



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

**Corporate Governance Report of
Unikai Foods PJSC
For the year ended December 31st, 2019**



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

Unikai Foods (P.J.S.C) is a public shareholding company incorporated on 11th April, 1977 by an Emiri Decree issued by late his Highness Sheikh Rashid bin Saeed Al Maktoum "then ruler of Dubai". Unikai foods has committed in its performance to the highest standards of governance focusing on transparency, fair business deals and compliance with laws & regulations issued by Securities & Commodities Authority in which:

1. Procedures taken to complete the corporate governance system, during 2019, and method of implementing thereof:

The Unikai Foods Company's management continues to apply the governance rules effectively and in a transparent manner, based on the responsibility of the Board of Directors towards the shareholders of the company, in a manner that protects and enhances the value of shareholders' rights through implementing the following procedures:

- The Board of Directors commitment to hold four meetings during 2019.
- The Board of Directors commitment to disclose their independence on an annual basis.
- The Board of Directors commitment to disclose their trading, and the trading of their first degree relatives of Unikai shares.
- Holding four meetings of the audit committee and one meeting of the nominations and remunerations committee and carrying out the tasks assigned to these committees and submitting a report to the Board of directors with the results and recommendations reached by the committees and following up on the implementation of results.
- The company's management commitment to disclosing the quarterly and annual financial statements within the legal timeline.
- Disclose the most important decisions taken by the company's board of directors and forward these results and decisions to the Securities and Commodities Authority and the Dubai Financial Market.
- The company continues to review its internal systems in order to introduce the procedures required by the aforementioned resolution for full and continuous compliance with the circulars issued by the securities and commodities authority in terms of corporate governance rules.

2. Ownership and transactions of Board of Directors, and their first-degree relatives in the company securities during 2019:

Unikai Foods has set a policy for the transactions of the Board of Directors in the securities issued by the company, where the company's articles of association have been amended and the contribution of citizens of GCC countries has been determined by no less than 29% and the contribution of citizens of the UAE by no less than 51%, while foreigners may share no more than 20% of the company's capital.

The members of the Board of Directors who have transactions related to shares issued by Unikai Foods are required to disclose their transactions on an annual basis, where disclosure is made according to the form prepared for this which includes the nature of the transaction, whether selling or purchasing shares, as well as includes the date of the transaction and the amount of shares and price.



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

Name	Position	Owned shares as on 31/12/19	Total sale	Total purchase
Mr. Khalaf Mohammed Saeed Al Mulla	Chairman	3,745	0	0
Mr. Mana Mohammed Saeed Al Mulla	Executive Vice-Chairman	3,745	0	0
Mr. Osama Ibrahim Ahmed Seddiqi	Director	0	0	0
Mr. Abdulla Essa Mohamed Al Zaabi	Director	0	0	0
Mr. Majed Abdul Karim Julfar	Director	0	0	0
Mr. Mish'al Mohamed Abdulla Moosa	Director	0	0	0
Mr. Abdulla Rahma Abdulla Al Owais	Director	342,937	0	0

3. Formation of the Board of Directors:

A. Statement of the current Board formation (along with the names of both the resigned and appointed Board members) according to the following schedule:

Name	Category (executive, non-executive, and independent)	The period he spent as a Board member from the date of his first election
Mr. Khalaf Mohammed Saeed AlMulla*	Non-Executive/ Non-independent	3 years
Mr. Mana Mohammed Saeed AlMulla	Executive / Non-independent	6 years
Mr. Osama Ibrahim Ahmad Seddiqi	Non-Executive / Independent	3 years
Mr. Abdulla Essa Mohamed Al Zaabi	Non-Executive / Independent	6 years
Mr. Majed AbdulKarim Mohammad Julfar	Non-Executive / Independent	6 years
Mr. Abdulla Rahma Abdulla Al Owais**	Non-Executive/ Non-independent	6 years
Mr. Mish'al Mohamed Abdullah Moosa	Non-executive / Independent	3 years

* Deceased on 11th March 2020

** Resigned on 30th September 2019



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

Board Members experiences, qualifications and memberships in other companies' Boards:

❖ Mr. Khalaf Mohammed Saeed AlMulla

Chairman

Mr. Khalaf holds a Diploma degree in Hotel and Restaurant Management from "Newberry College", Boston, USA. He also holds a BBA degree in Business Administration.

