

## **SECTION 172 STATEMENT**

The Board of Directors of Dana consider, both individually and together, that they have acted in the way they consider, in good faith, would be most likely to promote the success of Dana for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Companies Act 2006) in the decisions taken throughout the year ended 31 December 2023.

Engagement with all of our stakeholders is an important priority for Dana. We aim to work collaboratively with our people, both our Joint Venture (JV) and supply chain partners, governmental and regulatory authorities, lending banks and the wider communities in which we operate. During 2023 we liaised closely with our JV partners on a variety of projects and development projects within the UK including Tolmount East and Captain.

Dana engages with its owner the Korea National Oil Corporation regularly on both a formal and working level basis. Much of this engagement takes place via informal discussion and dialogue with KNOC secondees based in all three offices and more formally using our Performance Review system. The Dana Board of Directors, that includes local senior management and executives from KNOC, also considers issues and approvals on a formal basis.

Dana recognises the importance of good corporate governance and maintaining the highest ethical standards in all our activities.

Good corporate governance is not just about legal and regulatory compliance – it's about putting transparency, accountability, fairness and honesty at the heart of our business.

As a company we are also committed to playing our role in supporting Energy Transition and a lower carbon future.

## *GOVERNANCE FRAMEWORK*

The Board of Directors of Dana consists of a mix of Non-Executive Directors (appointed by the shareholder), Executive Directors and an Independent Non-Executive Director.

In accordance with the company's Articles of Association, two formal sub-committees have been formed;

- Remuneration Committee – primary purpose is to assist the Dana Board fulfil its responsibilities in relation to senior level remuneration and annual bonus awards.
- Audit Committee – primary purpose is to assist the Dana Board to fulfil its responsibilities in relation to financial reporting, internal controls and risk management, integrity reporting and internal & external audit.

The Audit Committee is also supported by an Ethics & Compliance sub-committee which meets quarterly with an annual report to the Audit Committee.

The Executive Committee (ExCo) acts as the primary link to the Dana Board. ExCo is the leadership team appointed by the Dana Board to manage the Dana Group across the UK, Netherlands, Egypt and Denmark. It meets weekly with additional sessions as required to deal with issues of the day.

Directors Duties training continued as required during 2023 to all Directors and various Senior Managers to reinforce Dana's commitment from the top of the Group to governance and also the importance of active stakeholder management

## *DELEGATION OF AUTHORITY (DOA)*

To allow Dana to run efficiently the Board have delegated certain financial and non-financial authority to the Dana Chief Executive Officer (CEO) via the DOA. The CEO DOA is cascaded down within the Dana Group.

The DOA is reviewed and updated as required on a regular basis and applied consistently across the Dana Group.

The DOA does not take precedence over applicable laws and the Dana Directors continue to owe duties of care in accordance with the respective company law and the relevant Articles of Association in the UK, Netherlands (including Works Council), Denmark and Egypt. Decisions or commitments beyond the scope of the DOA require Board approval (subject to the CEO power to approve emergency or urgent items).

During 2023, the Board approved over 40 individual items including approval of Business Plans, appointment of new Directors, approval of new hedging facilities, distributions to our shareholder to the value of \$150M, approval to withdraw from Denmark, approval of Antilles Phase A development, replacement of Bittern water injection pipeline and sale of the Western Isles FPSO.

## *EMPLOYEES & WELFARE*

Our employees and contractors are vital to our success and our relationship with them is shaped by our values.

During 2023 Dana surveyed all staff on their opinion of the benefits and provisions on offer through a Financial, Emotional and Physical Wellbeing lens. In addition to the already comprehensive range of benefits the results of the survey led to several new offerings being introduced.

### *Financial Wellbeing*

During 2023 we continued to work with external providers to offer financial wellbeing support. Staff and contractors had access to several online financial wellbeing sessions focusing on pension, mortgages and debt management. Continued partnership with the Employee Benefit Collective also means that employees have access to EBCtv where pre-recorded sessions are available to view at their convenience. This is particularly important for individuals who work offshore and ensuring that family members can also benefit from the services available outside the standard office hours.

### *Emotional Wellbeing*

Dana continued to operate a hybrid working model in the UK that allows onshore employees and contractors to work a 60/40 office/home split.

In 2023 we have increased the number and visibility of our Mental Health First Aiders.

### *Physical Wellbeing*

The successful introduction of health checks for all staff through BUPA was widened to include partners in 2023.

It is important that our workforce is engaged not only in driving operational performance but also our health, safety and environmental performance. The Directors play an important role in this process and communicate with the workforce on a regular basis via both written, digital and face-to-face channels.

Dana aims to provide an environment where our people have easy access to the information they need in order to do an excellent job, collaborate effectively, identify business improvements and shape their own development.

We do this by holding regular staff meetings, conducting surveys, sending regular email communications and providing a purpose-built 'state of the art' intranet to keep everyone informed about the company's operational performance as well as its priorities and longer-term strategy.

## *GOVERNMENT & REGULATORY*

Dana must have a strong and effective working relationship with the governmental and regulatory authorities in all of our operating jurisdictions. The company aims to maintain a constructive and cooperative relationship with all the bodies that regulate our business and its processes.

We maintain regular contact with the Health and Safety Executive and North Sea Transition Authority (NSTA) in the UK, Energie Beheer Nederland (EBN) in the Netherlands, the Egyptian General Petroleum Company (EGPC) and South Valley Egyptian Petroleum Holding Company (GANOUPE) and the Danish Energy Agency. The company's senior management attends meetings on matters of mutual interest including current and future projects, investment programmes and decommissioning, as well as environmental issues.

### *North Sea Transition Authority (NSTA)*

The NSTA Strategy ("Strategy") is clear that operators and licensees operating in the UK Continental Shelf (UKCS) should develop good Environmental, Social and Governance ("ESG") practices in their plans and daily operations.

The Strategy includes a supporting obligation which states that licensees of an offshore license must apply good and proper governance at all times, including complying with any governance principles and practices as the NSTA may from time to time direct.

In doing so, they will also meet investor requirements, as vital climate-related information will be included alongside other key metrics in oil and gas operators and licensees' financial reports.

Dana is committed to supporting the NSTA to actively promote the importance of ESG for investors, supporting clarity in disclosure and reporting, and working with industry in the development of exemplar practices.

## *BUSINESS PARTNERS & SUPPLY CHAIN*

Collaborative working with JV partners and our supply chain is vital in achieving success. In recent years, Dana has sent its managers on collaboration training and made significant efforts to improve its performance in this area.

At the working-level, we hold operating and technical committee meetings in order to create open dialogue with our partners. These relationships are further enhanced by regular senior management meetings.

As an Operator we aim to involve our partners on a close working basis. Our primary objective is the safe and reliable operation of our shared assets to deliver value.

Dana recognises the importance of managing supply chain activities to enhance safe efficient operations and deliver business critical projects. We have adopted a partnership model working with suppliers in long-term relationships that creates mutual advantage.

The company is an active member of Offshore Energies UK (OEUK), taking part in senior and working-level committees and meetings, responding to industry consultations and providing feedback and support as a responsible operator.

Dana was one of only three operators to be awarded a Supply Chain Principles Gold Award following OEUK's inaugural Working as One survey in 2023, which identified the company as a leading performer ranking highly amongst peer organisations and strongly aligning with our Supply Chain Principles. This has been followed up by a further Gold award in 2024.

The company is also a member of the Aberdeen and Grampian Chamber of Commerce, East of England Energy Group (EEEGR) and Element NL.

Dana is fully supportive of its local and wider supply chain and ensures that it meets its contractual obligations with regard to payment terms with a 96.5 % payment performance metric of on or before due payment date. This is particularly important with regard to the invaluable support Dana receives from its Small and Medium Sized Enterprises (SME's).

#### *ENVIRONMENTAL, SOCIAL & GOVERNANCE (ESG)*

Dana is committed to building environmental sustainability, social responsibility, and effective corporate governance into all aspects of our business. In 2023, we launched a major campaign to promote our core values of safety, respect, and integrity.

We understand that oil and natural gas continues to play a critical role in today's energy and economic systems: affordable, reliable supplies of liquids and gases (of different types) are necessary parts of a vision of the future and a transition to sustainable energy sources. We acknowledge that the company has a role to play in the energy transition.

Our position reflects a commitment to improving how business decisions and policies address opportunities for sustainability. We expect this policy statement to be upheld by all employees, including executives, and others who work on our behalf.

#### *Environment*

We see environmental sustainability as an ethical and commercial imperative. Managing our carbon footprint is aligned with the strategic requirement to operate efficiently, supporting the global drive to achieving a low carbon economy.

#### *Social*

Dana aims to foster an environment that values and nurtures each of our employees' unique talents within a culture of inclusivity. We are committed to building a workplace where talent thrives while ensuring that we make a positive impact in the communities around us. That includes supporting a range of social and charitable initiatives.

#### *Governance*

We hold ourselves to high ethical standards and operate in full compliance with all the relevant legislation affecting our business

#### *COMMUNITY*

We encourage our staff and contractors to contribute and participate in charitable and community events. In the UK, the company supported "the Bread Maker" in Aberdeen throughout 2023 with various fund-raising activities. We also continued our relationship with Mental Health Aberdeen and match funded several individuals in support of their own charitable activity.