrated via NAOC acquisition

The year 2016 closed with the completion of the organisation's \$115.8m partial divestment of 49% interest in the midstream business subsidiary, Oando Gas and Power Limited to Glover Gas & Power B.V, a special purpose vehicle owned by Helios Investment Partners. The divestment of Akute Independent Power Plant was also completed. In March 2017, the organisation completed the divestment of its 100% interest in Alausa Power Limited to Elektron Petroleum Energy & Mining Nigeria Limited and also completed the 100%divestment of its downstream marketing business to OVHEnergy.

The strategy of the company was redefined to focus on dollar denominated businesses, profitability, restructuring and deleveraging and this further led to further led to a conscious execution of the reduction in Oando PLC's debt profile from N473bn (\$2.56bn) as at January 2015 toN237bn (\$0.65bn) in 2017. In April 2019, Oando completed the divestment of its residual interest in Axxela Limited (formerly Oando Gas & Power Limited) to Helios Investment Partners. The net proceeds of the transaction were applied partially by prepaying the Group's Medium-Term Loan.

On August 22, 2024, Oando successfully completed the acquisition of 100% of the shareholding interest in the Nigerian Agip Oil organisation (NAOC) from the Italian energy organisation, Eni, for a total consideration of US\$783 million, comprised of consideration for the asset and reimbursement.

The newly acquired and integrated organisation is Oando Energy Resources Nigeria Limited (OERNL). The acquisition increased Oando's ownership stake in all NEPL/NAOC/OOL Joint Venture assets and infrastructure which include forty discovered oil and gas fields, of which twenty-four are currently producing, approximately forty identified prospects and leads, twelve production stations, approximately 1,490 km of pipelines, three gas processing plants, the Brass River Oil Terminal, the Kwale-Okpai phases 1 & 2 power plants (with a total nameplate capacity of 960MW), and associated infrastructure. This acquisition is a significant milestone in Oando's long-term strategy to expand its upstream operations and strengthen its position in the Nigerian oil and gas sector.

The legal form of Oando PLC is a testament to continuously supporting the achievement of target 9.2 under the UNSDG 9 which is the promotion of inclusive and sustainable industrialization with the vision of significantly raising the Oil industry's share of employment and gross domestic product by 2030

Commitment to Ethical Conduct and Industry Leadership

In line with the **UNSDG 17-Partnership for the Goals**, the organisation subscribes to and endorses various economic, environmental, and social charters, principles. These include the:

- **Convention on Business Integrity:** is an organisation established for the maintenance of ethical conduct, competence, transparency, and accountability by private sector operators. CBI was established to empower business transactions within Nigeria against corruption and corrupt practices. Oando became the 21st member to sign into the Convention on November 16, 2009.
- **The United Nations Global Compact (UNGC):** The UNGC is a strategic policy initiative for businesses committed to aligning their operations and strategies with ten universally accepted principles in the areas of human rights, labour, environment, and anti-corruption, and reporting publicly on progress made in implementing these principles in their business operations.
- **The World Economic Forum, Partnering Against Corruption Initiative (PACI):** The PACI brings together companies from various industries and regions to fight bribery and corruption through the implementation of a zero-tolerance policy towards bribery and the establishment of an effective internal anti-corruption programme.

As an industry leader, the organisation is a member of several industry associations and national and international advocacy organizations such as:

- **Oil Producers Trade Section (OPTS):** a sub-group within the Lagos Chamber of Commerce and Industry (LCCI). OPTS is the umbrella association whose membership includes both local and foreign-owned companies registered in Nigeria holding Oil Prospecting Licenses/Oil Mining Licenses.
- **Nigerian Economic Summit Group (NESG):** The NESG is a non-partisan, private sector led economic think-think and advocacy group. NESG has achieved significant progress in the areas of research outputs, execution of programmes, seminars, conferences, and workshops aimed at facilitating the formulation and implementation of social and economic reform programmes for the growth and transformation of the Nigerian economy.

2009

Oando became the **21st member** of the Convention on Business Integrity (CBI)

Governance Structure and Composition

The Board of Directors

The Board is made up of a group of individuals from diverse academic and professional backgrounds. The Board's size is in line with the prescriptions of Article 78 of the organisation's Articles of Association, which state that the number of directors shall not be less than 10 or more than 15. The Board of Directors comprises both executive and non-executive members, including Independent Non-Executive Directors. The Board maintains a balance of experienced long-term members and newer appointees, ensuring stability and fresh perspectives. Gender diversity is promoted. Some of the board members hold various significant external positions, contributing a wide range of competencies, particularly in economic, environmental, and social areas, ensuring a comprehensive approach to governance. We believe that our Board of Directors are the primary force that influences corporate governance. The Board oversees the management of Oando's business operations and ensures that the long-term interests of stakeholders are served. Oando's Board comprises successful individuals from different facets of society, who are also professionals bringing a wealth of knowledge and experience to the organisation.

The Board meets regularly during the year to discuss, review, and deliberate on reports on business. Directors are to abstain from actions that may lead to conflict-of-interest situations; and shall comply fully with the organisation's Related Party Transactions Policies.

Board Committee Structure

In addition to the Statutory Audit Committee, the Board has established three (3) Board Committees as follows:

- The Governance & Nominations Committee;
- The Board Audit, Strategic Planning & Finance Committee; and
- The Risk, Environmental, Social and Governance (RESG) Committee.

Each committee is chaired by a Non-Executive or Independent Non-Executive Director, reflecting the organisation's commitment to robust oversight and strategic planning. The mix of executive and non-executive directors across these Committees ensures diverse viewpoints and effective governance.

100% oversight

Each committee chaired by a Non-Executive or Independent Non-Executive Director

Executive Management

Executive Management is composed of top-level management providing executive direction in the day-to-day administration of the organisation, effectively managing our talents and resources for the achievement of our strategic objectives. It is composed of the Group Chief Executive Officer (GCEO), the Deputy Group Chief Executive (DGCE), along with the C-suite managers in the organisation. Management is charged with the day-to-day implementation of the strategic plan as agreed by the Board. They collectively implement those goals whilst being sensitive to the rapidly changing micro and macro-economic and socio-political environment. They are accountable to the Board of Directors.

The Board’s Role in Sustainability

The Board of Oando PLC plays a crucial role in improving the sustainability reporting practices of the organisation. The Board, through the RESG Committee, provides relevant assistance to management by passing decisions aimed at improving sustainability reporting practices and providing the necessary resources, such as budgets for training staff on sustainability.

The RESG Committee is the committee of the Board tasked with the oversight responsibilities in relation to ensuring a safe workplace with no threat to life or health, minimal impact on the environment, reduced operational liabilities, eliminating down time and ensuring total compliance with regulatory and statutory requirements and best practice relating to risk, ESG factors and other sustainability matters. The RESG defines the organization’s policy and general strategy on ESG, supports the organisation’s ongoing commitment to ESG and other sustainability matters relevant to the organisation, incorporates them into appropriate strategic and operational objectives and ensures that arrangements are in place, both to evaluate performance in relation to these objectives and appraise the objectives.

The members of the RESG Committee engage with the Executive Management team to translate ESG risks, trends, and stakeholder expectations into the business context, define material ESG topics, and establish measurement and reporting practices to inform disclosures in the annual Sustainability Report.

Strong and effective corporate governance is the bedrock of a successful business. Solid corporate governance practices help to cultivate an organisation’s culture of integrity, leading to positive performance and a sustainable business overall. Corporate governance provides the framework for attaining our objectives as an organisation. It encompasses every sphere of management, from action plans and internal controls to performance measurement and corporate disclosures.

Our governance practices at Oando ensure that everyone in the organisation follows appropriate and transparent decision-making processes and that the interests of all stakeholders (shareholders, managers, employees, suppliers, customers, communities, and all others) are protected.

The Chief Compliance Officer and Company Secretary is available to advise individual Directors on corporate governance matters.

Board Appointment Process

In accordance with global governance best practice, the positions of Chairman and Group Chief Executive are held by two separate individuals. There is a clear board appointment process for all new directors joining the Board who undergo appropriate induction and training in their fiduciary duties and responsibilities to the organisation.

The Board ensures that there is an appropriate balance of power and authority so that no one individual can dominate the Board’s decision-making process. The Governance and Nominations Committee oversees the Board Appointment Process, in alignment with corporate governance standards and the organisation’s Articles of Association. Efforts are made to ensure diversity in skills, knowledge, and background, reflecting the organisation’s commitment to inclusivity. Candidates are assessed for their ability to act impartially and exercise independent judgment. Candidates are evaluated based on their relevant expertise and understanding of economic, environmental, and social issues. The non-executive directors have the responsibility of ensuring that the Chairman encourages proper deliberation of all matters requiring the Board’s attention. The independent non-executive directors bring an unbiased perspective to board discussions and decisions whilst providing strategic guidance to the Board.

A board evaluation exercise is undertaken yearly to evaluate the effectiveness of the Board. The process also assists in identifying measures that would further strengthen the Board. The exercise is carried out by the Oando Governance Office and an external consultant once every three years. The recommendations from the evaluation are reviewed by the Board.

In 2024, there were notable changes to the composition of the Board of Directors of Oando. Two directors formally resigned from their positions, creating opportunities to strengthen the Board’s overall expertise and strategic outlook. In response, the Board appointed three new directors, each bringing a wealth of experience, deep industry knowledge, and proven leadership capabilities. These appointments were made with the objective of enhancing the board’s capacity to provide effective oversight, drive long-term value, and support the organisation’s evolving strategic priorities.

“

With strategic new appointments and a rigorous evaluation framework, we continue to strengthen our Board for long term value creation.

We are Africa, We Are Oando

Re-election of Directors

Annually, a maximum of one-third of the directors who are in office for the longest time since their last appointment or election are required to retire by rotation and, if eligible, offer themselves for re-election. The Board has the power to appoint a new director and any director so appointed is subject to shareholder election at the next Annual General Meeting (AGM).

Board Responsibilities

The Board has ultimate responsibility for governance, risk management and the strategic direction of the Group. The Board is accountable to shareholders for the performance of the Group and is required to act in good faith, with due care and in the best interests of the Group and all its stakeholders. The Board meets at least once every quarter, with additional meetings scheduled whenever matters arise that require the attention of the Board. There is a schedule of matters reserved for the Board and a delegated authority framework that specifies the approval limits for financial, operational, and corporate decisions throughout the Group’s hierarchy. Our governance structures provide clear lines of authority and accountability from the Oando PLC Board through to operating entities. The Board retains full and effective control over the Group and monitors executive management’s implementation of plans and strategies, and any exercise of delegated authority is reported to the Board.

Remuneration of Directors

The remuneration of Non-Executive Directors is competitive. The Board, through its Governance & Nominations Committee, periodically reviews the remuneration package for Directors, which is structured in a manner that does not compromise a director’s independence. The organisation participates in an annual remuneration survey for non-executive directors’ remuneration levels and practices. The survey provides valuable information on NED’s remuneration levels and assists the organisation to ascertain its market position in the market.

The organisation does not provide personal loans or credit to its Non-Executive Directors and publicly discloses the remuneration of each Director on an annual basis. In addition, the organisation does not provide stock options to its Non-Executive Directors unless approved by shareholders at a general meeting.

4+

Board meetings held annually (at least one per quarter, plus additional as needed)

100%

Newly appointed Directors subject to shareholder approval at next AGMn

Our Governance Practices

It is important that good corporate citizenship is demonstrated through ethical behaviour and sound corporate governance practices. We ensure that our practice and policies help to build an environment of trust, transparency, fairness, and accountability. The Governance and Compliance office has set up structures that clearly define the guidelines, policies and procedures that demonstrate the acceptable limits for the proper conduct of the organisation’s business operations.

Our Governance Policies and Initiatives

- Group Governance Framework
- Anti-Corruption Policy
- Anti-Money Laundering Policy
- Blacklisting Policy
- Board Appointment Process
- Corporate Code of Business Conduct and Ethics
- Sustainability Policy
- Delegation of Authority
- Gifts and Benefits Policy
- Information Disclosure Policy
- Insider Trading Policy
- Know Your Customer Policy
- Records Management Policy
- Related Party Policies
- Remuneration Policy (Executives and Non-Executives)
- Staff Handbook
- Whistle Blowing Policy
- Complaint Management Policy
- Dress Code Policy
- Politically Exposed Persons Policy
- Policy on Transparent Interactions with Ministries, Departments and MDAs
- Human Rights Statement Policy

Following the acquisition of the Nigerian Agip Oil Company Limited (NAOC), compliance and ethics training were conducted for the acquired staff as well as acquired business partners to educate them on the various Governance policies and ensure seamless integration across the company’s location in Lagos, Port-Harcourt, Abuja and the Swamp and Land areas filed locations.

100%

Acquired NAOC staff and partners trained on Oando governance and ethics policies

4 cities

Integration covered Lagos, Port-Harcourt, Abuja, and swamp/land field locations

.....

With zero tolerance, zero incidents, and zero compromises, we uphold the highest standards of integrity, ensuring transparency, accountability, and ethical conduct across all our operations.

Our Anti-Corruption Program

We are committed to maintaining a zero-tolerance approach to corruption in all its forms and have implemented robust measures to prevent, detect, and address any instances of corruption within our operations thereby supporting the attainment of **UNSDG 16-Peace, Justice and Strong Institutions particularly Target 16.5-Substantial reduction of corruption and bribery in all forms.**

As part of our commitment to maintaining a zero-tolerance approach to corruption, Oando has implemented a number of policies and procedures aimed at promoting ethical behaviour and preventing corruption within our operations.

Our Anti-Corruption policy requires the organisation's Directors, Employees and Business Partners to comply with and uphold relevant laws for countering Corruption and Economic Crime in all jurisdictions where Oando operates including Canada's Corruption of Foreign Public Officials Act (CFPOA), Companies and Allied Matters Act, Economic and Financial Crimes Commission Act, and even the UK Bribery Act and the US Foreign Corrupt Practices Act. The policy outlines the standards of conduct expected from all employees, contractors, and third-party partners and provides guidance on reporting and investigating suspected instances of corruption. Our Governance Office is responsible for overseeing the implementation of our Anti-Corruption Policy and related programs. Our Governance Office is also responsible for developing compliance training and awareness programs, conducting due diligence on third-party partners, and investigating any suspected instances of corruption.

Our unwavering commitment to maintaining a spotless record of zero reports on corrupt practices by the organisation from both internal and external stakeholders remains steadfast. Through a robust anti-corruption program, we are dedicated to continually educating our stakeholders on our unequivocal stance against corruption and our unwavering zero tolerance policy.

In line with our stance on anti-corruption, please see below the report on the incidences of corruption recorded in the year:

- Total number and nature of confirmed incidents of corruption in the reporting year - None
- Total number of confirmed incidents in which employees were dismissed or disciplined for corruption- None.
- Total number of confirmed incidents when contracts with business partners were terminated or not renewed due to violations related to corruption - None.
- Public legal cases regarding corruption which were brought against the organization or its employees during the reporting period and the outcomes of such cases- None.

Oando also upholds a strict Gifts and Benefits Policy. The policy is designed to inform employees, directors, and business partners on the organisation's position regarding the giving and acceptance of gifts and benefits from persons or entities that deal directly or indirectly with Oando.

Directors, Employees & Managers are not allowed under any circumstance to receive either directly or indirectly any form of material benefits, gifts, favours and entertainment that might conflict with the proper performance of his or her corporate responsibilities or hinder or interfere with his or her independent professional judgment in respect of Oando and/or its subsidiaries.

We also have a Policy on interacting with Public Officials. This policy provides guidelines for a coordinated approach when engaging or interacting with public officials and agencies by the organisation's directors, executive management, employees, third-party agents and business partners acting on behalf of the organisation. Employees and Directors are strictly prohibited from offering, receiving, or giving in to demands to pay government officials, domestic or foreign, a Bribe, Kickback, Facilitation Payment or any portion of a contract payment.

In addition, our Related Party Transactions Policy ensures that directors and employees (including close family members) make full disclosure of related party relationships and transactions they may have with the organisation.

“

With zero tolerance, zero incidents, and zero compromises, we uphold the highest standards of integrity across all operations.

We are Africa, We Are Oando



Ethics

The Oando Code of Business Conduct & Ethics embodies the organisation's commitment to integrity, transparency, and accountability. It sets clear standards for acceptable behaviour, ensures compliance with laws and governance requirements, and provides guidance in ethical dilemmas. The code reinforces the organization's culture and values, helps new employees understand these principles, and communicates the organisation's expectations to all stakeholders. By upholding these standards, Oando builds public trust and enhances its reputation, contributing to long-term business success and sustainability.

Managing Critical Concerns

In consonance with **UNSDG 16- Peace, Justice and Strong Institutions particularly Target 16.5- Substantial reduction of corruption and bribery in all forms and Target 16.6- the development of effective, accountable and transparent institutions at all levels**, the organisation has a toll-free whistleblowing hotline managed by KPMG on behalf of the organisation to ensure anonymity and protection of the identity of all whistleblowers. The whistleblowing hotline is available to employees, vendors, customers, partners, and all other external stakeholders. The organisation's management also encourages the reporting of unethical or unlawful behavior, and matters related to the organisation's integrity. Issues reported are promptly investigated by the Compliance and Internal Audit units. Upon completion of the investigation, a formal report is presented to the Audit Committee and senior management with appropriate recommendation / remedial actions. Feedback is also provided to the whistleblower via the KMPG hotline.

Furthermore, our Whistleblowing Policy enables employees and third-party partners to report any concerns or suspected instances of corruption confidentially and without fear of reprisal. We ensure that we make every effort to protect the confidentiality of anyone reporting a violation or suspected violation, or anyone who gives useful information in the process of investigations to the extent possible under the law.

Following the acquisition of NAOC and the integration training on Oando's compliance and reporting mechanisms, the organisation recorded a significant spike in whistleblowing activity. Between August and December 2024, a total of 39

cases were reported through various channels:

- 44% via the whistleblowing hotline
- 34% through direct email
- 7% via the compliance helpdesk
- 15% through other reporting channels

The reports received covered a broad range of issues, including fraud, theft, bullying and harassment, workplace misconduct, breach of policies, and general human relations concerns.

In line with our commitment to maintaining a transparent and accountable work environment, the organisation engaged external consultants to support the in-house investigation team in reviewing the reports. Each case was subjected to a thorough investigation, with findings presented to the organisation's Management Team to ensure appropriate actions were taken in accordance with our sanctions policy.

To reinforce our culture of integrity, we continue to encourage employees to speak up and remain committed to protecting all employees, directors, and business partners from retaliation, victimization, or retribution for reporting concerns in good faith.

In furtherance of our good corporate governance practices, a comprehensive report of the investigations and their outcomes was submitted to the Board's Audit Committee. Recommendations arising from the investigations are implemented to address the issues identified and to create a respectable, inclusive, professional workplace for all employees.

As part of efforts to enhance awareness and understanding of the whistleblowing process across the organization, representatives from KPMG partnered with the governance team to deliver in-person training sessions to OERNL staff in Lagos, Abuja, Port Harcourt and other field locations. These sessions provided comprehensive guidance on how to identify and report unethical behavior, detailed the mechanisms available for whistleblowing, and underscored the critical role KPMG plays as an independent third party in safeguarding the anonymity and confidentiality of whistleblower reports. The training also aimed to reinforce the organisation's commitment to transparency, accountability, and a speak-up culture.

Know Your Customer

In fostering **Target 12.7 of the UNSDG 12 which aims to Promote public procurement practices that are sustainable, in accordance with national policies and priorities**, Oando places great importance on the Know Your Customer (KYC) process, which involves establishing and verifying the identity of our business partners. We are committed to ensuring that we do not engage with any individual or corporation involved in unethical business practices, such as money laundering, corruption, and the funding of terrorist activities.

Our KYC process is based on the best global practices and involves conducting due diligence on our business partners using reliable and independent documents, data, or information where necessary. This ensures that we have a clear understanding of who we are doing business with and helps us to mitigate any potential risks associated with engaging with unethical partners.

By upholding the highest standards of integrity and transparency in our KYC process, we aim to build strong and long-lasting relationships with our business partners while also protecting the interests of our organisation and stakeholders.

Following the recent acquisition and ongoing integration efforts, we have experienced a marked increase in due diligence requests for potential vendors and business partners. This heightened activity is a natural outcome of the need to align all third-party engagements with the policies, standards, and risk appetite of the newly consolidated entity. This provides an opportunity to strengthen our third-party ecosystem, enhance governance, and build a more resilient and transparent supply chain in line with the strategic goals of the merged organization, Oando Energy Resources Nigeria Limited.

In the year 2024, we registered 540 vendors and business partners.

“With 540 vendors onboarded in 2024, we’re building a resilient, transparent supply chain anchored on trust, due diligence, and global best practices.

We are Africa, We Are Oando

Human Rights

At Oando, we have zero tolerance for the abuse of human rights in accordance with the **UNSG 10- Reduced inequalities particularly Target 10.2 which aims to empower and promote the social, economic and political inclusion of all, irrespective of age, sex, disability, race, ethnicity, origin, religion or economic or other status**. We recognize the importance of respecting and promoting human rights in all our operations. We are committed to upholding the principles of the United Nations Guiding Principles on Business and Human Rights, which include the responsibility of companies to respect human rights, to prevent human rights abuses, and to provide effective remedies for any adverse impacts that may occur.

As part of this commitment, the Human Rights Policy Statement was drafted and approved by the Board in 2024 reiterating the organisation’s stance on upholding the human rights of its employees and all stakeholders in alignment with best practice and ethical standards. Oando’s Human Rights Policy is committed to respecting human rights and it hinges on the international human rights principles encompassed in the Universal Declaration of Human Rights, the International Labor Organization’s Declaration on Fundamental Principles and Rights at Work, the United Nations Global Compact and the United Nations Guiding Principles on Business and Human Rights. We are committed to identifying and preventing any adverse human rights impacts in relation to our business activities through human rights due diligence and preventive compliance processes.

We have also implemented a Business Partner’s Code of Conduct that sets out the standards that our Business Partners must uphold in regard to Human Rights. Our Business Partners must uphold the human rights of their employees and treat them with dignity and respect none of their employees should be subjected to physical or verbal abuse, threats of violence, or other forms of harassment whether based on gender, race, religion, ethnicity, age, national origin, or disability.

Our Business Partner Code of Conduct also ensures that each Business Partner must respect our obligations to the communities where we operate, protect the human rights of those community groups and must not do anything that would jeopardize our good relationship with our communities and our operations with them.

Furthermore, Oando strives to ensure that its business practices and operations do not contribute to any adverse human rights impact, whether through our own actions or through those of our business partners. We are committed to engaging in transparent and meaningful dialogue with our stakeholders, to ensure that we are aware of any potential human rights impact and to work together to find effective solutions.

In line with our stance on non-discrimination, whilst the organisation has not recorded any formal cases of discrimination, it has nonetheless received and investigated allegations relating to favouritism, nepotism, and victimization. In the instance under review, a thorough and impartial investigation was conducted by the internal compliance team, with support from external advisers where necessary. Based on the findings, the allegations could not be substantiated. This demonstrates our commitment to **UNSDG 10-Reduced inequalities**.

The organisation remains committed to upholding the principles of fairness, inclusivity, and equal opportunity in the workplace. All concerns raised are treated with the utmost seriousness and are investigated in line with established protocols to ensure objectivity, confidentiality, and accountability. We continue to foster a culture where employees are encouraged to report perceived misconduct without fear of retaliation, and where every allegation is handled transparently and in accordance with our Code of Business Conduct and Ethics.

Petroleum Industry Act (PIA) and Nigerian Content Development Monitoring Board (NCDMB)

In accordance with the provisions of the Petroleum Industry Act (PIA) 2021 for all Nigerian oil operators, Oando has established and funded the Host Community Development Trusts (HCDT) and we engage directly with the host communities, recognizing each affected community formally and consulting them on development needs. We work together with the communities to prevent vandalism of petroleum facilities as infrastructure protection is critical for fulfilling operational targets under the PIA.

The acquisition of NAOC’s assets was reviewed and approved by Nigerian Upstream Petroleum Regulatory Commission (NUPRC) in accordance with due diligence and ministerial consent procedures mandated under the PIA and the transaction complied fully with PIA guidelines throughout the 180-to-248-day process from application to approval.

We are aligned with the Nigerian Oil and Gas Industry Content Development Act (NOGICD) Act 2010 and the policies of the Federal Republic of Nigeria demonstrated by our commitment to the advancement of local content development and host community initiatives in our operations and our broader strategy of promoting the Nigerian Content Development and Monitoring Board’s (NCDMB’s) goals by enhancing infrastructure, empowering communities, and increasing indigenous participation in upstream operations.

In 2024, Oando not only completed a transformative acquisition but effectively integrated NAOC to boost reserves, production, and financial performance. Our proactive engagement at NCDMB-led events, emphasis on local content, and alignment with capacity-building initiatives demonstrate strong adherence to regulatory and industry expectations. The eighty percent (80%) retention of the Nigerian workforce across all operations, award of contracts valued at over \$40 million dollars to indigenous vendors and manufacturers, recruitment of Nigerian youths across various areas such as Engineering, Geosciences and other STEM disciplines, the training of indigenous vendors/contractors on ISO compliance, HSE standards and the use of digital procurement tools, the maintenance of full compliance with NCDMB statutory reporting and KPIs with no cases of non-compliance or fine recorded in 2024.

This positions Oando as a leading indigenous operator committed to sustainable, nationally aligned growth and the advancement of Nigerian content

ESG Strategy

In 2024, the integrated Oando ESG Strategy document was implemented, marking a significant milestone in the organisation’s sustainability journey. Following the engagement of ESG consultants, Hudson Sandler, key goal holders across the organization defined specific Key Performance Indicators (KPIs) and outlined their respective implementation plans and programs. These were aligned with the strategic ESG pillars, namely: Climate Change, Environmental Stewardship, People Welfare, Community Development and Well-being, Ethical Business Practices, Asset Management, and Economic Growth.

In light of the organisation’s expanded role as operators following the acquisition of NAOC’s assets, the ESG Strategy document is under review and being updated to align with the organisation’s expanded responsibilities, revised operational landscape, and evolving stakeholder expectations.

The Governance team established key performance indicators (KPIs) under the strategic pillar of Ethical Business, focusing on high-priority material topics such as Human Rights, Ethical Business Practices, and Anti-Corruption. These KPIs include:

- i. Conduct a Human Rights Risk Assessment and determine/set metrics related to human rights and labour practice policies based on the outcome of the HR Risk assessment.
- ii. Incorporate and conduct Human Rights due diligence as part of the onboarding process for existing and potential business partners/contractors, to identify existing and potential human rights risks in the business operations.
- iii. Zero reports of corrupt practices by the organisation from internal and external stakeholders.
- iv. 100% response to all complaints and enquiries by all investors and other stakeholders
- v. Third party risk management review. Active participation in the SME Corporate Governance Guidelines to see the emergence of a sustainable ecosystem of vendors with best-in-class governance practices.
- vi. Embedding ESG parameters in due-diligence questionnaires. Risk ranking based on outcome
- vii. Conduct training and awareness to strengthen the lines of defense
- viii. Strengthening the existing governance framework with accountabilities for business ethics issues
- ix. Inclusion of key clauses in contracts and annual declaration of compliance

Tracking and monitoring the established Key Performance Indicators (KPIs) under the ESG Strategy remains a critical component of our sustainability efforts. To ensure continued progress across all strategic pillars, goal owners will be required to actively assess their performance against defined targets.

Stakeholder Engagement

The Governance and Compliance department pays close attention to the engagement of its stakeholders. The organisation's aim is to honor the rights of stakeholders whilst ensuring fair treatment. The Governance and Compliance department assesses and prioritises Stakeholders using the following criteria:

- i. Stakeholder interests
- ii. Stakeholder expertise on material issues
- iii. Stakeholder level of influence
- iv. Stakeholder willingness to engage with the organisation
- v. Stakeholder expectations of engagement with the organisation
- vi. Stakeholder dependence on the organisation, and
- vii. Value for the organisation of engaging with each Stakeholder

The department also understands that stakeholders can change due to new technologies, regulations, markets, and customers. Stakeholder mapping is conducted regularly in order to understand our key stakeholders and to promptly design appropriate responsiveness and corresponding communication strategies. Management has the duty to efficiently and effectively provide systems for collating feedback from stakeholders, compiling data, monitoring progress, and evaluating results.

“

Through structured engagement and continuous stakeholder mapping, we adapt to evolving needs while reinforcing inclusive, ethical governance.

We are Africa, We Are Oando

Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder concerns/issues raised	Resolution Strategies
Shareholders	Law	General Meetings, email correspondence. One on one interaction	Going Concern issues	Management has designed initiatives to overcome the going concern uncertainties on profitability, working capital deficiency and negative shareholders' fund. Specifically, aggressive efforts are geared towards recovery of major receivables, manage funding gap and coordinate group refinancing of the existing borrowings.
Employees	Internal processes	Newsletters, Townhall meetings, email correspondence, face to face interaction	Information Management	Providing employees with transparent and timely feedback and addressing any areas of improvement.
Regulators (Corporate Affairs Commission, Securities and Exchange Commission), Financial Reporting Council of Nigeria, NGX Regulations Limited	Laws establishing the Regulatory bodies	Reporting requirements (Quarterly and annually), inspections and audits	Compliance with regulations, risk management and internal control.	Developed and implemented robust compliance and regulatory program that ensure adherence to regulatory requirements. This includes establishing policies, procedures, and internal controls to mitigate compliance risk. Timely filing of compliance and regulatory returns. Proactive engagement with regulators through meetings to address any emerging concerns or challenges.
Directors	Law	Quarterly Board and Committee meetings	Corporate Governance, strategic decision-making, financial performance, and accountability	Developed a comprehensive corporate governance framework that clearly defines the role and responsibilities of directors. Continuous training programs for directors to enhance their understanding of the industry regulatory landscape, emerging trends and best practices.



Peace, Justice and Strong Institution Internal Audit

Peace, Justice and Strong Institution
Internal Audit



In line with UNSDG 16, Oando’s Internal Audit strengthens governance, risk management, and controls through Joint Venture audits, ENI acquisition reviews, IT security assessments, and ISO 27001 compliance, reinforcing accountability and sustainability.



Peace, Justice and Strong Institution (Internal Audit)

The Internal Audit Function reports directly to the Statutory and Board Audit Committee of Oando Plc and administratively to the Chief Executive Officer (GCEO) of the organization. The Unit, in performing its duties, also engages various levels of management (executive, senior and mid-level) and other employees.

Consistent with the **UNSDG 16-Peace Justice and Strong Institution**, the Oando Internal Audit team plays a vital role in supporting the organization's sustainability efforts by ensuring that risk management, governance, and internal control frameworks are robust and effective. As an independent assurance provider, the Internal Audit team supports the Board and Management in achieving strategic objectives through enhanced oversight and accountability.

A key responsibility of the team is the coordination of Joint Venture audits, which promotes responsible production practices among operating partners whilst safeguarding the organization's interests and maximizing value.

During the reporting year, the Internal Audit Unit focused on several critical areas to support the organization's strategic and operational objectives. Key activities included value assurance engagements following the acquisition of ENI's interest in the OML 60-63 Joint Venture, as well as Information Technology General Controls and Security Reviews—initiatives driven by the organization's growing reliance on digital systems and the associated risks of system integration. The unit also played a key role in supporting the organization's ISO 27001 certification obligations through ongoing surveillance activities. In addition, we conducted Joint Venture Audits and carried out comprehensive reviews of controls related to financial reporting and broader operational processes across the group.

Peace, Justice and Strong Institution Internal Audit - continued

The table below outlines the Internal Audit Unit's performance against the Key Performance Indicators (KPIs) established for the reporting period.

Key performance indicators for 2024 Reporting Year

KEY PERFORMANCE INDICATORS (KPI)	TARGET	ACTUAL
Percentage coverage of audit plan	80%	75%
Percentage of recommendations implemented	70%	67%
Business unit / Auditee satisfaction survey	80% of respondents are satisfied with the audit	90%
Significance of audit findings / recommendations.	30% of Issues raised should address high risks	55%
Actual vs Budget hours spent on audit engagements.	<110%	102%

The Internal Audit unit's KPIs for 2025 remain the same as 2024 set targets.

Internal Audit Governance

In accordance with the Code of Corporate Governance, the Internal Audit Unit reports functionally to the Audit Committee of the Board and administratively to the Group Chief Executive (GCE). This direct reporting line to the Audit Committee reinforces the Unit's independence within the organization. In line with best practices, the General Manager (GM), Internal Audit, also has unrestricted access to the Chair of the Audit Committee.

The Audit Committee is responsible for evaluating the performance of the Internal Audit Team and overseeing the remuneration of the GM, Internal Audit. In addition, the Committee holds dedicated sessions with the GM, Internal Audit, without management presence, to ensure open communication and independent oversight.

The Internal Audit Unit adopts a risk-based approach in developing its annual audit plan. This plan is closely aligned with the organisation's enterprise risk management framework, enabling the Unit to provide targeted assurance to the Board that key risk areas are being effectively managed in line with the organisation's defined risk appetite. The audit plan is reviewed and approved by the Audit Committee.

Upon the completion of each audit engagement, the Unit issues a formal report. This report is distributed to relevant stakeholders, while significant findings are escalated in aggregated form to the Audit Committee and the GCE on a quarterly basis, or as otherwise requested.

During the reporting year, the Internal Audit Unit raised sixteen (16) critical concerns with the Board and Audit Committee. In response, the Audit Committee and Board engaged proactively with executive management to ensure timely and effective resolution of these issues. A summary of the critical concerns addressed during the year is presented in the table below.

NATURE OF CRITICAL CONCERNS	NO. OF CRITICAL CONCERNS
Governance / Strategy	4
Financial Exposure / Misstatement	4
Reportable Condition	2
Information Technology	4
Non-Compliance with Policies and Procedures	2
Total	16

All sixteen (16) issues reported are being / have been appropriately remediated by Management with adequate measures put in place to prevent recurrence.

Anti-Corruption

Standing by the **UNSDG 16- Peace, Justice and Strong Institutions particularly Target 16.5- Substantial reduction of corruption and bribery in all forms and Target 16.6- the development of effective, accountable and transparent institutions at all levels**, Oando maintains a toll-free whistleblowing hotline, independently managed by KPMG, to uphold confidentiality and protect whistleblowers through its anonymous reporting capabilities. This service is available to employees, vendors, customers, business partners, and other external stakeholders, reinforcing the organization's commitment to transparency, integrity, and accountability across all levels of operation.

The organization actively encourages the reporting of unethical or unlawful conduct, as well as any issues that may compromise corporate integrity. All reports received through the hotline are promptly investigated by the Governance and Compliance/HCM and / or Internal Audit Units. Upon completion of each investigation, a formal report—outlining findings, recommendations, and proposed remedial actions—is submitted to senior management and the Audit Committee. Whistleblowers are provided with feedback on the outcome of the investigation via the KPMG-managed platform where the identities of the whistleblowers are known.

During the reporting period, no significant corruption-related risks were identified through the organisation's risk assessment processes. Additionally, there were no recorded incidents of non-compliance with applicable regulations or codes related to health and safety.

No incidents. No compromises. Our commitment to integrity is embedded at every level of our operations.

We are Africa, We Are Oando

Stakeholder Engagement

The Internal Audit Unit maintains ongoing engagement with various levels of management as part of its core activities, which include process and operational reviews, as well as follow-up on the implementation of audit recommendations. Stakeholder engagement each year is guided by the Internal Audit Charter and the Board-approved Internal Audit Plan. This Plan defines the scope of audit activities for the period and outlines the reporting obligations of the Internal Audit Function, ensuring transparency, accountability, and alignment with the organization’s strategic objectives.

The schedule below highlights the key stakeholders, their frequency of communication, and communication modes, stakeholder concerns, and resolution strategies.

Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder concerns/issues raised	Resolution Strategies
Internal				
Board of Directors	Internal Audit Charter	Through the Audit Committee's reports	Business profitability, Compliance with regulations and policies, Financial Reporting, Effectiveness of Operations	Quarterly report to the Board for deliberation on business updates
Audit Committee	Internal Audit Charter	Face to face meetings, presentations, and reports	Business Enterprise Sustainability, Compliance with regulations and policies, Financial Reporting, Effectiveness of Operations	Quarterly report of business updates and significant issues
Group Chief Executive Officer	Internal Audit Charter	Face to face meetings, presentations, reports, and email	Profitability and Value to Stakeholders	Quarterly update and discussion on business performance
Executive Management	Internal Audit Charter	Face to face meetings, presentations, reports, and email	Achieving strategic objectives of the organization	Daily interaction on achievement of business risks and objectives
Function Heads	Approved Internal Audit Plan	Face to face meetings, reports, and emails	Delivering on business objectives	Daily interaction on the achievements of business risks and objectives
Operations and Technical Staff	Approved Internal Audit Plan	Face to face meetings, emails	Delivering on business objectives	Daily interaction on the achievements of business risks and objectives
External				
Counterparts on JV assets	Joint Operating Agreement	Face to face meetings, reports, emails	Ability to fund operations on assets	JV Audit reviews and other interactions with operators
External Auditors	Statutory Requirement	Face to face meetings, reports, emails	Reliability of financial information	Annual support for execution of external audit



Gender Equality, Decent Work, and Economic Growth, Reduced Inequalities
Human Capital Management

Gender Equality, Decent Work, and Economic Growth, Reduced Inequalities - Human Capital Management



In 2024, Oando’s acquisition of NAOC (now Oando Energy Resources Nigeria Limited) marked a milestone, driving efficiency, sustainability, and a people-first culture. We prioritized employee well-being, safety, and development, reinforcing our employer-of-choice status and advancing SDGs on health, education, gender equality, and decent work.