Mr. Khalaf is a recognized figure in the business market across ME.

❖ Mr. Mana Mohammed Saeed AlMulla

Executive Vice-Chairman

Mr. Mana holds a BS degree in Business Administration from the University of Suffolk in Boston.

During 2017 - 2019 Mr. Mana held the position of Group Support Services Officer at Etihad airlines, in addition to his Board membership in Mohammed & Obaid AlMulla LLC and Abjar Hotels.

❖ Mr. Osama Ibrahim Ahmed Seddiqi

Board Director

Mr. Osama holds a BA degree in Business Administration – USA, currently is holding the position of CFO at SEDDIQI HOLDING LLC (Holding Company for Ahmed Seddiqi & Sons LLC, Seddiqi & Sons Investment LLC, Al Manara International Jewellery, Seddiqi Properties, Swiss Watch Services LLC and Dubai Watch Week).

Mr. Osama is also the Chairman of the Dubai Chamber of Commerce Retail Business Group.

❖ Mr. Abdulla Essa Mohamed Al Zaabi

Board Director

BA American University, currently holding the position of Corporate Affairs Director at Al Futtaim Ventures.

❖ Mr. Majid Abdul Karim Julfar

Board Director

BA Computer Engineering, South Kent University-UK, currently is holding the position of Director – Trade Credit Insurance & Export financing at Etihad Credit Insurance.

❖ Mr. Mish'al Mohammed Moosa

Board Director

BA in business administration Bradford University - ACCA (Association of Chartered Certified Accountants) from FTC Kaplan , Leeds, UK , currently Managing Director at Zain Property Developments LLC.

❖ Mr. Abdulla Rahma Al Owais

Board Director

LLB (Lawyer) at Al Safa Investment Board Chairman, member of Al Matrooshi Advocates & Legal Consultants, board member of Modern Bakery, board member of United Foods Co PJSC.



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

B. Statement of the percentage of female representation in the Board for 2019:

The current Board of Directors was elected during the 2017 Annual General Assembly by acclamation, as the number of nominees was equal to the number of Board members, and there was no female representation among the nominees and therefore the Board of Directors does not include any female representation.

C. Statement of the reasons for the absence of any female candidate for the Board membership:

The Company's policy do not allow any discrimination between men and women, and there are no restrictions that prevent women from nominating and holding any administrative, professional, leadership or membership positions by women of the Board of Directors, in line with international and national rules and regulations. In addition to the aforementioned, and since the applicable laws and the internal organizational company's rules do not stipulate any a specific women's quota, the company and the Board of Directors do not interfere in the nomination or election of members of the Board of Directors in anyway, which is exclusively for the shareholders.

D. Statement of Board remunerations:

1- The total remunerations paid to the Board members for 2018:

No remuneration was paid to the Board members for the year 2018.

2- The total remunerations of the Board members, which are proposed for 2019, and will be presented in the annual general assembly meeting for approval:

No remuneration proposed for the year 2019.

3- Details of the allowances for attending sessions of the committees emanating from the Board, which were received by the Board members for 2019 fiscal year:

Name	Allowances for attending sessions of the committees emanating from the Board				
	Audit Committee		Remco Committee		TOTAL
	No of meetings	Remuneration	No of meetings	Remuneration	
Mr. Osama Ibrahim Ahmed Seddiqi	3	60,000	0	0	60,000
Mr. Abdulla Essa Abdulla Al Zaabi	4	80,000	1	20,000	100,000
Mr. Majed Abdul Karim Julfar	4	80,000	1	20,000	100,000
Mr. Abdulla Rahma Al Owais	0	0	0	0	0
Total		220,000		40,000	260,000



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

4- Details of the additional allowances, salaries or fees received by a Board member other than the allowances for attending the committees and their reasons:

AED 867,857 paid as salary to Executive vice-chairman during 2019.

