





Corporate Participants

Abdulkareem Al Masabi - ADNOC L&S - Chief Executive Officer

Nicholas Gleeson - ADNOC L&S - Chief Financial Officer

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Neeraj Kumar – ADNOC L&S – Vice President, Investor Relations

Hello and very good afternoon to everyone, and welcome to the ADNOC L&S earnings call for the full year 2023. My name is Neeraj Kumar, and I'm vice president and head of Investor Relations at ADNOC L&S. We are glad to have you attending our 2023 earnings call, as we close our first year as a publicly listed company. On behalf of the company, on this call, we greatly appreciate the level of interest and support in ADNOC L&S.

By now, you should have received the full year 2023 earnings presentation. If you haven't, you can download it from ADNOC L&S website in the investor relations section. I would also like to direct your attention to our disclaimer on this slide before we begin. It contains important information, and we advise caution on the interpretation and limitations of historical data and forward-looking statements.

Presenting today are Captain Abdulkareem, our CEO, and Nick Gleeson, our CFO. I will now hand over to our CEO for his opening remarks.

Abdulkareem Al Masabi – ADNOC L&S – Chief Executive Officer

Thank you, Neeraj, and a very good afternoon to you all, and thanks for joining us for today. I am very delighted actually to be here today. I'm pleased to report another set of exceptional results for ADNOC Logistics and Services, whereby 2023 was a year of achieving major milestones for ADNOC Logistics and Services. During our first year, our share price has increased, and you can see today that it's more than doubled, it's over 100%, and we also nearly doubled our EBITDA and achieved a 138% increase in net profit in 2023. And our consistent financial performance and the significant opportunities we see across verticals give me great confidence in our ability to further strengthen the position of ADNOC Logistics and Services as a global energy maritime logistics leader in 2024 and beyond. And before we dive into the specifics on the financial performance with Nick, I would like to spend a few moments on our health, safety, and environment record and progress.

I said this last quarter, and I will say it again today. We continue to be fully committed to the 100% HSE, and we at ADNOC Logistics and Services are focused on our goal of zero major incidents involving our people or the community. And we have an outstanding track record, which is one of the best in the industry by any benchmark. And as you can see in both charts on the slide, our active efforts to reduce incident rates are delivering clear and continued progress across all metrics. On the right-hand side of the slide, you can see some of the latest examples of our continued industry recognitions in key areas, along with the HSE Awards for the year of 2023.

With this, let me hand over to Nick to update you in detail on the full year 2023 results. Over to you, Nick.



Nicholas Gleeson – ADNOC L&S – Chief Financial Officer

Thank you very much, Captain Abdulkareem, and thanks very much to the investors and analysts joining the earnings call today. We greatly value your continued interest in our company, and we hope you feel rewarded for your loyalty. We plan for that to continue.

We're very proud to have delivered extremely strong full year results for 2023. Highlights of those include revenues growing to \$2.8 billion, which is up 41% year-on-year, EBITDA of \$876 million, up 93% year-on-year, with 9% margin expansion from 23% to 32% EBITDA margin. Net profit grew 138% to \$620 million year-on-year, driven by the addition of Zakher Marine in November 2022, as well as substantial growth in the pre-existing Integrated Logistics businesses, as well as a continued strong rate environment in shipping, both Tankers and Gas Carriers, on top of fleet growth and anticipated stability in the marine services segment. In fact, we actually saw very strong percentage growth there against these long-term contracts.

We're progressing on our smart growth strategy with much more still to come. At the time of the IPO, we communicated a transformational growth strategy of \$4 to 5 billion through to 2028. Our ambitions and our financial capacity are both growing substantially beyond that level, still with low double-digit unlevered IRR hurdles to be applied. With minimal balance sheet debt, well-timed high-quality investments can be particularly value accretive to our shareholders, whilst maintaining and growing dividend capacity. Given our strong balance sheet and cash position, we remain committed to delivering attractive shareholder returns. Our board has recommended a \$130 million dividend, as expected, for the second half of 2023, which was projected at the time of the IPO. There's been no change to our progressive dividend policy, targeting an annual 5% growth in the 2023 annualized dividend of \$260 million.