In 2024, Oando's acquisition of the Nigerian Agip Oil Company (NAOC) now known as Oando Energy Resources Nigeria Limited (OERNL) represented a defining milestone in our growth trajectory, positioning integration as a key driver of operational efficiency and business sustainability. This move built on the momentum from 2023, a year in which we reinforced our reputation as a great place to work by prioritizing employee well-being and financial wellness.

As we unify people, systems, and cultures, we remain focused on embedding people-centric strategies that reflect our core values. Integration was not just about structural alignment; it was about protecting and enhancing the employee experience. Through this, we strengthened our position as an employer of choice and underscored our commitment to sustainable growth driven by a strong and engaged workforce.

Throughout this transformative period, we prioritized employee development, wellbeing, health, and safety, ensuring that everyone within OERNL felt valued, supported, and empowered to thrive. These efforts directly impacted on our commitment to several United Nations Sustainable Development Goals (SDGs), including **UNSDG 3 (Good Health and Wellbeing)** through unified wellness and safety programs; **SDG 4 (Quality Education)** via integrated learning platforms; **UNSDG 5 (Gender Equality)** by fostering an inclusive and equitable culture; and **UNSDG 8 (Decent Work and Economic Growth)** through creating a cohesive, fair, and empowering workplace that drives sustainable growth.

Gender Equality, Decent Work, and Economic Growth, Reduced Inequalities

Human Capital Management - continued

<5%

Unforced attrition rate maintained in 2024, despite organizational transformation

Update on the KPIS Under the 2024 ESG Strategy: Human Capital Management Department

In 2024, amid a pivotal phase of organizational transformation, Oando set a strategic objective to maintain an unforced attrition rate below 5%. Recognizing the critical importance of employee retention during integration, the Human Capital Management (HCM) team undertook comprehensive culture and integration assessments through targeted surveys and focus group discussions. These insights identified key attrition drivers, including communication gaps, limited awareness of available benefits, and the need for deeper employee engagement. In response, we deployed a suite of initiatives: structured engagement forums, sensitization sessions on employee benefits, and enhanced leadership visibility through both formal and informal touchpoints. As a result, we successfully maintained unforced attrition at 5% while strengthening workforce connectivity, alignment, and morale across the Organization.

To strengthen our talent attraction capabilities, Oando broadened its recruitment strategy beyond conventional channels by deepening engagement with academic institutions and enhancing our digital presence. Leveraging on an applicant tracking system as well as more collaboration with LinkedIn Recruiter, the Human Capital Management team effectively streamlined the hiring process and expanded the reach of our employer brand. These efforts resulted in the successful onboarding of 49 full-time hires and supported the development of a robust, high-quality talent pipeline aligned with our evolving business needs. This is a demonstration of our commitment towards the achievement of **UNSDG 8 (Decent Work and Economic Growth)**.

Recognizing the importance of continuous learning, we set a baseline goal of 100 training hours per employee. Using performance appraisals and talent reviews to identify training needs, we delivered eight training sessions through the Oando Academy, provided extensive on-the-job learning opportunities including and not limited to multidisciplinary project teams, and introduced LinkedIn Learning. These efforts resulted in over 2,000 courses being completed and an average of 160 training hours per employee, surpassing our target. This is part of the department's efforts to accomplish **Target 2.4 under the UNSDG 4 (Quality Education) which is aimed at substantially increasing the number of youth and adults who have relevant skills, including technical and vocational skills, for employment, decent jobs and entrepreneurship.**

As part of our ongoing commitment to ethical and responsible business practices, Oando commenced the development of a Forced Labor and Modern Slavery Policy in 2024. We also initiated a structured due diligence process to assess potential risks across our vendor and manpower supply chains. This proactive approach represents a critical step

2,000+

Courses completed through Oando Academy, LinkedIn Learning, and on-the-job training programs

towards aligning our operations with international labour standards and reinforcing accountability within our extended value chain whilst also supporting the fulfillment of **UNSDG 8- Decent Work and Economic Growth in particular Target 8.7 which deals with the implementation of immediate and effective measures to eradicate forced labour, end modern slavery, child labour and human trafficking.**

To ensure our benefits remain competitive, we conducted a comprehensive remuneration survey using external consultants, formal and informal surveys, to align our compensation structure with the new business reality. The outcome of this enabled us to revalidate our total reward structure in line with our remuneration philosophy. This supports our internal and external equity, while maintaining a fair and competitive compensation structure. We also maintained employee salaries in line with economic indices and Living Wage standards by reviewing compensation to-adjust Cost of Living Allowance due to inflation in 2024, ensuring fair pay across the Organization.

Data protection remained a key priority, and we achieved full compliance with regulatory standards. Our Information Technology (IT) and Human Resources (HR) teams worked together to enforce strict policies limiting access to employee data and to implement secure storage systems, safeguarding sensitive information effectively.

Lastly, we committed to maintaining at least 40% female representation in our workforce by launching mentoring programs aimed at women in technical roles and initiating long-term efforts to identify and nurture women in Science, Technology, Engineering and Mathematics (STEM) fields through internships. These initiatives support our broader goal of fostering diversity and inclusion across the organization and further supports the **UNSDG 5- Gender Equality**.

“Our commitment to fair pay, gender equality, and ethical labour practices reaffirms our belief that people are the foundation of sustainable growth.

We are Africa, We Are Oando

Aligned Goals, Targets, and Implementation Roadmap (2025–2029)

S/N	Strategic Goal	3 – 5 Year Target (2025 – 2029)	Initiatives undertaken in 2024
1	Talent Acquisition, Retention and Development	Implement a development framework that ensures Oando Employees are fully equipped to do their jobs in line with Oando competency framework, leading to a 10% increase in our talent development pipeline and an unforced attrition rate of less than 5%	Conducted targeted surveys and focus group sessions on culture and integration; held employee engagement forums and sensitization on benefits, recorded an unforced attrition rate of 5%.
2	Forced Labour and Modern Slavery	100% compliance with our employment policies with respect to forced labour/modern slavery.	Reviewed employment contracts and onboarding documentation; conducted internal awareness sessions on labour practices and policy adherence; recorded 0% incidents of forced labour.
3	Employment Practices	Maintain our employee trust index at over 70% by ensuring our policies and practices are consistently applied.	Reinforced consistent policy application; maintained open communication channels for staff feedback.
4	Diversity, Inclusion and Equal Opportunities	Increase the number of women in management by 5 percentage points.	Conducted gender diversity analysis; initiated planning for female leadership development programs; ensured inclusive recruitment practices.

Human Capital Management Initiatives for the Local Community

As part of our local content and social responsibility commitments, the company actively engaged with and contributed to its host communities, particularly in the areas of employment, skills development, and workforce localization. It also addressed key gaps in local capacity, ensuring alignment with national content policies, including workforce composition, employment equity, and labour relations.

Host Community capacity development programs for 2024 include:

Bursary and Scholarship Programme

As part of our commitment to human capital development and inclusive community investment, Oando JV continues to advance educational access through its Bursary and Scholarship Programme. This initiative directly supports **UN Sustainable Development Goal 4 (Quality Education)** by promoting lifelong learning opportunities, enhancing skills development, and building local capacity in our areas of operation and beyond.

Launched in the 1990/1991 academic session with bursary payments and expanded in 1992/1993 to include tertiary scholarships, the programme reflects our long-standing dedication to equitable education. To date, it has supported 2,397 beneficiaries, including 1,978 bursary recipients and 419 tertiary scholarship awardees.

By investing in education and skills development, the programme strengthens the pipeline of future talent, enhances social mobility, and fosters long-term trust and collaboration between Oando JV and its host communities, all of which are essential to sustainable business and national development.

Agro-Skills Empowerment Program & Micro-Credit

These development programs were done to address identified skill gaps in the Host communities which included soil moisture conservation techniques, seed multiplication techniques, farm management (pest/disease control, soil management techniques, record keeping, pen construction etc), post-harvest storage, fishpond management, fingerlings production, livestock management, and micro-credit management/loan repayment.

350 youths and women benefitted working capital worth ₦273 million under the Land Area and Swamp Area (LAR/SAR) for skills development trainings on fishery, agronomy, and livestock.

GRP Micro-Credit Scheme extended over ₦28.2 million revolving loan to 50 beneficiary Cooperative Societies (2023 – 2024) to expand and sustain their various agricultural enterprise. There was also a pre-disbursement training program and monitoring.

In furtherance of the **UNSDG 4-Quality Education**, Extension service delivery trainings were also conducted for Land and Swamp area (LAR/SAR). GRP conducted a total of 83 trainings in various areas and field trips to 1097 farmers (491 Male & 606 female) in LAR and SAR in the year 2024.

₦273 million

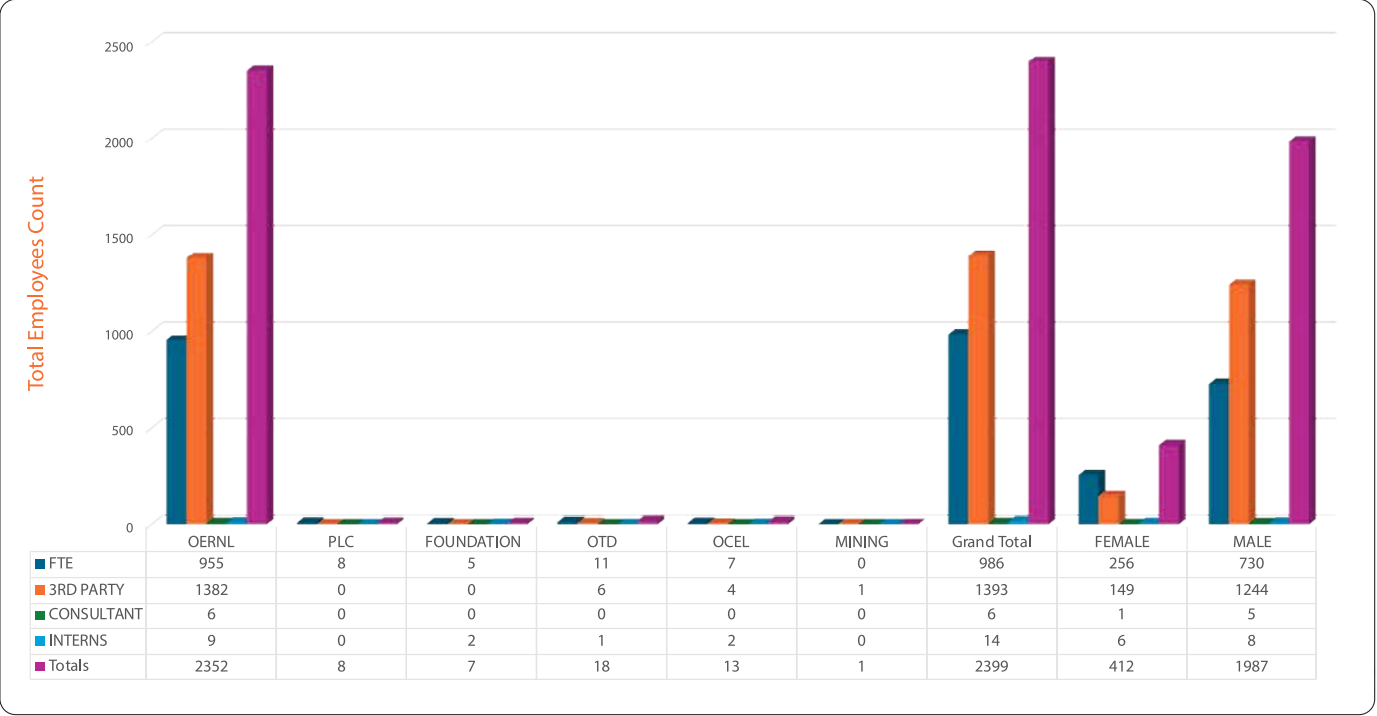
Working capital provided to 350 youths & women in host communities for agronomy, fishery & livestock training

Agronomy	Fishery	Livestock	Cooperative Formation and Management
<ul style="list-style-type: none">Seed multiplication techniques.Vertical farming for small spaces.Soil samples collection techniques.Soil remediation using recommendations on the soil test reports and fertilization plans from our laboratory.Land preparation techniques.Crop cultivation techniques.Soil moisture conservation techniques.Crop maintenance which involves timely weeding, insect/pest identification and treatment, disease control/treatment, etc.Safe and effective use of pesticides and herbicides.Fertilizer application techniques.Harvesting and post-harvest storage etc.	<ul style="list-style-type: none">Pond Construction.Stocking techniques.Feeding rate and type of feed/sizesPond management to guard against outbreak of disease/mortality and cannibalism that may occur due to overstocking, water quality and poor grading.Harvesting.Market linkage.	<ul style="list-style-type: none">Pen constructionFeedingPen management to guard against outbreaks of disease and mortalityMarket linkage etc.	<ul style="list-style-type: none">Requirements for Cooperative registration with the Ministry of Commerce and IndustryCooperative management and income generation activities such as thrift savings and cooperative projects.Record keeping etc.

Workforce Demography

This section provides an overview of the demographic composition of the company's workforce. It highlights key characteristics such as age, gender, ethnicity, cadre etc.

Total Employees in the Oando Group



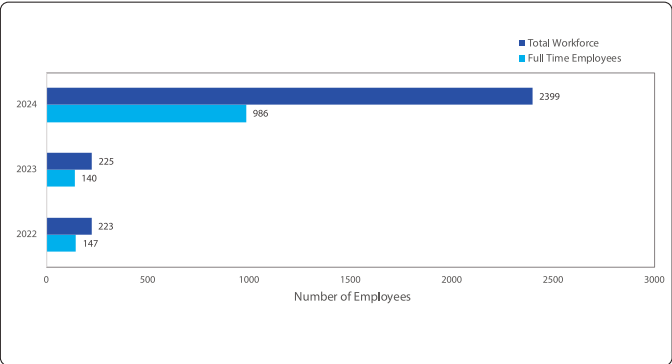
The chart above provides a summary of the Group's workforce as of 2024, with a total headcount of 2,399 across all entities. Oando Energy Resources Nigeria Limited (OERNL) accounted for over 98% of this figure, while other entities such as Oando PLC, Foundation, OTD, OCEL, and Mining maintained comparatively smaller teams. The workforce comprised a mix of employment types, with interns and consultants each representing less than 1% of the total headcount. This overview reflects the Group's human capital structure for the reporting year and highlights the expanded workforce following the alignment of operations post-acquisition.

2,399%
Total workforce headcount across the Group in 2024

Human Capital Trend Analysis Report

The chart below illustrates significant growth in Oando Group’s workforce, both in overall headcount and in full-time employees, between 2022 and 2024. Total employee numbers remained relatively stable between 2022 (223) and 2023 (225), before experiencing a sharp increase to 2,352 in 2024, largely due to the NAOC acquisition. A similar trend is observed in the number of full-time employees, which decreased slightly from 147 in 2022 to 140 in 2023, then rose dramatically to 986 in 2024. These trends reflect the structural impact of the acquisition and suggest a renewed focus on expanding the full-time workforce as part of the company's growth strategy.

Human Capital Trend Analysis: Total vs Full Time Employees



“

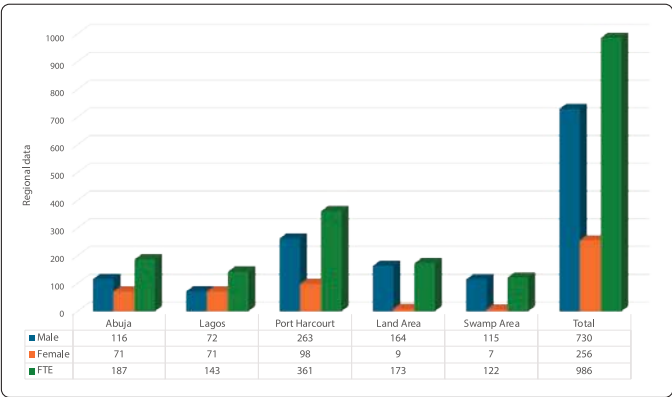
From 225 to 2,352 employees in just one year, our human capital growth mirrors the scale of transformation reshaping Oando’s future.

We are Africa, We Are Oando

42%

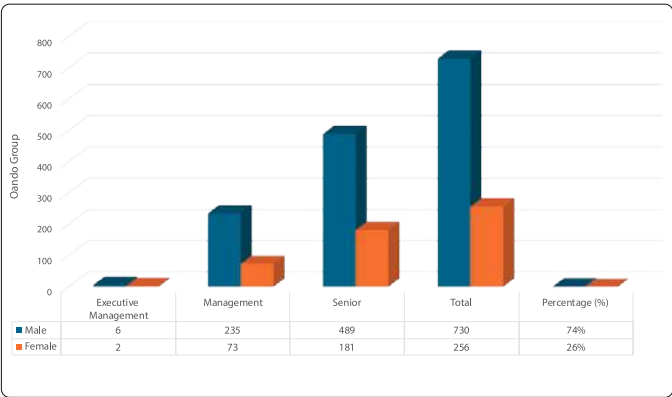
Full-time employees as a proportion of total workforce in 2024 (986 of 2,352)

Total Employees by Location and Gender



The chart titled “Region & Gender” presents the distribution of 986 full-time employees (FTEs) across six operational regions—Abuja, Lagos, Port Harcourt, Land Area, Swamp Area, and Total. Port Harcourt recorded the highest number of FTEs at 361, followed by Abuja with 187, Land Area with 173, Lagos with 143, and Swamp Area with 122. The chart also captures gender distribution, showing a total of 730 male and 256 female employees. This regional view reflects how the workforce is distributed in line with operational footprint and provides useful data for ongoing workforce management and planning activities.

Total number of FTE Cadre and Gender



The chart illustrates the distribution of full-time employees (FTEs) across different employment levels at Oando Group—Executive Management, Management, and Senior—categorized by gender. A total of 986 employees are represented, with the highest concentration found at the senior level, followed by management.

100%

Cadre distribution aligned with Oando's structural hierarchy and gender inclusion targets

In 2024, Oando recruited 49 employees (41% female, 59% male, avg. age 35) and recorded 49 exits, sustaining 5% attrition. With new digital tools, we enhanced recruitment efficiency, while Oando Academy and LinkedIn Learning delivered 2,000+ courses and 160 learning hours per employee, building a future-ready workforce aligned with UNSDGs 4 and 8.

Recruitment and Turnover

2024 NEW HIRES

Gender/Age	21 - 30	31 - 40	41 - 50	51 – 60	Total	%
Male	11	10	7	1	29	41%
Female	8	10	1	1	20	59%

In 2024, the team facilitated the recruitment of forty-nine (49) full time hires over the course of the year. In tandem with **UNSDG 5-Gender Equality**, gender distribution for the new hires was 41% female and 59% male, while the average age was 35 years old. In addition, we ramped up the use of our new applicant tracking system in 2024.

This platform helped to create a one stop shop for all our recruits and improved the recruitment application, communication and information management process. We also introduced the use of LinkedIn recruiter to maximize the visibility of our vacancies to top talent, thereby ensuring we consistently have a pool of top qualified candidates to recruit from. In 2024, the company recorded 49 employee exits (13 female, 36 male), resulting in an attrition rate of 5%, primarily due to relocation and pursuit of new opportunities

49

Full-time hires recruited in 2024

100%

Adoption of new applicant tracking system as central recruitment platform

Training and Education

In alignment with **UNSDG 4 (Quality Education)**, Oando remains committed to fostering a culture of continuous learning and professional growth across the organization. Through a wide range of Learning & Development opportunities, we aim to enhance job performance, strengthen leadership capability, and prepare employees for expanded responsibilities within the Oando value chain.

Our learning ecosystem combines the expertise of both internal and external subject matter specialists, delivered through Oando Academy and in partnership with leading local and international training providers. The Academy offers foundational to intermediate-level courses tailored to close skill gaps, introduce emerging competencies, and refine existing capabilities in support of our strategic talent development goals.

This commitment is reinforced through the continued deployment of a blended learning approach, integrating digital tools, instructor-led sessions, and on-the-job experiences to ensure flexibility, accessibility, and impact at scale.

The Oando Academy successfully facilitated eight targeted training sessions covering a blend of technical and business essential courses, further advancing our learning agenda. Beyond formal instruction, we continued to embed on-the-job learning through strategic stretch assignments and the formation of cross-functional and ad hoc project teams, reinforcing experiential development across all levels.

To further expand learning access and individual growth, we introduced LinkedIn Learning, a globally recognized online learning platform offering thousands of expert-led courses. This digital resource enabled employees to deepen their capabilities across critical areas such as leadership, communication, teamwork, project management, and other core technical and soft skills. This further strengthened our commitment to **Target 8.3 of the UNSDG 8 which is concerned with the promotion of development-oriented policies that support productive activities, decent job creation, entrepreneurship, creativity and innovation.**

Through these combined efforts, we deployed over 2,000 learning courses and recorded an average of 160 learning hours per employee, a testament to our commitment to building a future-ready workforce and advancing **UNSDG 4- Quality Education** within the workplace.

In 2024, Oando advanced talent development with 26 promotions and 53 acting roles post-NAOC integration, while introducing 360-degree evaluations to strengthen accountability. Women in management more than doubled to 75, reflecting progress on UNSDG 5. Despite a post-acquisition workforce shift to 25% female, we remain committed to inclusive policies, mentorship, and leadership development to sustain growth and diversity.

Talent Development and Performance Management

Oando believes that providing meaningful growth and development opportunities is essential for employee retention and overall organizational performance. In 2024, our initiatives focused on reinforcing our commitment to talent management and development.

During the year, 26 employees were promoted, including six management-level positions. These advancements significantly boosted employee morale and reinforced our organizational drive, contributing to the successful completion of the NAOOC acquisition and the integration in September 2024 thereby fostering UNSDG 8- Decent work and Economic growth.

As part of the post-acquisition organogram integration, 53 employees were given the opportunity to act in higher-level roles for a six-month period, after which successful individuals will be confirmed in their new positions, thereby providing opportunity for career growth, employee recognition, improving morale and motivation, building trust within the organization and overall, creating a positive work environment.

In line with established best practices, Oando implemented a structured bi-annual objective setting process in 2024, closely aligned with the company's overarching Corporate Objectives. This was complemented by mid-cycle reviews and end-of-

period evaluations, reinforcing performance accountability and ensuring strategic alignment across all business units.

A significant improvement to our performance management framework was the introduction of 360-degree evaluations, providing a more holistic view of employee effectiveness. This approach allows for multi-source feedback, capturing input from managers, peers, and direct reports specifically on the behavioral dimensions of performance, assessed through our proprietary TRIPP framework. This evolution reflects our commitment to building a culture of continuous feedback, transparency, and behavioral excellence. This new approach encourages employees to further embody our core values in daily tasks. The 360-degree evaluation is combined with traditional role-based assessments to form the total performance evaluation score, weighted at 20% and 80% respectively.

Our performance management system, facilitated through the Company approved system - Oracle Fusion, ensures that all employees are assigned goals derived from corporate objectives, tailored to their function, department, and role. Progress is monitored through mid-cycle reviews, formal and informal feedback by line managers, allowing for timely course correction and ensuring goal achievement by the designated deadlines.

49
Full-time hires recruited in 2024

100%
Adoption of new applicant tracking system as central recruitment platform



142%
Growth in women in management between 2022 and 2024

31→35→75
Number of women in management roles (2022 → 2023 → 2024)

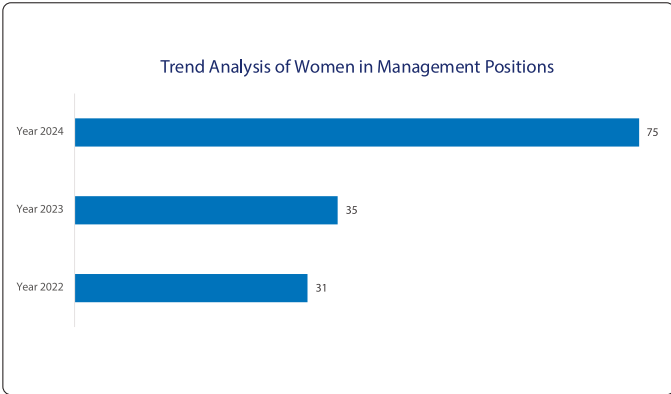
Diversity and Equal Opportunity

As part of our unwavering commitment to the United Nations Sustainable Development Goals—specifically **SDG 5: Achieve Gender Equality and Empower All Women and Girls**—Oando continues to champion inclusion, diversity, and equal opportunity across all levels of the organization.

We have embedded these values into our recruitment policies, ensuring that every hiring decision is based strictly on merit, with emphasis on the skills, experience, and potential of each candidate.

As an equal opportunity employer, our selection and recruitment process are competency based and primarily assesses the skills, competencies and experience of candidates in alignment with the identified need. In early 2024, the company had a female and male employee population of 44% and 56% respectively, which exceeded the industry average. We also had an average age distribution of about 38 years old. However, post NAOOC acquisition in August 2024, the gender distribution changed to 25% female and 75% male, while the average age became 48 years old.

Our talent acquisition and retention strategies are tailored to not only attract skilled female professionals, but also to provide them with the tools, resources, and supportive environment they need to thrive. This includes mentorship, leadership development opportunities, and safe workplace policies that encourage long-term career growth.



The chart shows a significant upward trend from 2022 to 2024. In 2022, 31 women held management positions, which increased slightly to 35 in 2023. However, there was a sharp rise in 2024, with the number more than doubling to 75, making 114% increase from 2023 to 2024. This suggests growing gender diversity in leadership roles, especially between 2023 and 2024.

At Oando, we believe that a diverse workforce drives innovation, improves decision-making, and enhances sustainability performance. We remain committed to deepening our efforts to empower women and uphold gender equity as a core business imperative. Diversity is more than a metric; it's a core part of our culture. This commitment shapes stronger teams, fuels an engaging and inclusive workplace, and fosters a genuine sense of belonging for all. Our diverse workforce not only strengthens internal cohesion and loyalty but also enhances how we are perceived by our partners, host communities, and future talent. Diversity is integral to who we are, and vital to the way we grow, lead, and innovate in pursuance of **Target 5.5 of the UNSDG 5 which covers ensuring women's full and effective participation and equal opportunities for leadership at all levels of decision-making in political, economic and public life.**

More importantly, having a workforce that truly represents the world around us allows us to stay agile, innovative, and prepared for the future. At Oando, we believe that when people feel seen, heard, and valued, they do their best work—and that's what drives lasting success.

“
By championing gender equity and inclusive leadership, we're building stronger teams and shaping a workplace where everyone belongs.

We are Africa, We Are Oando



Remuneration, Benefits, and Employee Welfare

In 2024, the team implemented equitable pay adjustments in line with market surveys, inflation, and naira devaluation. We also harmonized the Nigerian Agip Oil Company Limited now called Oando Energy Resources Nigeria Limited (OERNL) job grades, pay and benefits structure to align with the Company's current business reality. There was also a group wide Cost of Living adjustment implemented for other entities within the Oando group.

Additionally, we updated the remote work policy in line with the outcome of the 2023 focus group sessions by including a hybrid work structure. Finally, we improved our healthcare benefits by expanding specific health benefits, particularly the optical and dental care limits. We also introduced two new HMOs (one international and one local) to ensure employees have more options and flexibility on their health benefits. The implementation of these initiatives resulted in improved employee morale, trust, health & wellness and enhanced the Company's Employee Value Proposition. This further highlights our commitment to the **UNSDG 3- Good Health and Wellbeing**.

Oando's executive compensation framework is structured to promote responsible leadership, long-term value creation, and organizational fairness. Senior executives are rewarded through a balanced mix of Fixed Annual Remuneration and Variable Compensation, which includes both Short-Term Incentives (STIs) and Long-Term Incentives (LTIs). This design ensures alignment between executive performance and the company's strategic objectives—driving accountability for both immediate results and sustainable growth.

Additional elements such as sign-on bonuses, perquisites, and a retirement plan (with optional enhanced contributions and retiree healthcare) support talent attraction and retention. Deferred share-based bonuses ensure alignment with shareholder interests over time.

Oando is committed to pay equity and inclusion:

- There is 0% pay disparity between men and women across roles.
- Compensation is based on fairness, transparency, and merit.
- Regular job evaluations and remuneration surveys are conducted with independent consultants.
- The pay ratio of the highest-paid employee to the median is 1:5.
- Entry-level pay exceeds the local minimum wage by a factor of 23.

Significant operational locations include Lagos, Abuja, and Port Harcourt. This approach ensures that compensation practices at Oando support not only business success but also broader social and sustainability goals.

The company continues to improve and expand on the below-listed benefits for full-time employees, based on defined eligibility criteria such as years of service, cadre, position, etc. across all company locations.

- Pension
- USD Gratuity Fund Scheme
- Group Life Insurance
- Health Care Insurance
- Annual Leave
- Sick Leave
- Leave of absence
- Parental Leave
- Casual & Compassionate Leave
- Study Leave
- Examination Leave
- Mortgage Support Facility
- Car Benefit
- Car Grant
- Social & Professional Subscription
- Mobile Phone
- End of Year Allowance

In instances where Oando engages third-party outsourcers due to relevant business needs, on a temporary or part-time basis to aid its operations, Oando ensures that the companies we partner with are reputable and operate within best global standards. These companies provide their employees with competitive salaries in line with livable wage standards, as well as adequate benefits, including but not limited to:

- Group Life Insurance
- Health Care Insurance
- Annual Leave
- End of year allowance
- NHF
- ITF
- Pension

In 2024, Oando upheld ILO standards, supported freedom of association through PENGASSAN, enforced zero tolerance for child labour, and strengthened grievance and whistleblowing mechanisms to ensure fairness, transparency, and accountability in line with UNSDGs 8 and 16.

Labour Practices; Freedom Of Association

As part of our commitment to responsible business conduct and ESG performance, Oando Plc. prioritizes fair labour practices and respect for human rights across all operations. During the reporting period, we ensured full compliance with national labour regulations and international frameworks, including the International Labor Organization (ILO) conventions.

Key efforts during the reporting period included maintaining a diverse and inclusive workforce, supporting employee rights such as freedom of association, promoting a safe and healthy work environment, providing regular training and development opportunities, and ensuring fair compensation with comprehensive benefits.

Oando upholds freedom of association and collective bargaining as fundamental labour rights and is committed to maintaining a workplace culture that respects employee representation and dialogue. To this end, the company maintains formal structures for engagement and recognizes PENGASSAN (Petroleum and Natural Gas Senior Staff Association of Nigeria) as the union/association legally empowered to negotiate on behalf of its members within the organization.

In alignment with UNSDG 8 and in adherence to International Labour Organization (ILO) standards, Oando maintains a strict zero-tolerance policy on child labour across all operations and throughout our supply chain. In 2024, no incidents were reported, underscoring the effectiveness of our due diligence framework.

Our approach combines regular audits, workforce training, and strategic partnerships aimed at addressing systemic root causes such as poverty and limited access to education. Looking ahead, we remain committed to strengthening our safeguards through expanded audit coverage, enhanced supply chain traceability, targeted capacity-building programs, and community-focused initiatives designed to create long-term, sustainable impact.

Grievance Mechanisms

To uphold a fair and responsive workplace culture, Oando has established robust grievance mechanisms that ensure employee concerns are heard, addressed promptly, and resolved impartially. These channels are accessible, confidential, and designed to protect individuals from retaliation or any behavior that contradicts the company's core values —Teamwork, Respect, Integrity, Professionalism, and Passion.

As part of our broader commitment to ethical conduct and accountability, Oando also maintains an independent whistleblowing process, facilitated by KPMG Professional Services, which provides employees and stakeholders with a secure and anonymous platform to report concerns relating to misconduct, fraud, or unethical behavior. By fostering transparency and accountability, these mechanisms contribute to a stable and engaged workforce, an essential factor in the operationally demanding and risk-sensitive oil and gas industry.

Throughout the reporting year, the company proactively addressed potential sources of employee dissatisfaction by strengthening internal communication channels, providing targeted training for management on conflict resolution, and regularly reviewing grievance trends to identify and mitigate root causes. These actions reflect our commitment to continuously improving workplace relations and preventing issues from escalating.

Furthermore, this approach reinforces our commitment to sustainable business practices. It promotes safe and respectful working conditions, enhances employee satisfaction, and aligns our operations with key United Nations Sustainable Development Goals, particularly **SDG 8 (Decent Work and Economic Growth)** and **SDG 16 (Peace, Justice, and Strong Institutions)**.

0

Incidents of child labour reported in 2024 across all operations and supply chain

100%

Compliance with national labour laws and ILO conventions

Stakeholder Engagement

At Oando, we understand that stakeholder engagement is not a one-time activity but a continuous, strategic process integral to our sustainability journey and recognize that a sustainable business must actively engage with a diverse range of stakeholders—each with unique interests, expectations, and potential points of conflict. Guided by the principle that every business decision has a ripple effect on a diverse range of stakeholders—who may at times have competing priorities—we are intentional about fostering inclusive and constructive relationships.

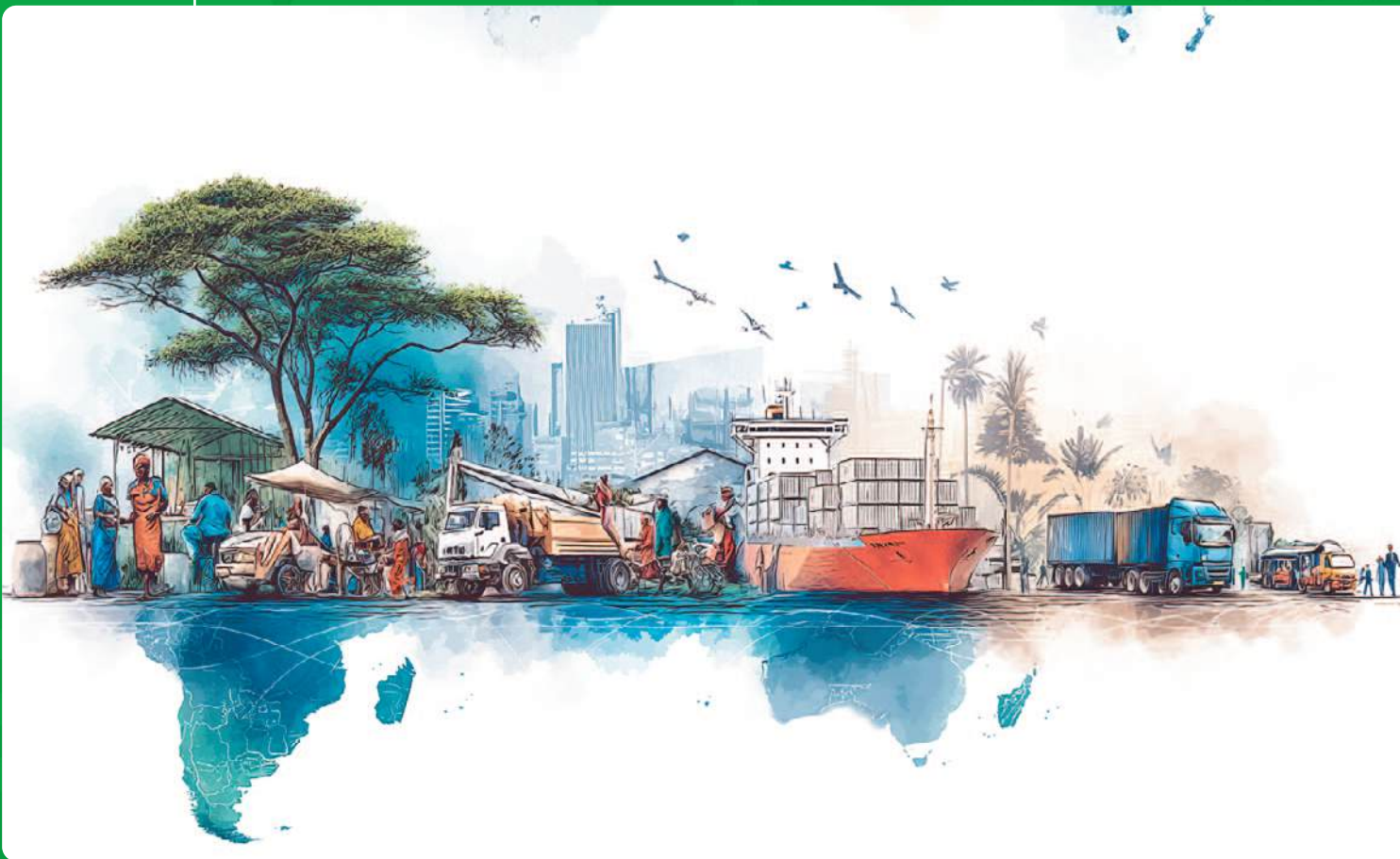
As reflected in our previous reports, our stakeholder engagement framework is rooted in the belief that transparency, responsiveness, and mutual respect are essential to building long-term value.

