

ALL
OUR ENERGY
TO BRIGHTEN THE MOROCCO OF TOMORROW

Annual Financial
Report 2021



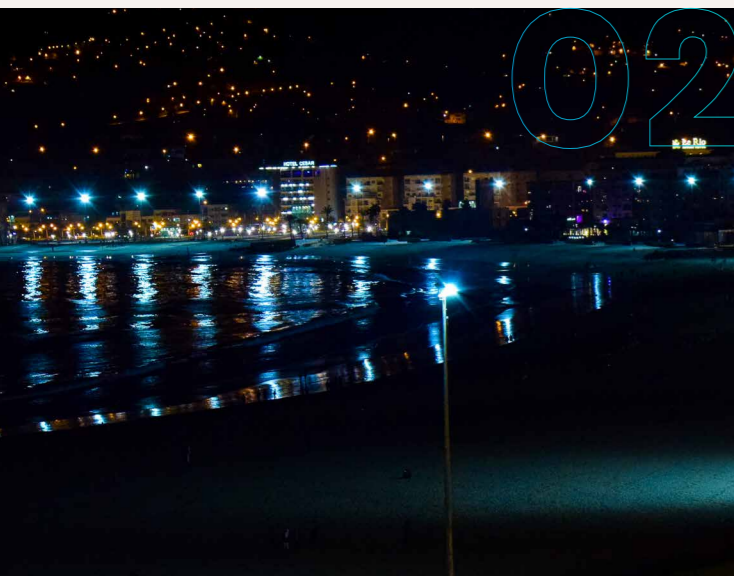
TAQA
M O R O C C O

CONTENTS



Introduction to TAQA MOROCCO

- › 1st IPP (Independent Power Producer) in Morocco
- › A committed & responsible operator
- › Contributor to Morocco's economic development
- › An Integrated business model generating sustainable and shared value
- › A management team committed to developing TAQA Morocco



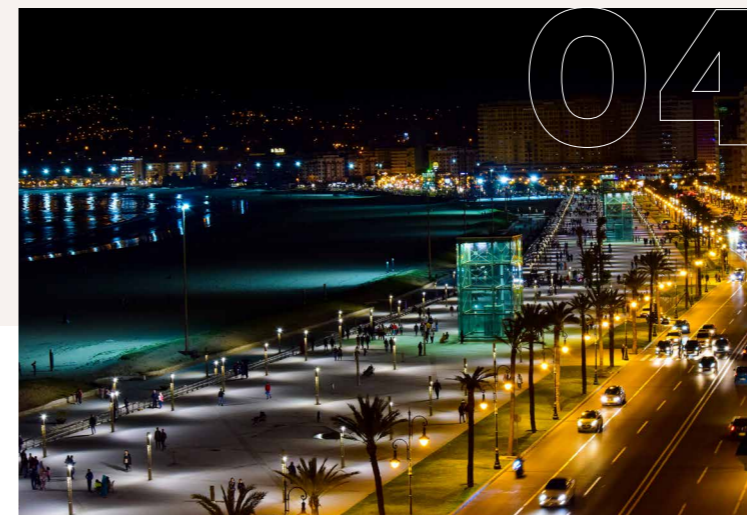
BUSINESS Report

- › Pursue maintenance policy to ensure industrial and operational efficiency
- › TAQA Morocco enters the era of Smart Factory
- › Robust operational and financial performance



ESG Report

- › A Transformational blueprint focused on sustainable development
- › Environment at the Heart of TAQA Morocco's Mission
- › Our employees at the core of TAQA Morocco's development
- › An outstanding commitment towards the community
- › A Strong governance underwriting the company's development



Annual Accounts & REPORTS

- › Management report
- › Statutory accounts
- › Consolidated accounts
- › Statutory auditor's reports

An interview with Mr. Abdelmajid IRAQUI HOUSSAINI

Despite the challenges of the global context, we pursued our strategic projects which ensured TAQA Morocco kept its leadership role in the sector.



TAQA Morocco
Chairman

How would you assess 2021 in retrospect?

Many sectors went through an exceptionally difficult period last year. The crisis created by the pandemic didn't go away and continued to have an impact, with restrictions maintained and the raw materials market kept moving sharply upwards. Despite this context, we delivered a robust operational and financial performance, with a high availability rate of 92.8%, a small increase in revenues and a 14.2% increase in net income, group share.

2021 was particularly fruitful for TAQA Morocco, for despite the challenges of the global context, we pursued our strategic projects which ensured that we kept our leadership role in the sector.

We stepped up our digital transformation program and put in place the necessary solutions for an integrated 4.0 approach to maintenance. Thanks to our e-monitoring center and AI-based predictive maintenance systems, we are now able to anticipate and automate a number of operations and gain operational efficiency.

Another highlight of 2021 was the successful completion of the first major overhaul of Unit 6 in a record time of 61 days. Given the prevailing health constraints and travel restrictions, which prevented the involvement on site of foreign partners and service providers, the know-how and expertise of our employees were an essential asset in the success of this operation. I would like to thank all our employees for making it possible to meet this challenge.

In line with our wish to diversify the portfolio and play a role in Morocco's energy transition, we continued our efforts during the year by bidding on various tenders for the operation of renewable electricity generation complexes, including Noor PV II.

In light of current circumstances, what are the main strategic areas in which your efforts will be focused?

Energy markets are accelerating their transition to low-carbon solutions, which means we will need to strengthen our organizational agility and working methods to anticipate and adapt to this constantly changing landscape.

This has led us to adopt a new strategic framework for the period 2022-2025, which will enable us to capitalize on our expertise and enrich our know-how with new business lines, and thus continue to serve the national energy mix and the decarbonization of industries.

What is the outlook for 2022?

We are confident regarding the future, despite the volatile international background. Our strategy to diversify our supply chain allows us to remain serene, and we will continue to deploy our efforts to achieve our objective of diversifying our portfolio and thereby contribute to the energy mix.

On April 14, 2022, we won five lots for the development of solar power plants, a project that marks a strategic shift towards a low-carbon mix.

Introduction to **TAQA MOROCCO**

01

- › 1st IPP (Independent Power Producer) in Morocco
- › A committed & responsible operator
- › Contributor to Morocco's economic development
- › An Integrated business model generating sustainable and shared value
- › A management team committed to developing TAQA Morocco



1st Independent Power Producer in Morocco



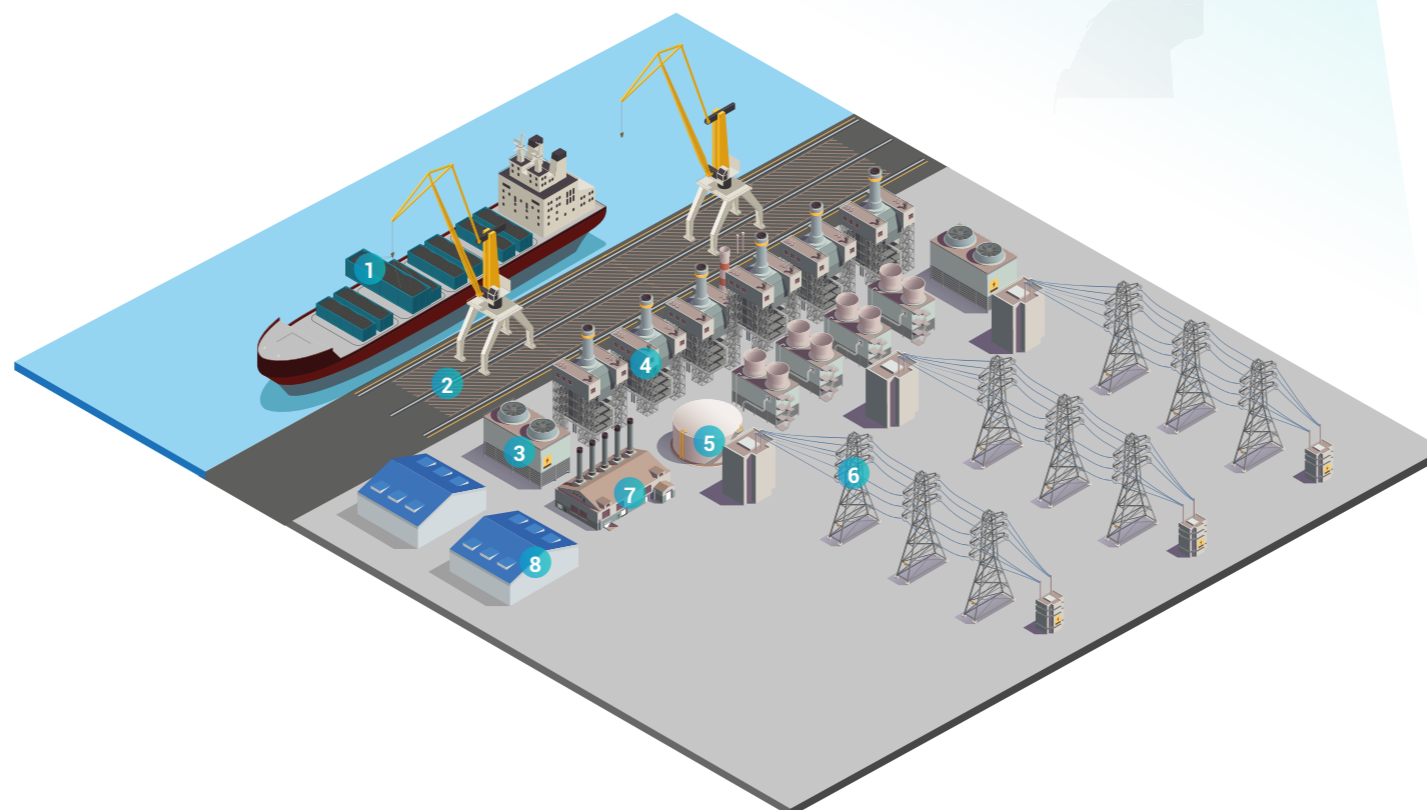
TAQA Morocco was founded in 1997 to meet Morocco's commitment to enrich its energy mix and to provide the resources necessary for its economic development.

TAQA Morocco is the main IPP in Morocco, with 6 Production Units constituting the largest coal-fired power station in the MENA region.

TAQA Morocco operates 19% of the installed capacity in Morocco and produces 38% of its electricity needs. As part of TAQA Group, a world reference in the utilities sector, TAQA Morocco has a high performance industrial tool with a port and logistics infrastructure meeting international standards in the sector.

TAQA Morocco today supplies Morocco with electricity at optimized costs, whilst respecting the environment to create sustainable and shared value.

- 1 Coal Plant
- 2 Coal yard
- 3 Water Treatment Facilities
- 4 Production Units
- 5 225 KW Power Station
- 6 Distribution Network
- 7 Workshops & Store
- 8 Water Pumping Stations



2,056 MW
Installed capacity

+30 bn MAD
Investments since 1997

38%
Share of national electricity supply

92.8%
Availability rate

484
Employees

A committed & responsible operator



Health and safety of its teams

Throughout its history, TAQA Morocco has placed the health and safety of its employees at the centre of its corporate culture, by implementing workplace well-being measures, skills development programs and an occupational accident protection policy.

Our ambition of zero lost time accidents is an absolute priority at TAQA Morocco, and is based on 12 basic safety rules. This ambition is piloted through a specific organisation with dedicated governance.

Protection of the Environment

TAQA Morocco has developed an infrastructure complying with international standards, always focused on minimizing its environmental impact. With the use of desulfurization technology and the use of low sulfur content coal, TAQA Morocco can reduce its greenhouse gas emissions.

In addition, TAQA Morocco has the necessary equipment to measure and control atmospheric emissions, along with a system dedicated to the recycling of domestic and industrial waste.

Our commitment to stakeholders and the importance of protecting the environment are inherent to TAQA Morocco's DNA, as the country's leading IPP and a partner in Morocco's economic and social development. Since its inception, TAQA Morocco adopted a CSR charter aligned with sustainable development objectives relevant to its activity along with mission designed to have a significant impact.

Economic & Social Development

TAQA Morocco's actions towards its neighbouring communities are essentially focused on healthcare, education and the environment.

The company operates medical caravans in several Moroccan regions and promotes access to education for as many people as possible through various initiatives.

18,035

Total Number of Training Hours

58%

Share of recycled fly ash

39%

Optimization of water consumption over 4 yrs



Contributor to Morocco's economic development

Since 1997, TAQA Morocco has kept pace with Morocco's development by ensuring a steady supply of energy with an installed power capacity of 2,056 MW, to meet the needs of more than 18 million citizens. After the commissioning of Units 1 & 2 in 1997, with an initial capacity of 660 MW, TAQA Morocco built Units 3 & 4, commissioned respectively in 2000 and 2001, bringing the overall capacity to 1356 MW through an investment of 1.2 billion dollars. Due to its unique know-how in the development and management of coal-fired power plants, TAQA Morocco was able to realise the construction and commissioning of Units 5 & 6. These represented an investment of USD 1.6 billion (of which the equivalent of USD 1.4 billion was raised in multiple currencies, one of the largest international financings in Morocco, with, for the first time, the participation of Japanese and Korean export credit agencies under a «Project Finance» contract).

TAQA Morocco is currently the N°1 IPP in Morocco and the main supplier to ONEE, Morocco's National Electricity & Water distributor. With a total capacity of 2,056 MW, it operates the largest independent coal-fired power station in the North Africa and Middle East region, with a world-class performance. Over the years, TAQA Morocco has developed an infrastructure capable of providing continuous and cost-effective power, with a focus on environmental protection and outreach to its stakeholders.



TAQA Group

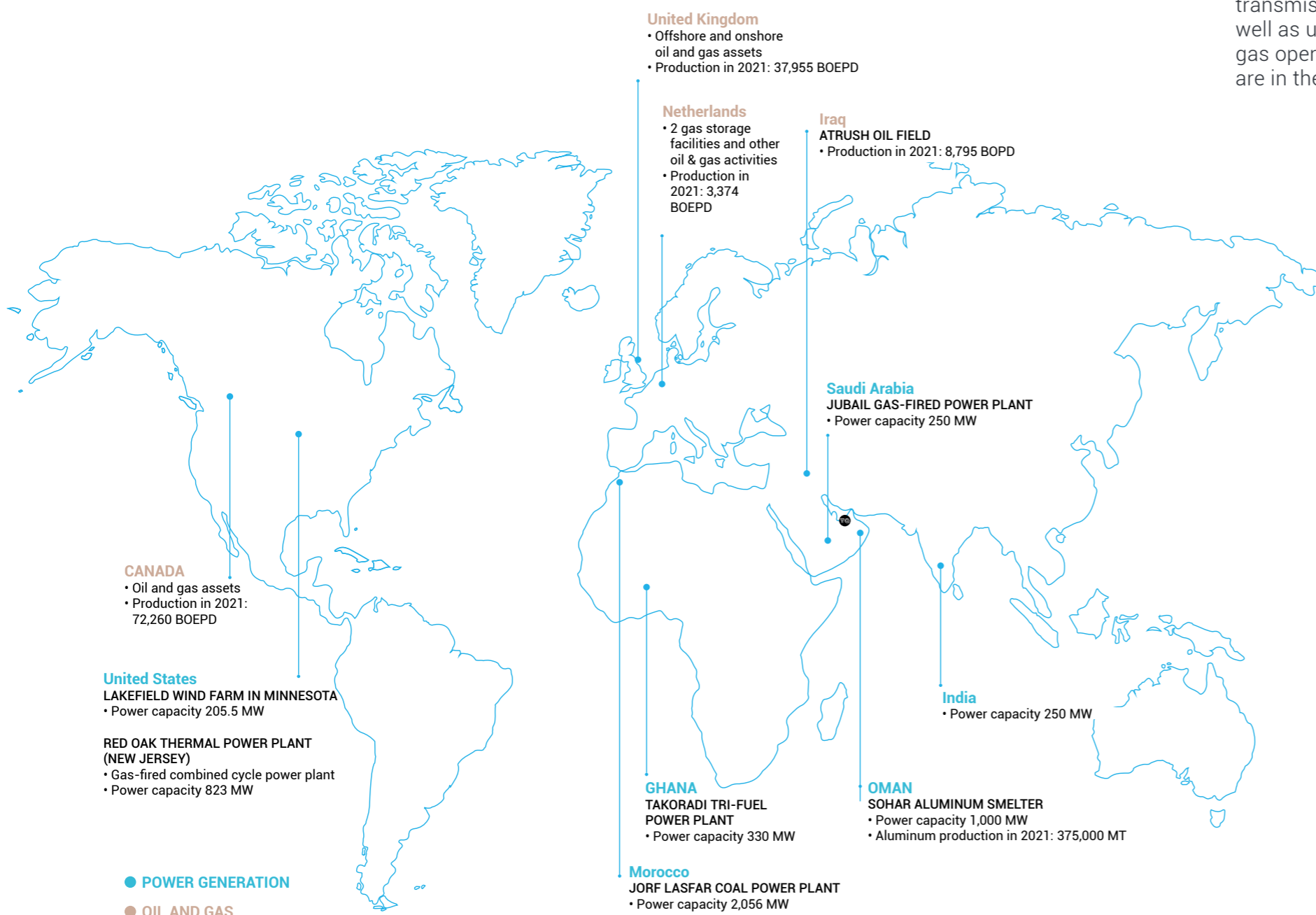
Powering a Thriving Future

Established in 2005, TAQA Group is a diversified utilities and energy group headquartered in Abu Dhabi, the capital of the United Arab Emirates, and listed on the Abu Dhabi Securities Exchange (ADX: TAQA). TAQA has significant investments in power and water generation, transmission and distribution assets, as well as upstream and midstream oil and gas operations. The company's assets are in the United Arab Emirates as well

as Canada, Ghana, India, Iraq, Morocco, Oman, the Netherlands, Saudi Arabia, the United Kingdom and the United States.

TAQA is a top 10 integrated utilities champion in the Europe, Middle East and Africa region with power and focuses on growth through meeting increased power, water and network capacity needs. For more information, please visit

www.taqa.com.



ACTIVITIES IN THE UNITED ARAB EMIRATES

SHUWEIHAT S1
Combined-cycle power plant (1,6 GW) and water desalination facility (101 MIGD)

SHUWEIHAT S2
Combined-cycle power plant (1,6 GW) and water desalination plant (101 MIGD)

SHUWEIHAT S3
Combined-cycle power plant (1,6 GW)

MIRFA INTERNATIONAL POWER AND WATER
Combined-cycle power plant (1.7 GW) and water desalination (53 MIGD)

UMM AL NAR
Combined-cycle power plant (2,3 GW) and water desalination plant (96 MIGD).

TAWEELAH A1
Combined-cycle power plant (1,7 GW) and water desalination facility (84 MIGD)

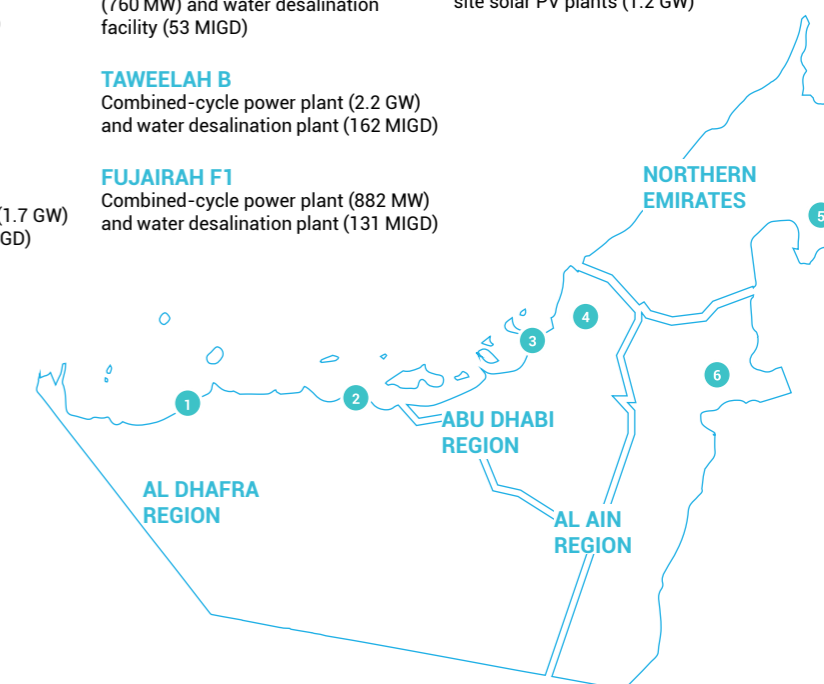
TAWEELAH A2
Combined-cycle power plant (760 MW) and water desalination facility (53 MIGD)

TAWEELAH B
Combined-cycle power plant (2.2 GW) and water desalination plant (162 MIGD)

FUJAIRAH F1
Combined-cycle power plant (882 MW) and water desalination plant (131 MIGD)

FUJAIRAH F2
Combined-cycle power plant (2,1 GW) and water desalination plant (132 MIGD)

NOOR AD
One of the world's largest single site solar PV plants (1.2 GW)



23 GW*
Production Capacity

1,4 GW
Capacity from Renewable Resources

+7000
Total Workforce

913 MIGD
Water desalination capacity

+100 000 km
Water pipelines and power networks

11
Countries of presence

*Includes Taweelah A2, AMPC and Sohar Aluminium plants

An Integrated Business Model Generating Sustainable and Shared Value

OUR RESOURCES

Human Capital

484 Employees
35% Middle and top management

Material Resources

Production Site of 60 Ha
Thermal Power Plant of 6 Units with a production capacity of 2,056 MW
Coal Plant
Coal Yard
Water Treatment Plant
EHV/HV Switchyard
Ash Storage Quarry

Intellectual Capital

Operation and maintenance contract for Units 1- 6
Power Purchasing Agreement (PPA)
Operating concession of quays 3 and 3 bis of the Jorf Lasfar port

Financial Resources

Total Assets MMAD 19,395
Equity MMAD 6,906
Operating Cashflow MMAD 1,955
Gearing 46%

OUR APPROACH AND STRATEGIC ANCHORS



Our Vision

Supply the energy necessary for the growth of citizens and communities in a sustainable and responsible manner.



Our Mission

Efficiently generate energy at competitive costs to enable citizens, businesses and public actors to carry out their daily development.
We draw on our financial strength, our expertise and the commitment of our employees to be a model company in Morocco and in the region.



Our cornerstones for a sustainable development



Competitive industrial asset to control the cost of the energy supplied



Training programs and support staff



Environmental impact management



A shared safety culture through 12 basic rules



Stringent preventive maintenance policy with an e-monitoring



Firm commitment to territorial development

Monitoring and Inspection Systems



Governance



Risk Management



Ethics & Compliance



CSR

Our Strategic Roadmap

Become a leader in private power generation in Morocco

Establish a joint culture and a vigorous social policy

Maintain status as an ethical & responsible company

Make prudent investments in power generation projects in Morocco and the region

VALUE CREATION

For the community

Supply of electricity to 18 million citizens, 92.8% availability rate of our Units, and 2,000 direct jobs created

For our Employees

18,035 Hours of Training
Employees' health and safety Commitment Charter
Career and Skills Management Policy
CSR Charter for diversity and the fight against discrimination
E-learning Platform
« etaqamorocco Academy »

For the Environment

Share of low-sulfur coal 100%
Waste produced & recycled 58%

For our Shareholders

Net income, Group share: MMAD 1,005
D/Y 3,2%
ROA 6,6%

OUR DEVELOPMENT FOOTPRINT

The contribution of TAQA Morocco to the objectives of sustainable development has been translated into a policy of social responsibility which has become an integral part of the company's identity. TAQA Morocco focuses currently on the following 3 SDGs



TAQA Morocco is an indirect contributor to 14 other objectives.



A Management team committed to the development of TAQA Morocco

In order to ensure its sustainable growth, TAQA Morocco has a Management Board that reflects its corporate culture, in terms of transferring skills between generations and promoting parity.



Abdelmajid IRAQUI HOUSSAINI
CEO and Chairman of the Management Board

Abdelmajid Iraqui Houssaini, graduated from Eastern Michigan University (USA) with a degree in Finance and an MBA. He started his career as a Financial Representative at Metropolitan Life Insurance in the USA. He later joined CMS Generation in 1999 as a Senior Analyst before becoming Director in charge of Business Development and managing the financial side of the Group's operations in Morocco. In 2007, Mr. Abdelmajid Iraqui Houssaini was appointed Country Manager of the TAQA Group in Morocco, and also served as Chairman of the Supervisory Board of Takoradi International Company (TICO), a 330 MW gas- fired combined cycle Power Plant in Ghana.

Back in 2016, Abdelmajid Iraqui Houssaini took over as Acting CEO of TAQA Group's Power & Water segment, until 2020. He was in charge of steering the development and growth of the Group's portfolio of industrial power and water assets in UAE, Morocco, USA, Oman, India and Ghana.



Omar ALAOU M'HAMDI
Deputy CEO
Finance and Development Director

Omar Alaoui M'Hamdi received his degree from the Institut Supérieur de Commerce de l'Administration des Entreprises (ISCAE) and is a Certified Public Accountant of the Ordre des Experts Comptables Paris/ Ile de France region. He also holds a certificate in Management and Leadership «Advanced Management Program» from the Institut Européen d'Administration des Affaires (INSEAD). Following an earlier experience as a Senior Consultant at PricewaterhouseCoopers in auditing and consulting, he joined JLEC in September 2004

in financial control, then TAQA North Africa in April 2009, as Business Manager in charge of the TAQA Group financial operations in Morocco. Since March 2011, he serves as Deputy CEO and Director of Finance and Business Development of TAQA Morocco. He is also a member of the Management Board of TAQA Morocco, JLEC 5 & 6 and a member of the Board of Directors of Takoradi International Company Limited (TICO), the TAQA Group's Thermal Power Plant in Ghana.



Fadoua MOUTAOUAKIL
Director of Strategy, Audit, Risk Management and Insurance

Holder of the National Diploma of Accounting Expertise, Morocco, and of the IFRS certificate from INTEC, France, Mrs. Fadoua Moutaouakil is a certified public accountant. She currently holds the position of Director of Strategy and Risk Management at TAQA Morocco. She has more than 20 years of experience and started her career in 1999 at PricewaterhouseCoopers (PwC) in audit, consulting and consolidation. Fadoua Moutaouakil joined the Al Mada Group (formerly ONA)

in 2003 where she successively held senior positions in the fields of Finance, Investment and Strategy, notably Financial Director at ONA-SNI, Director of Strategy and Finance and member of the Management Board at Optorg. Fadoua Moutaouakil has served also as Director of several companies both in Morocco and abroad.



Mehdi BELGHITI
Director of the Business Support

A graduate of the Ecole Polytechnique de Lausanne, Mr. Mehdi Belghiti holds an engineering degree. He started his career in 2002 with the investment bank CFG Group. In 2004, he joined the COMANAV Group as General Secretary before taking up the position of Deputy General Manager after the privatization of the company. In 2008, he joined the ADDOHA Group as Deputy Managing Director in charge of Finance and Resources. From October 2012, he joined TAQA Morocco as Director of the Support Division and became a Member of the Management Board in 2015.



Fatima BENDAHBIA
General Manager of the Jorf Lasfar Power Plant

Fatima Bendahbia is a State Engineer in Mechanical Engineering, specializing in energy, from the Mohammedia School of Engineers. She also holds a DESS in Human Resources from the Institute of Business Administration of the Robert Schuman University in Strasbourg (2005) and an MBA in International Management from the Ecole Nationale des Ponts et Chaussées (2008). Mrs. Bendahbia started her career at ONE in 1993 as head of the methods office until 1997 when she joined JLEC (now TAQA Morocco) as head of the methods office. She was appointed Deputy Director of

the Strategy and Maintenance Planning Department in 1999 until 2000, when she took over the position of the Deputy Director of the Strategy and Maintenance Planning Department. In 2008, she became Director of Human Resources until 2013 when she was named Director of the Technical and Engineering Division. In 2018 she was promoted to General Manager of the Jorf Lasfar Thermal Power Plant and member of the Management Board.



