



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

**Corporate Governance Report of
Unikai Foods PJSC
For the year ended December 31st, 2020**



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 his Highness the late Sheikh Rashid bin Saeed Al Maktoum "then ruler of Dubai". Unikai food is committed in its performance to the highest standards of governance with a focus on transparency, fair business deals, and compliance with laws & regulations issued by the Securities and Commodities Authority.

The following are the applications of the Board of Directors of Unikai Foods PJSC for the most important provisions of governance in line with the requirements of Federal Decree Law No. (26) of 2020 and the Authority's Board Decision No. (3 / R.M) of 2020 regarding the adoption of the Governance Manual for Public Joint Stock Companies:

1. Procedures implemented to complete the corporate governance system during 2020:

- Appointment of independent members to the Board of Directors where the majority of the members are independent.
- Appointment of the Audit committee by the Board of Directors.
- Appointment of the Nomination and Remuneration Committee by the Board of Directors.
- Appointment of internal control director and a compliance officer by the Board of Directors to update the Company's internal control system.
- Appointment of Investor relationship officer.
- Appointment of Rapporteur of the Board meetings.
- Appointment of Supervision and Follow-up committee to supervise the insider's transactions, its terms of reference and mission.
- The Board of Directors commitment to the disclosure of their trading transactions and the trading of their first degree relatives of Unikai shares.
- Regular updating of the electronic database on the Company's website in order to provide the utmost transparency required to provide a safe environment for investors and shareholders.
- Periodic disclosure of quarterly and annual financial statements of the Company, meetings of the Board of Directors and the General Assembly within the permitted legal timeline, in addition to adherence to all the rules regulating this field.
- In addition, the company continues to review its internal systems in order to introduce the procedures required by the aforementioned decision for full and continuous compliance to the circulars issued by the Securities and Commodities Authority regarding corporate governance rules.

2. Ownership and trading transactions of the Board of Directors, and their first-degree relatives in the company securities during 2020:

Unikai Foods has set a work policy for governing the transactions of the members 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 the citizens of the GCC countries has been determined of not less than 29% and the contribution of the citizens of the UAE of not less than 51%, while foreigners may not participate with more than 20% of the company's capital.

Members of the Board of Directors who have transactions related to shares issued by Unikai Foods PJSC must disclose their transactions on an annual basis, where the disclosure is made according to the form prepared for that which includes the nature of the transaction, whether buying or selling shares, as well as the date of the transaction, the amount of shares and the price.



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Board Member	Position/relative relationship	Owned shares as of 31/12/20	Total sale	Total purchase
Mr. Mana Mohammed Saeed Al Mulla	Chairman	3,745	0	0
Mr. Osama Ibrahim Ahmed Seddiqi	Vice-Chairman	0	0	0
Mr. Abdulla Essa Mohamed Al Zaabi	Director	0	0	0
Mr. Majed Abdul Karim Mohammad Julfar	Director	0	0	0
Mr. Mish'al Mohamed Abdulla Moosa	Director	0	0	0
Mr. Salim Sultan Omran Alowais	Director	0	0	0
Mr. Adil Saleh Mohamed Al Ali	Director	0	0	0

During the year 2020, there were no transactions in the Company's shares by any of the members of the Board of Directors or their first-degree relatives.

3. Formation of the Board of Directors:

A. Statement of the current Board formation:

The Board of Directors of Unikai Foods PJSC consists of seven members who have experience in the field of the company's activity in addition to experience in accounting, financial matters, banking operations and business administration.

They further have the necessary experience to make prudent decisions.

The Board of Directors consists of non-executive members and independent members, whereby the formation of the Board of Directors considers the appropriate balance among the members, so that the majority of the members are independent members.



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Board Member	Category (executive, non-executive, and independent)	The period of tenure as a Board member from the date of first election
Mr. Mana Mohammed Saeed AlMulla	Non-Executive/ Non-independent	7 years
Mr. Osama Ibrahim Ahmed Seddiqi	Non-Executive / Independent	4 years
Mr. Abdulla Essa Mohamed Al Zaabi	Non-Executive / Independent	7 years
Mr. Majed Abdul Karim Mohammad Julfar	Non-Executive / Independent	7 years
Mr. Mish'al Mohamed Abdulla Moosa	Non-Executive / Independent	4 years
Mr. Salim Sultan Omran Alowais	Non-Executive/ Independent	1 year
Mr. Adil Saleh Mohamed Al Ali	Non-Executive/ Independent	1 year

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

❖ Mr. Mana Mohammed Saeed AlMulla

Chairman

Mr. Mana is a well-known business leader in the Middle East, with an extensive network of relationships with major firms and business communities across the UAE. Academically, he graduated with a BS degree in Business Administration from the University of Suffolk in Boston, USA.