To this end, we are committed to continuously:

1. Identify and map our stakeholders: We maintain an up-to-date and comprehensive understanding of all individuals, groups, and institutions impacted by our operations or capable of influencing our success.
2. Assess the mutual impact: We evaluate the extent to which our business activities affect each stakeholder group and, conversely, how their actions and concerns impact on our operations.

3. Understand stakeholder expectations: We proactively listen and learn to understand stakeholder needs, expectations, and concerns through continuous engagement and feedback mechanisms.
 4. Address and manage stakeholder concerns: We act swiftly and responsibly to address concerns, resolve issues, in a timely, transparent, and responsible manner, and incorporate feedback into decision-making processes.
 5. Communicate outcomes and progress: We ensure that stakeholders are regularly informed about actions taken, outcomes achieved, and steps being implemented to foster continuous improvement on issue resolution, while integrating stakeholder input into our sustainability and operational improvements.
- In 2024, Oando maintained its structured approach to identifying, classifying, and engaging key stakeholders across core groups that significantly influence or are impacted by our operations. Our commitment to transparent, consistent communication and responsive engagement remains central to driving mutual value and sustainable impact.

Stakeholder	Identification	Communication Channels	Key Concerns	Our Approach
Employees (FTE)	Internal full-time staff	Emails, focus groups, in-person meetings, roundtables, town halls	Health Care Benefits: wider options, improved coverage Remuneration and benefits Performance management and grievance resolution Talent Review	HMO providers are invited to engage staff on service offerings, limitations and exclusions. Retainership contracts/engagements are being reviewed or evaluated. HCM actively addresses all employee-related concerns Bi-annual performance reviews are conducted based on annual corporate goals. Talent reviews support succession planning and career development.
Outsourcing Companies	Third-party contractors	Emails, in-person meetings, roundtables	Alignment with company culture, strategy and goals	HCM engages regularly with outsourcing firms to ensure alignment with business expectations Introductory sessions to help embed company values and policies
Vendors & Business Partners	Training facilitators and service providers	Emails, phone calls	Relevance and value of training interventions Timely payment for services	We source credible, high-impact facilitators aligned with business needs Vendor management ensures prompt resolution of payment issues
Management & Executives	Group Leadership Council	Emails, focus groups, in-person meetings, roundtables, town halls	Information flow Cultural alignment and leadership engagement	Leadership is engaged via town halls and regular reporting to cascade strategy, drive culture, and implement policies
Government & Regulators	e.g., Pension, Gratuity Fund Managers, ITF, NSIFT, NHF.	Emails, phone calls, face-to-face meetings	Regulatory compliance Timely payments	HCM collaborates with Finance to ensure timely compliance with all statutory and regulatory requirements



Gender Equality,
Sustainable Cities & Communities,
Responsible
Consumption and
Production
Supply Chain and Services

Gender Equality, Sustainable Cities & Communities, Responsible Consumption And Production Supply Chain and Services



In 2024, Oando’s acquisition of NAOC (now Oando Energy Resources Nigeria Limited) marked a milestone, driving efficiency, sustainability, and a people-first culture. We prioritised employee well-being, safety, and development, reinforcing our employer-of-choice status and advancing SDGs on health, education, gender equality, and decent work.



Oando's supply chain remains a critical pillar of our sustainability strategy with significant progress made in embedding responsible practices across our operations. We have strengthened our commitment to transparent and compliant sourcing by implementing a more compliance-driven on-boarding process, which has successfully integrated 30 new small businesses into our supply chain. This effort aligns directly with our dedication to fostering local economic growth and prioritizing Nigerian content in line with the Nigerian Oil & Gas Industry Content Development Act (NOGICDA) and also reinforcing the **UNSDG 9, Industry, Innovation and Infrastructure** and **UNSDG 11- Sustainable Cities and Communities**.

In our pursuit of a more inclusive and diverse supplier base, we have actively participated in women-focused events to promote opportunities for female entrepreneurs. While we are still on track to meet our 20% target for female-owned businesses, these initiatives demonstrate our commitment to building a supply chain that reflects the diversity of our communities. Furthermore, our focus on Environmental, Social, and Governance (ESG) criteria has yielded strong results, with 70% of our suppliers now having documented ESG strategies in place in tandem with **UNSDG 12- Responsible Consumption and Production**, **UNSDG 10- reduced inequalities** and **UNSDG 5- Gender Equality**.

Looking forward, we remain dedicated to advancing these principles, driving continuous improvement, and creating a more resilient and sustainable supply chain for all stakeholders.

Gender Equality, Sustainable Cities & Communities, Responsible Consumption And Production Supply Chain and Services - continued

Update On The KPIs Under The 2024 ESG Strategy: Supply Chain And Services

KPI 1: Platform for Small Business Owners

- Implemented a comprehensive Due Diligence (DD) and Know Your Customer (KYC) platform especially for the newly acquired vendors.
- Successfully onboarded 30 Small-and Medium sized (SME) businesses, with transparent, compliance-driven processes enabling equitable access to opportunities. This was done by ensuring due diligence process was followed for inherited small business vendors from the NAOC business before contract was awarded.
- The targeted sessions could not be conducted to educate the SMEs on compliance and sustainability practices; however, the Supply Chain Management (SCM) team was educated on the need to ensure full compliance as it relates to DD and KYC checks on vendors

KPI 2: Supplier Diversity (Women-owned Businesses)

- Due to the focus on the expanded business operations for the Company, planned target of increasing the number of women owned businesses by 20% could not be achieved, however, the SCM leadership participated in events targeted at women in the Maritime and Energy. The Divisional Manager, SCM & Procurement participated at the Women in Maritime and Energy event focused on embracing equity at workplace. This forum focuses on ensuring women voices are amplified in the maritime and energy industries.
- Representative of the Supply Chain unit along with the Governance and Compliance unit also participated in the Women in Successful Careers (WISCAR) one-day workshop for Procurement Officers on developing an Industry Action Plan for adopting Gender-Responsive Procurement (GRP) within Private Sector Organizations on Friday, June 28, 2024 with a view of signing up to the UN Women/UN Global Compact Women's Empowerment Principles (WEPs)

KPI 3: Engaging ESG-practicing Suppliers

- Established mandatory ESG criteria within procurement contracts.
- 70% of suppliers assessed now have documented ESG strategies, with quarterly performance reviews.

In compliance with the requirements under the PIA and NOGIGD Act, Oando PLC, through its JV company, Oando Energy Resources Nigeria Limited (OERNL) prioritizes Nigerian indigenous service companies demonstrating required capabilities, in alignment with regulatory frameworks. For Example, a wholly owned Nigerian company now provides the line handling vessel for crude lifting resulting in a monthly savings of \$440,000 for the company. In addition, OERNL submitted the Nigerian Content Plan to NCDMB, detailing preferential consideration of Nigerian goods and services. Full compliance with the NODICDA. There is also clear communication of Nigerian content policies and procedures through workshops, contractual clauses, and regular briefings to contractors and subcontractors. For example, a Compliance training was conducted for the company's major suppliers immediately after acquisition of Nigerian Agip Oil Company to onboard the suppliers, introduce Oando and also communicate the company's policies to its suppliers particularly on the need for KYC documentation and checks and Oando's stance against the giving and acceptance of facilitation payments, bribes and other forms of corruption.



Oando Strategic Procurement Process

Our Supply chain unit is a network of all the individuals, organizations, resources, activities, and technology involved in the delivery of goods and services. Our management approach is evident in the way we relate with our internal and external stakeholders as well as the number of policies, processes, and procedures we have successfully implemented and periodically reviewed to ensure best practice and concurrence with global supply chain management trends. Some of these include the Procurement Procedures and Policy, Vendor Management Policy, Vendor Appraisal Policy and Tender Process.

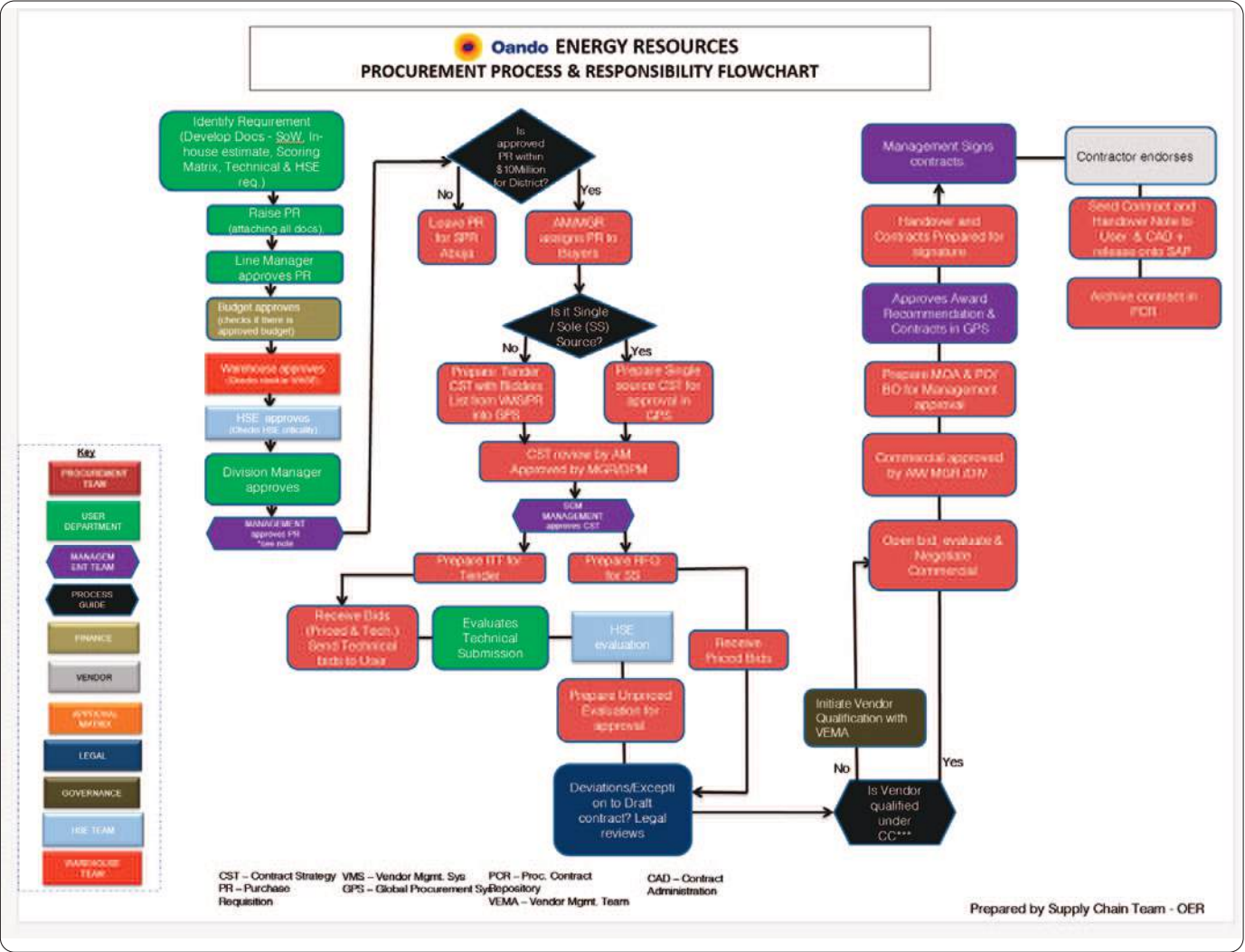
To ensure compliance with our laid down supply chain management process, the unit monitors the direct procurement service line for delivery of sustainable service and goods. On the other hand, we monitor the entire supply chain from production to logistics and actual delivery of goods and services for Joint Venture/Product Sharing Contracts to ensure compliance with the preservation of people, planet, and profit.

We also note that there has been significant supplier structural changes occurred post-acquisition of OML 60-63, expanding supplier base geographically and operationally. he Supply Chain management process includes robust procurement strategies, supplier appraisal, vendor management systems, and risk assessment frameworks.

3Ps

Focus on **People, Planet, Profit** in procurement and supply chain decisions

The diagram below provides an overview of the Oando procurement process:



Some of our key achievements as a unit demonstrating our commitments to sustainability is highlighted below:

Procurement Practices

- Review of procurement policies to ensure people, profit and planet were preserved. This led to renegotiations of terms and conditions, especially commercial ones. E.g. 100% NGN as against 60%USD and 40%NGN in previous years.
- Asset integrity management through rigorous inventory audits and corrective actions to prevent negative impacts through proper staffing and finalization of disposal plan for excess inventory.
- Implementation of effective ESG and procurement strategies to implement stakeholder engagements e.g. ensuring specific contracts were implemented by community contracts

Spending on Local Suppliers

- Approximately 30% of procurement budget spent on local supplier's post-acquisition.
- "Local" defined as businesses operating within the four states of active operations (Delta, Imo, Rivers, Bayelsa).

Energy Management

- Consumption: Utilized 60% renewable energy sources within the Wings Office; set targets to achieve 80% renewable energy usage by 2028.
- Initiatives included solar panel installations and energy-efficient technologies in offices and operational sites.
- Energy intensity reduced by 15% from baseline due to conservation measures and efficiency improvements.

Water Management

- Total water consumption carefully monitored; reduced municipal water use by 20% through recycling initiatives.
- Implemented water recycling facilities at operational sites, achieving 40% recycling and reuse rate.
- Environmental assessments are conducted regularly to safeguard local water sources and biodiversity.

Child Labour

- Zero tolerance policy is strictly enforced through rigorous supplier audits.
- No incidents reported; continuous education and stringent contract conditions enforced.

Supplier Environmental and Social Assessments

- 100% of new suppliers screened using stringent environmental and social criteria.
- Checks done at contract implementation to identify and mitigate negative impacts.
- Suppliers demonstrating negative impacts receive targeted action plans for improvement, or termination of contracts if compliance is not achieved.

Below is an overview on how the SCM team has aligned with the company's ESG strategic objectives to foster business operations and overcome operational challenges:

Sustainability Pillar	Action Taken	Benefit Achieved
People (Social)	Reduced number of transport operations and crew movements	Lower exposure to accidents and incidents; improved health & safety conditions for workers
Planet (Environmental)	Demobilized vehicles and vessels with low utilization to cut unnecessary emissions	Reduced fuel consumption and GHG emissions; progress toward climate goals and a lower carbon footprint
Profit (Economic)	Optimized logistics to eliminate idle assets and unnecessary operational costs	Cost savings on fuel, maintenance, and rentals; increased operational efficiency

100% NGN

Procurement terms renegotiated from 60% USD / 40% NGN mix in previous years to full local currency adoption

30%

Of total procurement budget spent on local suppliers post-acquisition

Case Study Highlighting Resolution of Issues

- **Case Study: Supplier ESG Enhancement Program**
Issue: Low ESG compliance among old suppliers inherited from legacy system.
Action: Plan to have an ESG Supplier Enhancement Program involving training, audits, and continuous improvement to be developed and implemented in 2025
Outcome: Improved ESG compliance of 45% within six months post implementation.
- **Case Study: Non-renewal of Contract**
Issue: SCM has discovered that contracts have not renewed two years prior to the acquisition of NAOC. This had caused uncertainty with the contractors when Oando came onboard.
Action: The process for resolving their critical concerns was done with having an initial meeting immediately the acquisition was concluded to give comfort on the reputation of the new owner. Letters were written to introduce Oando to these vendors.
Outcome: identification of key contacts to be renewed and implementation of strategies and systems to assist with the resolution of the above issues including the introduction of the major and minor tender board for reviewing contracts before award.

“

Through proactive vendor engagement and the rollout of supplier ESG enhancement programs, we’re turning legacy gaps into sustainability gains.

We are Africa, We Are Oando

Stakeholder Engagement

Stakeholder Group	Identification Basis	Mode of Engagement	Key Concerns	Resolution Strategy
Local Communities	Proximity to operations	Town halls, community meetings through the Stakeholders & Community Development (SXD) team	Employment opportunities, environmental concerns	Local employment drives; environmental mitigation programs.
Suppliers & Contractors	Contractual Relationships	Regular communication during tender processes to ensure compliance	ESG compliance, timely payments	ESG training, streamlined payment processes.
Regulatory Bodies	Legal obligations	Formal correspondence, compliance meetings	Regulatory adherence, documentation accuracy	Enhanced compliance audits, regular training sessions.



Affordable and
Clean Energy
Oando Clean Energy



Oando Clean Energy Limited (OCEL), the renewable energy arm of Oando PLC, invests in climate-friendly, bankable solutions across Africa. By harnessing green and renewable sources, OCEL advances UNSDGs 3, 7, 11, 12, and 13, promoting health, clean energy, sustainable cities, responsible consumption, and climate action.”



Oando Clean Energy Limited (OCEL) is the renewable energy subsidiary of Oando Energy Resources Nigeria Limited, a part of the Oando PLC group of companies. OCEL’s agenda is to invest in climate friendly and bankable energy solutions across the African continent, meeting our demand through the exploitation of green and renewable sources in support of the achievement of **UNSDG 3-Good health and wellbeing, UNSDG 7- Affordable and Clean Energy, UNSDG 11- Sustainable Cities and Communities, UNSDG 12- Responsible Consumption and Production and UNSDG 13- Climate Action.**

Connection To Oando PLC

OCEL’s mission is critical as it is an expression of the future the group envisages. Oando PLC has been operating in the energy value chain as far back as 1956 with a track record of operating excellence and investments in projects that proffer solutions to some of Africa’s energy challenges.

Continuing its record of visionary excellence, innovation and problem solving is the development of renewable energy projects. Current energy systems are not sustainable, and a transition is crucial for the environment. Oando Clean Energy Limited is the vehicle that drives this change for the group by developing renewable energy projects, morphing the group’s activities to an integrated energy solutions project portfolio.

Service to the Community/Society

At the core of Oando Clean Energy Limited's mission is a steadfast commitment to environmental sustainability. Every project undertaken by OCEL is designed to mitigate adverse human and industrial impacts on the environment while fostering a circular economy and fostering the United Nations Sustainable Development Goals.

Beyond environmental sustainability, OCEL is dedicated to stimulating economic growth and generating job opportunities through its diverse initiatives. We firmly believe that a sustainable future encompasses not only environmental considerations but also the holistic development of the communities we serve.

By driving environmental innovation and inclusive economic growth, OCEL is shaping a cleaner, fairer future for generations to come.

We are Africa, We Are Oando





Overview Of Subsidiaries Incorporated In 2024

1. Oando Recycling Limited (ORL):

Oando Recycling Limited is the OCEL subsidiary responsible for recycling polyethylene terephthalate (PET) materials. Plastic waste in Nigeria is a growing environmental concern with over 2.5 million metric tons produced annually. ORL exists to increase the useful life of PET bottles, reducing the need for virgin PET bottles and subsequently reducing overall plastic waste. ORL would be starting with a 2,750-tons-per-month recycling facility appropriate for current market conditions with a phased scale up to 10,000 tons/month. ORL supports the fulfilment of the UNSDG 15- Life on Land, **UNSDG 11- Sustainable Cities and Communities and UNSDG 12- Responsible Consumption and Production.**

2. Oando Clean Transport Solutions Limited (OCTSL):

Oando Clean Transport Solutions Limited operates all OCEL’s clean transportation projects. The transport sector is the country’s largest emitting energy sector, responsible for **26% of overall global emissions.** OCTSL will operate 552 high-capacity electric buses for mass transportation in Lagos by 2027, subject to favorable commercial conditions. This initiative fosters the achievement of **UNSDG 7- Affordable and Clean Energy and UNSDG 11- Sustainable Cities and Communities,**

2.5 million tons

Annual plastic waste generated in Nigeria

2,750 tons/month

Initial PET recycling capacity of ORL facility

26 %

Global emissions attributable to the transport sector



Key Projects Undertaken By The Entity In 2024

Some key project progress and achievements made in 2024 are:

- Delivering 121,145km of electric mass transit service and transporting 205,152 passengers. Over 163,500 kg of CO2 emissions were mitigated.
- Execution of MOUs for 275 MW of wind projects in Cross River and Edo States.
- Securing 5100 tons/month of PET offtake commitments, progressing the development of the recycling plant.
- 1.2GW solar module assembly plant progressed to advanced OEM engagement, plant design and capital raise activities.
- Commenced geothermal feasibility in collaboration with NNPC RTI, exploring the conversion of mature wells to renewable power assets.

121,145 km

Electric bus mass transit service delivered

163,500+ kg

CO₂ emissions mitigated through e-mobility

Limitations/Challenges

1. **Financing:** Financiers have raised the issue of OCEL’s limited equity in the projects. Additional challenges encountered when securing financing from international lenders due to growing concerns regarding the auditor’s report in the group’s financials.
2. **Expected Revenue:** OCEL’s projects must be carefully modelled to provide FX hedging as these projects are mostly Naira-denominated with most selling products or services locally.
3. **Infrastructure:** Current state of national power facilities has caused power costs across projects to be heavy greatly increasing capital expenditure burdens.
4. **Government Participation:** Readiness to provide requisite incentives to make electric buses rollout viable is somewhat limited and may further delay implementation.

Operations

The primary project in operation is the electric buses for mass transportation. Operational activities have been smooth with minimal downtime. Revenue is assured with seamless methodology for daily receipts of farebox revenue allocation. Some key metrics achieved in 2024 include a total ridership of 205,152 passengers and a total distance of 121,145km. Over 163,500kg of CO2 emissions have been avoided. Other projects are in their early stage of development with the plan being direct operation from related subsidiaries and oversight by Oando Clean Energy Limited.

Strategy

OCEL designs and develops bankable and climate-friendly projects solving key societal problems. Detailed project evaluation is carried out internally to ensure every OCEL project is both technically and economically viable. At the core of all our offerings is innovation and excellence associated with Oando. The road to a sustainable future cannot be walked alone hence OCEL leverages on relationships with globally recognized technical partners, institutional investors, DFIs and public private partnership to ensure successful project implementation across board.

Awards and Penalties

No Award received in 2024. Similarly, no penalties, sanctions or fines received in 2024.

“

From electric mass transit to solar, wind, and geothermal initiatives, we are taking bold steps to power Africa’s renewable future.

We are Africa, We Are Oando

In 2024, OCEL advanced key ESG KPIs: two electric buses and chargers became operational in Lagos; a geothermal PoC study was completed for OMLs 60 - 63; a national wind resource report was published; the solar panel assembly project was scaled up to 1.2GW with an OEM MoU signed; and phased plans for a 10,000 t/month PET recycling plant progressed with OEM and financing discussions.

Update on the ESG KPIs for Oando Clean Energy Limited

1. Commence full roll out of electric vehicle charging infrastructure in Lagos State.

The full deployment of Electric Vehicles(EV) charging stations across Lagos State, being part of the Sustainable Transport business; particularly, the deployment of electric buses for mass transportation is still in progress. Key foundational milestones have been achieved. These include two electric buses that are currently operational, supported by two strategically located EV chargers. In addition, a comprehensive local charging infrastructure strategy has been developed, along with an optimised power supply model that will feature an improved solar and battery energy storage system (BESS) solution, tailored for the roll out of additional electric vehicles. This solution enables clean, off-grid charging, thus aligning with Nigeria’s climate goals under the Energy Transition Plan (ETP) and its Nationally Determined Contributions (NDCs).

2. Commence proof of concept for geothermal energy generation in OMLs 60-63, subject to operatorship

Oando Clean Energy Limited (OCEL) has completed a comprehensive Techno-Economic Study to support the implementation of a ground-breaking proof of concept (PoC) for geothermal energy generation in OMLs 60–63. The initiative aims to repurpose end-of-life oil and gas wells to harness the earth’s thermal energy as a new source of clean, baseload power. To build local capacity and stakeholder alignment, technical knowledge transfer sessions are being conducted with the partner, NNPC-RTI. Additional technical assessments and commercial due diligence are scheduled as next steps in advancing this strategic initiative designed to decarbonize Oando’s Oil and Gas operations.

3. Complete assessment of wind energy potential in Nigeria

The National Wind Resource Capacity Report has been published by OCEL as planned. The report identifies the locations with viable wind resources and the potential wind power generation capacity in each State across the country, including the FCT, providing a strong case for potential investment.

4. Commence production of 1GW Solar Panel Assembly Plant

This initiative has been revised to an increased total capacity of 1.2GW, with two solar module assembly lines of 600MW each. The project has progressed with the Original Equipment Manufacturer (OEM) identified and a Memorandum of Understanding (MoU) signed with same. The first phase of implantation will be a 600MW assembly line with a solar module recycling facility to be established by Q4 2026. Following this, the facility will be scaled up to 1.2GW as the market matures. The business plan and financial model for the first phase have been finalized and active engagements with potential financiers are ongoing.

5. Phased setup of a 10,000 tons/month PET Bottle recycling plant

The 10,000-tonne PET recycling plant will be executed in a phased approach, starting with an initial capacity of 2,750 tons per month to align with current market conditions. Discussions with identified OEMs are at an advanced stage. Conversations with financiers have also progressed significantly to support the plant's phased development and future scale-up.

100%

Local charging infrastructure strategy completed, with solar + BESS model designed for rollout

1.2GW

Target total capacity (2 x 600MW assembly lines)

Update on the Three year KPI set for OCEL under the 2024 ESG strategy is captured below:

Target (EVs) Ensure 100% renewable sourced energy is utilized to power electric vehicle charging infrastructure.	KPI Develop renewable power solution (solar + BESS) strategy for initial 50-Electric Bus rollout.	Steps Achieved Identified qualified vendors to deliver renewable Power-as-a-Service (PaaS) solutions using Solar and BESS for charging infrastructure.
Target (Geothermal) Commence 35MW geothermal energy generation for operations and community usage at OML60-63, subject to successful proof of concept and commercial viability.	KPI Establish a 6MW Geothermal Power Plant using end-of-life oil wells for the OERNL JV as a pilot for the project.	Steps Achieved Techno-Economic Study for the project completed. Workshop held with NNPC-RTI team to facilitate knowledge transfer on the techno-economic study of the OERNL JV end-of-life oil wells.
Target (Wind Energy) Commence 1GW wind energy generation offshore Lagos, subject to successful proof of concept and commercial viability.	KPI Conduct a National Wind Resource Capacity Study to ascertain viability across the country.	Steps Achieved Wind Resource Assessment completed. National Wind Resource Capacity Report published.
Target (Solar Energy) Deliver 1GW capacity solar assembly plant	KPI Deliver the plant in two phases of 600MW lines commencing in Q4 2026.	Steps Achieved Business plan and economic model developed for project implementation and financing. Production line OEM engaged.



Stakeholder Engagement

Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder concerns/issues raised	Resolution Strategies
Lagos State Public-Private Partnership	Cooperates with OCEL to ensure bankability of projects	Emails; Physical meetings; Virtual meetings	Feasibility and method of powering electric buses	Detailed plan on how operations would be powered by power-as-a-service (PaaS) would be shared.
Regulators	Ensure businesses are legally allowed to operate	Emails; Meetings	Electric vehicles are to be brought in before ride hailing license issuance	Push for a provisional license to justify vehicle purchase.
Technical Partners	Fills technical gap across niche project areas	Emails; Physical meetings; Virtual meetings	Powering projects entirely on renewables is not feasible. Waste to energy project currently result in challenging project economics.	Introducing gas and grid as transition fuels into energy mix for projects. Project plans have been halted and are being reevaluated internally.
Financiers	Provide equity or loans to see project implementation through	Emails; Physical meetings; Virtual meetings	Limited amount of equity put in by OCEL and issues with the group's financial statements	Explore blended financial solutions from Development Finance Institutes (DFIs)



Information Technology as a Tool for Sustainable Development

Information Technology as a Tool for Sustainable Development



In 2024, Oando’s IT department achieved zero e-waste for the second year, cut paper use through digital tools, and embedded sustainability into its internship program. Following the NAOC acquisition, the team grew from 16 to 30 employees and over 130 contractors, successfully integrating complex systems to ensure seamless operations.



The IT department remains dedicated to reducing its environmental impact and advancing sustainable initiatives. This report highlights the department’s key achievements in 2024 and outlines its future objectives. Notably, for the second consecutive year, the Company recorded no e-waste disposal—an outcome attributed to our ongoing cloud migration strategy initiated in prior years. We also sustained a robust print management system including continued use of double-sided printing and electronic document signing, which significantly reduced paper usage and resulted in, an environmental savings equivalent to preserving approximately two trees. The Company’s internship program continues to cultivates future IT leaders by embedding sustainability principles into technical training, ensuring graduates possess both skills and mindset to drive environmentally responsible innovation.

2024 marked a significant milestone with Oando’s acquisition of ENI’s Nigeria subsidiary (NAOC), subsequently renamed Oando Energy Resources Nigeria Limited (OERNL). This major transaction dramatically expanded our IT department, growing from 16 full-time employees and 2 managed service contracts that provide 25 personnel, to 30 full-time employees and 9 managed service contracts providing over 130 personnel. Our team played a critical role in supporting the seamless integration of this new acquisition, ensuring minimal disruption to asset operations and successfully commenced the merging of complex IT systems, networks, and platforms to create a unified operational environment

Information Technology as a Tool for Sustainable Development - continued

The Company completed the ISO 27001:2022 transition and recertification audit with no major non-conformities and no reported data breaches throughout the certification cycle. Initiatives implemented during the period include:

- 1. Deployment of next-generation enterprise firewall
- 2. Upgraded our integrated print service to a power-friendly system and set up double-sided printing as the default option and secure printing features that require user authentication to reduce accidental prints.
- 3. The introduction of additional security and privacy controls in alignment with global and national data protection laws is necessary.
- 4. Replacement of obsolete technology systems with a Cloud-based solution alternative in line with our cloud strategy.
- 5. These initiatives resulted in increased productivity, an improved security posture, and reduced operational costs across the organization.
- 6. Some strategic objectives to further consolidate our alignment with the business in 2024 are stated in the table below:

“From next-gen firewalls to cloud adoption and secure printing, our IT upgrades reflect a clear commitment to security, sustainability, and operational excellence.

We are Africa, We Are Oando

2024 Targets	2024 Outcome and Comment	2025 Targets
Strengthening Assurance Systems <ul style="list-style-type: none">• Deploy Next-Gen Enterprise Firewall Infrastructure• Implement Automated Control Testing• Continuous Threat• Exposure Management	<ul style="list-style-type: none">• Next-Gen Enterprise Firewall Infrastructure deployed	Strengthening Assurance Systems <ul style="list-style-type: none">• Deploy AI-powered SIEM• Implement integrated access control• Conduct a Cyber risk Assessment
Responsible AI Adoption <ul style="list-style-type: none">• Establish AI Ethics Framework & Strategic Plan• Define AI Acceptable Use Policies• AI-specific Security Controls	<ul style="list-style-type: none">• AI Ethic Framework, Strategic Plan, and AI Acceptable Use Polices Defined• AI-specific security controls activated	Health Infrastructure and Systems <ul style="list-style-type: none">• Cybersecurity hardening for IT & OT systems• Pilot Projects
Continuous Threat Exposure Management <ul style="list-style-type: none">• Deploy Breach and Attack Simulation Tool• Decommission all EOL IT Assets	<ul style="list-style-type: none">• EOL network IT Assets identified and decommissioned	Cost Containment <ul style="list-style-type: none">• Rescope managed serviceLicense Optimization
Privacy Compliance <ul style="list-style-type: none">• Privacy Impact Assessment• Implement Data Discovery & Classification tools	<ul style="list-style-type: none">• Privacy Impact Assessment conducted with findings documented and remediated• AI-powered Data Discovery & Classification piloted	Asset Lifecycle <ul style="list-style-type: none">• Asset Lifecycle• Implement an Asset Lifecycle management program <p>Technology For New Business Implement Industry Cloud Platforms (Fleet Telematics for Lightspeed MT&TX)</p>
		Business Enablement <ul style="list-style-type: none">• Deploy Data Analytics Capabilities• Process Automation & Optimization

The table shows 2024 goals and outcomes as well as 2025 targets.

Context of the IT Department Within Oando

In support of the **UNSDG 9-Industry, Innovation And Infrastructure**, the IT department is the cornerstone of Oando's technological framework, playing a crucial role in empowering and supporting the Company's diverse business functions. Positioned at the crossroads of technology and business operations, it is responsible for integrating digital solutions that enhance efficiency, foster innovation, and sustain competitiveness.

Reporting directly to the General Manager, Information Technology & Asset Integrity (GM, IT&AI), the department's placement within the organizational structure underscores its strategic importance and close alignment with corporate objectives.

As Oando increasingly leverages technology to gain a competitive advantage, the IT department has evolved from a traditional support role into a key driver of business success. It works in close collaboration with departments such as Finance, Commercial, Human Resources, Facilities, and Production Operations, gaining insight into their distinct needs and challenges. Through these partnerships, the IT department delivers tailored technological solutions that create value and enable success across the organization.

Governance of Enterprise IT

Effective enterprise IT management is essential for aligning IT strategies with business objectives, optimizing resource use, reducing risks, and enhancing overall organizational performance. Our enterprise IT governance is guided by the IT Steering Committee and supported by a comprehensive framework of policies, processes, and structures. This framework promotes strategic decision-making, accountability, and transparency across all levels of the organization, with a focus on Strategic Alignment, Risk Management, and Resource Management.

A. Strategic Alignment

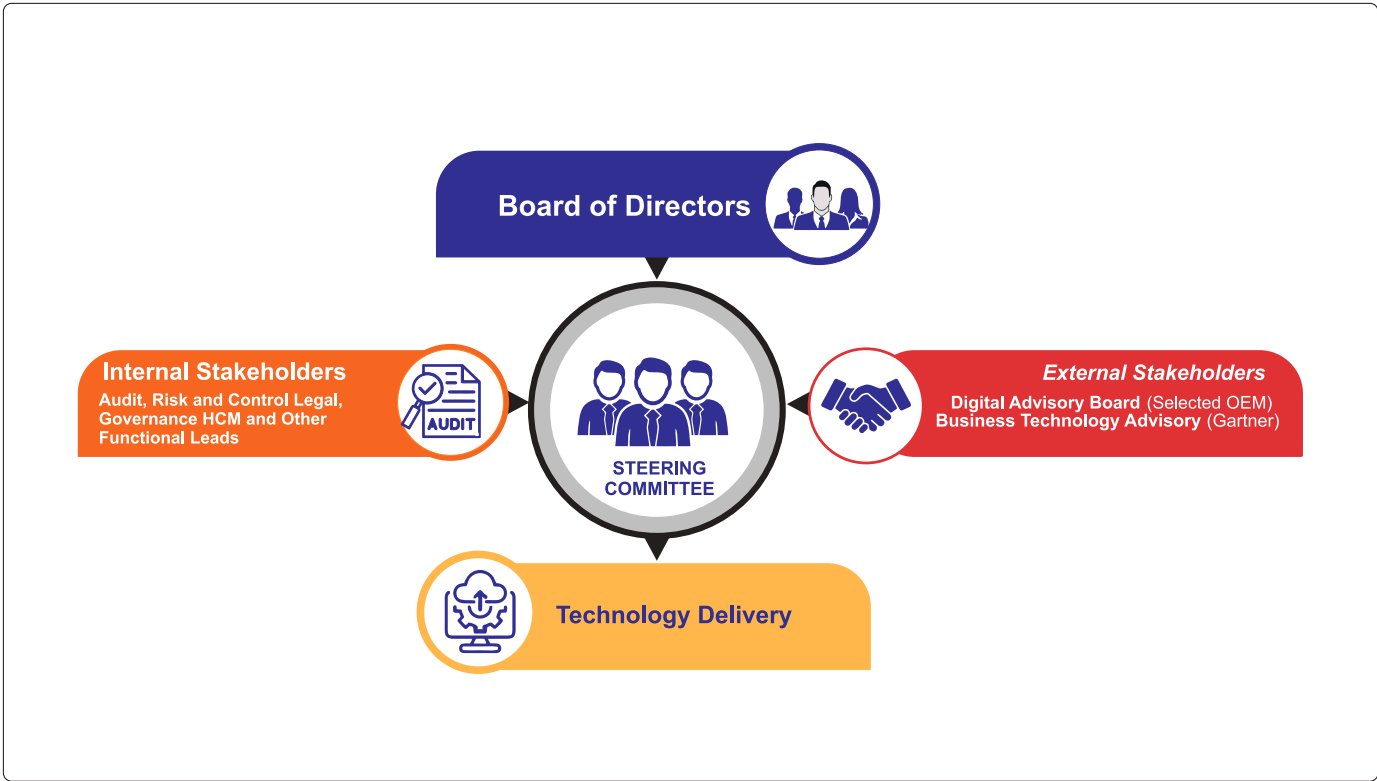
Oando's comprehensive IT Governance framework is built on well-defined processes and methodologies designed to prioritize IT initiatives, ensure efficient resource utilization, and evaluate performance using established metrics and Key Performance Indicators (KPIs). At the core of this framework is the active participation of the Board of Directors and the IT Steering Committee, both of which provide critical strategic oversight and guidance for enterprise-wide IT governance.

By encouraging collaboration among business leaders, IT stakeholders, and governance bodies, the organization promotes a culture of strategic alignment and accountability across its IT operations. Through the seamless integration of governance structures, The Company aims to maximize resource efficiency, manage risks effectively, and deliver sustainable value in alignment with its overarching business goals.