E. Board meetings held during 2019 fiscal year along with their convention dates, personal attendance times of all members, and members attending by proxy:

Ser	Date of meeting	Number of attendees	Number of attendees by proxy	Names of absent members
1-	10/03/2019	4	2	Mr. Abdulla alOwais
2-	30/09/2019	4	1	Mr. Osama Seddiqi Mr. Abdulla alOwais (Resigned)
3-	10/11/2019	4	2	Mr. Abdulla alOwais (Resigned)
4-	19/12/2019	4	1	Mr. Majid Julfar Mr. Abdulla alOwais (Resigned)

Number of the Board resolutions passed during the 2019 fiscal year, along with its meeting convention dates:

1	Board meeting held by circulation dated 14 th May, 2019
2	Board meeting held by circulation dated 07 th Aug, 2019

F. Statement of Board duties and powers exercised by Board members or the executive management members during 2019 based on the an authorization from the Board, specifying the duration and validity of the authorization :

The Board of directors exercised its powers to manage the company directly through periodic monitoring of the company's activities in the meetings of Board of Directors, and the Board of Directors did not delegate any of its powers to any of its members or the executive management during 2019.

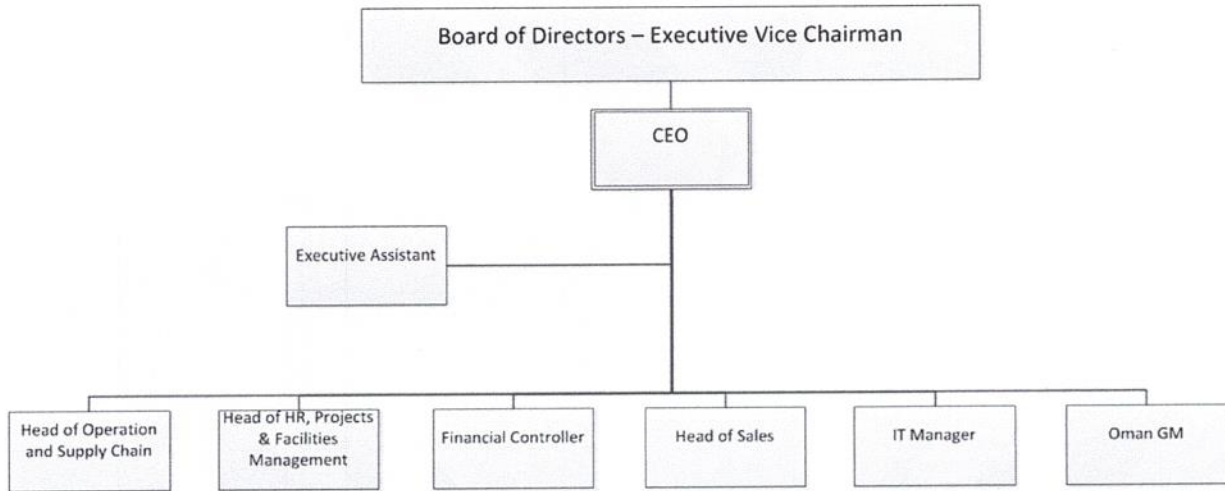


يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

G. Statement of the details of transactions made with the related parties (Stakeholders) during 2019, provided that it shall include the following:

Ser.	Statement of related parties	Clarifying the nature of relationship	Type of transaction	Value of transaction
1	United Foods Company PJSC	Common Shareholders	AED 641,802	Supplier of Margarine
2	Innovation Direct Employment Services	Mr.Majed Abdulkarim Mohammad Julfar is an Independent Director in Unikai and Partner in Innovation.	AED 3,897,490	Supplier of manpower.
3	Abjar Hotels	Common Shareholders and Board of Directors.	AED 575,530	Customer of company's products.