Said EL MAMOUNI
Executive General Counsel

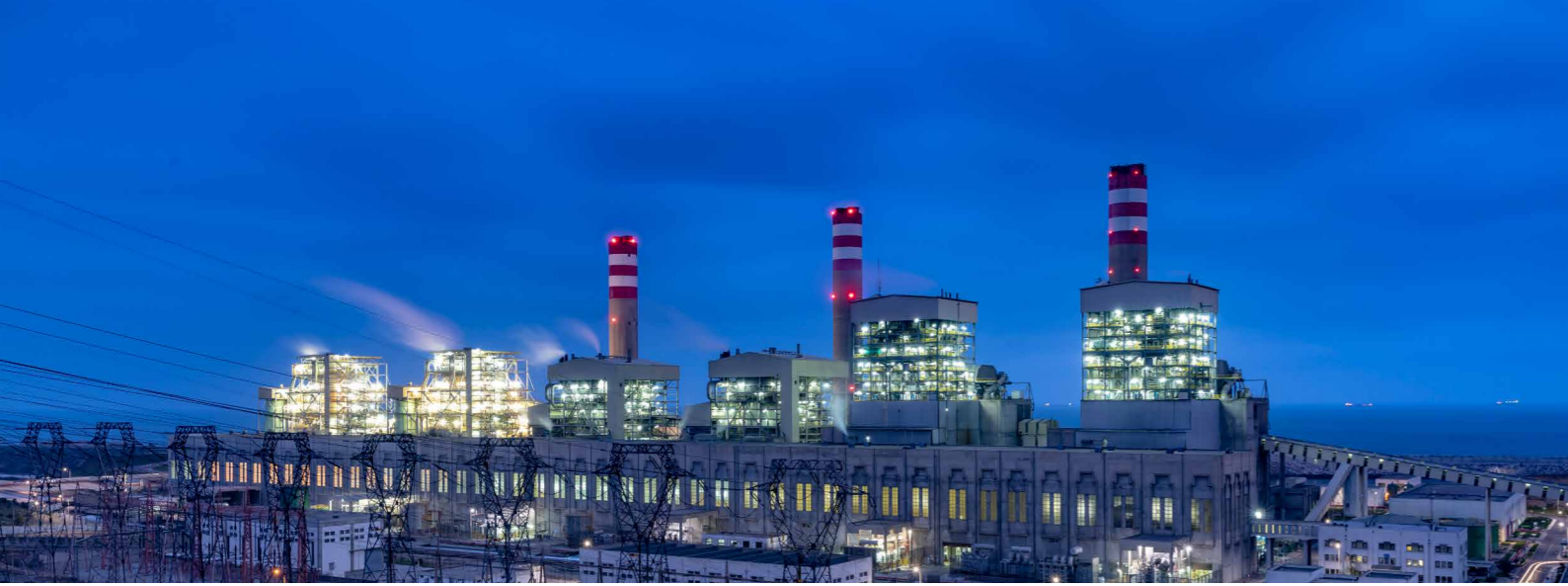
Graduate in Business Law from the Rabat Faculty of Law, Mr. Saïd El Mamouni has served as head of the legal departments for various Moroccan and multinational companies operating in different sectors of activity. He started his career in 1993 in the field of insurance, and then joined TOTAL Maroc in 1995 where he headed the Legal, Insurance and Property Management Department for over 9 years. In 2004, he joined Bank Al Maghrib as Deputy Legal Director before joining Altadis Morocco (now Imperial Tobacco) in 2006 as Legal Director. He then joined the OCP Group in 2009 as Legal

Director for the Chemicals and Mining divisions, and then the ADDOHA Group as Legal Director for Africa. In 2014, he joined TAQA Morocco where he is General Counsel and Secretary to the Management Board.

02

- › Pursue maintenance policy to ensure industrial and operational efficiency
- › TAQA Morocco enters the era of Smart Factory
- › Robust operational and financial performance





TAQA Morocco enters the era of smart factory

TAQA Morocco's digital transformation is vital to maintain its operational and financial performance. This entails strengthening its expertise and know-how through a shift in its operating methods.

TAQA Morocco accelerated its digital transformation in 2021 with the launch of a number of structural and operational performance enhancing projects.

A real time e-monitoring and diagnostic center for the Jorf Lasfar Thermal Power Plant

2021 marked a historic milestone in the digitalization process of TAQA Morocco with the launch of an e-monitoring center. This will ensure an additional level of vigilance and early detection incidents. The monitoring results are cross-checked with on-site data, in coordination with the Operating and Maintenance managers.

This new Monitoring & Diagnostics center is equipped with conventional monitoring devices: trends, synoptics and standard calculations on both operational and environmental indicators. These enable predictive maintenance programs to be reinforced with real-time observation of deviations between actual and expected plant performance. Real-time alerts signal any anomaly and equipment malfunctioning can be anticipated and maintenance actions planned.

Our e-monitoring center also integrates an «intelligent» dimension with the use of modeling tools, based on «Machine Learning» tools, enabling advanced data processing. These models allow to detect any process dysfunctioning linked to indicators such as temperature, pressure, vibration etc.

A collective and historic achievement that allows TAQA Morocco to fully enter the field of Industry 4.0.

Automated procurement processes

A key phase in the upgrading of TAQA Morocco's procurement activities in 2021 was the dematerialization of its processes. A key milestone that has simplified processes for buyers and bidders within an e-sourcing platform that has also improved the quality of shared information and strengthened governance in terms of competition, equal access to markets, transparency and purchasing ethics.

Building the Digital Champion Community

The current digital transformation of TAQA Morocco, is accompanied also by a cultural transformation in people interaction, working methods and tools. It is important to present and explain this evolution to answer the questions of the teams, to advise and inform them of the advantages and major advances that digitalization brings.

In July 2021, a call for volunteers was launched to involve employees interested in leading this change in the field and to instill a massive commitment to this cultural transformation. These «Digital Champions» or «Digital Ambassadors» will be local digital relays with the aim of reaching out to employees in the field and modernizing the group's working methods.

TAQA Morocco's solid business model, the commitment and know-how of its employees, who have demonstrated resilience and expertise in a complex health and energy context, has enabled it to pursue its development plan in 2021. This was firmly focused on operational excellence and the creation of sustainable and responsible added value for all its stakeholders.

During the year 2021, TAQA Morocco has significantly accelerated its digital transformation program and further consolidated the efficiency and reliability of its industrial facilities.

Pursue the maintenance strategy to ensure industrial and operational efficiency

In 2021, Jorf Lasfar Thermal Power Plant recorded an excellent availability rate for Units 1 to 6 reaching 92.8%. A performance reflecting the expertise and know-how of the teams combined with dynamic and operational discipline in conducting the preventive maintenance plan. The overhaul of Unit 6 was completed in a record time of 61 days, compared with the 70 days initially planned.

Within an environment impacted by a major sanitary crisis, carrying out the first major overhaul of Unit 6 was achieved in compliance with the objectives set in terms of work quality and improving the performance of the industrial equipment. More than 1000 people from different companies and trades were involved in performing the overhaul, and they were able to rely on the expertise of TAQA Morocco's teams.

Supporting Morocco's Energy Transition

TAQA Morocco has been awarded a contract by the Moroccan Agency for Sustainable Energy (MASEN) on April 14, 2022 to develop five solar sites within the framework of the multi-site solar program Noor PV II. The concession of these project lots with a potential of 96 MW of solar energy is a first step in TAQA Morocco's ambition to accompany Morocco's energy transition towards a diversified energy mix and a progressive decarbonization of industries.



TAQA Morocco QSE Certification renewed

This new standard, ISO 45001 V2018, superseding OHSAS 18001, places particular emphasis on employee involvement and consultation in health and safety management within companies.

TAQA Morocco Awarded the 2021 TOP CSR Performer Distinction by V.E Moody's

TAQA Morocco has been named 2021 Top CSR Performer by Vigeo Eiris, the independent environmental, social and governance rating agency.

The quality of TAQA Morocco's environmental performance, its commitment to improving health and safety conditions in the workplace, its promotion of diversity, and its contribution to the national socio-economic development have earned it a well-deserved award. The Award reflects TAQA Morocco's continuous and strong commitment to all its stakeholders since its creation and its desire to strengthen the company's social efforts for sustainable growth.

Robust operating and financial performance

TAQA Morocco's recorded an overall availability rate of 92.8% compared to 95.2% as of December 31, 2020, taking into consideration the completion of the planned major overhaul of Unit 6.

The Group consolidated revenues of MAD 7,812 million in 2021, compared with MAD 7,789 million in 2020, due to a combination of factors:

- Completion of the major overhaul of Unit 6 in 61 days, less than the 70 days initially programmed in the maintenance plan,
- Solid overall performance of all Units taking into account the maintenance plan,
- Higher energy payments in line with rising international coal prices,

Increase in EBIT to MMAD 2,431 compared with MMAD 2,359 as of December 31, 2020, driven by the good performance of Units 1-6, in the average coal purchase price trend over the period compared with the APII international market index, and ongoing optimization of operating and maintenance costs.

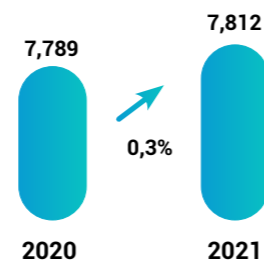
The consolidated operating margin rose to 31.1% as of December 31, 2021, compared to 30.3% for the same period in 2020.

Increase in net income (group share) to MAD 1,005 million compared with MAD 880 million in 2020, driven by the increase in operating income and lower financing expenses resulting from reduced interest charges due to project debt amortization during the year.

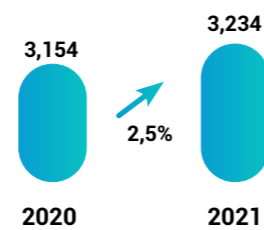
The consolidated net margin reached 16.4% as of December 31, 2021, compared to 14.7% for the same period in 2020.

Consolidated accounts in MMAD

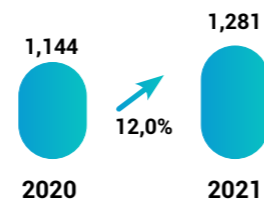
Consolidated Revenues



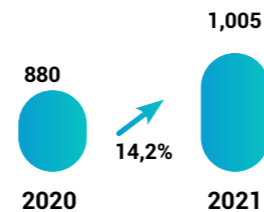
Consolidated EBIT



Consolidated Net Income (*)



Consolidated Net Income, Group share



(*) As of December 31, 2021, JLEC 5&6 accounts considered for consolidation correspond to the period from October 1st, 2020 to September 30, 2021, in accordance with the consolidation methods adopted by TAQA Morocco Group.



The Statutory Net income improved to MMAD 838 from MMAD 816 in 2020, mainly due to:

- The good performance of Units 1 to 4 in line with the maintenance plan,
- The change in the average purchase price of coal over the period compared to the APII international market index,
- Optimization of operating and maintenance costs
- The evolution of the financial profit to MMAD 196 compared to MMAD 281 which results from the distribution of dividends from the subsidiary JLEC 5&6 for MMAD 360 compared to MMAD 462 in 2020.

Outlook

In this way, TAQA Morocco confirms its operational excellence and its will to maintain a high level of availability and reliability for the national electricity network.

Furthermore, TAQA Morocco restates its ambition to develop on the national market.



03

- A Transformation blueprint focused on Sustainable Development
- Environment challenge for TAQA Morocco
- Our Employees, at the core of TAQA Morocco's development
- A firm commitment towards the community
- Solid governance underwriting the company's development

A Transformation blueprint Focused on Sustainable Development

With close to 25 years of operating in the country, TAQA Morocco has the ambition to become a local player in energy transition, through the adoption, starting 2014, of a diversification strategy in favor of an energy mix including the production of electricity from renewable and low carbon sources. TAQA Morocco is now enriching its portfolio of activities to move towards low-carbon activities, in line with the TAQA Group's strategic direction.

TAQA Morocco, an essential and responsible player

Mindful of its strategic role in the supply of electricity, TAQA Morocco has a key responsibility to ensure the uninterrupted continuity of its operations while mitigating its impact on the environment.

Over and above this responsibility, the company has an important role to play in energy transition.

TAQA Morocco has committed to the global sustainable development challenges by signing up to the UN's 17 Sustainable Development Goals. These were set in 2015 to define a common roadmap of the world by 2030 and include notably those related to TAQA Morocco's core business.

Thus, not only does TAQA Morocco strive to meet the objectives common to all organizations regardless of their sector, such as the fight against discrimination, equal opportunities or the fight against corruption, but it is particularly interested in addressing and responding to the objectives (SDGs) on which its operations can have a significant impact.

Nowadays, all the company's strategic decisions and activities are conducted under the prism of sustainable development. Firstly, by using low-sulphur coal to reduce the impact of the existing activity, but above all by transforming its business model to make it

responsible, sustainable and value creating for all stakeholders.

As a committed player, TAQA Morocco's contribution to the objectives of sustainable development translates into a policy of social responsibility which has become an integral part of the company's identity.

Methodology & Scope

For the third consecutive year, TAQA Morocco is committed to communicating its progress in terms of extra-financial performance, in accordance with the guidelines of the Moroccan Capital Markets Authority (AMMC).

Drawing on the guidelines of the ISO 26000 standard on corporate social responsibility, the Global Reporting Initiative (GRI) reference framework and the United Nations Sustainable Development Goals, this ESG report integrates TAQA Morocco and JLEC 5 & 6 activities in its scope.



TAQA Morocco focuses at present on the following 3 SDGs and has an indirect contribution to the other 14 goals.



- Pay taxes, fees and rents to public authorities
- Buy goods and services from local sources
- Promote the creation of sustainable jobs



- Adopt a participatory approach with local stakeholders to avoid damaging soil or water resources



- Promote Health and Safety at work
- See to it that TAQA Morocco's activity does not harm the health of its communities
- Enhance employee well-being
- Sustain the community health programs



- Train Employees
- Preserve technical know-how and develop business expertise by creating a center of academic excellence
- Assist in supplying schools with electricity



- Offer equal opportunities to women and facilitate their involvement throughout their career
- Promote social investments with a gender perspective



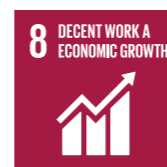
- Water Conservation and Recycling
- Create plans to reduce pollution during the operation phase



- Leverage economies of scale and supplier synergies for ONEE
- Encourage local energy initiatives
- Share knowledge with government, communities and civil society on efficient energy production initiatives.



- Establish decent labor practices
- Pay taxes and fees related to social security and pension plans
- Boost economic growth through local and national purchase
- Collaborate with various stakeholders (suppliers, financial institutions, NGOs, universities, etc.) to enhance the economic impact of projects Link local suppliers to external markets and partners



- Support predictive maintenance models for the company's facilities and infrastructure
- Make digitizing projects a strategic means of improving performance.
- Establish a (re)new industrial development through collaboration with government, industrial companies and communities
- Build partnerships with the research and development community



- Conduct human rights due diligence and provide access to remedy
- Promote social inclusion
- Supporting marginalized populations through community investment



- Provide ONEE with a maximum rate of energy availability
- Drive for greater resiliency of the national power grid



- Minimize inputs and waste
- Sourcing from manufacturers with decent labor standards
- Plan and improve material recycling



- Achieve operational and supply chain emission reductions
- Incorporate climate change into project planning and future investments



- Integrate underwater life into environmental impact assessments
- Collaborate with local authorities to establish conservation grounds and marine reserves and support coastal preservation programs, such as the Clean Beaches operation in which TAQA Morocco has been taking part for several consecutive years.



- Undertake environmental impact assessments
- Preserve the ecosystems
- Contribute to research initiatives



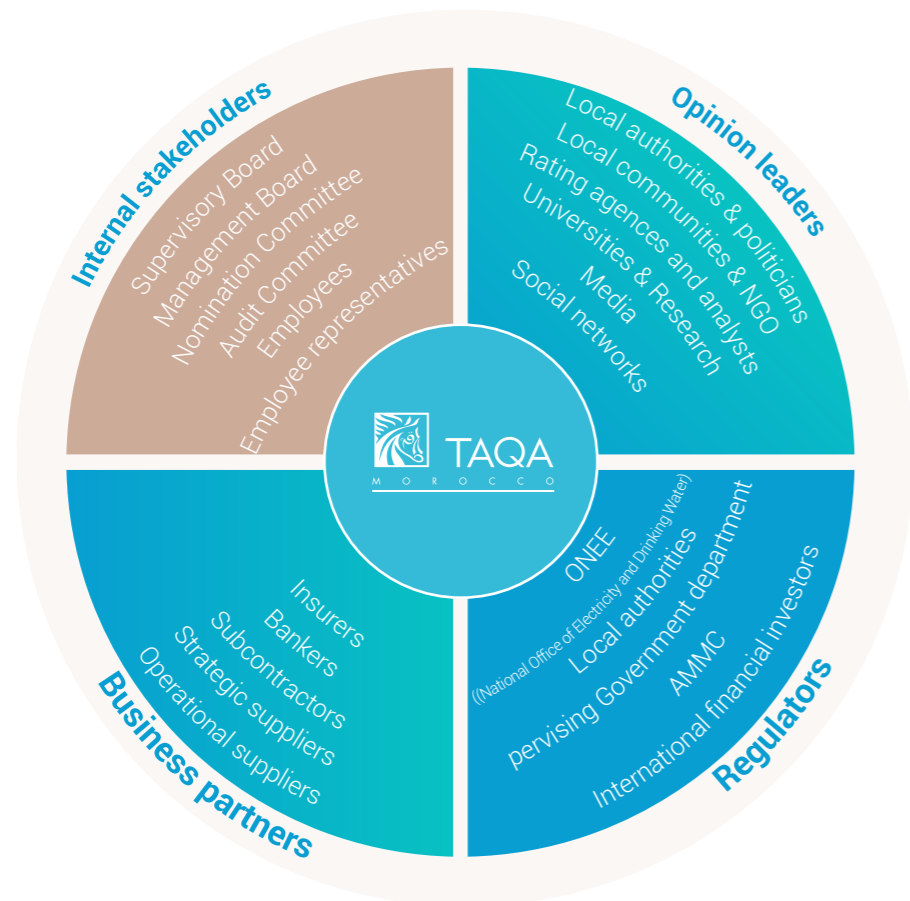
- Predict & resolve grievances and conflicts
- Comply with regulations on transparency of information and business ethics
- Promote safe work environments and sustainable community relationships



- Mobilize financial and technological resources
- Integrate the SDGs into policies and monitor the SDG indicators
- Open a dialogue with public authorities and civil society actors

TAQA Morocco's stakeholders and materiality, the backbone of its progress initiative

To bring a sustainable and responsible approach to its activity, TAQA Morocco launched in 2020 a process of identification and consultation of its stakeholders in order to define its materiality.



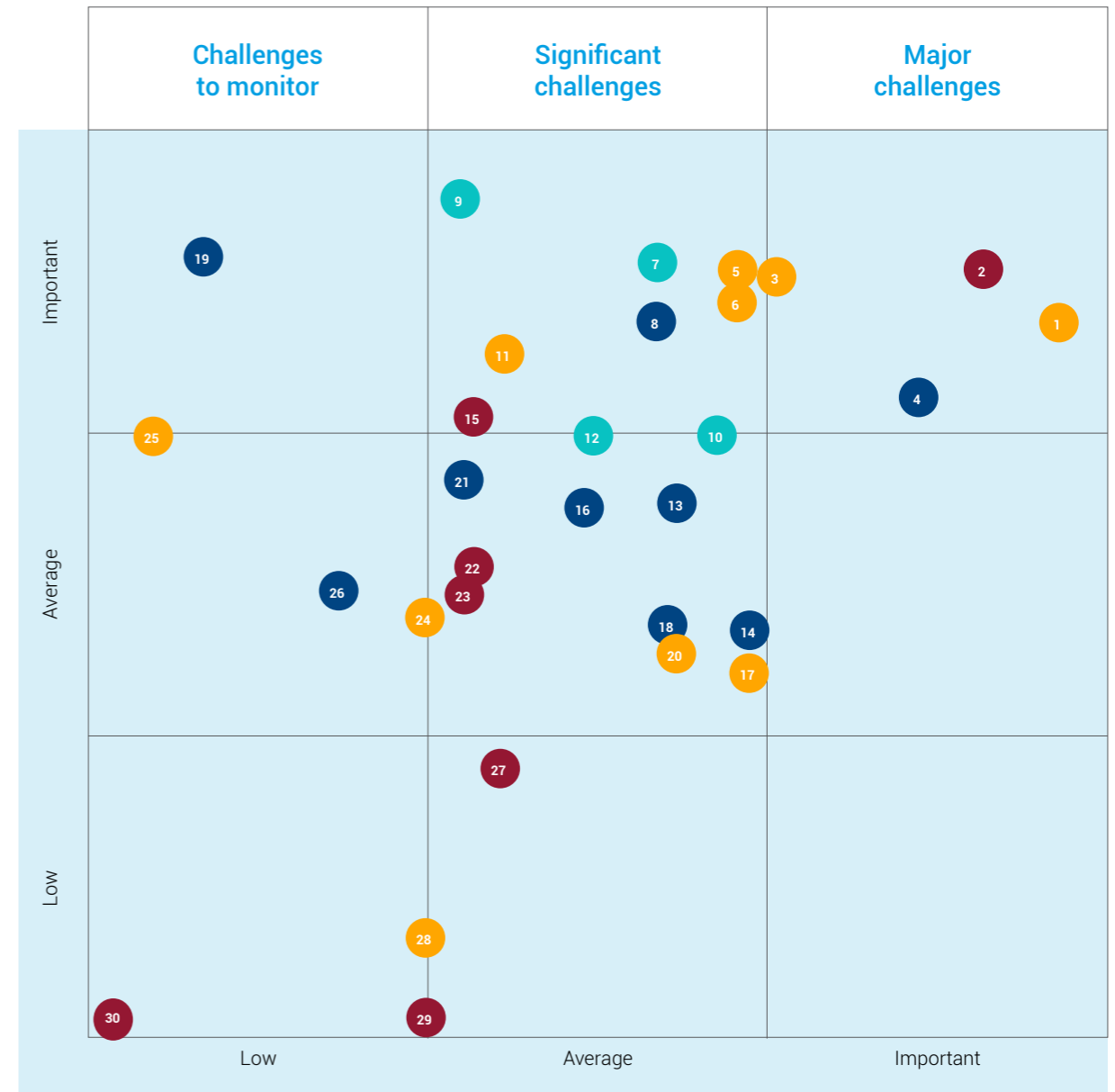
TAQA Morocco considers dialogue with its stakeholders as fundamental in conducting its activities in a responsible manner and in taking into account sustainable development issues in the medium and long term.

Such dialogue enables the company to anticipate the risks and impact of its activities, as well as the changing expectations of its stakeholders. This exercise has made it possible to direct its actions in the community more effectively throughout the country.

Our approach to dialogue with stakeholders is clearly structured. It enables the various

people in contact with stakeholders to constitute a real relay, capable of maintaining a constructive dialogue based on respect, listening and discussion and capable of both collecting and processing any complaints and managing any delicate situations.

By consulting a relevant sample of 162 stakeholders, we were able to identify 30 priority issues. These were listed in hierarchical order and organized in a materiality matrix in terms of their importance for these stakeholders and how critical they were for the company.



- 1 Health and safety culture
- 2 Business continuity
- 3 Working conditions and social protection
- 4 Governance mechanism for ethical issues
- 5 Improvement of security management processes
- 6 Security of sensitive areas
- 7 Mitigate environmental impacts related to wastewater
- 8 Comprehensive risk management
- 9 Air quality control
- 10 Water contamination
- 11 Intrusion and terrorist acts
- 12 Recycling and transportation of hazardous waste
- 13 Protection of personal data
- 14 Cybercrime
- 15 Coal consumption optimization
- 16 Predictive, innovative and efficient maintenance
- 17 Employee engagement and pride of ownership
- 18 Knowledge management and sharing
- 19 ISO 37001 certification (anti-corruption measures)
- 20 Risk management labeling procedures
- 21 Digitalization of production
- 22 Management of equipment obsolescence
- 23 Transparency of Financial Communication
- 24 Develop loyalty and plan for skill retention
- 25 Direct and indirect local job creation and retention
- 26 Real-time performance measurement and analysis
- 27 Build new facilities
- 28 Recruit and develop talent Performance
- 29 Improvement
- 30 Employer Brand.

A CSR policy embedded in TAQA Morocco's DNA

CSR is an essential component of TAQA Morocco's development. TAQA Morocco is located at the crossroads between the company's business and the challenges facing the world. Since the beginning, TAQA Morocco has adapted over time its production tool to meet both national and international standards in terms of responsible management and integration into its local environment.

Hence, during its construction, the Jorf Lasfar Thermal Complex benefited from state-of-the-art technological equipment, whose preventive maintenance and upgrading operations allow the company to continue to maintain its operational efficiency, while improving its environmental performance.



TOP performer VE 2021



The Award reflects TAQA Morocco's continuous and strong commitment to all its stakeholders since its creation and its desire to strengthen the company's social action for a sustainable growth.

Environment, a Key challenge for TAQA Morocco



Meeting its environmental challenges, is essential for the viability of an industrial operator like TAQA Morocco. Investing in new technological solutions allows both to preserve natural resources and to maintain their availability in order to continue its activity and produce more cleanly with less and less impact on the environment. Ever since 1997, TAQA Morocco has continuously invested in the upgrading of its industrial operations to improve its operational and environmental performance.

Units 1 to 4 have been fitted with equipment to limit their impact on the environment, particularly in terms of atmospheric emissions. Whereas, Units 5&6 are latest generation facilities, so they meet international standards in terms of limiting the impact on the environment. Each year,

TAQA Morocco mobilizes a budget of MMAD 30 to maintain its achievements, through a process of maintenance and management of environmental performance.

To satisfy the demands of its parent company, TAQA Morocco has set up an internal benchmark to establish its own environmental performance objectives against comparable units in terms of size and production capacity around the world. Some fall within the scope of the TAQA Group, while others are from outside.

This mechanism is a genuine internal performance management tool enabling TAQA Morocco's team to seek to improve performance continuously and to meet international standards.

Bespoke solutions to reduce the impact of its operations on the environment

TAQA Morocco has always strived to reduce the impact of its activities on the environment. This determination has led the company to multiply its efforts constantly to find more efficient solutions.

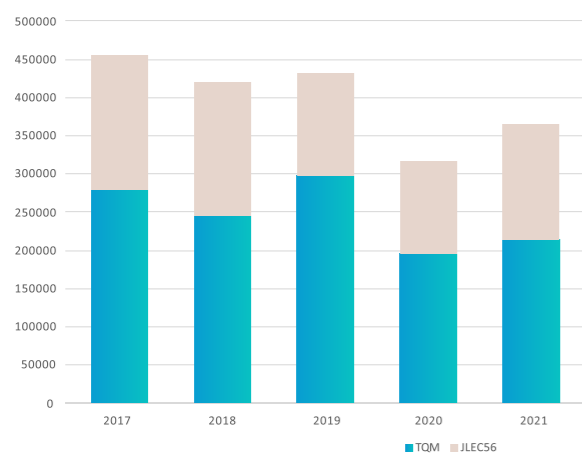
Recycled Waste

To recover the ashes from the production process, TAQA Morocco has embarked on a partnership with the main cement manufacturers in Morocco. Thanks to an electrostatic precipitator system, the fly ash is captured in the new generation chimneys installed since the start-up of the units. It is then used in the manufacture of cement.

This effective solution allows TAQA Morocco to reduce its atmospheric emissions and the cement manufacturers to benefit from an alternative raw material.

Consequently, the volume of ash recovered by the cement industry has increased over the last 3 years to reach 366,344 tons, i.e. 58% of recycled ash.

Although this solution is beneficial for both parties, TAQA Morocco has a quarry of international standards since the start of its



Variance in tonnage of recycled fly ash

activities, which was extended in 2015. The quarry is located close to the industrial site and is intended for burying the surplus ash that cement manufacturers cannot use.

For the year 2021, the total weight of non-hazardous waste generated reached 228 tons.

In the frame of its environmental policy, TAQA Morocco takes into account its possible impact on the environment for any new extension or new operation on site. Thus, in 2010, in view of the extension of the Jorf Lasfar site with the implementation of units 5 & 6, an impact study was conducted and consultations were carried out with the various stakeholders.

Managing Other Wastes

In accordance with current regulations, waste is sorted on the site before it is removed by specialized service providers who ensure its recovery. Hazardous waste is treated specifically by the service providers responsible for its treatment. A total of 201 metric tons of hazardous waste was removed and treated by specialized service providers in 2021.

Waste and Effluent Management	2019	2020	2021
Percentage of recycled materials used	71%	51%	58%
Total weight of non-hazardous waste in tons	255	250	228
Weight of hazardous waste transported in tons	118	71	201



Dedicated to Natural Resource Preservation

Water is essential for generating electricity. It is used in particular in the cooling systems of the various units. TAQA Morocco is committed to optimizing its use, especially in a context where Morocco is subject to water stress. This is materialized on the industrial side by the implementation of a closed circuit that allows for the reuse of water.

Based on a mapping of water consumption by entity and by system, the teams established an action plan to optimize water consumption by substituting sea water in the cleaning circuits and isolating any possible leakage.

Water Consumption	2019	2020	2021
Volume of surface water withdrawn, including water from wetlands, rivers, lakes and oceans in m³	2 908 320	2 908 320	2 908 320
Municipal or other public or private water supplies in (Mm³)	1.3	1.50	1.58
Volume of pumped groundwater in m³	310	0	100

*332,000 m³/h of seawater is withdrawn and reinjected after treatment in accordance with the standards set by the World Bank

Over the last 4 years, significant progress has been made thanks to maintenance and prevention operations which have allowed to optimize the annual consumption of raw water by 39%.