B. Risk Management

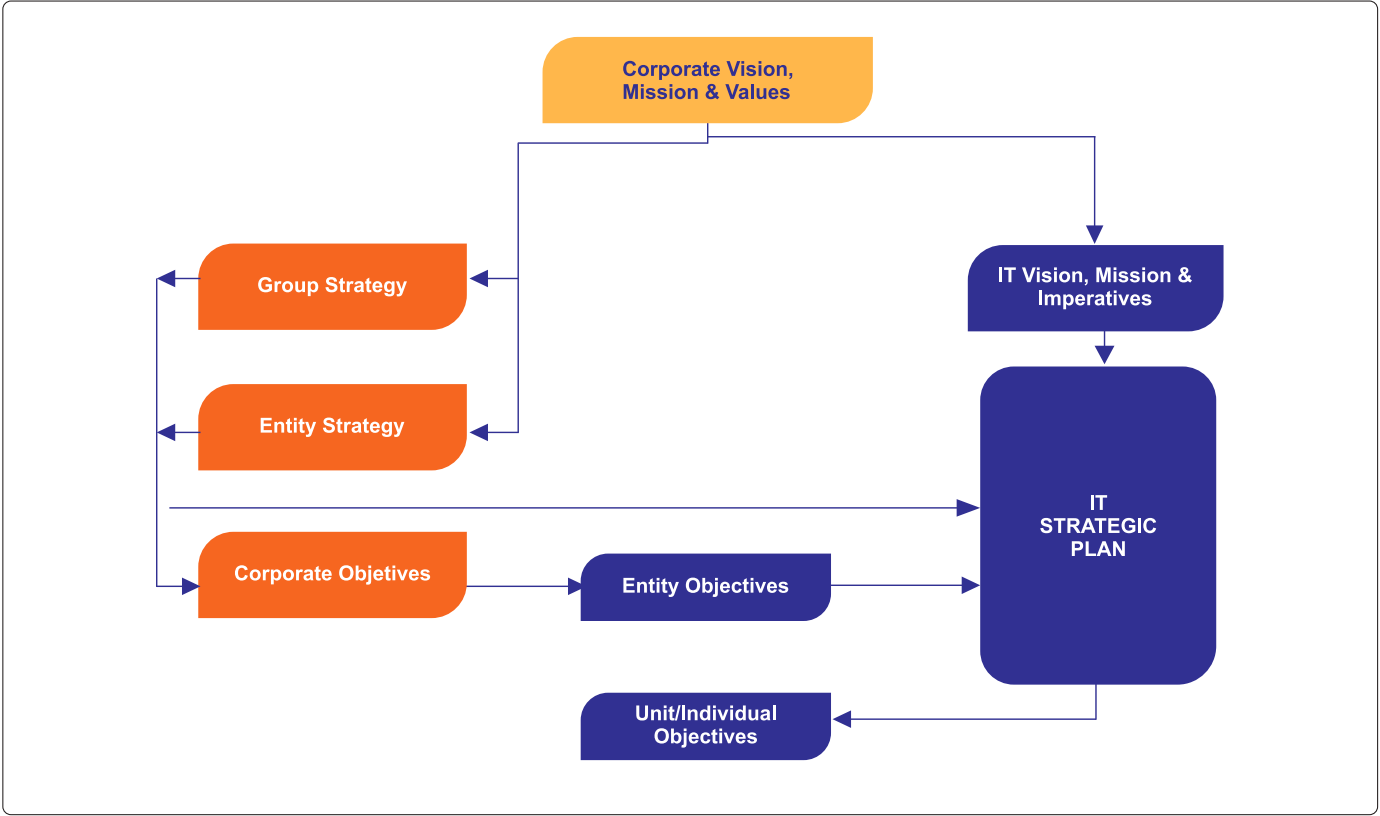
Oando places significant emphasis on proactive risk management within its IT operations through a systematic approach that encompasses comprehensive risk assessment and mitigation strategies. Risk assessments are conducted regularly to serve as foundational tools in identifying potential threats and vulnerabilities inherent within the organization's IT infrastructure. These assessments are conducted with thoroughness and diligence, considering various factors such as emerging cybersecurity threats, technological vulnerabilities, and operational risks.

In adherence to stringent regulations such as the Nigerian Data Protection Act (NDPA) and other relevant mandates, the organization implements robust controls and security measures aimed at safeguarding sensitive information from unauthorized access, disclosure, or misuse.



IT Planning Process

The planning process stays closely aligned with business goals and is regularly updated to support the establishment, execution, and monitoring of performance. As illustrated below, a corporate view of technology priorities and performance metrics is developed through direct alignment with strategic business objectives.



Policies

The IT compendium was reviewed and updated to reflect the organization's acquisition, evolving technology landscape, global technology trends, and to ensure compliance with relevant standards and regulations.

Commitments

The IT team is committed to enabling Oando to use technology securely and efficiently in support of the organization's strategic goals, such as capital restructuring, business development, revenue growth, cost optimization, and operational excellence.

People

People are at the heart of successful IT service delivery. Their skills, knowledge, and experience drive the design, development, implementation, and upkeep of IT systems and services. They also play a key role in interacting with customers and stakeholders to ensure services meet their needs. A skilled and dedicated workforce is vital for delivering high-quality IT services that support business goals. Our team brings together a diverse mix of backgrounds and expertise, allowing us to approach challenges from different perspectives and develop creative solutions. The following IT roles supports service delivery to the Company: General Manager, Information Technology & Asset Integrity.

- ICT Division Manager
- ICT Managers
- ICT Deputy Managers
- ICT Assistant Managers
- Solutions Architects
- Systems Administrators
- Security Administrators
- Business Information Coordinators
- Application Developers
- End-User Support
- Helpdesk Officers

100%

IT staff trained and aligned to support business goals through secure, high-quality service delivery

Oando’s IT helpdesk emphasises empathy, accessibility, and continuous improvement. In 2024, we advanced process automation, achieved ISO 27001:2022 certification, strengthened data protection, and built a resilient cybersecurity culture.

Customer-First It Helpdesk

Our user-focused IT helpdesk is dedicated to understanding and addressing the needs and experiences of our users. We emphasize providing effective, empathetic support to resolve technology-related issues. Below is an overview of the value our people-centric approach delivers:

a) Empathy and Customer Focus:

The IT helpdesk prioritizes empathy and understanding in its interactions with users. Agents are trained to actively listen to concerns, validate frustrations, and show sincere care for users' well-being.

b) Accessible and Responsive Service:

Accessibility is a fundamental aspect of our IT helpdesk. Users should be able to seek support through various channels, such as phone, email, chat, self-service portals, and an in-person walk-in desk located in the IT department. To ensure timely and efficient assistance, service level agreements (SLAs) are in place, helping to minimize downtime and reduce disruptions to users' work.

c) Clear Communication and Transparency:

Support agents use clear, straightforward language, steering clear technical jargon that might confuse or overwhelm users. They maintain transparency throughout the support process, keeping users informed about the status of their requests, including updates, progress, and resolution steps. This open communication fosters trust and reassures users that their concerns are being taken seriously.

d) Continuous Improvement and Feedback:

A people-focused IT helpdesk dedicated to ongoing improvement. It incorporates structured feedback mechanisms to collect user input on their helpdesk experiences. This feedback is thoroughly evaluated to pinpoint opportunities for enhancement. In response, the helpdesk implements process refinements, targeted training, and system upgrades to stay aligned with users' changing needs and expectations.

Development and use of Information Technology

Rapid progress and widespread adoption of digital technologies are significantly transforming businesses globally in their efforts to achieve sustainability goals. Rising costs of assets, energy, and labor—coupled with shrinking revenues—are accelerating the adoption of IT-driven solutions.

Oando has consistently advanced its sustainability agenda by implementing several technological initiatives, detailed below:

- Business Process Improvements and Automation:** In 2024, we stayed dedicated to our strategy of continuous business engagement, leading to process reengineering, improvements, and automation in key business areas.
- Information Security Management System (ISMS) Certification:** The recent external surveillance audit, conducted as part of our transition from ISO 27001:2013 to ISO 27001:2022, has confirmed the continued strength and maturity of our Information Security Management System (ISMS). The audit validated our successful alignment with the updated 2022 standard, demonstrating that we have implemented effective and risk-driven controls to protect the confidentiality, integrity, and availability of our information assets by the current best international practices. The audit verified our effective adoption of the updated Annex A controls, including the expanded scope covering privacy information management, cloud services security, and improved incident response capabilities.
- Privacy and Data Protection Assessment:** We enlisted the services of Digital Encode Nigeria Limited, a licensed Data Protection Compliance Organization (DPCO), to perform a comprehensive assessment of our current data privacy and data protection practices within the organization. This initiative is aimed at ensuring ongoing compliance with the Nigerian Data Protection Act
- Cyber Security Acculturation Programs:** We implemented regular threat simulations and phishing campaigns as part of our organizational awareness and training efforts. Working closely with the Heads of Departments and Function Heads, we were able to conduct comprehensive company-wide campaigns, and employee training was required.

100% updates
Users kept informed of request status, progress, & resolution

Sustainable Printing Practices

In 2024, we launched a comprehensive print service initiative aimed at reducing paper waste, reflecting the department's ongoing commitment to sustainability. Key features of this initiative include default double-sided printing and secure printing with user authentication to help prevent unintentional printing. Through these measures, we estimate that approximately four trees were saved, supporting our alignment with **UNSDG 12-Responsible Consumption and Production** and **UNSDG 13-Climate Action**.

Focus on Skill Development

The team remain committed to cultivating a culture of sustainability. In 2024, we hosted more than 10 undergraduate interns through our comprehensive internship program. This program extends beyond fundamental IT training by integrating sustainability-focused projects and learning opportunities. Interns actively participate in initiatives such as exploring energy-efficient technologies and promoting responsible printing practices among staff. Through this investment in emerging IT talent, we are helping to shape a future workforce capable of tackling environmental challenges, supporting **UNSDG 4-Quality Education** and **UNSDG 8-Decent Work and Economic Growth**.

icloud Migration Optimization

We have remained committed to our cloud strategy, leading to a significant reduction in the energy consumption of our on-premises technology infrastructure. By shifting more workloads to the cloud, we've strengthened our alignment with environmental sustainability goals. This approach boosts operational efficiency while lowering our carbon footprint, supporting environmental conservation, and advancing our contribution to **UNSDG 9-Industry, Innovation and Infrastructure**.

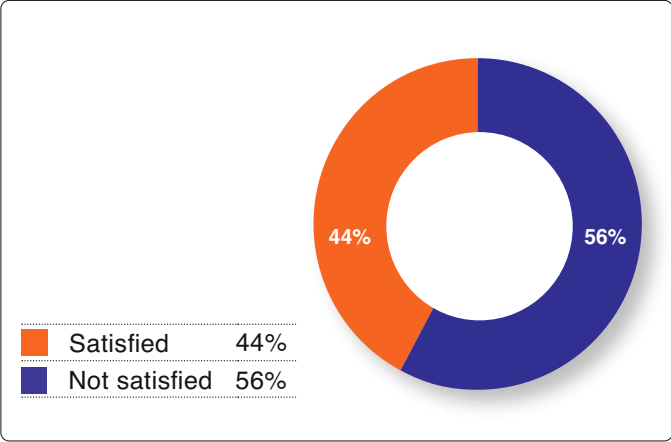
Stakeholders' Engagement

Stakeholder engagement was carried out proactively to anticipate and understand their needs, while also collecting feedback for improvement. The goal is to assess the quality of services offered to employees, measure their satisfaction, and identify opportunities for enhancement.

Stakeholder Group	Mode of Engagement	Key Stakeholder Concerns/Issues	Resolution Strategies
Service Providers	Periodic performance review meetings	• Service level expectations. • Milestone payments • New business opportunities	• Continuous engagement of performance expectations • Review and align payment expectations to business reality
Technology Advisors	• Quarterly strategy sessions • Monthly engagements	Technology resilience concerns	Continued digital transformation journey
Independent Reviewers	Annual engagement, including but not limited to security and privacy assessment and strategies	Proliferation of AI tools	Continuous education on ethical AI usage and adoption

Customer Satisfaction Survey

We conducted our annual assessment to gauge overall satisfaction with IT's role as a business enabler. Using relevant benchmarks and Key Performance Indicators (KPIs), we identified an unsatisfactory rate of 44% across the organization. Although the current level of participation offers valuable insights, it also underscores the need to enhance engagement strategies to enable more robust data collection in future surveys.



Action Plan

- Refactor, upgrade, revamp, or enhance our portfolio of applications to create intelligent applications across key business functions.
- Progress our security transformation imperatives, leveraging artificial intelligence and analytics to efficiently defend against cyber risks based on the evolving threat landscape.
- Implement monthly/quarterly training/campaign programs for various IT knowledge areas: business applications, systems handling, cybersecurity, etc.
- Define acceptable use, policies, and ethical framework to guide the use of AI in the enterprise.

Looking ahead, the IT department remains firmly dedicated to sustainability. The department and the Organisation will keep pursuing innovative technologies and practices that support environmental stewardship while advancing our business goals. By embedding sustainability into our IT strategies, we aim to build a stronger, more resilient future for our organization and the stakeholders we serve.



Sustainable Cities and Communities and Corporate Social Responsibility at Oando Community Relations

Sustainable Cities and Communities and Corporate Social Responsibility at Oando - Community Relations



In 2024, Oando invested \$14.84 million in community development, with most funds directed to HCDTs. Key initiatives included education, healthcare, energy access and infrastructure. We awarded 2,343 scholarships and launched a 3D printing facility at the University of Uyo, reinforcing our commitment to quality education and sustainable growth.



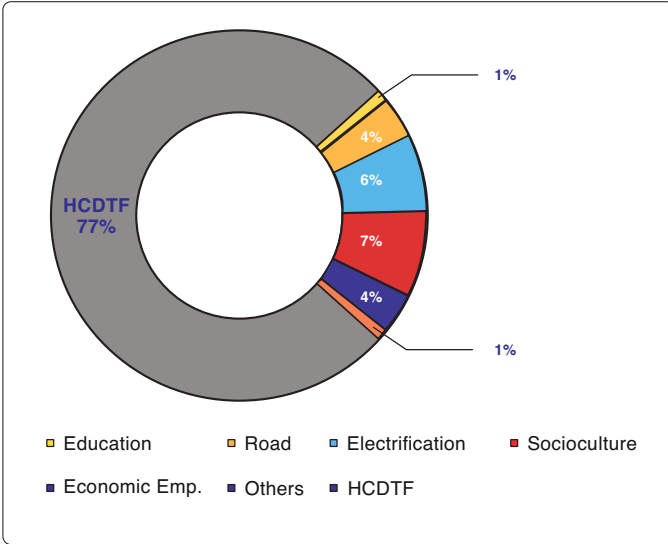
Development of our communities and ensuring their well-being remains one of the key strategic pillars contributing to our overarching goal of fostering positive change and sustainable progress. This is in tandem with the **UNSDG 12- Sustainable Cites and Communities as well as UNSDG 3-Good health and well-being**. Despite the emergence of the Petroleum Industry Act (PIA), which mandates that Host Community Development Trusts (HCDTs) should be responsible for the implementation of Community Development Projects (CDPS), Oando nonetheless executed several projects in 2024 in line with its ESG targets. These local development initiatives were carried out as part of Oando's Corporate Social Responsibility (CSR) activities outside of the PIA to foster stronger relations and fill the gap, particularly in host communities where activities of the HCDTs are yet to kick off in earnest. Our numerous programs and investments in education, access to energy, healthcare, and essential infrastructure are in line with the **UNSDG 7(Affordable and Clean Energy), UNSDG 3(Good health and wellbeing), as well as UNSDG 11(Sustainable Cities and Communities)** and are at the core of OERNL's ESG strategy.

100%

Community well-being embedded as a core ESG and CSR priority

Sustainable Cities and Communities and Corporate Social Responsibility at Oando
Community Relations - continued

Community Development Projects aim to achieve results and objectives that contribute to the socio-economic development of the communities where Oando is present. The total spend on investments for local development in 2024 is **\$14.84 million**. This includes expenditures on education, roads and local infrastructure, access to energy, stakeholder engagement and the payment of HCDT remittance, which predictably carries the lion's share of **77%** of financial performance.



“With \$14.84 million invested in education, infrastructure, and energy access, we’re turning community partnerships into lasting impact.

We are Africa, We Are Oando

77%

Of total spend allocated to Host Community Development Trust (HCDT) remittances

Education
In 2024, Oando awarded scholarships to numerous students, mainly from its operational area but also extended country wide. The company also supported R&D efforts in line with the Nigerian Content mandate by carrying out R&D projects in 3D printing Technology: an Additive manufacturing facility in University of Uyo (UNIUYO), one of four such programmes to be implemented in collaboration with indigenous universities. This is an exemplary display of Oando's commitment towards advancing the UNSDG 4-Quality Education.

Scholarship
The scholarship scheme, since it started over 30 years ago, has offered financial support to students from our surrounding host communities to cater for their tuition and 2,343 scholarships (Tertiary) and Bursaries (secondary) were awarded to beneficiaries in 2024 as support to encourage school attendance and develop skills and knowledge, particularly in the Oil & Gas-related fields.



Award being presented to a beneficiary



Cross-section of beneficiaries

“Our commitment to R&D in Nigerian universities strengthens local content, fosters homegrown technology, and powers national development.

We are Africa, We Are Oando

100%
With the Nigerian Oil & Gas Industry Content Development (NOGICD) Act, 2010

Research and Development Initiative
The project aims to promote research and development initiatives in Nigerian universities as part of contributions to the development of indigenous technology and the promotion of local content policy in Nigeria. This initiative complies with the Nigerian Oil and Gas Industry Content Development (NOGICD) Act 2010. The project foresees the establishment of a center of excellence in 3D printing at the University of Uyo, utilizing the fused deposition additive manufacturing technique.



3-D printing research lab at the University of Uyo



Green River Project
As part of our contribution towards economic diversification, Oando carries out several initiatives to promote entrepreneurial development, agriculture, new employment opportunities and generally improving the livelihoods of Niger Delta Communities. This it does through the Green River Project, which is based on a Modular Integrated Unified Extension Service System (MIUES), reaching over 500,000 people in 120 communities across four states. Notable amongst the programs implemented in 2024 are the Micro credit schemes, Agro-skills Empowerment and the Agricultural Extension Services. This is again a testament of our support towards achieving the **UNSDG 9- Industry, Innovation and Infrastructure as well as UNSDG 1- No poverty.**

Micro credit scheme – this aims to provide financial support to local farmers (mainly youth and women) organized into cooperatives by disbursing low-interest loans to boost agricultural production and processing, thereby generating income and employment opportunities. ₦28.2 million was disbursed to 35 cooperative societies to support grassroots entrepreneurship. As of the end of 2024, the repayment rate of these loans stood at 77.03%.

Similarly, youths from our operational areas benefited from the **Agro Skills acquisition program**, a 9-month (6 months practical agriculture and 3 months mentoring) intensive training program designed to build the capacity of youths and farmers from selected areas on agro skills transfer. It also creates a platform for participants to share experiences, best practices, and stay updated on new and modern agricultural techniques, aiming to improve productivity, efficiency, value addition, and market linkages for their products. In 2024, ₦427.4 million was disbursed as startup grants to 350 trainees from our land and swamp areas.

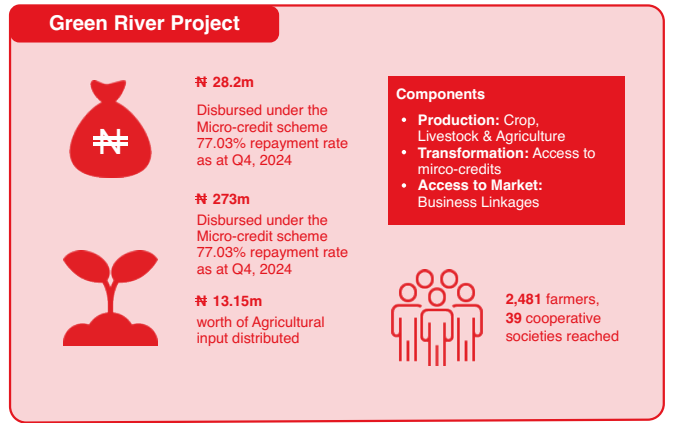
“Through the Green River Project, we empowered 2,400+ farmers and disbursed over ₦468 million to drive inclusive agricultural growth.

We are Africa, We Are Oando

₦427.4million
Startup grants awarded to **350 trainees**
(land & swamp areas)

The **Agricultural Extension Services** of the GRP, saw about ₦13.2 million worth of agricultural inputs – which includes: cassava stems, plantain suckers, fish fingerlings, day old chicks etc. being distributed to farmers, cooperatives, orphanages and schools.

On the whole, about 2,481 farmers and 39 cooperatives were beneficiaries of our various GRP initiatives. 46% of this number were women, signifying our resolve to encourage gender equity.

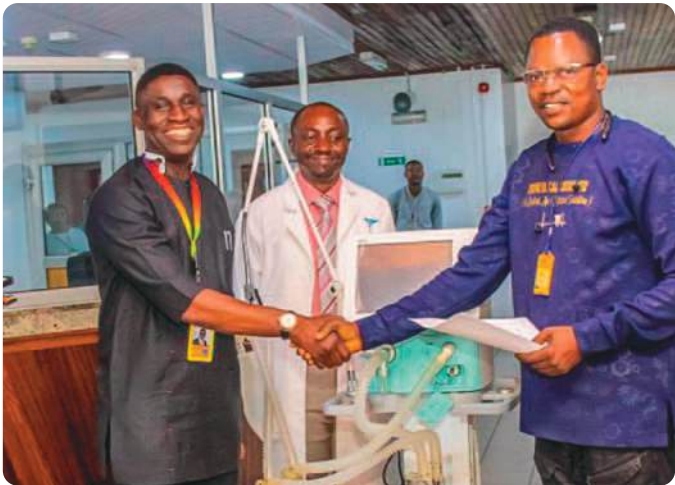
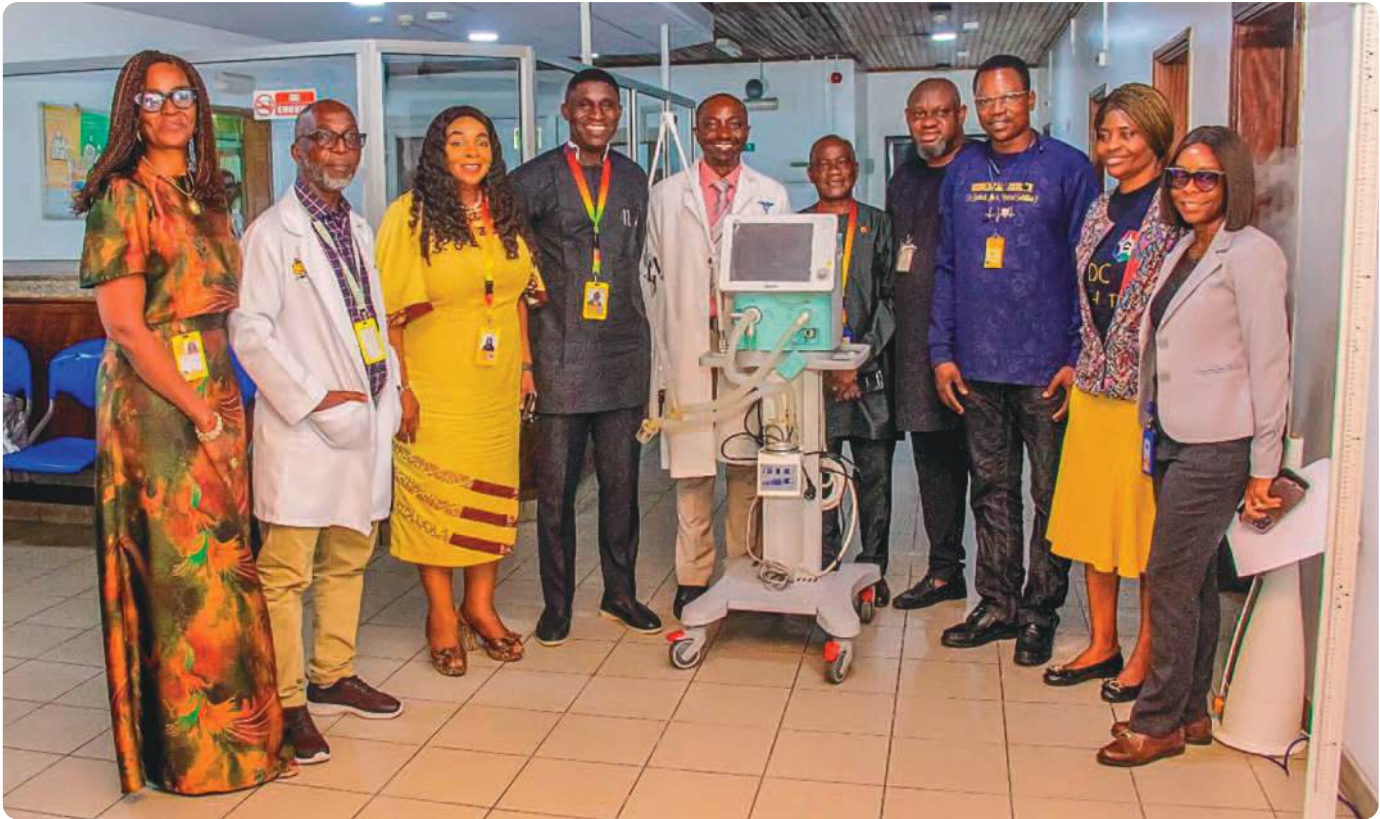


Community Health

As a contribution to strengthening health systems within the region, particularly referral centers, Oando donated ventilator machines to selected tertiary institutions in Bayelsa, Imo, Rivers and Delta States. In 2024, the company donated two ventilator machines to the Intensive Care Unit (ICU) of the Federal Medical Center, Asaba, as part of ongoing support to enhance emergency medical services to our teaching hospitals, having done similar donations to four other centers in the previous year. This exemplifies our commitment to the **UNSDG 3-Goodhealth and well being**.

4 centers

Received ventilator donations in 2023 across Bayelsa, Imo, Rivers & Delta States



“

By equipping ICUs with ventilators across five states, we’re strengthening emergency care and advancing health equity.

We are Africa, We Are Oando

Infrastructural Development

2.14km of internal roads were completed in the communities in 2024 as part of commitments taken under various Community MoUs. These roads are targeted at promoting overall socio-economic development in the community. Benefits include improved access to essential services like healthcare, education and emergency services, ease of transportation of people, goods, and material as well as better connectivity and social interaction within the communities. The underlisted roads were carried out with the collaboration of the local communities and construction was undertaken using community contractors.

2.14 km

Internal roads completed across host communities in 2024

S/N	COMMUNITY	PROJECT DESCRIPTION	LENGTH (M)
1	Twon Brass	Construction of 75m cemetery road and 200m Amakiri road	275
2	Twon Brass	Construction of 125m St. Barnabas (Ang.) church road and 200m Chief Dan Efebo Blvd road	325
3	Twon Brass	Construction of 480m NTA-Zinc Estate road with drains & 155m Otuturu road with drain	635
4	Omoku	Construction of Chima Ake Street (900m x 6m wide)	900
TOTAL			2,135

Objective: to improve access, enhance mobility, and foster social and economic development within a community

Result: construction of 2.14km of internal roads

Beneficiaries: about 40,000 inhabitants of Twon Brass and over 300,000 people of Omoku Community

Economic Empowerment

Oando focuses on creating more opportunities for local contractors to participate in economic activities, thereby adding value to the socio-economic development of the host communities. Over 50 job opportunities were created for youths in our communities to engage in company activities, mainly in operations, security, and base maintenance. Six additional community-based vendors were registered in the vendor management system for possible participation in the company's procurement/supply chain.

50+

Youth employed from host communities in operations, security & base maintenance

“

By creating jobs and onboarding local vendors, we’re driving inclusive growth and strengthening community participation.

We are Africa, We Are Oando



In line with the PIA 2021, Oando established 14 Host Community Development Trusts across four States, funded with 3% of annual OPEX. In 2024, the Trusts commenced over 25 infrastructure projects, including roads, water, electrification, and community facilities, all driven by host community representatives to ensure inclusive development.

75%
Of HCDT funds allocated to capital projects
(infrastructure, social & economic development)

20%
Reserved for long-term
sustainability of the Trusts

“
By fulfilling our statutory HCDT contributions and enabling 75% of funds for capital projects, we’re building infrastructure, trust, and sustainable partnerships.

We are Africa, We Are Oando

Host Communities’ Development Trust - HCDT
In compliance with the requirements of the Petroleum Industry Act (PIA) 2021, Oando through one of its Exploration and Production subsidiaries, Oando Energy Resources Nigeria Limited (OERNL) successfully incorporated a total of 14 Trusts covering host communities in Imo, Delta, Rivers, and Bayelsa States, and the Boards of Trustees were duly inaugurated for the respective Trusts.


As stipulated in Section 240(2) of the PIA, OERNL has fulfilled its statutory financial contribution equivalent to 3% of its actual annual operating expenditure of the preceding financial year. This contribution was made to the 14 Trust Funds not only to meet the statutory requirements, but as a crucial funding mechanism to promote sustainable development, enhance operational stability, and promote harmonious relationships with our host communities.


75% of the annual fund contribution accruable to the HCDTs is to fund capital projects identified via a Needs Assessment and contained in the NUPRC-approved Community Development Plan (CDP). The capital fund is utilised for a wide range of sustainable community development projects, encompassing social and economic infrastructure, environmental, and human capital development initiatives. 20% of the funds are reserved to ensure long-term sustainability, and 5% is designated for administrative functions.

Our HCDTs have financed and implemented major development projects in 2024. Yenagoa-Ogbia HCDT in Bayelsa State commenced 21 infrastructural projects, comprising the construction and renovation of roads, multipurpose hall, corper’s lodge, guest house town squares, water, and solar electrification projects across 12 host communities within the Trust. Burutu-Bomadi HCDT in Delta State commenced 4 infrastructural projects – construction of roads, corper’s lodge, and water project in 3 communities. Other HCDTs are also progressing and are at various stages of project identification, planning and procurement, with implementation to commence in subsequent years.


All these processes are driven by the HCDTs themselves, with the responsibility for overall management and supervision of all activities carried out by the Trust. As foreseen by the Act, a greater part of the decision-making is done by the host communities through their representatives on the Board, Management Committee and Advisory Committee. Aside from its statutory functions, the HCDT also conducts regular community consultations and engagements through town hall meetings and stakeholder forums.


Host communities Development Trust - HCDT

Incorporated ALL 14 HCDTs and Onboard the BoTs


Setup up all HCDT Committees Management Committee

- Executive
- Non-executive
- Advisory committee

A total of ₦8.4bn and #8.8m have Been remitted so far as HCDT contribution

Project Implementation

- Executive
- Non-executive
- Advisory committee

Upload of all HCDT data to the NUPRC portal - Hostcomly

HCDT Implementation Update
To safeguard the Fund, maintaining transparency and accountability in its use is crucial. Consequently, various mechanisms have been put in place, including adherence to financial process guidelines from the NUPRC as well as procedures provided by the Settlor for managing daily Trust activities, such as procurement, fund approval protocols, bookkeeping, and project monitoring and evaluation. In addition, the Act and Regulation specify reporting obligations, including audits by independent external auditors to be provided annually by the HCDT. Finally, the deployment of the online portal (HostComply) for the disclosure of financial information, operational updates, and the digital interface allows the communities to track the Trust activities.

Grievances and conflicts within the Trust are managed in alignment with the grievance mechanism prescribed in the NUPHCDR and overseen by the Commission. In addition, a transparent and inclusive governance structure and frequent engagements with all sections of the communities are instrumental in preventing, mediating, and de-escalating conflicts, ensuring the HCDT achieves its goal of fostering peace and development in host communities

Undoubtedly, the overall goal of the PIA – Host Communities Development is to ensure that communities gain direct social and economic benefits from petroleum operations within their vicinity. Prior to setting up the Trusts, OERNL, in accordance to the mandate of the PIA, conducted a participatory needs assessment, which entails active engagement and

consultation with a broad spectrum of community stakeholders to collect useful data and information giving insights into unique challenges and priority needs of the communities. The data obtained is analyzed and translated into a Community Development Plan detailing the projects to be implemented over a 5-year period.

Post project implementation, it will be essential to ensure the impact of the HCDT-funded projects is tracked and measured. At this stage, impact evaluation is yet to be carried out simply because most of the HCDTs are yet to commence project implementation or are still within the planning stage. However, the Needs assessment conducted earlier gives a picture of the ex-ante social conditions in the communities and provides a reference point against which future progress and impact can be measured. This assessment will provide a benchmark for evaluating the project's effectiveness eventually. The regular progress reports received from the HCDT, and on-site monitoring reports will also form part of the impact evaluation of the projects to be conducted once they are completed and beneficiaries start enjoying the dividends of these initiatives.

Akipelai Concrete Road rehabilitation

Solar-powered water scheme in Akudonu

Oando PLC 85 2024 Sustainability and ESG Report

Sustainable Cities and Communities and Corporate Social Responsibility at Oando
Community Relations - continued

To guarantee the sustainability of HCDT implemented projects beyond initial funding, the Trusts are encouraged to undertake durable, standardised projects that promote full community participation and ownership. In addition, the law mandates the establishment of a diversified reserve fund for future proofing. The use of indigenous contractors is also crucial to fostering the sustainability of the projects as it builds capacity and trains local residents to manage and sustain the projects, fostering self-sufficiency. Asides from financial viability, social and environmental considerations must be factored into the design and implementation of these projects.

100%

HCDT projects required to be durable & standardised for long-term community use

Stakeholder Engagement

Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder concerns/issues raised	Resolution Strategies
Community Leadership	Introductory Letters, Government gazette, Opinion leaders, etc.	Routinely	Employment, Economic empowerment, Environmental degradation issues, Community Development projects execution, Implementation of the HCDT under the PIA etc.	Detailed plan on how operations would be powered by power-as-a-service (PaaS) would be shared.
State Governments	Introductory Letters, Government gazette, Opinion leaders, etc.	Meetings, Strategic engagements	Partnerships, security, conflict resolution, environmental issues, development of new business etc.	Meetings, Strategic engagements
Host Communities' Development Trusts - HCDTs	Incorporated Trustees set up by the Settlor, CAC documents, Personal recognition	Frequent routine engagements, close-knit interaction as the secretary of the Board of Trustees (BoT) is the settlor's appointee.	Community Development project execution. Funding issues, community representation	Clarification meetings
Regulators	Laws establishing the regulatory agencies, Correspondence	Quarterly and Annual meetings. Also, ad-hoc at the instance of the Regulators	Execution of annual Work programs, compliance to regulations	Meetings, compliance with regulations
JV Partners	JV Agreement	Quarterly, Mid-year and annual	Execution of annual Work programs, Budget and performance issues	Dedicated strategic sessions, business and budget meetings (SUBCOM, TECOM and OPCOM)
Pressure groups	Correspondence	Round table meetings, legal means	Employment / Environmental issues, Economic opportunities	Agreement signing, Court resolution

Oando's Community Relations team held 328 community engagement sessions in 2024 (an average of ~27 meetings/month). In addition, during the post-acquisition special sensitization campaign, meetings were held with 164 communities, 115 Trustees of the various HCDTs through 12 town hall sessions. Oandfo's Management also paid visits to 2 State Governors and 8 Paramount Rulers from our host communities.

With operations in nearly 300 Niger Delta communities, OERNL actively recognizes, respects, and promotes the unique traditions, languages, and expressions of all cultural activities within our communities. In 2024, we provided (in-kind) support to 43 communities during their annual festivals which include: The Nchaka, New yam, Igba-Igwe, Uyor, Amanafu and Okwata festivals.



Rivers State Governor



Nyeweli of Rumueme Kingdom



Visit to Bayelsa State Governor



Amayanabo of Twon Brass



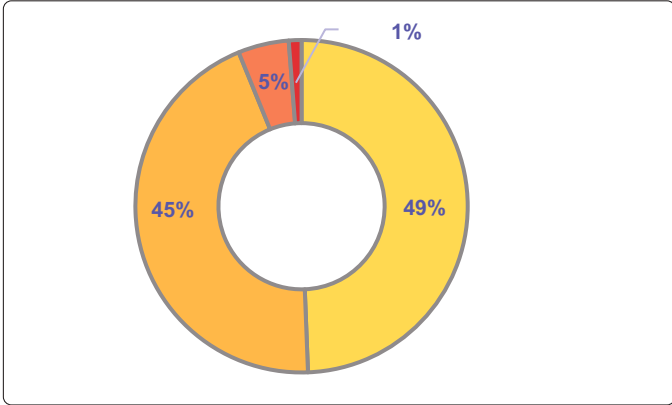
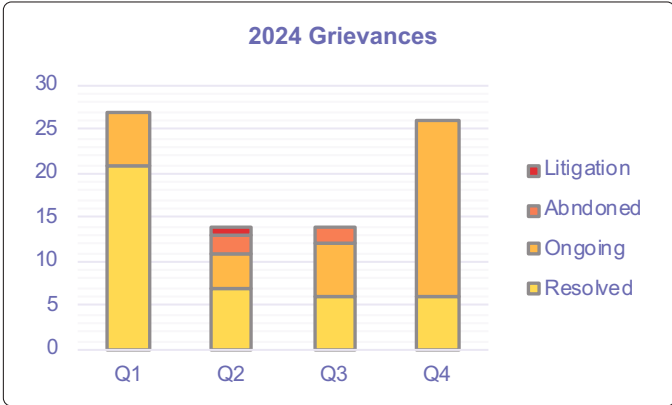
Igwe of Okpai Kingdom



Cross-section - comm. sensitization campaign

Grievance Management

Grievances are defined as complaints raised by an individual or group of individuals arising from real or perceived impacts caused by the company's activities. All grievances are monitored from the point of receipt till resolution. They are classified based on issue, severity, resolution status, and originator. There were 81 grievances received in 2024, out of which 56 (49%) were resolved within the year. Complaints mainly related to community relations management and local development issues topped the list of most frequent grievances. Of the grievances filed before the reporting period, i.e., 2023 grievances, 28 were evaluated in 2024, and 4 of them were resolved. The remaining 24 were abandoned as all efforts to reach the complainant proved abortive.