The complete organizational structure of the company:





يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

H. A detailed statement of the senior executives in the first and second grade according to the company organizational structure, their jobs and dates of appointment, along with a statement of total salaries and bonuses paid to them:

Position	Appointment date	Total salaries and allowances paid for 2019 (AED)	Total bonuses paid for 2019 (AED)	Any other cash / bonuses for 2019 or due in the future
Executive Vice Chairman	23 rd March 2017	867,857	N/A	N/A
CEO	1 st August 2015	1,373,363	N/A	N/A
CFO (resigned)	12 th October 2017	265,000	AED 40,598 Paid against End Of Service. (From 12/Oct/2017 to 12/Jun/2019)	N/A
Head Of Finance (Resigned)	21 st November 2018 (started as Head of Finance from 12/Jun/19)	287,267	AED 40,166 Paid against End Of Service. (From 21/Nov/2018 to 30/Nov/2019)	N/A
Head of Operations	8 th November 2016	650,107	N/A	N/A
Oman General Manager	1 st September 2013	655,500	N/A	20,153
Head of Sales	1 st April 2018	507,486	N/A	21,000
Head of HR (Resigned)	6 th December 2017	101,150	AED 107,457 Paid against End Of Service. (From 6/Dec/2017 to 20/Mar/2019)	N/A
Head Of HR, Projects & FM	5 th January 2016 (started as HHR from 20/Mar/19)	376,935	N/A	N/A



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

4. The External Auditor:

A. Overview of the company auditor :

In 2019, the general assembly of Unikai appointed Ernst & Young company (EY) as an external auditor for the purpose of conducting the financial auditing, in accordance with international standards of auditing, those standards require compliance with ethical requirements and plan, perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

EY is deemed one of the pioneering auditing companies all over the world. The MENA practice of EY has been operating in the region since 1923. Further, EY is a \$3.8b global organization that employs 261,559 professionals over 150 countries across the world.

B. Fees and costs for the audit or services provided by the external auditor:

Name of the audit office and partner auditor	Ernst & Young - Partner auditor : Mr. Hari Thodla Gopal
Number of years as the company external auditor	One Year
Total audit fees for 2019 in (AED)	AED 220,000
Fees and costs of other private services other than auditing the financial statements for 2019 (AED), if any, and in case of absence of any other fees:	AED 11,000
Details and nature of the other services (if any). If there are no other services:	1. AUP on unclaimed dividends. Total fees are AED 25,000. 2. IFRS-16 Implementation. Total fees are AED 30,000.
Statement of other services that <u>an external auditor</u> other than the company accounts auditor provided during 2019 (if any). In the absence of another external auditor, this matter is explicitly stated.	1. Auditor name: Moore Stephens Details of provided services: Internal Audit for UAE & Tax consultant for Oman division. 2. Auditor name: PWC Details of provided services: Consultancy for excise tax and on sweetened beverages.

C. Statement clarifying the reservations that the company auditor included in the interim and annual financial statements for 2019:

No reservations were given in the interim / annual financial statements for 2019.



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

5. The Audit Committee:

A. The Audit Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness:

Mr. Osama Seddiqi, Audit Committee Chairman, acknowledges his responsibility for the committee system in the Company, review of its work mechanism and ensuring its effectiveness.

B. Names of the Audit Committee members and clarifying their competences and tasks assigned to them.

Name	Category	Position in the company
Mr. Osama Seddiqi	Independent Board Director	Chairman of the committee
Mr. Abdulla al Zaabi	Independent Board Director	Committee member
Mr. Majid Julfar	Independent Board Director	Committee member

The Audit Committee shall:

- Develop and implement the policy of contracting with the external auditor and submit a report to the Board of Directors setting out the issues in respect of which the audit committee finds an action should be taken and recommends the measures to be taken.
- Ensure and verify the external auditor independence and objectivity and discuss the external auditor on the nature, scope and effectiveness of the audit in accordance with the approved auditing standards.
- Monitor the integrity of and audit the Company's (annual and quarterly) financial statements and reports as part of its normal duties during the year, focusing in particular on the following:
 - Be liable for any changes in accounting policies and practices.
 - Highlight the areas subject to the discretion of the Board of Directors.
 - Be liable for the significant amendments resulting from the audit.
 - Assume that the Company's business is continuous.
 - Comply with the accounting standards as determines by the SCA.
 - comply with the listing and disclosure rules and the other legal requirements on the development of financial reports
- Coordinate with the company's Board of Director's, Executive Management, Financial Manager. The Committee shall meet at least once a year with the Company's external auditor.
- Review the Company's financial control, internal control and risk management regulations.
- Discuss the internal control regulation with the management and ensure that it fulfills its duty to develop effective internal control regulations.