Meanwhile, water used at the Jorf Lasfar site is treated in three different treatment plants, which are designed to treat wastewater and water containing oily residues. The water discharged after treatment complies with international standards, in particular those laid down by the World Bank. It is regularly monitored by an independent laboratory.

Energy Consumption	2019	2020	2021
Electricity consumption in MWh	20 089	19 911,06	24 429

Strict emissions monitoring and reduction

TAQA Morocco has implemented the necessary equipment to limit the atmospheric emissions related to its activity. In order to improve the performance all while reducing emissions, the company has equipped the boilers with low emission NOx burners and electrostatic filters



to reduce particulate and heavy metal emissions. The use of low-sulfur coal minimizes SO₂ levels for units 1-4.

Units 5 & 6, are equipped with a desulfurization system, which, thanks to the use of seawater, makes it possible to absorb SO₂ emissions. The seawater used in this process is oxygenated in an aeration tank so that it regains the same physicochemical characteristics as it had prior to its discharge.

Moreover, TAQA Morocco operates a 130m high chimney that improves the dispersion of emissions in the atmosphere, in accordance with the recommendations of the World Bank, and reduces the nuisance in the vicinity of the site.

GHG Emissions	2020	2021
Gross direct (Scope 1) GHG emissions TeqCO ₂ Mt	13.60	13.40
Indirect (Scope 2) GHG emissions TeqCO ₂ Mt	0.008	0.009

CO₂ emissions are monitored on an ongoing basis, enabling the industrial teams to remain within the standards set by the Group.

The system set up on the Jorf Lasfar site covers the scope of all greenhouse gases as defined by the KYOTO protocol. Beyond its performance in this field, TAQA Morocco continues its efforts to reduce its emissions. The investments made during 2021 for the preventive maintenance of the units allow the teams to preserve these achievements.

A Comprehensive Preventive Maintenance Policy

TAQA Morocco has put in place a preventive maintenance policy to ensure the continuity of the country's main electricity supplier's activity, but also the performance of

its industrial facilities, both from an operational and environmental point of view.

Drawing on best practices worldwide, this policy is based on maintenance cycles with shutdowns of varying duration, depending on the inspections to be performed.

TAQA Morocco's teams carry out the maintenance operations in optimal conditions without disrupting production. During 2021, they successfully completed the first major overhaul of Unit 6 in a record time of 61 days, relying mainly on in-house expertise.

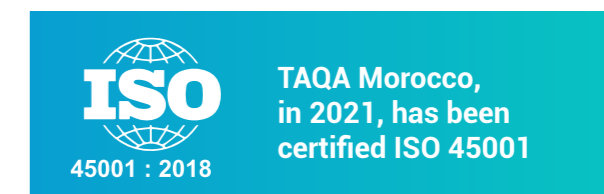
Beginning in 2021, TAQA Morocco has initiated its digital transformation process by setting up an e-monitoring center that now propels the company towards a 4.0 approach to maintenance with predictive models using artificial intelligence.

Environmental Health

Being aware of and managing health risks related to the environment, allows TAQA Morocco to reduce the impact on local residents and stakeholders while ensuring the sustainability of our activities in a healthy environment.

Thus, setting up a weather station allows TAQA Morocco's teams to monitor air pollution on a daily basis and to take the appropriate measures to preserve everyone's health.

Takes all of these elements into account, protects the company from any litigation related to environmental risks.



Our Employees, at the core of TAQA Morocco's development



As a vital asset for the development of its activities, human capital is at the heart of the company's concerns, which has an HR policy focused on the well-being of its employees. This includes working conditions, safety, social dialogue, skills development and succession planning.

TAQA Morocco's HR team, through its policy, works to put in place the right conditions for the development of its employees. Remuneration, as well as Gender Distribution of career development, are based on the

principle of equality, skills and performance. They are part of the «talent review», carried out every year which aims to accompany employees in their development, and to prepare succession planning, regardless of gender.

Although there is a wish to increase the number of women at all levels of the company, it remains difficult to increase the number of female staff at the Jorf Lasfar site, given the culture of the industrial world in Morocco.

Gender Distribution of	2019	2020	2021
Women	18	17	17
Men	466	460	467
Total	484	477	484

Workforce Distribution by Type of Employment Contract	2019	2020	2021
Total CDI	482	477	484
Total CDD	2	0	0
Total	484	477	484

TAQA Morocco's policy favors the sustainability of employment, 100% of the workforce has a permanent work contract (CDI).

Employee engagement

Every year, the company conducts an «employee engagement» survey to measure the performance of its human resources policy. More than a social barometer, this survey aims to identify the levers to be used to strengthen the commitment of its employees on a daily basis. Over the last two years, the employee engagement rate has remained stable at 62% and the ENPS has risen from 69 to 72.

“ Over 18,000 hours of training for 84% of employees ”

Training and development, a central part of the HR strategy

TAQA Morocco operates in an industry where expertise is very rare in the employment market. Training thus constitutes the core of the company's human resources policy. Each year, the company sets up a program to reinforce skills and transmit knowledge, intended for all its employees. This program, which covers all levels of the company, responds to the training needs expressed by employees, and is also designed to anticipate future needs in the context of career development and succession planning.

Beyond skills development, TAQA Morocco has the ambition to promote transversality of employees to facilitate their internal mobility.

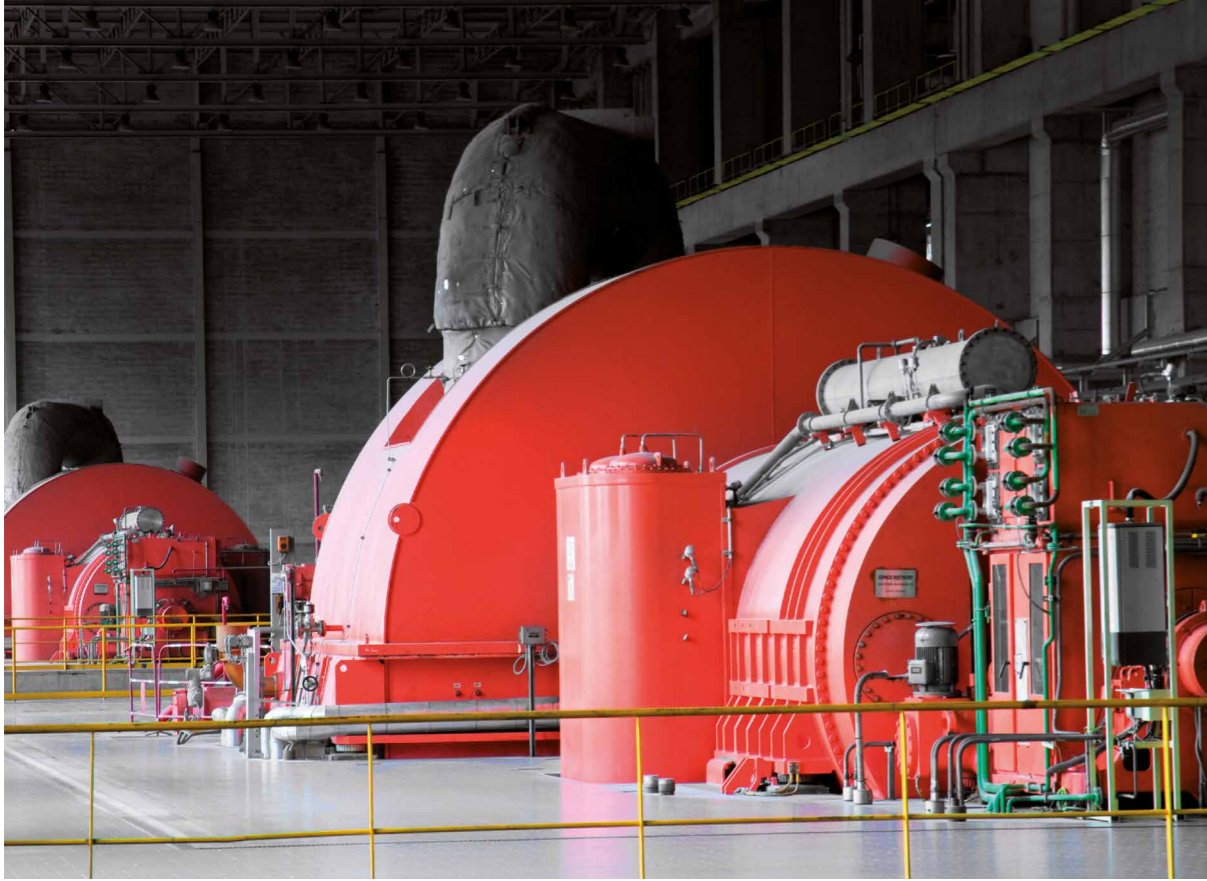
In 2021, 84% of employees received more than 18,000 hours of training, an average of more than 37 hours per employee during the year.

The training courses were mainly focused on improving employee technical skills and in particular on the latest automation tools and other specific energy specialist areas.

etaqamorocco Academy, e-learning at the service of training

In light of the global pandemic and in order to continue to provide training to all its employees, the company has accelerated its training digitalization program by creating an e-learning platform, «etaqamorocco Academy».

This system has been a great success and has made it possible to provide several technical training modules, as well as a certain number of management-related training courses, while also including a section on the company's culture and know-how, particularly for new recruits. This platform has enabled internal trainers to increase the number of training courses and to reach a maximum number of employees in compliance with health regulations. The HR development teams of TAQA Morocco wish to capitalize on this tool to provide more specific training for a maximum number of employees.



Open and constructive industrial relations

TAQA Morocco benefits from a stable industrial relations climate thanks to a regular and constructive dialogue with the employee representatives. The Company's dialogue is based on a relationship of trust and is governed by a memorandum of understanding that is renewed every three years. In addition to the aspects related

to remuneration, TAQA Morocco has been working for several years to raise awareness among its employees representatives on the importance of retirement savings and medical coverage. Presently, TAQA Morocco is among the Moroccan companies that offer the best basic pension rates.

Industrial relations statistics	2019	2020	2021
Number of strike days	0	0	0
Number of employee representatives	16	16	14
Number of union representatives	3	3	6
Number of employment litigations	0	0	8

Diversity and Disability

In a desire to promote diversity within the company, TAQA Morocco has taken the necessary steps and applied the required transformations to accommodate people with reduced mobility.

A Health and Safety Driven Culture

With its Occupational Health and Safety Management System, TAQA Morocco has established overtime a «safety first» culture both for its employees and for all subcontractors and partners who have access to the company's site. A roadmap had been deployed in 2018 to establish a tranformation

and progress momentum to achieve a «ZERO accident» objective. This has been reflected in the development and maturity of the safety culture within the workforce. A new roadmap to 2025 was launched in 2021 with improvement initiatives to consolidate performance.

Safety concerns everyone within TAQA Morocco. As a result, the Management of TAQA Morocco encourages all employees to identify, report and analyze near misses in order to define preventive action plans to be implemented. A digital platform has been set up to allow all employees to interact and report

in real time any failures. Subcontractors have not been left out since from now on, every person working on the site must be aware of the «12 basic safety rules of TAQA Morocco»

and comply with the safety check every two months. Through this cultural revolution, TAQA Morocco has succeeded in reducing the number of accidents considerably.

Health & Safety at Work	2019	2020	2021
Number of work-related accidents	1	2	0
Frequency rate	0.31	0.79	0.00
Total of worked hours	3 237 679	2 541 296	2 891 565

Safety training focused on firefighting and first aid in the workplace, awareness of chemical risks, specification collection and electrical certification, and the use of safety harnesses when working at height.

TAQA Morocco's 12 Basic Safety Rules

- Work permit:**
I have a permit to work before performing any specific action
- Energy Isolation:**
I follow all lockout/tagout procedures when working on equipment
- Ground disturbance:**
I obtain a permit before starting any excavation work
- Entry to a confined Space:**
I respect the procedures for confined spaces before entering them and during the entire period of intervention
- High-rise work:**
I make sure to use all fall prevention equipment and to work with a compliant means of access
- Lifting operations:**
I respect the lifting plan and I never stand under a suspended load
- Individual protection equipment:**
I wear the appropriate Personal protective equipment at all times
- Driving safety:**
I drive carefully and respect all traffic rules
- Change management:**
I conduct a change management review before making any temporary or permanent changes
- Access to restricted areas:**
I seek permission before accessing a restricted area
- Circumvention System:**
I request authorization before deactivating a safety device
- Overhead power lines:**
I undertake a risk analysis and use the appropriate equipment when working under and/or near overhead power lines

Safety must always be given priority, because we care about you.

Workforce Distribution by Type of Employment Contract & by Gender

	2019	2020	2021
Total Males with permanent contracts	465	460	467
Total Females with permanent contracts	17	17	17
Total permanent employees (CDI)	482	477	484
Total Males with temporary contracts	1	0	0
Total Females with temporary contracts	1	0	0
Total temporary contracts (CDD)	2	0	0
Total	484	477	484

Breakdown of permanent staff by category

	2019	2020	2021
Executives	176	170	171
Employees	308	307	313
Total	484	477	484

Breakdown of total workforce by category

	2019	2020	2021
Total number of executives reporting to Senior Management	18	19	21
Number of white collar staff reporting to Middle management	158	151	150
Total number of technical and office staff	308	307	313
Total	484	477	484

Staff by length of service

	2019	2020	2021
Less than 5 years	105	102	101
Between 5 and 15 years	156	149	174
More than 15 years	223	226	209
Total	484	477	484

Payroll

	2019	2020	2021
Payroll for Executives	142 385 682	165 715 851	162 969 082
Payroll for the non-executive category	131 481 477	151 007 917	149 496 275
Total	273 867 159	316 723 768	312 465 357

Employment Trends

	2019	2020	2021
Number of recruitments	33	5	33
Number of resignations	4	4	4
Number of layoffs	0	0	2

Number of Recruits by category

	2019	2020	2021
Senior management	3	0	2
Middle management	13	4	14
Technical and office staff	17	1	17
Total	33	5	33

Number of resignations by category

	2019	2020	2021
Senior management	0	0	0
Middle management	3	3	4
Technical and office staff	1	1	0
Total	4	4	4

Number of Layoffs by category

	2019	2020	2021
Number of executive layoffs	0	0	0
Number of middle management layoffs	0	0	0
Number of employee layoffs	0	0	2

A firm commitment towards the community, mainly focused on health, education and the environment



TAQA Morocco's policy of community service revolves around the strategic areas of health, education and the environment, which are important for the economic and social development of the country. These three subjects are part of the company's genetic code and are equally important for its employees and for the communities to which it is committed.

TAQA Morocco has been actively involved with its employees in the area of health through awareness campaigns and medical care. The company has been supporting populations in need for several years through organizing various medical caravans. Similarly, in the field of education, TAQA Morocco works to promote and facilitate education for all, whether through the encouragement of its employees in mentoring actions or through

the sponsorship or financing of preschool classes in partnership with recognized associations in the field.

Promoting healthcare through the organization of medical caravans

TAQA Morocco has partnered with the Sheikh Zaid Ibn Soltan Foundation to provide free quality health care to the most disadvantaged populations, often located in remote rural areas.

Medical caravans are regularly provided by a mobile Multidisciplinary Medical Unit involving medical and paramedical teams from Sheikh Zaid Hospital (doctors, nurses and volunteers). It is a genuine mobile multidisciplinary diagnostic center with an ophthalmology unit that travels to remote areas.

In 2021, due to the restrictions on gathering due to the Covid-19 pandemic, only one caravan could be organized. It benefited 1,146 people and provided 500 eye consultations, 173 cataract operations, 300 explorations and 1,733 pharmacy vouchers.

Promoting access to early childhood education

With the cooperation of the Zakoura Foundation, TAQA Morocco has sponsored a pre-school class in the Moulay Ahfid school in Sidi Ismail, El Jadida province. Located in an elementary school with nearly 740 children, the new class, which accommodates 60 children, half of whom are girls, started its activity at the beginning of the school year on October 18, 2021.

Divided into two groups, the classes are taught in half-days by village teachers, trained by the Zakoura Foundation in the methods of the Unicef teaching kit.

TAQA Morocco partners with the Moroccan Student Foundation

During the academic year 2021, 5 promising students of the Moroccan Student Foundation program (an association recognized as being of public utility which works for the social ascension of young deserving baccalaureate holders with limited incomes) have benefited from the sponsorship of TAQA Morocco. This program aims to sponsor for 5 years, 5 high school graduates from disadvantaged backgrounds, giving them access to quality higher education (colleges/universities) and setting up the material and immaterial conditions (soft and life skills), necessary for their success. The program offers complete support, from covering the costs of tuition, equipment, transportation, and medical care, to softskills, lifeskills, and scale up digital skills.





Five bright female students who have chosen to pursue scientific studies and have been admitted to the best institutions in Morocco are part of the TAQA Morocco class.

A group of volunteers made up of TAQA Morocco collaborators are also involved in the professional mentoring program set up by the GME to provide these students with career guidance and bridge opportunities to their future careers.

Entry in the «Génération Solidaire» competition hosted by the ODCO

The Development Cooperation Office (ODCO) in partnership with the Ministry of Tourism launched the "Génération Solidaire" competition to encourage the creation or development of cooperatives by young Moroccans aged 18-35 throughout the country.

An initiative comprising 28 prizes including 4 cooperatives from 8 African countries to support and finance the best innovative cooperative projects with high economic, social and environmental impact. This competition has seen the participation of 252 members, 65% of whom are women.

A CSR initiative to which TAQA Morocco has willingly contributed by awarding 8 prizes to cooperatives whose activities are in line with the company's ESG strategy. The finalists of the 'TAQA Morocco' awards have developed innovative projects in the field of renewable energy, education and environment.

Assistance to the community caravan of the ENSEM students

Every year for the past 8 years, students from the École Nationale Supérieure d'Électricité et Mécanique (ENSEM) have organized a community caravan to carry out outreach activities for the benefit of isolated villages throughout the Kingdom of Morocco. ENSEM students use their multidisciplinary skills to improve the daily lives of isolated rural communities through sustainable, self-sufficient and environmentally friendly projects. A humanitarian action that brings together engineering students, professors, engineers, technicians, sponsors, associations, and media. Organized from May 21 to 23, 2021, this community caravan included 7 projects, including the renovation of the village school with the construction of sanitary facilities, the electrification of 15 homes and the realization of a water pumping station from the well to the villagers' homes, using photovoltaic panels. This operation in the community mobilized nearly 200 volunteers for 500 beneficiaries and 58 households.

Two TAQA Morocco employees, former ENSEM graduates, agreed to participate in this caravan as volunteers to bring their expertise to help implement the projects.



A Solid Governance underwriting the company's development

Governance

TAQA Morocco is a public limited company governed by a Management Board and a Supervisory Board. The dualistic structure makes it possible to distinguish between management and executive functions, and control and supervision functions. It also provides an appropriate framework for the proper application of corporate governance principles and rules. The Supervisory Board defines the company's strategic direction and ensures their implementation. Furthermore, it carries out the controls and verifications it deems appropriate and deals with any issue relating to the proper functioning of the company. The role of the Management Board is to define and implement the strategy, to ensure the smooth operational running of the business and the development of the company.

Supervisory Board Members

The Supervisory Board is composed of 8 non-executive directors, including:

- Chairman of the Supervisory Board;
- Deputy Chairman of the Supervisory Board;
- 4 Directors representing TAQA;
- 2 Independent Directors.

Independent Members of the Supervisory Board

Appointing independent directors to the Supervisory Board of TAQA Morocco is done in compliance with the provisions of article 41 bis of the law No 17-95 relating to joint stock companies as amended and completed.

The company is currently in full compliance with the law.

Gouvernance

	Full Names	M/F	Start date or of renewing the mandate	Mandate End Date	Biography	Assiduity	Committee Memberships	Position within the Committee	
Chairman of the Supervisory Board	Mr. Farid Saleh Farid Mohamed Al Awlaqi	M	07/06/2021	2027 (after the AGM approves the accounts for the year ending December 31, 2026)	As head of TAQA's Generation business line, Farid Al Awlaqi has held this position since July 2020. In this role, he oversees and develops the company's global power and water generation portfolio. Previously, he served as vice president of Mubadala Investment's energy platform, where he held a variety of positions ranging from operations to business development to investment and asset management. Mr. Awlaqi holds a Sloan Master's degree from London Business School and a Master's degree in Petroleum Engineering from Imperial College, University of London. He is also a graduate of the prestigious Sandhurst Royal Military Academy.	100%	Strategy and Business Development Committee	Chairman	
Deputy Chairman of the Supervisory Board	Mr. Abdulaziz Mohamed Abdulla Alobaidli Alhammedi	M	24/06/2020	2026 (after the AGM approves the accounts for the year ending December 31, 2025)	Recently, Mr. Abdulaziz joined TAQA Group to head the Water and Power Generation Division in the UAE, following more than 13 years of experience in thermal and renewable power plants. He started his career in 2006 at Dubai Aluminium as an engineer before moving to the renewable energy sector when he joined Masdar Research Network (MRN) in 2008 as an R&D engineer. During his time at Masdar, Abdulaziz was a visiting researcher at the German Aerospace Center (DLR) in a joint project with Masdar. In addition to his current position, Abdulaziz also sits on several boards of directors of UAE and foreign companies. Prior to joining the company, Mr. Abdulaziz holds a degree in Energy Engineering (specializing in Thermal Power Plants) from the German RWTH Aachen University and a Bachelor's degree in Mechanical Energy from the UAE University. He is also a graduate of the ADP Program at London Business School and an Executive Leadership Program from the UAE Government.	100%			
Non-executive Directors	Mr. Saeed Hamad Obaid Abuqata Aldhaheeri	M	24/06/2020	2026 (after the AGM approves the accounts for the year ending December 31, 2025)	Saeed Al Dhaheri joined TAQA in 2014 and took over as Chief Operating Officer in June 2016. Mr. Al Dhaheri previously served as executive vice president support business in charge of human resources, health and safety, information technology, procurement and general services. Prior to joining TAQA, Al Dhaheri held leadership positions at Abu Dhabi Media Company, Etihad Rail and Abu Dhabi Health Services Company (SEHA), previously he served on the United Printing & Publishing Board of Directors. Al Dhaheri holds a Master's degree in Management from Abu Dhabi University and a Bachelor's degree in International Business from Eckerd College in USA.	100%			
	Mr. Andres Calderon Acuna, Permanent representative of TAQA PJSC on the Supervisory Board.	M	24/06/2020	2026 (after the AGM approves the accounts for the year ending December 31, 2025)		100%	Nomination and Remuneration Committee	Chairman	
							100%	Strategy and Business Development Committee	Member
	Mr. Hamad Abdulla Mohamed Alshorafa Al Hammadi	M	24/06/2020	2026 (after the AGM approves the accounts for the year ending December 31, 2025)	As Chief Investment Officer of ADQ Group, in addition to his many other responsibilities, Mr. Hamad manages a portfolio of services with assets valued at over \$70 billion. He specializes in new business development, value creation, acquisitions and takeovers. Prior to that, Hamad spent almost 14 years at Mubadala Investment where he was involved in the creation of large-scale projects mainly in the services, industrial and financial sectors. He also worked at the Carlyle Group in Washington DC in the industrial M&A department.	100%	Nomination and Remuneration Committee	Member	
	Mr. Vivek Gambhir	M	23/04/2019	2025 (after the AGM approves the accounts for the year ending December 31, 2024)	Vivek Gambhir is General Counsel of Abu Dhabi National Energy Company PJSC. He was previously a partner in an international law firm in London where he developed an expertise in the energy sector. He has led numerous international assignments in mergers and acquisitions, privatization, restructuring and project finance. Vivek Gambhir holds a Master of Laws degree and is qualified to practice law in England.	100%	Audit Committee	Member	
Independant Directors	Mr. Anas Jawdat Ayesh Mustafa Albarguthi	M	03/05/2021	2025 (after the AGM approves the accounts for the year ending December 31, 2024)	Anas Jawdat Ayesh Mustafa Albarguthi currently acts as the Executive Director of Compliance and Standard Services at the Abu Dhabi Compliance and Quality Council. He is also a Member of the Executive Board and Chairman of the Executive Committee of Abu Dhabi Shipbuilding Company and has over 20 years of experience in executive positions in governmental, semi-governmental and private sector entities in the UAE and the UK. He graduated in Law from Amman University and in International & Comparative Business Law from London Guildhall University in the UK.	100%	Audit Committee	Member	
	H.E Mr. Saqer Salem Mohamed Binham Alameri	M	23/04/2019	2025 (after the AGM approves the accounts for the year ending December 31, 2024)	H.E. Saqer Salem Mohamed Binham Alameri is a member of the Bank of Tunisia and the United Arab Emirates Board of Directors, he is also a member within Bena Real Estate Investment Company and the Abu Dhabi Direct Investment Committee. He serves currently as the Executive Director of the Internal Audit Department at Abu Dhabi Investment Authority. He received a Master degree in Management from the United Arab Emirates University and a Master degree in Marketing from Concordia University in the US. He has also completed the first year of the CFA certificate and holds a Diploma of Specialized Studies in Leadership and Executive Management from Harvard University, USA.	100%	Audit Committee	Chairman	

Attendance rate at Board Meetings

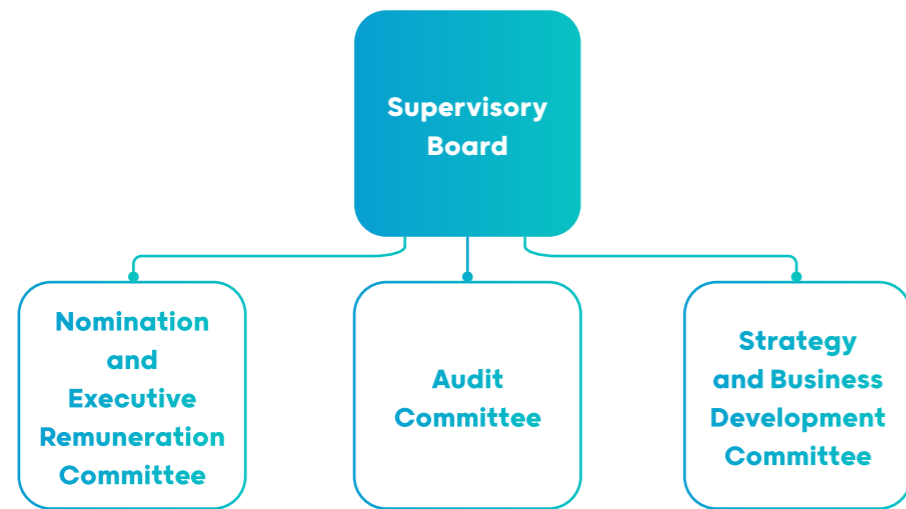
During the period 2021, the Supervisory Board held 7 meetings with 100% of the directors present.

Directors' Remuneration

Supervisory Board Members received a gross attendance fee of MAD 3,500,000 in 2021 for the financial year 2020. All the Members of the TAQA Morocco Supervisory Board are non-residents.

The TAQA Morocco Management Board members do not receive any remuneration regarding their fiduciary duty as member of the Management Board.

The Supervisory Board relies on three specialized committees whose role is to ensure that strategic projects run smoothly and that risks are properly managed.



Nomination and Executive Remuneration Committee

The Mission of the Nomination and Executive Remuneration Committee consists of assisting the Supervisory Board members in matters of nomination and remuneration of Board of Directors members. It is charged with making recommendations to the Supervisory Board on the selection and appointment of members for the Executive Board and on their compensation policy.

Nomination and Executive Remuneration Committee Members

Mr. Andres Calderon Acuna	Chairman
Mrs. Hamda Al Hameli*	Member
Mr. Hamad Al Hammadi	Member

* The Supervisory Board of TAQA Morocco relies on the skills of the Group's employees within its various committees, in order to ensure consistency in decision making, in full compliance with the needs of the business.

Audit Committee

The Audit Committee monitors issues relating to the preparation and control of accounting and financial information. Thus, and independently of the prerogatives of TAQA Morocco's Supervisory Board or Management Board, the Audit Committee is responsible before the Company's Supervisory Board for:

- ▶ Monitoring the production of information intended for shareholders, the general public and the Moroccan Capital Markets Authority (AMMC);
- ▶ Tracking the effectiveness of internal control systems, internal audits and risk management related to TAQA Morocco;
- ▶ Overseeing the legal review of TAQA Morocco's corporate and consolidated financial statements;
- ▶ Checking and assessing the independence of the Statutory Auditor;
- ▶ Ensuring that senior managers take the necessary steps to establish a culture of compliance, with ethical and legal conduct.

Audit Committee Members

H.E Mr. Saqer Alameri	Chairman
Mr. Anas Albarguthi,	Member
Mr. Vivek Gambhir*	Member
Mr. Muhammed Liaqat	Member

Strategy and Business Development Committee

The general mission of the Committee is to assist and advise the Supervisory Board in fulfilling its duties with respect to strategy and business development.