Grievance by topic

S/N	ISSUE	FREQUENCY (%)
1	Community Management	32%
2	Local Development	21%
3	Local Contractors/Suppliers Management	26%
4	Land Management	7%
5	Employment	2%
6	Environmental Impact	11%

“

By monitoring every grievance from receipt to resolution, we uphold accountability and strengthen trust with our host communities.

We are Africa, We Are Oando



Environmental, Health, Safety and Security at Oando

Environmental, Health, Safety and Security at Oando



Oando is transitioning from fossil fuels to renewable energy through research, investment, and emissions monitoring. Following the NAOC acquisition, the company reinforced its leadership in Nigeria’s clean energy drive while maintaining strong Environmental, Health, Safety, and Security standards across operations.



Oando’s energy strategy, which was significantly dependent on the increase in fossil fuel exploration and production, has witnessed a significant shift to the development and growth of green and sustainable energy. This is even more imminent as the world continues to find solutions to the impact of global warming through the use of alternative clean energy sources.

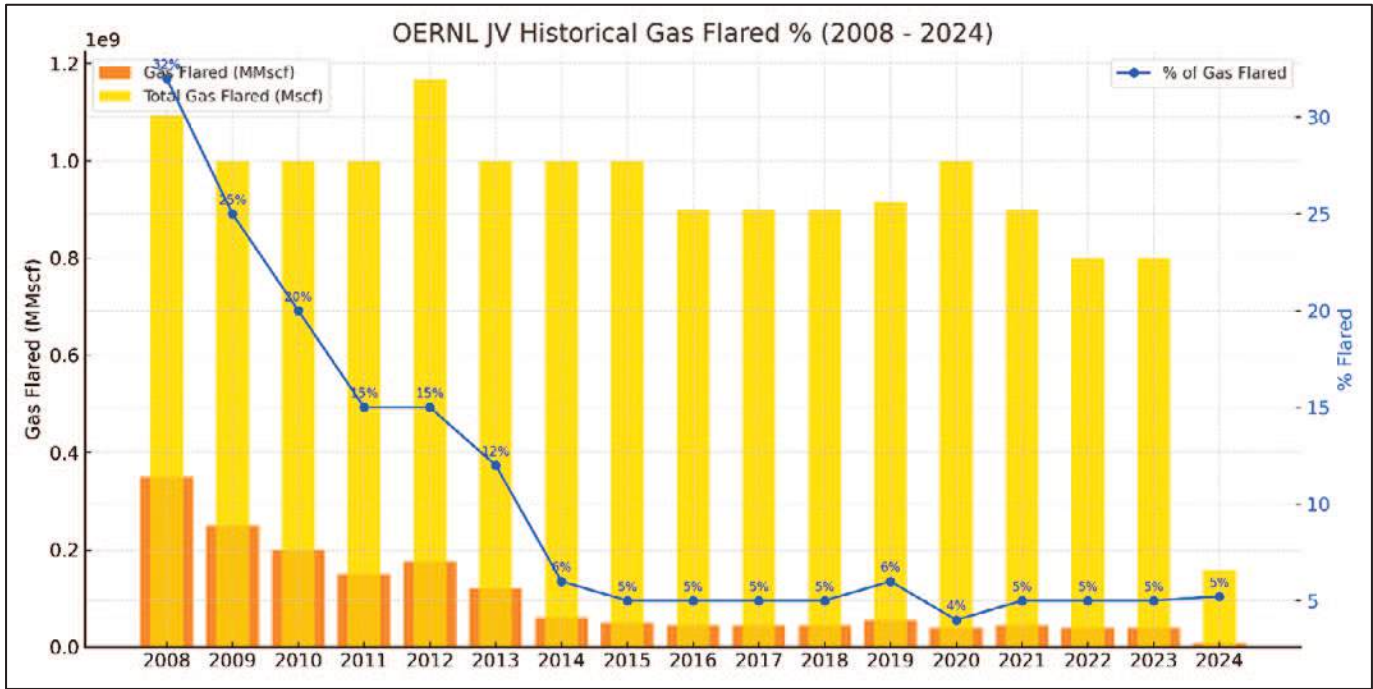
Oando is actively driving the evolution from fossil fuels to renewable energy through research, feasibility studies, and capital investments. However, as a short- to medium-term strategy, Oando will continue to balance the energy mix between fossil fuels and renewable energy, considering that developing nations will continually depend on and utilize fossil fuels until there is adequate supply of clean energy.

In view of this, the company has positioned itself to be a major player in the green energy evolution while displaying commitment to minimal environmental impact by extensively reducing its carbon footprint on the environment where it operates. The organization has, for instance, along with its Joint Venture Partners in 2024, continued the measurement and monitoring of Greenhouse Gas (GHG) emissions of assets within its production facilities in Nigeria, thus signifying our commitment to the United Nations Sustainable Development Goal (SDG) 7 - Affordable and Clean Energy. This year marked a pivotal milestone: Oando acquired 100% of the Nigerian Agip Company (NAOC) Limited, a company of ENI E&P Division and assumed operatorship of the Oil Mining Leases (OMLs 60, 61, 62 and 63) which cuts across four Niger Delta States (Bayelsa, Delta, Imo and Rivers) in August 2024. The Joint Venture (JV) partnership is now NNPC Exploration and Production Limited (NEPL) (60%) and Oando Energy Resources Nigeria Limited (OERNL) (40%).

Environmental, Health, Safety and Security at Oando - continued

In addition, Oando PLC made huge capital investments in the reduction of gas flaring by channeling these flared gases into commercial use. The company and its Partners constructed gas pipelines and assembled compressors and related accessories to optimize the use of fuel gas as a cleaner source of energy. The Oando JV has achieved a 92% reduction in routine gas flaring since 2007. The Zero Flare Programme continued in 2024, with efforts putting us on track to achieve a 4.5% flare reduction target. We monitor and discuss relevant gas flaring information during meetings at different levels of the organization for effective compliance and improvement.

92%
In routine gas flaring achieved since 2007



Graph 1: OERNL JV Gas Flared (2008 to 2024): Shows the progressive reduction of gas flaring on the NNPC/Oando Assets from 2008 to 2024. The total gas flared in 2024 was about 8,619,476.63Mscf, this represents about 5.5% of the total gas production for the year.

“By investing in pipelines and compressors to repurpose flared gas, we’re turning waste into value, and emissions into progress.”

We are Africa, We Are Oando

Table 1. NAOC JV Gas Projects

S/N	Project Name and Description	Gas Recovery Objective	Target End Date	Work Status
1	Akri Gas Recovery (18km Akri-Kwale Gas Line)	5-10 MMscfd	Project Completed	Completed, handed over to operations
2	Idu MP Compressor	10 MMscfd	Project Completed	Completed, handed over to operations
3	Ogbainbiri Manifold Extension	5 MMscfd	Project Completed	Completed, handed over to operations
4	Kwale Flare Down: To install ATM and LP Compression systems to recover ATM and LP gas from the oil processing train for injection into the gas network	20 MMscfd 5.0 - 7.5MMscfd	Q4 – 2026	<ul style="list-style-type: none">Project overall completion of 86.07%Construction progress: 73%. Procurement progress: 97%.Air cooler and transformer installation ongoingScope expanded to include More-flow, More pressure activity plan.Off-site piping fabrication for more-flow, more pressure scope now at 71%.
5	Oshie Flare Down To install ATM, LP up to HP Compression facilities to recover flare gas Oshie Flare site is now part of NUPRC flare site with their preferred bidder as Infil Petroleum Ltd	11-17 MMscfd 0.0 - 2.5MMscfd	Q3 2025 To be determined by NUPRC & Infill	<ul style="list-style-type: none">Concept selection and definition studies completed. FID process ongoing.Ongoing engagement with regulators for concept supportTo be defined in line with NUPRC's NGFCP 2024 program
6	Obama Flare Down LP and MP Compression Units and ~33km x 6" Pipeline (Obama – Kolo Creek) Obama is earmarked for 3rd party commercialization with Alphaden	5-10 MMscfd	Q3 2025	<ul style="list-style-type: none">Concept selection completed. Concept definition studies about to commence.FID process ongoing.Pre-FID Engineering budgetOngoing engagement with regulators for concept support
7	Ogbainbiri Flare Down Revamp of the ATM Compressor Ogbainbiri Flare site is now part of NUPRC flare site with their preferred bidder as Kansa Trading & Logistic Ltd	1-5 MMscfd	Q4 2024	<ul style="list-style-type: none">Concept selection completed. Concept definition studies ongoing. FID ongoing.Concept Selection and definition study cost approved.Ongoing engagement with regulators for concept support
8	OB/OB Flaring Down ATM + LP Gathering and Compression Facilities	5 ~11 MMscfd	Q4 2024	<ul style="list-style-type: none">Concept selection and definition studies completed. FID process ongoing.Concept Selection and definition study cost approved
9	Akri Flaring Down To install ATM, LP and MP Compression & Evacuation facilities to recover flare gas	7-14 MMscfd	Q4 2024	<ul style="list-style-type: none">Concept selection and definition studies completed. FID process ongoing.
10	Tebidaba, Idu and Ebocha FS Gas Compression and Evacuation systems to recover flare gas into the Network. Upgrade of Utilities.	8-12 MMscfd	Q3 2024	<ul style="list-style-type: none">Concept selection completed for Tebidaba, Idu and EbochaConcept definition completed for Idu and Ebocha; ongoing for TebidabaFID process ongoing.
11	Clough Creek Flare Down Multiphase pumps and Evacuation lines to Tebidaba	2-5 MMscfd	Q4 2024	<ul style="list-style-type: none">Revised Conceptual Design/FEED Development ongoing.OANDO seeking to understand commercial viability, debottlenecking Ogbainbiri, security concerns for Clough Creek-Tebidaba)

Table 1 demonstrates the capital investments made by the NNPC/Oando Joint Venture in reducing gas flaring to minimal environmental impact. While some of the investment decisions that laid solely on Oando were concluded within 2024, the other decisions that were to be taken by either NUPRC or the third party off-takers delayed some of the targets for the projects. We are continuing with engagements with NUPRC to ensure that the projects are completed.

Oando Clean Energy Limited (OCEL) is a subsidiary of Oando PLC driving the green energy evolution in Nigeria and across Africa. OCEL conducted a pre-feasibility assessment of renewable energy in Nigeria in 2021 before extending its green energy program to the Electrical Vehicle (EV) rollout pilot scheme (proof of concept) in May 2023 in the capital city of Lagos, Nigeria. The Electrical Vehicle (EV) rollout operations commenced in February 2024 wherein the two EV buses were made to ply two major routes in Lagos. Fifty (50) additional buses will be procured to expand the EV rollout operations including the charging infrastructure and service centers of the buses (EV Infrastructure Ecosystem) across the state.

Oando has continued its aggressive Sustainability Development strategy through a comprehensive and inclusive approach with its Joint Venture partner, NNPC Exploration and Production Limited (NEPL), operating OML 60-63. The table below expresses the Oando strategic intent for the JV operating assets (OML 60 – 63). These sustainability goals for the organization are listed below in Table 3.

Table 3: Oando's EHSSQ ESG Targets

S/No	Oando's Sustainable Development Goal	Target Date
1	Conclude two (2) Environmental Studies & Continuous	2024
2	Reduce Gas Flaring by 4.5%	2024
3	Close out 40% of Spill Sites	2024
4	Achieve 100% disposal and 65% Segregation of Non-Hazardous Waste	2024
5	Complete 10% remediation of previously cleaned oil spill sites	2024
6	Institute a Flood Plan to Tackle Perennial Flooding	2024
7	Achieve 100% disposal and 5% recovery of Hazardous Operational Wastes	2024
8	5 years mangrove restoration plan, targeting 17 hectares of previous impacted sites by oil bunkering as a CSR	2029
9	Achieve 15% reduction of Net Carbon Intensity of energy products sold @2030	2030
10	Achieve 25% reduction of Net GHG lifecycle emissions	2030

Table 3 showcases our ESG ambitions, from our commitment to environmental compliance studies to achieving reduction in GHG lifecycle emissions. In 2024, we exceeded expectations by obtaining approvals for the Environmental Evaluation Study of five (5) of our existing facilities; Akri Flowstation, Tuomo Field, Okpai IPP and Brass Oil Terminal (the first ever approval, since it's construction for over 50years), as well as obtained the point sources registration for Kwale Gas plant, Clough Creek Flowstation and Brass Terminal bringing 12 out of 15 of our facilities to full environmental compliance, while 2 are at their final stage for approval, Beniboye Flowstation environmental permit expired in April, 2024 and the processes for its renewal is already in place. We also concluded the Environmental Impact Assessment process and obtained approval from NUPRC for the planned Idu Field Development Project in OML 61.

In addition, Oando closed out 58% of oil spill sites (222 of 383) and achieved 14% remediation (1 of 7 sites, with 4 ongoing). We also implemented a comprehensive flood plan in Rivers, Delta, and Imo States, integrating early warnings, stockpiling, and evacuation protocols. There were high level discussions with stakeholders to restart our mangrove restoration project in

Nembe, Bayelsa, where we already started the planting programme with a target of 5,000 seedlings yearly, to cover an approximate of 17 hectares in the next 5 years, to enhance biodiversity and carbon sequestration. Waste management saw 65% segregation and 100% disposal of non-hazardous waste, with 1,380 m³ of contaminated soil and 240 m³ of sludge safely evacuated from Ogboinbiri. While our 5% hazardous waste recovery target was unmet due to no drilling, we're developing strategies to address this in 2025.

Petroleum Industry Act (PIA) and NOGICDA Disclosures

The PIA mandates environmental protection through Host Community Development Trusts (HCDTs). In 2024, only the Imo HCDT prioritized environmental initiatives, with others focusing on infrastructure and economic empowerment. We've intensified community sensitizations to highlight environmental protection, leveraging PIA's anti-vandalism provisions (Section 257) to deter sabotage. Our ongoing restoration efforts include the Nembe mangrove project and oil spill clean-ups, with 222 sites closed and remediation advancing at four sites in Ogboinbiri and Kemebiana.

Stakeholder Engagement

Stakeholder engagement continues to be a strategic and pivotal activity to drive the organization's objectives. In addition to maintaining strategic partnerships with its stakeholders within the oil & gas operations in Nigeria, Oando through its subsidiary, Oando Clean Energy Limited has expanded its stakeholder engagements to companies and organizations within the renewable industry in the development of its green energy products. Key stakeholders for the EHSSQ Department include its JV partner, communities in which the company operates, and regulatory agencies within the Nigerian supervisory oversight as well as partnerships across Africa and globally. The table below shows the different stakeholders for Oando.

“As we expand across oil, gas, and renewables, strategic collaboration with our stakeholders remains central to delivering impact.

We are Africa, We Are Oando

Table 4: Oando’s Stakeholders & Partnerships

Category A: Oil & Gas Industry (Fossil Fuel)

Regulator

- 1 Nigeria Upstream Petroleum Regulatory Commission (NUPRC)
- 2 National Oil Spill Detection and Response Agency (NOSDRA)
- 3 Nigerian Nuclear Regulatory Authority (NNRA)
- 4. Federal Ministry of Environment

Joint Venture Partners

- 1 NNPC Exploration and Production Limited (NEPL)
- 2 Energia Limited
- 3 Network Exploration & Production Limited

Communities

- 1 Various Nigerian Communities within which the JVs operate the assets

Category B: Renewable Energy (Green Industry)

Regulator

- 1 Nigerian Electricity Regulatory Commission (NERC)
- 2 Rural Electrification Agency (REA)
- 3 Relevant State Electricity Regulatory Agencies

Joint Venture Partners

- 1 Government of Lagos State

Table 4 captures our diverse stakeholder network, from regulators to host communities, each vital to our ESG goals.

Our stakeholders were identified based on different factors. These factors include legislation, financial, business and operations requirements. Some stakeholders are however engaged on the basis of their strategic positioning, financial leverage, social impact, and transparency requirements. For all selected stakeholders, Oando, through the Governance department performs Know Your Customer (KYC) audits to determine suitability to partner on the basis of transparency and money laundering. Oando also has a Board-approved Code of Conduct for Business Partners which provides best practices guidelines for the interactions by and with its partners.

We recognize that all our stakeholders play crucial roles in advancing the company’s environmental and economic aspirations. We have, therefore, adopted an approach to managing these stakeholders in a way that they are all prioritized. For instance, the approval of the Nigerian Upstream Petroleum Regulatory Commission is required to grant the company & JV Partners the pre-requisite permits to operate the facilities for the execution of projects. The communities are necessary to obtain a Freedom to Operate (FTO) while the alignment of the JV Partners is vital for the optimal operation of the Assets the benefits of the JV.

However, it is important to state that while Oando is constantly working with all its Joint Venture Partners (JV Partners) on environmental impacts, we prioritize JV Partners, based on asset footprints and significant environmental impacts. Worth to note is that Oando has a Community Relations as well as the Government and External Relations Departments responsible for engaging with the local communities wherein we operate.

The engagement approach to our various stakeholders differs. For the regulators, we review new/revised regulations to ascertain their impacts on the company’s operations. We also employ face-to-face interactions and respond promptly to regulator’s requests with evidence of complying with specified regulations by submitting reports.

The JV Partners activities are typically governed by the Joint Operating Agreements (JOAs). Two strategic meetings (Budget & performance) are held periodically throughout the year at different hierarchy levels to ensure that the Joint Ventures are operating optimally, and maximum values are obtained from these assets.

The table below indicates the different stakeholders engaged by the EHSSQ department, the form of engagement, the issues raised by the different stakeholders and how the resolutions were achieved in the year under review.

Table 5: Stakeholder Engagement Index

Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder Concerns/Issues Raised	Resolution Strategies
Regulator National Oil Spill Detection and Response Agency (NOSDRA)	For joint inspection of oil spill sites, issuance of clean-up certificates for spill sites.	Joint Visits, High Level meetings, emails, letters.	Nil	There were no resolution strategies as there were no concerns/issues raised in the stakeholder’s engagement sessions.
Regulator Nigerian Upstream Petroleum Regulatory Commission (NUPRC)	Issuance of Environmental Permits (EIA, EES, EBS, Point Sources Permit, Effluent Waste Discharge Permit, Radiation Safety Permit, etc). Post Cleanup Inspection & Remediation Certificates.	Environmental Compliance Monitoring, Fieldwork activities (EIA, EES, EBS), Joint Review Workshops, Scoping Workshops, Remediation Action Plan Workshop, Joint Inspection Visits, emails, letters, spot check of cleaned-up sites.	Nil	Continuous corrective actions and engagements on identified impacts or pollutant parameters above regulatory limits.
Regulator Federal Ministry of Environment (FMEnv)	Issuance of Environmental Permits (EIA, Environmental Audits, Flare Permits).	Environmental Compliance Monitoring, Impact Mitigation Monitoring, EIA & EAu fieldwork activities.	Nil	Continuous corrective actions on identified impacts or pollutant parameters above regulatory limits.
Host Communities	During EIA and EES processes, joint sections with regulators and other government officials.	Letters, meetings, plenary sessions (public forum, panel review meetings, socio-economic & health impact assessments).	Request for more Corporate Social Responsibility projects by the communities.	OERNL keeps engaging with Communities, offering CSRs as well as implementing the Host Community Development Trust (HCDDT).
Joint Venture Partner (JV Partner) Nigerian Petroleum Company Ltd (NEPL)	For budget and performance approvals.	Emails, face to face meetings, online meetings.	Nil	There were no resolution strategies as there were no concerns/issues raised in the stakeholder’s engagement sessions.

CSR demands and collaborated with regulators on spill clean-ups.



From regulators to JV partners and host communities, our tailored engagement approach ensures alignment, accountability, and shared success.

We are Africa, We Are Oando

Case Study on Stakeholder Management

There is a continuous, organized, and systemic theft of crude in Nigeria across land and swamp oil and gas installations. The Federal Government of Nigeria has made the combating of organized oil theft in Nigeria a priority with increased technological investments for surveillance and more effective military response to oil & gas vandalization and theft. Nigeria has seen an improvement in crude production of 1.6M barrels per day and there is a national plan to sustain the response to crude oil theft. However, despite government efforts, there is still pollution of the environment as a result of crude oil & vandalization of oil & gas installations.

To manage the incident of Oil theft, Oando continuously engages with its Joint Partners on assets in which it has working interests, especially in locations where there has been significant oil theft and environmental pollution. It has also continued to work with other stakeholders such as the communities, Government Security Agencies (GSAs) and private security organizations. In addition, Oando and its Partners conducted some oil spill clean-up and remediation of impacted environment in compliance with regulatory requirements as part of our commitment to building cities and communities (SDG 11).

Reports are presented at different tiers of the organization and major stakeholder concerns are discussed regularly as stated below:

- Departmental meetings – weekly
- Management meetings – At least once monthly
- Board meetings – Once a quarter

Critical stakeholder concerns are usually sent through emails with minimal involvement from consultants/intermediaries. The stakeholder concerns are thereafter extensively presented and discussed at very senior management meetings, including board meetings. Resolutions are reached after elaborate discussions with action plans/follow up recommendations to respective teams within the organization for implementation.

Biodiversity

Oando’s commitment to preserving the rich ecosystems of Nigeria’s Niger Delta, where our operations span Oil Mining Leases (OMLs 60-63) across Bayelsa, Delta, Imo, and Rivers States, remains unwavering. Aligned with SDG 14 (Life Below Water) and SDG 15 (Life on Land), our board-approved Biodiversity Policy, revised in 2024, underscores our responsibility to minimize environmental impacts while fostering positive contributions to the ecosystems and communities we serve. This policy, embedded within Oando’s Environmental, Health and Safety Management System (EHS-MS), guides our approach to project design and operations, ensuring biodiversity conservation is integrated into every decision.

In 2024, following our acquisition of 100% of the Nigerian Agip Oil Company (NAOC) and assumption of operatorship of the NNPC/Oando Joint Venture, we strengthened our stewardship of sensitive habitats, including mangroves, wetlands, and coastal ecosystems. Our revised Biodiversity Policy mandates the identification of all factors affecting ecosystems across the lifecycle of our facilities, from exploration to decommissioning. We conduct comprehensive Environmental Impact Assessments (EIAs) and Environmental Evaluation Studies (EESs) in consultation with stakeholders, ensuring compliance with the Environmental Guidelines and Standards for the Petroleum Industry in Nigeria (EGASPIN 2018). These studies monitor critical environmental aspects flora, fauna, soil, air, water (surface and groundwater), and fisheries to mitigate risks from activities like seismic surveys, drilling, well re-entry, production operations, and pipeline construction.

Our operations, while vital for energy production, can pose risks to biodiversity. In 2024, we faced significant challenges from one major spill (>250 bbl in swamp area operations), 27 medium spills (>25 bbl), and 355 minor spills (<25 bbl) with a total of 4,939.5 barrels of oil spilled into the environment. About 93% of the spill incidents were attributed to third-party vandalism, 3% operational failures and 4% as false alarm. These incidents impacted soil, water bodies, and species such as fish and migratory birds, particularly in sensitive areas like Okputuwari in Southern Ijaw LGA, Bayelsa. Yet, we turned adversity into opportunity, leveraging our revised Spill Policy to pursue zero hydrocarbon spills, ensure timely containment and clean-up, and remediate affected areas. Our aggressive clean-up efforts closed 222 of 383 spill sites (58%), surpassing our 40% target, and about 85% of the total volume of oil spilled was recovered. More notably, we advanced our revised KPI: "Complete 10% remediation of previously cleaned oil spill sites by 2024, fully restoring impacted ecosystems to pre-spill conditions." We achieved 14% remediation, with one of seven sites fully restored in Brass and four ongoing in Ogboinbiri and Kemebiana, verified by NOSDRA and NUPRC. These efforts aim to restore soil fertility, water quality, and biodiversity to pre-spill levels, aligning with GRI 304-3 (protection and restoration of habitats).

Our flagship Nembe mangrove restoration project, with high level discussions in 2024 to restart the project, exemplifies this commitment. Our plan is to plant 5,000 mangrove seedlings, targeting 17 hectares over five years to bolster coastal ecosystems, enhance carbon sequestration, and protect against erosion. This initiative, part of our Corporate Social Responsibility (CSR) in addition to the Host Community Development Trusts (HCDTs), supports SDG 15 by fostering resilient ecosystems and aligns with our Biodiversity Policy’s focus on conserving protected areas.

Beyond spill response, our Environmental Assessment Policy, updated in 2024, ensures that EIAs and EESs identify lifecycle impacts and enhance positive outcomes. For instance, we obtained approvals for EESs at five facilities Akri Flowstation, Tuomo Field, Okpai IPP, Brass Oil Terminal (a first in over 50 years), and Kwale Gas Plant bringing nearly all our facilities into full environmental compliance, except Beniboye Flowstation, where permit renewal is underway. These studies guide mitigation strategies, such as minimizing surface area for construction to reduce habitat disruption, as mandated by our Biodiversity Policy.

Where our operations impact local economies, particularly farmlands used for cash crops or subsistence farming, we adhere to our Environmental Health & Safety Policy’s commitment to sustainable development. In 2024, we compensated affected farmers promptly and provided incentives to mitigate economic losses, including:

These initiatives, tracked through monthly Environmental Monitoring Programs and community town halls during environmental fieldwork activities, ensure sustainable development while fostering goodwill. Our processes rooted in the Plan-Do-Check-Act (PDCA) cycle include regular stakeholder engagements with regulators like NOSDRA and NUPRC, as well as community consultations during EIAs and Post Impact Assessments. These engagements ensure that biodiversity impacts are continuously monitored and corrective actions are implemented swiftly.

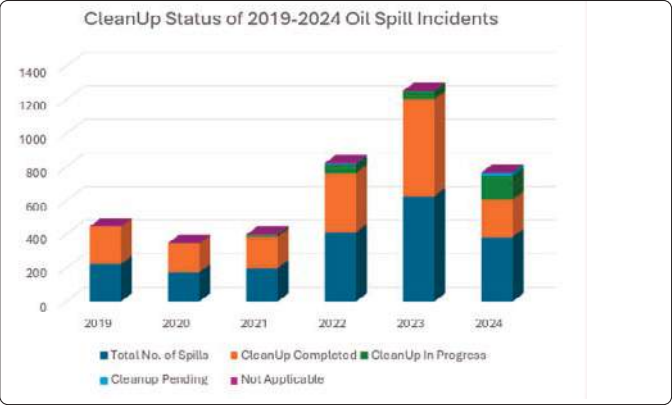
Despite our proactive measures, some operations occur near and within protected areas in our OML 60, 61 and 63. **Table 6** gives details of how OERNL OMLs overlap the different protected areas, the areas in Km2 of the overlap and the facilities/operations within these areas. The key biodiversity critical areas include games reserves, forest reserves, wetlands, and national parks.

Table 6: OERNL Facilities & Leases Overlapping Key Biodiversity Areas & Protected Areas in Nigeria - 2024

Areas Leased and Operated by OERNL	Protected Areas OVERLAP	Listings of Protected Status	Area Overlapping with Protected Area (KM2)	OERNL Operational Infrastructure Overlapping Protected Areas (WDPA) & Key Biodiversity Areas (KBA)
OML 60	Kwale (Protected Area) Game Reserve	IUCN Category IV (Habitat/Species Management Area)	0.169	There is no OERNL infrastructure inside the protected area
OML 61	Biseni forests (KBA)	KBA (Key Biodiversity Areas) (Forest Reserve)	155.898	There are wells and pipelines within the protected area
OML 61	Upper Orashi forests (Key Biodiversity Area)	KBA (Key Biodiversity Areas) (Forest Reserve)	9.691	There are pipelines within the protected area
OML 61	Upper Orashi forests (Protected Area RAMSAR)	RAMSAR Site (Wetland of International Importance)	36.239	There are wells and pipelines within the protected area
OML 61	Upper Orashi River (Protected Area),	National Designation (Forest Reserve)	9.691	There are pipelines within the protected area
OML 61	Taylor Creek (Protected Area)	National Designation (Forest &Game Reserve)	155.898	There are wells, pipelines and flowlines within the protected area
OML 61	Ohaji (Protected area)	National Designation (Forest Reserve)	3.953	There is no OERNL infrastructure inside the protected area
OML 63	Nun River (Protected Area),	National Designation (Forest & Game Reserve)	64.405	There is no OERNL infrastructure inside the protected area
OML 63	Apoi Creek (Protected Area)	National Designation (National Park & Forest Reserve)	168.66	There are wells and pipelines within the protected area
OML 63	Apoi Creek Forests (Protected Area RAMSAR)	RAMSAR Site (Wetland of International Importance)	143.896	There are wells and pipelines within the protected area
OML 63	Edumanom, (Protected Area)	National Designation (National Park)	29.512	There are wells and pipelines within the protected area
OML 63	Ikebiri Creek (Protected Area)	National Designation (Forest Reserve)	66.965	There are wells and pipelines within the protected area

To minimize impacts, we adhere to our EHS-MS, which integrates biodiversity due diligence for property transfers, acquisitions, and operations, ensuring compliance with national and international regulations. Our 2024 policy revisions reinforce this, with routine performance monitoring and corrective actions to protect sensitive biological resources.

Our efforts yielded tangible results: beyond mangrove restoration, we enhanced biodiversity through habitat preservation and community-driven conservation projects. For instance, our collaboration with Imo HCDT prioritized environmental initiatives, including tree planting and erosion control, unlike other HCDTs focusing on infrastructure. These actions align with GRI 304-1 (operational sites near protected areas) and GRI 304-4 (impacts on IUCN Red List species), ensuring transparency and accountability.



Graph 2: Biodiversity Impact Mitigation (2022-2024)

Graph 2 illustrates our progress in mitigating biodiversity impacts, from reducing spill incidents that were very high in number in 2023, to advancing restoration of the environment through clean-up of spill sites, showcasing our commitment to environmental stewardship. By embedding biodiversity into our decision-making and operations, Oando continues to balance energy production with the preservation of Nigeria’s natural heritage, ensuring a sustainable future for both people and planet.

Emissions

As the operator of the NNPC/Oando Energy Resources Nigeria Limited (OERNL) Joint Venture since August 2024, Oando is dedicated to managing emissions across our Oil Mining Leases (OMLs 60-63) in Nigeria’s Niger Delta, aligning with the Environmental Guidelines and Standards for the Petroleum Industry in Nigeria (EGASPIN 2018) and GRI 305 standards. Our revised 2024 Environmental, Health, and Safety (EHS) and Waste Management Policies guide our efforts to minimize environmental and social impacts, support community health, and advance sustainability goals.

In 2024, we recorded Scope 1 emissions of 2,776,775.99 metric tons of CO2 equivalent (tCO2eq), covering CO2, CH4, and N2O from flaring, stationary combustion, and fugitive leaks, calculated using the GHG Protocol Corporate Standard and IPCC 2006 Tier 1 emission factors (e.g., 56.1 kg CO2/GJ for natural gas). Scope 3 emissions from upstream transport (e.g., diesel marine vessels, kerosene-fueled helicopters) totaled 8,678.20 tCO2eq. Air pollutants included 5,013,231.44 kg NOx, 22,820.66 kg SOx, 2,283,786.84 kg NMVOC, 176,687.55 kg SPM, and 4,686,562.18 kg CO, based on EPA emission factors. No biogenic CO2 or ozone-depleting substances were recorded. A roadmap to include Scope 2 emissions by 2027 is in progress.

Emissions may pose challenges to ecosystems through potential habitat degradation and to communities via air quality concerns, potentially affecting rights to health and housing (UDHR Article 25). Economically, emissions-related compliance costs and supply chain risks may arise, but our investments in low-emission technologies create jobs and enhance brand reputation. Environmentally, initiatives like mangrove restoration support biodiversity, while socially, they promote cleaner air and sustainable livelihoods.

Company Involvement: Scope 1 emissions stem from upstream operations (flaring, combustion, fugitive leaks), while Scope 3 emissions arise from business relationships, including logistics partners’ diesel vessels, helicopters, and supply chain activities like steel procurement. We are actively addressing these through targeted strategies.

Policies and Commitments: Our 2024 EHS Policy drives Scope 1 and Scope 3 emissions management through measurable targets and best practices, such as flare optimization and

cleaner technologies. The Waste Management Policy minimizes fugitive emissions via equipment maintenance and carbon capture exploration. We align with the Paris Agreement and OGMP 2.0, collaborating with suppliers to optimize Scope 3 emissions.

Actions Taken:

- Flaring Down Strategies: Strengthened strategies to reduce routine flaring, including gas recovery for methanol production and reinjection, targeting 100% elimination by 2030, with ongoing efforts to meet interim milestones.
- Fugitive Emissions Surveys: Conducted Leak Detection and Repair (LDAR) at Ogbainbiri Flowstation using Optical Gas Imaging to minimize methane leaks.
- Energy Efficiency: Upgraded equipment and optimized processes, targeting 15% fossil fuel reduction by 2028.
- EV Pilot: Plans were almost concluded in 2024 with targeted acquisition of 35 EVs within 2025 in Lagos to reduce Scope 3 emissions by 25% by 2026.
- Mangrove Restoration: There are high level plans to restart planting of 5,000 seedlings within our Swamp Operational area targeting 17 hectares by 2029 for carbon sequestration.
- Geothermal Exploration: Initiated feasibility for a 35MW project by 2030 to reduce diesel reliance.

Effectiveness Tracking: Emissions are tracked via GHG inventories, using SHERPA (2018–2024 Q2) and GHG Protocol models (2024 Q3 onward), with external audits planned for 2025. Compared to the 2018 baseline (2,874,043.20 tCO2eq), Scope 1 emissions reduced by 16,019.98 tCO2eq, though methodology updates in 2024 affected net reduction assessments. Intensity ratios are 77.72 tCO2eq/Kboe (Scope 1) and 0.24 tCO2eq/Kboe (Scope 3) for 35,726.05 Kboe production. Lessons learned, such as enhanced data accuracy, were integrated into 2024 policy revisions.



Through continuous tracking and lessons learned, we’re refining emissions data accuracy and embedding climate accountability into our core operations.

We are Africa, We Are Oando

Effluent and Waste

In the pursuit of the achievement of SDG 6 - Clean Water and Sanitation, Oando is aware of the negative effect of its effluents and waste on the environment as well as the socio-economic activities within the environment.

The company's wastes are categorized into hazardous and non-hazardous wastes, both of which can have potential negative impacts on the environment, people, and the economy within which it operates. Hazardous wastes will include waste such as drilling mud, drilling fluids, cuttings from Oil well bore, sludges from oil tanks. Run offs from operational facilities into drainages that serve effluent streams.

Non-hazardous waste divided into liquid and solids can have a negative effect of polluting water bodies that can cause waterborne diseases and provide the right environment for breeding insects such as mosquitoes which consequently can cause malaria.

Goals and targets for waste are identified every business year and include activities to meet these set goals & targets. Effluent waste analysis, for example, is primarily driven by the Operator's employees and is done to ascertain operation's activities that can affect watercourse, ground water and discharges to sewers. A waste management plan is derived which involves sampling, monitoring, and analysis of operation discharge to waterway. This is done not only to comply with environmental regulations, but to ensure a safe and healthy livelihood for the people and environment. Waste management awareness continues to be driven across the organization with waste management implemented.

Total weight of waste by type segregation of waste is an important aspect of the JV waste management plan. This will help in the effective treatment of hazardous waste, thereby reducing landfill and encouraging recycling. The table below shows the waste and their segregation by weight and type.

Waste Management

Waste Segregation Scheme

Table 7 shows the weight of segregated waste generated in Land and Swamp Areas combined. There is a clear separation of the hazardous and non-hazardous waste. For the Land Area, the solid waste management involved segregation, recycling and proper disposal in the following locations: Port Harcourt, OB/OB, Ebocha, Idu, Akri, Samabri, Oshie, Irri, Kwale Gas Plant and Tuomo Location.

In the Swamp Area locations, solid waste management involving segregation, recycling and proper disposal in SAR locations of Brass Terminal, Ogboinbiri, Obama, Tebidaba, Clough creek and Beniboye flow stations were carried out.