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

- g. Consider the results of the main investigations into the internal control issues assigned to the Audit Committee by the Board of Directors or initiated by the Committee and approved by the Board of Directors.
- h. Ensure that there is coordination between the internal auditor and the external auditor and ensure that the due resources are available to the internal audit team and to discuss and monitor the effectiveness of such team.
- i. Review the company's financial and accounting policies and procedures.
- j. Review the external auditor's report and action plan and any material inquiries raised by the auditor to the executive management in respect of the accounting record, financial accounts or control regulations and its replies and approval thereof.
- k. Ensure that the Board of Directors responds in a timely manner to the inquiries and material issues raised in the external auditor report.
- l. Develop the controls that secretly enable the Company's employees to report any potential violations in the financial reports, internal control or any other matters and the measures ensuring that independent and fair investigations of such violations are made.
- m. Monitor the company's compliance with the code of professional conduct.
- n. Ensure that the business rules related to the Audit committee obligations and the powers entrusted to the Audit Committee by the Board of Directors are implemented.

C. Number of meetings held by the Audit Committee during 2019 and their dates to discuss the matters related to financial statements and any other matters, and demonstrating the members' personal attendance times in the held meetings.

Total Audit committee meetings in 2019 – 4		Board members attended the meeting
1-	26 th Feb, 2019	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar
2-	14 th May, 2019	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar
3-	07 th Aug, 2019	1- Mr. Abdulla alZaabi 2- Mr. Majid Julfar
4-	10 th Nov, 2019	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

6. Nomination and Remuneration committee:

A. The Nomination and Remuneration Committee Chairman's acknowledgment of his responsibility for the Committee system at the company, his review of its work mechanism and ensuring its effectiveness.

Mr. Abdulla Al Zaabi, Nomination and Remuneration Committee Chairman, acknowledges his responsibility for the committee system in the Company, his review of its work mechanism and ensuring its effectiveness.

B. Names of the Nomination and Remuneration Committee members and clarifying their competences and tasks assigned to them:

Name	Category	Position in the company
Mr. Abdulla al Zaabi	Independent Board Director	Chairman of the committee
Mr. Majid Julfar	Independent Board Director	Committee member
Mr. Abdulla AlOwais	Independent Board Director	Committee member

The Nomination and Remuneration Committee shall:

- REMCO committee is to monitor and review the Company's structuring methods in line with the industry.
- Adhering to good corporate governance practices and reporting.
- Continually ensure that the independent Board members are actually independent.
- Develop and annually review the policy of Remuneration, benefits, incentives and salaries related to the Company's Board members and employees. The Committee shall ensure that the Remuneration and benefits given to the Company's senior executive management are reasonable and commensurate with the Company's performance.
- Determine the Company's requirements of efficient and effective persons at the senior executive management and employees levels and how shall they be selected.
- Develop; monitor the implementation of and annually review the Company's HR policy and training.
- Organize and monitor the procedures for nomination to the Board membership in accordance with the applicable laws and regulations and the provisions thereof.

C. Number of meetings held by the Committee during 2019 and their dates, and statement of all Committee members' personal attendance of times:

Total REMCO committee meetings in 2019 – 1 Meeting		Board members attended the meeting
1-	07 Aug, 2019	1- Mr. Abdulla al Zaabi 2- Mr. Majid Julfar



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

7. The Supervision and Follow-up Committee of insiders' transactions:

A. Acknowledgment by the Committee Chairman or the authorized person of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness:

Mr. Ahmed Bedier acknowledges his responsibility for the follow-up and supervision system on transactions of the insiders in the Company, review of its work mechanism and ensuring its effectiveness.