Mr. Mana is a member of the Board of Directors of Mohammed & Obaid AlMulla LLC.

❖ Mr. Osama Ibrahim Ahmed Seddiqi

Vice Chairman

Mr. Osama holds a BA degree in Business Administration – USA and is currently holding the position of Vice Chairman at SEDDIQI HOLDING LLC. Mr. Osama is also the Chairman of the Retail Business Group of the Dubai Chamber of Commerce.

❖ Mr. Abdulla Essa Mohamed Al Zaabi

Board Director

Mr. Abdullah holds a BA degree from the American University and is currently holding the position of Corporate Affairs Director at Al Futtaim Ventures.

❖ Mr. Majid Abdul Karim Julfar

Board Director

Mr. Majid holds a BA degree in Computer Engineering from South Kent University-UK and is currently holding the position of Director – Trade Credit Insurance & Export financing at Etihad Credit Insurance.



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❖ Mr. Mish'al Mohammed Moosa

Board Director

Mr. Mish'al holds a BA degree in business administration from Bradford University - ACCA (Association of Chartered Certified Accountants) from FTC Kaplan, Leeds, UK. And currently is holding the position of Managing Director at Zain Property Developments LLC.

❖ Mr. Salim Sultan Omran Al Owais

Board Director

Mr. Salim holds a Masters of Science in Engineering System Management and a Bachelor of Science in Mechanical Engineering from the American University of Sharjah (AUS). And currently is holding the position of Associate Project Manager at Dubai Future Foundation Dubai, UAE.

Mr. Salim is a board member in United Foods PJSC.

❖ Mr. Adil Saleh Mohamed Abdalla Al Ali

Board Director

Mr. Adil holds a Master degree of business Administration in General Management from the Canadian University of Dubai and a BSc in Computing and Information Systems from University of Dubai. And currently is holding the position of Head of Telephone & Exchange at Dubai Police General Headquarter -General Operations Department "Dept. of Communications".

B. Female representation at the Board of Directors during 2020:

The current Board of Directors was elected during the 2020 Annual General Assembly by electronic voting. Among the nominees were seven males and one female representation, whereas the shareholders' voting for the seven members in which the female candidate was not elected to the Board of Directors membership.

C. The reasons for not nominating any female candidate for the Board membership:

The Company's policy does not allow any discrimination between men and women, and there are no restrictions preventing women from nominating and holding any administrative, professional, leadership or membership positions 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 any way, which is exclusively for the shareholders. During the year 2020, one female candidate nomination was received; however the shareholders did not elect her to the membership of the Unikai's board.



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D. Statement of Board remunerations:

1- The total remunerations paid to the Board members during 2019:

No remuneration was paid to the Board members for the year 2019.

2- Total remuneration for the Board members proposed for the year 2020, which will be presented at the annual general assembly meeting for approval:

There is no remuneration proposed for the year 2020.

3- Details of the allowances for attending the sessions of the committees emanating from the Board, which were received by the Board members for the fiscal year 2020:

Board Member	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	50,000	-	-	50,000
Mr. Abdulla Essa Abdulla Al Zaabi	4	65,000	2	35,000	100,000
Mr. Majed Abdul Karim Julfar	4	65,000	2	35,000	100,000
Mr. Salim Sultan Omran Alowais	-	-	1	15,000	15,000
Total		180,000		85,000	265,000

4- Details of the allowances, salaries or fees paid to Board members other than committees allowances:

No additional allowances, salaries or fees paid to Board member during 2020.

E. Board meetings held during 2020 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	Attendees by proxy	Names of absent members
1-	21/03/2020	4	-	Mr. Mana Mohammed Saeed Al Mulla Mr. Abdulla AlOwais (Resigned)



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				Mr. Khalaf Mohammed Saeed Al Mulla (Deceased)
2-	26/04/2020	7	-	No Absentees
3-	12/08/2020	7	-	No Absentees
4-	10/11/2020	6	1	Mr. Mana Mohammed Saeed Al Mulla by proxy
5-	27/12/2020	5	1	Mr. Mana Mohammed Saeed Al Mulla by proxy

F. Board resolutions passed by circulation during the fiscal year 2020, along with its meeting convention dates:

No Board resolutions passed by circulation during the 2020 fiscal year.

G. Duties and functions exercised by the Board or the executive management during 2020 based on the authorization from the Board, specifying the duration and validity of the authorization:

The Board of directors exercised its powers in managing the company directly through periodic monitoring of the company's activities in the meetings of Board of Directors.

During 2020 fiscal year, the Chairman delegated his powers to the Vice-Chairman to assume his responsibilities from 29th October 2020 till 31st December 2020.

H. Statement of the details of transactions made with the related parties during 2020:

Ser.	Statement of related parties	Clarifying the nature of relationship	Type of transaction	Value of transaction
1	United Foods Company PJSC	Common Shareholders and Board of Directors.	AED 532,758	Supplier of Margarine
2	Innovation Direct Employment Services	Mr. Majed Abdulkarim Mohammad Julfar is an Independent Director in Unikai and Partner in Innovation.	AED 813,207	Supplier of manpower.
3	Ishraq (Dubai) LLC / Abjar Hotels	Common Shareholders and Board of Directors.	AED 832,473	Customer of Unikai's products.

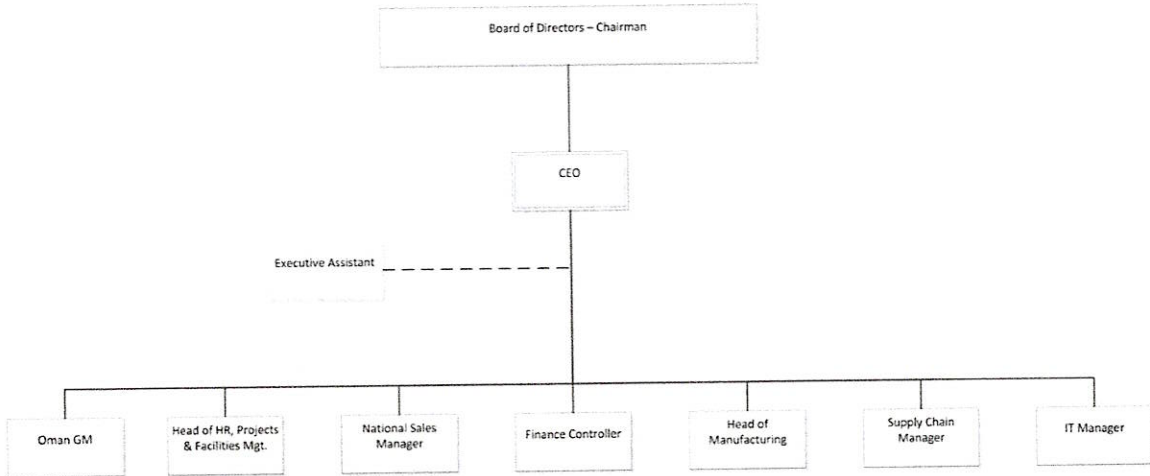
The transactions were reviewed by the audit committee & the board and approved by the shareholders in the General Assembly dated 23rd April 2020. The transactions were carried out at the arm's length and none of the transaction exceeds more than 5% of the share capital of the company.



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I. The complete organizational structure of the company:

The company is managed at the administrative and operational levels by Board through the Company's CEO. The CEO acts according to the instructions and objectives set by the Board of Directors, and the CEO and his distinguished professional team of department managers, who practice their works as instructed by the CEO, assist him in his tasks according to the attached administrative structure.





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

Position	Appointment date	Total salaries and allowances for 2020(AED)	Total paid bonuses for 2020 (AED)	Total of cash / non-cash benefits for 2020
CEO	1 st August 2015	1,297,951	205,000	N/A
GM-Oman	1 st May 2020	526,518	46,720	N/A
GM-Oman (Resigned)	1 st Sept 2013	156,750	AED. 102,130/- Paid against EOS.	N/A
GM-UAE (Resigned)	1 st April 2018	557,933	N/A	AED. 105,248/ will be payable against EOS.
Head of Operations	8 th Nov 2016	200,994	N/A	N/A
Head Of HR, Projects & FM	1 st May 2016	435,648	N/A	N/A
Head of Manufacturing	1 st April 2020	248,400	N/A	N/A
Financial Controller	1 st April 2020	241,362	N/A	N/A



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4. The External Auditor:

A. Overview of the external auditor:

In 2020, 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. Ashraf Abu Sharkh
Number of years as the company external auditor	Two Years
Total audit fees for 2020 in (AED)	AED 220,000
Fees and costs of other private services other than auditing the financial statements for 2020 (AED), if any, and in case of absence of any other fees:	Nil
Details and nature of the other services (if any). If there are no other services:	Nil
Statement of other services that <u>an external auditor</u> other than the company accounts auditor provided during 2020 (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.

C. Statement of the qualified opinion of the company's external auditor in the interim and annual financial statements for 2020:

The external auditors did not have any reservations and gave a clean opinion and unqualified report for the interim / annual financial statements for 2020.



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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, Chairman of the Audit Committee, acknowledges his responsibility for the committee's system at the Company, his review of its work mechanism and for 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	Committee Chairman
Mr. Abdulla al Zaabi	Independent Board Director	Committee member
Mr. Majid Julfar	Independent Board Director	Committee member

The audit committee performed its assigned duties and responsibilities as follows –

- Contracted with an external auditor, monitored independence, discussed audit scope, reviewed the statements issued of the external auditor while ensuring a timely response from the finance and other departments to all inquiries and requirements presented by the external auditor.
- Monitored the accuracy and reliability of the financial statements and reports (annual, semi-annual and quarterly) of Unikai Foods PJSC and conducted reviews as part of the committee's regular duties including highlighting issues subject to the Board's assessment, Key amendments resulting from the audit, Assessing the going-concern assumption, Compliance with accounting standards as decided by competent authority, Compliance with the rules of listing and disclosure, as well as other legal requirements related to the preparation of financial reports.
- Held quarterly meetings with the external auditor to discuss the auditor's report as well as the quarterly and annual financial statements prior submission to the Board of Directors.
- Reviewed the financial control, internal control and risk management measures, as well as assessed the effectiveness of the Internal Control Department; assigned required resources and approved the internal audit plan and followed up on the implementation on a quarterly basis.



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- Coordinated 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.
- Ensured that the Board of Directors responds in a timely manner to the inquiries and material issues raised in the external auditor report.
- Developed 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.
- Monitored the company's compliance with the code of professional conduct.
- Ensured 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. Meetings held by the Audit Committee during 2020, their dates and the members' personal attendance times in the held meetings:

Total Audit committee meetings in 2020 – 4		Board members attended the meeting
1-	21 st March, 2020	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar
2-	2 nd July, 2020	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar
3-	9 th August, 2020	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar
4-	1 st November, 2020	1- Mr. Abdulla alZaabi 2- Mr. Majid Julfar

6. The 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, Chairman of the Nomination and Remuneration Committee acknowledges his responsibility for the committee's system in the Company, his review of its work mechanism and for ensuring its effectiveness.



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B. Names of the Nomination and Remuneration Committee members and 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. Salim Alowais	Independent Board Director	Committee member

The Nomination and Remuneration Committee performed its assigned duties and responsibilities as follows:

- Monitored and reviewed the Company's structuring methods in line with the industry.
- Adhered to good corporate governance practices and reporting.
- Continually ensured that the independent Board members are actually independent.
- Developed and annually reviewed the policy of Remuneration, benefits, incentives and salaries related to the Company's Board members and employees. The Committee ensured that the Remuneration and benefits given to the Company's senior executive management are reasonable and commensurate with the Company's performance.
- Determined the Company's requirements of efficient and effective persons at the senior executive management and employees' levels and how shall they be selected.
- Developed and monitored the implementation of policies and annually review the Company's HR policy and training.
- Organized and monitored the procedures for nomination to the Board membership in accordance with the applicable laws and regulations and the provisions thereof.

C. Meetings held by the REMCO Committee during 2020, and their dates, and the members' personal attendance in the held meetings:

Total REMCO meetings in 2020 – 2		Board members attended the meeting
1-	09 April, 2020	1- Mr. Abdulla al Zaabi 2- Mr. Majid Julfar
2-	02 July, 2020	1- Mr. Abdulla al Zaabi 2- Mr. Majid Julfar 3- Mr. Salim Alowais



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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:

Mrs. Samah Za'ab acknowledges her responsibility for the follow-up and supervision system on transactions of the insiders in the Company, and for reviewing 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
Mrs. Samah Za'ab	Board Secretary

C. A Summary of the committee's work report during the year 2020:

During the year 2020, there is one transaction done during the normal course of business. The committee reviewed the transaction and found that the transaction was not related to any insiders of the company.

8. Other committees approved by the Board:

There are no other Board committees at Unikai outside the above.

9. 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.



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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/ audit department has been outsourced to Moore Stephens for 2020. 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 2020, Moore Stephens have submitted four audit reports highlighting the key areas which need improvement. During 2020, all internal control recommendations have been implemented.

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

Mr. Ahmed Bedier acts as compliance officer and has been appointed by the Board of directors during the board meeting held on 26th April, 2020.

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 2020.



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10. Violations committed in 2020, explaining their causes, how to address them and avoid their recurrence in the future:

The company committed no violations during 2020. 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.

11. Statement of the cash and in-kind contributions made by the Company during 2020 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. During 2020, no such activity was undertaken by the company due to Covid-19 pandemic and plans to do so during 2021.

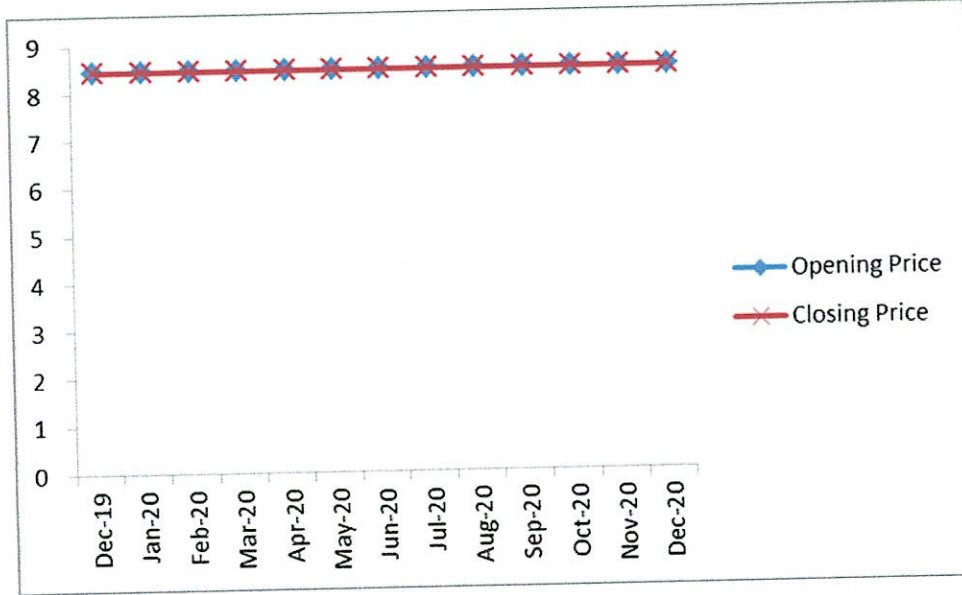
12. General Information:

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 2020.

Month	Opening Price	Highest Price	Lowest Price	Closing Price	No of Shares
Jan-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Feb-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Mar-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Apr-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
May-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Jun-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Jul-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Aug-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Sep-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Oct-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Nov-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares
Dec-20	8.44	No Trade	No Trade	8.44	32,367,500 Shares



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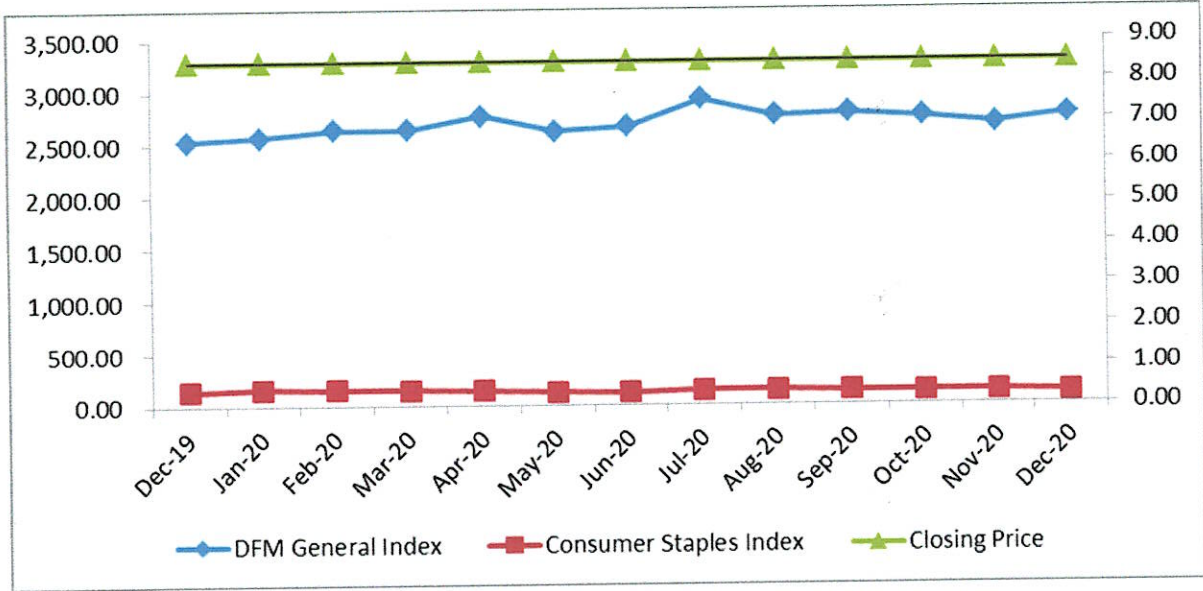


B. Statement of the Company's comparative performance with the general market index and sector index to which the Company belongs during 2020:

Month	DFM General Index	Consumer Staples Index	Closing Price
Dec-19	2,764.86	111.82	8.44
Jan-20	2,790.42	118.84	8.44
Feb-20	2,590.00	112.06	8.44
Mar-20	1,771.31	78.18	8.44
Apr-20	2,026.61	99.58	8.44
May-20	1,945.09	82.34	8.44
Jun-20	2,065.28	80.56	8.44
Jul-20	2,050.77	79.37	8.44
Aug-20	2,245.29	77.82	8.44
Sep-20	2,273.48	86.15	8.44
Oct-20	2,187.86	75.07	8.44
Nov-20	2,419.60	75.07	8.44
Dec-20	2,491.97	61.57	8.44



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C. Statement of shareholders ownership distribution as on 31/12/2020:

Shareholder's 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 31/12/2020:

Ser.	Name	Number of owned shares	Percentage of owned shares of the company's capital
1	Mohamed & Obaid Al Mulla LLC	9,406,049	29.06%
2	Mohamed Saeed Al Mulla & Sons LLC	3,762,334	11.62%
3	Heirs of Mr. Humaid Ali Abdulla Al Owasis	2,645,254	8.17%
4	Emirates Investment Bank PJSC	2,601,705	8.04%
5	Mrs. Moza Suwaidan Saeed Al Ajtabi	1,763,681	5.45%



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E. Statement of shares distribution according to the volume of property as on 31/12/2020:

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%

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 2020 and the procedures taken in their regard:

- Continue the operations of the company:
The Shareholders resolved to continue the operations of the company.
- Transactions with the related parties:
The Shareholders approved the actuals transactions with related parties for the year 2019 and also approved the estimated transactions of 2020.



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

H. Rapporteur of the Board meetings and date of appointment.

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.

I. Detailed statement of major events and important disclosures that the Company encountered during 2020.

- The Company participated in Gulf food exhibition in Dubai in Feb 2020.

J. Statement of transaction of the company with related parties during 2020 that equals to 5% or more of the company share capital.

No transactions with the related parties that equal or are above 5% or more of the company share capital.

K. Statement of Emiratization percentage in the Company at the end of 2018, 2019, 2020 (workers are excluded for companies working in the field of contracting):

Year	UAE National	Total	Percent
2018	2	603	0.33%
2019	1	611	0.16%
2020	1	547	0.18%

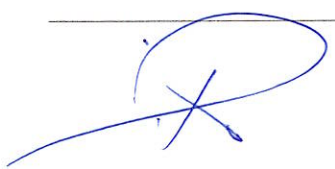





يونيكاي للأغذية (شركة مساهمة عامة) UNIKAI FOODS P.J.S.C.

L. Statement of innovative projects and initiatives carried out by the company or being developed during 2020:

Unikai IT carried out the innovative project of

- NEW SALES APPLICATION which is android based and can work both online and offline. New Artificial Intelligence feature enables the sales team to predict customer's sales potential according to sales history. KPI's defined specific to each sales team and performance is monitored on daily basis.
- NEW DATA CENTER in 2020. Using the On-premises solution, we adopted the VM-Ware technology to host Unikai servers. We also used Veeam Backup technology for data backup and restoration. New Data Center, helped to improve performance of Business Applications, Connectivity, more Storage, Security and Accessibility.

Signature of the Board chairman	Signature of the Audit committee chairman	Signature of the Nomination & Remuneration committee	Signature of the Head of the Internal Control Department
			
Date: 18 th Mar 2021	Date: 18 th Mar 2021	Date: 18 th Mar 2021	Date: 18 th Mar 2021