In 2024, we achieved 65% waste segregation in both LAR and SAR , and 100% non-hazardous waste disposal. The hazardous operational waste disposal reached 100%, with specific evacuations from Ogbainbiri (1,380 m³ soil, 240 m³ sludge) and Idu (28 m³ debris). The 5% recovery target was not met due to no drilling, but strategies are under development.

Table 7: OERNL Waste Inventory (Hazardous & Non-Hazardous) 2024 for LAR AND SAR

SNo	WASTE	DISPOSAL	JAN	FEB	MAR	APR	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	TOTAL (KG)	TOTAL (TONS)
NON-HAZARDOUS WASTE																
1	Medical (kg)	Incineration	88.50	0.00	0.00	0	0	0.00	305.7	69.0	0.00	95.0	0.00	120.00	678.20	0.68
2	Contaminated Rags (kg)	Incineration	34.00	30.70	18.80	28	91	39.00	49.0	65.0	22.30	37.8	53.50	44.30	513.40	0.51
3	Sludge (kg)	Incineration	0.00	0.00	0.00	0	0	0.00	240000.0	0.0	0.00	0.0	0.00	0.00	240000.00	240.00
4	Waste water (lts)	Incineration	0.00	0.00	0.00	0	0	112000.00	0.0	0.0	0.00	0.0	0.00	0.00	112000.00	112.00
5	Expired Chemicals (kg)	Dilute/Incineration	52300.00	0.00	0.00	0	0	0.00	0.0	0.0	0.00	0.0	0.00	0.00	52300.00	52.30
6	Bad battery (kg)	Recycling/Incineration	0.00	0.00	0.00	0	0	0.00	0.0	0.0	0.00	0.0	0.00	0.00	0.00	0.00
7	Oil filter (kg)	Recycling/Incineration	738.85	1071.20	483.36	586.5	938.67	1293.80	978.6	1205.9	3765.64	2503.6	1290.39	1350.05	16206.53	16.21
8	Fuel filter (kg)	Recycling/Incineration	53.00	55.00	195.00	313	68	72.00	57.2	63.0	66.00	799.0	597.70	72.00	2410.90	2.41
9	Air Filter (kg)	Recycling/Incineration	0.00	0.00	0.00	0	0	0.00	0.0	0.0	0.00	0.0	0.00	0.00	0.00	0.00
10	Contaminated Soil (KG)	TDU/Incineration	0.00	0.00	0.00	0	0	0.00	1380000.0	0.0	0.00	0.0	0.00	0.00	1380000.00	1380.00
11	Spent Oil (lts)	Recycling	6000.00	0.00	0.00	0	0	0.00	0.0	0.0	0.00	0.0	0.00	0.00	6000.00	6.00
12	E – Waste (kg)	Recycling	0.00	0.00	0.00	0	800	0.00	0.0	0.0	6000.00	0.0	0.00	0.00	6800.00	6.80
															1816909.03	1816.91
13	Fluorescent tubes (kg)	Stored	66.80	83.70	116.20	97.6	92.3	84.30	77.2	122.9	116.00	122.4	107.00	49.70	1136.10	1.14
NON-HAZARDOUS																
14	Glass (kg)	Recycling	3523.20	3172.79	3176.90	2416.82	3284.62	3150.80	5637.1	3462.6	3757.52	4072.0	3411.72	3845.28	42,911	42.91
15	Paper (kg)	Recycling	3106.42	3513.88	3759.79	3847.27	3421.7	3727.94	3770.9	6384.2	24663.12	18849.9	12009.79	3629.39	90,684	90.68
16	Aluminum Cans & Metal (kg)	Recycling	3338.29	3246.25	3482.41	3702.28	3751.57	3626.44	3925.7	4427.5	5547.98	4537.0	4123.88	4573.96	48,283	48.28
17	Plastics (kg)	Recycling	3531.55	3243.10	2928.37	2840.92	3532.66	3365.89	3954.0	3857.1	3983.77	3856.2	3477.17	3593.39	42,164	42.16
18	Woods (kg)	Reuse	783.00	768.90	983.00	1074	16114	1109.00	1907.0	1845.7	2488.00	2221.4	1581.80	1344.30	32,220	32.22
19	Biodegradable (kg)	Compost	57795.94	52802.63	58235.76	56638.26	58527.67	57609.32	62430.9	74837.0	61238.63	61369.7	64267.15	57706.01	723,459	723.46
20	Sewage (litres)	Dumpsite	5850000.00	5396000.00	6168000.00	4832000	5663000	4432000.00	2862000.0	3150000.0	3484000.00	3822000.0	3360000.00	2712000.00	51,731,000	51,731.00

Oil Spill

Oil spills within one of our JV operations were a major concern in year 2024. The OERNL/NEPLC JV experienced a high number of sabotages and oil thefts within its operations resulting in fires and environmental degradation. The JV, in a bid to mitigate the spills has implemented timely intervention to contain spills and the recovery of free oil from the environment. The areas where spill occurred are cleaned while remediation carried. Spills are also reported in a timely manner in line with the requirements of the Nigerian regulators. The tables below indicate the oil spill categories as well as the status for spill clean-up.

Oil spills, primarily from third-party sabotage, posed a significant challenge in 2024, with 383 incidents spilling 4,939.50 barrels. Swift containment, recovery, and clean-up efforts closed 222 of 383 earmarked sites (58%), surpassing our 40% target. Remediation progressed, with one of seven sites fully restored and four ongoing in Ogboinbiri and Kemebiamma. All actions complied with NOSDRA and NUPRC regulations, reinforcing our environmental responsibility.

Table 8: Oil Spill Category Indicating Classes (Major, Medium, Minor)

Total number of Incidents – 398

CLASSES OF SPILL	NUMBER	TOTAL SITES JIV TEAM VISITED
Minor	355	398
Medium	27	
Major	1	
No spill from event (s)	15	

Note: the medium spill incidents were updated to 27 at the conclusion of all pending JIVs for 2024.

Table 9: Causative Factors of Oil Spills and Estimated Oil Spilled in Barrels (January to December 2024)]

CAUSATIVE FACTOR	NO. OF INCIDENTS	ESTIMATED BARRELS SPILLED	FREE OIL RECOVERED (BARRELS)
Oil theft	245	2544.219	2100.455
Other sabotage	124	1857.434	1629.68
Operational control spill	14	537.8478	483.45
Others (no spill/false alarm)	15	0	0
Total events	398	4939.50	4213.59

Note: Over 93% of incidents resulted from third-party interference. The rise in estimated spill volume reflects the conclusion of pending JIVs. Previous reports recorded 4,881 barrels.

Table 10: Clean-Up Status for Oil Spills Within the Assets Clean-up Status for oil spills within the assets

MONTHS	CLEAN UP NOT REQUIRED	CLEAN UP COMPLETED	CLEAN UP IN PROGRESS	CLEAN UP PENDING	PENDING JIVS	TOTAL
JAN	1	25	13	0	0	39
FEB	0	20	12	0	0	32
MAR	0	22	7	0	0	29
APR	0	13	7	2	0	22
MAY	0	23	12	10	0	45
JUN	1	21	8	2	0	32
JUL	4	23	8	7	0	42
AUG	4	27	18	2	0	51
SEPT	4	18	12	6	0	40
OCT	0	9	8	6	0	23
NOV	1	7	9	3	0	20
DEC	0	14	2	7	0	23
TOTAL	15	222	116	45	0	398

CLEAN-UP/JIV STATUS

Oando’s commitment to environmental stewardship, as the operator of the NNPC/Oando Energy Resources Nigeria Limited (OERNL) Joint Venture since August 2024, drives our rigorous management of hazardous wastes to protect communities and ecosystems across Oil Mining Leases (OMLs 60-63). Our revised 2024 Waste Management Policy, aligned with the Environmental Guidelines and Standards for the Petroleum Industry in Nigeria (EGASPIN 2018), mandates a “Cradle to Grave” approach, ensuring that all hazardous wastes such as contaminated soil, sludge, and cuttings are responsibly handled from generation to final disposal. This comprehensive strategy, underpinned by our Environmental Health & Safety Policy, minimizes risks to human health and the environment while adhering to GRI 306 (Waste) standards.

In 2024, we addressed the environmental impacts of 383 oil spills (4939.50 barrels), primarily caused by third-party vandalism, through swift containment, recovery, and clean-up efforts. Our Joint Industry Visits (JIVs) with regulators like NOSDRA and NUPRC ensured compliance, closing 222 of 383 spill sites (58%) and achieving 14% remediation (1 of 7 sites fully restored, 4 ongoing in Ogboinbiri and Kemebiama). Hazardous wastes generated during these operations were transported locally within Nigeria to accredited facilities for treatment and disposal, reflecting our duty of care.

Table 11: Sludges Evacuated from Key Installations

(a) Routine Cleanup Activities

LOCATION	VOLUME	STATUS
Brass Canal	Cleanup of Brass Terminal Canal	Job ongoing.

(b) Contaminated Soil/Sludge/Cutting Management

LOCATION	VOLUME	STATUS
Ogbainbiri Flowstation	Evacuated and transported 240m³ of contaminated soil and 1,380m³ of sludge to Franco International Facility for treatment and disposal.	Job Completed
Idu Flowstation	Evacuated and transported 28m³ of contaminated soil to Paschal Technical Services Limited for treatment and disposal.	Job Completed

Table 11 details our 2024 clean-up efforts, including routine activities at Brass Terminal and the management of contaminated materials at Ogboinbiri and Idu Flowstations. By partnering with accredited third-party facilities, we ensured that all hazardous wastes were treated and disposed of in compliance with regulatory requirements. Our “Cradle to Grave” approach, reinforced by consignment note tracking and regular audits, guarantees traceability and accountability, safeguarding ecosystems and supporting SDG 6 (Clean Water and Sanitation). These efforts align with our broader goal of

achieving 100% hazardous waste disposal and advancing environmental restoration across our operational footprint.

Robust EHS Management System

At Oando, we prioritize the safety and well-being of our people, environment, and communities. Our EHSQ Integrated Management System Manual is designed to ensure compliance with relevant legislation, achieve continuous improvement, and demonstrate responsible management of EHSQ risks. This comprehensive system is built on industry best practices and international standards, including:

- ISO 14001 (Environmental Management Systems): We are committed to minimizing our environmental footprint and promoting sustainable practices.
- ISO 39001 (Road Traffic Management Systems): We prioritize road safety and strive to prevent accidents and injuries.
- ISO 45001 (Occupational Health and Safety Management Systems): We are dedicated to providing a safe and healthy work environment for our employees and contractors.
- ISO 50001 (Energy Management Systems): We aim to optimize energy use and reduce our carbon footprint.

Key Components of Our EHS Management System

- Clear Assignment of Responsibilities: Our EHS management responsibilities are clearly assigned, with ultimate responsibility held by the Managing Director.
- Comprehensive Policies and Procedures: We have a comprehensive set of EHS policies and procedures in place, ensuring that our operations are guided by industry best practices.
- Risk Management: We have a robust risk management system in place, with regular discussions and reviews of potential risks and opportunities.
- Integrated Risk Registers: We maintain an integrated Business Risk Register and EHS Risk Register, ensuring effective risk management and mitigation.

Certifications and Compliance

Our assets were previously certified to ISO 14001, 39001, and 45001 under NAOC, and we are committed to maintaining these certifications. Our next surveillance audit is scheduled for December 2025. We are dedicated to continuous improvement and ensuring that our EHS Management System meets the highest industry standards.

By implementing a robust EHS Management System, we demonstrate our commitment to responsible operations, safety, and environmental stewardship. We are proud of our progress and look forward to continuing to improve our performance in these areas.

Emergency Response and Preparedness

At Oando, we prioritize emergency preparedness and response to ensure the safety of our people, environment, and assets. Our Emergency Response Strategy and Plan (ERSP) is designed to respond to incidents in a scalable and effective manner.

Key Highlights of Our Emergency Response Plan:

- Industry-standard approach: Our ERSP follows the industry-standard approach of People, Environment, Assets, and Reputation (PEAR), aligned with the principle of keeping risks as low as reasonably practicable (ALARP).

- Trained Emergency Response Teams: We have trained Emergency Response Teams in place at all sites, supported by our OERNL Emergency Response Team based in Port Harcourt.
- Comprehensive planning: Our ERSP is supported by an Oil Spill Management Plan, Medical Emergency Response Plan, and detailed site emergency response plans and evacuation plans.
- Regular training and drills: We have an active program of emergency response training and drills, with 258 emergency response drills and exercises planned for 2024, of which 193 (74%) were completed. This training ensures that our teams are prepared to respond to emergencies effectively.

Continuous Improvement:

We are committed to continuous improvement and tracking our emergency response performance through our EHS dashboard reporting. By prioritizing emergency preparedness and response, we demonstrate our commitment to the safety and well-being of our people, environment, and communities.

Occupational Health and Safety

At Oando, we prioritize the safety and well-being of our people. Our leadership has demonstrated a clear commitment to Occupational Health and Safety (OH&S), and we have made significant strides in maintaining and enhancing a strong safety culture.

Key Highlights of Our Safety Performance:

- Zero Fatalities: We reported zero fatalities in 2024 an improvement on the previous year.
- Strong Safety Metrics: Our five-year Fatal Accident Rate (FAR) of 0.10 per 100 million man-hours is considerably lower than the IOGP upstream industry average.
- Excellent Lost Time Injury Frequency (LTIF) and Total Recordable Injury Rate (TRIR): Our LTIF and TRIR for 2024 were 0.05 and 0.20, respectively, comparing favourably against previous performance and IOGP global benchmarks.
- Proactive Measures: Our "I CARE" initiative and renewed focus on reporting have resulted in a significant increase in the submission of Unsafe Act/Unsafe Condition reports, demonstrating our commitment to proactive safety management.

Robust Framework for Transportation Risk Management:

We have established a robust framework for transportation risk management, particularly in high-risk regions where journey security and operational control are essential. Our 2024 Journey Management Procedure reflects strong operational integration and has contributed to the absence of transport-related incidents in early 2025.

By prioritizing occupational health and safety, we demonstrate our commitment to the well-being of our people and our responsibility to operate safely and sustainably.

Asset Integrity and Process Safety

At Oando, we prioritize asset integrity and process safety to ensure the reliability and safety of our operations. Our Asset Integrity Strategy is designed to ensure compliance with regulations and minimize associated hazards.

Key Highlights of Our Asset Integrity and Process Safety Performance:

- Strong Process Safety Performance: No Tier 1 or Tier 2 Process Safety (LOPC) events were reported in 2024, representing a reduction from the previous year.
- Excellent Process Safety Event Rate: Our Process Safety Event rate of 0.00 events per million man-hours is well below the industry average of 0.42 (IOGP, 2023).
- Systematic Programmatic Implementation: We have implemented a systematic program of regular Process Safety Audits, facility inspections, preventive maintenance, and ongoing integrity reviews.
- Risk-Based Inspection Methodology: We are transitioning to a risk-based inspection (RBI) methodology to optimize inspection intervals and ensure the integrity of our assets.

Commitment to Continuous Improvement:

We are committed to continually improving our asset integrity and process safety performance. We have outlined a rolling program for vessel and PSV inspections scheduled over the next five years as part of each facility's turnaround maintenance activities. By prioritizing asset integrity and process safety, we demonstrate our commitment to the safety and reliability of our operations.

Occupational Health Services

At Oando, we prioritize the health and well-being of our employees and contractors. Our Occupational Health Services are designed to ensure that our people receive the medical attention they need to perform their jobs safely and effectively.

Key Highlights of Our Occupational Health Services:

- Comprehensive Medical Check-Ups: We require our employees to undergo periodic medical check-ups based on our medical policy and test protocol. This ensures that our employees are fit for work and reduces the risk of work-related illnesses.
- Contractor Health Services: We ensure that our contractors provide occupational health services to their personnel, including medical tests and certificates of fitness. This ensures that all personnel on our projects and operations are fit for work and receive the medical attention they need.
- Emergency Response Preparedness: We have a robust Emergency Response Preparedness (ERP) plan in place, which includes documentation, human resources, tools & gadgets, logistics, and communication. This plan ensures that our employees and contractors receive prompt medical attention in case of an emergency.
- Health Risk Assessments: We conduct Health Risk Assessments (HRAs) for all projects and operational sites to promote workers' health and minimize health risks. This proactive approach enables us to identify potential health risks and take steps to mitigate them.

Confidentiality and Medical Ethics:

We prioritize confidentiality and medical ethics in our occupational health services. Our Medical Consultant is

bound by a confidentiality agreement and is not permitted to disclose employee medical information without consent.

By prioritizing occupational health and well-being, we demonstrate our commitment to the safety and health of our people and our responsibility to operate sustainably.

Monitoring and Review

At Oando, we prioritize effective monitoring, review, and reporting of our HSE performance to ensure continuous improvement and responsible management. Our EHSQ Integrated Management System (IMS) serves as the foundation of this framework, outlining a structured approach to performance evaluation that includes regular internal reporting, management reviews, and audits.

Key Highlights of Our Monitoring and Review Process:

- International Guidelines: Our EHS IMS is designed to comply with international standards such as ISO 14001, ISO 45001, ISO 39001, and ISO 50001, ensuring a broad and holistic approach to ESHS monitoring.
- Continuous Improvement: We prioritize continuous improvement, with monitoring and review treated as integral components of a dynamic cycle aimed at organizational learning and adaptation.
- Proactive Monitoring: We employ a range of mechanisms to proactively monitor performance across key ESH domains, enabling us to identify areas for improvement and take corrective action.
- Regular Reporting: We provide regular internal reporting, management reviews, and audits to ensure that our EHS performance is transparent and accountable.

Commitment to Excellence:

By prioritizing effective monitoring and review, we demonstrate our commitment to excellence in EHS management and our responsibility to operate sustainably. Our EHS IMS is designed to support a culture of continuous improvement, enabling us to learn from our experiences and adapt to changing circumstances.

Worker Participation and Consultation

At Oando, we prioritize worker participation and consultation on occupational health and safety matters. Our approach ensures that employees are actively engaged in identifying and managing safety risks.

Key Highlights of Our Approach:

- Regular Meetings: We hold periodic meetings with management representatives at offices and work sites to discuss safety awareness, concerns, and performance.
- Open Communication: We encourage employees to share their concerns, clarifications, and suggestions, which inform corrective actions and policy or process reviews.
- Collaborative Approach: Our approach fosters a culture of collaboration and open communication, enabling us to identify and address safety risks effectively.

By engaging with our employees and prioritizing their safety and well-being, we demonstrate our commitment to creating a safe and healthy work environment.

Environmental Grievance Mechanisms

Our organization, in collaboration with its Joint Venture Partners, acknowledges the potential environmental and socio-economic impacts of its operations. We prioritize minimizing adverse effects while maximizing benefits. Through proactive community engagement and leveraging environmental study findings, we effectively address potential grievances.

In 2024, we successfully mitigated spill-related issues through proactive measures, including clean-up initiatives and HCDT sensitizations, aligning with Global Reporting Initiative (GRI) standards, thereby preventing formal grievances from being filed.

Security Practices

There are potential negative impacts on people including their human rights that have been identified by the company. Hence, the company has indicated in its security policy the need to ensure human rights in its engagements with people.

The company engages armed personnel from Government Security Agencies in ensuring the protection of its assets and Very Important Persons (VIPs). Personnel from Government Security Agencies are given orientation on the first day of joining the organization on the rules of engagements while being deployed to the company as well as respect for the rule of law and human rights.

In addition, the company employs 3rd party personnel who protect the assets and are actively involved in assess control within these assets. Periodic meetings driven by the Head, Security of the company are held to reinforce company policies and rules at intervals. There were no reported cases of human rights violation by security personnel attached to the company.

Approximately, 77% of the security personnel have received training in procedures related to the company's training. Trainings include:

- Basic Security procedures
- Conflict resolutions
- Surveillance and Monitoring
- First Aid & Emergency Response
- Legal & Ethical Consideration
- Fire safety
- Crowd Control
- Security Technology
- Cultural Sensitivity & Diversity Training

In 2024, community engagements reinforced anti-vandalism measures under PIA, protecting assets and people.



Economic Performance
Finance

Economic Performance
Finance



In 2024, the global economy grew 3.2% while oil output reached 102.6 mbbbls/d and Brent averaged \$81. Nigeria’s production rose 4.3% to 1.58 mbbbls/d, with gas up 0.53% to 2.51 TCF. Oando’s finance team focused on sustainable growth through prudent income management, efficient working capital, and strong capital access.



Over time, the global economy has faced several challenges, including persistent inflation and monetary tightening, among other challenges. However, the economy experienced an estimated growth of 3.2%, up from 2.8% in 2023.

Global oil production in 2024 reached 102.6 million barrels per day (mbbbls/d), exceeding the 2023 production level of 101.8 mbbbls/d. Brent oil prices declined, averaging \$81 per barrel in 2024, down from \$82 per barrel in 2023.

According to the Nigerian Upstream Petroleum Regulatory Commission (NUPRC), total production in 2024 averaged 1.58 million barrels per day (comprising 1.32 million barrels of oil and 0.26 million barrels of condensate per day), representing a 4.3% increase compared to 2023. A total of 2.51TCF of associated and non-associated gas were produced at an average rate of 6.86BCF/D, representing a 0.53% increase from 2023 levels.

Sustainability Strategy

The sustainable development strategy for the finance team is to effectively manage the company’s generated income and access to capital through effective working capital management from various capital providers.

Economic Performance
Finance - continued

Unit Goals

S/N 2024 GOALS

- 1 Capital Restructure
• Secure acquisition finance of \$800M
• Restructure existing financing facilities of \$260m & secure bond of \$1bn
• Monetize exploration assets
• Increase Equity to minimum \$75m
• Expand the financial capacity to participate in oil-backed prepayment facilities to execute a minimum of two projects annually.
• Execute at least one securitization strategy aimed at converting medium-term debt into marketable oil-backed securities (i.e. rated bonds).
• Expand credit facilities to a minimum of \$1.25bn
• OCEL to secure external funding (working capital and project delivery) for project rollout (\$125M).
• Secure grants of \$1m by Q4, 2024
- 2 Increase Revenue
• Achieve average base production of ≥23.7k boepd, protect based production and avoid low case.
• Achieve incremental production ≥2,000 boepd (Qua Ibo & Ebendo)
• Implement New Ebendo GSA by Q4 2024
• Maintain pole position on NNPC Business
• Execute term contracts with NLNG/NNPC for LNG exports
• Establish Metals & Other Commodities Desk
• Participating in NNPC sponsored PXF facilities
- 3 Business Development
• Acquisition of NAOC’s 20% in the NAOC/OOL/NPDCJV.
• ≥18.9k boepd Inorganic opportunities (Marginal Field Farm-in, PUD, IOC Divestment)
• TSA/MSA service outside NAOC JV
• Develop partnerships with players in need of African content
• Become one of the five preferred partners to Dangote refinery
• Secure crude off take contract with the Guyanese Government
- 4 Liquidity Management
• Develop overdraft facilities with banking institutions for immediate access to liquidity–minimum of two facilities.
• Monetize future profits through operating JV structures.
- 5 Cash Management
• Ensure G&A does not exceed(\$35.1M) JV costs and contract optimization
• Audit targets and cost recoveries(\$5M)
• Recover all due receivables (Kwale IPP, FIPL, NAOCJV3rd Party) (\$13.5M)
- 6 Organizational Development
• Capacity Development across the various functions–provide requisite training considering current industry changes.
• Manpower optimization–provide bench options for all keyman risk positions.

Organizational Profile as at 31 December 2024

Metrics (N'Bn)	OER	E&P	Group
Net Sales	286.6	388.9	4,086.7
Total Capitalization:			
Total Debt	643.6	1644.6	2,771.9
Total Equity	(135.2)	(454.6)	(361)
Changes to corporate structure	NIL	NIL	NIL

Identified Material Aspects and Boundaries

Entities included in Consolidated Financial statements include.

OER	GROUP
- Servco Nigeria Limited	- All OER Companies and
- Oando Energy Resources Canada	- Oando PLC
- Oando Qua Ibo Limited	- Oando Exploration and Production Limited (OEPL)
- Oando Reservoir & Production Services Ltd	- Oando Benin
- Oando Akepo Limited	- Oando Sierra Leone Ltd
- Oando Petroleum Development Company limited.	- Oando Burkina Faso Ltd
- Oando OML 125	- Oando Foundation
- Oando OML 125 & 134 BVI Limited	- Oando Liberia
- Equator Exploration Ltd. (BVI)	- Ebony Trading Rwanda
- Equator Exploration OML 122 Ltd. BVI	- Ebony Trading Uganda
- Equator Exploration STP Block 12 Ltd.	- Ebony Oil and Gas South Africa
- Equator Exploration Nig. Ltd	- Calabar Power Limited
- Equator Exploration STP Block 5 Ltd. (BVI)	- Oando Equator Holdings
- Equator Exploration Nigeria OML 122 Ltd.	- OES Professionalism
- Oando Equator Exploration JDZ Block 2 Limited	- OES Deep Sea
- Oando Equator Exploration Nigeria 321 Ltd.	- OES Constitution - Integrity
- Oando Equator Exploration Nigeria 323 Ltd	- XRS I Limited
- Oando Production and Dev. Company Ltd	- XRS II Limited
- Oando Servco UK Limited	- Oando Logistics and Services
- Oando Netherlands Holdings 1	- Oando Trading Limited (Bermuda)
- Oando Netherlands Holding 2 BV	- Oando Resources Limited
- Oando Netherlands Holding 3 BV	- Oando Trading Dubai
- Oando Netherlands Holding 4 BV	- Oando E and P Holdings Ltd
- Oando Netherlands Holding 5 BV	- Churchill Finance Ltd
- Oando OML 60-63 Holding BV	- UNITAB
- Oando OPL 214 Holding BV	- Oando Terminals and Logistics Ltd
- Oando Brass Holding BV	- Bitumen Resources Ltd
- Oando OML 131 Holding BV	- Lakel Afrik Petroleum
- Oando Servco Netherlands	- Road Bits Limited
- Exile Resources Nigeria Limited	- Trans-Africa Mining Resources Limited
- Exile Resources Services Ltd UK	- Bit Mines Resources Limited
- Exile Resources Luxembourg S.a.r.l	- 090270BC
- Exile Holdings Luxembourg S.a.r.l	- Oando Petroleum and Natural Gas Ltd
- Exile Resources BVI Ltd	- Oando Oil II Cooperatief U.A
- Exile Resources Zambia Limited	- Oando Oil II Cooperatief U.A
- Exile Resources Ankara	- Carmine Energy Investments Limited
- Oando OML 60-63 Ltd	- Fast Energy Investments Limited
- Oando Holdco Ltd	- Lithiwave Nigeria Limited
- Oando OML 131 Limited	- Litherium Development Company Limited
- Oando Oil Limited	- Oando Gazelle Ltd Mauritius
- Oando Deepwater Exploration Nigeria Limited	- Oando Supply & Trading DMCC
- Medal Oil Company Ltd.	- Stanhope Energy DMCC
- Oando Technical Services Ltd.	- Oando Trading & Supply BVI
- Oando Recycling Ltd.	- Oando Gazelle DMCC
- Article Six Nigeria Ltd.	- Oando Yield Ltd
- Oando Clean Transport Solutions Ltd.	- Oando Leopard Ltd
- Oando Clean Energy Ltd.	- Oando Gulf Ltd
	- Oando Pacific Ltd
	- Oando Treasures Ltd
	- Oando Energy Resources Nigeria Limited
	- Oando CPFA Limited
	- Oando Oil Holdings Limited(Bermuda)
	- Oando Oil Holdings Limited

Every entity included in the company's consolidated financial statement is covered by this report.

Organizational Profile as at 31 December 2024

Metrics (N'Bn)	OER	E&P	Group
Economic Value Generated (Revenues)			
- Crude Oil	253.6	340.2	3,784.7
- Gas & NGL	66.4	90.8	90.8
- Oil Transportation Tariffs	7.2	10.6	10.6
- Kwale –Okpai IPP Power	6.2	10.7	10.7
- Other revenues	143.5	242.7	1,189.1
TOTAL	477.1	695.0	5,085

Metrics (N'Bn)	OER	E&P	Group
Economic Value Distributed:			
Operating Expenses (COGS)	167.3	274.2	3,930.8
Employee Wages and Benefits	17.4	38.1	10.8
Community Investments - Donations	-	-	-
Other General and Admin Expenses	75.0	164.0	355.8
Tax paid	0.0	0.00	-
Royalty paid	1.3	2.2	2.2
Payments to Equity holders	-	-	-
Payments to Debt holders	216.2	216.5	786.3
TOTAL	477.1	695.0	5,085.9

Coverage of the Organization's Defined Benefit Plan Obligations

- The Company does not have defined benefit plan obligations.
- No liability exists as of 2024 for benefit plan obligations.

Financial Assistance Received from Government

Metrics (N'Bn)	OER	Group
Tax reliefs	NIL	NIL
Tax credits	NIL	NIL
Subsidies	NIL	NIL
Grants (Investment, Research and Development)	NIL	NIL
Financial benefits received from Government	NIL	NIL



Stakeholder Engagement

Stakeholders are identified relative to the significance of impact on the business of the company and based on the reporting guidelines for our environment.

Stakeholder Group	Basis of Identification	Priority		Mode of Engagement	Frequency	Key Stakeholder concerns/ issues raised	Resolution Strategy
JV Partners	Joint Venture arrangements on assets	High	Continued engagement with JV partners ensures smooth running of operations	Online business meetings (OPCOM, Subcom, Tecom and other round table meetings), e-mails and phone calls	Regular Periodic	<ul style="list-style-type: none">Timeliness of obligation payments (cash call)Lag time in response to cash call request	<ul style="list-style-type: none">Settlement and Funding Agreement in place to settle previously owed cash calls and cater for ongoing cash calls.Alignment of liability position with all parties through a reconciliation exerciseMake payment when due. <p>Developed a system (NOVEMS) to automate the process of cash call request review.</p>
Auditors	Regulatory requirement	High	Audited accounts are necessitated by the Company and Allied Matters Act and the Securities and Exchange Commission.	Online meetings and inquiry sessions, physical meetings, e-mails, and telephone calls.	Yearly	Timely access to information	Attending to audit requirements have been prioritized to aid timely completion of audit.
Tax Authorities	Regulatory	High	Tax and Government authorities regulate the operational environment. Engagement with them has a direct impact on Oando's ability to continue to operate	Online meetings, e-mails, letters, and telephone calls	Regular	Payment of taxes owed Payment of royalties owed	Objection, Negotiation and agreed payment plan with regulators
Government Authorities (DPR, NNPC, NEITI)							
Banks, Lenders, and Financial Advisers	Debt financing	High	Negotiating favourable terms for debt capital and proper fund management	Periodic virtual meetings, e-mails, and telephone calls	Regular Ad hoc basis	Principal and interest repayment on facilities	Negotiation with financiers
Internal Stakeholders – all Departments	Interdependent relationship with all departments	Medium	Engagement with all departments for finance purposes and information resource for reporting	Regular virtual one-on-one engagements and meetings, Learning series	Regular	Timely access to information	Communication on request timeline

Oando reinforces transparency through the NEITI audit process and structured JV engagements on budgeting, cash calls, and performance reviews. In 2024, ~85% of cash calls were received on time, the WP&B was approved ahead of deadline with full partner alignment, budget variance stayed within ±4%, and digitization reduced processing time by 20%.

Case study on Stakeholder Engagement

JV stakeholder engagement with NEITI

- Nigerian Extractive Industries Transparency Initiative Exercise (NEITI): Oando engaged in the extractive industries transparency initiative audit with the designated auditors and NEITI team to review and reconcile activities covering 2023 and 2024. The outcome from the reconciliation of financial flows (tax and non-tax payments and other payments mandated by relevant Nigerian laws) would be presented in a report in compliance with the NEITI act 2007 and 2019 EITI standard.

Feedback Management Process

- Feedback from our stakeholders is reported using different platforms such as email, telephone conversation, memo etc. as the case requires. For example, feedback from tax authorities usually comes via letters or emails addressed to the company. Feedback is sent to executive management via email explaining the issues therein and suggesting a resolution path.

- Engagement with Board Sub-committees

Process of communicating critical concerns

Critical issues are communicated to executive management via memo, highlighting the areas of concern. We also have meetings where necessary.

JV Stakeholders' Engagement – Cash Call and Budget

Why We Engage

In joint venture operations, effective stakeholder engagement on financial matters, particularly cash calls and budgeting, is essential to ensure alignment, transparency, and efficient delivery of projects. Timely cash call contributions are vital to maintaining operational continuity, mitigating financial risk, and meeting contractual obligations

How We Engage

- Quarterly Management Review Meeting.
- Annual Work Program & Budget (WP&B) planning workshops and review sessions.
- Regular Joint Operating Committee (JOC) meetings such as Subcommittee (SUBCOM); Finance Committee (FINCOM); Technical Committee (TECOM); Operating Committee (OPCOM) and Extraordinary OPCOM in special circumstances.

- Monthly Cash Call notifications, meetings and reconciliations.
- Performance review and budget variance reports

Important Issues Discussed

- Compliance with the Joint Operating Agreement (JOA): Ensuring all budget and expenditure procedures follow the JOA, particularly regarding approval protocols, cost recoverability, and audit rights.
- Budgeting for emergency responses, environmental remediation, HSE measures, community interface contingencies and security related expenditures.
- Timely remittance of cash calls and addressing any shortfalls or deferred contributions.
- Work Program & Budget (WP&B) approval: Aligning planned activities and funding requirements.
- Alignment with NNPC and regulatory directives, especially in line with the Petroleum Industry Act (PIA) framework.

How We Respond

- Providing early visibility into budget assumptions, forecasts, and funding schedules.
- Re-engaging partners in case of variances or emerging operational risks that require reallocation.
- Flagging critical funding shortfalls early to trigger prioritization discussions.
- Implementing joint cost-control initiatives, such as rephasing of non-critical activities.
- Maintaining strong audit readiness and transparency, ensuring accountability and trust in financial management.

Performance

- ~85% of JV cash calls were received within agreed timelines, enabling uninterrupted operations.
- The 2024 WP&B was approved with full partner alignment ahead of the statutory deadline, reflecting improved planning coordination.
- Budget variance was managed within ±4%, despite FX volatility and security-related cost increases.
- Launched a budget digitization initiative, reducing the cash call processing cycle time by 20%.

Engagement with FIRS/SIRS

- Our engagement with tax authorities—primarily the Federal Inland Revenue Service (FIRS) and relevant State Internal Revenue Services—is grounded in principles of openness, timeliness, and cooperation.
- We liaised with the Federal Inland Revenue Service (FIRS) in respect of newly incorporated entities for registration and issuance of tax identification number (TIN) and tax clearance certificates (TCCs).
- We also liaised with the relevant state internal revenue services for the resolution of tax audit and PAYE (Pay-As-You-Earn) related issues.

We maintain proactive communication with these tax regulators through:

- Regular correspondence and clarification meetings to address evolving compliance requirements.
- Participation in stakeholder forums and industry workshops organized by tax authorities to stay informed on policy updates and provide constructive feedback on implementation challenges.
- Transparent disclosure of information during audits and reconciliations, ensuring readiness to address queries with appropriate documentation and internal controls.

Feedback Management Process

- Feedback was obtained from the stakeholder via written correspondence, emails, telephone and in-person communication.
- Responses are obtained from collaboration from the tax team, brainstorming the best possible approach to effective stakeholder management. Schedules and reports are shared with Executive Management to keep them in the know, and to obtain their approval for high-level approaches to issues. The signoff of the CFO or his designated delegate is required on all communication.

Process of communicating critical concerns

The Tax Unit continues to engage tax authorities on queries raised, which are escalated to the GCFO in the following instances:

- where additional liabilities exceed the current budget
- where there is risk of a distraining order
- where there is risk of an issue causing reputational damage



Decent Work & Economic Growth and Reduced Inequalities

Tax

Decent Work & Economic Growth and Reduced Inequalities

Tax



Oando’s Tax Unit ensures compliance through Board-approved policies, quarterly reporting, and strong internal controls. Working closely with tax authorities, the team leverages expertise to resolve disputes collaboratively, with litigation as a last resort.



The Tax Unit is a sub function of the Finance Department of Oando Group. Charged with providing strategic guidance to the Group entities that ease implementation of the existing legal and regulatory framework, Group tax policies and procedures such as the Group Transfer Pricing Policy have been put in place to ensure the day-to-day tax compliance management is in line with global best practices. Company policies are approved by the Board.

Tax remains a boardroom topic hence quarterly reports are shared with the Internal Audit function for the Board reporting duties. The GCFO also relies on the tax reports in discussing the financial health of the group with other Executives. These reports cover compliance and risk issues such as unusual audit findings, additional tax assessments and penalties, the tax strategy for resolution and other debt management strategies. The Internal audit team is tasked with periodical reviews of the tax documentation and policies to verify that identified risk factors are frequently addressed as a matter of priority. The Risk and Control Function also oversee the implementation of internal controls over financial reporting, ensuring that finance policies, procedures and standard operating procedures are in place and up to date. With vast experience in varying aspects of taxation, the Tax team is able to leverage on relationship management to resolve disputes. Continuous engagement with the tax authorities ensures judicial resources are seen as a last resort, and only when all other avenues for dispute resolution have been exhausted.