B. Names of members of the Supervision and Follow-up Committee of insiders' transactions and clarifying their competences and tasks assigned to them:

Name	Position in the company
Mr. Ahmed Bedier	Head of HR, Projects & Facilities Management

The Committee shall:

- Monitor the implementation of the provisions of the Code of professional conduct relating to the transactions of the Company's Board and its employees in securities issued by the company and ensure compliance with their content.
- Develop a special and integrated register for all the insiders including the temporarily insiders having or may have the right to access to the Company's internal information prior to publication.
- Monitor and supervise transactions of the insiders and their title of securities traded in the market.
- Maintain the insiders' records to ensure that the information obtained is not used to the individual's interest.
- Submit the periodic statements and reports to and coordinate with the market to satisfy the Committee's objectives.
- Submit an annual report to the Board members on the activities performed and any notes regarding the insiders' transactions, in particular during the no-trade period.
- The committee shall verify whether the speculative transactions in securities by the employees and temporary employees are performed in compliance with the terms and requirements of such rules. The committee shall submit a report of its conclusions to the Board of Directors.
- Recommending to the Board of Directors the approval of the Board members and employees' personal trading/transactions policies and procedures.
- Preparing a special and comprehensive register for all insiders.
- Managing, monitoring and supervising the transactions of insiders; as well as reviewing the disclosures and transactions request.
- Ensuring full compliance with the disclosures and transparency regulations.
- Reporting to the financial markets of the insiders list and their trades.

C. A summary of the committee's work report during 2019:

During the year 2019, there were no transactions in the company's shares.



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

8. Internal Control System:

A. Acknowledgment by the Board of its responsibility for the Company internal control system, review of its work mechanism and ensuring its effectiveness.

- The Board of Directors acknowledges the role of the internal control management and its responsibility for the implementation and running of the corporate internal control system, its revision and effectiveness thereof.
- The key mechanism of the corporate internal control system is to manage the corporate risks, to appropriately apply the governance rules pursuant to the applicable laws and to be in conformity with the Dubai Financial Market and the Securities & Commodities Authority's requirements.
- Submit reports to management and Audit Committee;
- Prepare reports (as required) to be submitted to SCA;
- Notify Company management regarding any violation to business regulations expected to affect Company's positions, or any violation to SCA laws & regulations.

B. Name of the department director, his qualifications and date of appointment:

The company appointed Mr. Rahul Sharma with effect from 4th April, 2018 during the board meeting held on 10th May, 2018 to assume the responsibilities of the internal control management, Mr. Rahul is holding a professional degree in accountancy and wide experience in auditing & accountant fields. He joined the Company on 06th June 2015.

Internal control department job has been transferred to Moore Stephens for 2019. Moore Stephens is present in UAE since 1999 with staff strength of 90 Chartered Accountants/Certified Public Accountants from Asia, Europe and the US. They have also been registered and approved by the Dubai Financial Services Authority to undertake audits of regulated companies in the Dubai International Financial Centre.

Mr. Farad Lakdawala is the engagement partner with 30 years' experience in diverse fields of the profession. Mr. Chandrasekar is the partner and the engagement manager for Unikai also having close to 30 years of experience. The auditors submit quarterly reports on the internal controls for all the departments of the company under supervision of department director. For the year 2019, Moore Stephens have submitted 4 audit reports highlighting the key areas which need improvement. During 2019, all internal control recommendations have been implemented.

C. Name of compliance officer, his qualifications and date of appointment.

Mr. Rahul Sharma acts as compliance officer and has been appointed by the Board of directors on 4th April, 2018 in the board meeting held on 10th May, 2018.



يونيكاي للأغذية (شركة مساهمة عامة) **UNIKAI FOODS P.J.S.C.**

D. How the Internal Control Department dealt with any major problems at the Company or those that were disclosed in the annual reports and accounts.

Company management reviews (Establishment risk management) processes to highlight any potential risks regarding business affairs on internal control or external control views, to highlight actions required to limit risks that may affect work progress. Major Risks Company is exposed to didn't, change from previous year, including credit risks, liquidity risks and market risks.

E. Number of reports issued by the Internal Control Department to the Company's Board of Directors:

The Internal Control Department submitted (4) reports to the Board of Directors during 2019.