The company is committed to expanding its environmentally efficient fleet, in line with our smart growth strategy. We took delivery of our fourth new build VLCC in Q4, making it four delivered this year. Two of these vessels have been A-rated on carbon intensity indicator, thanks to the emissions reduction profile, with their LNG dual fuel engines. That makes them amongst the most environmentally efficient assets on the water today. We've also taken delivery of eight new Jack-Up Barges, six owned and two chartered in, growing our already market leading Jack-Up Barge fleet by 25% to 39. And we've done that at a point in time in the market when there's significant demand for exactly this asset class, and we've been able to lock them in on long-term contracts at very valuable rates. So, they're delivering great returns and will continue to do so into the future. During 2023, we saw the vast majority of Jack-Up Barge fleet contracted on those rates. So, you can imagine that looking forward for the next three to five years, we have great security over that fleet.

We continue to grow our geographic footprint with extended assets and logistics offerings. Shortly post-IPO, we announced our win of the \$975 million G-island EPC contract. That project is proceeding with around 10% completion to date, and somewhere between 60% to 80% of that project will be delivered during 2024, so having an important positive impact on our results. EPC works deliver EBITDA margins in mid to high single digits. We continue to pursue relevant, high quality, value accretive growth across our business segments and in related verticals, with a strong pipeline of growth opportunities within and beyond ADNOC.

Moving to slide seven, the financial summary. I'm proud to reveal the substantial growth of our business post-IPO across all key metrics. It's hard to believe that it's just over seven months since we executed the IPO and look where we are today. Revenues are up 41% to \$2.8 billion. EBITDA up 93% to \$876 million. Net profit up 138% to \$620 million. These results are beyond our own expectations at Q3, driven in particular by an outstanding performance in the fourth quarter by Integrated Logistics, strong rates in tankers, and robust efforts to generate further efficiencies and to reduce operating costs and overheads. And bear in mind that most of this growth that we achieve, we're locking it in. We're building onto a platform that will continue to grow going forward. So, this isn't short- term, periodic growth. This is something that will continue into the future.



As a result, we've delivered a significantly improved net profit performance year on year. We invested \$875 million in strongly value accretive investments, the vast majority of which are rapidly generating free cash flows, which is in line with the nature of our business. So, we buy the assets, we put them on the water, and immediately they're delivering strong EBITDA and strong cash flow. On listing, we projected \$4 to 5 billion transformational growth, but also by the nature of our business, we noted that this number was likely to grow over time. And those ambitions are certainly growing, and we have the free cash flow and we have the financing capacity to meet our ambitions.

I'm glad to report that we're finding opportunities to extend well beyond that \$5 billion of high-quality value accretive investment by 2028, to match visible demand, and that we're well funded to deliver on that. We've delivered \$823 million of free cash flows in the year from operations and we funded our growth investment and related working capital almost entirely through that free cash with only \$100 million of debt drawn from our senior unsecured facility. The outlook for the effective tax rate across the business is 9%, slightly lower than we communicated, 10 to 11%, at IPO.

Onto the next slide. In terms of revenue and EBITDA growth over the year, integrated logistics has been a clear driver delivering \$816 million of incremental revenue and \$368 million of incremental EBITDA. This is driven by the first full year of the ZMI results. We acquired ZMI in November 2022, recontracting Jack-Up Barges long-term on strong rates and adding eight Jack-Up Barge to that fleet, increased volumes and chartering activity through the pre-existing integrated logistics businesses, and inclusion of the G-Island EPC works and other project activities into our portfolio of service offerings with very strong outcomes on those.

Shipping was slightly negative on revenue, which is really driven by a mix of TC and spot chartering and lower rates activity in Dry-Bulk. So just bear in mind for the shipping segment, it's important to look very closely at the EBITDA development over time and to bear in mind that that mix of spot TCE might move revenue up and down over the period. It's the EBITDA delivery that's really important to watch. Marine services grew both revenue and profits by slightly over \$10 million. So we keep growing organically and inorganically. We're delivering more in our core segments and we're adding valuable extensions to our service offerings. We're growing in geographies outside the UAE, we're adding new geographies. We're growing our non-ADNOC business at the same time as we continue to deliver strong growth and new opportunities with our anchor client, ADNOC.

So onto the next slide. As you've seen in the numbers, integrated logistics has had an exceptional year in 2023 with an extremely strong finish. Strong demand and GCC market tightening translated into high utilization on strong rates for our assets. We balanced the fleet carefully between owned and chartered in to manage downside risk in any market softening and the extent of demand growth underpinned the expansion in our own fleet with an 8% increase in vessels in use, including a 25% increase in the Jack-Up Barge fleet, adding six owned and two chartered in Jack-Up Barge.

The top left chart shows the growth in vessels in use and in utilization. Bottom left shows the growth from the Jack-Up Barge fleet. On the top right, you can see the growth in material handling volumes on ILSP and non-ILSP activities. And on the bottom right you can see the impact of the EPC contract and broadly the expected timelines of delivery of revenue and EBITDA margin on that contract. Remember, that's an important one to normalize for because the margins on that will be in the mid to high single digit percentage range compared to the 30% plus or minus EBITDA margin that we deliver on the remainder of the business.

The 2020 overall integrated logistics saw continued strong growth in core business lines and new business activities driving an exceptional overall performance in 2023. And if we move to the next slide, you can see the financials attaching to that. So that growth translated into an outstanding financial performance. Revenues growing \$923 million to \$1.73 billion, EBITDA growing \$164 million to \$532 million, and net profit growing from 91 million to \$374 million. That's 311% growth in the integrated logistics platform alone.

This is attributable to high utilization, stronger operational performance of the Jack-Up Barges, the addition of offshore support fleet, including the additional Jack-Up Barges, and the successful integration of ZMI from November with the first full year of results in 2023, increased logistics volumes



for offshore drilling processes under the integrated logistics services platform, ILSP, the extension of ILSP type activities to third parties beyond ADNOC, and the successful initiation of project activities, in particular EPC works in the integrated logistics business. EBITDA margins expanded by 13 percentage points year-on-year to 31% in 2023. And bear in mind that's despite the lower EBITDA percentage margin works that we have on EPC. Looking ahead, we have a promising pipeline expectancy, continued strong growth across integrated logistics.

To shipping on the next slide. In terms of TCE rates over time, you can see that tankers are performing strongly, both good and product. However, Dry-Bulk remains somewhat weak. Tankers rates in particular have risen due to the conflict in the Red Sea with a number of vessels choosing to avoid the area resulting in increased mileage and hence constrained supply. Dry-Bulk rates improved somewhat towards the end of the year, which is typical seasonally.

On the following slide, to the operational highlights in shipping, operational performance in shipping was also extremely strong. We increased owned vessels from 45 to 50 vessels, including one vessel in the joint venture, AWS, and four market leading in carbon intensity VLCCs delivered during the year. So, the AWS fleet has grown from five to six new VLGCs. Utilization rates across the fleet remain in the high 90s. All the ships are at work. We increased chartering in activity, particularly in Dry-Bulk, supporting CFR sales of export sulphur with volumes transported increasing almost 50% during the year.

We also chartered eight vessels in Tankers and three in Gas-Carriers to capture higher rates in 2023. TCE rates remain strong for Tankers and Gas Carriers driven by higher ton-mile demand due to geopolitical events and the Panama Canal constraints. TCEs for Dry-Bulk were lower in 2023 than they were in 2022 as COVID-19 related port congestion eased and lower box rates saw some shift in the market towards container transportation. Commodity prices and increasing interest rates also saw reductions in volumes transported in some Bulk categories. But overall, what you're seeing in shipping is strength in Tankers, strength in Gas, increase in volumes handled, increase in fleet size, and still that Dry-Bulk business, which is very focused on margin delivery with a strong charter in fleet also significantly contributing to profitability.

So, if we move to the financials on the next slide, 13. Revenues from Tankers were buoyed by those higher charter rates I just mentioned, as well as the addition of the four new build VLCCs to the fleet. In 2024, the segment is expected to continue to benefit from ongoing market disruptions and tightness in fleet supply in the near term. So, we'll see those rates stay relatively strong. The growth in Gas Carriers revenues was driven by spot higher of three LNG carriers at higher spot market rates and the income generated from AW Shipping joint venture. We anticipate growth through new build deliveries commencing 2025. Full-year revenues were impacted by a drop in dry bulk market spot rates. We anticipate steady dry bulk rates in Q1 '24. EBITDA and EBITDA margins improve significantly on the back of these higher rates in Tankers and Gas with a decrease in direct costs also. So, we're earning more, we're spending less.

Marine services business grew driven by one-off equipment replacement services, spot jobs performed through oil spill response services, and higher volumes in petroleum ports operations. EBITDA margins expanded by six percentage points on a full-year basis, underpinned by improvements in cost efficiencies, and we expect steady revenue and margins over time as the long-term stable nature of marine services contracted activity in both petroleum ports operations and oil spill response services provide strong revenue visibility.

And it's an important point for us. If you go back to Q3 2023 when we delivered our results, our Q4 results are relatively predictable from that point in time. Because we have so much long-term contracted activity, the downside risk of our results looking forward is very strongly underpinned by the fact that we have so much of our fleet on long-term contracts. So really it's about delivering upside through incremental growth and incremental efficiencies in terms of costs and usage of those assets. Moving to the next slide on cash flow profile, slide 15. Full-year 2023, operating free cash flow increased 210% to \$823 million driven obviously by that higher profitability. Free cash flows for the same period, \$49 million, up \$83 million from 2022. And we built and integrated a portfolio of



businesses that's seen our EBITDA nearly double over that time. As a result of the strong positive cash flows, we've drawn only \$100 million on our senior unsecured debt facility, leaving us with net debt to EBITDA close to zero. In fact, if you are one of those who looks in detail at the financial statements, you'll see in our accounts receivable \$173 million related to cash pooling, which many outside IFRS accounting would attribute to a cash balance. So, taking that into account would actually negative net debt to EBITDA. That means we're well-positioned to deliver continuing exceptional growth through high-value accretive investments while remaining within our target of 2.5 times net debt to EBITDA. We invested \$875 million in 2023, against those hurdle rates, low double-digit hurdle, unlevered IRRs that I mentioned, and that's hardly drawing any debt at all at the same time. Our balance sheet continues to remain strong, and we have significant liquidity to pursue the next phase of our smart growth strategy. Our shipping activity represents some 80% of our carbon emissions, that's the main focus of our decarbonization efforts. In shipping, we've reduced carbon intensity by 30% since 2020. We remain committed to ADNOC announced net-zero 2045 ambitions. And we've also negotiated for example, on top of the delivery of these LNG dual-fuel VLCCs. We have a charter unit for ecospecifying new build methanol ready units. So again, that underscores our dedication to moving into newer cleaner energies on top of the work we're already performing.

Moving to the next slide, segmental medium-term targets. So, in our integrated logistics business, we expect revenues to grow in the low 30% range in 2024 and thereafter at a mid-single digit rate over the medium term. Now bear in mind what I mentioned before on the EPC project, the G-Island project and the timing of the revenues and EBITDA on that project, which will be at lower EBITDA margin. And still, it's exceptional overall growth and you'll see it's exceptional overall EBITDA growth that we're projecting for the integrated logistics business. Even despite that 311% growth that I mentioned from the prior year. This will be driven in part by the G-island contribution and we're targeting EBITDA to continue to grow in the long low teens over the medium term.

Moving to shipping for Gas Carriers, we anticipate 2024 performance broadly in line with the stronger than anticipated 2023 performance. And then a growth rate of 30% for the three consecutive years commencing 2025, which is driven by the delivery of these six new build LNG carriers. For Tankers, we anticipate potential strength in the near-term stabilizing second half of 2024, and for Dry-Bulk and containers, we anticipate performance in 2024 in line with last year with rates remaining at similar levels. So overall, we expect EBITDA to grow in the high teens in shipping. In marine services, the long-term nature of contracts affords us long-term visibility. We expect revenues to grow in the low to mid-single digits and EBITDA also in the low to mid-single digit percentage range.

To the next slide, the group medium term targets in 2024, we expect revenues to grow in the high teens. Afterwards, we expect growth in the mid to high single digits. The top line growth is expected to translate into EBITDA growth in low teens. In terms of capital allocation, we remain committed to targeting unlevered IRRs in low teens on new projects. So, while we have a very ambitious growth program, we're confident of our ability to deliver that growth at strong unlevered IRRs. And if you look at where our balance sheet is today, a very significant portion of that future growth is going to be funded through free cash flows and through the leverage, which is available on our balance sheet at the moment. So that translates into very strong levered returns to equity holders. We're allocating \$4 to \$5 billion to organic CAPEX over the medium term, and we're still pursuing M&A opportunities beyond that. \$1 to \$1.1 billion of that organic CAPEX is the amount for 2024. With that, I'll hand back to Captain AbdulKareem, and thanks for your attention.

Abdulkareem Al Masabi – ADNOC L&S – Chief Executive Officer

Thank you very much, Nick. And to close, we have delivered an outstanding performance. As you've heard from Nick in our first year as a publicly listed company, there are three key things that I would like you to take away from today's presentation. First, we have delivered on and substantially exceeded the ambitious financial targets that we have set ourselves at the time of our IPO, and we have achieved



EBITDA growth of 93% and the net profit growth of 138% in 2023. This is testaments to our commitment to making high quality investments to deliver strong shareholders value.

And secondly, we continue to deliver on our transformational growth strategy growing sustainably and expanding our dual fuel environmentally efficient fleet. And thirdly, we remain confident in our medium-term guidance and the opportunities that we see for ADNOC L&S to further strengthen its position as a global energy maritime logistic leader. And the board of directors has recommended a dividend of 6.45 fils per share as final dividend for 2023. And our progressive dividends as highlighted by Nick, the dividend policy remains to grow by 5% annually from annualized dividends of \$260 million in 2023. So, thank you again for joining us today and let's open the call to Q&A. As always, we value your insights and queries.

Neeraj Kumar – ADNOC L&S – Vice President, Investor Relations

Thank you very much. This concludes our presentation. So, I'll pass on to Dan and Anna for the Q&A. Can you please open the line?

Ashish Khetan, Citi Group

Hello everyone. This is Ashish Khetan from Citigroup. I'm just trying to understand your revenue growth guidance for the segments and the group. So, for the group, you have given a guidance of high teens and for IL segment you have said low 30s percentage. So, when I convert the Integrated Logistics segment guidance of low 30 percentage, this gives me around additional revenue of around 520/530 million, and this translates to 19% growth on the group revenue. So is it like we are not expecting growth from other segments, particularly like shipping segment and that is my first question. Apart from that, if you can give some clarity why the margin in the gas segment was down in Q4. Thank you.

Nicholas Gleeson, CFO

Very good. So to the first question, what you say is absolutely right. At the moment, if you look at the shipping space, we're actually performing very highly in the shipping space at the moment. Rates are at the high end for both tankers and gas, and we're doing very well in the current market environment in Dry-Bulk. So, if I talk through segment by segment. For Dry-Bulk, the expectation going forward is that we'll see rates continue around where they are at the moment. We don't see any strong uplifts coming in 2024. For tankers, we expect at least in the first half of next year for this current strength to continue, and it might be somewhat muted to the end of the year, but not by very much. The reason that we say that is there aren't many new Tankers coming into the global fleet, and we don't see any reduction, any significant reduction in the ton mile demand.

As we see easing in geopolitical tensions, you might see a little bit of reduction in miles, so you might see ton miles come down slightly, and we might see rates come back a little bit towards where they were six or nine months ago. So for that reason, we see the shipping revenue side moving along fairly flat. For the marine services, it's typical in the nature of that business that those revenues are relatively flat because it's very long-term contracts. So the revenue growth next year, if we look outside of new investments and if we look outside of inorganic investment, the growth next year is going to be driven by that continuing growth in the integrated logistics segment, which is about getting close to 2/3 of our business. The second question, in gas, we had some specific logistics which finished during the year, and that those were operating in a strong margin, so the margin came off slightly. It's not really to do with the change in the market, it's just moving back to what I would expect would be a sustainable longer-term margin on that cash business over 2024.



Kevin Roger, KEPLER CHEUVREUX

Thanks for the presentation. The question that I have is more related to the new businesses that you're looking at on the EPC. So, you just secured a very large contract, almost a billion, that would positively impact the earnings in '24, '25. I was wondering if you can give us some colours on what the level of opportunity in terms of commercial pipeline is that you are seeing in front of you. And if in the sense these 1 billion contracts could be seen as a one-off, or you could repeat it year after year, or even increase the EPC business year after year?

Captain Abdulkareem Al Masabi, CEO

Thank you Kevin for this question. We have started basically entering into the EPC business over the last, over the last two years. And slowly, slowly we are building our pipelines in terms of the big projects. We are by no mean a big EPC players as we would basically define ourselves. We are a logistic player. However, wherever there is a EPC contract where we see that the logistic part is big and beneficial and that the business will can execute it, this is where we are lying, which projects basically align with our strategy. And again, I reiterate that we are not an EPC, a huge EPC contractor, but similar to this big project, it required lots of marine assets in building the island. So the majority of that EPC contract was actually marine assets that we have engaged, and we are eyeing a few opportunities in the market. But again, as I mentioned, whatever opportunities that can drive our logistic and our marine assets, and better utilize them, then those are the opportunities that we'll always be eyeing.

Kevin Roger, KEPLER CHEUVREUX

And if I can just follow up, you mentioned at the end of the presentation that you'll continue to look for value accretive, M&A opportunities, things like that. There has been some rumours over the past 18, 24 months that the number of E&C companies could be subject to target because of financial difficulties, etc. Is it the kind of investment that you could look at E&C companies that have historical position in the region, or not really the kind of business that you are considering over the long term?

Nicholas Gleeson, CFO

We could and do Kevin, and we're working very hard. So there's really a lot of opportunities that we're looking into at the moment. But we look into it with a mindset that we should reject the vast majority of opportunities that come across our desk, because we want to make sure that anything we invest in is highly value accretive. There are a lot of platforms out there, some of which indeed as you say are under financial duress. But some of which we might see the opportunity to add significant upside compared to what's being delivered by the business at the moment. But that doesn't necessarily mean that the fleet will directly match the opportunity sets that we see going forward. So we're looking at a lot. We're very hopeful and expectant of being able to make good value accretive inorganic acquisitions over time. But we don't allow ourselves to feel like our balance sheet is burning a hole in our pockets, and we'll be very cautious about making the right choices.



Anna Antonova, JP Morgan

Thank you so much. Just two quick questions from our side. So first, I think you mentioned that obviously the mix of TCE and spot chartering matters a lot for delivery of earnings in the shipping division. Could you please comment or shed some light, how should we think about this mix TCE versus spot chartering this year, maybe half-and-half, or overall for the year? That would be very helpful. That's my first question. And the second question more about integrated logistics, but overall, for the group business in general. So, I mean, the recent news that other oil producing companies like Aramco are posing their expansion plants, and with everything that's going on in the oil markets. Could you please comment, how confident are you that your anchor customer ADNOC will continue to grow volumes in the medium term? That's all from my side. Thank you.

Nicholas Gleeson, CFO

Thanks very much. So, to the first question really, the impact of mix between TCE and spot impacts revenue but not earnings. It's an anomaly in the shipping industry that you see, where we have certain contracts will actually carry costs as revenue and then recharge them as costs. So the structure of the contract might see a higher or a lower revenue, but the EBITDA would be consistent across that business driven by rates in the industry. Have a look at it going forward, is that at the moment with Tankers it's a predominantly spot, and with dry bulk, it's spot. With gas carriers, it tends to be long-term contract. Over time you might see changes in that. And if those are material changes, of course, then it would be announced to the market. As we give our quarterly updates, we'll also give a review on TCE versus spot positioning in the portfolio in very broad terms. But in earnings terms it's not having a significant impact. It's just that top line impact that you see there.

For the second question, in relation to ADNOC and to the decisions taken in Saudi and so on. At the moment, we can't speak for ADNOC of course. But we don't see anything which would cause us to feel concerned about the impact on our business. And there are a couple of reasons for that. The first one is we're much more exposed to the production than the development phase in energy. So what that means is when there's a reduction in new capital projects, and when you see a reduction in future requirements in terms of output, that doesn't impact us as much as it does those who play more in the development space. The work that we're doing already, that production is continuing long term. And so you're very unlikely to see decisions which would result in a reduction in that production, because it would be economically very disadvantageous to the project owners.

So there's no real reason for us to feel those types of concerns at the moment. In terms of concern for our growth outlook, the opportunities that exist for growth, the vast majority of those are already locked in and proceeding. So again, we don't see any diminution in our opportunities going forward, even where we see constraints on upside delivery from overseas nations.

Neeraj Kumar, VP, Investor Relations

Thank you very much. Yeah, thank you very much JP Morgan to organize this call as well. And thank you very much to everyone who joined the call. And we close the call now. And please feel free to reach out if you have any further questions to me, or you can drop an email to me as well, and we can get back to you. Thank you.