100%

Group tax policies (incl. Transfer Pricing Policy) implemented for compliance with global best practices

Decent Work & Economic Growth and Reduced Inequalities

Tax - continued

Our Goals Towards Sustainability

Oando’s commitment to the Sustainable Development Goals (SDGs) are Economic, Environmental and Social. Our impact on Basic Education access and quality through Oando Foundation’s initiatives; the employee initiative – TAP to Reach All, addressing Hunger Alleviation; and Gender Equality by way of increased leadership opportunities for female employees; are a few of the 17 SDGs we focused our business upon, as the world struggled with post-pandemic impact of covid on the business environment. The Foundation, through the Nigerian Private Sector Advisory Group (PSAG) on Sustainable Development Goals (SDGs) collaborated with other private sector stakeholders to advocate for investment in Nigeria’s education sector, through the introduction of an education tax credit scheme. The incentive is expected to accelerate inclusive development in the education sector of the nation.

In pursuance of its green energy initiatives, Oando Clean Energy Limited (“OCEL”) signed a Memorandum of Understanding (MoU) with Fuelcell Energy for technical partnership on fuel cell technology deployment, and Mondo4 Africa for the development of a 10,000 tonne/month facility. The tax unit provides support to the business with effective tax solutions in the establishment of a renewable energy sector.

Update On The Key Performance Indicators for the Tax Unit Under the Oando ESG Strategy

The tax unit set up some key performance indicators which aligns with Oando Group ESG Strategy, and these are detailed below:

Integration of Amended 3% Tertiary Education Tax Rate (Finance Act 2023)

In line with the amendment introduced by the Finance Act 2023, which increased the Tertiary Education Tax rate to 3%, the tax unit took deliberate steps to ensure timely and accurate integration of the new rate into our tax accruals system. Following the enactment of the legislation, we promptly convened tax huddle sessions to brief relevant team members on the implications of the revised rate across all applicable income streams, including petroleum operations, gas-related income, and other taxable revenues.

As a result of this proactive engagement, the revised rate has now been fully embedded into our tax accruals processes from the effective month of the change. This ensures continued compliance and alignment with statutory requirements, while also supporting accurate financial reporting.

3%

Revised Tertiary Education Tax rate (up from 2.5%) under Finance Act 2023

Integration of Revised Value Added Tax (VAT) Filing Timeline into Compliance Process (Finance Act 2023)

In compliance with the amended provisions of Section 14(3) of the VAT Act, as introduced by the 2023 Finance Act, which mandates the remittance of withheld VAT to the Federal Inland Revenue Service (FIRS) on or before the 14th day of the following month, we have taken deliberate steps to embed this revised timeline into our VAT compliance framework.

Given that the majority of Oando PLC’s entities operate within the oil and gas sector—and are therefore designated VAT withholding agents under Section 13(2) of the VAT Act—we recognize the critical importance of timely remittance of VAT in the currency of the transaction. To ensure compliance, the tax unit has collaborated with key internal stakeholders, including the Treasury and IT teams, to streamline data flow and reporting timelines. This coordination is essential to ensure that all required inputs are received early enough to support prompt filing of the VAT returns.

As part of our enhanced compliance process, monthly VAT returns are now scheduled in alignment with the updated statutory deadline. This adjustment supports timely remittance and reinforces our commitment to full regulatory compliance and responsible corporate conduct in tax matters.

Proactive Collation of Tax Remittances for NEITI Reporting

In line with our commitment to transparency and accountability within the extractive sector, the tax unit has continued to proactively support the completion of the Nigeria Extractive Industries Transparency Initiative (NEITI) reports, as mandated by the Federal Government upon request by NEITI.

To facilitate accurate tracking of remittances to the Federation Accounts, we have prioritized the timely collation and documentation of all relevant tax payments made during the fiscal year. This process includes securing the necessary tax receipts and maintaining organized, verifiable records of all statutory remittances. The tax team works in close coordination with the Treasury team to ensure that the required receipts is readily available and provided promptly upon request by NEITI or relevant authorities. This approach supports seamless verification, reinforces our compliance posture, and aligns with national objectives for increased transparency in the oil and gas industry.

By upholding this KPI, we continue to contribute meaningfully to Nigeria’s extractive sector reforms and demonstrate our commitment to good corporate citizenship.

100%

Tax remittances collated, documented & receipted for NEITI verification

Tax Team ESG Related Goals and Target for the Next Three to Five Years.

Goals and Target	Steps to be taken
<p>Seamless Transition from Petroleum Profit Tax Act (PPTA) to Petroleum Industry Act (PIA) Fiscal Regime:</p> <p>Ensure full tax compliance and operational readiness under the PIA fiscal framework, including conversion of relevant entities from the PPTA regime to the PIA regime, in line with statutory timelines.</p>	<ul style="list-style-type: none">Initiate internal assessments of current tax positions and transitional obligations under PIA.Engage tax advisors and legal counsel to support the conversion process.Conduct cross-functional workshops with internal stakeholders - finance and legal teams to map compliance pathways.Implementation of updated tax computation models under the PIA framework.
<p>Prepare for Alignment with the Forthcoming Nigerian Tax Bill:</p> <p>Achieve timely implementation and compliance with anticipated reforms under the new Nigerian Tax Bill, once enacted, with minimal operational disruption</p>	<ul style="list-style-type: none">Monitor the legislative progress and conduct impact assessments on proposed provisions.Participate in stakeholder consultations and industry briefings with regulatory bodies and professional associations.Engage the IT and Finance teams to ensure readiness for system configuration changes as may be required under the new law.
<p>Proactively collate the tax remittances done for completion of the Nigeria Extractive Industries</p> <p>Transparency Initiative (NEITI) reports required by the Federal Government for tracking remittances to the federation accounts.</p> <p>This includes the accurate tracking of tax payments but also enable the timely provision of tax remittance information to NEITI.</p>	<ul style="list-style-type: none">Enhance documentation and traceability of all tax remittances to support NEITI and other regulatory reviews.

“

By aligning with GRI 207 and maintaining full compliance across seven jurisdictions, we demonstrate transparency and global tax responsibility.

We are Africa, We Are Oando

Our Approach To Taxation

Our Commitment to Tax Transparency

Oando Group voluntarily aligns with the GRI 207 Standard on Taxation. The Group is consistent with its tax compliance obligations and continuously meets up with transfer pricing and CbCR requirements to date. In 2024, disclosures were made in respect of entities across 7 jurisdictions, with Oando Plc acting as the Ultimate Parent Entity for the Group.

Tax Havens

Although some of the jurisdictions may be considered tax havens by the OECD, Oando subsidiaries are established for business or commercial purposes and not necessarily for tax benefits. Intensive consultations with the tax team is a precursor for the incorporation of new entities and the choice of location is one of the issues that must be thoroughly considered. Compliance remains a priority as entities are enjoined to file returns as and when due.

0%

For tax avoidance, entities required to file returns as and when due

Oando maintains a medium risk profile with related party transactions aligned to arm’s length principles. In 2024, the Group met all tax obligations, engaged transparently with regulators, and escalated significant risks to the GCFO for timely resolution.

Risk Profile

The Group risk profile for related party transactions is Medium, as Oando does not engage in bogus or artificial transactions without economic substance. Identified related party transactions are mostly consistent with the arm's length principle. The tax unit continues to ensure adherence to the regulations, ensuring contemporaneous documentation is in place in the event of a Transfer Pricing audit.

Entities across the Group made various payments in the course of the year including corporate income taxes, royalties, transactional taxes (WHT and VAT), PAYE, and other statutory deductions like Pensions, NHF, etc., pursuant to the compliance requirements for the entities.

There were no significant changes in the tax processes across the jurisdictions during the year.

Stakeholder Engagement

Stakeholder engagement is a continuous exercise within the Group. As the first stop for inquiries regarding taxes and various statutory issues, it is critical to be on top of the tax regulatory regime, forward thinking on changes in the tax space and approachable to all stakeholders.

While corresponding with the tax authorities, the tax unit prioritizes transparency and openness and is committed to quick resolution without undue influence on any government officials in arriving at a position that is agreeable to all parties. Oando is however committed to the use of appropriate mechanisms in arriving at the right taxes, based on legally accepted principles.

The quarterly tax memo is sometimes shared with the Treasury where the risk is significant and could impact projected cash flows. The following are examples of issues escalated to the GCFO during the year:

S/N	Issue	Resolution
1	Variances from internal systems errors	Reconciliation and resolution of payables reports arising from errors in ERP tools.
2	Outstanding tax payments	Continuous payments
3	Tax audits and desk reviews	Continuous payments and reconciliation with the relevant tax authorities.

S/N	Stakeholder Group	Names of Stakeholders	Format/ Mode of Engagement	Basis of Identification	Key Stakeholder concerns/ issues raised	Resolution Strategies
1	Regulatory	Federal Inland Revenue Service (FIRS)	e-mails, letters, telephone, physical/ virtual meetings and sessions initiated by FIRS.	FIRS Establishment Act	Debt management	Reconciliation and payment
		Lagos State Internal Revenue Service (LIRS)	e-mails, letters, telephone, Zoom and physical meetings.	Lagos State Revenue Administration Law		
		FCT Internal Revenue Service (FCTIRS)	e-mails and letters	FCTIRS Act 2015		
		Rivers State Internal Revenue Service (RIRS)	e-mails and letters	Rivers State Board of Internal Revenue Service Law No. 12 of 2012		
		Imo State Internal Revenue Service	e-mails, letters, telephone and virtual meetings.	Imo State Revenue Administration Law No. 23 of 2019		
		Bayelsa State Board of Internal Revenue	e-mails, letters, telephone and virtual meetings.	Bayelsa State Board of Internal Revenue Law CAP B2 Laws of Bayelsa State (2006)		
		Delta State Internal Revenue Service	e-mails, letters, telephone and virtual meetings	Delta State Internal Revenue Service Law		
2	Consultants	Professional services; internal contractors (contract staff)	e-mails, letters, telephone, and virtual meetings	Robust procurement process	Transaction taxes	Review and reconciliation
		Vendors: ICT, Transportation, Facility Management	Telephone and e-mail			
3	Intermediaries	Bankers, PFAs, PFCs	Telephone and e-mail	Legislation; product offering	Erroneous data	Engagement
4	Internal (Employees)	Employees and Directors	e-mails, virtual learning sessions and telephone		Arbitrary demand notices from tax authorities	Responses to assessment notices; Supporting document verification
5	Internal (User Depts)	IT, HCM, and Financial Reporting departments	Telephone and e-mail		Internal ERP tools errors	Engage the IT function to restructure the finance reports for clarity and accuracy.

Oando aligns its disclosures with the Global Reporting Initiative (GRI) Standards, ensuring transparency, accountability, and comparability of its sustainability performance. The index provides a clear mapping of reported information against relevant GRI indicators, enabling stakeholders to easily locate and evaluate disclosures.

Stakeholder Engagement and Management of Concerns Related to Tax

At Oando, we recognize that responsible tax practice is central to our broader ESG commitments and our social license to operate. As a key player in Nigeria's oil and gas sector, we are committed to transparent, constructive, and compliant engagement with stakeholders on all matters relating to taxation. Our approach is structured to foster trust, ensure compliance, and contribute to sustainable national development.

i. Engagement with Tax Authorities

Our engagement with tax authorities—primarily the Federal Inland Revenue Service (FIRS) and relevant State Internal Revenue Services—is grounded in principles of openness, timeliness, and cooperation. We maintain proactive communication with tax regulators through:

- Regular correspondence and clarification meetings to address evolving compliance requirements.
 - Participation in stakeholder forums and industry workshops organized by tax authorities to stay informed on policy updates and provide constructive feedback on implementation challenges.
 - Transparent disclosure of information during audits and reconciliations, ensuring readiness to address queries with appropriate documentation and internal controls.
- We view tax regulators as strategic partners in national development and strive to maintain a collaborative relationship.



Through transparent audits, stakeholder forums, and proactive dialogue, we view tax engagement as a partnership for progress.

We are Africa, We Are Oando

ii. Public Policy Advocacy on Tax

Oando actively participates in public policy discussions related to tax reform, particularly those that impact the oil and gas sector. Our advocacy is guided by a commitment to fair, balanced, and growth-oriented tax policies that support national revenue objectives while preserving the competitiveness of the energy industry.

Oando is a member of the Oil Producers Trade Section (OPTS), a private industry group of the Lagos Chamber of Commerce and Industry, representing the interests of oil and gas producing companies operating in Nigeria. The members' commitment to the exploration, development and production of Nigeria's oil and gas resources ensures sustainable and safe operations that produce energy products. Oando is an active member of the Tax Sub-Committee of OPTS, which has also provided a platform for members to leverage reforms to institutional frameworks including the current Nigerian Tax Reform Bills.

Through this approach, we aim to support tax policies that are practical, equitable, and aligned with global best practices.

iii. Collection and Consideration of Stakeholder Views and Concerns

We adopt a structured process for identifying, collecting, and addressing stakeholder concerns related to tax. This includes both internal stakeholders (Treasury and legal unit) and external stakeholders (regulators and tax authorities) Our processes include:

- Cross-functional tax strategy sessions and internal awareness campaigns to gather and align perspectives across departments.
- Mechanisms for raising concerns through physical interactions and audit processes.

These practices allow us to maintain a responsive tax governance system that reflects our stakeholders' expectations and enhances our overall ESG performance.

Goals For 2025

For 2025, the tax team has set objectives centered around tax efficacy, effective tax strategy management, optimization of its renewable energy and sustainable transport businesses. The tax unit aims to champion compliance via timely returns, optimize tax portfolio maximizing opportunities created by the Finance Acts and other legislations and managing tax audits to ensure no exposure to undue penalties and interest.

“

With a focus on timely filings, audit risk management, and Finance Act optimization, our tax strategy supports smarter, cleaner growth.

We are Africa, We Are Oando



Quality Education
Oando Foundation

Quality Education
Oando Foundation



Since 2011, Oando Foundation has impacted over 1 million beneficiaries across 295 public primary schools in support of UNSDG 4 Quality Education. Through the Adopt A School programme and the LEARNOVATE strategy, the Foundation focuses on Learning, Planet and Advocacy to strengthen literacy, STEAM education, green skills and sector leadership, ensuring every child has access to quality education and the skills to thrive.



In support of the **UNSDG 4- Quality Education**, Oando Foundation is dedicated to improving basic education outcomes and fostering sustainable development across Nigeria, actively supporting the government's Universal Basic Education (UBE) mandate. Established as an independent charity in 2011 by Oando PLC, the Foundation is committed to ensuring that every child—regardless of background—has access to quality education, innovative learning opportunities, and the skills needed to thrive in a rapidly changing world. Our efforts have translated to a decade plus of measurable impact, enabling us to enrich the learning experiences of over 1million beneficiaries across 295 public primary schools and their communities nationwide.

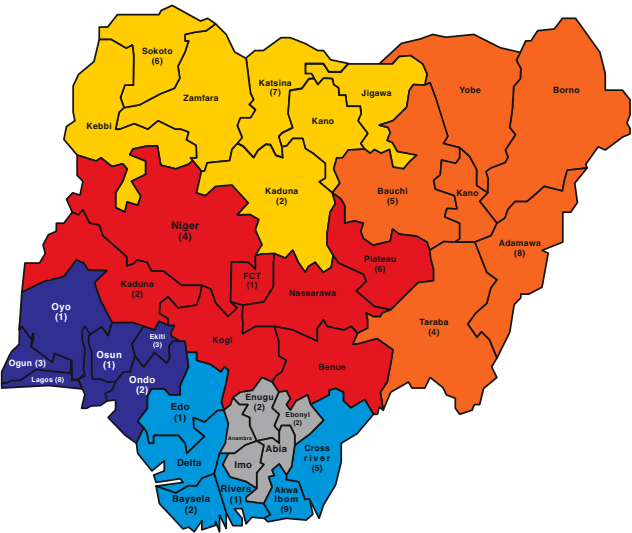
The Foundation's journey in education support continues to evolve – from our flagship Adopt-A-School programme to the recently launched LEARNOVATE strategy, addressing changing issues affecting basic skills mastery (foundational learning), green skills for the emerging global workforce, education advocacy and sector thought leadership given our track record of success at policy engagement, partnership development, and programme delivery.

Focusing on its three critical pillars: Learning, Planet, and Advocacy; the LEARNOVATE strategy is leveraging innovative methods, evidence-based practices, and strategic partnerships, to improve learning outcomes, enabling children to attain proficiency in foundational literacy and numeracy; STEAM (Science, Technology, Engineering, Arts and Mathematics); and promoting environmental stewardship. We are deliberate about ensuring that no child is left behind.

Quality Education
Oando Foundation - continued

Oando Foundation
Project Geo-Regions
(Including States)

- North Central - FCT, Kwara, Nasarawa, Niger, Plateau
- North East - Adamawa, Bauchi, Taraba
- North West - Kaduna, Kastina, Sokoto
- South West - Ekiti, Lagos, Ogun, Ondo, Osun, Oyo
- South South - Akwa Ibom, Bayelsa, Cross-River, Edo, Rivers
- South East - Ebonyi, Enugu



OUR IMPACT					
Education			Environment		
1 million + Lives impacted	170+ education & environment projects executed	244 schools supported across 23 states	60,955 out of school children enrolled	1,164 scholarships awarded	
273 classrooms built/ renovated across 68 schools.	39 ICT centers established, and educational softwares donated	29 ECDD centers upgraded	15,906.6kg+ of plastic waste collected	939 stakeholders trained in environmental education.	6 community clean-up exercises conducted, upgraded
3,828 teachers and school managers trained	328 education officers and 1,173 SBMC members empowered to support local level basic education delivery.	10,000+ teaching and learning materials (TLM) to adopted schools.	94 environmental clubs established.	6,000 climate action syllabus and lesson plan produced and deployed across 1,000+ schools in Lagos and Plateau states.	

Oando PLC currently funds the Foundation's operational and part programme costs. The Foundation has also established strategic partnerships with the government, donor organizations, the private sector, and civil society to augment funding gaps and actualize its goals and objectives. A Board of Trustees provides oversight functions to the Foundation, and the Head of Foundation oversees daily operations.

Our Commitment to Lasting Impact

The establishment of the Oando Foundation reflects Oando PLC's unwavering commitment to long-term, inclusive, and sustainable development across Nigerian communities. Conceived as a strategic departure from traditional short-term philanthropy, the Foundation was structured to deliver scalable and replicable interventions across Nigeria, ensuring that every initiative not only addresses immediate community needs but also contributes to systemic transformation in the education and development sectors.

The Foundation's initiatives are strategically aligned with Nigeria's national development objectives and the United Nations Sustainable Development Goals (SDGs), reflecting a holistic approach to social equity and sustainable progress.

Our programmatic focus encompasses foundational learning, digital inclusion, climate education, and green skills development – key drivers of sustainability and future-readiness. By targeting vulnerable and underserved populations, the Foundation seeks to foster inclusive growth, build community resilience, and contribute meaningfully to long-term social and environmental transformation.

Vision

A Nigerian nation where sustainable innovation is powered by an educated and climate-aware youth population.

Mission

To foster innovative learning for better life opportunities for children and youth through equitable quality and climate-sensitive education.

3-YEAR ESG TARGETS

In fulfillment of its mandate to advance sustainable development and social impact, the Oando Foundation has, over years, strategically aligned its operations with the Environmental, Social, and Governance (ESG) priorities of Oando PLC. The Foundation's ESG Key Performance Indicators (KPIs) reflect its sustained commitment to delivering measurable, long-term value across core focus areas and serve as a framework for evaluating contributions to inclusive education, environmental resilience, and institutional accountability

This update not only assesses progress against defined targets but also underscores the Foundation's role in supporting Oando PLC's broader ESG ambitions and driving transformative impact within beneficiary communities.

ESG GOAL	KPI (3 - 5 YEARS)	STATUS
Education: Access and Quality	<ul style="list-style-type: none">• Support Oando Foundational Literacy and Numeracy initiatives in 200 primary schools across Nigeria between 2025 and 2027.• Provide 300,000 beneficiaries with improved access to Oando Foundational Literacy and Numeracy through its education Initiatives.	<ul style="list-style-type: none">• Pilot phase of the LEARNOVATE-FLIP (Foundational Learning Improvement Programme) is being implemented in 80 public primary schools across 4 states, targeting 45,000+ beneficiaries.<ul style="list-style-type: none">- Early Grade Reading (EGR) intervention for Primary 1-3 pupils across 60 public primary schools in Ebonyi, Sokoto and Plateau States.- Remedial learning intervention for Primary 4-6 pupils who have had interrupted formal learning across 20 public primary schools in Adamawa State. <p>This pilot will run through the 2024/25 academic session, ending in July 2025.</p> <ul style="list-style-type: none">• Through the Foundation's LEARNOVATE-SEED (Supporting Early-childcare Education and Development) project, we refurbished 18 Early Childcare Centers, equipping them with relevant learning resources for young learners aged 2-5years. We also enhanced the skills of 57 teachers in innovative, play-based pedagogies, reaching over 1,171 children.
	Enroll 5,000 currently Out-of-School Children into schools across Nigeria year on year.	<ul style="list-style-type: none">• 4,388 out-of-school children mobilized and enrolled into formal education across target school communities – Abakaliki and Ikwo in Ebonyi; Jos North and Mangu in Plateau, and Wamakko and Shagari in Sokoto State• In addition, 120 Community Reading Hubs have been established, providing accelerated learning opportunities outside school hours for 10,800 children in target communities.
	Facilitate the adoption of the standardized environmental education syllabus across schools nationwide in partnership with the Federal Ministry of Education and Universal Basic Education Commission.	<ul style="list-style-type: none">• In collaboration with Lagos State Universal Basic Education Board and GreenHub Africa, the Foundation designed and produced 6,000 copies of the Climate Action Superheroes Syllabus with Lesson Plans for standardization of environmental education lessons in schools. This has been deployed across 1,040 primary schools in Lagos and Plateau and was recently adopted in Delta State.• Additionally, the Clean Our World (Phase IV) project was implemented in Lagos and Plateau with the following key results:<ul style="list-style-type: none">- Full-scale Climate Action outreach deployed in 70 schools- 69,500+ beneficiaries reached- 3,250kg of plastic waste recycled; 230+ items upcycled- 177 teachers and education managers trained- 70 school environmental clubs established and empowered• National-level advocacy is ongoing with relevant federal agencies to support adoption of a standardized environmental education syllabus for full-scale deployment at sub-national level.
	Award 10 grants to innovative climate smart initiatives promoting green skills and innovation among youths and students.	In partnership with Teach For Nigeria (TFN), through the Incubation Hub Program, the Foundation has provided training and mentorship support to 10 young social innovators, and awarded seed grants to 3 of them to scale their innovative solutions in green skills and foundational learning.
	Lead the Private Sector Education Cluster to improve funding and delivery of Basic Education by facilitating approval of the Education Tax Credit Scheme.	<ul style="list-style-type: none">• Oando Foundation leads the Education Cluster under the Private Sector Advisory Group (PSAG) Nigeria, driving strategic initiatives to mobilize increased private-sector investment in basic education. In 2024:<ul style="list-style-type: none">- Facilitated participation of 25+ top tier private sector organizations in a stakeholders' dialogue with the Universal Basic Education Commission (UBEC) to align government's basic education priorities and private sector interests.- Co-designed the 'Regenerating Basic Education in Nigeria (RBEN)' proposal, an innovative, private sector-led, education financing model, which has received endorsements from UBEC, Federal ministry of Education, and the Nigerian Governors Forum. Further consultations are on-going to develop implementation framework and secure presidential consent for execution

2025 TARGETS

A recent report by the United Nations Secretary-General highlights a significant global shortfall in achieving the Sustainable Development Goals (SDGs). Despite notable progress, the call for urgent and coordinated action has never been more critical. The UN SDG Report 2024 indicates that progress has stalled due to factors such as COVID-19, conflicts, and climate change. At the Oando Foundation, we remain steadfast in our commitment to ensuring that no child is excluded from accessing quality basic education, and that youths are equipped and empowered to scale innovative solutions that address critical educational and environmental challenges.

100% Completion of the LEARNOVATE Foundational Learning pilot across 80 schools

As we look ahead, we are poised to consolidate and deepen the impact of our work across all strategic pillars by leveraging innovation, strategic partnerships, and community-driven solutions. Our programmatic priorities for the year include:

PROGRAMME COMPONENTS	TARGETS
LEARNING	<ul style="list-style-type: none">• 100% completion of the LEARNOVATE-Foundational Learning pilot in 80 schools. Disseminate results and evidence to key sector actors for replication and scale.• Scale the LEARNOVATE-SEED early childcare intervention in 15 schools through upgrade of early childcare centers and teacher training in innovative pedagogies.• Launch the School STEAM Project in 30 public primary schools, targeting learner improvement in basic sciences through teacher capacity strengthening, setup of innovation labs for practical lessons, and young student innovators' competition.• Enroll and reach 5,000 Out-Of-School Children (OOSC) across target states.
PLANET	<ul style="list-style-type: none">• Implement the Clean Our World (COW) Project Phase V in 70 schools across existing states - Lagos and Plateau. Scale intervention to 50 schools in Delta and Abuja.• Launch the Green Youth Upskilling Project aimed at providing 25 youths with green skills (solar and waste management) and mentorship support to help secure economic opportunities in clean energy.• Award 5 seed grants to young social innovators with scalable ed-tech and green solutions.
ADVOCACY	<ul style="list-style-type: none">• Strengthen advocacy efforts, prioritizing government policy action and galvanizing private sector actors to drive systematic change.

Monitoring, Measuring and Reporting Impact

We measure and track results through a comprehensive monitoring and evaluation (M&E) framework embedded in all programme components. Each programme is designed with a tailored M&E framework that incorporates robust methods for data collection, progress monitoring, and impact assessment. This approach ensures efficient resource utilization and maximizes long-term impact.

has fostered a stronger sense of community responsibility for sustainable living and waste management, with increased adoption of eco-friendly practices. These efforts not only enhance current educational experiences but also contribute to long-term social and economic development.

Evidence shows that the Foundation's initiatives have led to meaningful change at both individual and community levels. Educational outcomes have improved as children who previously lacked access to quality education now receive the support needed to succeed academically. Teachers' capacity and pedagogical skills have been strengthened, resulting in better student engagement and improved performance. Upgraded infrastructure has created safer, more conducive learning environments, positively impacting students' well-being. Additionally, the Foundation's climate action initiative

2025 TARGETS

Stakeholder Engagement

Our stakeholder engagement strategy is all-encompassing and focused on cultivating meaningful relationships with a diverse range of partners to maximize impact and ensure our objectives are aligned. At Oando Foundation, we prioritize sustainability in our interactions by considering the needs and aspirations of our stakeholders. This approach lays a strong foundation for creating shared value and ensuring the long-term success of our initiatives.

Stakeholder Group	Basis of Identification	Format/Mode of Engagement	Key Stakeholder concerns/issues raised	Key Stakeholder concerns/ Issues raised	Resolution Strategy
Universal Basic Education Commission (UBEC)	Education Sector Mapping	Letters / emails Meetings	On-going	Impact of organized private sector interventions is not sufficient to address scale of deficiencies affecting quality education delivery at national level. Urgent need for increased focus on smart initiatives that equip learners with 21st century skills	We continue to champion organized private sector engagement with government through the PSAG for approval of an innovative education financing model (RBEN) to increase private sector investment in the education sector. The LEARNOVATE strategy prioritizes design of STEAM initiatives that enrich learning experience and empower students and youths with skills that position them for success
State Universal Basic Education Board	Education Sector mapping States Education Index Report	Letters / emails Meetings Periodic project updates	Ongoing Quarterly	Inadequate funding for public primary schools, leading to insufficient resources, poor infrastructure, and lack of teaching materials.	We are spearheading advocacy efforts at State Executive and Legislative Arms for increased budgetary allocation for basic education
Community Members	Community mapping Based on State SBMC policy	Focus Group Discussions Meetings	Quarterly Ongoing	The impact of poverty on parents/care-givers in certain communities, resulting in significant decline in parental involvement in students' academic progress, and increase in school dropout rates among children who are required to support economic activities of their parents.	The Foundation actively seek partnerships with donor organizations and key government ministries to leverage existing livelihood programs, and influence design of new ones to support the economic growth of parents and caregivers in target communities.
Implementing Partners	Request for Proposal	Emails/ Meetings/ Periodic project updates	Ongoing	Effects of inflation and currency fluctuations on the prices of goods and services.	We prioritize local content in our procurement process. By sourcing items locally instead of importing them, we not only manage costs more effectively but also support and strengthen local industries.
Teachers/ School Managers	Education sector mapping	Meetings, Period updates	Ongoing	Frequent transfers of trained teachers from target schools benefiting from OF interventions	Our robust stakeholder engagement strategy ensures commitment is secured from relevant state bodies through Memorandum of Understanding (MoU) to retain trained teachers in target schools for at least three years post project implementation.

Vulnerable Groups Identified

The Oando Foundation continues to focus on the most underserved populations in accordance with our goal to provide inclusive and equitable access to high-quality basic education in the communities we serve. They include:

Out-of-School Children (OOSC): Nigeria is home to over 18 million out-of-school children, a challenge driven by factors such as poverty, insecurity, restrictive gender norms, and a shortage of quality educators. Through our flexible and evidence-based programme design, we are working with government and community stakeholder to create safe learning environments and offer accelerated, skill-focused

education-beyond traditional grade-based systems-to enhance educational outcomes and seamlessly integrate these children into the formal school system.

Girl Child: According to a 2022 report by the United Nations Children's Fund (UNICEF), 7.6 million girls in Nigeria, particularly from the northern regions, are deprived of education. This unfortunate reality stems from violations of girl child rights due to cultural norms, poverty, insecurity, gender stereotypes, religion, and early marriage.

HIGHLIGHTS OF 2024

Learning

From empowering pre-primary learners through early childhood center upgrades and teacher capacity strengthening, to the launch of our remedial program across four states; our approach is helping to reshape basic education delivery and outcomes in Nigeria, paving the way for a brighter future.

Building Strong Foundations through the LEARNOVATE-SEED (Supporting Early Childhood Education and Development) Project)

Through our rebranded early childhood intervention, now themed LEARNOVATE-SEED (Supporting Early-childhood Education and Development), we upgraded 18 Early Childhood Centers in Lagos, Plateau and Katsina states, benefiting 1,171 children aged 2 to 5years. These centers were renovated and equipped with appropriate furniture,

interactive learning setups, literacy and numeracy corners, feelings and emotions areas, gross motor skills sections, and instructional materials, fostering a stimulating environment tailored to support the unique needs of young learners.

Additionally, 57 early childcare teachers and education managers received training on child development, inclusive education, and play-based learning, enhancing teaching quality. Our comprehensive intervention approach (infrastructure upgrade and capacity strengthening) ensures that young learners receive holistic education that fosters both cognitive and socio-emotional development.

Research shows that 90% of brain development occurs before age five, underscoring the critical importance of early childhood education in shaping lifelong learning and success. Recognizing this, Oando Foundation has made early childhood education a key part of its interventions, ensuring that young learners have access to nurturing environments and quality resources that set them on the right path for lifelong learning.



HIGHLIGHTS OF 2024

Introducing LEARNOVATE-FLIP (Foundational Learning Improvement Programme) in 80 Schools

In line with our commitment to enhance proficiency in foundational literacy and numeracy skills through innovative, evidence-based methods, the Foundation launched the LEARNOVATE-FLIP pilot across 4 target states – Adamawa, Ebonyi, Plateau, Sokoto. This pilot utilizes two distinct approaches: i) **Early Grade Reading (EGR), and ii) Teaching at the Right Level (TaRL).**

The EGR Pilot aims to demonstrate that an integrated approach to learner support in mother-tongue can significantly improve reading achievements for pupils in primary 1-3, targeting 60 public primary schools across three states – Ebonyi, Plateau, and Sokoto. Key result areas include i) Improvement in capacity of teachers, school managers, and education administrators to deliver high quality numeracy, reading instructions and mentoring ii) Development of evidence-based grade-appropriate teaching and learning materials to improve pupil performance iii) Strengthening community participation in basic education quality through establishment and facilitation of community reading hubs in the target school communities and iv) Strengthening assessment and data collection systems to inform instruction, planning and continuous improvement. EGR instructional and assessment materials have been adopted and deployed for the pilot in Hausa (Sokoto), Igbo (Ebonyi) and English (Plateau).

The TaRL Remedial Support focuses on providing technology-enhanced remedial learning and improving foundational literacy and numeracy skills for pupils in primary 4-6, who have experienced interruptions in formal education with evident gaps in learning proficiency. This evidence-based method has already successfully impacted over 750,000 children across seven states in Nigeria. In line with the goals of LEARNOVATE, the Foundation is scaling the initiative, in partnership with TaRL Africa, infusing technology in its delivery across 20 public primary schools in Adamawa State.



LEARNOVATE-FLIP pilot has commenced and will run concurrently in target states throughout the 2024/25 academic year; reaching over 45,000 direct beneficiaries.



Project Zero: Mobilizing 150,000 Out-of-School Children (OOSC) from the Streets to the Classroom

Oando Foundation, in partnership with Lagos State Universal Basic Education Board (LASUBEB), Education Outcomes Fund, and other stakeholders aim to mobilize 150,000 OOSC, reduce the risk of children dropping out of school, and improve data management systems to track this category of at-risk children for targeted interventions. Five Local Governments reported to have the highest number of OOSC in the state have been identified to benefit from the joint project. Co-design activities on-going, full implementation scheduled to commence in the 2025/26 academic session.

In addition, the Foundation successfully mobilised and enrolled 4,388 OOSC through various community mobilisation drives championed by members of School-based Management Committees in target communities where the LEARNOVATE-FLIP project is being implemented in Ebonyi, Plateau, and Sokoto. As part of retention efforts, mobilised OOSC will receive back-to-school materials, including school uniforms, sandals, school bags, textbooks, and writing materials.

Supporting Oando Scholars

It is estimated that 35% of Nigerian primary school pupils do not proceed to secondary education, due to a myriad of reasons, including poverty. Oando Foundation's scholarship programme not only addresses this problem but also empowers children with the necessary knowledge, skills, and character to seize future economic opportunities and foster lifelong learning.

To date, we have awarded 1,153 scholarships to deserving beneficiaries through a competitive process, to support their transition and retention from our adopted schools into secondary (and in some cases) tertiary education, ensuring that financial barriers do not hinder their academic progress. In 2024, we disbursed grants to 15 secondary and 3 tertiary scholars under this scheme.

Beyond our core scholarship programme, we have also facilitated specialized scholarship initiatives: the Maiyegun scholarship programme and the Ebola Support Fund established to support the educational endeavors of children who lost parents to the Ebola virus. These initiatives have collectively benefitted 11 scholars receiving grants for secondary and tertiary education. To date, the scheme has produced a medical doctor and a legal practitioner, among others.

HIGHLIGHTS OF 2024

Planet

Our planet component under the LEARNOVATE strategy is promoting environmental stewardship and sustainability across Nigeria, empowering the next generation of climate champions through environmental education and green skills.

Raising Eco-conscious Champions: Clean Our World (COW) Project – Phase IV

In partnership with Sumitomo Chemical, Lagos State Universal Basic Education Board (LASUBEB), we introduced the climate action syllabus and lesson plans across 1,020 schools for standardized environmental lessons, with full-scale implementation across 50 schools in Lagos. Building on the success achieved in Lagos, where the project has had a substantial impact on public primary schools over the last three phases, we expanded the scope, bringing similar benefits to Plateau state, starting with 20 public primary schools across 3 Local Governments. The project expansion is testament to the Foundation's commitment to embedding environmental consciousness into Nigeria's education system, through a localized approach that can be adopted for scale at the sub-national level.

Key project activities included capacity strengthening for teachers and education managers on the utilization of 'edutainment' techniques for effective environmental education lesson delivery at classroom level; establishment of environmental clubs which exposed pupils to hands-on activities like recycling, upcycling and gardening; and inter-school competition to test their knowledge and skills acquired.

Key Achievements:

- Climate Action Superheroes' outreach deployed in 70 schools.
- 69,500+ beneficiaries reached.
- 177 teachers and education managers trained
- 70 school environmental clubs established and empowered
- 6,000 copies of approved Climate Action Superheroes Syllabus and Lesson Plans produced and distributed to 1,021 primary schools in Lagos, to support lesson standardization.

The COW Phase IV close-out ceremony hosted in December served an opportunity to celebrate project accomplishments, recognize key stakeholders, and reward best-performing schools. A major highlight of the event which had in attendance stakeholders from the government, private sector and civil society, was the panel discussion on "Strategic Collaborations: Scaling School-based Environmental Education Programs for Greater Impact", with actionable solutions that will influence future action.

1,020 schools

Introduced to the climate action syllabus and lesson plans for standardized environmental education



HIGHLIGHTS OF 2024

Seed Grant for Localized Solutions to Environmental and Educational Challenges

In partnership with Teach for Nigeria, Oando Foundation co-sponsored the 2024 Incubation Hub program, empowering young social innovators with localized solutions to tackle key educational and environmental challenges. The program supports startups in select areas of social impact such as education and climate action with the funds, tools, and infrastructure to grow optimally and contribute significantly towards improving basic education in Nigeria. The Foundation supported this initiative through mentorship, strategic guidance, and award of seed grant to the finalist.

10 out of 20 promising innovators advanced to the Incubation Hub pitch competition finale in October 2024. The winner, Collins Odike Nnabuike, was awarded a seed grant for his project, 'Waste to Design', which transforms plastic waste into educational materials for underserved schools, bridging critical gaps in both education and environmental sustainability.

Our collaboration with Teach for Nigeria exemplifies the commitment of both organizations to fostering sustainable change through education and innovation, enhancing the impact on local communities.



10 out of 20

Promising social innovators advanced to the Incubation Hub pitch competition finale

HIGHLIGHTS OF 2024

Advocacy & Partnerships



Driving meaningful change through advocacy is at the heart of our mission. This year, we intensified efforts to address key policy and implementation gaps in Nigeria's basic education sector, galvanizing private sector participation through impactful advocacy initiatives in collaboration with government and other development partners.

As part of efforts to engage on these issues and enlist multistakeholder support, Oando Foundation served as a technical partner and co-sponsor for the 2024 Africa Social Impact Summit (ASIS). Our Programmes Manager, Tonia Uduimoh, joined other panelists to discuss the importance of foundational learning for youth employability and positioning Africa as the global talent sourcing frontier. The panel emphasized the need for patient capital, a long-term view, and increased collaboration between the private sector and academia to nurture a more well-rounded, competitive talent pool.

To commemorate the International Day of the Girl Child, Oando Foundation joined key stakeholders at the inaugural International Conference on Girl Child Education in Nigeria hosted by the Nigeria Governors' Forum and the Federal Ministry of Education. The event provided a platform for the Foundation to emphasize its commitment to promoting girl child education, highlighting the urgent need for increased education financing, robust accountability framework to monitor progress, and the sharing of best practices among stakeholders to amplify impact. Innovative partnerships were explored and strategic partnerships forged to bridge gaps in inclusivity and ensure that every girl has the opportunity to thrive.



Other advocacy highlights from the year include:

- **Human Capital Africa Pre-AU Summit Roundtable**, which provided a key opportunity to mobilize major development partners around the shared goal of ending the foundational learning crisis and achieving targets under SDG 4.
- **TEP Webinar on leveraging public-private partnerships to shape the future of education in Africa** where the Foundation emphasized the transformative power of Public-Private Partnerships (PPPs) in Africa's education, exploring strategies for collaboration, innovative approaches, and policy recommendations to drive positive change.
- **2024 World Environment Day event** hosted in partnership with the Federal Ministry of Environment, European Union/NCCRP, and OXFAM to raise awareness, share knowledge, and inspire action towards a more sustainable and resilient future.
- **79th session of the United Nations General Assembly** where the Foundation actively engaged in key conversations and action toward shaping the future of education and climate action.
- **Africa Philanthropy Forum Annual Conference** provided an opportunity to connect with other philanthropic leaders, share lessons from the Foundation's initiatives, and explore innovative approaches to maximize social impact across the continent.
- **AriseTV interview** where our Programmes Manager joined other education advocates to address critical issues in the education sector and proffer solutions under the theme "Bridging Gaps and Building Futures in Education", with a focus on out-of-school children.
- **The Basic Education in Nigeria Bootcamp (BEN-B)** hosted by the Federal Ministry of Education, in collaboration with Oando Foundation and other strategic partners, with the theme, "Improving Access to Inclusive Quality Education for All Children in Nigeria: Addressing Challenges of Out-of-School Children" spotlighting Nigeria's dire educational challenge as the country with the highest number of out-of-school children globally.

79th session

United Nations General Assembly, where the Foundation engaged in global education and climate action dialogue

HIGHLIGHTS OF 2024



Human Capital Africa Pre-AU Summit Roundtable



TEP Webinar



The 2024 World Environment Day event



The 79th session of the United Nations



The Africa Philanthropy Forum Annual Conference



The Basic Education in Nigeria Bootcamp



AriseTV interview

HIGHLIGHTS OF 2024

Building Partnership Bridges for Collective Impact

With a strong reputation as 'Partner of Choice' in basic education delivery through strategic partnerships with government, international institutions, private sector, and civil society; Oando Foundation continues to deepen its programme delivery efforts, showing evidence in community development, education thought leadership, and policy influence.

Courtesy Visits to Plateau and Katsina State Governments

As part of efforts to strengthen existing partnerships and explore new opportunities for better educational outcomes at the sub-national level, the Foundation paid courtesy visits to His Excellency, Barrister Caleb Mutfwang, the Governor of Plateau State and Barrister Abdullahi Garba Faskari, Secretary to the Katsina State Government. Following these engagements and renewed commitment from both states, we expanded the scope of our interventions, leveraging the states' counterpart contributions. These visits underscore the Foundation's proactive engagement with state partners for improved outcomes.



Education Outcomes Fund Visit to Oando Foundation

The Education Outcomes Fund (EOF) held a consultative meeting with Oando Foundation, alongside Sterling One Foundation and ACT Foundation, to discuss the potential launch of the Education Outcomes Fund program in Nigeria. The primary objective of this collaborative effort is to enhance learning outcomes and increase educational investment in Nigeria, particularly focusing on addressing the enrollment of out-of-school children. Leveraging their established outcomes-based education financing approach in Sierra Leone and Ghana, EOF aims to introduce innovative financing solutions in Nigeria, collaborating with state governments, development agencies, private sector, and civil society.

As the inaugural international trust fund dedicated to outcomes-based financing for education, EOF represents a pragmatic response to challenges in basic education, offering robust financial incentives to foster innovation and drive results in education. We look forward to deepening this engagement for results in the coming year, through a pilot project in partnership with Lagos State Universal Basic Education Board.



Regenerating Basic Education in Nigeria through Policies that Fuel Progress

The Private Sector Advisory Group (PSAG) Nigeria serves as a connector between the private sector and the government to drive policies and scale collaborative efforts and impact on the Sustainable Development Goals in Nigeria. Comprising over 20 corporate members, the PSAG Education Cluster, with the Oando Foundation as its lead, accelerates private sector participation in education delivery, fostering partnerships to address educational challenges and enhance educational access and quality for improved outcomes in Nigeria.

This year, the cluster pushed its Regenerating Basic Education in Nigeria (RBEN) proposal aimed leveraging private sector capital to address the funding and sustainability challenges facing the Nigerian education sector through a guaranteed capital recovery incentive, structured in the form of tax credits. Consultative meetings have been held with sub-national representatives at the Nigeria Governor's Forum and the Universal Basic Education Commission (UBEC) for alignment.



20+ corporate members

In the PSAG Education Cluster, led by Oando Foundation to accelerate private sector participation in education

HIGHLIGHTS OF 2024

Strengthening Collaboration with Government Education Agencies

The Universal Basic Education Commission (UBEC) in collaboration with the PSAG Education Cluster held a one-day stakeholders' dialogue with members of the Organized Private Sector in July 2024 to explore opportunities for collaboration towards enhancing the delivery of quality basic education in Nigeria. A major highlight of the dialogue was the endorsement of RBEN by the Executive Secretary, Dr. Hamid Bobboyi, as a strategic initiative to strengthen public-private partnerships in education and pledged their efforts to push the RBEN agenda forward.

These milestones underscore the impact that can be realized from our collaborative efforts and highlights Oando Foundation's leadership in advancing educational reforms in Nigeria.



Other Private Sector Engagements...

Oando Foundation represented the PSAG Education Cluster at a Stakeholders Technical Dialogue on 'Operationalization of the Multidimensional Poverty Index (MPI) as a Policy Tool in Nigeria' hosted by the United Nations Development Programme (UNDP), where insights were shared on effective ways the private sector can leverage the MPI for social investment efforts, targeting better educational outcomes and coordinated support to vulnerable populations.

The Foundation also represented PSAG at the 2024 Africa Social Impact Summit, alongside other education cluster members – MTN foundation, Sahara Foundation, and TEP Centre etc.; engaging with participants, showcasing our collective efforts, and onboarding new private sector members.



SPECIAL PROJECTS

Tap to Reach All

The Aggregator Platform (TAP), driven by the #HumansOfOando, is an inspiring initiative launched in April 2020 to combat hunger in Nigeria, aligning with SDG2: Zero Hunger. Initially focused on distributing food relief supplies to vulnerable households, TAP has evolved its strategy to ensure sustainability and long-term impact.

This year, in partnership with Siddiqah Foundation, TAP supported 600 households across Langbasa in Ajah and Bariga, Lagos State. With Oando Foundation facilitating planning and community engagement, the initiative has brought hope to underserved families.

We are proud to support TAP's mission and encourage continued efforts to towards a hunger-free Nigeria.



600 households
Supported in 2024 through the TAP initiative in Langbasa (Ajah) and Bariga, Lagos State



Gri Content Index

Gri Content Index

Oando PLC has reported in accordance with the GRI Standards for the period from 1 January 2024 to 31 December 2024

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
GRI 1: Foundation 2021 (Formerly GRI 101: Foundation: 2016)					
GRI 2: General Disclosures 2021 (Formerly GRI 102)	Disclosure 2-1-a Name of the organization	Pages 1 and 2			
	Disclosure 2-1-b Ownership and Legal Form	Pages 6, 7, 28,29 and 30; Oando 2024 Annual Report & Accounts, pages 12 and 13			
	Disclosure 2-1-c Location of headquarters	Page 9; Oando 2024 Annual Reports & Accounts- pages 14 and 15			
	Disclosure 2-1-d Location/Countries of operations	Page 9 Oando 2024 Annual Reports & Accounts-pages 14 and 15			
	Disclosure 2-2-a list all its entities included in its sustainability reporting;	Page 106			
	Disclosure 2-2-b the differences between the list of entities included in its financial reporting and the list included in its sustainability reporting;	Page 106			
	Disclosure 2-3-a Reporting period	Page 4			
	Disclosure 2-3-b Reporting period for financial reporting	Oando 2024 Annual Report & Accounts page 1			
	Disclosure 2-3-c Publication date	Page 4			
	Disclosure 2-3-d Contact point for questions regarding the report	Page 146			
	Disclosure 2-4- Restatements of Information	None			
	Disclosure 2-6-a Sector	Pages 6,7 and 9			
	Disclosure 2-6-b-i activities, products, services, and markets served.	Pages 6, 7 and 9; Oando 2024 Annual report & Accounts-pages 12 to 15			
	Disclosure 2-6-b-ii Supply Chain	Pages 56-60			
	Disclosure 2-6-c Relevant Business relationship	Oando 2024 Annual Report &Accounts pages 230 and 231			
	Disclosure 2-7 Information on employees	Pages 47-49			
	Disclosure 2-8 Workers who are not employees.	Page 47			
	Disclosure 2-9 Governance Structure and Composition	Page 31, Oando 2024 Annual Report & Accounts- pages 43 to 47 and page 230			
	Disclosure 2-10 Nominating and selecting the highest governance body.	Oando 2024 Annual Report & Accounts page 49			
	Disclosure 2-11 Chair of the highest governance body	Pages 10 to 13, Oando 2024 Annual Reports & Accounts-page 43			
	Disclosure 2-12 Role of the highest governance body in overseeing the management of impacts.	Page 32			
	Disclosure 2-13 Delegation of responsibility for managing impact.	Page 32			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirement s omitted	Reason	Explanation
GRI 2: General Disclosures 2021 (Formerly GRI 102)	Disclosure 2-14- Role of the highest governance body in sustainability reporting	Page 32			
	Disclosure 2-15-Conflict of Interest	Oando 2024 Annual Report & Accounts-Pages 202 to 204			
	Disclosure 2-16- Disclosure of critical concerns	Page 35, Oando 2024 Annual Report & Accounts- Pages 60 and 232			
	Disclosure 2-17 Collective knowledge of the highest governance body	Oando 2024 Annual Report & Accounts- pages 43 to 47			
	Disclosure 2-18 Evaluation of the performance of the highest governance body	Oando 2024 Annual Report & Accounts- page 58			
	Disclosure 2-19 Remuneration policies	Page 33, Oando 2024 Annual Report & Accounts- pages 54 to 57			
	Disclosure 2-20 Process for determining remuneration.	Oando 2024 Annual Report & Accounts pages 54 to 57			
	Disclosure 2-21 Annual Total Compensation ratio	Page 52			
	Disclosure 2-22 Statement on Sustainable Development Strategy	Pages 17 and 18			
	Disclosure 2-23 Policy Commitments	Page 33			
	Disclosure 2-24-Embedding Policy commitments.	Page 33; Oando 2024 Annual Reports & Accounts - page 57			
	Disclosure 2-25 Processes to remediate negative impact.	Pages 26,38, 42,46,54,60,68,75,86,95,108 ,116 and 124			
	Disclosure 2-26 Mechanisms for seeking advice and raising concerns.	Page 35, Oando 2024 Annual Report & Accounts- Pages 60 and 232			
	Disclosure 2-27 Compliance with Laws and regulations	Oando 2024 Annual Reports & Accounts- pages 60			
	Disclosure 2-28 Membership of associations	Page 31; Oando 2024 Annual Reports & Accounts- Page 59			
	Disclosure 2-29 Approach to Stakeholder Engagements	Pages 26,38, 42,46,54,60,68,75,86,95,108 ,116 and 124			
	Disclosure 2-30 Collective bargaining agreements	Pages 14 and 53			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
GRI 3: Material Topics (Formerly GRI 103 - Management Approach)	Disclosure 3-1 Process to determine material topics.	Pages 17 and 18			
	Disclosure 3-2 List of material topics	Pages 20,21 , 28, 30,31,34,35,36,40,41,44 ,45,46,49,50,51, 52,53,56,62,64,72,75,78 ,79 and 81			
	Disclosure 3-3 management of material topics	Pages 20,21, 28, 30,31,34,35,36,40,41,44 ,45,46,49,50,51, 52,53,56,62,64,72,75,78 ,79 and 81			
Topic 11.1 - GHG Emissions GRI 302: Energy	Management of the material topic Disclosure 302-1 a. Total fuel consumption within the organization from non-renewable sources, in joules or multiples, and including fuel types used. b. Total fuel consumption within the organization which comes from renewable sources, in joules or multiples, and including fuel types used. c. In joules, watt-hours or multiples, the total: i. electricity consumption ii. heating consumption iii. cooling consumption iv. steam consumption. d. In joules, watt-hours or multiples, the total electricity sold.		Disclosure 302-1	Information unavailable/in complete	This is a material topic for the company, and the company has put in place measures to be able to disclose and report adequately on fuel and electricity consumption in the 2025 Sustainability Report.
GRI 305: Emissions	Disclosure 305-1 a. Gross direct (Scope 1) GHG emissions in metric tons of CO2 equivalent. b. Gases included in the calculation; whether CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, or all. c. Biogenic CO2 emissions in metric tons of CO c. 2 equivalent. d. Base year for the calculation, if applicable, including: i. the rationale for choosing it; ii. emissions in the base year; iii. the context for any significant changes in emissions that triggered recalculations of base year emissions. e. Source of the emission factors and the global warming potential (GWP) rates used, or a reference to the GWP source. f. Consolidation approach for emissions; whether equity share, financial control, or operational control. g. Standards, methodologies, assumptions, and/or calculation tools used.	Pages 64,65, 90,92,97,98			
	Disclosure 305-2 a. Gross location-based energy indirect (Scope 2) GHG emissions in metric tons of CO2 equivalent. b. if applicable, gross market-based energy indirect (Scope 2) GHG emissions in metric tons of CO2 equivalent. c. if available, the gases included in the calculation; whether CO, CH, N O, HFCs, PFCs,SF , NF , or all. d. Base year for the calculation, if applicable, including: i. the rationale for choosing it; ii. emissions in the base year; iii. the context for any significant changes in emissions that triggered recalculations of base year emissions.	Pages 64,65, 90,92,97,98			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
GRI 305: Emissions	e. Source of the emission factors and the global warming potential (GWP) rates used, or a reference to the GWP source. f. Consolidation approach for emissions; whether equity share, financial control, or operational control. g. Standards, methodologies, assumptions, and/or calculation tools used.				
	Disclosure 305-3 a. Gross other indirect (Scope 3) GHG emissions in metric tons of CO2 equivalent.. b. if available, the gases included in the calculation; whether CO, CH, NO, HFCs, PFCs,SF , NF, or all. c. Biogenic CO2 emissions in metric tons of CO2equivalent. d. Other indirect (Scope 3) GHG emissions categories and activities included in the calculation. iv. the rationale for choosing it; v. emissions in the base year; vi. the context for any significant changes in emissions that triggered recalculations of base year emissions. e. Source of the emission factors and the global warming potential (GWP) rates used, or a reference to the GWP source. f. Consolidation approach for emissions; whether equity share, financial control, or operational control. g. Standards, methodologies, assumptions, and/or calculation tools used.				
	Disclosure 305-4 a. GHG emissions intensity ratio for the organization. b. Organization-specific metric (the denominator) chosen to calculate the ratio. c. Types of GHG emissions included in the intensity ratio; whether direct (Scope 1), energy indirect (Scope 2), and/or other indirect (Scope 3). d. Gases included in the calculation; whether CO2, CH4, N2O, HFCs, PFCs, SF6 , NF3 , or all.	Pages 64,65, 90,92,97,98			
	Disclosure 305-5 a. GHG emissions reduced as a direct result of reduction initiatives, in metric tons of CO2 equivalent. b. Gases included in the calculation; whether CO2 , CH4, N2O, HFCs, PFCs, SF6, NF3, or all. c. Base year or baseline, including the rationale for choosing it. d. Scopes in which reductions took place; whether direct (Scope 1), energy indirect (Scope 2), and/or other indirect (Scope 3). e. Standards, methodologies, assumptions, and/or calculation tools used.	Pages 64,65, 90,92,97,98			
	Disclosure 305-6 a. Production, imports, and exports of ODS in metric tons of CFC-11 (trichlorofluoromethane) equivalent. b. Substances included in the calculation. c. Source of the emission factors used. d. Standards, methodologies, assumptions, and/or calculation tools used.	Pages 64,65, 90,92,97,98			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.2 - Climate adaptation, resilience, and transition GRI 201: Economic Performance	Management of material topic	Page 107			
	Disclosure 201-1	Page 107			
	a. Direct economic value generated and distributed (EVG&D) on an accrual's basis, including the basic components for the organization's global operations as listed below. If data are presented on a cash basis, report the justification for this decision in addition to reporting the following basic components:	Page 107			
	i. Direct economic value generated: revenues.	Page 107			
	ii. Economic value distributed: operating costs, employee wages and benefits, payments to providers of capital, payments to government by country, and community investments;	Page 107			
	iii. Economic value retained: 'direct economic value generated' less 'economic value distributed'.	Page 107			
	b. Where significant, report EVG&D separately at country, regional, or market levels, and the criteria used for defining significance.	Page 107			
	Disclosure 201-3	Page 52			
	a. If the plan's liabilities are met by the organization's general resources, the estimated value of those liabilities.	Page 52			
	b. If a separate fund exists to pay the plan's pension liabilities:	Page 52			
	i. The extent to which the scheme's liabilities are estimated to be covered by the assets that have been set aside to meet them;	Page 52			
	ii. The basis on which that estimate has been arrived at;	Page 52			
	iii. When the estimate was made.	Page 52			
	c. If a fund set up to pay the plan's pension liabilities is not fully covered, explain the strategy, if any, adopted by the employer to work towards full coverage, and the timescale, if any, by which the employer hopes to achieve full coverage.	Page 52			
	d. Percentage of salary contributed by employee or employer.				
	e. Level of participation in retirement plans, such as participation in mandatory or voluntary schemes, regional or country-based schemes, or those with financial impact.	Page 106			
	Disclosure 201-4				
	a. Total monetary value of financial assistance received by the organisation from any government during the reporting period, including:	Page 106			
	i. tax relief and tax credits;	Page 106			
	ii. subsidies;				
	iii. investment grants, research and development grants, and other relevant types of grant;				
	iv. award;				
	v. royalty holidays;				
	vi. financial assistance from Export Credit Agencies (ECAs);				
	vii. financial incentives;				
	viii. other financial benefits received or receivable from any government for any operation.	Page 106			
	b. The information in 201-4-a by country	Page 28			
	c. Whether, and the extent to which, any government is present in the shareholding structure.				

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.4 - Biodiversity GRI 304: Biodiversity	Management of the material topic	Pages 96 and 97			
	Disclosures 304-1	Pages 96 and 97			
	a. For each operational site owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas, the following information:				
	i. Geographic location;	Pages 96 and 97			
	ii. Subsurface and underground land that may be owned, leased, or managed by the organization;	Pages 96 and 97			
	iii. Position in relation to the protected area (in the area, adjacent to, or containing portions of the protected area) or the high biodiversity value area outside protected areas;	Pages 96 and 97.			
	iv. Type of operation (office, manufacturing or production, or extractive);	Pages 96 and 97			
	v. Size of operational site in km2 (or another unit, if appropriate);	Pages 96 and 97.			
	vi. Biodiversity value characterized by the attribute of the protected area or area of high biodiversity value outside the protected area (terrestrial, freshwater, or maritime ecosystem);	Pages 96 and 97			
	vii. Biodiversity value characterized by listing of protected status (such as IUCN Protected Area Management Categories, Ramsar Convention, national legislation).	Pages 96 and 97			
	Disclosure 304-2	Pages 96 and 97			
	a. Nature of significant direct and indirect impacts on biodiversity with reference to one or more of the following:				
	i. Construction or use of manufacturing plants, mines, and transport infrastructure;				
	ii. Pollution (introduction of substances that do not naturally occur in the habitat from point and non-point sources);				
	iii. Introduction of invasive species, pests, and pathogens;				
	iv. Reduction of species;				
	v. Habitat conversion;				
	Changes in ecological processes outside the natural range of variation (such as salinity or changes in groundwater level).				
	Disclosure 304-3	Pages 96 and 97			
	a. Size and location of all habitat areas protected or restored, and whether the success of the restoration measure was or is approved by independent external professionals.	Pages 96 and 97			
	b. Whether partnerships exist with third parties to protect or restore habitat areas distinct from where the organization has overseen and implemented restoration or protection measure.	Pages 96 and 97			
	c. Status of each area based on its condition at the close of the reporting period.	Pages 96 and 97			
	d. Standards, methodologies, and assumptions used.	Pages 96 and 97			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.5 - Waste	Management of the material topic	Pages64, 70, 75, 91, 93, 97, 98 and 99			
	Disclosure 306-1 a. Description of the inputs, activities, and outputs that lead or could lead to actual or potential impacts; whether these impacts relate to waste generated in the organization's own activities or to waste generated upstream or downstream in its value chain.	Pages 64, 70, 75, 91, 93, 97, 98 and 99			
	Disclosure 306-2 a. Actions, including circularity measures, taken to prevent waste generation in the organization's own activities and upstream and downstream in its value chain, and to manage significant impacts from waste generated. b. The processes used to collect and monitor waste-related data.	Pages 64, 70, 75, 91, 93, 97, 98 and 99			
	Disclosure 306-3 a. Total weight of waste generated in metric tons, and a breakdown of this total by composition of the waste. b. Contextual information which is necessary to understand the data and how the data has been compiled.	Pages 64, 70, 75, 91, 93, 97, 98 and 99			
	Disclosure 306- 4 a. Total weight of waste diverted from disposal in metric tons, and a breakdown of this total by composition of the waste. b. Total weight of hazardous waste diverted from disposal in metric tons, and a breakdown of this total by the following recovery operations: Preparation for reuse; Recycling and other recovery operations. c. Total weight of non-hazardous waste diverted from disposal in metric tons, and a breakdown of this total by the following recovery operations: Preparation for reuse; Recycling and other recovery operations. d. For each recovery operation listed in Disclosures 306-4-b and 306-4-c, a breakdown of the total weight in metric tons of hazardous waste and of non-hazardous waste diverted from disposal onsite and offsite. e. Contextual information which is necessary to understand the data and how the data has been compiled.	Pages 91, 93, 97,9 8 and 99			
Topic 11.6 - Water and Effluent	Management of the material topic	Pages 59, 98 and 98			
	Disclosure 303-1 a. A description of how the organization interacts with water, including how and where water is withdrawn, consumed, and discharged, and the water-related impacts caused or contributed to, or directly linked to the organization's activities, products or services by a business relationship (e.g., impacts caused by runoff). b. A description of the approach used to identify water-related impacts, including the scope of assessments, their timeframe, and any tools or methodologies used. . Disclosure 303-3 a. Total water withdrawal from all areas in megaliters b. Total water withdrawal from all areas with water stress in megaliters, and a breakdown of this total by the following sources, if applicable				

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.7- Closure and Rehabilitation	Management of the material topic	Pages 49 and 53			
	Disclosure 402-1 a. Minimum number of weeks' notice typically provided to employees and their representatives prior to the implementation of significant operational changes that could substantially affect them. b. For organizations with collective bargaining agreements, report whether the notice period and provisions for consultation and negotiation are specified in collective agreements.	Page 45 of the Oando 2023 Sustainability Report Page 53			
	GRI 402: Labour/ Management Relations				
GRI 404: Training and Education	Disclosure 404-2 Programs for upgrading employee skills and transition assistance programs.	Pages 45, 49 and 50			
	Disclosure 404-3 Percentage of employees receiving regular performance and career development reviews.	Pages 49 and 50			
Topic 11.8 - Asset integrity and critical incident management	Management of material topic	Pages 64, 70, 75, 91, 93, 97, 98, and 99.			
	Disclosure 306-2 Water waste by type and disposal method	Pages 64, 70, 75, 91, 93, 97, 98, and 99.			
	Gri 306: Effluents and Waste	Pages 64, 70, 75, 91, 93, 97, 98, and 99.			
Topic 11.9 - Occupational Health and safety	Management of material topic	Pages 101 and 102			
	Disclosure 403-1 Workers representation in formal joint management–worker health and safety committees	Pages 101 and 102			
	GRI 403: Occupational Health and Safety	Page 101			
Topic 11.10 - Employment Practice	Management of material topic	Pages 49 and 52			
	Disclosure 401-1 New employee hire and employee turnover	Page 49			
	GRI 401: Employment	Page 52			
		Page 52			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.11 - Non-Discrimination and equal opportunity GRI 405: Diversity and Equal Opportunity	Management of material topic	Pages 31 and 51			
	Disclosure 405-1 Diversity of governance bodies and employees	Pages 31 and 51; Oando 2023 Annual Report & Accounts-pages 43 to 47			
Topic 11.12 - Forced Labor and Modern Slavery GRI 409: Forced or Compulsory Labor	Management of material topic	Pages 45,53 and 59			
	Disclosure 405-1 Diversity of governance bodies and employees				
Topic 11.14 - Economic Impacts GRI 202: Market Presence	Management of material topic	Pages 45,53 and 59			
	Disclosure 409-1 a. Operations and suppliers considered to have significant risk for incidents of forced or compulsory labor either in terms of type of operation (such as manufacturing plant) and supplier; countries or geographic areas with operations and suppliers considered at risk				
Topic 11.14 - Economic Impacts GRI 202: Market Presence	Management of material topic	Page 52			
	Disclosure 202-1 a. When a significant proportion of employees are compensated based on wages subject to minimum wage rules, report the relevant ratio of the entry level wage by gender at significant locations of operation to the minimum wage.	Page 52			
	b. When a significant proportion of other workers (excluding employees) performing the organization's activities are compensated based on wages subject to minimum wage rules, describe the actions taken to determine whether these workers are paid above the minimum wage.	Page 52			
	c. Whether a local minimum wage is absent or variable at significant locations of operation, by gender. In circumstances in which different minimums can be used as a reference, report which minimum wage is being used.	Page 52			
	d. The definition used for 'significant locations of operation.'				
GRI 203: Indirect Economic Impacts	Disclosure 202-2 a. Percentage of senior management at significant locations of operation that are hired from the local community.	Page 51			
	b. The definition used for 'senior management'	Page 51			
	c. The organization's geographical definition of 'local'. d. The definition used for 'significant locations of operation'.	Page 52 Page 52			
GRI 203: Indirect Economic Impacts	Disclosure 203-1 a. Extent of development of significant infrastructure investments and services supported.	Pages 78 to 87; Pages 125 to 132			
	b. Current or expected impacts on communities and local economies, including positive and negative impacts where relevant.	Pages 78 to 87, Pages 125 to 132			
	c. Whether these investments and services are commercial, in-kind or pro bono engagements.	Pages 78 to 87; Pages 125 to 132			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
GRI 204: Procurement Practices 2016	Disclosure 203-2 a. Examples of significant identified indirect economic impacts of the organization, including positive and negative impacts. b. Significance of the indirect economic impacts in the context of external benchmarks and stakeholder priorities, such as national and international standards, protocols, and policy agendas	Pages 78 to 87			
	Disclosure 204-1 a. Percentage of the procurement budget used for significant locations of operation that is spent on suppliers local to that operation (such as percentage of products and services purchased locally). b. The organization's geographical definition of 'local'. c. The definition used for 'significant locations of operation.	Pages 58 and 59 Page 58 and 59 Page 58 and 59			
Topic 11.15 - Local Communities GRI 413: Local Communities	Management of material topic	Pages 78 to 87; Pages 125 to 132			
	Disclosure 413-1 Operations with local community engagement, impact assessments, and development programs	Pages 78 to 87; Pages 125 to 132			
Topic 11.18 - Conflict and Security GRI 410: Security Practices	Disclosure 413-2 Operations with significant actual and potential negative impacts on local communities	Pages 78 to 87; Pages 125 to 132			
	Management of material topic Disclosure 410-1 Security personnel trained in human rights policies or procedures.	Page 102			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.20 - Anti-Corruption GRI 205: Anti-Corruption	Management of material topic				
	Disclosure 205-1 a. Total number and percentage of operations assessed for risks related to corruption. b. Significant risks related to corruption identified through the risk assessment.	None. Refer to pages 34 and 35 None. Refer to pages 34 and 35			
	Disclosure 205-2 a. Total number and percentage of governance body members that the organization's anti-corruption policies and procedures have been communicated to, broken down by region. b. Total number and percentage of employees that the organization's anti-corruption policies and procedures have been communicated to, broken down by employee category and region. c. Total number and percentage of business partners that the organization's anti-corruption policies and procedures have been communicated to, broken down by type of business partner and region. Describe if the organization's anti-corruption policies and procedures have been communicated to any other persons or organizations. d. Total number and percentage of governance body members that have received training on anti-corruption, broken down by region.	Page 34, 35 and 41 Pages 34, 35 and 41 Pages 34, 35 and 41 Page 34			
	Disclosure 205-3 a. Total number and nature of confirmed incidents of corruption. b. Total number of confirmed incidents in which employees were dismissed or disciplined for corruption. c. Total number of confirmed incidents when contracts with business partners were terminated or not renewed due to violations related to corruption. d. Public legal cases regarding corruption which were brought against the organization or its employees during the reporting period and the outcomes of such cases.	Page 34 Page 34 Page 34 None			

Gri Content Index

GRI Standard	Disclosure	Page number(s) and/or URL(s)	Requirements omitted	Reason	Explanation
Topic 11.21 - Payment to Government GRI 207: Tax	Management of material topic	Pages 107, 110, 112 to 115			
	Disclosure 207-1 a. description of the approach to tax, including: i. whether the organization has a tax strategy and, if so, a link to this strategy if publicly available; ii. the governance body or executive-level position within the organization that formally reviews and approves the tax strategy, and the frequency of this review; iii. the approach to regulatory compliance iv. how the approach to tax is linked to the business and sustainable development strategies of the organization	Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115			
	Disclosure 207-2 a. A description of the tax governance and control framework, including: i. the governance body or executive-level position within the organization accountable for compliance with the tax strategy; ii. how the approach to tax is embedded within the organization; iii. the approach to tax risks, including how risks are identified, managed, and monitored; iv. How compliance with the tax governance and control framework is evaluated b. A description of the mechanisms to raise concerns about the organization's business conduct and the organization's integrity in relation to tax. c. Description of the assurance process for disclosures on tax including, if applicable, a link or reference to the external assurance report(s) or assurance statement(s).	Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115			
	Disclosure 207-3 a. description of the approach to stakeholder engagement and management of stakeholder concerns related to tax, including: I. the approach to engagement with tax authorities; II. the approach to public policy advocacy on tax III. the processes for collecting and considering the views and concerns of stakeholders, including external stakeholders.	Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115 Pages 107, 110, 112 to 115			
Topic 11.22 - Public policy GRI 415: Public Policy	Management of material topic				
	Disclosure 415-1 Political contributions a. Total monetary value of financial and in-kind political contributions made directly and indirectly by the organization by country and recipient/beneficiary. b. If applicable, how the monetary value of in-kind contributions was estimated.	None. Pages 78 to 87; Pages 125 to 132 None			

Feedback

In preparing this report, we have focused on including the particular type of information which we believe would interest our stakeholders. However, we are open to receiving any feedback in the form of questions, comments or where clarification is required regarding any section of this report. In this regard, please contact the following:

Ayotola Jagun

Chief Corporate Services and Sustainability Officer
ajagun@oandopl.com

or

Folasade Ibidapo-Obe

Chief Compliance Officer and Compan Secretary
fibidapo-obe@Oandopl.com

or

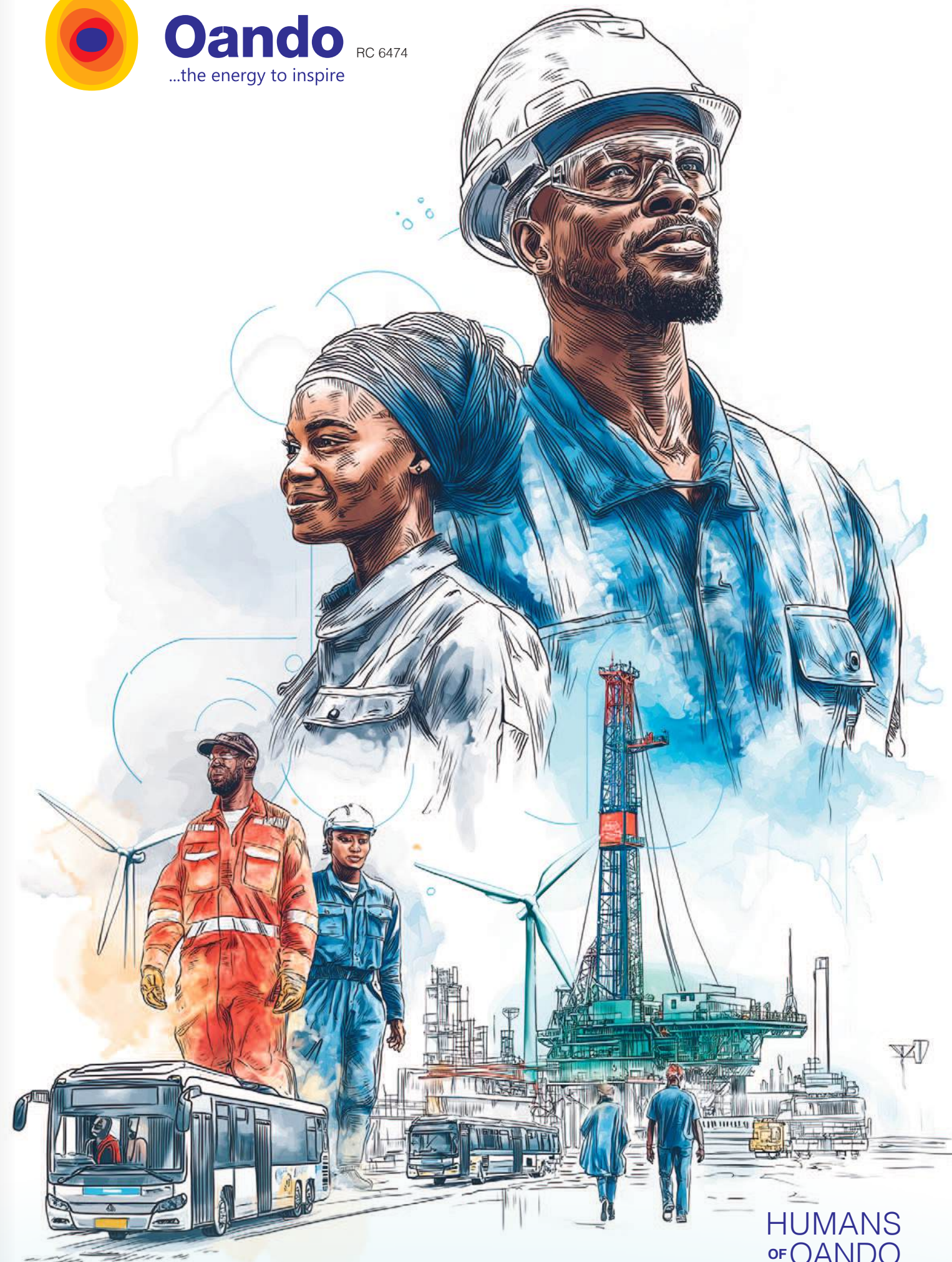
Alero Balogun

General Manager, Corporate Communications
albalogun@Oandopl.com



Oando
...the energy to inspire

RC 6474



**HUMANS
OF OANDO**