9. Details of the violations committed during 2019, explaining their causes, how to address them and avoid their recurrence in the future:

The company committed no violations during 2019. Company honored, followed and implemented all laws, and regulations applicable in the country, and complied with all laws, regulations, and circulars regarding Companies Law and related Ministerial Resolutions, with SCA & DFM regulations & procedures.

10. Statement of the cash and in-kind contributions made by the Company during 2019 in developing the local community and preserving the environment.

Company is aware of the necessity to contribute to the local community development, safety and environment policy, environmental objectives, including continuous improvements to combat pollution across all areas within the scope of the company's activities. The company participated in various platforms like cultural festivities, labor camps, and National celebrations.

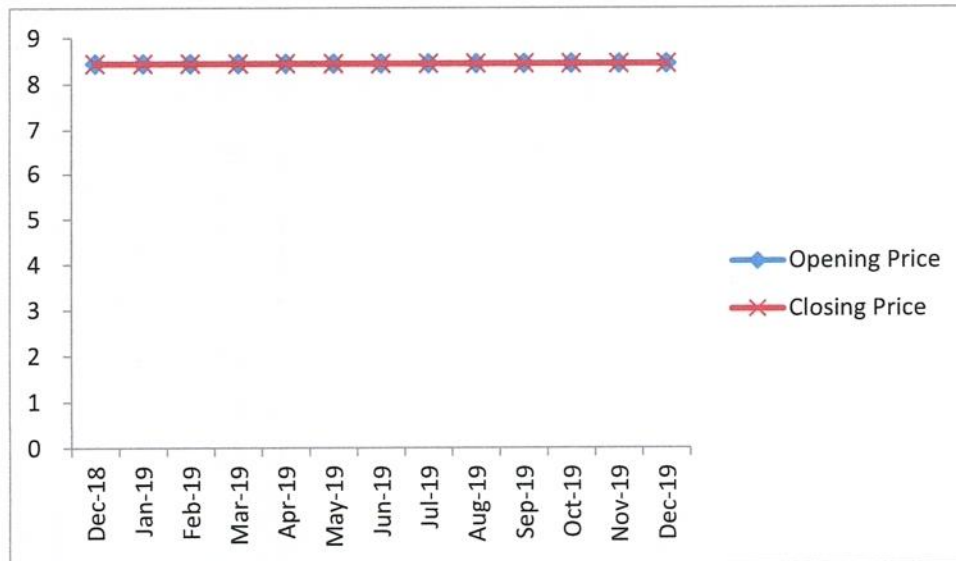


يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

11. General Information:

A. Statement of the company's share price in the market (closing price, highest price, and lowest price) at the end of each month during the fiscal year 2019.

Month	Opening Price	Highest Price	Lowest Price	Closing Price	No of Shares
Jan-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Feb-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Mar-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Apr-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
May-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Jun-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Jul-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Aug-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Sep-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Oct-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Nov-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Dec-19	8.44	No Trade	No Trade	8.44	32,367,500 Shares





يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

B. Statement of the Company's comparative performance with the general market index and sector index to which the Company belongs during 2019:

Month	DFM General Index	Consumer Staples Index	Closing Price
Dec-18	2,529.75	140.46	8.44
Jan-19	2,567.59	158.03	8.44
Feb-19	2,635.78	155.96	8.44
Mar-19	2,634.86	146.95	8.44
Apr-19	2,767.10	140.75	8.44
May-19	2,620.33	123.18	8.44
Jun-19	2,658.63	119.57	8.44
Jul-19	2,918.38	136.62	8.44
Aug-19	2,758.60	132.48	8.44
Sep-19	2,781.07	128.35	8.44
Oct-19	2,746.93	125.77	8.44
Nov-19	2,678.70	125.77	8.44
Dec-19	2,764.86	111.82	8.44





يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

C. Statement of shareholders ownership distribution as on 31/12/2019:

Shareholders classification	Percentage of owned shares			
	Individuals	Companies	Government	Total
Local	50.32	49.68		100.00
GCC	-	-	-	-
Arab	-	-	-	-
Foreign	-	-	-	-
Total	50.32	49.68		100.00