Mr. Farid Al Awlaqi	Chairman
Mr. Andres Calderon Acuna	Member
Mr. Shailesh Monteiro*	Member

Management Board

The responsibility of the Management Board is to implement the strategy, ensure the smooth running of the company's activities and guarantee its development. The Board has 6 members and meets 5 times during the year.

Management Board Members

Mr. Abdelmajid Iraqui Houssaini	Chairman of the Management Board
Mr. Omar Alaoui M'Hamdi	Member
Mrs. Fadoua Moutaouakil	Member
Mr. Mehdi Belghiti	Member
Mrs. Fatima Bendahbia	Member
Mr. Saïd El Mamouni	Member

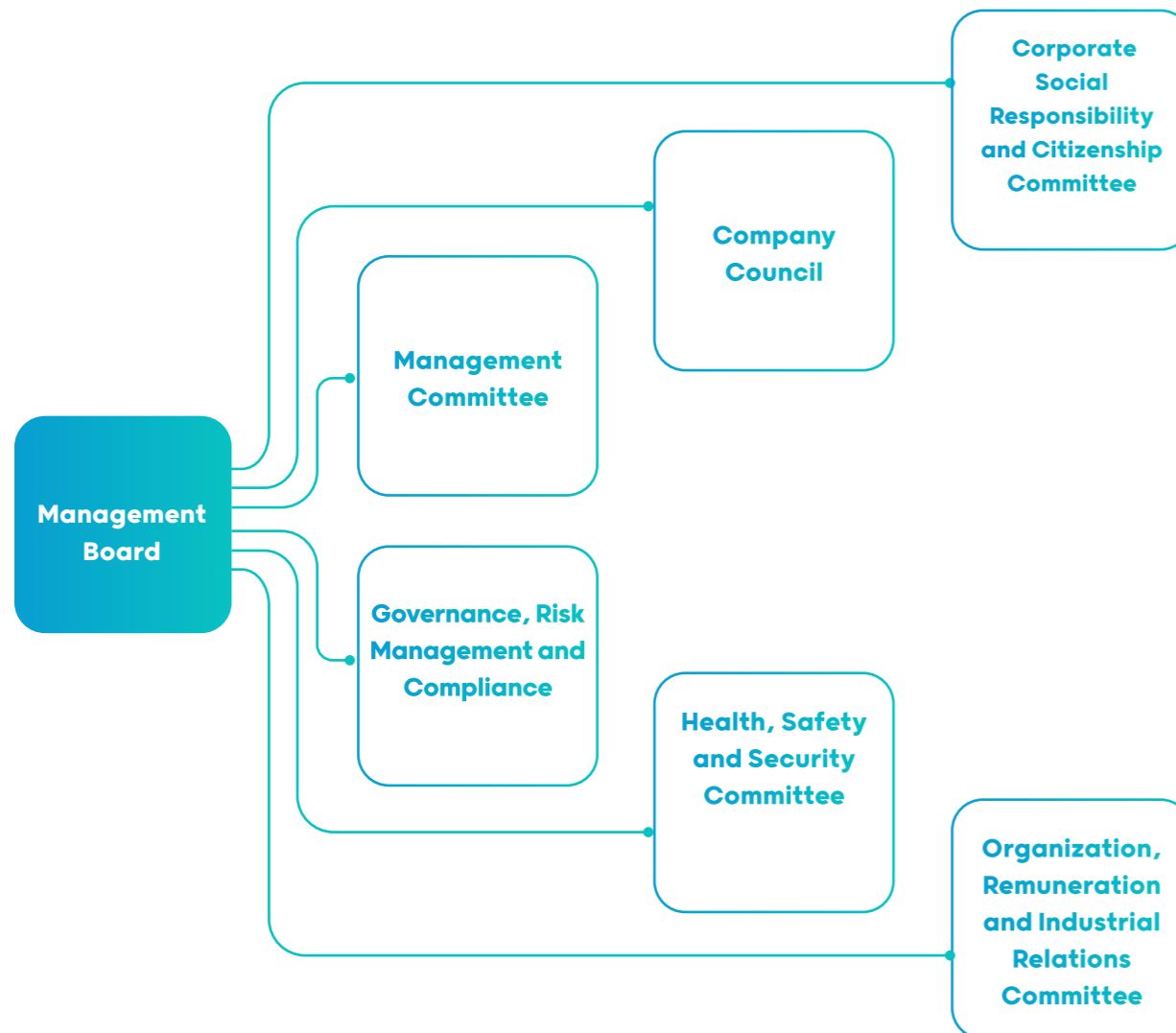
Women make up 33% of the Management Board

Management Committee

The Management Committee is in charge of all matters relating to the strategy, development and organization of TAQA Morocco Group. To this end, it takes all the necessary decisions to achieve TAQA Morocco's operational and financial objectives.

Company Council

Within this framework, the Company's Council is consulted in order to issue opinions or to give its agreement in the following fields: Structural and technological transformations that may be carried out within the company; TAQA Morocco's production strategy and the means to improve its profitability; Drawing up social projects for the benefit of the personnel and following up on them; The social balance sheet; The apprenticeship programs; The insertion training and the professional development.



Governance, Risk Management and Compliance Committee

The Governance, Risk Management and Compliance Committee reviews on a regular basis the overall approach and procedures for risk management, establishes a common framework for risk identification and management and ensures that dedicated means and resources are available, ensures the deployment of best practices and international standards in operational risk management, monitors the execution of the annual audit plan and internal control plan as approved by the Audit Committee, and implements the Company's data governance. It is also the body concerned with ensuring ongoing compliance with the regulatory framework.

Health, Safety and Security Committee

In line with the legal and regulatory provisions stipulated in the Charter of Social Dialogue, the Health, Safety and Security Committee is responsible, on the one hand, for implementing the legal and regulatory provisions relating to Safety, Hygiene and Health Protection in the workplace and, on the other hand, for monitoring and coordinating security measures within TAQA Morocco.

Corporate Social Responsibility and Citizenship Committee

The principal missions of the Corporate Social Responsibility and Citizenship Committee are to develop, propose, formalize and monitor the Company's CSR approach. It is also responsible for monitoring the CSR scorecard and regularly evaluating the CSR approach and its contribution to the Company's performance. It is also responsible for drawing up a sponsorship action plan at the beginning of each year, in line with the Company's guidelines and orientations, and ensures that it is implemented. This committee communicates the results of the CSR approach to the Company's Supervisory Board and Executive Board.

Organization, Remuneration and Social Dialogue Committee

The Organization, Remuneration and Social Dialogue Committee has two missions. Firstly, it focuses on work organization and payment. This mission is to assist the Board of Directors in matters of compensation, organizational plans, succession planning and employee training. The second mission is Social Dialogue. The objective of this mission is to maintain a healthy and serene social climate through the coordination and supervision of the actions and work of the Social Dialogue Commission, created and operating in accordance with TAQA Morocco's Social Dialogue Charter.

Shareholder Relations

Under the regulatory requirements, TAQA Morocco keeps its shareholders regularly informed through its website where all the legal publications required for any company listed on the stock exchange are recorded.

Over the course of 2021, TAQA Morocco has published its financial information on the basis of the following schedule:

Press release on the 2020 4 th quarter indicators	25/02/2021
2020 Financial	15/03/2021
Press release on the 2020 ESG Report launch	29/04/2021
Notice of the AGM scheduled for June	05/05/2021
Press release on the 2021 1 st quarter indicators	11/05/2021
Post AGM press release of June 7, 2021	09/06/2021
Press release on the 2021 2 nd quarter indicators	26/08/2021
Financial Performance for the 1 st	17/09/2021
Press release on the 2021 3 rd quarter indicators	12/11/2021

The press releases listed above are available on the TAQA Morocco website: <https://www.taqamorocco.ma/fr/finances>

Equity, Transparency and Integrity: TAQA Morocco's Core Values

TAQA Morocco operates under a Code of Deontology and a Code of Business Conduct which lay down the professional and ethical rules enabling to ensure the respect of the principles of fairness, transparency and integrity in conformity with the values of TAQA Morocco and, more generally, those of the TAQA Group.

The Code of Ethics lays down, in addition to the specific ethical rules pertaining to the specific activity of TAQA Morocco and to the rules of conduct dictated by the TAQA Group's Code of Business Ethics, the rules governing the use and communication of the Company's privileged information and the situations of Conflict of Interest.

This Code establishes the guiding principles and rules within TAQA Morocco to ensure that all employees have a common vision of ethical standards and that they conduct their business in accordance with these standards.

The Code of Business Conduct lays down the rules guaranteeing the respect of ethical values in business conduct and in particular the measures to fight against fraud and corruption as well as the management of conflicts of interest.

TAQA Morocco employees are also involved through the signature of a commitment to respect the conditions of the codes.

TAQA Morocco also has a code of conduct for suppliers, as well as a director's guide which deals with the relations and responsibilities of the Supervisory Board and the Management Board and recalls the missions of the different committees.

The company is also a signatory of the CGEM's good payer's charter, its payment terms are around 45 days.

Actions Undertaken to Prevent Corruption		2021
Level of compliance with the anti-corruption policy among employees		100%
Percentage of governance body members trained on anti-corruption		100%
Number of employees who have received training in anti-corruption		100%
Actions taken in response to corruptive incidents		2021
Total confirmed cases of corruption.		0
Total number of proven cases where employees were dismissed or subject to disciplinary action for corruption.		0
Total number of substantiated cases where contracts with business partners were terminated or not renewed due to corruption-related violations		0

04

- ▶ Financial report
- ▶ Statutory accounts
- ▶ Consolidated accounts
- ▶ Statutory auditor's reports



FINANCIAL REPORT

1. INTRODUCTION TO TAQA MOROCCO

TAQA Morocco operates the largest independent coal-fired power plant in the Africa and Middle East region. An industrial infrastructure of 6 Units totaling 2056 MW and ranked in the top quartile of the best power plants in the world according to a global benchmark of coal-fired power plants of equivalent sizes. Publicly listed on the Casablanca Stock Exchange since December 2013, TAQA Morocco is part of the global energy operator TAQA Group.

With only 19% of the installed capacity in Morocco, TAQA Morocco generates to more than 38% of the country's electricity and is positioned as the reference energy operator in Morocco in terms of know-how and business expertise; A competitive advantage to develop the energy supply mixture.

As a responsible operator, CSR is an integral part of TAQA Morocco's DNA. The company implements an active policy in terms of social commitment and sustainable development, both in terms of the sound management of its facilities in terms of environmental standards, and in terms of civic actions. The Jorf Lasfar Power Plant Complex has not only shown good foresight in the technological choices of its equipment, but above all has implemented a global environmental management program covering the entire value chain from the quality of its combustible raw material to the management of its by-products. A model of operation and industrial ecology certified according to the ISO 14001 standard since 2004.

2. COMPANY OPERATING HIGHLIGHTS DURING THE PAST FINANCIAL YEAR

2.1 Economic conditions:

a) Evolution of the USD/MAD rate

The average USD/MAD FX rate has declined by 5% from 9.46 in 2020 to 9.00 in 2021.

b) Coal Price Trends

The average purchase price of coal has increased significantly from \$64/metric ton in 2020 to \$76/metric ton in 2021 as a result of the upward trend in international market prices. In addition, the APII index coal purchase price index has seen an average increase in the international market of 140% from \$50/ton to \$120/ton.

2.2 Company Business Activities

The activity of the Plant has been marked by the following main facts:

- ▶ The overall annual availability level of the Plant's Units 1 to 6 reached a percentage of 92.8% in 2021 compared to 95.2% in 2020;
- ▶ Achieving the planned 61-day Unit 6 major overhaul in the first quarter of 2021 in accordance with the maintenance plan.

3. SIGNIFICANT EVENTS OCCURRING SINCE THE END OF THE FINANCIAL YEAR

Nothing to report.

4. PRESENTATION OF ANNUAL ACCOUNTS

4.1 Statutory Accounts

4.1.1 Income and expense account

	Dec-21	Dec- 20	Var. 21/20	Var. 21/20 in %
Capacity charges	1 636	1 732	-96	
Coal costs	2 637	2 313	325	
Other revenues	213	189	24	
Turnover	4 487	4 233	253	6.0%
Purchases of materials and supplies	2 800	2 671	129	
Other external expenses	162	175	-13	
Value Added	1 525	1 388	137	9.9%
Value Added Rates (VA/Sales)	34.0%	32.8%		121bps
Taxes and duties	23	23	0	
Payroll	236	246	-10	
Gross Operating Income	1 266	1 118	147	13.2%
Gross Operating Margin (EBITDA/sales)	28.2%	26.4%		179bps
Other operating income	4	1	3	
Operating reversals, expense transfers	20	66	-46	
Other operating expenses	4	4	0	
Amortization	379	401	-22	
Operating profit	907	780	127	16.3%
Operating margin	20.2%	18.4%		179bps
Financial income	384	495	-111	-22.4%
Income from equity interests	360	462	-102	
Foreign exchange gains	7	1	6	
Interest and other financial income	18	32	-14	
Financial reversals, expense transfers	0	0	0	
Financial expenses	189	215	-26	-12.1%
Interest expenses	175	196	-21	
Exchange losses	9	18	-9	
Financial allowances	4	0	4	
Financial income	196	281	-85	-30.3%
Current income	1 103	1 061	42	4.0%
Non-current income	56	24	32	133.9%
Other non-current income	0	24	-23	
Non-current reversals, expense transfers	56	0	56	
Non-current expenses	95	84	11	13.6%
Other non-current expenses	42	58	-16	
Non-current allowances	53	26	28	
Non-current income	-39	-60	21	-34.6%
Income before tax	1 064	1 001	63	6.3%
Corporate income tax	226	185	40	
Net income	838	816	22	2.7%
Net Margin (NI/Sales)	18.7%	19.3%		-59 pbs

a) Operating income breakdown

Revenues as of December 31, 2021 amounted to MMAD 4,487, compared with MMAD 4,233 in 2020. This variance is mainly explained by:

- 5.5% decrease in power costs compared to 2020 mainly due to:

- ▶ The good performance of Units 1-4 given the maintenance plan,
- ▶ Contractual tariff decrease as per the PPA matrix,
- ▶ Changes in the USD/MAD FX rate,
- ▶ 14% increase in coal costs, mainly due to coal price increases on the international market.

Operating income increased by 16.3% compared to December 31, 2020, mainly due to the change in the purchase price of coal during the year compared to the APII index, as well as the optimization of operating and maintenance expenses.

b) Financial results

Details of the financial income structure and development over the period 2020 - 2021 are outlined below:

In MMAD	2021	2020	Var. 21/20
Financial Income	384	495	-22%
Income from equity interests	360	462	-22%
Foreign exchange gains	7	1	452%
Interest and other financial income	18	32	-44%
Financial reversals, cost transfer	0	0	0%
Finance Costs	189	215	-12%
Interest expenses	175	196	-11%
Exchange losses	9	18	-51%
Financial allocations	4	0	100%
Financial Results	196	281	-30%

Net financial income for 2021 totaled to MMAD 196, compared with MMAD 281 at end-2020.

This decrease of MMAD 85 is mainly due to:

- ▶ Lower dividends to be distributed by the subsidiary JLEC 5&6 by MMAD 102 going from MMAD 462 in 2020 to MMAD 360 in 2021.
- ▶ The decline in interest expense of MMAD 21 mainly reflects the decrease in outstanding debt.
- ▶ An increase in foreign exchange gains of MMAD 15, due to changes in the USD/MAD and EUR/MAD FX rates,
- ▶ Lower finance income on the surplus cash investments for MMAD 14.

c) Non-current Result Analysis

The non-current result amounts to MMAD (39) as of December 31, 2021 and mainly includes the Social Solidarity Contribution (CSS).

4.1.2 Balance sheet:

In MMAD	2021	2020	Var. 21/20	Var. 21/20 en %
ASSETS				
Fixed Assets	5 996	6 326	-330	-5.2%
Non-valuable assets	10	38	-27	
Intangible assets	4 543	4 812	-268	
Tangible fixed assets	242	276	-35	
Financial assets	1 201	1 201	0	
Current assets	3 467	2 498	969	38.8%
Inventory	1 296	885	410	
Receivables from current assets	2 167	1 609	558	
Exchange rate differences – Assets	4	3	2	
Cash and cash equivalents - Assets	763	1 011	-248	-24.5%
Bank Deposits, Cash & PO	146	28	119	
Bonds and investment securities	617	983	-366	
Total ASSETS	10 226	9 835	391	4.0
LIABILITIES				
Permanent funding	8 444	8 681	-236	-2.7%
Shareholders' equity	4 609	4 596	12	
Financing debts	3 806	4 058	-252	
Long-term provisions for risks and liabilities	29	26	3	
Debts from current liabilities	1 773	1 116	657	58.9%
Others provisions for risks and liabilities	7	32	-25	-78.0%
Translation differences - Liabilities (current items)	2	6	-4	-65,3%
Cash and cash equivalents - Liabilities	0	0	0	0.0
Total LIABILITIES	10 226	9 835	391	4,0%

The total balance sheet shows an increase of 4%, which can be segmented as follows:

- The MMAD 330 decrease in fixed assets is mainly due to CAPEX for the year 2021 for MMAD 28 as well as depreciation charges amounting to MMAD 358;
- The increase in current assets of MMAD 969 is mainly due to:
 - ▶ Higher trade receivables totaling MMAD 406 related to changes in energy costs following the increase in coal prices on the international market as well as higher availability during November and December 2021 compared to 2020 due to the completion of the minor overhaul of Unit 1 during the fourth quarter of 2020;
 - ▶ An increase in inventory accounts for MMAD 410 (mainly coal inventory for MMAD 400);
 - ▶ MMAD 57 increase in receivables to the State (mainly VAT credit accounts);
 - ▶ Dividends receivable from the JLEC 5&6 subsidiary increased to MMAD 96
 - ▶ Decrease in net cash of MMAD 248 due to increasing working capital of MMAD 94 and higher working capital requirements of MMAD 342.

The main changes in the balance sheet liabilities are analyzed below:

- ▶ Increase in equity of MMAD 12 resulting from the recognition of net income in 2021 amounting to MMAD 838 and dividends distributed in 2021 for MMAD 826;
- ▶ Lower financing liabilities of MMAD 252 due to repayments during the year;
- ▶ Increase in current liabilities of MMAD 657 which can be analyzed as follows:

- ▶ Trade payables increased by MMAD 541 (mainly coal suppliers' accounts);
- ▶ The increase in payables to the State for MMAD 113 (mainly invoiced VAT accounts).

4.2 Consolidated accounts

4.2.1 Consolidated income statement

In MMAD	2021	2020	Var. 20/21	Var. 20/21 en %
Capacity charges	3.819	3.949	-130	
Coal costs	3.723	3.577	145	
Other revenues	271	262	9	
Net sales	7.812	7.789	24	0.3%
Other operating income	4	1	3	
Operating write-backs & transfer of charges	20	9	11	
Total operating income	7.837	7.799	38	0.5%
Purchase & other ext expenses	4.241	4.294	-52	
Taxes and duties	24	24	0	
Payroll	312	317	-4	
Other operating costs	4	4	0	
Depreciation and provisions	824	802	22	
Total operating expenses	5.406	5.440	-34	-0.6%
Operating income	2.431	2.359	72	3.0%
Operating margin (Rex/Sales)	31.1%	30.3%		83 pbs
Financial result	-477	-564	87	-15.5%
Current income	1.954	1.795	159	8.9%
Non-current income	-73	-94	21	-22.3%
Income before taxes	1.881	1.700	180	10.6%
Pre-tax margin (EBIT/Sales)	24.1%	21.8%		
Income taxes	600	557	44	
Consolidated net income	1.281	1.144	137	12.0%
Net margin (NI/Sales)	16.4%	14.7%		171 pbs
of which net income - Group share	1.005	880	125	14.2%
including minority interests	276	264	12	4.6%

Consolidated revenues in 2021 amounted to MMAD 7,812, compared with MMAD 7,789 in 2020. This change reflects mainly:

- ▶ Achieving the planned 61-day Unit 6 major overhaul in the first quarter of 2021 in accordance with the maintenance plan.
- ▶ The good operational performance of Units 1-6 given the maintenance plan,
- ▶ Increased energy costs as a result of changes in the purchase price of coal on the international market,

Consolidated operating income amounted to MMAD 2,431 compared with MMAD 2,359 in 2020. This change is mainly due to the favorable evolution of the purchase price of coal compared to the APII reference index, as well as to the optimization of operating and maintenance expenses.

The operating margin increased to 31.1% in 2021 from 30.3% in 2020.

The Net Financial Results improved by MMAD 87 million, from MMAD (564) million in 2020 to MMAD (477) in 2021, mainly due to lower interest expenses on borrowings as a result of the decrease in outstanding debt.

The consolidated net margin rate was 16.4% in 2021 compared to 14.7% in 2020.

The Group's share of net income amounted to MMAD 1,005 in 2021 compared with MMAD 880 in 2020.

4.2.2 Consolidated balance sheet

In MMAD	2021	2020	Var. 21/20	Var. 21/20 en %
ASSETS				
Fixed Assets	13.738	14.381	-643	-4.5%
Intangible assets	4.934	5.130	-197	
Tangible fixed assets	8.635	9.023	-388	
Financial assets	1	1	0	
Currency translation adjustment	169	228	-59	
Current assets	4.104	3.401	703	20.7%
Inventories and work in progress	1.749	1.469	280	
Operating receivables	1.763	1.339	424	
Other receivables	593	593	0	
Cash & cash equivalents – assets	1.553	1.853	-301	-16.2%
of which cash investments	1.105	1.571	-466	
Total ASSETS	19.395	19.635	-240	-1.2%
LIABILITIES				
Permanent financing	16.715	17.533	-817	-4.7%
Consolidated shareholders' equity	6.906	6.637	270	4.1%
Capital	2.359	2.359	0	
Consolidated reserves	2.385	2.331	55	
Net income	1.005	880	125	
Group Shareholders' equity	5.749	5.570	179	3.2%
Group share Minority interests	1.157	1.067	90	8.5%
Provisions for risks & charges	29	26	3	13.2%
Financing debts	9.634	10.781	-1.148	-10.6%
Exchange difference liabilities	146	89	57	64.3%
Current liabilities	2.680	2.103	577	27.4%
Operating liabilities	1.288	758	530	
Other liabilities	1.392	1.345	47	
Cash liabilities	0	0	0	0.0%
Total LIABILITIES	19.395	19.635	-240	-1.2%

The main Consolidated Balance sheet movements are presented below:

- ▶ The consolidated fixed assets decreased by MMAD 643 million, mainly due to investments during the year (MMAD 213 million), the impact of the foreign currency translation adjustment (MMAD 59 million) and the depreciation charge recorded at December 31, 2021 (MMAD 797 million);
- ▶ Increase in current assets of MMAD 703 million, mainly attributable to the increase in operating receivables for MMAD 423 million and in inventories for MMAD 280 million;
- ▶ Net cash and cash equivalents dropped by MMAD 301, due to a decrease in consolidated working capital of MMAD 174 million combined with an increase in consolidated working capital of MMAD 127 million;

- ▶ Consolidated shareholders' equity grew by MAD 179 million, essentially due to a net income attributable to the Group for MAD 1,005 million as of December 31, 2021 and the distribution of dividends by the TAQA Morocco Group for MAD 826 million;
- ▶ Lower financing liabilities of MMAD 1148 essentially because of repayments made during the year;

4.2.3 Consolidated cash flow statement

In MMAD	31/12/2021	31/12/2020	Variation	Variation in %
Net cash flow from operations (1)	1 955	2 262	(308)	-14%
Net cash used in investing activities (2)	(213)	(1 888)	1 675	-89%
Net cash flow from financing activities (3)	(2 042)	(612)	(1 430)	234%
Cash flow variation	(301)	(238)	(63)	

- (1) Decrease in net cash flow from operations of MMAD 308 mainly explained by the increase in working capital requirement of MAD 416 compared to December 31, 2020.
- (2) Cash flow from investing activities dropped by MAD 1,675 million, owing mainly to the payment in 2020 of the additional right of use relating to the extension of the Power Purchase Agreement for Units 1 to 4 from 2027 to 2044.

Consolidated investments as of December 31, 2021 consist mainly of the major overhaul of Unit 6 as well as Unit maintenance projects.

- (3) Net cash flows from financing activities refer to loans repayments contracted by TAQA Morocco and JLEC 5&6 for MMAD 1,032 as well as dividends paid by the TAQA Morocco Group for MMAD 1,011.

MANAGEMENT REPORT TO THE ANNUAL GENERAL MEETING ON MAY 24, 2022

Dear Shareholders,

We invite you to an Ordinary Annual General Meeting, in accordance with the law and the Articles of Association, to (i) share with you the Company activity during fiscal year ending December 31, 2021, its financial results and our outlook and (ii) to submit for approval the financial year accounts for the considered fiscal year and the allocation of the results.

Mr. Abdelmajid Benjelloun Touimi and Mr. Adnane Faouzi, partners of Benjelloun Touimi Consulting and Deloitte, Statutory Auditors, will also provide general and special reports.

All corporate documents, accounts, reports and other materials and related information have been made available to the Shareholders.

1. 1. COMPANY OPERATING HIGHLIGHTS DURING THE PAST FINANCIAL YEAR

1.1 Economic conditions :

a) Evolution of the USD/MAD rate

The average USD/MAD exchange rate has declined by 5% from 9.46 in 2020 to 9.00 in 2021.

b) Increase coal prices

The average purchase price of coal has increased significantly from \$64/metric ton in 2020 to \$76/metric ton in 2021 as a result of the upward trend in international market prices.

1.2 Company Activities

The activity of the Plant has been marked by the following main facts:

- ▶ The overall annual availability level of the Plant's Units 1 to 6 reached a percentage of 92.8% in 2021 compared to 95.2% in 2020;
- ▶ Achieving the planned 61-day Unit 6 major overhaul in the first quarter of 2021 in accordance with the maintenance plan

2. SIGNIFICANT EVENTS OCCURRING SINCE THE END OF THE LAST FINANCIAL YEAR

Nothing to report

3. PRESENTATION OF ANNUAL ACCOUNTS

3.1 Statutory accounts

3.1.1 Income and expense account

	Dec-21	Dec- 20	Var. 21/20	Var. 21/20 in %
Capacity charges	1 636	1 732	-96	
Coal costs	2 637	2 313	325	
Other revenues	213	189	24	
Turnover	4 487	4 233	253	6.0%
Purchases of materials and supplies	2 800	2 671	129	
Other external expenses	162	175	-13	
Value Added	1 525	1 388	137	9.9%
Value Added Rates (VA/Sales)	34.0%	32.8%		121bps
Taxes and duties	23	23	0	
Payroll	236	246	-10	
Gross Operating Income	1 266	1 118	147	13.2%
Gross Operating Margin (EBITDA/sales)	28.2%	26.4%		179bps
Other operating income	4	1	3	
Operating reversals, expense transfers	20	66	-46	
Other operating expenses	4	4	0	
Amortization	379	401	-22	
Operating profit	907	780	127	16.3%
Operating margin	20.2%	18.4%		179bps
Financial income	384	495	-111	
Income from equity interests	360	462	-102	
Foreign exchange gains	7	1	6	
Interest and other financial income	18	32	-14	
Financial reversals, expense transfers	0	0	0	
Financial expenses	189	215	-26	-12.1%
Interest expenses	175	196	-21	
Exchange losses	9	18	-9	
Financial allowances	4	0	4	
Financial income	196	281	-85	-30.3%
Current income	1 103	1 061	42	4.0%
Non-current income	56	24	32	133.9%
Other non-current income	0	24	-23	
Non-current reversals, expense transfers	56	0	56	
Non-current expenses	95	84	11	13.6%
Other non-current expenses	42	58	-16	
Non-current allowances	53	26	28	
Non-current income	-39	-60	21	-34.6%
Income before tax	1 064	1 001	63	6.3%
Corporate income tax	226	185	40	
Net income	838	816	22	2.7%
Net Margin (NI/Sales)	18.7%	19.3%		-59 pbs

a) Operating income breakdown

Revenues as of December 31, 2021 amounted to MMAD 4,487, compared with MMAD 4,233 in 2020. This change can be explained as follows:

- ▶ 5.5% decrease in power costs compared to 2020 mainly due to:
- ▶ The good performance of Units 1-4 given the maintenance plan,
- ▶ Contractual reduction in prices,
- ▶ Changes in the USD/MAD FX rate,
- ▶ 14% increase in coal costs, mainly due to coal price increases on the international market.

Operating income increased by 16.3% compared to December 31, 2020, mainly due to the change in the purchase price of coal during the year compared to the APII index, as well as the optimization of operating and maintenance expenses.

b) Financial results analysis

Details of the financial income structure and development over the period 2020 - 2021 are outlined below :

In MMAD	2021	2020	Var. 21/20
Financial Income	384	495	-22%
Income from equity interests	360	462	-22%
Foreign exchange gains	7	1	452%
Interest and other financial income	18	32	-44%
Financial reversals, cost transfer	0	0	0%
Finance Costs	189	215	-12%
Interest expenses	175	196	-11%
Exchange losses	9	18	-51%
Financial allocations	4	0	100%
Financial Results	196	281	-30%

Net financial income for 2021 comes to MMAD 196, compared with MMAD 281 at end-2020. This decrease of MMAD 85 is mainly due to:

- ▶ Lower dividends to be distributed by the subsidiary JLEC 5&6 by MMAD 102 going from MMAD 462 in 2020 to MMAD 360 in 2021.
- ▶ The decline in interest expense of MMAD 21 mainly reflects the decrease in outstanding debt.
- ▶ An increase in foreign exchange gains of MMAD 15, due to changes in the USD/MAD and EUR/MAD FX rates,
- ▶ Lower interest on investments for MMAD 14.

c) Non-current income analysis

The non-current income amounts to MMAD (39) as of December 31, 2021 and mainly includes the Social Solidarity Contribution (CSS).

3.1.2 Balance Sheet :

In MMAD	2021	2020	Var. 21/20	Var. 21/20 en %
ASSETS				
Fixed Assets	5 996	6 326	-330	-5.2%
Non-valuable assets	10	38	-27	
Intangible assets	4 543	4 812	-268	
Tangible fixed assets	242	276	-35	
Financial assets	1 201	1 201	0	
Current assets	3 467	2 498	969	38.8%
Inventory	1 296	885	410	
Receivables from current assets	2 167	1 609	558	
Exchange rate differences – Assets	4	3	2	
Cash and cash equivalents - Assets	763	1 011	-248	-24.5%
Bank Deposits, Cash & PO	146	28	119	
Bonds and investment securities	617	983	-366	
Total ASSETS	10 226	9 835	391	4.0
LIABILITIES				
Permanent funding	8 444	8 681	-236	-2.7%
Shareholders' equity	4 609	4 596	12	
Financing debts	3 806	4 058	-252	
Long-term provisions for risks and liabilities	29	26	3	
Debts from current liabilities	1 773	1 116	657	58.9%
Others provisions for risks and liabilities	7	32	-25	-78.0%
Translation differences - Liabilities (current items)	2	6	-4	-65,3%
Cash and cash equivalents - Liabilities	0	0	0	0.0
Total LIABILITIES	10 226	9 835	391	4,0%

The total balance sheet shows an increase of 4%, which can be segmented as follows:

- ▶ The MMAD 330 decrease in fixed assets is mainly due to investing expenditures for the year 2021 for MMAD 28 as well as depreciation charges amounting to MMAD 358;
- ▶ The increase in current assets of MMAD 969 is mainly due to:
 - ▶ Higher trade receivables totaling MMAD 406 related to changes in energy costs following the increase in coal prices on the international market as well as higher availability during November and December 2021 compared to 2020 due to the completion of the minor overhaul of Unit 1 during the fourth quarter of 2020;
 - ▶ An increase in inventory accounts for MMAD 410 (mainly coal inventory for MMAD 400 due to a quantity and pricing factor);
 - ▶ MMAD 57 increase in receivables to the State (mainly VAT credit accounts);
 - ▶ Dividends receivable from the JLEC 5&6 subsidiary increased to MMAD 96.
- ▶ Decrease in net cash of MMAD 248 due to increasing working capital of MMAD 94 and higher

working capital requirements of MMAD 342.

The main changes in the balance sheet liabilities are analyzed below:

- ▶ Increase in equity of MMAD 12 resulting from the recognition of net income in 2021 amounting to MMAD 838 and dividends distributed in 2021 for MMAD 826;
- ▶ Lower financing liabilities of MMAD 252 due to repayments during the year;
- ▶ Increase in current liabilities of MMAD 657 which can be analyzed as follows:
 - ▶ Trade payables increased by MMAD 541 (mainly coal suppliers' accounts);
 - ▶ The increase in payables to the State for MMAD 113 (mainly invoiced VAT accounts).

3.2 Consolidated accounts

3.2.1 Consolidated income statement

In MMAD	2021	2020	Var. 20/21	Var. 20/21 en %
Capacity charges	3.819	3.949	-130	
Coal costs	3.723	3.577	145	
Other revenues	271	262	9	
Net sales	7.812	7.789	24	0.3%
Other operating income	4	1	3	
Operating write-backs & transfer of charges	20	9	11	
Total operating income	7.837	7.799	38	0.5%
Purchase & other ext expenses	4.241	4.294	-52	
Taxes and duties	24	24	0	
Payroll	312	317	-4	
Other operating costs	4	4	0	
Depreciation and provisions	824	802	22	
Total operating expenses	5.406	5.440	-34	-0.6%
Operating income	2.431	2.359	72	3.0%
Operating margin (Rex/Sales)	31.1%	30.3%		83 pbs
Financial result	-477	-564	87	-15.5%
Current income	1.954	1.795	159	8.9%
Non-current income	-73	-94	21	-22.3%
Income before taxes	1.881	1.700	180	10.6%
Pre-tax margin (EBIT/Sales)	24.1%	21.8%		
Income taxes	600	557	44	
Consolidated net income	1.281	1.144	137	12.0%
Net margin (NI/Sales)	16.4%	14.7%		171 pbs
of which net income - Group share	1.005	880	125	14.2%
including minority interests	276	264	12	4.6%

Consolidated revenues in 2021 amounted to MMAD 7,812, compared with MMAD 7,789 in 2020. This change reflects mainly:

- ▶ Achieving the planned 61-day Unit 6 major overhaul in the first quarter of 2021 in accordance with the maintenance plan.
- ▶ The good operational performance of Units 1-6 given the maintenance plan,
- ▶ 14% increase in energy costs, mainly due to coal price increases on the international market.

Consolidated operating income amounted to MMAD 2,431 compared with MMAD 2,359 in 2020. This change is mainly due to the favorable evolution of the purchase price of coal compared to the APII reference index, as well as to the optimization of operating and maintenance expenses.

The operating margin rate has increased to 31.1% in 2021 from 30.3% in 2020. Net financial income increased by MMAD 87, raising from MMAD 564 in 2020 to MMAD 477 in 2021, mainly due to lower interest expense on borrowings as a result of the reduction in outstanding debt.

The consolidated net margin rate will thus be 16.4% in 2021 compared to 14.7% in 2020.

The Group's share of net income amounts to MMAD 1,005 in 2021 compared with MMAD 880 in 2020.

3.2.2 Consolidated Balance Sheet

In MMAD	2021	2020	Var. 21/20	Var. 21/20 en %
ASSETS				
Fixed Assets	13.738	14.381	-643	-4.5%
Intangible assets	4.934	5.130	-197	
Tangible fixed assets	8.635	9.023	-388	
Financial assets	1	1	0	
Currency translation adjustment	169	228	-59	
Current assets	4.104	3.401	703	20.7%
Inventories and work in progress	1.749	1.469	280	
Operating receivables	1.763	1.339	424	
Other receivables	593	593	0	
Cash & cash equivalents – assets	1.553	1.853	-301	-16.2%
of which cash investments	1.105	1.571	-466	
Total ASSETS	19.395	19.635	-240	-1.2%
LIABILITIES				
Permanent financing	16.715	17.533	-817	-4.7%
Consolidated shareholders' equity	6.906	6.637	270	4.1%
Capital	2.359	2.359	0	
Consolidated reserves	2.385	2.331	55	
Net income	1.005	880	125	
Group Shareholders' equity	5.749	5.570	179	3.2%
Group share Minority interests	1.157	1.067	90	8.5%
Provisions for risks & charges	29	26	3	13.2%
Financing debts	9.634	10.781	-1.148	-10.6%
Exchange difference liabilities	146	89	57	64.3%
Current liabilities	2.680	2.103	577	27.4%
Operating liabilities	1.288	758	530	
Other liabilities	1.392	1.345	47	
Cash liabilities	0	0	0	0.0%
Total LIABILITIES	19.395	19.635	-240	-1.2%

The main changes Consolidated Balance sheets movements are presented below:

- ▶ The consolidated fixed assets decreased by MMAD 643, mainly due to investments during the year (MMAD 213), the impact of the foreign currency translation adjustment (MMAD 59) and the depreciation charge recorded at December 31, 2021 (MMAD 797);
- ▶ Increase in current assets of MMAD 703, mainly attributable to the increase in operating receivables for MMAD 423 and in inventories for MMAD 280;
- ▶ Net cash and cash equivalents dropped by MMAD 301, due to a decrease in consolidated working capital of MMAD 174 combined with an increase in consolidated working capital of MMAD 127;
- ▶ Consolidated shareholders' equity grew by MMAD 179, owing mainly to the recognition of net income attributable to the Group for MMAD 1,005 as of December 31, 2021 and the distribution of dividends by the TAQA Morocco Group for MMAD 826;
- ▶ Lower financing liabilities of MMAD 1148 essentially by repayments for the year.

4. INVESTMENTS

Consolidated investments for financial year 2021 totaling MMAD 213, it consists of:

In MMAD	
Unit Maintenance Program	157
Investments in Units 1-4	26
Investments in Units 5-6	28
Other investments	3
Total	213

5. FORESEEABLE DEVELOPMENTS AND FUTURE PROSPECTS

Maintain the operational performance of Units 1 to 6 by achieving availability levels in line with forecasts:

Pursue continuous improvement process through:

- ▶ Hygiene, Health, Safety & Environment policy in compliance with international standard;
- ▶ Human Resources policy;
- ▶ Reduced maintenance and operating costs;
- ▶ Improving the functionalities of the Information Technology System.

6. SUBSIDIARIES

The Company holds 66% of the share capital of JLEC 5&6, a company with an Executive Board and a Supervisory Board whose activity relates to the operation of Units 5 and 6. Information relating to JLEC 5&6 appears in Appendix 2.

7. ACCOUNTS PAYABLE BALANCE SCHEDULE

In accordance with the provisions of Law 32-10 supplementing Law No.15-95 forming the Commercial Code, the breakdown on December 31, 2021 of the balance of debts towards suppliers by due date (in MMAD):

Closing date	Supplier liabilities End of Year	Overdue <30 days	Overdue 31-60 days	Overdue 61-90 days	Overdue >90 days
31/12/2021	632	614	0	0	18
31/12/2020	297	276	0	0	20

8. OTHER MANDATES OF THE MEMBERS OF THE SUPERVISORY BOARD ("SB")

Taqa Morocco Supervisory Board Members	Other Mandates		
	Jorf Lasfar Energy Company 6&5 SA à Directoire et CS RC Casablanca 267.069	Taqa North Africa SCA RC El Jadida 2.147	Taqa Morocco Wind Corporation SA RC Casablanca 193.055
Farid Saleh Farid Mohamed Al Awlaqi (Chairman of the Supervisory Board)	Chairman of the Supervisory Board	Permanent representative of Abu Dhabi National Energy Company PJSC (TAQA)	
Abdulaziz Mohamed Abdulla Alobaidli Alhammadi (Vice-Chairman of the Supervisory Board)			
M. Saeed Hamad Obaid Abuqata Aldhaheri			
S.E. Saqer Salem Mohamed Binham Alameri			
Anas Jawdat Ayesh Mustafa Albarguthi			
Hamad Abdulla Mohamed Alshorafa Al Hammadi			
Mr Vivek Gambhir		Permanent representative of TAQA Generation International Operating Company	
Abu Dhabi National Energy Company represented by Mr Andres Calderon Acuna		Permanent representation of TAQA Generation LLC	Chairman of the Board

9. DECISIONS SUBMITTED TO THE ORDINARY ANNUAL GENERAL MEETING

(A) Presentation of annual accounts

As a result of the accounts we have presented to you, the Company's profit for the year amounted to MAD 838,083,982.68

(B) Allocation of annual income

We suggest that you allocate and distribute the net income on December 31, 2021 as follows:

- | | |
|------------------------------------|-------------------------------------|
| 1. Net profit on December 31, 2021 | (a) = 838.083.982,68 MAD. |
| 2. Legal reserve | (b) = 0 Dirhams. |
| 3. New balance : | (c) = (a)-(b) = 838.083.982,68 MAD. |
| To which is added : | |
| 4. Previous retained earnings | = 0,00 Dirhams |

5. Other reserves (Optional reserve)	(d) = 11.301.456,23 MAD
6. Profit available for distribution	(e) = (c)+(d) = 849.385.438,91 MAD
7. Dividends (f) = 35 MAD X 23.588.542 shares = 825.598.970 MAD*	
8. Balance to be allocated as an optional reserve (g) = (e) – (f) = 23.786.468,91 MAD	

* Dividends will be paid no later than July 23, 2022.

We kindly ask you to approve this allocation.

The presentation rules and valuation methods used to prepare these documents comply with the regulations in force and are identical to those adopted for previous years.

(C) Approval of the agreements referred to in Articles 95 et seq. of Law No. 17-95 on public limited companies as amended and supplemented by Law No. 78-12

We inform you that the following agreements, concluded during previous years and whose execution continued during the fiscal year ended December 31, 2021, have been brought to the attention of the Statutory Auditors in accordance with the legal provisions in force:

- ▶ Agreement entitled Operation and Maintenance Agreement, operation and maintenance contract concluded with JLEC 5&6 and TNA;
- ▶ IPFPA protocol entitled Shared Facilities Insurance Proceeds Application Protocol, contract for processing insurance products for joint parties, between JLEC and JLEC 5&6 in the presence of TNA;
- ▶ Agreement entitled Equity Parties Agreement between TAQA, JLEC, JLEC 5&6, TAQA Power Ventures BV, TAQA International BV and the credit agent of the backers of JLEC 5&6 signed on June 20, 2012;
- ▶ Agreement entitled Operation and Maintenance Agreement, operation and maintenance contract signed between JLEC and CMS MOPCO (now TNA).
- ▶ Agreement entitled Inter-Project Funding Providers Agreement ("IPFPA") signed on January 10, 2013 between JLEC, JLEC 5 and 6 and the loan officers of JLEC and JLEC 5&6;
- ▶ Agreement entitled Support Services Agreement between the Company and JLEC 5&6 signed on January 28, 2013;
- ▶ Agreement entitled Support Services Agreement between the Company and TAQA North Africa S.C.A. ("TNA") signed on February 22, 2013.

In accordance with Law No. 78-12 amending and supplementing Law No. 17-95 relating to public limited companies, it is brought to the attention of the Supervisory Board that the company TAQA Morocco has entered into transactions during the 2020 financial year for current operations with Group entities as follows:

- ▶ Re-invoicing, by TAQA Morocco to JLEC 5&6, for water and electricity costs consumed by Units 5 and 6 and born by TAQA Morocco;
- ▶ Re-invoicing, by TAQA North Africa to TAQA Morocco, of the charges for common installations born by TAQA Morocco;
- ▶ Re-invoicing, by TAQA Morocco to JLEC 5&6, of a coal vessel;
- ▶ Re-invoicing, by Abu Dhabi National Energy Company PJSC ("TAQA") to TAQA Morocco of charges related to the costs of business travel abroad.

10. PROPOSED RESOLUTIONS

The resolutions we submit to you correspond to our proposals.

We hope that they will meet your approval and ask you to kindly give the Executive Board discharge for its managers and the Statutory Auditors discharge for the performance of their mission during the past financial year.

Your Statutory Auditors provide the general report of the accomplishments during the said financial year.

Issued in Casablanca, March, 16, 2022

In two (2) original copies

Monsieur Abdelmajid Iraqui Houssaini
Chairman of the Management Board

ANNEXE 1

Subsidiaries (Holding more than half the capital)	Percentage holding (%)
Jorf Lasfar Energy Company 5&6 S.A	66

ANNEXE 2

INFORMATION RELATING TO THE JLEC 5&6 ACTIVITY AND RESULTS FOR THE FINANCIAL YEAR ENDED SEPTEMBER 30, 2021

MANAGEMENT REPORT TO THE ANNUAL GENERAL MEETING ON DECEMBER 29, 2021

Dear shareholders,

We invite you to attend the Ordinary Annual General Meeting, in accordance with the law and the articles of association of Jorf Lasfar Energy Company 5&6 («JLEC 5&6» or the «Company») in order, on the one hand, to present the activity of the Company during the financial year ending September 30, 2021, the results of this activity and our prospects for the future and, on the other hand, to submit for your approval the accounts for this financial year and the allocation of the result which emerges from the said accounts.

Mr. Adnane Faouzi, partner of Deloitte Audit, shall also read out his reports.

All corporate documents, accounts, reports and other materials and related information have been made available to you.

1. COMPANY OPERATING HIGHLIGHTS POSITION DURING THE PAST FINANCIAL YEAR

1.1 Economic conditions :

a) Evolution of the USD/MAD rate

The average USD/MAD exchange rate has declined by 6.80% from 9.63 in 2020 to 8.98 in 2021.

b) Changes in Coal Prices

On average, the purchase price fell significantly in 2021, reaching an estimated 63 USD/MT compared to 71 USD/MT in 2020, following the negotiation of long-term contracts during a downturn. It should be noted that international coal purchase prices rose sharply in fiscal 2021, reaching an average price of 173 USD/MT at the end of September 2021.

c) Coal Purchases

JLEC 5&6 proceeded in 2021 to purchase an overall 1,708,631 Tons of coal for the operation of Units 5 and 6 compared to 1,811,421 Tons in 2020, taking into account the completion of the major overhaul of Unit 6 over a period of 61 days instead of 68 days required for the major overhaul of Unit 5 held during the previous year.

1.2 Activity of the Plant

The activity of the Plant has been marked by the following main facts:

- ▶ Safety: Excellent performance in terms of workplace safety with no Lost Time Accident;
- ▶ An 88.48% level of availability for Units 5 and 6 between October 1, 2020 and September 30, 2021;
- ▶ Carrying out the major overhaul of Unit 6 in 61 days, starting February 1st, instead of the 70 days initially planned.

2. SIGNIFICANT EVENTS OCCURRING SINCE THE END OF THE LAST FY

No significant event has occurred since the closing date of the 2021 FY.

3. PRESENTATION OF ANNUAL ACCOUNTS

JLEC 5&6 achieved a net profit of MAD 761,831,628.75 during the fiscal year ended September 30, 2021, which can be summarized as follows :

▶ Operating profit :	1 507 399 177,41 MAD [a]
▶ Financial income :	(308 055 779,61) MAD [b]
▶ Non-current income :	(33 987 347,69) MAD [c]
▶ Corporate tax :	(407 161 932,00) MAD
▶ Net income:	758 194 118,11 MAD

[a] : The operating income derives from the operating margin generated by the invoicing of electrical energy for a total amount of MAD 1,895,538,143.76, less depreciation, provisions for the year and expense transfers for a total amount of MAD 388,138,966.35;;

[b] : The company's financial income is derived from interest on borrowings, foreign exchange gains and losses on non-coal operating liabilities and income from cash investments. These items are detailed as follows:

Interest expense :	MAD (321 207 424,32)
Net foreign exchange gains :	MAD 2 329 391,85
Income from investments of cash surpluses :	MAD 10 822 252,86

[c] : Non-current income consists primarily of the social solidarity contribution for the year 2020 amounting to MAD 31,465,489.

4. INVESTMENTS UNDERTAKEN IN THE PAST FINANCIAL YEAR

In fiscal year 2021, JLEC 5&6 has committed an overall investment of MMAD 186 covering:

- ▶ Investing in the major overhaul of Unit 6 at a cost of MAD 157 million.
- ▶ Operating and maintenance facilities for units 5 and 6 for a total amount of MAD 27 million.

5. PAYABLES AND RECEIVABLES SCHEDULE FOR THE PAST YEAR

In accordance with Act 32-10, the schedule of JLEC 5&6's indebtedness as of September 30, 2021 looks as follows:

Debt schedule as of September 30, 2021:

	(A) Supplier liabilities End of Year A=B+C+D+E+F	(B) not due	(C) Overdue <30 days	Montant des dettes échues		
				(D) Overdue 31-60 days	(E) Overdue 61-90 days	(E) Overdue >90 days
31/12/2020	316 352 311,77	311 527 070,71	1 316 677,45	1 762 139,43	1 746 424,18	-
31/12/2021	302 017 723,22	231 499 247,20	61 419 426,05	1 910 344,33	7 188 705,64	-

6. FINANCIAL STATUS AND FUTURE PROSPECTS

Thanks to the technical expertise and commitment of its teams, the Company's operating performance is improving and its financial indicators are steadily growing.

The Company intends to:

- ▶ Sustain Unit 5 and 6 operational performance through attaining forecasted levels of availability in the particular context related to the Covid-19 pandemic;
- ▶ Pursue continuous improvement process through:
 - The Health, Safety, Security & Environment policy;
 - Human Resources policy;
 - Maximizing the efficiency of coal consumption;
 - Enhancing maintenance operating costs and expanding supply to Asia;
 - Optimal use of the information system;
 - Carrying out preventive maintenance projects.

7. OTHER MANDATES OF THE MEMBERS OF THE SUPERVISORY BOARD ("SB")

In accordance with article 142 of law n°17-95 as amended and completed by law n°20-19, the list of mandates of the Company's SC members in other boards of directors or supervisory boards includes:

Other mandates	Members of the Supervisory Board		
	M. Farid Saleh Farid Mohamed Al Alwlaqi	M. Saeed Rashed Ali Hamad Alderei	M. Andres Calderon Acuna
TAQA Morocco SA Management Board & SB RC El Jadida 2.145	Chairman of the Supervisory Board	None	Permanent representative of legal entity SB member
Taq North Africa SCA RC El Jadida 2.147	Permanent representative of legal entity SB member	None	Permanent representative of legal entity SB member
TAQA Morocco Wind Corporation SA RC Casablanca 193055	None	None	Board Director

8. DECISIONS SUBMITTED TO THE ORDINARY ANNUAL GENERAL MEETING

(C) Presentation of annual accounts

As a result of the accounts we have presented to you, the Company's profit for the year amounted to MAD 758,194,118.11.

(D) Allocation of Annual Income

We suggest that you allocate and distribute the net income on September 30, 2021 as follows:

- ▶ Net profit on September 30, 2021 (a) = 758 194 118,11 MAD.
- ▶ Legal reserve (b) = 00.00 MAD (b) = 00,00 MAD.
- ▶ New balance : (c) = (a)-(b) = 758 194 118,11 MAD.

To which is added:

- ▶ Previous retained earnings = 0,00 MAD
- ▶ Previous optional reserves (d) = 1,169,404,026.09 MAD
- ▶ Profit available for distribution (e) = (c)+(d) = 1,927,598,144.20 MAD
- ▶ Dividends (f) = 545,000,000.00 MAD
- ▶ Balance to be allocated as an optional reserve (g) = (e) – (f) = 1,382,598,144.20 MAD.

We kindly request that you approve of this allocation.

(C) Approval of the agreements referred to in Articles 95 et seq. of Law No. 17-95 on public limited companies as amended and supplemented by Law No. 20-05 and No. 78-12

No new agreement, of the nature referred to in Article 95 of Law 17-95, was concluded during the fiscal year ended September 30, 2021;

We inform you that the following agreements, concluded during previous years and whose execution continued during the fiscal year ended September 30, 2021, have been brought to the attention of the Statutory Auditors in accordance with the legal provisions in force:

- ▶ Inter-Project Funding Providers Agreement («IPFPA») executed as of January 10, 2013 as amended and supplemented on July 16, 2020 between TAQA MOROCCO Inc, JLEC 5&6 and the Loan Officers of TAQA MOROCCO Inc and JLEC 5&6;
- ▶ Subordinated Loan Agreement between the Company and TAQA International BV dated January 22, 2013;
- ▶ Support Services Agreement between the Company and TAQA MOROCCO Inc dated January 28, 2013;
- ▶ Re-invoicing Agreement for consulting, travel and other expenses incurred by Abu Dhabi National Energy Company PJSC («TAQA») on behalf of the Company;
- ▶ Operation and Maintenance Agreement with TAQA MOROCCO Inc., TNA and ONEE
- ▶ Agreement entitled Equity Parties Agreement (EPA) between TAQA, TAQA MOROCCO Inc, JLEC 5&6, TAQA Power Ventures BV, TAQA International BV and the credit agent of the backers of JLEC 5&6;
- ▶ Shared Facilities Insurance Proceeds Application Protocol («SFIPAP») between JLEC 5&6 and TAQA MOROCCO Inc in the presence of TNA;

- ▶ Sublease agreement signed on August 1, 2019 between the Company as lessee and TAQA North Africa, sub-lessee;
- ▶ Lease agreement effective August 1, 2019 between the Company as lessee and TAQA Morocco Wind Corporation as sub-lessee.

In accordance with Law No. 78-12 amending and supplementing Law No. 17-95 relating to public limited companies, it is brought to the attention of the Supervisory Board that the company JLEC 5&6 has entered into transactions during the 2021 financial year for current operations with Group entities as follows:

- ▶ Re-invoicing, by TAQA Morocco to JLEC 5&6, for water and electricity costs consumed by Units 5 and 6 and born by TAQA Morocco;
- ▶ TAQA Morocco re-invoices to JLEC 5&6 the share of the costs relating to the preventive measures against COVID-19 borne by TAQA Morocco for the benefit of all the personnel including the JLEC 5&6 staff;
- ▶ Re-invoicing, by TAQA North Africa to JLEC 5&6, of the charges for common installations born by TAQA North Africa;
- ▶ Re-invoicing, by Abu Dhabi National Energy Company PJSC («TAQA») to TAQA Morocco of charges related to the costs of business travel abroad and other expenses incurred on behalf of JLEC 5&6.

9. PROPOSED RESOLUTIONS

The resolutions we submit to you correspond to our proposals.

We hope that they will meet your approval and ask you to kindly give the Executive Board discharge for its managers and the Statutory Auditors discharge for the performance of their mission during the past financial year.

The Statutory Auditors describe in their general report the performance of their respective duties during the year.

Issued in Casablanca, on December 13, 2021

In two (2) original copies

Mr. Abdelmajid IRAQUI HOUSSAINI
Chairman of the Management Board

Statutory Accounts

ASSET		CURRENT YEAR			PREVIOUS YEAR
		GROSS	Dep/Amort. and provisions	Net	Net
(Moroccan Dirhams)					
LONG TERM ASSETS	CAPITALIZED COST (A)	17 238 266,89	6 895 306,71	10 342 960,18	241 132 538,61
	* Pre-Operating Costs				
	* Deferred Expenditures	17 238 266,89	6 895 306,71	10 342 960,18	241 132 538,61
	* Bond Reimbursement Costs				
	INTANGIBLE ASSETS (B)	13 725 981 533,05	9 182 607 015,42	4 543 374 517,63	4 608 032 112,53
	* Research and development Costs				
	* Licenses, trademarks, rights and similar values	12 645 970 070,83	8 385 260 147,66	4 260 709 923,17	4 438 574 434,26
	* Goodwill				
	* Other intangible assets	1 080 011 462,22	797 346 867,76	282 664 594,46	169 457 678,27
	FIXED ASSETS (C)	991 698 387,98	750 065 176,96	241 633 211,02	276 477 005,48
	* Land				
	* Constructions	9 389 548,11	2 352 623,66	7 036 924,45	7 860 119,55
	* Technical installations, tools and equipment	627 326 974,77	506 023 085,28	121 303 889,49	150 233 365,89
	* Vehicles	1 709 265,53	1 709 265,53		37 222,25
	* Office furniture and equipment and furnishing	290 866 779,67	239 666 231,99	51 200 547,68	65 062 930,12
	* Other fixed assets	313 970,50	313 970,50		
	* Fixed assets in progress	62 091 849,40		62 091 849,40	53 283 367,67
	LONG TERM FINANCIAL ASSETS (D)	1 200 549 837,53		1 200 549 837,53	1 200 677 436,13
	* Loans	100 774,67		100 774,67	228 373,27
	* Other long term financial assets	449 462,86		449 462,86	449 462,86
* Shares, Interests	1 199 999 600,00		1 199 999 600,00	1 199 999 600,00	
* Other investments					
LONG TERM EXCHANGE FLUCTUATION (E)					
* Decrease in long term assets					
* Increase in long term liabilities					
TOTAL I (A+B+C+D+E)	15 935 468 025,45	9 939 567 499,09	5 995 900 526,36	6 326 319 092,75	
CURRENT ASSETS	INVENTORIES (F)	1 316 926 750,62	21 301 725,66	1 295 625 024,96	885 352 290,06
	* Merchandises				
	* Consumables	1 316 926 750,62	21 301 725,66	1 295 625 024,96	885 352 290,06
	* Work in progress				
	* Intermediary inventories				
	* Finished goods				
	CURRENT ASSETS (G)	2 166 919 950,41		2 166 919 950,41	1 609 331 778,63
	* Suppliers advances	9 487 591,95		9 487 591,95	10 024 832,66
	* Trade receivables	1 044 422 815,83		1 044 422 815,83	638 399 976,87
	* Employee	1 264 145,88		1 264 145,88	1 859 195,52
	* Recoverable VAT	553 290 407,94		553 290 407,94	495 963 784,39
	* Affiliates current accounts				
	* Other debtors	557 694 283,63		557 694 283,63	461 995 264,55
	* Prepaid	760 705,18		760 705,18	1 088 724,64
SHORT TERM INVESTMENTS (H)	617 308 274,65		617 308 274,65	983 473 216,24	
SHORT TERM EXCHANGE FLUCTUATION (I)	4 475 764,01		4 475 764,01	2 925 996,60	
TOTAL II (F+G+H+I)	4 105 630 739,69	21 301 725,66	4 084 329 014,03	3 481 083 281,53	
CASH	CASH AND BANKS	146 116 211,31		146 116 211,31	27 608 565,41
	* Checks & cash in transit				
	* Banks	146 102 218,93		146 102 218,93	27 595 550,51
	* Petty cash	13 992,38		13 992,38	13 014,90
	TOTAL III	146 116 211,31		146 116 211,31	27 608 565,41
TOTAL GENERAL I+II+III	20 187 214 976,45	9 960 869 224,75	10 226 345 751,70	9 835 010 939,69	

LIABILITY		(Moroccan Dirhams)		
		CURRENT YEAR	PREVIOUS YEAR	
LONG TERM LIABILITIES	SHAREHOLDERS EQUITY (A)			
	* Share capital (1)	2 358 854 200,00		2 358 854 200,00
	* Minus : subscribed and not paid up capital			
	* Issuance, merger and transfer premiums	1 164 804 710,00		1 164 804 710,00
	* Write up variances			
	* Legal reserve	235 885 420,00		235 885 420,00
	* Other reserves	11 301 456,23		21 232 475,53
	* Retained earnings (2)			
	* Earnings to be allocated (2)			
	* Net earnings (2)	838 083 982,68		815 667 950,70
	Total shareholders equity (A)	4 608 929 768,91		4 596 444 756,23
	ASSIMILATED EQUITY (B)			
	* Investment Subsidy			
	* Regulated reserves			
	LONG TERM FINANCIAL DEBTS (C)	3 806 104 771,14		4 058 497 579,70
	* Bonds issued	2 474 999 820,00		2 624 999 940,00
	* Other long term financial debts	1 331 104 951,14		1 433 497 639,70
	LONG TERM PROVISIONS (D)	29 267 253,00		25 851 518,00
	* Risk provisions			
	* Provisions for costs	29 267 253,00		25 851 518,00
LONG TERM EXCHANGE FLUCTUATION (E)				
* Increase in receivables				
* Reduction in financial debt				
Total I (A+B+C+D+E)	8 444 301 793,05		8 680 793 853,93	
CURRENT LIABILITIES	CURRENT LIABILITIES (F)	1 772 891 407,67		1 116 021 733,50
	* Trade payables	990 706 620,53		449 315 665,65
	* Client advances	28 761 250,91		12 950 372,90
	* Employee	53 898 087,46		45 829 197,52
	* Social security / Pension funds	8 197 762,30		11 566 215,58
	* STATE	200 753 984,11		87 323 379,19
	* Affiliates current accounts	1 697,19		1 697,19
	* Other creditors	459 660 075,86		484 259 928,83
	* Accruals	30 911 929,31		24 775 276,64
	OTHER PROVISIONS (G)	7 113 946,45		32 316 432,44
SHORT TERM EXCHANGE FLUCTUATION (H)	2 038 604,53		5 878 919,82	
Total II (F+G+H)	1 782 043 958,65		1 154 217 085,76	
CASH	BANK-OVERDRAFTS			
	* Discounted bills			
	* Overdrafts			
* Banks (Credit balance)				
Total III				
TOTAL GENERAL I+II+III	10 226 345 751,70		9 835 010 939,69	

(1) Capital personnel débiteur
(2) Bénéficiaire (+), déficitaire (-)

INCOME STATEMENT

	(Montants en dhs)	Exercice du 1 janvier 2021 au 31 décembre 2021			
		OPÉRATIONS		TOTAUX DE L'EXERCICE 3= 1 + 2	TOTAUX DE L'EXERCICE PRÉCÉDENT
		Propres à l'exercice (1)	Concernant les exercices précédents (2)		
I	OPERATING REVENUES * Sales of goods * Sales of services and produced goods				
	* Turnover	4 486 843 566,27		4 486 843 566,27	4 233 438 871,17
	* Inventory variation (+/-) (1) * Self-constructed fixed asset * Operating subsidy * Other revenues * Operating expense adjustments; operating expense transfers	4 080 236,35 20 076 770,00		4 080 236,35 20 076 770,00	1 068 275,12 65 679 835,26
	TOTAL I	4 511 000 572,62		4 511 000 572,62	4 300 186 981,55
II	OPERATING EXPENSES * Sales purchase value (2) * Raw materials and consumables consumptions (2) * Other external expenses * Taxes * Labor costs * Other operating expenses * Current year operating depreciations and provisions	2 799 959 599,73 161 556 137,30 23 391 875,16 236 378 587,38 3 500 000,00 379 123 168,51		2 799 959 599,73 161 556 137,30 23 391 875,16 236 378 587,38 3 500 000,00 379 123 168,51	2 670 745 511,55 174 777 995,92 23 486 012,51 246 222 067,03 3 500 000,00 401 413 464,34
	TOTAL II	3 603 909 368,08		3 603 909 368,08	3 520 145 051,35
III	OPERATING RESULT (I - II)			907 091 204,54	780 041 930,20
IV	FINANCIAL REVENUES * Revenues from investments * Exchange gains * Interest income * Financial expense adjustments; Financial expense transfers	359 696 313,11 6 889 779,71 17 837 860,41		359 696 313,11 6 889 779,71 17 837 860,41	461 995 264,55 1 248 044,58 32 104 301,50
	TOTAL IV	384 423 953,23		384 423 953,23	495 347 610,63
V	FINANCIAL EXPENSES * Interest costs * Exchange losses * Other financial costs * Current year financial depreciations and provisions	175 156 431,60 9 094 430,68 4 475 764,01		175 156 431,60 9 094 430,68 4 475 764,01	196 208 837,78 18 499 817,92
	TOTAL V	188 726 626,29		188 726 626,29	214 708 655,70
VI	FINANCIAL INCOME (IV - V)			195 697 326,94	280 638 954,93
VII	CURRENT INCOME (III + VI)			1 102 788 531,48	1 060 680 885,13
VIII	UNUSUAL REVENUES * Proceeds from fixed assets disposals * Balance subsidy * Investment subsidy / Current year * Other unusual revenues * Unusual expenses reductions; Unusual expenses transfer	298 000,00 151 209,44 55 529 768,00		298 000,00 151 209,44 55 529 768,00	23 936 856,00
	TOTAL VIII	55 978 977,44		55 978 977,44	23 936 856,00
IX	Unusual expenses * Sold fixed assets net book value * Subsidies awarded * Other unusual expenses * Non current depreciation and provision	65 777 659,74 29 267 253,00		65 777 659,74 29 267 253,00	57 838 574,00 25 851 518,00
	TOTAL IX	95 044 912,74		95 044 912,74	83 690 092,00
X	UNUSUAL INCOME (VIII - IX)			-39 065 935,30	-59 753 236,00
XI	PRETAX INCOME (VII + X)			1 063 722 596,18	1 000 927 649,13
XII	INCOME TAX			225 638 613,50	185 259 698,43
XIII	NET EARNINGS (XI - XII)			838 083 982,68	815 667 950,70
XIV	TOTAL REVENUES (I + IV + VIII)			4 951 403 503,29	4 819 471 448,18
XV	TOTAL EXPENSES (II + V + IX + XII)			4 113 319 520,61	4 003 803 497,48
XVI	NET PROFIT (Total revenues - total expenses)			838 083 982,68	815 667 950,70

STATEMENT OF MANAGEMENT'S BALANCES

I. SUMMARY OF RESULT FORMATION (TFR)		From January 1st 2021 to 31st December 2021	
(Moroccan Dirhams)		CURRENT YEAR	PREVIOUS YEAR
1	Sales		
2	- Sales purchase value		
I	= GROSS MARGIN ON COMMERCIAL ACTIVITIES	0,00	0,00
	+ PRODUCTION (3+4+5)	4 486 843 566,27	4 233 438 871,17
II	3 * sales of goods and produced services	4 486 843 566,27	4 233 438 871,17
	4 * Inventory variation		
	5 * Self-constructed fixed asset		
	- COMSUMPTION (6+7)	2 961 515 737,03	2 845 523 507,47
III	6 * Cost of goods sold	2 799 959 599,73	2 670 745 511,55
	7 * Other external expenses	161 556 137,30	174 777 995,92
IV	= ADDED VALEUR (I+II-III)	1 525 327 829,24	1 387 915 363,70
8	+ Operating subsidy	0,00	0,00
V	9 - Taxes	23 391 875,16	23 486 012,51
	10 - Payroll and Salaries	236 378 587,38	246 222 067,03
	= OPERATING SURPLUS	1 265 557 366,70	1 118 207 284,16
	= OR OPERATING DEFICIT		
11	+ Other operation revenues	4 080 236,35	1 068 275,12
12	- Other operation expenses	3 500 000,00	3 500 000,00
13	+ Operating costs reductions; operating expenses transfer	20 076 770,00	65 679 835,26
14	- Operating depreciations	379 123 168,51	401 413 464,34
VI	= OPERATING INCOME (+ or -)	907 091 204,54	780 041 930,20
VII	+ FINANCIAL INCOME (LOSS)	195 697 326,94	280 638 954,93
VIII	= USUAL INCOME (+ or -)	1 102 788 531,48	1 060 680 885,13
IX	+ UNUSUAL INCOME (LOSS)	-39 065 935,30	-59 753 236,00
15	- INCOME TAX	225 638 613,50	185 259 698,43
X	= Net earnings (LOSS) (+ or -)	838 083 982,68	815 667 950,70
II. SELF-FINANCING CAPACITY (SFC) -- SELF-FINANCING			
1	Net result of current year * profit + * Loss -	838 083 982,68 0,00	815 667 950,70 0,00
2	+ Operating depreciation	357 821 442,85	381 336 694,34
3	+ Financial depreciation	0,00	0,00
4	+ Unusual depreciation	29 267 253,00	25 851 518,00
5	- Operating costs reductions	0,00	0,00
6	- Financial costs reductions	0,00	0,00
7	- Unusual costs reductions	25 851 518,00	23 936 856,00
8	- Revenues from fixed assets sales	298 000,00	0,00
9	+ Net book values of sold fixed assets	0,00	0,00
I	SELF-FINANCING CAPACITY (SFC)	1 199 023 160,53	1 198 919 307,04
10	- Distribution of dividends	825 598 970,00	849 187 512,00
II	SELF-FINANCING	373 424 190,53	349 731 795,04

CASH FLOW STATEMENT

I. SUMMARY OF BALANCE SHEET TOTALS				
(Moroccan Dirhams)			From January 1st 2021 to 31st December 2021	
AGGREGATES	Current Year (a)	Previous Year (b)	VARIATION (a-b)	
			USES (c)	SOURCES (d)
1 Long Term Liabilities	8 444 301 793,05	8 680 793 853,93	236 492 060,88	-
2 Long Term Assets	5 995 900 526,36	6 326 319 092,75	-	330 418 566,39
3 Working capital (1-2)	(A) 2 448 401 266,69	2 354 474 761,18	-	93 926 505,51
4 Current Assets	4 084 329 014,03	3 481 083 281,53	603 245 732,50	-
5 Current Liabilities	1 782 043 958,65	1 154 217 085,76	-	627 826 872,89
6 Net Current Assets (4-5)	(B) 2 302 285 055,38	2 326 866 195,77	-	24 581 140,39
7 Net Cash (A - B)	146 116 211,31	27 608 565,41	118 507 645,90	-

II. USES AND SOURCES OF FUNDS					
		Current Year		Previous Year	
		uses	sources	uses	sources
I. LONG TERM SOURCES OF FUNDS FOR THE CURRENT YEAR					
* SELF FINANCING (A)	(A)		373 424 190,53		349 731 795,04
* Self Financing Capacity			1 199 023 160,53		1 198 919 307,04
- Dividends distribution			(825 598 970,00)		(849 187 512,00)
* Transfer and reductions of long term asset	(B)		425 598,60		401 277,90
* Intangible assets transfer			-		-
* Fixed assets disposal			298 000,00		-
* Financial assets transfer			-		-
* Long term assets recovery			127 598,60		401 277,90
* INCREASE IN EQUITY (C)	(C)		-		-
* INCREASE IN SHARE EQUITY			-		-
* Investment subsidy			-		-
* INCREASE IN FINANCIAL DEBTS (D)	(D)		-		4 235 000 000,00
TOTAL I (A+B+C+D)			373 849 789,13		4 585 133 072,95
II. LONG TERM USES OF FUNDS					
ACQUISITIONS AND ADDITIONS IN LONG TERM ASSETS	(E)	27 530 475,06		1 596 260 999,06	
* Intangible asset additions		352 985,00		1 500 008 240,15	
* Fixed asset acquisitions		27 177 490,06		96 252 758,91	
* Financial and other assets acquisitions		-		-	
* Increase in other long term assets		-		-	
* REIMBURSEMENT OF SHARE EQUITY (F)	(F)				
* LOAN REPAYMENTS (G)	(G)	252 392 808,56		3 067 025 295,22	
* INCREASE IN CAPITALIZED COSTS (H)	(H)			84 915 270,54	
TOTAL II. (E+F+G+H)		279 923 283,62		4 748 201 564,82	
III. NET CURRENT ASSETS VARIATION		-	24 581 140,39	-	180 517 621,97
IV. NET CASH VARIATION		118 507 645,90	-	17 449 130,10	-
TOTAL		398 430 929,52	398 430 929,52	4 765 650 694,92	4 765 650 694,92

ACCOUNTING PRINCIPLES AND METHODS

General information on the activity

Background

The power station at Jorf Lasfar is located on the Atlantic coast of Morocco, adjacent to the Port of Jorf Lasfar, in the province of El Jadida. This location is approximately 127 km south-west of Casablanca. Units 1 and 2 of the power station were constructed by GEC Alstom for the Moroccan electricity company, L'Office National d'Electricité ("ONE"), and are now in commercial operation. Each of these existing Units is 330 MW, fired by coal.

In October of 1994, the ONE issued a public tender for international companies to expand the power station at Jorf Lasfar. In February of 1995, the ONE selected the "Consortium" of ABB Energy Ventures and CMS Generation as the preferred bidder and exclusive partner for negotiation.

In April of 1996, the Consortium and the ONE reached agreement in principal, and initialed the necessary Project Agreements.

Establishment

In order to officially conclude and implement these Project Agreements, the consortium established the Jorf Lasfar Energy Company (the "Company" or "JLEC") on January 20, 1997. The Company was established as a limited partnership ("société en commandite par actions") in accordance with the laws of the Kingdom of Morocco, with Commercial Registration Number 2145, Fiscal Identification Number 1021595, and Patentee Number 42161753.

In accordance with its charter documents, the company's objective and purpose is to construct, operate, manage and maintain the

power station at Jorf Lasfar, including the development, financing, engineering design, construction, commissioning, testing, operation and maintenance of two (2) new coal-fired Units, which will be very similar in size and technology to the existing Units. In order to secure its fuel supply, the Company will also expand, operate and maintain the coal-unloading pier in the Port of Jorf Lasfar. For these activities, the Company received a "right of possession" ("droit de jouissance") for the site, the existing units, the new units, the coal-unloading pier.

Development Stage Activities

On September 12, 1997, all Project Agreements were signed, the Company Loan Agreement was executed and the first disbursement of the Company Loan was used to pay the TPA fee to ONE. As a consequence, JLEC received possession of the power station at Jorf Lasfar on September 13, 1997, and began to sell its available capacity and net generation to ONE, in accordance with the Power Purchase Agreement.

The remaining requirements for project financing have been completed in November of 1997.

Construction period of Units 3 & 4

Units 3 and 4 entered into operation respectively on June 10, 2000 (33 months starting from financial closing date) and February 03, 2001 (40 months starting from financial closing date).

Acquisition of JLEC by TAQA

On May 2, 2007, Abu Dhabi National Energy Company ("TAQA") (1) purchased CMS Generation, a subsidiary of CMS Energy, that

at the time of the acquisition, owned and controlled (i) Jorf Lasfar Energiaktiebolag, (ii) Jorf Lasfar Power Energy AB and (iii) Jorf Lasfar Handelsbolag and (2) acquired from ABB group (i) Tre Kronor Investment AB, (ii) AB Cythere 61 and (iii) AB Cythere 63. As a result of these acquisitions, JLEC became an indirect wholly-owned subsidiary of TAQA.

Refinancing activity

In February 2009, JLEC prepaid and discharged in full all loans and other obligations in connection with its original secured credit facilities from 1997 with the proceeds of three related party loans disbursed to the Company by TAQA Generation Investment Company IV ("TGIC IV") during January and February 2009.

During 2009, JLEC entered into a secured credit facility with a consortium of Moroccan banks providing credit availability of up to MAD 7.4 billion with an 18-year term. In April 2009, JLEC borrowed MAD 4.0 billion under the term loan facility, the proceeds of which were used by the Company to (1) repay in full all outstanding loan principal and accrued interest due under the Company Loan Agreement, and (2) partially prepay outstanding subordinated debt provided by TGIC IV.

In March 2010, JLEC borrowed an additional MAD 3.0 billion under the term loan facility, the proceeds of which were used by the Company to (1) repay in full all outstanding principal and accrued interest due under subordinated Euro and USD loans provided by TGIC IV, and (2) partially prepay principal and accrued interest due under subordinated MAD loans provided by TGIC IV. In July 2012, JLEC completed the final repayment of the remaining subordinated MAD loan from TGIC IV.

Establishment of the subsidiary Jorf Lasfar Energy Company 5&6 (JLEC 5&6)

On December 22, 2010, Jorf Lasfar Energy Company 5&6 ("JLEC 5&6") has been

created for the purpose of implementing two new units of a gross capacity of 350 MW each ("Units 5 & 6"). Further to this implementation, the installed capacity of the power station at Jorf Lasfar is higher than 2000 MW. As of December 31, 2014, TAQA Morocco owns 66% of the shares of JLEC 5&6.

Units 5&6 were entered commercial operations respectively on April 15, 2014 and June 7, 2014.

Private Placement and Stock Exchange Listing

In December 2013, JLEC completed two capital increases through a private placement and an initial public offering ("IPO") and listing of its shares on the Casablanca Stock Exchange. JLEC issued a total of 3,351,956 new common shares (representing an aggregate 14.21% ownership interest in the Company) at an issuance price of MAD 447.50 per share, for MAD 1.5 billion of total gross proceeds. The JLEC IPO was executed with the selling of shares representing a 9.47% aggregate ownership interest on the open market and 4.74% aggregate ownership interest placed privately with certain Moroccan institutional investors (RMA Watanya, SCR and MCMA).

Following the completion of the IPO and listing of JLEC's shares on the Casablanca Stock Exchange, on December 26, 2013, TAQA purchased all of the shares of JLEC previously held by various TAQA subsidiaries. TAQA purchased the JLEC shares through block transactions concluded at the IPO price of MAD 447.50 per share. Following the completion of these block share sales, JLEC became a direct subsidiary of TAQA, with TAQA holding a direct 85.79% controlling majority ownership in JLEC%, with the remaining 14.21% interest being held by institutional and individual investors.

Change of the name of the Company and extension of its purpose

The Extraordinary General Assembly held on October 13, 2014, has decided to change the name of the Company «Jorf Lasfar Energy Company» and adopt the name «TAQA Morocco», and to extend its corporate purpose to the following activity : the achievement, directly or indirectly, of any development project, both in Morocco and abroad, in the fields of electricity production from any source including coal, gas and renewables, and water production.

PPA extension of Units 1 to 4

ONEE and TAQA Morocco signed, on January 24th, 2020, the extension of the Power Purchase Agreement (PPA) for Units 1 to 4, allowing the alignment of the two PPAs 1 to 4 and 5 & 6 to 2044.

Bond by private placement issued

TAQA Morocco has issued on September 7, 2020 a bond by private placement with qualified investors for DH 2.7 billion, with a maturity of 18 years, repayable semi-annually, at the rate of 3.75% per annum.

At the same time, the senior debt issued in 2009 was subject to early repayment for DH 2.7 billion on September 22, 2020.

Summary of Significant Accounting Principles

Generalities

The accounting and reporting policies of the Company are in accordance with the Generally Accepted Accounting Principales of Morocco, which are called "Code General de Normalisation Comptable" or "CGNC".

During the Company's development stage (until Financial Closing), all expenses have been paid by related Parties (ABB and CMS). When the project achieves Financial Closing, all the accumulated expenditures of these

related Parties have been invoiced to the Company, and immediately paid by the Company to these related Parties.

Capitalized costs

- Preliminary fees

The company capitalizes its pre-opening costs at Financial Closing. After Financial Closing such capitalized costs are amortized on a straight-line basis within a period of (5) year. Such pre-opening costs include the legal and administrative costs incurred to incorporate the Company, and certain expenses incurred to prepare the Company for commercial operation.

- Deferred expenditures

Deferred expenditures related to some specific projects are amortized over 5 years.

Intangible Assets

- Financing cost

Costs incurred to obtain financing were capitalized, and then such costs were amortized as a financial cost over a five year period. The periodic amortization of such costs is noted in the operating depreciation in accordance with CGNC.

- Other Project Development Costs

At Financial Closing, the Company also capitalized certain other costs paid by Related Parties during the development stage as an Intangible Asset. These capitalized costs are allocated during the entire period of the concession, which is 30 years from the financial closing date.

- Initial Right of possession

In accordance with the Transfer of Possession Agreement (TPA) and in counter part of the payment of the TPA fee, "ONE" transfers to JLEC its "right of possession" of the units 1&2. This "right of possession" is capitalized as an Intangible Asset, and amortized over the period of concession (until April 15th, 2044.)

- Complementary Right of Possession related to Units 3 and 4

As indicated in A.0.4 above, JLEC has completed the construction of Units 3&4 respectively after a period of 33 months and 40 months starting on financial closing date as well other investments related to the plant. During the period of construction, the total cost of construction that includes capitalized interest, have been accounted for as a Fixed Asset in Progress. From the commercial operation date of Unit 4, on February 02, 2001, the "right of possession" has been extended to the new Units (3&4), and the corresponding Intangible Asset are amortized over the remaining period of concession (until April 15th, 2044).

- Additional Right of Possession related to the PPA extension of Units 1-4

ONEE and TAQA Morocco signed, on January 24th, 2020, the extension of the Power Purchase Agreement (PPA) for Units 1 to 4, allowing the alignment of the two PPAs 1 to 4 and 5 & 6 to 2044. In this context, TAQA Morocco has paid the additional right of use for an amount of DH 1.5 billion which was capitalized as an intangible asset and amortized over the duration of the concession (until April 15th, 2044).

- Fixed Assets

This account includes all Fixed Assets for which the estimated life duration is less than the concession period. They are recorded at their acquisition costs or production costs. Their depreciations are calculated on a straight-line basis based on the applicable tax rates.

Inventories

The inventories are accounted for at their initial cost. Such cost will include the initial prices and any other accessory costs. At the end of the fiscal year, the inventories are evaluated according to the weighted

average cost, except for spare parts inventory by applying the First In First Out (FIFO) Method.

Foreign Currency Transaction

Receivables and debts in foreign currencies are accounted at the exchange rate prevailing on the date of the transaction. These receivable and debts are converted at the balance sheet closing exchange rate and readjusted in the asset/liability short term exchange of fluctuation.

The unrealized exchange loss are recorded into the income statement through the financial provisions.

The unrealized gains are not recorded in the income statement.

Exceptional Statement

Exceptions to the fundamental accounting principles

Nothing

Exceptions to the evaluation methods

Nothing

Exceptions to Financial Statements presentation's rules

Exchange gains and loss from the accounting of the coal purchases and the US Dollars subsequent payments once converted to Moroccan Dirham at the exchange rate of the transaction date, are recorded in a sub-account of "Coal purchase" called "US Dollars difference in coal purchase" as operating expenses. This special treatment, without any impact on the Equity of the company and its financial situation, is justified by the fact that these differences are related to the accounting rules and do not correspond to exchange gains or loss driven from the conversion from Moroccan Dirhams to US Dollars.

Changes in Method Statement

Changes affecting the evaluation methods

Nothing

Changes affecting the presentation rules

Nothing

PRE OPENING COSTS STATEMENT

Moroccan Dirhams		
PRINCIPAL ACCOUNT	DESCRIPTION	AMOUNT AS OF DECEMBER 31, 2021
2 128 200 000	DEFERRED EXPENSES	17 238 266,89
		17 238 266,89
2 812 820 000	AMORTIZATION OF DEFERRED EXPENSES	6 895 306,71
		6 895 306,71
	TOTAL	10 342 960,18

SUMMARY OF FIXED ASSETS (GROSS)

Moroccan Dirhams								
Description	Gross value Beginning balance	INCREASES			DECREASES			Gross value endings balance
		Acquisition	Self Production	Transfer	Disposals	Reduction	Transfer	
CAPITALIZED COSTS	462 448 975,32	-	-	-	-	122 860 444,00	322 350 264,43	17 238 266,89
* Pre - Opening	-	-	-	-	-	-	-	-
* Deferred Expenses	462 448 975,32	-	-	-	-	122 860 444,00	322 350 264,43	17 238 266,89
* Bonds premiums	-	-	-	-	-	-	-	-
INTANGIBLE ASSETS	13 402 663 389,98	352 985,00	-	322 965 158,07	-	-	-	13 725 981 533,05
* Research and development	-	-	-	-	-	-	-	-
* Right, License, similar values	12 615 328 250,68	352 985,00	-	30 288 835,15	-	-	-	12 645 970 070,83
* Goodwill	-	-	-	-	-	-	-	-
* Other intangible assets	787 335 139,30	-	-	292 676 322,92	-	-	-	1 080 011 462,22
FIXED ASSET	974 081 537,56	27 177 490,06	-	5 578 309,90	8 945 746,00	-	6 193 203,54	991 698 387,98
* Land	-	-	-	-	-	-	-	-
* Constructions	9 389 548,11	-	-	-	-	-	-	9 389 548,11
* Technical installation, equipment	622 317 160,65	11 296 179,79	-	2 154 380,33	8 440 746,00	-	-	627 326 974,77
* Vehicles	2 214 265,53	-	-	-	505 000,00	-	-	1 709 265,53
* Office furniture	286 563 225,10	879 625,00	-	3 423 929,57	-	-	-	290 866 779,67
* Other fixed assets	313 970,50	-	-	-	-	-	-	313 970,50
* Fixed assets in progress	53 283 367,67	15 001 685,27	-	-	-	-	6 193 203,54	62 091 849,40

SUMMARY OF DEPRECIATIONS

DESCRIPTION	CUMULATED BALANCE	Current year Depreciation	Current Adjustments	Current Reclassification	CUMULATED DEPRECIATION ENDING BALANCE
	1	2	3	4	5=1+2-3-4
CAPITALIZED COSTS	221 316 436,71	80 620 218,44	122 860 444,00	172 180 904,44	6 895 306,71
* Pre - Opening	-	-	-	-	-
* Deferred Expenses	221 316 436,71	80 620 218,44	122 860 444,00	172 180 904,44	6 895 306,71
* Bonds premiums	-	-	-	-	-
INTANGIBLE ASSETS	8 794 631 277,45	215 794 833,53	-	(172 180 904,44)	9 182 607 015,42
* Research asset and development	-	-	-	-	-
* Right, License, similar values	8 176 753 816,42	208 506 331,24	-	-	8 385 260 147,66
* Goodwill	-	-	-	-	-
* Other intangible assets	617 877 461,03	7 288 502,29	-	(172 180 904,44)	797 346 867,76
FIXED ASSET	697 604 532,08	61 406 390,88	8 945 746,00	-	750 065 176,96
* Land	-	-	-	-	-
* Constructions	1 529 428,56	823 195,10	-	-	2 352 623,66
* Technical installation, equipment	472 083 794,76	42 380 036,52	8 440 746,00	-	506 023 085,28
* Vehicles	2 177 043,28	37 222,25	505 000,00	-	1 709 265,53
* Office furniture	221 500 294,98	18 165 937,01	-	-	239 666 231,99
* Other fixed assets	313 970,50	-	-	-	313 970,50

SUMMARY OF ASSET DISPOSAL

DATE OF DISPOSAL OR RETIREMENT	PRINCIPAL ACCOUNT	Gross Amount	Cumulated Depreciations	Net Book Value	SALE VALUE	Capital gains	Capital losses
May-21	2332	8 440 746,00	8 440 746,00	0,00	154 000,00		
May-21	2340	505 000,00	505 000,00	0,00	144 000,00		
Dec-21	2128	122 860 444,00	122 860 444,00	0,00	0,00		
	TOTAL	131 806 190,00	131 806 190,00	-	298 000,00	-	-

SUMMARY OF INVESTMENTS

Company Name	Activity Sector	Share Capital	% of detention	Acquisition Price	Net Book Value	Extract from the last statement reports of the company			Revenues
						Closing date	Net Equity	Net income	
						6	7	8	
JORF LASFAR ENERGY COMPANY 5&6	ÉNERGIE ÉLECTRIQUE	1 818 200 000	65,999%	1 199 999 600,00	1 199 999 600,00	30-sept-21	3 709 868 104,79	758 194 118,11	359 636 311,11
TOTAL				1 199 999 600,00	1 199 999 600,00		3 709 868 104,79	758 194 118,11	359 636 311,11

SUMMARY OF PROVISIONS AND RESERVES

(Moroccan Dirhams)								
DESCRIPTION	Beginning Balance	Current year provisions			Provisions deductions			Amount ending balance
		Operating	financial	Unusual	Operating	financial	Unusual	
1. Long term assets provisions								
2. Regulated Reserves								
3. Long term reserves for risks	25 851 518,00			29 267 253,00			25 851 518,00	29 267 253,00
SUB-TOTAL (A)	25 851 518,00			29 267 253,00		-	25 851 518,00	29 267 253,00
4. Current assets provisions	20 076 770,00	21 301 725,66			20 076 770,00			21 301 725,66
5. Other risk provisions	32 316 432,44		4 475 764,01				29 678 250,00	7 113 946,45
6. Financial provisions								
SUB-TOTAL (B)	52 393 202,44	21 301 725,66	4 475 764,01		20 076 770,00	-	29 678 250,00	28 415 672,11
TOTAL (A+B)	78 244 720,44	21 301 725,66	4 475 764,01	29 267 253,00	20 076 770,00	-	55 529 768,00	57 682 925,11

SUMMARY OF RECEIVABLES AND DEBTORS

Moroccan Dirhams								
RECEIVABLES	TOTAL AS OF 31.12.2021	RECEIVABLES ANALYSES			OTHER ANALYSES			
		> 1 year	< 1 year	unrecovered	foreign currency balance	State receivables	Affiliated corporate receivables	Bills of exchange
LONG TERM RECEIVABLES	550 237,53	449 462,86	100 774,67	-				
- Loans	100 774,67	-	100 774,67					
- Other financial assets	449 462,86	449 462,86						
CURRENT ASSETS	2 166 919 950,41	542 292 871,81	1 624 627 078,60		1 195 368,08	1 572 101 153,89	565 415 713,15	
- Advances to suppliers	9 487 591,95		9 487 591,95		688 543,52	4 322 712,48	-	
- Trade receivables	1 044 422 815,83	1 036 393,90	1 043 386 421,93		506 824,56	1 014 488 033,47	7 721 429,52	
- Employee	1 264 145,88		1 264 145,88					
- State	553 290 407,94	541 256 477,91	12 033 930,03			553 290 407,94		
- Partners current accounts			-					
- Other debtors	557 694 283,63		557 694 283,63				557 694 283,63	
- Accruals accounts - Assets	760 705,18		760 705,18		-			

SUMMARY OF LIABILITIES

Moroccan Dirhams								
RECEIVABLES	TOTAL AS OF 31.12.2021	ANALYSIS BY MATURITY			OTHER ANALYSES			
		> 1 year	< 1 year	Outstanding and unrecovered	Foreign currency	State receivables	Affiliated corporate receivables	Bills of exchange
LONG TERM FINANCIAL DEBTS	3 806 104 771,14	3 553 711 962,59	252 392 808,55		-	-	-	
- Bonds issues	2 474 999 820,00	2 324 999 700,00	150 000 120,00					
- Other financial debts	1 331 104 951,14	1 228 712 262,59	102 392 688,55					
CURRENT	1 772 891 407,67	466 564 271,10	1 306 327 136,57		886 215 796,22	668 611 822,27	33 794 233,23	
- Trade payables	990 706 620,53	6 904 195,24	983 802 425,29		886 215 796,22		33 792 536,04	
- Advances from customers	28 761 250,91		28 761 250,91					
- Employee	53 898 087,46		53 898 087,46					
- Social security	8 197 762,30		8 197 762,30			8 197 762,30		
- State	200 753 984,11		200 753 984,11			200 753 984,11		
- Partners current accounts	1 697,19		1 697,19				1 697,19	
- Other creditors	459 660 075,86	459 660 075,86				459 660 075,86		
- Accruals accounts - Liabilities	30 911 929,31		30 911 929,31					

SUMMARY OF "ESTATE GUARANTEES" GIVEN OR RECEIVED

01/01/2021 to 31/12/2021					
CREDITORS/DEBTORS	AMOUNT COVERED BY GUARANTEE	Nature	Date and registration location	Purpose	NET BOOKING VALUE OF THE GUARANTEE AS OF DECEMBER 31
- Given guarantees			N I L		
- Received guarantees	100.774,67	Mortgage		Employee Mortgage Loan	

FINANCIAL COMMITMENTS OTHER THAN LEASING OPERATINGS

FINANCIAL COMMITMENTS OTHER THAN LEASING OPERATINGS		Current year Amounts	PREVIOUS YEAR AMOUNTS
Short Term Imports			
ALSTOM France			26 789,00
CENTRACOM			4 650,00
LAMBLIN Voies Ferrées			557 393,01
Short Term Exports			
URS (38 890,00 MAD)			156 546,71
ALSTOM France (80750 EURO)			883 695,70
ALSTOM POWER SERVICE (5000 euro)			54 718,00
SCOTT USA (1350 USD)			14 773,86
ABB SECHERON SA (1460 CHF)			14 716,80
ABB SECHERON SA (2090CHF)			21 067,20
ABB SECHERON SA (34600CHF)			348 768,00
Kema 2000 EURO			21 887,20
FERBECK & FURMITHERM (43028 EUR)		208 712,00	470 881,22
ABB SECHERON SA (1500 CHF)		4 752,00	15 120,00
Paul boman (250 USD)		663,00	2 229,38
Total (1)		214 127,00	2 593 236,07
RECEIVED COMMITMENTS		Current year	Previous year
- Endorsement and Guarantee			
A) G.A			
GLENCORE (USD 2 000 000,00)			17 835 000,00
Votol (USD 2 000 000,00)			17 835 000,00
SUEK (USD 2 000 000,00)			17 835 000,00
ECOCARBON (USD 2 000 000,00)		18 504 800,00	
SUEK (USD 2 000 000,00)		18 504 800,00	
JERA (USD 2 000 000,00)		18 504 800,00	
Convention of sequestre ONEE (Credit Letter)		425 000 000,00	425 000 000,00
AFRIQUIA (Attijari wafa bank)		339 820,20	339 820,20
AFRIQUIA (BP)		559 812,60	559 812,60
B) O&M			
Atlas copco			304 091,00
SOMAGEC			6 619 460,12
SCHNEIDER ELECTRIC IT			165 120,00
OSS			128 802,00
SCHNEIDER ELECTRIC IT			82 560,00
SCHNEIDER ELECTRIC IT			320 760,00
SCHNEIDER ELECTRIC IT			641 520,00
GE MIDDLE EAST FZST (66924,99 USD)			596 803,60
AAF S.A (4292,00EUR)			46 969,93
STOKVIS NORD-AFRIQUE		192 000,00	192 000,00
SMAC STE		134 068,00	134 068,70
SOMARAIL (20655 eur) Credit du Nord		216 352,86	226 040,06
SCHNEIDER ELECTRIC MAROC		321 600,00	321 600,00
CBI		254 887,08	254 887,08
TECHNI DISPO		50 850,60	50 850,60
SULZE MAROC		83 850,84	83 850,84
SCHNEIDER ELECTRIC MAROC		160 800,00	
GROUPE PRORISK		91 594,09	
- Other commitments received			
TOTAL		482 920 036,28	489 574 016,73

SUMMARY OF LEASING CONTRACTS

Designation 1	first maturity Date 2	Length of contract 3	Estimated value at contract date 4	Theoretical depreciation period 5	Cumulated leasing expenses 6	yearly leasing expenses 7	Remaining balance		End of contract residual price 10	Comments 11
							< 1 year 8	> 1 year 9		
1	25/07/2018	120	24.208.333,33	10 ans	6.510.010,38	3.001.633,90	3.001.633,90	16.508.896,46	2.420.833,35	

INCOME STATEMENT DETAILS			
Account		Current year	Previous year
611	OPERATING EXPENSES		
	Cost of sales (commercial)		
	- purchases		
	- Inventory variation (+/-)		
	Total	-	-
612	Cost of sales (production)		
	- Raw material purchases	2 977 639 233,73	2 245 242 767,70
	- Raw material inventory variation	(400 139 130,50)	140 697 952,96
	- Consumables	87 593 073,37	158 500 648,01
	- Consumables inventory variation (+/-)	(11 358 560,06)	(30 747 150,91)
	- Non stored purchased raw and equipments	58 321 371,58	48 991 466,11
	- services and surveys	87 903 611,61	108 059 827,68
	Total	2 799 959 599,73	2 670 745 511,55
613/614	Other external expenses		
	- Rentals	8 307 491,58	8 728 026,19
	- Repairs and maintenance	48 115 733,27	57 427 271,49
	- Insurance	37 888 121,31	35 148 423,39
	- Remuneration of external labor to the company	13 261 870,79	18 202 433,98
	- fees and commissions	34 995 240,76	38 297 780,41
	- Royalties, rights,..	-	-
	- Research and documentation	452 181,15	359 176,22
	- transportation	4 565 096,70	4 339 604,58
	- travel, assignments and reception	4 895 842,32	1 268 420,77
	- Other external expenses	9 074 559,42	11 006 858,89
	Total	161 556 137,30	174 777 995,92
616	Taxes	23 391 875,16	23 486 012,51
617	Payroll expenses		
	- Remunerations	207 549 928,72	200 761 401,88
	- Social Charges	28 828 658,66	45 460 665,15
	Total	236 378 587,38	246 222 067,03
618	Other operating expenses		
	- Attendance fees	3 500 000,00	3 500 000,00
	- Losses in unrecoverable assets	-	-
	- Other	-	-
	Total	3 500 000,00	3 500 000,00
638	FINANCIAL EXPENSES		
	Other financial expenses		
	- Net investment sales costs	-	-
	- Other	-	-
	Total	-	-

658	UNUSUAL EXPENSES		
	Other unusual expenses		
	- Penalties on contracts		
	- Taxes adjustments		
	- Tax penalties	-	-
	- Unrecoverable assets	-	-
	- Other	65 777 659,74	57 838 574,00
	Total	65 777 659,74	57 838 574,00
711	OPERATING REVENUES		
	SALES OF MARCHANDISES		
	- Domestic		
	- Export		
	- Other		
	Total	-	-
712	Sales of produced goods and services		
	- Sales of produced goods Domestic	4 486 843 566,27	4 233 438 871,17
	- Sales of produced goods Export		
	- Sales of services Export		
	- Sales of services Domestic		
	- Royalties, Rights,		
	- Other		
	Total	4 486 843 566,27	4 233 438 871,17
713	INVENTORIES VARIATIONS		
	- Inventories variations production (+/-)	-	-
	- Inventories variations services (+/-)		
	- Inventories variations production in progress (+/-)		
	Total	-	-
718	Other operating revenues		
	- Attendance fees received		
	- Other	4 080 236,35	1 068 275,12
	Total	4 080 236,35	1 068 275,12
719	Costs transfers, Provisions reductions		
	- Reversal	20 076 770,00	8 878 893,14
	- Costs transfers	-	56 800 942,12
	Total	20 076 770,00	65 679 835,26
	FINANCIAL REVENUES		
738	Interests and other financial revenues		
	- Interests and proceeds	377 197,37	921 522,57
	- Revenues from affiliated companies		
	- Net proceeds from fixed assets disposal	17 460 663,04	31 182 778,93
	- Others	-	-
	Total	17 837 860,41	32 104 301,50

TAXABLE INCOME CALCULATION

	DESCRIPTION	Amount T1	Amount T2
I. NET RESULT (Accounting)			
	Net profit	838 083 982,68	
	Net Loss		-
II. TAX ADDITIONS		311 339 126,32	
	1. Current	3 455 854,53	
	- Unrealized gain as of December 31,2021	2 038 604,53	
	- non deductible depreciation	730 000,00	
	- Sponsoring	687 250,00	
	2. Non current	307 883 271,79	
	- Post employment Provision as of December 31, 2021	29 267 253,00	
	- Non deductible amortization	7 288 502,29	
	- Social Solidarity Contribution (CSS)	20 932 225,00	
	- Other non current expenses	24 756 678,00	
	- Current income taxes	225 638 613,50	
III. FISCAL DEDUCTIONS			421 105 000,93
	1. Current		
	- Unrealized gain as of December 31, 2020		5 878 919,82
	2. Non current		
	- Reversal of the Post employment provision as of December 31, 2020		25 851 518,00
	- Other non current revenues		29 678 250,00
	- Dividends		359 696 313,11
	Total	1 149 423 109,00	421 105 000,93
IV. GROSS FISCAL RESULT			
	Gross profit if T1 > T2 (A)	728 318 108,07	
	Gross fiscal deficit if T2 > T1 (B)		
V. CARRIED DEFICIT TO BE CHARGED (C) (1)			
	year n-4		-
	year n-3		-
	year n-2		-
	year n-1		-
VI. NET FISCAL result			
	Net fiscal profit (A-C)		728 318 108,07
	or net fiscal deficit (B)		
VII. CUMULATED DEFERRED DEPRECIATIONS			
VIII. CARRIED FORWARD TAX DEFICITS			
	year n-4		-
	year n-3		-
	year n-2		-
	year n-1		-
	year n		-

(1) within the limit of the gross fiscal profit amount (A)

CALCULATION OF NET OPERATING INCOME (AFTER TAXES)

I. INCOME CALCULATION		AMOUNT
- Operating Income (I/S)	(+/-)	1 102 788 531,48
- Tax operating additions	(+)	3 455 854,53
- Tax operating deductions	(-)	(5 878 919,82)
- THEORETICAL TAXABLE OPERATING INCOME	(=)	1 100 365 466,19
- Theoretical tax	(-)	340 973 294,52
- Net operating income	(=)	761 815 236,96
II. Summary of tax regulations and specific tax advantages		
- Application of the Regime of the code of Investments.		

DETAIL OF V.A.T

DESIGNATION	CURRENT YEAR INITIAL BALANCE 1	Current year Transactions 2	Current year V.A.T declaration 3	Current year final balance (1+2-3=4)
A. Invoiced V.A.T	78 089 877,14	630 659 831,38	583 148 595,40	125 601 113,12
B. Recoverable V.A.T	17 457 507,45	659 322 113,91	664 745 691,33	12 033 930,03
* On Expenses	17 058 077,43	659 596 754,75	664 620 902,15	12 033 930,03
* On Immobilizations	399 430,02	(274 640,84)	124 789,18	-
C. V.A.T payable or V.A.T credit	60 632 369,69	(28 662 282,53)	(81 597 095,93)	113 567 183,09

Contingent Liabilities

TAQA Morocco received, on November 8th, 2021, a notice of tax audit related to the Corporate Income Tax and the Individual Income Tax for the years 2017 to 2020, as well as VAT for the years 2016-2020.

The first and second notifications were received respectively on December 17th, 2021 and March 3rd, 2021, highlighting proposed adjustments for Corporate Income Tax and the Individual Income Tax for the year 2017, as well as VAT for the years 2016-2020.

In accordance with the provisions of the Moroccan General Tax Code (article 220), a response was submitted to the Tax Administration in which the Company rejected the majority of the proposed adjustments.

The verification of the 2018 to 2020 fiscal years is still in progress.

As of December 31, 2021, a provision for risk has been booked, based on the assessment carried out by management and validated by the tax advisers, in order to face any potential adjustment that will result from this tax audit.

2021 Tax returns are not yet prescribed, and may be subject to audit and potential adjustments.

SHARE CAPITAL ALLOCATION

Capital amount: 2 358 854 200 DH							
Name or corporate names of principals shareholders 1	Address 2	Number of shares		Nominal Value of each share 5	Capital amount		
		Previous Period 3	Current period 4		Subscribed 6	Called Up 7	Paid Up 8
ABU DHABI NATIONAL ENERGY COMPANY (TAQA)	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	20 236 583	20 236 583	100,00	2 023 658 300	2 023 658 300	2 023 658 300
Abdulaziz Mohamed Abdulla Alobaidli Al Hammadi	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	1	1	100,00	100	100	100
Saeed Hamad Obaid Abuqata Aldhaheer	SOWWAH SQUARE - AL MAQAM TOWER - 25th FLOOR - AL MARYAH ISLAND - ABU DHABI - EMIRATS ARABES UNIS	1	1	100,00	100	100	100
Hamad Abdulla Mohamed Alshorafa Al Hammadi	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	1	1	100,00	100	100	100
Vivek Gambhir	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	1	1	100,00	100	100	100
ABDULAZIZ ABDULRAHMAN AL HEMAIDI	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	1	-	100,00	-	-	-
AL AHBABI MOHAMMED ABDULLA FALAH JABER	SOWWAH SQUARE - AL MAQAM TOWER - 25th FLOOR - AL MARYAH ISLAND - ABU DHABI - EMIRATS ARABES UNIS	1	-	100,00	-	-	-
KHALEEFA ALI MOHAMED ABDULLA ALQAMZI	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	1	-	100,00	-	-	-
Farid Saleh Farid Mohamed Al Awlaqi	C/o Abu Dhabi National Energy Company PJSC - Al Maria Island, Level 23,24,25 AL Maqam Tower - Abu Dhabi, Emirats Arabes Unis	-	1	100,00	100	100	100
Public		3 351 952	3 351 954	100,00	335 195 400	335 195 400	335 195 400
TOTAL		23 588 542	23 588 542		2 358 854 200	2 358 854 200	2 358 854 200

STATEMENT OF NET RESULT ALLOCATION

	AMOUNT		AMOUNT
A. Origin of allocated results		B. Allocated results	
- Retained earning		- Legal reserve	-
- Net Income 2020	21 232 475,53	- Other reserve	11 301 456,23
- Income / Loss to be allocated	815 667 950,70	- Percentage of profit	
- Deductions from reserves	-	- Dividends	825 598 970,00
- Other deductions		- Other profit allocation	-
TOTAL A		- Retained earnings	-
TOTAL A	836 900 426,23	TOTAL B	836 900 426,23

LAST THREE YEARS RESULTS

INDICATIONS	Year N-2	Year N-1	Year N
	Du 01/01/2019 au '31/12/2019	Du 01/01/2020 au '31/12/2020	Du 01/01/2021 au '31/12/2021
. NET SHAREHOLDERS EQUITY			
Shareholders equity plus assimilated equity minus capitalized cost	4 401 516 713,82	4 355 312 217,62	4 598 586 808,73
. TRANSACTION AND RESULTS OF THE CURRENT YEAR			
1. Revenues	5 124 120 332,42	4 233 438 871,17	4 486 843 566,27
2. Pretax result	945 187 251,43	1 000 927 649,13	1 063 722 596,18
3. Corporate Tax	204 272 315,32	185 259 698,43	225 638 613,50
4. Dividends and related revenues distributed	943 541 680,00	849 187 512,00	825 598 970,00
5. Non distributed results (revenues to be allocated)			
. RESULT PER SHARE			
. Earning per share	31,41	34,58	35,53
. Dividend per share	40,00	36,00	35,00
. PERSONNEL			
. Current year gross salary amount	177 727 982,27	200 761 401,88	207 549 928,72
. Average staff employed during the current year	337,00	332,00	335,00

Deloitte.

Deloitte Audit
Boulevard Sidi Mohammed Benabdellah
Tour Ivoire III, 3^{ème} étage,
Casablanca Marina
Maroc

BENJELLOUN TOUIMI BT
CONSULTING

Espace Bureaux Clarence
13, Rue Al Kasr
Casablanca

SUMMARY OF FOREIGN CURRENCIES TRANSACTIONS BOOKED

DESIGNATION	Inflow dirham equivalent	Outflow dirham equivalent
- Permanent financing	0,00	
- Gross fixed assets		751 220,70
- Fixed Assets Disposals	0,00	
- Loan repayment		0,00
- Proceeds	373 984,31	
- Expenses		2 666 196 754,72
TOTAL INFLOWS	373 984,31	
TOTAL OUTFLOWS		2 666 947 975,42
BALANCE IN FOREIGN CURRENCIES	2 666 573 991,11	
TOTAL	2 666 947 975,42	2 666 947 975,42

FIXED DATE AND LATER EVENTS

I. FIXED DATE		
. Closing date		December 31, 2021
. Establishment date of summary statement		March 16, 2022
II. SUBSEQUENT EVENTS TO THE CLOSING UNRELATED TO CURRENT YEAR AND KNOWN BEFORE THE COMMUNICATION OF THE SUMMARY STATEMENT		
Dates		Indication of events
		Favourables
		NIL
		- Unfavourables
		NIL

To the Shareholders of
TAQA Morocco S.A.
Commune Moulay Abdellah,
Route régionale 301, PK23, Centrale Thermique de Jorf Lasfar
El Jadida

GENERAL REPORT OF THE STATUTORY AUDITORS

PERIOD FROM JANUARY 1st TO DECEMBER 31st, 2021

This is a free translation into English of the statutory auditors' general report on the financial statements of the Company signed and issued in French and it is provided solely for the convenience of English-speaking users.
This statutory auditors' general report is prepared according to the rules of preparation and submission of periodic and additional information, required by Moroccan law in such reports. This information presented below expresses the opinion on the financial statements. This report should be read in conjunction with, and construed in accordance with, Moroccan law and professional auditing standards applicable in Morocco.

Audit of Statutory Financial Statements

Opinion

In accordance with our engagement as statutory auditors by your General shareholders' meetings, we have audited the accompanying financial statements of TAQA Morocco S.A. (the Company) including the balance sheet as of December 31st, 2021 as well as the income statement, the statement of operating accounts and the cash flow statement for the year then ended as well as the additional disclosures (ETIC). These financial statements show shareholders' equity and reserves of MAD 4.608.929.768,91 including a net profit of MAD 838.083.982,68. These financial statements were approved by the Executive Board on March 16th, 2022, context of the health crisis of the Covid-19 epidemic, on the basis of the information available at that date.

We certify that the financial statements referred to in the first paragraph above are regular and sincere and give, in all material aspects, a fair view of the result of the operations for the year then ended, as well as the financial position and assets of the Company TAQA Morocco S.A as of December 31st, 2021, in accordance with the accounting principles applicable in Morocco.

Basis for opinion

We conducted our audit in accordance with professional standards applicable in Morocco. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the audit of the Financial Statements section of our report. We are independent of the Company in accordance with ethics' requirements that are relevant to the audit of the financial statement in Morocco, and we have fulfilled our other ethical responsibilities in accordance with these

requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention that TAQA Morocco S.A. is under tax audit, as described in the statement B15 of the additional disclosures (ETIC). Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters, that in our professional judgment, were of most significance in our audit of the financial statements of the current period.

We determined that there was no key audit matter to communicate.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting principles applicable in Morocco, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those Charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to frauds or errors, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one

resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Specific Procedures and Disclosures

We have also performed specific procedures required by law and we have, in particular, verified the consistency of the information provided in the Management Report addressed to the shareholders with the Company's financial statements.

Casablanca, March 17, 2022

The Statutory Auditors

Deloitte Audit

French original signed by
Adnane FAOUZI
Partner

BENJELLOUN TOUIMI Consulting

French original signed by
Abdelmajid BENJELLOUN TOUIMI
Partner

CONSOLIDATED ACCOUNTS

Balance Sheet Assets (in KMAD)			
Assets	Notes	31/12/2021	31/12/2020
. Intangible Assets	1.2.1 & 2.1	4 933 576	5 130 254
. Fixe Assets	1.2.2 & 2.1	8 635 074	9 022 612
. Financial Assets	2.2	725	853
. Long Term Exchange Fluctuations		168 853	227 654
Total Long Term Assets		13 738 229	14 381 373
. Inventory	1.2.3 & 3	1 748 683	1 469 064
. Trade Receivables	4	1 762 562	1 338 555
. Other Receivables	5	584 395	580 972
. Short Term Investments	6	1 105 295	1 571 340
. Other Assets		8 556	12 157
. Cash	7	447 349	281 923
Current Assets		5 656 842	5 254 012
TOTAL ASSETS		19 395 071	19 635 385

Balance Sheet Equity & Liabilities (in KMAD)			
Liabilities		31/12/2021	31/12/2020
. Share Capital		2 358 854	2 358 854
. Share Premium		1 164 805	1 164 805
. Reserves		1 220 280	1 165 725
. Net Income Group Share		1 004 834	880 159
. Group Equity	8	5 748 773	5 569 542
. Minority Interests		1 157 403	1 066 996
Consolidated Shareholders Equity		6 906 175	6 636 538
Provisions	1.2.5 & 9	29 267	25 852
Borrowings	10	9 633 714	10 781 257
Long Term Exchange Flutuations	10	146 166	88 976
Long Term Liabilities		9 809 147	10 896 084
. Current Payables	11	1 289 768	757 897
. Other Payables	12	1 389 980	1 344 866
Current Liabilities		2 679 749	2 102 763
Total Liabilities		12 488 895	12 998 847
TOTAL EQUITY & LIABILITIES		19 395 071	19 635 385

CONSOLIDATED INCOME STATEMENT			
(in KMAD)		31/12/2021	31/12/2020
Revenues			
Revenues	13	7 812 396	7 788 737
Other Revenues		4 080	1 068
Operating expense reversals		20 077	8 879
Total revenues		7 836 553	7 798 684
Expenses			
Operating Expenses	14	4 244 986	4 297 005
Taxes		23 999	24 098
Labor Costs	15	312 465	316 724
Depreciation	16	824 341	802 012
TOTAL EXPENSES		5 405 791	5 439 838
Operating Income		2 430 762	2 358 846
Financial results	17	-476 874	-564 340
Current income		1 953 888	1 794 505
Non-current income	18	-73 053	-94 077
Income Before Tax		1 880 835	1 700 429
Corporation Tax	19	600 288	556 602
Consolidated Net Income		1 280 547	1 143 827
NET INCOME GROUP SHARE		1 004 834	880 159
Minority Interests		275 713	263 668
CONSOLIDATED NET INCOME		1 280 547	1 143 827
Earnings per share (in MAD)		42,60	37,31

CONSOLIDATED CASH FLOW STATEMENT			
(in KMAD)		31/12/2021	31/12/2020
Cash flow from operations			
Net Income from Integrated Companies		1 280 547	1 143 827
Elimination of expenses and proceeds having no incidents on cash nor linked to the business			
- Operating allowances and non-current provisions		798 950	813 528
- Deferred tax variance		(32 513)	(18 672)
- Capital gains from disposals net of tax		0	0
Net working capital variance		-92 324	323 509
Net cash flows generated by the activity		1 954 660	2 262 191
Cash flow related to investment operations			
Acquisition of intangible and fixed assets		(213 413)	(1 888 106)
Disposals of fixed assets net of tax		586	477
Incidence of scope change		0	0
Net cash flow related to investment operations		(212 827)	(1 887 629)
Cash flow related to financing operations			
Dividends paid (*)		(1 010 899)	(1 019 188)
Capital increase in cash		0	0
Issuing of loans		0	4 283 417
Repayment of loans		(1 031 553)	(3 876 331)
Net Cash flow from financing operations		(2 042 452)	(612 101)
Cash Variance		(300 618)	(237 539)
Opening Cash		1 853 263	2 090 802
Closing Cash		1 552 645	1 853 263

(*) Of which dividends paid by TAQA Morocco equal to KDH 825 599 in 2021 (compared to KDH 849 188 in 2020). The remainder consists of the dividends paid by JLEF 5&6 to TAQA Power Ventures B.V.

CONSOLIDATED EXPLANATORY NOTES AS OF DECEMBER 31, 2021 AND 2020

1. ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these consolidated financial statements are stated below :

1.1. Basis of preparation

The principles and methods of consolidation used by the Group are in accordance with the methodology adopted by the National Accounting Council for the preparation of the consolidated financial statements in its opinion n ° 5.

1.1.1. Scope and consolidation methods

The companies in which the Group exercises direct or indirect exclusive control are fully consolidated. Exclusive control is the direct or indirect power of leading a company's financial and operating policies to take advantage of its activities.

Companies in which the Group directly or indirectly exercises significant influence are consolidated using the equity method.

Significant receivables, debts, income and expenses are eliminated in full for fully consolidated companies.

1.1.2. Closing dates

TAQA Morocco and JLEC 5&6 close their accounts respectively on December 31st and September 30th.

1.2. Valuation methods

1.2.1. Intangible assets

All the major outages are executed every 8 years for each unit, according to a pre-established major outage plan. The major outage expenditures are amortized over the same period

- Initial Right of possession

In accordance with the Transfer of Possession Agreement (TPA) and in counter part of the payment of the TPA fee, "ONE" transfers to JLEC its "right of possession" of the units 1&2. This "right of possession" is capitalized as an intangible asset, and amortized over the period of concession (until April 15th, 2044).

- Complementary Right of Possession related to Units 3&4

TAQA Morocco has completed the construction of Units 3&4 respectively after a period of 33 months and 40 months starting on financial closing date as well other investments related to the plant. During the period of construction, the total cost of construction that includes capitalized interest, have been accounted for as a Fixed Asset in Progress. From the

commercial operation date of Unit 4, on February 2nd, 2001, the "right of possession" has been extended to the new Units (3&4), and the corresponding intangible asset are amortized over the remaining period of concession (until April 15th, 2044).

On January 24th, 2020, TAQA Morocco and ONEE signed the extension of the Power Purchase Agreement (PPA) for Units 1 to 4, allowing the alignment of the two PPAs 1 to 4 and 5 & 6 to 2044. In this context, TAQA Morocco has paid the additional right of use for an amount of DH 1.5 billion which was capitalized as an intangible asset and amortized over the duration of the concession (until April 15th, 2044).

- Financing cost

Costs incurred to obtain financing were capitalized, and then such costs were amortized as a financial cost over a five year period. The periodic amortization of such costs is noted in the operating depreciation in accordance with Moroccan GAAP (CGNC).

- Other Project Development Costs

At Financial Closing, the Company also capitalized certain other costs paid by Related Parties during the development stage as an intangible asset. These capitalized costs are allocated during the entire period of the concession (until April 15th, 2044).

1.2.2. Fixed assets

This account includes all fixed assets for which the estimated life duration is less than the concession period. They are recorded at their acquisition costs or production costs. Their depreciations are calculated on a straight-line basis based on the applicable tax rates.

1.2.3. Inventories

The inventories are accounted for at their initial cost. Such cost will include the initial prices and any other accessory costs. At the end of the fiscal year, the inventories are evaluated according to the weighted average cost, except for spare parts inventory by applying the First In First Out (FIFO) Method.

1.2.4. Foreign Currency Transaction

Receivables and debts in foreign currencies are accounted at the exchange rate prevailing on the date of the transaction. These receivable and debts are converted at the balance sheet closing exchange rate and readjusted in the asset/liability short term exchange of fluctuation.

Unrealized foreign exchange losses are recognized in the income statement through financial provisions, with the exception of those relating to financing debts denominated in US dollars and Euros, which are the subject of quasi-currency hedging transactions resulting from an overall foreign exchange position.

The unrealized gains are not recorded in the income statement.

1.2.5. Provisions for risks and charges

As of December 31, 2021, the provisions for risks and charges correspond to the provisions for postemployment benefits subject to an actuarial valuation by an independent firm.

These social benefits are related to the gratuities of electricity for the benefit of the statutory staff of TAQA Morocco.

1.2.6. Tax restatements

Deferred tax resulting from the consolidation restatements are calculated by company.

2. Assets

2.1. Net assets

In thousands of dirhams	December 31, 2021			December 31, 2020		
	Gross	Amorts. Prov.	Net amount	Gross	Amorts. Prov.	Net amount
Intangible assets (*)	14,059,719	9,126,143	4,933,576	14,305,805	9,175,551	5,130,254
Tangible assets (**)	12,138,154	3,503,080	8,635,074	12,055,476	3,032,864	9,022,612
Total	26,197,873	12,629,223	13,568,650	26,361,281	12,208,415	14,152,866

(*) Intangible assets correspond mainly to the right of possession of TAQA Morocco for a net amount of DH 4,241,619 thousands.

(**) Fixed assets correspond mainly to the Units 5&6 and the port superstructure.

2.2. Financial assets

In thousands of dirhams	December 31, 2021	December 31, 2020
Loans	276	228
Other financial assets	449	625
Total	725	853

3. Inventories

In thousands of dirhams	December 31, 2021			December 31, 2020		
	Gross	Provisions	Net Amount	Gross	Provisions	Net Amount
Spare parts	1,079,072	26,713	1,052,360	1,073,773	20,077	1,053,696
Coal	647,741		647,741	350,993		350,993
Fuel	39,027		39,027	54,309		54,309
Other inventories	9,557		9,557	10,066		10,066
Total	1,775,396	26,713	1,748,683	1,489,141	20,077	1,469,064

The inventories consist mainly of coal and spare parts.

4. Trade receivables

In thousands of dirhams	December 31, 2021			December 31, 2020		
	Gross	Provisions	Net Amount	Gross	Provisions	Net Amount
Trade receivables	1,762,562		1,762,562	1,338,555		1,338,555
Total	1,762,562	0	1,762,562	1,338,555	0	1,338,555

Accounts receivable mainly include the two energy invoices of TAQA Morocco for the months of November and December and JLEC 5&6 for the months of August and September in accordance with the payment term of the Power Purchase Agreement.

The increase in trade receivables is mainly due to the increase in energy payments following the increase in the coal price in the international market, as well as the execution of the minor outage of Unit 1 in November 2020.

5. Other receivables

In thousands of dirhams	December 31, 2021			December 31, 2020		
	Gross	Provisions	Net Amount	Gross	Provisions	Net Amount
Suppliers advances	11,948	-	11,948	18,743	-	18,743
Employee	2,044	-	2,044	2,519	-	2,519
State	569,634	-	569,634	549,474	-	549,474
Other receivables	-	-	-	154	-	154
Prepaid	769	-	769	10,082	-	10,082
Total	584,395	-	584,395	580,972	-	580,972

6. Short term investments

Short term investments correspond to investments of the surplus cash in money market, bond and money-market funds.

7. Cash

In thousands of dirhams	December 31, 2021	December 31, 2020
Cash	447,349	281,923
Total	447,349	281,923

TAQA Morocco's bank accounts denominated in Dirhams, Euros and Dollars are opened with the following banks: Attijariwafa Bank, BCP, BMCE, Societe Generale and BMCI.

JLEC 5&6 bank accounts denominated in Dirhams, Euros and Dollars are opened with BCP and BNP Paribas London.

8. Group equity

The change in Group equity is broken down as follows:

TAQA MOROCCO GROUP

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (GROUP SHARE)

In thousands of dirhams	Capital	Share premium	Consolidated reserves	Net income of the year	Consolidated equity
Balance as of December 31, 2019	2,358,854	1,164,805	960,987	1,054,189	5,538,835
Income allocation	0	0	204,738	(1,054,189)	(849,451)
Net income as of December 31, 2020	0	0	0	880,159	880,159
Balance as of December 31, 2020	2,358,854	1,164,805	1,165,725	880,159	5,569,542
Income allocation	0	0	54,555	(880,159)	(825,604)
Net income as of December 31, 2021	0	0	0	1,004,834	1,004,834
Balance as of December 31, 2021	2,358,854	1,164,805	1,220,279	1,004,834	5,748,773

9. Provisions for risks and charges

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Provisions for risks	-	-
Provisions for charges	29,267	25,852
Total	29,267	25,852

The provisions for risks and charges correspond to the provisions for employee postemployment benefits subject to an actuarial valuation by an independent firm.

These social benefits are related to the gratuities of electricity for the benefit of the statutory staff of TAQA Morocco.

10. Borrowings

In thousands of dirhams	December 31 , 2021	December 31 , 2020
TAQA Morocco	3,806,105	4,058,498
JLEC 5&6	5,790,614	6,681,803
Leasing restatements	36,995	40,956
Total	9,633,714	10,781,257

- TAQA Morocco

	Fixed interest rate	Repayment method	Outstanding amount (Kdh)	
			2,021	2,020
Bond (*)	3.75%	Biannual	2,475,000	2,625,000
Bank Loan issued in 2020 (**)	5.62%	Quarterly	1,331,105	1,433,498
Total			3,806,105	4,058,498

(*) As of September 7, 2020, TAQA Morocco issued a bond by private placement with qualified investors for an amount of DH 2.7 billion, with a 18 years tenor, repayable semi-annually, at the fixed rate of 3.75% per annum. In parallel, the bank facility issued in 2009 has been repaid for an amount of DH 2.7 billion on September 22, 2020.

(**) As of September 30, 2020, a bank facility (15 years) was issued for an amount of DH 1.5 billion to finance the payment of the additional right of use.

- JLEC 5 & 6

Facility	Interest rate	Currency	Total amount by facility in original currency	BAM Exchange Rate as of September 30,2021	Balance as of September 30,2020 in thousands of dirham	Balance as of September 30,2021 in thousands of dirham
JBIC Direct Loan	4.23%	USD	108,972	9.065	987,809	1,173,647
NEXI Covered Loan	3.92%	EUR	58,118	10.491	609,703	733,042
KEXIM Direct Loan	4.27%	EUR	78,702	10.491	825,639	992,661
KEXIM Covered Loan	5.16%	EUR	52,468	10.491	550,426	661,774
EUR TERM Facility	4.42%	EUR	15,135	10.491	158,777	190,896
MAD TERM Facility	4.80%	MAD	1,508,720	1.000	1,508,720	1,756,934
TAQA International BV	7.00%	USD	126,814	9.065	1,149,540	1,172,848
Total					5,790,614	6,681,803

11. Trade payables

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Trade payables	1,289,768	757,897
Total	1,289,768	757,897

12. Other payables

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Clients advances	28,815	69,264
Employee	67,209	58,816
Social security/pension funds	10,993	13,917
State	346,486	206,699
Deferred tax liabilities	49,691	82,359
Affiliate current accounts (TPV – JLEC 5&6)	277,338	238,000
Other payables	461,715	485,235
Accruals	136,540	141,415
Other provisions for contingencies and losses	11,194	49,161
Total	1,389,980	1,344,866

State debts mainly include the invoiced VAT accounts.

Other creditors consist mainly of the advances invoiced to ONEE for the VAT credit in accordance with the terms of the Power Purchase Agreement, as well as the dividends to be paid by JLEC 5 & 6 to TAQA Power Ventures B.V.

13. Turnover

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Capacity revenues	3,818,956	3,949,442
Energy payments	3,722,753	3,577,300
Other revenues	270,687	261,995
Total	7,812,396	7,788,737

14. Purchases and other external expenses

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Coal consumption	3,629,295	3,666,373
Fuel consumption	28,456	21,039
Other consumed purchases	284,525	352,144
Other external expenses	299,210	253,949
Attendance Fees	3,500	3,500
Total	4,244,986	4,297,005

15. Staff expenses

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Staff expenses	312,465	316,724
Average headcount	474	481
Average Salary	659	658

16. Depreciation

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Amortization	807,897	781,935
Provisions	16,444	20,077
Total	824,341	802,012

Provisions are primarily related to provisions for impairment of spare parts inventories.

17. Financial income

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Interests and other financial proceeds	28,660	46,957
Financial reversals and expense transfers	9,074	15,690
Foreign exchange gain & loss	(7,646)	(41,733)
Interest expenses	(498,406)	(576,179)
Financial provisions	(8,556)	(9,075)
Total	(476,874)	(564,340)

Interest and other financial income correspond to the interests on the surplus cash investments.

Financial reversals correspond to reversals of provisions for foreign exchange losses of the previous year.

Interest expenses correspond to interests related to TAQA Morocco and JLEC 5&6 facilities.

18. Non current income

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Other non current revenue	30,297	22
Other non current expenses	(75,770)	(92,184)
Non current depreciation and provision allocations	(27,580)	(1,915)
Total	(73,053)	(94,077)

Other non-current expenses include mainly the Social Solidarity Contribution of TAQA Morocco and JLEC 5 & 6.

19. Income tax

In thousands of dirhams	December 31 , 2021	December 31 , 2020
Current tax	632,801	575,274
Deferred tax	(32,513)	(18,672)
Total	600,288	556,602

The deferred tax result only from the consolidation restatements (mainly temporary differences).

The tax proof is presented as follows:

Tax proof	2021	2020
Income before tax	1,880,835	1,700,429
Profit before tax from consolidated companies	1,880,835	1,700,429
Income tax rate (*)	31%	31%
Theoretical tax	583,059	527,133
Tax related to Re-integrated depreciation allowances	2,615	2,547
Tax related to Re-integrated donation and gifts	213	0
Tax related to Other permanent differences	(2,597)	1,998
Tax related to Other restatements	16,999	24,924
Total tax charge	600,288	556,602

20. Off-balance sheet commitments

In thousands of dirhams	December 31, 2021	December 31, 2020
Commitments given (endorsements and sureties)	389	2,768
Commitments received (endorsements and sureties)	1,132,179	1,597,230

The list of assets of JLEC 5 & 6 that are subject to a security rights in the financing, construction and operation of Units 5 and 6 of the Jorf Lasfar Thermal Power Plant (the «Project») is presented as following :

- ▶ two pledges covering all the shares (less three shares) of JLEC 5 & 6, representing 100% (less three shares) of its share capital;
- ▶ a real estate mortgage relating to the surface right available to JLEC 5 & 6 on the Units 5 and 6 site and covered by Special Title No. 146.616 / 08 / BIS and Special Title No. 146.617 / 08 / BIS;
- ▶ an agreement for the assignment of trade receivables relating to certain Project contracts and the corresponding assignments of trade receivables;
- ▶ an agreement for the assignment of trade receivables;
- ▶ Delegations of insurance benefits relating to insurance underwritten under the Project;
- ▶ pledges of bank account balances dedicated to JLEC 5 & 6;
- ▶ a pledge of receivables from hedging instruments concluded under the JLEC 5 & 6 project;
- ▶ an assignment of reinsurance indemnity claims relating to reinsurance underwritten under the JLEC 5 & 6 Project;
- ▶ Insurance claims of TAQA Morocco.

21. Related parties transactions

The transactions with related parties in 2021 are summarized below:

Agreement	Related party	Transaction type	Amount recorded in the 2021 income statement (in thousand of dirhams)
Support services agreement (including the assistance in the finalization of the financial statements, assistance in the reporting obligations and legal aspects).	TNA	Re-invoicing	6,453
TAQA Morocco provides services to JLEC 5 & 6, particularly in the following areas : HR (recruitment, training), technical support, logistics and purchasing, IT, implementation of health, safety & environment	JLEC 5&6	Re-invoicing	10,967
O&M agreement between TAQA Morocco, TNA et JLEC 5&6	JLEC 5&6 et TNA	Refacturation + bonus - malus	4,211
« IPFPA » (Inter-Project Funding Providers Agreement) and its application protocol « SFIPAP » (Shared Facilities Insurance Proceeds Application Protocol).	TAQA Morocco - JLEC 5&6	Re-invoicing	0
« EPA » (Equity Parties Agreement)	Abu Dhabi National Energy Company (TAQA), JLEC 5&6, Taqa Power Ventures	Re-invoicing	0
O&M agreement between entre TAQA Morocco et TNA	TNA	Re-invoicing	55,809
Subordinated loans granted to JLEC 5&6 to finance development and construction costs	TAQA International BV	Interests	80,765

Deloitte.

Deloitte Audit
Boulevard Sidi Mohammed Benabdellah
Tour Ivoire III, 3^{ème} étage,
Casablanca Marina
Maroc

BENJELLOUN TOUIMI BT
CONSULTING

Espace Bureaux Clarence
13, Rue Al Kasr
Casablanca

Contingent liabilities

TAQA Morocco received, on November 8th, 2021, a notice of tax audit related to the Corporate Income Tax and the Individual Income Tax for the years 2017 to 2020, as well as VAT for the years 2016-2020.

The first and second notifications were received respectively on December 17th, 2021 and March 3rd, 2021, highlighting proposed adjustments for Corporate Income Tax and the Individual Income Tax for the year 2017, as well as VAT for the years 2016-2020.

In accordance with the provisions of the Moroccan General Tax Code (article 220), a response was submitted to the Tax Administration in which the Company rejected the majority of the proposed adjustments.

The verification of the 2018 to 2020 fiscal years is still in progress.

As of December 31, 2021, a provision for risk has been booked, based on the assessment carried out by management and validated by the tax advisers, in order to face any potential adjustment that will result from this tax audit.

2021 Tax returns are not yet prescribed, and may be subject to audit and potential adjustments.

23. Events after the closing

No significant event that could have an impact on the financial position of the Company has occurred since the 2021 year financial closing.

24. Consolidation Scope

Subsidiaries	DECEMBER 2021			DECEMBER 2020		
	% interest	% control	Method	% interest	% control	Method
TAQA MOROCCO	100	100	Full consolidation	100	100	Full consolidation
JLEC 5&6	66	66	Full consolidation	66	66	Full consolidation

To the Shareholders of

TAQA Morocco S.A.

Commune Moulay Abdellah,

Route régionale 301, PK23, Centrale Thermique de Jorf Lasfar

El Jadida

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

PERIOD FROM JANUARY 1st TO DECEMBER 31st, 2021

This is a free translation into English of the statutory auditors' report on the consolidated financial statements of the Group TAQA signed and issued in French and it is provided solely for the convenience of English-speaking users.
This statutory auditors' general report is prepared according to the rules of preparation and submission of periodic and additional information, required by Moroccan law in such reports. This information presented below expresses the opinion on the consolidated financial statements. This report should be read in conjunction with, and construed in accordance with, Moroccan law and professional auditing standards applicable in Morocco.

Opinion

We have audited the accompanying consolidated financial statements of TAQA Morocco S.A. and its subsidiary (The Group), which include the consolidated balance sheet as of December 31, 2021, and the consolidated income statement, the consolidated cash flow statement for the year then ended as well as consolidated additional disclosures. These consolidated financial statements show a consolidated equity of KMAD 6.906.175 including a consolidated net profit of KMAD 1.280.547. These financial statements were approved by the Executive Board on March 16th, 2022, in the evolving context of the health crisis of the Covid-19 epidemic, on the basis of the information available at that date.

We certify that the consolidated financial statements referred to in the first paragraph above are regular and sincere and give, in all material aspects, a fair view of the financial position and assets of the Group as of December 31st, 2021, as well as of the results of its operations for the year then ended, in accordance with the accounting principles applicable in Morocco.

Basis for opinion

We conducted our audit in accordance with professional standards applicable in Morocco. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with ethics' requirements that are relevant to the audit of the financial statement in Morocco, and we have fulfilled our other ethical responsibilities in accordance with

these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention that TAQA Morocco S.A. is under tax audit, as described in the note 22 of the consolidated additional disclosures. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters, that in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period.

We determined that there was no key audit matter to communicate.

Responsibilities of Management's and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the accounting principles applicable in Morocco, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those Charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to frauds or errors, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Casablanca, March 17, 2022

The Statutory Auditors

Deloitte Audit

**French original signed by
Adnane FAOUZI
Partner**



BENJELLOUN TOUIMI Consulting

**French original signed by
Abdelmajid BENJELLOUN TOUIMI
Partner**



*This is a translation into English of the statutory auditors' special report on the financial statements of the Company issued in French and it is provided solely for the convenience of English-speaking users.
This report should be read in conjunction with, and construed in accordance with, Moroccan law and professional auditing standards applicable in Morocco*

To the Shareholders of

TAQA Morocco S.A.

Commune Moulay Abdellah,
Route régionale 301, PK23, Centrale Thermique de Jorf Lasfar
El Jadida

SPECIAL REPORT OF THE STATUTORY AUDITORS

(English free translation of the original report in French)

PERIOD FROM JANUARY 1ST TO DECEMBER 31, 2021

In accordance with our engagement as statutory auditors of your Company, we hereby present our report on regulated agreements in accordance with articles 95 to 99 of Law 17-95 as amended and supplemented.

Our responsibility is to present the characteristics and terms of the agreements notified to us by the Chairman of the Supervisory Board or that we have discovered during our engagement. However, we do not express any opinion regarding their usefulness and appropriateness, nor to look for the existence of other regulated agreements. It is your responsibility, according to the law abovementioned, to approve such agreements.

We have performed the procedures that we considered necessary in accordance with the standards applicable in Morocco. These procedures consisted in verifying the adequacy between the information we obtained and the documentation from which they arise.

1. AGREEMENTS CONCLUDED DURING THE YEAR

Your Chairman has not advised us of any new agreement concluded during the year 2021.

2. AGREEMENTS CONCLUDED DURING THE PREVIOUS YEARS AND WITH CONTINUING EFFECT DURING THIS YEAR

2.1. Support Service agreement with JLEC 5&6 (written agreement)

Persons concerned: JLEC 5&6, 66% owned by TAQA Morocco.

Nature and purpose of the agreement: The Company signed on January 28, 2013 a support service agreement, particularly in the following areas: human resources, technical support, logistics and purchasing, information systems, as well as the implementation of health, safety and environment procedures.

Main terms: TAQA Morocco invoices on a monthly basis to JLEC 5&6 an amount of KMAD 914 VAT excluded.

Amount of services provided or delivered: As of December 31, 2021, the amount recognized under this agreement in income amounts to KMAD 10,967. The remaining balance to be collected at this date amounts to KMAD 1,097.

Amounts received or paid: As of December 31, 2021, the total collections under this agreement amounts to KMAD 13,160 VAT included.

2.2. Support Service agreement with TAQA North Africa (written agreement)

Persons concerned: TAQA North Africa, subsidiary of Abu Dhabi National Energy Company PJSC « TAQA ».

Nature and purpose of the agreement: The Company signed on February 22, 2013 a support service agreement with TAQA North Africa, particularly in the following areas: assistance in procedures with public administrations, finalization of accounting statements, assistance in reporting obligations as well as legal aspects.

Main terms: TAQA North Africa invoices on a monthly basis to TAQA Morocco an amount of KMAD 538 VAT excluded.

Amount of services provided or delivered: As of December 31, 2021, the amount recognized under this agreement as an expense amount to KMAD 6,453. The remaining balance to be paid at this date amounts to KMAD 645.

Amounts received or paid: As of December 31, 2021, the total payments under this agreement amount to KMAD 7,744 VAT included.

2.3. Agreement entitled Inter-Project Funding Providers Agreement ("IPFPA") between TAQA Morocco, JLEC 5&6 and the financial institutions of TAQA Morocco and JLEC 5&6 (written agreement)

Persons concerned: JLEC 5&6, 66% owned by TAQA Morocco.

Nature and purpose of the agreement: The Company signed on January 10, 2013 the IPFPA governing, among others, the treatment of insurance proceeds for the shared facilities of the power plant as well as the debt levels of TAQA Morocco.

Main terms: The "IPFPA" and its "SFIPAP" protocol determine the conditions for opening accounts and allocating insurance proceeds for the shared facilities of the power plant. These agreements also govern the designation of the responsible for organizing, obtaining and managing insurance and reinsurance for shared facilities of the power plant on behalf of the Borrowers (TAQA Morocco and JLEC 5&6) and the debt limit of TAQA Morocco as well as other matters and agreements between the parties.

Amount of services provided or delivered: As of December 31, 2021, no transaction has occurred under this agreement.

2.4. Operation and Maintenance Agreement "The O&M Agreement" signed between TAQA Morocco and TAQA North Africa (written agreement).

Persons concerned: TAQA North Africa, subsidiary of Abu Dhabi National Energy Company PJSC « TAQA ».

Nature and purpose of the agreement: Remuneration for the management of technical assistance services as well as the bonus or penalty on the availability of units 1 to 4 and on the Heat rate.

Main terms: This contract, dated September 4, 1997, determines the operation and maintenance subcontracting conditions for units 1 to 4 and port installations.

Amount of services provided or delivered: As of December 31, 2021, the amount recognized for management fees and for bonus on the availability of units 1 to 4 amount respectively to KMAD 38,623 and KMAD 17,179. The remaining balance to be paid on that date amount respectively to KMAD 3,961 and KMAD 20,623.

Amounts received or paid: As of December 31, 2021, the total payments for management fees and for bonus on the availability of units 1 to 4 amount respectively to KMAD 47,149 VAT included and KMAD 25,283 VAT included.

No invoicing was issued for the Heat rate penalty for the fiscal year ended December 31, 2021.

2.5. Authorization process to increase financing lines and equity financing for TAQA Morocco named Equity Parties Agreement « EPA » between TAQA, TAQA Morocco, JLEC 5&6, TPV, TAQA International BV « TIBV » and the financial institutions of JLEC 5&6 (written agreement)

Persons concerned: JLEC 5&6 (66% owned by TAQA Morocco), TAQA Power Ventures BV (holding 34% of the capital of JLEC 5&6), TAQA International BV (held by TAQA Abu Dhabi) and Abu Dhabi National Energy Company (holding 100% of the capital of the Company JLEC 5&6 through the companies TAQA Morocco and TAQA Power Ventures BV).

Nature and purpose of the agreement: On June 20, 2012, TAQA Morocco signed the Equity Parties Agreement (EPA) governing the authorization process related to increasing financing lines and equity financing for TAQA Morocco.

Main terms: The "EPA" determines the characteristics of funds injections, applicable restrictions, capital structure of TAQA Morocco, debt levels and financing transactions.

Amount of services provided or delivered: As of December 31, 2021, no transaction has occurred under this agreement.

2.6. Operation and maintenance agreement signed with JLEC 5&6 and TAQA North Africa (written agreement)

Persons concerned: TAQA North Africa, subsidiary of Abu Dhabi National Energy Company PJSC « TAQA » and JLEC 5&6 (66% owned by TAQA Morocco).

Nature and purpose of the agreement: TAQA Morocco has signed the "O&M Agreement" with TAQA NORTH AFRICA, JLEC 5&6 and Office National de l'Electricité et de l'Eau Potable « ONEE ». This agreement dated March 5, 2012 and its addendum dated December 12, 2012 determine the subcontracting, operation and maintenance conditions for units 5 & 6 of the plant and common facilities between TAQA Morocco and JLEC 5&6.

Main terms: The management fees are calculated according to the services provided for the management of the common facilities on behalf of TAQA Morocco.

Amount of services provided or delivered: As of December 31, 2021, the amount recognized for the management of common facilities as an expense amount to KMAD 4,211. The remaining balance to be paid at this date amounts to KMAD 427.

Amounts received or paid: As of December 31, 2021, the total payments amount to KMAD 5,045 VAT included.

Casablanca, March 17, 2022

Statutory Auditors

Deloitte Audit

BENJELLOUN TOUIMI Consulting

**French original signed by
Adnane FAOUZI
Partner**

**French original signed by
Abdelmajid BENJELLOUN TOUIMI
Partner**

Deloitte Audit
M. Sidi Mohammed Benabdellah
Bâtiment "C", Ivoire 3, La Marina
Casablanca
Tél: 0522 22 40 25 / 05 27 72 47 34
Fax: 05 22 22 40 73 / 47 59

BENJELLOUN TOUIMI CONSULTING
Espace Bureaux Clarence
13, Rue Al Kasr - Casablanca
Tél: 05 22 99 05 17
ICE: 00002689/000085

Fees paid to Statutory Auditors

	Deloitte/Ernst & Young						BENJELLOUN TOUIMI CONSULTING					
	Amount / Year			Percentage / Year			Amount / Year			Percentage / Year		
	2021	2020	2019	2021	2020	2019	2021	2020	2019	2021	2020	2019
Statutory Audit, certification, examination of statutory and consolidated accounts	977 500	708 500	690 000	85%	53%	53%	250 000	250 000	250 000	100%	100%	100%
Issuer	552 500	420 000	410 000	48%	32%	32%	250 000	250 000	250 000	100%	100%	100%
Subsidiaries	425 000	288 500	280 000	37%	22%	22%	0	0	0	0%	0%	0%
Other diligence and services directly related to the statutory audit	172 500	618 500	600 000	15%	47%	47%	0	0	0	0%	0%	0%
Issuer	97 500	330 000	320 000	8%	25%	25%	0	0	0	0%	0%	0%
Subsidiaries	75 000	288 500	280 000	7%	22%	22%	0	0	0	0%	0%	0%
Sub-total	1 150 000	1 327 000	1 290 000	100%	100%	100%	250 000	250 000	250 000	100%	100%	100%
Other services provided				0%	0%	0%	0	0	0	0%	0%	0%
Other				0%	0%	0%	0	0	0	0%	0%	0%
Other services provided	0	0	0	0%	0%	0%	0	0	0	0%	0%	0%
Global Total	1 150 000	1 327 000	1 290 000	100%	100%	100%	250 000	250 000	250 000	100%	100%	100%



TAQA Morocco
Centrale Thermique Jorf Lasfar
B.P.99 - Sidi Bouzid - El Jadida - Maroc
Tél : +212 523 389 000 - Fax : +212 523 345 375
www.taqamorocco.ma