D. Statement of shareholders owning 5% or more of the Company's capital as on 31/12/2019:

Ser.	Name	Number of owned shares	Percentage of owned shares of the company's capital
1	Mohamed & Obaid Al Mulla LLC	9,405,995.50	29.06%
2	Mohamed Saeed Al Mulla & Sons LLC	3,761,103.50	11.62%
3	Heirs of Mr. Humaid Ali Abdulla Al Owasis	2,644,424.75	8.17%
4	Emirates Investment Bank PJSC	2,602,347	8.04%
5	Mrs. Moza Suwaidan Saeed Al Ajtabi	1,764,028.75	5.45%

E. Statement of shares distribution according to the volume of property as on 31/12/2019:

Ser.	Share (s) ownership	Number of shareholders	Number of owned shares	Percentage of owned shares of the capital
1	Less than 50,000	73	911,470	2.82%
2	From 50,000 to less than 500,000	24	4,665,049	14.41%
3	From 500,000 to less than 5,000,000	9	17,384,932	53.71%
4	More than 5,000,000	1	9,406,049	29.06%
	TOTAL	107	32,367,500	100.00%



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

F. Statement of measures taken regarding the controls of investor relationships and an indication of the following:-

Investor relations controls aim at promoting the implementation of the best practices in investor relations management so that investors can access these companies' material information and statements.

Investor relations controls are intended to upgrade quality and consistency in responding to inquiries from investors and analysts, promote international investment relations, and increase stakeholders' knowledge and understanding of performance statements through using the best means of communication, improving the brief reports submitted, and developing a sophisticated and more efficient structure for the interaction of the senior/executive management with market.

- Name of the investor relationships officer:

Mrs. Samah Za'ab has been assigned to carry out the responsibilities of the Investor Relations Manager, where she can be reached at the following contact details:

P.O Box: 6424, Dubai, Tel: +971 4 5076989 Fax: +971 4 5076987 Mob: +971 563983159

E-mail: samah.zaab@unikai.com

- The link of investor relationships page on the Company's website.

For investor relations matters please visit us at: <http://www.unikai.com/investor-relations>.

G. Special decisions presented in the General assembly held during 2019 and the procedures taken in their regard:

i. Continue the operations of the company:

The Shareholders resolved to continue the operations of the company.

ii. Transactions with the related parties:

The Shareholders approved the actuals transactions with related parties for the year 2018 and also approved the estimated transactions of 2019.

H. Rapporteur of the Board meetings.

Mrs. Samah Za'ab is the rapporteur of the Board meetings, The Board of Directors assigned Mrs. Samah on 27th Feb, 2016. She holds a BA degree in Educational Science, English language from An-Najah National University in Palestine – 2004.

Statement of her duties during the year: Forward the invitations for Board and committee meetings, finalizing the necessary disclosures for the Board meetings and financial statements, confirming the attendance of the present Board members, write down and file the minutes of meetings, and follow up the decisions issued thereon.



يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

I. Detailed statement of major events and important disclosures that the Company encountered during 2019.

- The Company participated in Gulfood exhibition in Dubai in Feb 2019.
- The Company participated in Foodex Saudi exhibition in Jeddah Nov 2019.
- The Company participated in Food Africa Exhibition in Cairo in Dec 2019.

J. Statement of Emiratisation percentage in the Company at the end of 2017, 2018, 2019 (workers are excluded for companies working in the field of contracting):

Year	UAE National	Total	Percent
2017	3	634	0.47%
2018	2	603	0.33%
2019	1	611	0.16%

K. Statement of innovative projects and initiatives carried out by the company or being developed during 2019:





يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

Unikai IT carried out the innovative project of NEW SALES APPLICATION in 2019. This android based, new application is capable of working both online and offline.

New Artificial Intelligence feature enables the sales team to predict customer's sales potential according to sales history.

KPI's can be defined specific to each sales team and performance is monitored on daily basis.

Fact Sheets can be uploaded for end number of promotions and discounts to boost Revenue for the company.

Signature of the Executive Vice-Chairman:

Signature of Audit Committee Chairman:

Signature of Nomination and Remuneration Committee Chairman:

Signature of Internal Control Department Director:

Date:

