

# شركة أم القيوين للاستثمارات العامة ش.م.ع

التقرير المتكامل للعام  
2021

## التقرير المتكامل يتضمن التالي :

- تقرير مجلس الإدارة
- تقرير مدقق الحسابات
- البيانات المالية السنوية وإيضاحاتها
- تقرير الحوكمة
- تقرير الإستدامة

# تقرير مجلس الإدارة





أم القيوين للاستثمارات العامة  
UMM AL QAIWAIN GENERAL INVESTMENTS

Date : 26 March 2022

**Report of the Board of Directors of Umm Al Qaiwain General Investments  
Company PSC , on the Financial Results of the year ended 31<sup>st</sup> Dec , 2021**

It gives me great pleasure on behalf of myself and on behalf of the Board of Directors to welcome you at the AGM and I am pleased to review a brief of the performance of the company during the year 2021 . This Report represents the Umm Al Qaiwain General Investments Company`s performance for the year 2021 . The company recorded a net Profit of AED 59,331,828 during the year 2021 compared to a net Profit of AED 19,125,107 during the comparative period of 2020 , summary of these results are as follows :

<b>Particular</b>	<b><u>Year ended Dec.,31,2021</u> AED</b>	<b><u>Year ended Dec.,31,2020</u> AED</b>
Net Profits from Investments	65,190,647	24,954,565
Administrative expense	(4,095,484)	(4,228,315)
Other Income	8,246	62,152
Finance Costs	(1,771,581)	(1,663,295)
Net profit for the period	59,331,828	19,125,107

From the table above , it is clear that net profit earning from investments increased to AED 65,190,647 in the year 2021 , while it was AED 24,954,565 in the year 2020 recorded an increase of 161.24 % due to the realized profits and cash dividends received , as well as the positive appreciation of investments at fair value through profits or losses .





أم القيوين للاستثمارات العامة  
UMM AL QAIWAIN GENERAL INVESTMENTS

(2)

It is to be noted that the Company is holding a trading portfolio through profit or loss { Investments for Trade } amounting to AED 219,890,521 and Investment at fair value through other comprehensive income amounting to AED. 261,020,220 with a total amount AED 480,910,741 .

### **Proposed Dividends :**

The Board of Directors proposes the allocation and distribution of net profits for the year ended December 31,2021 as follows :

	<b>AED</b>
Net Profit for the Year 2021 .	59,331,828
10% transferred to the legal reserve.	(5,933,182)
	-----
Net profit for the year after deducting the reserve.	53,398,646
Net retained earnings and profits realized during the year from the sale of shares at fair value through other comprehensive income	1,225,483
	-----
Retained earnings balance available for dividend	54,624,129
Proposed cash dividend 6 %	<u>1,350,000</u>
Bonus proposed for members of the Board of Directors.	-----
Retained earnings balance after the proposed distribution	31,494,129

Last but not least the Board of Directors is pleased to take this opportunity to extend our deepest thanks and appreciation to HH Sheikh Saud bin Rashid Al Mualla, Supreme Council Member and Ruler of the Emirate of Umm Al Quwain and His Highness, the Crown Prince for their support and continuous sponsorship of the company .

**Deputy Chairman**



# تقرير مدقق الحسابات



**Independent Auditor's Report**

**The Shareholders**  
Umm Al Qaiwain General Investments Company  
Public Shareholding Company  
Umm Al Qaiwain - United Arab Emirates

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the accompanying financial statements of Umm Al Qaiwain General Investments Company (the "Company") which comprise the statement of financial position as at December 31, 2021, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2021, its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

**Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in United Arab Emirates and we have fulfilled our other responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Key audit matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. These matters were addressed on the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matters to be communicated in our report.

**Lands**

The company owns lands at Al Meena area in Umm Al Qaiwain which is stated at fair value. Any increase in the value is recognized within the land valuation reserve in the statement of financial position.

The lands have been considered as an important audit matter for its materiality and the audit procedures as follows:

- 1) An evaluation was obtained from independent evaluators.
- 2) The difference between the carrying value and the value after the revaluation has been verified.
- 3) The difference is recognized in shareholders' equity under land valuation reserve.

**Independent Auditor's Report for Umm Al Qaiwain General Investments Company for the year ended December 31, 2021 (continued)**

**Valuation of investment at fair value through other comprehensive income (FVTOCI)**

The company possesses investment in securities comprised of quoted and unquoted investment carried at fair value through other comprehensive income (FVTOCI). The valuation of quoted investments is arrived at by reference to the quoted bid prices in an active market, while unquoted investments were valued based on less active parallel market prices.

Investments at fair value through other comprehensive income (FVTOCI) are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in cumulative changes in fair value reserve.

We consider the above investments at fair value through other comprehensive income (FVTOCI) a key matter due to the materiality of investments and inconsistency and fluctuation in quoted bid prices in an active market and the following are the audit procedures that we performed:

- We obtained the list of all quoted investments carried at FVTOCI and tested it for accuracy.
- We verified the fair market values of all quoted investments with quoted active bid prices in stock exchange in which they are listed.
- We verified changes in fair value reserve of investments carried at FVTOCI and accumulated in the cumulative changes in fair value reserve.
- We also assessed the adequacy of the company's disclosures in the financial statements for the re-measurement of quoted investments carried at FVTOCI and its related changes in fair value.
- The fair value of unquoted investments has been verified and matched with prices derived from parallel market.

**Other information**

Management is responsible for the other information. Other information consists of information included in the company's report of 2021, other than the financial statements and our auditors' report thereon. We obtained the report of the Board of Directors, prior to the date of our auditors' report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read and other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on work we have performed, we conclude that there is a material statement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of management for the financial statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards as adopted in United Arab Emirates and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

The management is responsible for overseeing the Company's financial reporting process.

**Independent Auditor's Report for Umm Al Qaiwain General Investments Company for the year ended December 31, 2021 (continued)**

**Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

**Report on other legal and regulatory requirements**

As required by UAE Federal Law No. (2) of 2015 we report that:

1. We have obtained all the information and explanation we considered necessary for our audit.
2. The financial statements comply, in all material respect with the applicable provisions of UAE Federal Law No. (2) of 2015 and the Articles of Association of the Company.
3. The Company has maintained proper books of accounts.
4. The financial information included in the Directors' report is consistent with the books of account of the Company.

Independent Auditor's Report for Umm Al Qaiwain General Investments Company for the year  
ended December 31, 2021 (continued)

5. Transactions and term with related parties disclosed in Note 20.
6. Investments and shares purchased by the Company during the current year disclosed in Note 6.
7. The Social Contribution made during the year disclosed in Note 22.
8. Based on the information and explanation that has been made available to us nothing came to our attention which causes us to believe that the Company has contravened during the financial year ended December 31,2021 any of the applicable provisions of UAE Federal Law No. (2) of 2015 or the Articles of Association of the Company which would have a material effect on the Company's activities or on its financial position for the year.



Hikmat Mukhaimer FCCA  
Registration No.: 355  
Rödl Middle East  
Certified Public Accountants



March 26, 2022  
Sharjah – U.A.E.

# البيانات المالية السنوية وإيضاحاتها



**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**FINANCIAL STATEMENTS  
DECEMBER 31, 2021  
TOGETHER WITH INDEPENDENT AUDITOR'S REPORT**

UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES

FINANCIAL STATEMENTS  
DECEMBER 31, 2021  
TOGETHER WITH INDEPENDENT AUDITOR'S REPORT

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Independent Auditor's Report

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**Independent Auditor's Report**

**The Shareholders**

**Umm Al Qaiwain General Investments Company  
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**Independent Auditor's Report for Umm Al Qaiwain General Investments Company for the year ended December 31, 2021 (continued)**

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In connection with our audit of the financial statements, our responsibility is to read and other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on work we have performed, we conclude that there is a material statement of this other information, we are required to report that fact. We have nothing to report in this regard.

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The management is responsible for overseeing the Company's financial reporting process.

**Independent Auditor's Report for Umm Al Qaiwain General Investments Company for the year ended December 31, 2021 (continued)**

**Auditor's responsibilities for the audit of the financial statements**

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

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
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1. We have obtained all the information and explanation we considered necessary for our audit.
2. The financial statements comply, in all material respect with the applicable provisions of UAE Federal Law No. (2) of 2015 and the Articles of Association of the Company.
3. The Company has maintained proper books of accounts.
4. The financial information included in the Directors' report is consistent with the books of account of the Company.

**Independent Auditor's Report for Umm Al Qaiwain General Investments Company for the year ended December 31, 2021 (continued)**

5. Transactions and term with related parties disclosed in Note 20.
6. Investments and shares purchased by the Company during the current year disclosed in Note 6.
7. The Social Contribution made during the year disclosed in Note 22.
8. Based on the information and explanation that has been made available to us nothing came to our attention which causes us to believe that the Company has contravened during the financial year ended December 31, 2021 any of the applicable provisions of UAE Federal Law No. (2) of 2015 or the Articles of Association of the Company which would have a material effect on the Company's activities or on its financial position for the year.



**Hikmat Mukhaimer FCCA**  
**Registration No.: 355**  
**Rödl Middle East**  
**Certified Public Accountants**



March 26, 2022  
Sharjah – U.A.E.

UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES

STATEMENT OF FINANCIAL POSITION AS OF DECEMBER 31, 2021

(All amounts are in U.A.E. Dirhams)

	Notes	December 31, 2021	December 31, 2020
<b>ASSETS</b>			
<b>Non-current assets</b>			
Land	5	330,925,540	330,925,540
Investments at fair value through other Comprehensive income (FVTOCI)	6 (A)	261,020,220	279,527,078
Total non-current assets		591,945,760	610,452,618
<b>Current assets</b>			
Investments at fair value through profit or loss (FVTPL)	6 (B)	219,890,521	52,893,680
Trade and other receivables	7	1,539,928	339,111
Cash and cash equivalent	8	15,155,147	26,827,043
Total current assets		236,585,596	80,059,834
<b>Total assets</b>		<b>828,531,356</b>	<b>690,512,452</b>
<b>SHAREHOLDERS' EQUITY AND LIABILITIES</b>			
<b>Shareholders' equity</b>			
Share capital	9(A)	363,000,000	363,000,000
Legal reserve	9(B)	44,904,118	38,970,935
Investments revaluation reserve-FVTOCI	9(C)	(62,165,969)	(82,032,136)
Land revaluation reserve		297,085,855	297,085,855
Retained earnings		54,624,128	25,190,484
Total shareholders' equity		697,448,132	642,215,138
<b>Non-current liabilities</b>			
Provision for indemnity	10	747,214	805,651
Total non-current liabilities		747,214	805,651
<b>Current liabilities</b>			
Trade and other payables		47,508,208	47,491,663
Bank overdraft	11	82,827,802	-
Total current liabilities		130,336,010	47,491,663
Total liabilities		131,083,224	48,297,314
<b>Total shareholder's equity and liabilities</b>		<b>828,531,356</b>	<b>690,512,452</b>

The accompanying notes are an integral part of these financial statements.

  
 MOHAMMED SALEM ABDULLA SALEM AL HOSANI  
 MANAGING DIRECTOR

  
 AHMAD SULTAN ESSA AL JABER  
 DEPUTY CHAIRMAN

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.**  
**PUBLIC SHAREHOLDING COMPANY**  
**UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

	Notes	December 31, 2021	December 31, 2020
<b>Revenues</b>			
Profit from investment in shares	12	<b>34,643,243</b>	30,649,300
Changes in fair value of investment at FVTPL	6 (B)	<b>30,547,404</b>	(5,694,735)
Other income	13	<b>8,246</b>	62,152
<b>Total revenues</b>		<b>65,198,893</b>	25,016,717
<b>Expenses and other charges</b>			
Finance costs		<b>1,771,581</b>	1,663,295
General and administration expenses	14	<b>4,095,484</b>	4,228,315
<b>Total expenses and other charges</b>		<b>(5,867,065)</b>	(5,891,610)
<b>Net profit for the year</b>		<b>59,331,828</b>	19,125,107
<b>Basic earnings per share</b>	15	<b>0.163</b>	0.053

The accompanying notes are an integral part of these financial statements.

  
 MOHAMMED SALEM ABDULLA SALEM AL HOSANI  
 MANAGING DIRECTOR

  
 AHMAD SULTAN ESSA AL JABER  
 DEPUTY CHAIRMAN

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

	<u>Notes</u>	<u>December 31, 2021</u>	<u>December 31, 2020</u>
<b>Net profit for the year</b>		<b>59,331,828</b>	19,125,107
<b>Other comprehensive income for the year</b>			
Changes in fair value of investments at FVTOCI	6 (A)	<b>11,626,272</b>	(4,382,593)
Profit from sale of investments at FVTOCI		<b>3,774,894</b>	2,990,896
		-----	-----
<b>Total other comprehensive income (loss)</b>		<b>15,401,166</b>	(1,391,697)
		-----	-----
<b>Total comprehensive profit for the year</b>		<b>74,732,994</b>	17,733,410
		=====	=====

The accompanying notes are an integral part of these financial statements.

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

	Share capital	Legal reserve	Investments revaluation reserve- FVTOCI	Land revaluation reserve	Retained earnings	Total
Balance at December 31, 2019	363,000,000	37,058,424	(81,277,388)	297,085,855	28,164,837	644,031,728
Net profit for the year	-	-	-	-	19,125,107	19,125,107
Other comprehensive (loss)	-	-	(4,382,593)	-	2,990,896	(1,391,697)
Total comprehensive (loss) for the year	-	-	(4,382,593)	-	22,116,003	17,733,410
Dividends distribution	-	-	-	-	(18,150,000)	(18,150,000)
Board of director's remuneration	-	-	-	-	(1,400,000)	(1,400,000)
Transfer to retained earnings on sale of investment at FVTOCI	-	-	3,627,845	-	(3,627,845)	-
Transfer to legal reserve	-	1,912,511	-	-	(1,912,511)	-
Balance at December 31, 2020	363,000,000	38,970,935	(82,032,136)	297,085,855	25,190,484	642,215,138
Net profit for the year	-	-	-	-	59,331,828	59,331,828
Other comprehensive income	-	-	11,626,272	-	3,774,894	15,401,166
Total comprehensive income for the year	-	-	11,626,272	-	63,106,722	74,732,994
Dividends distribution	-	-	-	-	(18,150,000)	(18,150,000)
Board of director's remuneration	-	-	-	-	(1,350,000)	(1,350,000)
Transfer to retained earnings on sale of investment at FVTOCI	-	-	8,239,895	-	(8,239,895)	-
Transfer to legal reserve	-	5,933,183	-	-	(5,933,183)	-
<b>Balance at December 31, 2021</b>	<b>363,000,000</b>	<b>44,904,118</b>	<b>(62,165,969)</b>	<b>297,085,855</b>	<b>54,624,128</b>	<b>697,448,132</b>

The accompanying notes are an integral part of these financial statements.

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

	<b>December 31, 2021</b>	December 31, 2020
<b>Cash flows from operating activities</b>		
Net profit for the year	<b>59,331,828</b>	19,125,107
Adjustment for: -		
Provision for staff indemnity	<b>(58,437)</b>	(45,553)
Profit from investment in shares	<b>(34,643,243)</b>	(30,649,300)
Changes in fair value of investments at FVTPL	<b>(30,547,404)</b>	5,694,735
Finance cost	<b>1,771,581</b>	1,663,295
Bank interest	<b>(1,746)</b>	(2,138)
	-----	-----
<b>Operating (loss) before working capital changes</b>	<b>(4,147,421)</b>	(4,213,854)
Trade and other receivables	<b>89,484</b>	627,429
Trade and other payables	<b>264,951</b>	416,110
	-----	-----
<b>Cash used in operating activities</b>	<b>(3,792,986)</b>	(3,170,315)
Finance cost paid	<b>(1,771,581)</b>	(1,663,295)
Net movement in investment in shares	<b>(106,316,307)</b>	563,881
Proceed from investments sale and dividends received	<b>37,127,836</b>	33,640,196
	-----	-----
<b>Net cash flows (used in) / from operating activities</b>	<b>(74,753,038)</b>	29,370,467
	-----	-----
<b>Cash flows from investing activities</b>		
Bank interest received	<b>1,746</b>	2,138
	-----	-----
<b>Net cash flows from investing activities</b>	<b>1,746</b>	2,138
	-----	-----
<b>Cash flows from financing activities</b>		
Paid to shareholders	<b>(18,398,406)</b>	(16,258,545)
Board of Directors' remuneration paid	<b>(1,350,000)</b>	(1,400,000)
Bank overdraft	<b>82,827,802</b>	(1,507,024)
	-----	-----
<b>Net cash flows from / (used in) financing activities</b>	<b>63,079,396</b>	(19,165,569)
	-----	-----
<b>Net (decrease) / increase in cash and cash equivalents</b>	<b>(11,671,896)</b>	10,207,036
Cash and cash equivalents at the beginning of the year	<b>26,827,043</b>	16,620,007
	-----	-----
<b>Cash and cash equivalents at the end of the year</b>	<b>15,155,147</b>	26,827,043
	=====	=====

The accompanying notes are in integral part of these financial statements.

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

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**1- LEGAL STATUS AND PRINCIPLE ACTIVITIES**

Umm Al Qaiwain General Investments Company (Formerly Umm Al Qaiwain Cement Industries Company), a Public Shareholding Company (hereinafter referred to as “the Company”), was incorporated in Umm Al Qaiwain by Amiri Decree number 2/82 on February 11, 1982.

The Company had obtained approval from the Securities and Commodities Authority to change the commercial activities and trade name to become Umm Al Qaiwain General Investments Company P.S.C. and obtained a commercial license number 4558 from the Department of Economic Development – Umm Al Qaiwain on April 24, 2016.

The company's business activity is development, establishment and management of real estate enterprises, funds and stocks investments (stocks and bonds), investment, establishment and institution in commercial enterprises, entertainment, agriculture, tourism, industrial, infrastructure, educational services, health, energy and ownership and investment of classes and units in the buildings of the investment areas.

The Company is domiciled at Umm Al Qaiwain, United Arab Emirates.  
The registered address of the company is Umm Al Qaiwain – UAE.

**2- BASIS OF PREPARATION**

**a) Statement of compliance**

These financial statements have been prepared in accordance with the International Financial Reporting Standards (“IFRS”) and applicable requirements of UAE Commercial Companies Law No. 11 of 2015.

**b) Basis of measurement**

These financial statements have been prepared under the historical cost convention, except for investment properties, certain equity financial assets that have been measured at fair value.

**c) Functional and presentation currency**

These financial statements are presented in UAE Dirhams, which is the Company's functional currency, unless otherwise indicated.

**d) Use of estimates and judgments**

In preparing these financial statements, management has made estimates and judgment that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

In particular, information about significant areas of estimation uncertainty that have the most significant effect on the amounts recognized in the financial statements are as follows:

**Impact of COVID -19**

In March 2020, COVID-19 was declared a pandemic by WHO (World Health Organization) and is causing disruptions to business and economic activities across the globe. The local government system in UAE has announced various measures to support businesses to mitigate possible adverse impact due to the pandemic. The Company continues to monitor the situation and the Company's management have taken measures to continue the operations with minimal disruptions and also have risk management plans in place to manage potential disruptions in the future.

Due to the prevailing uncertain situation, the Company management have revisited its judgements, estimates and risk management objectives and have considered the potential impacts of the current volatility in determining the reported amounts of the Company's financial and non-financial assets as at December 31, 2021.

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*Going concern*

Management has made an assessment of the Company's ability to continue as a going concern and is satisfied that the Company has the resources to continue in business for the foreseeable future. The Company has been profitable, and it had positive net asset (equity), working capital and cash flow positions as at the year end. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on a going concern basis.

The Company continues to monitor the situation closely and the Company's management have taken measures to manage potential business disruptions from COVID -19 that may have on the Company's operations and financial performance in the future.

The Company's management have also considered any impairment indicators and any significant and concluded that there is no material impact due to COVID -19.

*Provision for expected credit losses of trade receivables and contract assets*

The Company uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance).

The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

Receivables from government entities are generally excluded from ECL calculation, as the Company considers those receivable balances are fully recoverable. Further, balances due from related parties, are also excluded from ECL calculation, as credit risk is considered to be nil based on the fact that these related companies are either directly or indirectly supported by the owners for any liquidity or financial crisis situations.

Due to the uncertainties caused by the COVID -19, the Company's management have revisited, reassessed and updated the inputs and forward -looking assumptions used in the computation of expected credit losses (ECL) and have also reviewed customer balances to identify customers with significant increase in credit risk and potential defaulters.

*Provision for employees' end of service benefits*

Management has measured the Company's obligation for the post-employment benefits of its employees based on the provisions of the UAE Labour Law No. 8 of 1980. Management does not perform an actuarial valuation as required by International Accounting Standard 19 "Employee Benefits" as it estimates that such valuation does not result to a significantly different level of provision. The provision is reviewed by management at the end of each year, and any change to the projected benefit obligation at the year-end is adjusted in the provision for employees' end of service benefits in the profit or loss.

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*Other provisions and liabilities*

Other provisions and liabilities are recognized in the period only to the extent management considers it probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgment to existing facts and circumstances, which can be subject to change. Since the actual cash outflows can take place in subsequent years, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances. A change in estimate of a recognized provision or liability would result in a charge or credit to profit or loss in the period in which the change occurs.

**e) Newly effective standard and amendments and improvements to standards**

Several amendments apply for the first time from January 1, 2021, but do not have an impact on the financial statements of the Company. The Company has early adopted the amendments to IFRS 16 on, 'Covid-19-Related Rent Concessions'. The nature and effect of the changes as a result of adoption of this amendment is described below. Apart from this the Company has not early adopted any standard, interpretation or amendment that have been issued but are not yet effective.

- Amendments to IFRS 16 on, 'Covid-19-Related Rent Concessions'.  
The amendment is effective for annual reporting periods beginning on or after June 1, 2021 and the Company has early adopted this amendment in these financial statements.

As per the amendment lessee's are currently required to assess whether rent concessions are lease modifications and, if they are, apply specific accounting guidance. Accordingly, when the scope of a lease increases and the consideration changes commensurately, a separate lease exists and IFRS 16 requires that any modification be considered a new lease, and that any remaining prepayments and accruals are included in the accounting for this new lease. The amendment permits lessees, as a practical expedient, not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications. The amendment does not affect lessors.

Early adoption of this amendment did not result in any changes in any changes to previously reported net profit or equity of the Company.

**Other amendments to standards that are effective as of January 1, 2021;**

- Amendments to IFRS 4, IFRS 9, IFRS 16 on 'Interest rate benchmark reform (IBOR)'
- Amendments to IAS 39 on 'Interest rate benchmark reform (IBOR)'  
The adoption of the above did not result in any changes to previously reported net profit or net assets of the Company.

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**New and amended standards not yet effective, but available for early adoption**

The below new and amended IFRS that are available for early adoption for financial year ended December 31, 2021 are not effective until a later period, and they have not been applied in preparing these financial statements.

**Adoption not expected to impact the Company's financial statements**

Effective date	Description
January 1, 2022	<ul style="list-style-type: none"> <li>• Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37)</li> <li>• Annual Improvements to IFRS Standards 2018–2020 ( IFRS 1, IFRS 9, IFRS 16 and IAS 41)</li> <li>• Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16)</li> <li>• Reference to the Conceptual Framework (Amendments to IFRS 3)</li> <li>• Annual Improvements to IFRS Standards 2018–2020 (fees in the '10 percent' test for derecognition of financial liabilities ( Amendments to IFRS 9 )</li> </ul>
January 1, 2023	<ul style="list-style-type: none"> <li>• IFRS 17 'Insurance Contracts' including amendments to IFRS 17.</li> <li>• Classification of Liabilities as Current or Non-current (Amendments to IAS 1)</li> <li>• Expiry date of the deferral approach (Amendments to IFRS 4 – Insurance Contracts)</li> <li>• Disclosure of accounting policies ( Amendments to IAS 1)</li> <li>• Definition of accounting estimates ( Amendments to IAS 8)</li> <li>• Deferred tax on leases and decommissioning obligations (Amendments to IAS 12)</li> </ul>

**3- SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies used in the financial statement are as follows:

**3-1 Impairment of non financial assets**

At each statement of financial position date, the Company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have been impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any, being the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of asset's fair value less costs to sell and the value in use. The asset's fair value is the amount for which that asset could be exchanged between knowledgeable, willing parties in arm's length transaction. The value in use is the present value of the future cash flows expected to be derived from the asset. An impairment loss is recognized immediately in the profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but the increased carrying amount due to reversal should not be more than what the depreciated historical cost would have been if the impairment had not been recognized in prior periods. A reversal of an impairment loss is recognized immediately in the statement of comprehensive income unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

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**3-2 Financial instruments**

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

- **Financial assets**

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' (FVTPL), 'held-to-maturity' investments, financial assets at fair value through other comprehensive income (FVTOCI) and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Financial assets are classified at fair value through profit or loss if it is obtained as "held - for- trading".

In addition to financial reporting purposes, fair value measurements are categorized into three levels based on the possibility of noting the degree of importance of inputs to the fair value measurement process in relation to the entire measurement techniques which can be described as follows:

-First Level inputs:

First level inputs are quoted prices (unadjusted) in an active market for identical assets or liabilities that the entity can obtain on the measurement date.

-Second level inputs:

Second level inputs are all inputs other than quoted prices included in first level that are observable for assets or liabilities either directly or indirectly.

-Third level inputs :

Third level inputs are non-observable inputs for assets and liabilities

**Financial assets at fair value through other comprehensive income(FVTOCI)**

Investments at fair value through other comprehensive income are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in the fair value are recognised in other comprehensive income and added as "cumulative changes in fair value of investment at fair value through other comprehensive income" under equity. The fair value of these financial assets is its market value.

When the financial asset is disposed, the related cumulative gain or loss previously accumulated in the cumulative changes in fair value of investment at fair value through other comprehensive income is not reclassified to profit or loss, but is reclassified to retained earnings.

Dividends from investments in securities are recognized in the statement of profits or losses when the company's right to receive the dividends is established.

**Financial assets at fair value through profit or loss(FVTPL)**

Financial assets at fair value through profit or loss are stated at fair value, with recognition of any gain or loss arising from a re-measurement in the profits or losses and any dividends or interests acquired from the financial asset are included in the profits or losses. The fair value is determined using the income method according to which the discounted cash flow method is used to determine the present value of expected future economic benefits resulting from investment ownership unless the impact of the discount is not material.

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**Debt instruments carried at amortized cost or at FVTOCI**

The Company assesses the classification and measurement of a financial asset based on the contractual cash flow characteristics of the asset and the Company's business model for managing the asset. For an asset to be classified and measured at amortized cost or at FVTOCI, its contractual terms should give rise to cash flows that are solely payments of principal and interest on the principal outstanding (SPPI). At initial recognition of a financial asset, the Company determines whether newly recognized financial assets are part of an existing business model or whether they reflect the commencement of a new business model. The Company reassess its business models each reporting period to determine whether the business models have changed since the preceding period. For the current and prior reporting period, the Company has not identified a change in its business models.

When a debt instrument measured at FVTOCI is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss. In contrast, for an equity investment designated as measured at FVTOCI the cumulative gain/loss previously recognized in OCI is not subsequently to profit or loss but transferred within equity.

Debt instruments that are subsequently measured at amortized cost or at FVTOCI are subject to impairment.

• **Reclassification**

If the business model under which the Company holds financial assets changes, the financial assets affected are reclassified. The classification and measurement requirements related to the new category apply prospectively from the first day of the first reporting period following the change in business model that results in reclassifying the Company's financial assets. During the current financial year and previous accounting period, there was no change in the business model under which the Company holds financial assets and therefore no reclassifications were made.

• **Effective interest method**

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

• **Cash and cash equivalents**

Cash comprises cash on hand and demand deposits where cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

• **Other receivables**

The Company's financial assets fall within the category of "Other receivables". Other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Receivables (including trade and other receivables, cash and bank balances, and balances due from related parties) are measured at amortized cost using the effective interest method, less any impairment.

Interest income is recognized by applying the effective interest rate, except for short-term receivables when the effect of discounting is immaterial.

• **Derecognition of financial assets**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

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• **Financial liabilities**

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'. Other financial liabilities (including borrowings, trade and other payables and balances due to related parties) are subsequently measured at amortized cost using the effective interest method unless when the effect of discounting their future cash flows to their carrying amounts using the effective interest method is immaterial.

• **Employees' end of service benefits**

The Company provides for employees' end of service benefits to its employees that meets or exceeds the provisions of the UAE Labour Law. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of minimum service period. The expected costs of these benefits are accrued over the period of employment.

In respect of the Emirati employees, the Company makes contributions to the General Pension and Social Security Authority, which is calculated as a percentage of the employees' salaries in accordance with the respective local laws pertaining to retirement and pensions. The Company's share of contribution to these schemes is charged to the profit or loss in the year to which they relate.

• **Derecognition of financial liabilities**

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

**3-3 Impairment of financial assets**

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the recognition of the financial asset, the estimated future cash flows of the investment have been affected.

**3-4 Provisions**

Provisions are present obligations (legal or constructive) resulted from past events, the settlement of the obligations is probable and the amount of those obligations can be estimated reliably. The amount recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the statement of financial position date, that is, the amount that the Company would rationally pay to settle the obligation at the statement of financial position date or to transfer it to a third party.

Provisions are reviewed and adjusted at each statement of financial position date. If outflows, to settle the provisions, are no longer probable, reverse of the provision is recorded as income. Provisions are only used for the purpose for which they were originally recognized.

**3-5 Contingent liabilities**

Contingent liabilities are possible obligations depending on whether some uncertain future events occur, or they are present obligations but payments are not probable or the amounts cannot be measured reliably. Contingent liabilities are not recognized in the financial statements but are disclosed.

**3-6 Dividend Distribution**

The Company recognizes dividends as a liability in the financial statements in the period in which the shareholders approve the dividend distribution.

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**3-7 Expenses recognition**

Expenses are recognized in profit or loss when a decrease in future economic benefits related to a decrease in an asset or an increase of a liability has arisen and can be measured reliably.

An expense is recognized immediately in profit or loss when an expenditure produces no future economic benefits, or when, and to the extent that, future economic benefits do not qualify or cease to qualify for recognition in the statement of financial position as an asset, such as in the case of asset impairments.

**3-8 Foreign currency transactions and balances**

Transactions in foreign currencies during the year are translated into the functional currency of the Company at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the end of the year are translated into the functional currency at the exchange rate at the reporting date. The Company does not have non-monetary assets and liabilities denominated in foreign currencies at the end of the year. Foreign currency differences are recognized in profit or loss.

**3-9 Revenues**

Revenues represent the total value of profits from sale of shares and dividends of invested shares during the year, net of discounts and returns.

Income from distributed profits is recognized in the profit or loss statement when the right of the company to receive the distributed profits is established.

**3-10 Lands**

The land is stated at fair value on the basis of valuation carried out by external independent evaluator. The increase or decrease in the carrying amount of the revaluation of the land is recognised in the other comprehensive income and is presented as a revaluation reserve in equity.

**4 FINANCIAL INSTRUMENTS**

**4-1 Capital risks management**

The Company use of financial instruments exposes it to financial risks such as credit risk, Liquidity risks, market risk, foreign currency risk and capital risk.

The Company continuously reviews its risk exposures and takes the necessary procedures to limit these risks at acceptable levels.

The significant risks that the Company is exposed to are as follows:

**a) Credit risk**

Credit risk is the risk that one party to a financial instrument will fail to pay an obligation causing the other party to incur a financial loss.

The financial instruments that potentially subject the Company to concentrations of credit risk consist principally of receivables on investments.

**b) Liquidity risks**

Liquidity risk is the risk that the company will be unable to meet its cash obligations. The management of liquidity risks consist of keeping sufficient cash, and arranging financing sources through enough facilities, managing highly liquid assets, and monitoring liquidity on a yearically basis by method of future cash flow.

The maturity of liabilities stated below based on the year from the financial position date to the contractual maturity date. In the case of financial instruments that do not have a contractual maturity date, the maturity is based on management's estimate of time year in which the asset will be collected or disposed and the liability settled.

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The following is maturity table for the financial liabilities as of December 31, 2021:

	<u>On demand</u>	<u>Within 3 months</u>	<u>From 3 months to 1 year</u>	<u>From 1 to 5 years</u>	<u>Total</u>
<b>Liabilities</b>					
Trade and other payables	-	47,508,208	-	-	47,508,208
Bank overdraft	82,827,802	-	-	-	82,827,802
	-----	-----	-----	-----	-----
<b>Total liabilities</b>	<b>82,827,802</b>	<b>47,508,208</b>	<b>-</b>	<b>-</b>	<b>130,336,010</b>
	=====	=====	=====	=====	=====

The following is maturity table for the financial liabilities as of December 31, 2020:

	<u>On demand</u>	<u>Within 3 months</u>	<u>From 3 months to 1 year</u>	<u>From 1 to 5 years</u>	<u>Total</u>
<b>Liabilities</b>					
Trade and other payables	-	47,491,663	-	-	47,491,663
	-----	-----	-----	-----	-----
<b>Total liabilities</b>	<b>-</b>	<b>47,491,663</b>	<b>-</b>	<b>-</b>	<b>47,491,663</b>
	=====	=====	=====	=====	=====

**c) Market risk**

Market risk is defined as the risk which causes fluctuation in financial instruments value as a result of change in market prices. International Financial Reporting Standards require disclosure of the financial instruments that are exposed to fluctuation in its value as a result of change in its market prices. The financial instruments that expose the Company to market price fluctuation risk as at December 31, 2021 comprise of investment in financial assets amounting to AED 480,910,741.

**d) Foreign Currency risk**

Foreign currency risk is defined as a risk resulting from the fluctuation in the value of financial instruments as a result of changes in the foreign currency exchange rate. On the date of the financial statements, the Company maintained recognized financial instruments which are exposed to the foreign currency risk that may cause a change in the related cash flow amounts as a result of the fluctuation of foreign currency exchange rates.

The details of the recognized financial instruments in foreign currencies stated in the attached statement of financial position as of December 31, 2021 are as follows: -

	<u>Type of foreign currency</u>	<u>Carrying value in UAE Dirham</u>
Financial assets – Kuwait	KD	234,812,195
Cash at banks – Kuwait	KD	14,677,100
Financial assets – Oman	OMR	862,781
Cash at banks – Oman	OMR	339,365

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**e) Capital risk**

Regularly, the Company reviews its capital structure which includes debt and equity securities and considers the cost of capital and the risks associated with each class of the capital. The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance.

**4-2 Capital management**

The primary objective of the Company's capital management is to ensure that it maintains a strong capital base in order to support its business and to sustain future development of the business. Management monitors its capital structure and makes adjustments to it, in light of economic conditions.

The Company does not have borrowings. It is financed mainly by own equity. The Company's capital management policy remained unchanged since the previous year.

The Company is not subject to any externally imposed capital requirements.

**4-3 Fair value measurement**

Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at a measurement date. The Company has not disclosed the fair values of its receivables, bank balances and payables because their carrying amounts are a reasonable approximation of their fair values.

**4-4 Offsetting financial assets and liabilities**

The Company does not have any financial assets or financial liabilities that are subject to offsetting, enforceable master netting arrangements or any similar agreements.

**5- LAND**

Land amounting to AED 330,925,540 (AED 330,925,540 for 2020) is evaluated by independent evaluators at end of the financial year. The lands have an area of 10,671,317 square feet.

**6- INVESTMENTS IN SECURITIES**

**A- Investments at fair value through other comprehensive income (FVTOCI)**

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Quoted	<b>258,239,293</b>	277,744,518
Unquoted	<b>2,780,927</b>	1,782,560
	-----	-----
	<b>261,020,220</b>	279,527,078
	=====	=====

The investments distributed according to the geographical location are as follows:

**Quoted**

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
In UAE	<b>229,306,901</b>	246,278,429
In GCC countries	<b>28,932,392</b>	31,466,089
	-----	-----
	<b>258,239,293</b>	277,744,518
	=====	=====

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

**Unquoted**

	<b>December 31, 2021</b>	December 31, 2020
In GCC countries	<b>2,780,927</b>	1,782,560
	-----	-----
	<b>2,780,927</b>	1,782,560
	=====	=====

The transactions during the year over these investments as follows:

	<b>December 31, 2021</b>	December 31, 2020
Balance at January 1	<b>279,527,078</b>	256,702,353
Net movement during the year	<b>(30,133,130)</b>	27,207,318
Changes in investment revaluation	11,626,272	(4,382,593)
	-----	-----
	<b>261,020,220</b>	279,527,078
	=====	=====

The investments above includes shares amounting of AED 106,700,000 as securities against bank facilities granted to the company

**B- Investments at fair value through profit or loss (FVTPL)**

All investments through profit or loss are quoted and distributed according to the geographical location as follows:

	<b>December 31, 2021</b>	December 31, 2020
In UAE	<b>203,098,876</b>	37,720,009
In GCC countries	<b>16,791,645</b>	15,173,671
	-----	-----
	<b>219,890,521</b>	52,893,680
	=====	=====

The transactions during the year over these investments as follows:

	<b>December 31, 2021</b>	December 31, 2020
Balance at January 1	<b>52,893,680</b>	86,359,614
Net movement during the year	<b>136,449,437</b>	(27,771,199)
Changes in investment revaluation	<b>30,547,404</b>	(5,694,735)
	-----	-----
	<b>219,890,521</b>	52,893,680
	=====	=====

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
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**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

**7- TRADE AND OTHER RECEIVABLES**

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Cash balance with brokers	332,037	91,736
Prepaid expense	-	90,000
Due from the staff	100,000	102,183
Bank guarantees	1,590	1,590
Dividends receivable	1,050,000	-
Others	56,301	53,602
	-----	-----
	<b>1,539,928</b>	<b>339,111</b>
	=====	=====

**8- CASH AND CASH EQUIVALENTS**

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Cash on hand	19,809	32,496
Cash at banks- UAE	118,873	25,712,346
Cash at banks - Kuwait	14,677,100	742,836
Cash at banks - Oman	339,365	339,365
	-----	-----
	<b>15,155,147</b>	<b>26,827,043</b>
	=====	=====

**9- SHAREHOLDERS' EQUITY**

**a) Capital:**

The Company's Capital as shown in Exhibit A amounting to AED 363,000,000 consists of fully paid-up 363,000,000 shares of one Dirham per value for each share.

**b) Legal Reserve:**

1) In accordance with the Company's Articles of Association, 10% of the profit for the year is to be deducted and retained in legal reserve account and such appropriation shall be suspended when the reserve balance reaches an amount equal to 50% of the Company's paid up capital. Such appropriation will be resumed whenever the reserve balance becomes less than 50% of the Company's paid up capital.

2) The movements over legal reserve during the year as follows:

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Balance at January 1	38,970,935	37,058,424
Transferred from profit	5,933,183	1,912,511
	-----	-----
<b>Balance at end of the year – Exhibit A</b>	<b>44,904,118</b>	<b>38,970,935</b>
	=====	=====

**c) Cumulative changes in the fair value of investments at FVTOCI:**

Cumulative changes in the fair value of investments at fair value through other comprehensive income represent accumulated gains and losses arising from the revaluation of financial assets at fair value through other comprehensive income.

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
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UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

**10- END OF SERVICE BENEFITS OBLIGATION**

The movements over this item during the year are as follows:

	<b>December 31, 2021</b>	December 31, 2020
Balance at January 1	<b>805,651</b>	851,204
Current service cost	<b>56,485</b>	38,208
Decrease during the year	<b>(114,922)</b>	(83,761)
	<b>747,214</b>	805,651
	=====	=====

**11- BANK OVERDRAFT**

The bank overdraft as shown in Exhibit A represents the withdrawn overdraft balances from bank facilities granted to the Company from local banks in the United Arab Emirates.

**12- PROFIT FROM INVESTMENT IN SHARES**

	<b>December 31, 2021</b>	December 31, 2020
Dividend received	<b>17,405,538</b>	23,554,945
Profit from sale of investment in shares	<b>17,237,705</b>	7,094,355
	<b>34,643,243</b>	30,649,300
	=====	=====

**13- OTHER INCOME**

	<b>December 31, 2021</b>	December 31, 2020
Bank interest	<b>1,746</b>	2,138
Sundry income	<b>6,500</b>	60,014
	<b>8,246</b>	62,152
	=====	=====

**14- GENERAL AND ADMINISTRATION EXPENSES**

	<b>December 31, 2021</b>	December 31, 2020
Salaries and wages	<b>2,038,507</b>	2,020,911
Employees' bonus	<b>100,000</b>	100,000
Air ticket	<b>24,250</b>	38,690
Rent	<b>90,000</b>	90,000
End of services benefits	<b>56,485</b>	38,208
Short term employees' benefit	<b>18,864</b>	147,663
Water and electricity	<b>26,000</b>	23,300
Professional fees	<b>113,651</b>	125,599
Sundry expenses	<b>1,627,727</b>	1,643,944
	<b>4,095,484</b>	4,228,315
	=====	=====

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
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UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

**15- BASIC EARNINGS PER SHARE**

	<b>December 31, 2021</b>	December 31, 2020
Profit for the year	<b>59,331,828</b> =====	19,125,107 =====
Average number of ordinary share	<b>363,000,000</b> -----	363,000,000 -----
Basic earnings per share	<b>0.163</b> =====	0.053 =====

**16- CREDIT FACILITIES:**

A) As of the attached financial statements date, the credit facilities extended to the Company by the banks are as follows:

Overdraft	AED 170,000,000
Bank guarantee (Labour)	AED 1,590

- The overdraft facility has been obtained from local banks in the UAE for the purpose financing investments and working capital requirements. The interest rate is calculated on the basis of one-year EIBOR plus a margin.
  - In case of exceeding the agreed upon granted bank facilities or any arrears in the payment of the obligations, interest shall be imposed on such excess/ overdue liability in addition to the interest agreed upon above.
- b) The above facilities are extended against guaranteed shares.

**17- PROPOSED DIVIDENDS AND BOARD OF DIRECTOR REMUNERATION:**

Board of Directors proposed to the general assembly meeting to approve the following distribution of profit:

1) Proposed dividends to shareholders 6% of the paid-up capital amounting to AED 21,780,000 (5 % for 2020)

2) Proposed Board of Director remuneration is AED 1,350,000 (AED 1,350,000 for 2020)

The above-mentioned dividend is subject to shareholder approval at the Annual General Assembly Meeting and is not recorded as a liability in these financial statements.

**18- GEOGRAPHICAL SEGMENTS**

The Company's geographical segments are based on the location of the Company's assets. The two geographical segments in which the Company operates comprise of UAE and GCC.

**A- Assets distribution**

The following table shows the distribution of the Company's segment assets by geographical market:

	<b>December 31, 2021</b>	December 31, 2020
In UAE	<b>764,676,713</b>	640,809,842
In GCC countries	<b>63,854,643</b> -----	49,702,610 -----
	<b>828,531,356</b> =====	690,512,452 =====

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.**  
**PUBLIC SHAREHOLDING COMPANY**  
**UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**

(All amounts are in U.A.E. Dirhams)

**B- Financial assets at fair value distribution**

The following table demonstrates financial assets information, the geographical allocation and the nature of activities in which invested:

1- <u>Investments at FVTOCI</u>	<u>December 31, 2021</u>		<u>December 31, 2020</u>		<u>Total</u>	
	<u>UAE</u>	<u>GCC</u>	<u>UAE</u>	<u>GCC</u>	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Banking sector	165,212,533	618,728	191,033,849	9,082,524	165,831,261	200,116,373
Finance and investment sector	10,984,347	8,982,676	8,996,200	6,429,259	19,967,023	15,425,459
Real estate sector	18,237,365	9,310,564	14,210,666	7,243,761	27,547,929	21,454,427
Industrial sector	277,316	6,321,801	2,276,860	3,893,765	6,599,117	6,170,625
Service sector	16,170,000	-	14,951,000	-	16,170,000	14,951,000
Energy sector	10,153,851	-	6,839,481	-	10,153,851	6,839,481
Telecommunication sector	-	6,479,550	312,495	6,599,340	6,479,550	6,911,835
Insurance sector	8,271,489	-	7,657,878	-	8,271,489	7,657,878
	<u>229,306,901</u>	<u>31,713,319</u>	<u>246,278,429</u>	<u>33,248,649</u>	<u>261,020,220</u>	<u>279,527,078</u>
<b>2- <u>Investments at FVTPL</u></b>						
Banking sector	3,603,724	862,782	619,866	5,889,726	4,466,506	6,509,592
Finance and investment sector	40,334,353	13,268,126	1,652,722	5,875,354	53,602,479	7,528,076
Real estate sector	9,003,091	2,329,593	4,280,834	1,558,499	11,332,684	5,839,333
Industrial sector	21,900,000	331,144	159,071	1,850,092	22,231,144	2,009,163
Energy sector	21,646,149	-	18,864,519	-	21,646,149	18,864,519
Insurance sector	98,981,682	-	12,142,997	-	98,981,682	12,142,997
Services sector	7,629,877	-	-	-	7,629,877	-
	<u>203,098,876</u>	<u>16,791,645</u>	<u>37,720,009</u>	<u>15,173,671</u>	<u>219,890,521</u>	<u>52,893,680</u>
<b>Total</b>	<u>432,405,777</u>	<u>48,504,964</u>	<u>283,998,438</u>	<u>48,422,320</u>	<u>480,910,741</u>	<u>332,420,758</u>

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**  
(All amounts are in U.A.E. Dirhams)

**19- BENEFITS OF THE KEY MANAGEMENT AND MANAGERS**

The benefits of the key management members and managers are as follows:

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Short-term benefits	1,735,706	1,614,304
Directors' remuneration	-	-
	<u>1,735,706</u>	<u>1,614,304</u>

**20- RELATED PARTY TRANSACTIONS**

There are no transactions with related parties during the year ended December 31, 2021.

**21- FAIR VALUE MEASUREMENT**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. As such, differences can arise between book values and the fair value estimates. Underlying the definition of fair value is the presumption that the Company is going concern without any attention or requirement to materially curtail the scale of its operation or to undertake a transaction on adverse terms.

Assets and liabilities measured at fair value in the statement of financial position are grouped at three levels of the fair value hierarchy. This Company is determined at the lowest level of significant inputs used in the measurement of fair value, as follows:

Level one: Prices offered (unadjusted) in active markets for identical assets or liabilities.

Level two: Inputs other than quoted prices within Level one that can be observable for assets or liabilities either directly (ie as prices) or indirectly (ie derived from prices).

Level three: Inputs of assets or liabilities that are not based on observable market data (unobservable inputs).

**As at December 31, 2021**

	<u>Level one</u>	<u>Level two</u>	<u>Total</u>
Quoted equity investments – FVTPL	219,890,521	-	219,890,521
Quoted equity investments – FVTOCI	258,239,293		258,239,293
Unquoted equity investments- FVTOCI	-	2,780,927	2,780,927
	<u>478,129,814</u>	<u>2,780,927</u>	<u>480,910,741</u>

**As at December 31, 2020**

	<u>Level one</u>	<u>Level two</u>	<u>Total</u>
Quoted equity investments – FVTPL	52,893,680	-	52,893,680
Quoted equity investments – FVTOCI	277,744,518	-	277,744,518
Unquoted equity investments- FVTOCI	-	1,782,560	1,782,560
	<u>330,638,198</u>	<u>1,782,560</u>	<u>332,420,758</u>

**UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C.  
PUBLIC SHAREHOLDING COMPANY  
UMM AL QAIWAIN - UNITED ARAB EMIRATES**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2021**  
(All amounts are in U.A.E. Dirhams)

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**22- SOCIAL CONTRIBUTION**

There are no social contributions during the year ended December 31, 2021.

**23- CONTINGENT LIABILITIES**

Contingent liabilities as of the financial statements' date comprises of bank guarantees amounting to AED 1,590.

**24- APPROVAL OF FINANCIAL STATEMENTS**

The financial statements were approved by the Board of Directors on 26 March 2022.

# تقرير الحوكمة





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UMM AL QAIWAIN GENERAL INVESTMENTS COMPANY P.S.C

## Umm Al Qaiwain General Investments Company P.S.C Governance Report form for 2021

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- About the Company.

#### First: A statement of the corporate governance system and how to implement it

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- a. State the ownership and transaction of board of directors members, their spouses, sons in the company's securities during the year 2021 .
- b. Insider trading of the company's financial statements in securities during the year 2021 .
- c. Transactions of the rest of the Company's employees (Non-acquainted ) .

#### Third: Board Formation :

- A- A statement of the composition of the current board of directors and the membership and positions of members of the board of directors in other companies and institutions.
- B- A statement of the percentage of female representation on the board of directors for the year 2021 .
- C- A statement of the reasons for not nominating any female member for membership in the Board of Directors.
- D. A statement of the following:
  - 1- Total remuneration of board members paid for the year 2020 .
  - 2- Total remuneration of the members of the Board of Directors proposed for the year 2021, which will be presented at the annual general meeting for approval.
  - 3- Details of allowances, salaries, or additional fees and their reasons, which a member of the board of directors received, other than committee attendance allowances.
  - 4- A statement of the details of the allowances for attending the sessions of the committees emanating from the board which were paid by the members of the board of directors for the fiscal year 2021 .
- E. The number of board meetings during the year 2021 with an indication of the dates they took place, the number of personal attendance times for all members, with an indication of the members present in the proxy.
- F. The number of Board resolutions issued by passing during the fiscal year 2021 with an indication of their dates.
- G- A statement of the duties and functions of the board of directors that a member of the board of directors or the executive management carried out during the year 2021 based on authorization from the board with a specification of the term and validity of the delegation.



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UMM AL QAIWAIN GENERAL INVESTMENTS

## Umm Al Qaiwain General Investments Company P.S.C

### Governance Report form for 2021

H - A statement of the details of the transactions that took place with the related parties (stakeholders) during the year 2021 with an explanation of the nature of the relationship and the type of transaction and size of transaction .

I- The full organizational structure of the company to include the first and second grades at a minimum.

L- A detailed statement of the names of senior executives in the first and second ranks, as stated in the organizational structure of the company , their positions and dates of their appointment, along with a statement of the total salaries and bonuses paid to them.

**Fourth:** The External Auditor:

A- Provide an overview of the company's accounts position to shareholders.

B- A statement of the fees and costs of the audit or the services provided by the external auditor.

C- A statement explaining the reservations that the company's auditor has classified in the interim Financial and annual lists for the year 2021 .

**Fifth:** The Audit Committee.

**Sixth:** The Nominations and Remuneration Committee.

**Seventh:** A committee to follow up and supervise the transactions of insiders.

**Eighth:** Any other committee or committees approved by the Board of Directors.

**Ninth:** the internal control system.

**Tenth:** Violations.

**Eleven:** Statement of the cash and in-kind contributions made by the company during the year 2021 in developing the local community and preserving the environment.

**Twelve:** General Information.



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## Umm Al Qaiwain General Investments Company P.S.C

### Governance Report form for 2021

#### **Preface:**

##### **• About the Company:**

- **Umm Al Qaiwain General Investments Company - P.S.C** (Umm Al Qaiwain Cement Industries P.S.C - Formerly), was established pursuant to the Emiri Decree No. 82/2 on February 11<sup>th</sup>, 1982. The Company was registered at the competent government authorities in accordance to the applicable in the United Arab Emirates, the Company's head office and legal address located in Umm Al Qaiwain, United Arab Emirates.
- The permitted purposes of the Company are represented in the following activities (as mentioned in the trade license), including, but not limited to:
  - Investment and develop real estate projects and manage the same.
  - Investment in funds and securities - shares and bonds.
  - Investment in commercial projects, set up and manage the same..
  - Investment in tourism projects.
  - Investment in educational services projects, set up and manage the same.

#### **First: Statement of procedures taken to complete the corporate governance system during 2021 and method of implementing thereof :**

=====

**Governance's Principles Application:** The company is committed to apply best practices as follows :

- The company's articles of association have been prepared in accordance with the provisions of Federal Law No. (2) of 2015 and its amendments according to Federal Decree Law (26) of 2020 regarding commercial companies, and the decision of the Chairman of the Authority's Board of Directors No. (3 / R.M) of 2020 and No. (6/R.M) of 2022 regarding the standards of institutional discipline and corporate governance of public shareholding companies.
- Implementing the policies, procedures and decisions issued by the authority regarding the standards of institutional discipline and corporate governance of public shareholding companies, commitment to applying best practices regarding the board and its committees, dealing transparently with the external auditor, and implementing the decisions of the general assembly.
- The company disclosed the quarterly and annual financial statements after reviewing and approving them by the external auditor within the permitted legal period.



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UMM AL QAIWAIN GENERAL INVESTMENTS

- Commitment of company board members, employees, and auditor to professional conduct rules, policies, internal controls, and compliance with applicable laws and regulations.
- Updating the company's website, which includes all the company's information [www.qic-uaq.ae](http://www.qic-uaq.ae), to enhance disclosure and transparency, and to offer any new or substantive decisions, and it is considered a means to reach the shareholder to see all the events directly.

#### Second:

- a. State the ownership and transaction of board of directors members, their spouses, sons in the company's securities during the year 2021:

- **State of the ownership and transactions of the members of the Board of Directors and their sons Abu Dhabi Securities Market and BoursaKuwait as of 31/12/2021:**

Investor trading reports issued by the Clearing, Deposit and Settlement Department at the Abu Dhabi Securities Exchange, as well as those issued by brokers registered on the BoursaKuwait, and declarations submitted by members of the Board of Directors refer to the following trades:

Sr.No	Name	Position	Owned Shares as of 31/12/2021	Total Sale	Total Purchase
1	Salem Abdulla Salem Al Hosani	Chairman	Chairman : 22,706,716 (Direct & indirect ownership) wife :-- Minor Son:--	-- -- --	-- -- --
2	Ahmed Sultan Essa Al-Jaber	Deputy Chairman	Deputy Chairman: -- wife :-- Minor Son: --	-- -- --	-- -- --
3	Al Salem Company Ltd. Represented by Mr. / Mohamed Salem Abdulla AlHosani • Mohammed Salem Abdullah Al Hosani	Managing Director	106,126,700  13,000,00 Wife & Minor Sons :--	--  -- --	--  -- --
4	Ahmed Salem Abdulla Al Hosani	Member	Member : 10,044,543 Wife: -- Minor Sons :--	-- -- --	-- -- --



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UMM AL QAIWAIN GENERAL INVESTMENTS

Sr. No	Name	Position	Owned Shares as of 31/12/2020	Total Sale	Total Purchase
5	Sheikh / Saud Majid bin Saud Al Qasimi	Member	Member : -- Wife: -- Minor Sons : --	--	--
6	Fahad Abdul Rahman Saud Al mukhaizim	Member	Member : -- Wife: -- Minor Sons : --	--	--
7	• Ahmed Omar Salem AlKarbi	Member	Member : 6,827,840 Wife: -- Minor Sons : --	--	--
8	Rahma Mohammed Rahma Al - shamsi	Member	Member : -- Wife: -- Minor Sons : --	--	--
9	Sheikh / Abdulaziz Nasser Rashid Al Moalla	Member	Member : -- Wife: -- Sons : --	--	--

**b. Insider trading of the company's financial statements in securities during the year 2021 :**

There are no transactions for the insider employees of the company in the Abu Dhabi Securities Exchange, and this has been confirmed according to the list of trades on the company's shares issued by the market.

**c. Transactions of the rest of the Company's employees (Non-acquainted ):**

- It was confirmed that no ( non - acquainted ) employee of the company's shares traded during the year 2021 .

**Third - Board Formation :**

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Pursuant to the provisions of Article (19) of the Articles of Association of the Company, the members of the Board of Directors have been determined at nine members to be elected by the Ordinary General Assembly. The Board of Directors elected at the Ordinary General Assembly held on Saturday, March 18, 2017 acknowledged in its first meeting in 2017 – after the completion of the election – the composition of the Board and its Committees and the Internal Control Department, in accordance with the Company's Articles of Association and Corporate Governance Regulations, as follows:



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UMM AL QAIWAIN GENERAL INVESTMENTS

\* Below is a detailed statement of the composition of the Board of Directors as per the requirements of governance:

**A- Board Formation :**

**- Elected Board of Directors at the ordinary General Assembly meeting in 11/04/2020**

Name	Title	Category		Experiences, Qualifications and Membership in other Companies and Institutions	Since
1- Salem Abdulla Salem Al Hosani	Chairman	Non-independent	Non-Executive	Bachelor of Business Administration - Deputy Chairman of Gulf Medical Projects Company, Member of the Board of Directors of Sharjah Insurance Company , Member of the Board of Directors of RAK Co. for White Cement and Construction Materials.	1999
2- Ahmad Sultan Essa Al Jaber	Deputy Chairman	Non - Independent	Non-executive	High School and Diploma of Telecommunications- Member of the Board of Directors of Umm Al Quwain Cement from 1982 to 1986 and a former member of the National Council, Former Member of the Supreme Committee for Nationality and Passports in Abu Dhabi	2002
3- Al Salem Co. Limited (Represented by Mr. Mohammed Salem Abdulla Al Hosani)	Managing Director	Non-independent	Executive	Bachelor of Commerce and Master of Financial Management, Member of the Board of Directors of Gulf Medical Projects Company, Member of the Board of Directors of Union Insurance Company.	2017
4- Ahmed Salem Abdulla Al Hosani	Member	Non-independent	executive	Bachelor of Commerce, Master of Science in Financial Management, member of Gulf Medical Projects Company, Member of the Board of Directors of Union Insurance Company	2019
5- Sheik / Saud Majid Bin Saud Al Qasimi	Member	Independent	Non-executive	Bachelor of Business Administration - Deputy of Executive Manager Al Saud Company Ltd. Member and deputy executive manager of Al Majaz Investment Company. .	2017
6 - Fahad Abdul Rahman Saud Almkhaizim	Member	Independent	Non-executive	Bachelor of Business Administration, Chief Executive Officer of National Investments PSC, Investment Analyst of Kuwait General Trading, Contracting and Foreign Investment Company, Wafra International Investment Company, Kuwait Ministry of Finance -and Budgets Specialist	2017



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Name	Title	Category		Experiences, Qualifications and Membership in other Companies and Institutions	Since
7- Ahmad Omar Salem AlKorbi	Member	Non - Independent	Non-executive	Bachelor of Business Administration and Accounting, - Former Director of the Office of the Minister of Agriculture and Fisheries, Acting Director of the Ministry, Abu Dhabi, Member of the Board of Directors of Ras Al Khaimah White Cement and Construction Materials, Member of the Board of Directors of Ras Al Khaimah Poultry and Feed Company, Chairman of the Board of Directors of the Cooperative Association for Housing and Development in Dubai	2011
8- Rahma Mohammed Rahma Al Shamsi	Member	Independent	Non-executive	Bachelor finance - CEO OF Banking Corporate Group -Sharjah Islamic Bank-	2018
9-Sheikh/Abdulaziz Nasser Rashid Al Moalla	Member	Non - Independent	Non-executive	Bachelor of Business Administration and Master of Human Resources, Member of the Board of Directors of the Emirates Insurance Company, Senior Inspector of Banking Supervision at the Central Bank of the Emirates.	2020

**B. Statement of representation of the female in the Board of Directors for the year 2021.**

The percentage of female representation on the Board of Directors for 2021 : None.

**C. Reasons for the non representation of any female member to the Board of Directors**

The female component will be represented in the upcoming Board of Directors elections.

**D. Statement for the following :**

**1-Total remunerations of the Members of the Board members paid for the year 2020 :**

Members of the Board of Directors have received an amount of one million and three hundred fifty thousand dirhams for the year 2020, which adopted in the General Assembly held in April 22<sup>nd</sup> , 2021 .

**2- Total remuneration of the members of the Board of Directors proposed for the year 2021 and which are presented at the annual general assembly meeting for approval:**

The Board of Directors proposed in its meeting on 03-26-2022 - based on the recommendation of the Nomination and Remuneration Committee Disbursing remunerations to members of the Board of Directors for the year ending on December 31, 2021, with a total amount of AED 1,350,000/- , which will be presented at the annual general meeting for approval .

**3- Details of allowances, salaries, or additional fees and their reasons, which a member of the board of directors received other than committee attendance allowances:**

No allowances or salaries were paid for attending the sessions of the committees emanating from the Council for the fiscal year 2021.

**4- Details of the allowances for attending the sessions of the committees emanating from the board which were paid by the members of the board of directors for the fiscal year 2021:**

No allowances or salaries were paid for attending the sessions of the committees emanating from the Council during the year 2021 .

**E. Number of Board of Directors meetings held during the fiscal year 2021 and the number of personal attendance for all members with an indication of the members present in the proxy:**

Members	Saturday 20 March 2021	Thursday 22 April 2021	Saturday 06 November 2021	Saturday 18 December 2021
Mr. Salem Abdulla Salem Al Hosani	√	√	√	√
Mr. Ahmad Sultan Essa Al Jaber	√	√	√	√
Al Salem Limited Co. (Represented by Mr. Mohammed Salem Abdulla Al Hosani)	√	√	√	√
Sheikh/ Saud Majed bin Saud Al Qassimi	√	√	√	√
Mr. Fahad Abdul Rahman Saud Al-Mukhaizim	Delegated Mr. Salem Abdulla Al Hosani	Delegated Mr. Salem Abdulla Al Hosani	√	√
Mr. Ahmad Omar Salem AlKorbi	√	√	√	√
Mr. Rahmah Mohammed Rahmah Al Shamsi	√	√	√	√
Mr. Ahmed Salem Abdulla Salem Al Hosani	√	√	√	√
Sheikh/Abdulaziz Nasser Rashid Al Moalla	√	√	--	√

**Number of Board decisions issued by passing during financial year 2021 :**

No decisions of the Board of Directors to pass during the financial year 2021 .

**F. State the duties and competencies of the Board of Directors made by the member or executive management during the year 2021 based on the authorization of Board of Directors**

**Executive management:** means the persons selected by the Board of Directors to manage the Company, namely the Managing Director and the General Manager.

- The Board of Directors may authorize its Chairman, one of its members or senior executive management with some administrative matters for which it has the authority to make decisions. In this case, the authorization must be in writing and determining the authorized powers in respect of



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the case, where the senior executive management must obtain the prior approval of the Board of Directors before taking any decisions or concluding any obligations on behalf of the Company.

A written list of the duties and competencies carried out by the Board of Directors and those delegated to the senior executive management shall be developed, and such duties and competencies are reviewed periodically.

- This authorization must be specific in its subject, determining the authorized persons and the limits of their powers and the validity of this authorization, including a date to submit its results to the Board of Directors.
- The Chairman of the Board of Directors, deputy chairman as well as the member of the Board of Directors shall have the sole right to sign on behalf of the Company, in accordance with the powers authorized to them by the Board of Directors or any other member authorized by the Board of Directors in this regard.

According to the above controls, the Managing Director and the General Manager of the Company shall conduct the daily business of the Company pursuant to the best practices of governance and the provisions of the Articles of Associations and the powers authorized to them by the Board of Directors. The Board of Directors has authorized the executive management in the following matters: -

- To manage the Company's business and provide directions to the executive management in line with the Company's strategic objectives, policies prescribed by the Board of Directors, the provisions of the law and the provisions of other legislation related to the Company's business and activities.
- To provide the Board of Directors with accurate periodic reports on the financial position of the Company, its business and the procedures taken in the management of risks and internal control regulations to enable the Board of Directors to review the developed objectives, plans and policies and accountability of the executive management concerning its performance.
- To submit recommendations regarding any proposals deemed necessary concerning the Company's business.
- To provide the regulatory bodies with any information, data and documents required in accordance with the provisions of the law, regulations, instructions and decisions thereto.
- To appoint the competencies needed by the Company.
- To manage the Company's assets and invest the surplus funds within the framework of the risk and revenue structure approved by the Board of Directors.



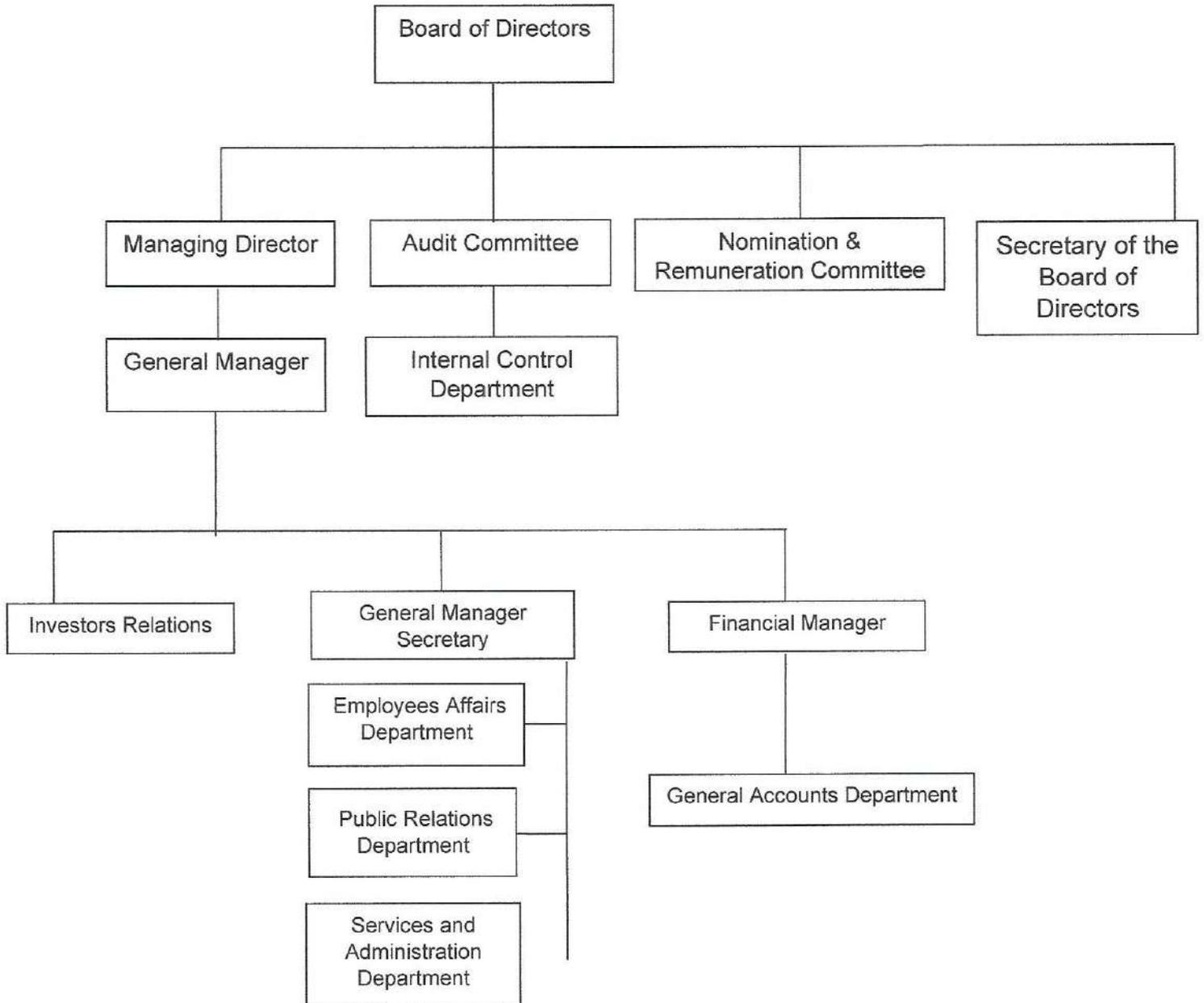
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- To approve the interim financial statements, quarterly reports of the Company and initially approve the annual financial statements.
- To represent the Company before third parties as authorized by the Board of Directors or the Chairman.
- To sign cheques and transfer funds and conclude transactions with banks within the scope specified in the authorization decision, and execute the contracts and obligations of the Company towards third parties at the same limits.
- To sign on behalf of the Company before all federal and local government agencies, public and private institutions and assume the legal responsibility, as determined.

**G.- A statement of the details of transactions carried out with related parties (stakeholders) with an explanation of the nature of the relationship and type of transaction:**

There were no transactions with the related parties (stakeholders) during the year 2021, nor were there any transactions carried out by the the company during the year 2021 equals 5% or more of the company's capital.

## H. Organizational structure of Umm Al Qaiwain General Investments Company



**I. Detailed statement to the name of senior executive staff in the company:**

Sr.	Name	Position	Date of Appointment	Salaries and Allowances paid in 2021 (AED)	Total bonuses for 2020 Paid in 2021 (AED)
1	Mohammed Salem Abdulla Al Hosani (Represented to Al Salem Limited Co.)	Managing Director	18/03/2017	300,000/-	150,000/-
2	Sheikh/ Saoud bin Nasser Rashid Al Moalla	General Manager	11/07/2016	620,000/-	150,000/-
3	Mostafa Fahmi Akeila	Secretary of the Board of Directors	31/05/1986	228,804/-	15,500/-
4	Tamer Abdul Majid Mohamed	Internal Audit Manager	Appointment date in the Company 10/05/2001 (Appointment date as the manager of Internal Audit Control 14/11/2001)	187,068/-	10,000/-
5	Ashraf Rady Ibrahim	Acting Chief Financial Officer	30/12/2004	83,100/-	4,500/-

There are no other in-kind / material bonuses were identified for the year 2021.



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#### Fourth : External Auditor:

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#### About the Auditor of the Company M/s: Rodl Middle East:

The parent company, Rodl and Partner, was established in 1977 in Nuremberg, Germany, and since then it has expanded to 84 offices in 37 countries. The company provides integrated solutions for auditing, taxes and business consulting as a leading global services company. By establishing a new presence in the Gulf region and the Middle East and North Africa, Rodl Middle East was created in partnership with Hikmat Mekhaimer to provide the growing region with the aim of providing specialized advice taking into account the laws of the Middle East to help clients grow their business internationally and constantly increase their value. The company is headquartered in Kuwait and the regional office in Dubai. Rodl Middle East supports clients through branches in many countries of the Gulf Cooperation Council and the countries of the Middle East. A team of specialists in the company provides a diverse and unique set of professional services to maximize the success of their clients using a multidisciplinary approach. Rodl Middle East provides a range of professional product services such as auditing, consulting, transactions, taxes and external contracting in the GCC region.

#### b. Fees of the External Auditor during the year 2021 :

Audit office	Rodl Middle East
Partner Audit	Hikmat Ahmed Abdul Raheem Mekhaimer
The number of years spent as an external auditor for the company	Three years
Total audit fees for the year 2021 inclusive of tax	AED 105,000
Fees and costs of other services other than an audit of the financial statements for the year 2021.	Non

No external auditor other than the company auditor provided any other services during the year 2021.

c. There are no remarks by the external auditor on the interim and annual lists for the year 2021.

**Fifth : The Audit Committee:**

a. "I, Sheikh / Saud Majed Bin Saud Al Qasimi, Chairman of the Audit Committee, acknowledge my responsibility for the committee's system in the company and for my review of its work mechanism and verification of its effectiveness."

b. The names of the members of the Audit Committee:

- 1- Sheikh / Saud Majid bin Saud Al Qasimi Head of the Committee
- 2- Mr. Ahmed Salem Abdullah Al Hosani Member
- 3- Mr. Ahmed Mohamed Mansour Albeba Member from outside the Board of Directors

**Statement of the terms of reference and tasks assigned to the audit committee:**

- Review the company's financial and accounting policies and procedures.
- Monitor and review the integrity of the company's financial statements and reports (quarterly, half-yearly and annual)
- As part of her regular work during the year and after the accounts are closed.
- Setting and implementing the policy of contracting with the external auditor and submitting reports to the Board of Directors stating the issues that it deems necessary to take action on, while providing recommendations for the steps necessary to be taken.
- Reviewing and following up the independence of the external auditor and the extent of his objectivity, and discussing the scope and nature of the audit process and the extent of its effectiveness in accordance with the approved auditing standards.
- Establish controls that enable company employees to report any possible violations in financial reports, internal control, or other matters in a confidential manner and the steps to conduct independent and fair investigations of these violations.
- Monitor the company's compliance with the rules of professional conduct.
- Follow-up and supervise the insiders dealings, if any.

c. The number of meetings held by the Audit Committee during the year 2021

The Committee held Four meetings, as follows:

Sr.	Members	Saturday 20 March 2021	Tuesday 10 August 2021	Saturday 06 November 2021	Saturday 18 December 2021
1	Sheikh Saud Bin Majid Saud Al Qassimi	√	√	√	√
2	Mr. Ahmed Salem Abdullah Al Hosani	√	√	√	√
3	Mr. Ahmed Mohamed Mansour AlBeba (outside the Board)	√	√	√	√

## **Sixth : Nomination and Remuneration Committee:**

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a) "I /Rahmah Mohammad Rahmah Al Shamsi chairman of the Nomination and Remuneration Committee , acknowledged my responsibility for the committee system in the company and for my review of its work mechanism and ensuring its effectiveness."

B) Names of members of the Nomination and Remuneration Committee:

- 1- Mr. Rahmah Mohammad Rahmah Al Shamsi – Head of the Committee. (Independent / Non-Executive).
- 2- Sheikh / Saud bin Majid Saud Al Qasimi - Member. (Independent / Non-Executive).
- 3- Mr. Ahmed Omar Salem Al-Karbi - Member. (Non-Independent/Non-Executive).

And this is based on what was stipulated in Article (58) of the Governance Guide issued by the Authority's Board Chairman's Decision No. (3/R.M) for the year 2020 that "2. The permanent committees are the Nominations and Remunerations Committee and the Audit Committee, and these committees consist of non-members of the Board of Directors. At least three executives, provided that at least two members of the committee, regardless of their number, are independent members, and one of the independent members presides over the committee.

As the formed committee was not fully in compliance with the above clause, which was as follows:

- 1- Mr. Ahmad Omar Salem AlKorbi Head of the Committee (Non-Independent/Non-Executive).
- 2- Mr. Ahmed Sultan Issa Al-Jaber Member (Non-Independent/Non-Executive)
- 3- Mr. Rahmah Mohammed Rahmah Al Shamsi Member (Independent / Non-Executive).

## **Statement of the powers and tasks entrusted to the Nomination and Remuneration Committee:**

- 1- Setting a special policy for candidacy for membership in the Board of Directors and the Executive Management aimed at taking into account gender diversification within the formation and encouragement of women through incentive benefits and programs.
- 2- Organizing and following-up the procedures for nomination for membership in the Board of Directors in accordance with the applicable laws and regulations and the provisions of this decision.

- 3- Ensuring the independence of the independent members on an ongoing basis.
- 4- Preparing the policy for granting rewards, benefits, incentives and salaries to the members of the company's board of directors and employees, and reviewing them annually, and the committee must verify that the rewards and benefits granted to the company's senior executive management are reasonable and commensurate with the company's performance.
- 5- The annual review of the required skills requirements appropriate for the membership of the Board of Directors and preparing a description of the capabilities and qualifications required for the membership of the Board of Directors, including determining the time that a member needs to allocate to the work of the Board of Directors.
- 6- Review the structure of the Board of Directors and submit recommendations regarding changes that can be made.
- 7- Determine the company's needs for competencies at the level of senior executive management and employees and the basis for selecting them.
- 8- Preparing the policy on human resources and training in the company and monitoring its implementation and reviewing it annually.

b- Nomination and Remuneration Committee meetings during the year 2020:

- The Committee held two meetings, as follows:

Sr.	Members	20 March 2021	22 April 2021
1	Mr. Rahmah Mohammed Rahmah Al Shamsi	√	√
2	Mr. Ahmed Sultan Issa Al-Jaber	√	--
3	*Sheikh / Saud bin Majid Saud Al Qasimi	--	√
4	Mr. Ahmad Omar Salem AlKorbi	√	√

\*Sheikh / Saud bin Majid Saud Al Qasimi was appointed as a member instead of Mr. Ahmed Sultan Issa Al-Jaber by a decision of the Board of Directors in its second meeting on 22/04/2021.

### **Seventh: The supervision and Follow-up Committee of insider's Transactions.**

The Audit Committee - in view of its direct interaction with the financial and equity departments in the Company, and the acquainted ' statements and reports of Abu Dhabi Securities Exchange and the Kuwait Stock Exchange – it follows up such transactions, if any.

### **Competencies and Duties of the Committee:**



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1. To determine the permanent acquainted of the Company, including members of the Board of Directors, its employees, executive management, persons aware of the Company's information permanently or temporarily.
2. To follow-up and supervise the transactions and property of acquainted , maintaining records thereof.
3. To prepare a special and comprehensive register for all acquainted , including persons who may be considered as persons who are temporarily considered acquainted , who are entitled or have access to the Company's internal information prior to publication.
4. To maintain prior and subsequent disclosures register of the acquainted , and follow-up the balances of acquainted on a monthly basis.
5. To notify Securities and Commodities Authority and Abu Dhabi Securities Exchange of an updated list of acquainted at the beginning of each financial year and any amendments thereto during the financial year.
6. To maintain official declarations of the persons, who are permanently or temporarily aware of the Company's internal information.
7. To submit periodic reports on the acquainted ' transactions to Abu Dhabi Securities Exchange.
8. To notify all acquainted with the required controls and legal responsibility by delivering them official declarations.
9. To follow-up of the responsible department for issuing notifications of prohibition periods.

#### **Summary of Committee's Activities Report during 2021 :**

1. The Committee has reviewed the acquainted 's register and made sure that there are no transactions made the Company's shares for the members of the Board of Directors, its employees and all acquainted within the Company in the securities during 2020, depending on the official statements received from Abu Dhabi Securities Exchange and Kuwait Stock Exchange. Such official statements confirm the statements contained in the records of the Company and the declarations submitted.
2. The Committee has reviewed the statements submitted by the members of the Board of Directors of the Company and the acquainted concerning their trading or non-trading in the securities of the Company during 2021 .
3. Abu Dhabi Securities Exchange, the Securities and Commodities Authority, the Kuwait Stock Exchange and the Capital Markets Authority have been provided with a list of the names of the members of the Board of Directors and the acquainted .
4. The Internal Control Department and the Board Secretariat have been informed to notify the acquainted of the prohibition period, as the Committee made sure that the Chairman, the members of the Board of Directors and all the acquainted have been informed about the



prohibition of trading in the securities issued by the Company until the disclosure of the Company's financial statements. The prohibition periods were (before March 15<sup>th</sup> , June 15<sup>th</sup> , September 15<sup>th</sup> and December 15<sup>th</sup> ) of 2021 .

5. The Committee decided to obtain official declarations from the permanent or temporarily acquainted in order to preserve its confidentiality, and not to misuse, transfer or cause the transfer thereof directly or indirectly to third parties, assuming the entire legal responsibility in case of breach of this decision.
6. To notify all acquainted persons and inform them of the controls related to them and the legal responsibility resulting from the breach of confidentiality of information, as described in clause (5) above.

**Eighth :** There is no other committee or committees .

**Ninth : Internal Control Regulations:**

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- a. The Board of Directors acknowledges its full responsibility for the Company's internal control regulations, and its review and effectiveness, based on the Article No. (50) of the decision of the Chairman of the Board of Directors of Securities and Commodities Authority No. (7/R.M) of 2016 on the institutional discipline and the governance of public shareholding companies standards, as this department has sufficient independence to perform its duties and it reports directly to the board of directors and has full independence and has the power to contact all departments of the company to carry out its tasks.
- b. The following is the name, qualification and appointment date of the Department Manager:

**Name:** Tamer Abdul Majeed Mohammed Abdul Majeed

**Title:** Manager of Internal Control Department- Compliance Officer (Appointment date: 14/11/2010).

**Careers :**

1. Certified Arbitrator, Umm Al Quwain Chamber of Commerce and Industry - Umm Al Quwain Center for Commercial Conciliation and Arbitration
2. A certified Accounting Expert at the Ministry of Justice - United Arab Emirates.
3. A Certified Accounting Expert, Abu Dhabi Judicial House - United Arab Emirates
4. A Certified Accounting Expert Ras Al Khaimah Courts - United Arab Emirates
5. A certified tax agent approved by the Federal Tax Authority.
6. A Certified auditor from the Ministry of Economy - United Arab Emirates.
7. Holds a diploma in the taxes of the Arab Gulf countries - the Institute of Tax Agents, England
8. Holds a fellowship certificate from the International Arab Society of Certified Accountants (ASCA).
9. Holds a chartered accountant certificate registered with the Egyptian Ministry of Finance.



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10. Bachelor of Commerce, Accounting Division.
11. Holds a number of courses and certificates in the field of accounting, auditing and taxation inside and outside the country.

### **Work Mechanism of Internal Control:**

Umm Al Qaiwain General Investments Company P.S.C has an effective internal audit department consisting of a professionally qualified manager and an expert. It aims to implement an accurate system to provide and improve the effectiveness of the performance of the department and internal control of the Company for continuous auditing of the operation results, investigation of financial records, evaluation of internal control regulations and assist senior management to increase the efficiency of the Company's operations in detecting the manipulation and monitoring errors in the Company's financial system.

The Company adopts the implementation of international standards of internal control in order to achieve the required objectives efficiently at the lowest economic costs. The internal control basis intended to ensure the following: -

1. Sensibility and compatibility of information and data.
2. Extent of compliance with policies, plans, procedures, regulations, laws and instructions.
3. The extent of protection of the Company's assets and properties.

The extent of compliance of the activities, processes and programs with the specific objectives and purposes, and ensure the implementation thereof by the supervisory authorities as per the specific plans and objectives.

Internal Control Department shall develop the annual control plan in coordination with the managers of the relevant departments or the heads of the other divisions of the Company.

The Manager of the Internal Control Department shall submit detailed reports to the Audit Committee and the Board of Directors on the evaluation of the internal control regulations, showing remarks and proposals to increase the effectiveness of the internal control regulations on a regular basis and when necessary at any time it deems appropriate for the purposes of this assessment.

### **c. Internal Control Activities in 2021 :**

Internal Control Committee reviewed nature of the works of all departments "within the powers authorized to it by the Board of Directors", which expressed its cooperation with the Committee by facilitating all means to obtain the information. Such departments also cooperated with the Committee to verify the regulations in order to reflect a clear vision on the work progress and the Company's commitment to the policy developed by the Board of Directors. It is noted in this regard that the Company did not face any major problems during 2021 .



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**D. The number of reports issued by the Internal Control Department to the Board of Directors :**

Internal Control released three reports during the year 2021 .

**Tenth : Violations:**

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The company recorded the following violations:

A) A violation by the Securities and Commodities Authority of the company's delay in requesting a certificate to amend the company's articles of association as stated in the Internal Control Department report No. 1 for the year 2021, item 5, and the prescribed fine was paid, amounting to one thousand dirhams.

B) A violation by the Capital Markets Authority in Kuwait regarding compliance with the forms prescribed by the authority as stated in the Internal Control Department report No. 1 for the year 2021, item 6, and the issue of the violation was resolved by paying a fine of one thousand Kuwaiti dinars.

-The Company's disclosures in 2021 were made within the time limit granted by the Securities and Commodities Authority and Abu Dhabi Securities Exchange. Accordingly, the Company did not record any violations for that .

**Professional Code of Conduct:**

Honesty and ethics of work are the ideals of the Company and everyone is working on the continuation of its principles as the culture of the Company. All employees are fully aware of the Company's professional guidelines and codes of conduct adopted by the Company and to implement thereof. They are responsible for ensuring that all the Company's businesses are carried out in compliance with these rules.

**Environmental policy applied by the Company toward the environment and society:**

All employees of the Company shall deal with environmental issues professionally. In order to reach a society with little environmental impact, the Company implements the best environmental practices as per the laws and regulations. In addition, all employees of the Company observe the following rules in order to protect the environment, and the health and safety of members of society:

- Improve the environmental awareness among all employees.
- Continuous improvement of our environmental performance.
- Cooperate with all relevant entities to avoid environmental risks.
- Communicate seriously with stakeholders to get constructive feedback.



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#### Eleven : Cash and In-Kind Contributions:

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The Company did not make any in-kind or cash contributions in 2021 .

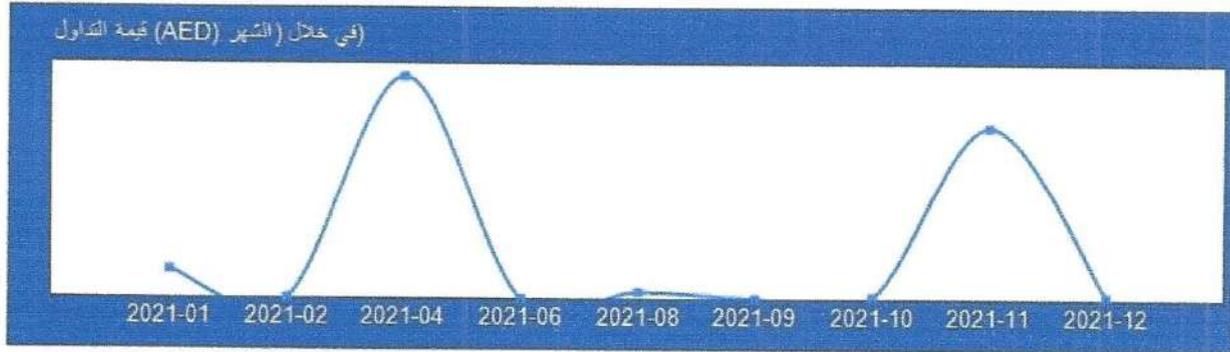
#### Twelve: General Information:

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a- Statement of the share's price of Umm Al Qaiwain General Investments Company P.S.C in Abu Dhabi Securities Exchange (closing price, highest price, lowest price and quantity) at the end of each month during the financial year 2021 :

Month	Opening	Higher price	Lowest price	Closing	Quantity
01-2021	0.855	0.900	0.855	0.900	401,637
02-2021	0.929	0.929	0.929	0.929	8,900
04-2021	0.900	0.900	0.900	0.900	2,182,380
06-2021	0.920	0.920	0.920	0.920	1,800
08-2021	0.920	0.920	0.860	0.920	97,846
09-2021	0.855	0.855	0.850	0.850	9,071
10-2021	0.860	0.860	0.860	0.860	32,200
11-2021	0.930	1.000	0.920	1.000	2,270,140
12-2021	1.150	1.150	1.040	1.150	34,500

b- Statement of the comparative performance of the Company's shares with the sector index to which the Company belongs during 2021 :





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**C- Statement of the distribution of shareholders' ownership in Umm Al Quwain General Investments Company as on December 31, 2021:**

Shareholder rating	The percentage of shares held %			
	Individuals	Companies	Government	Total
Local	33.94	34.66	0.00	68.60
Gulf	18.01	07.12	0.00	25.13
Arab	00.69	0.00	0.00	00.69
Foreigner	00.07	05.51	0.00	05.58
Total	52.71	47.29	0.00	100

**d. Statement of the shareholders owning 5% or more of the Company's capital, as of 31/12/2021, as per the below table:**

Sr.	Name	Number of Owned Shares	percentage of owned shares in the capital (%)
1*	Al Salem Limited Company	106,126,700	29.24
2*	FAB Private Bank ( Suisse) SA	20,000,000	5.51
3	Majed Ahmed Omar Salem Al Korbi	19,865,268	5.47
4	Mohamed Ahmed Saeed Al Qassimi	19,265,439	5.31
Total		<b>165,257,407</b>	<b>45.53</b>

\* The group associated with the Chairman of the Board of Directors Mr. Salem Abdulla Salem Al Hosani, who owns 128,833,416 shares, representing 35.49 % ( direct and indirect) .



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**e. Statement of shareholders' distribution according to the size of ownership, as of 31/12/2021 ,as per the below table:**

Sr.	Shares ownership	Numbers of shares	Number of Owned Shares	percentage of owned shares in the capital (%)
1	Less than 50,000	5615	21,642,488	5.96
2	From 50,000 to 500,000	284	40,941,281	11.28
3	From 500,000 to 5,000,000	53	74,232,881	20.45
4	More than 5,000,000	12	226,183,350	62.31
Total		<b>5964</b>	<b>363,000,000</b>	<b>100</b>

**f. A statement of the measures taken regarding investor relations controls:**

The Investor Relations page aims to enhance communication channels and encourage the exchange of information in order to enable investors and financial analysts to reach clear visions according to the highest standards of transparency and reliability and provide an opportunity to obtain the latest information that confirms the extent of commitment to transparency and the application of institutional discipline standards, where he is responsible for managing investor relations. / Khalid Mostafa Akeila , Acting Director of Investor Relations.

Contacts :

Mobile No .: +971502437228

Phone number: +97167681999

Fax: +97167681070

Email: qic@emirates.net.ae

The link for the investor relations page on the company's website:

(<http://www.qic-uaq.ae/en/category/investors-relations>)



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**g. Subject requires a special decision:**

No special decisions were submitted in the General Assembly during 2021 .

**h. Rapporteur of the Board of Directors' Meetings:** Mr. Mustafa Fahmi Akieila has been appointed on 31 May 1986 .

**\* Careers and experience:**

Bachelor of Commerce - General Accountant at Air conditioning company from April 1976 to May 1980 - Auditing and establishing joint stock companies with Gulf Financial Advisors from April 1981 to April 1986

**\* Statement of his duties during the year 2021 :**

- Informing the members of the Board of Directors of the dates of the meetings and sending them the meeting invitations and the agenda for them at least one week before the meeting.
- Remind the members of the board of directors of the dates of the periodic meetings and pass the new information.
- Writing the minutes of the sessions, preparing the decisions issued by the Board of Directors, preparing the relevant drafts and letters, editing, printing, auditing, following up their signature and distributing them duly.
- Providing council members with decisions issued by the council.
- Coordination of the meetings of the committees emanating from the Board of Directors and coordination with the heads of the members of those committees to prepare their minutes and present their recommendations and decisions to the Council.
- Providing the competent authorities (Abu Dhabi Securities Market, the Securities and Commodities Authority, the Stock Exchange and the Capital Markets Authority in Kuwait) with the meetings of the Board of Directors and the results of the meetings, in addition to any other disclosures that may affect the company's shares.
- Communicate with the competent authorities and responding to any questions or concerns related to the company.
- Carry out any tasks assigned to him by the Board of Directors.



أم القيوين للاستثمارات العامة  
UMM AL QAIWAIN GENERAL INVESTMENTS

k. Significant events encountered by Umm Al Quwain General Investment Company P.S.C during 2020 :

A general assembly meeting was held on Saturday, January 22, 2022, and it took place Approval of replacing the plot of land ( file No. 1706 ) located in Al Raafa area in the Emirate of Umm Al Quwain, with an area of 4,699,968 square feet classified as “services” with a similar plot of land in Al Raafa area and merge it to the two plots of land ( Nos. 1686 and 1774 ) owned by the company with an area of 5,971,349 square feet, so that the total area of the new land is 10,671,317 square feet, provided that the new land is located on Al Ittihad Street in Al Raafa area in the Emirate of Umm Al Quwain, and the type of its authorized use is residential / commercial, with a number of floors (ground + 4 floors) in order to serve the purposes of the company after its activity been changed from the cement industry to general investments , and authorizing any of the chairman or his deputy to sign the documents necessary to complete the procedures for assignment, replacement and merger in accordance with the above and work is underway to complete the procedures with the competent authorities

l. Percentage of Emiratisation at the Company by the end of the years 2019, 2020 and 2021 :

Emiratisation Percentage , 2019	Emiratisation Percentage , 2020	Emiratisation Percentage 2021
25%	20%	20%

m. Innovative and initiatives projects:

There are no innovative and initiatives projects carried out by the company or being developed during the year 2021 .

*Allah is the Arbiter of Success,,,*

Chairman of the Board

Head of the Audit Committee

Head of the Nomination and Remuneration Committee

Head of the Internal Control Department



# تقرير الإستدامة





UMM AL QUIWAIN  
GENERAL INVESTMENTS P.S.C.  
أم القيوين للإستثمارات العامة ش.م.ع.



## SUSTAINABILITY REPORT 2021

[www.qic-uaq.ae](http://www.qic-uaq.ae)



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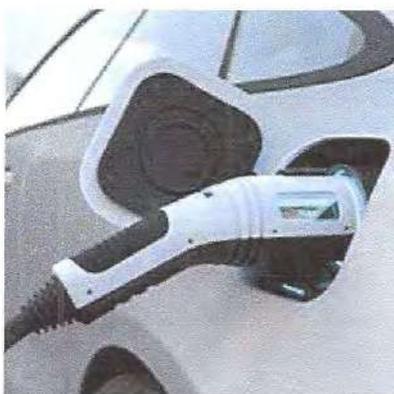
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About the company

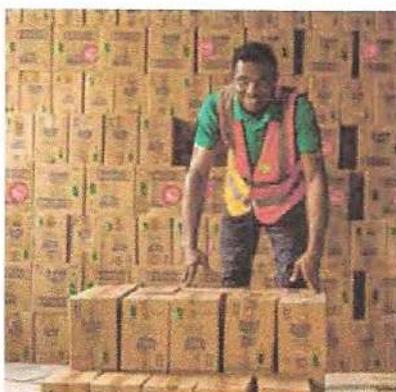
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## INTRODUCTION

This report, prepared by Umm Al Qaiwain General Investment Company psc (the Company), provides an overview of the important sustainability management initiatives undertaken by the company.

In compliance with the disclosure guidelines set by the Abu Dhabi Securities Exchange regarding disclosure related to the environment, society and governance of listed companies, this report for Umm Al Qaiwain general Investments in the United Arab Emirates reveals the period from January 1, 2021 until December 31, 2021.

*In support of the vision and objectives of the United Arab Emirates to provide a sustainable business environment and urge the business community to adopt social sustainability practices, as well as raise standards of governance.*

## THE COMPANY

### ABOUT THE COMPANY:

*Umm Al Quwain General Investment Company* is one of the investment companies listed on the Abu Dhabi market that seeks to develop its investment activities.

*Umm Al Qaiwain General Investment Company* PJSC (previously Umm Al Quwain Cement Industries Company PJSC) was established by Emiri Decree No. 2/82 issued on February 11, 1982 and on April 18, 2015 the Ordinary General Assembly decided to stop the production and sale of cement And focus exclusively on investment operations and work on amending the activity, the trade name and the articles of association. On March 19, 2016, the company's general assembly was held and a special decision was issued to amend the articles of the company's articles of association to convert it into an investment company in accordance with Federal Law No. (2) of 2015 regarding commercial companies, provided that the approval of the competent authorities is obtained in this regard. The company obtained approvals from the Securities and Commodities Authority to amend the activity and the trade name to become Umm Al Quwain Public Investments Company PJSC. It also obtained the commercial license from the Department of Economic Development - Umm Al Quwain.



## OUR VISION:

We look forward to achieving a distinguished investment climate by achieving and implementing sustainability, in line with the vision of the United Arab Emirates to achieve global leadership in the field of sustainability, best business practices, knowledge and entrepreneurship.

We seek to be one of the leading companies in the field of investments in the United Arab Emirates through the application of best practices in the field of sustainability and social responsibility.

## OUR STRATEGY:

Commitment to achieving sustainability in operational processes by reducing risks and governance practices through technical and digital innovation, enhancing the role of responsibility towards society, preserving the environment and achieving successful business that benefits shareholders.

At Umm Al Qaiwain General Investment Company, we devote our efforts to continuous improvement and concern for the interests and aspirations of our valued shareholders, whether inside or outside the United Arab Emirates.



## OUR VALUES:

We seek to achieve transparency by disclosing all the terms and conditions related to our activities through the use of simplified language on our website and on the website of the Abu Dhabi Securities Exchange as well as the Kuwait Stock Exchange.

Recognizing that we are accountable to our shareholders, we place a strong emphasis on maximizing the long-term value of our stocks and assets.



# ENVIRONMENT AND SUSTAINABILITY

## ENVIRONMENTAL STRATEGY:

In educating our staff, the company has sought to understand how incorporating sustainability into their practices can provide multiple long-term benefits. It is determined what sustainability means for each area of the company's investment decisions or services and how sustainability has an increasingly central role in these decisions.

- *Commitment to achieving sustainability in operational processes*
- *Ensuring the efficient and sustainable use of natural resources*
- *The development of economic activity in the region towards the axis of natural values*

The company has also implemented several initiatives aimed at reducing energy consumption, including the use of energy-saving lamps and the imposition of regulations and instructions to turn off the lamps after the end of working hours.



## CORPORATE GOVERNANCE

Umm Al Quwain General Investments Company is committed to maintaining the highest standards of corporate governance practices in accordance with the highest standards of integrity and transparency to ensure the protection of shareholders' rights and attract more investments.

The primary role of the Board of Directors (the "Board") is to protect and enhance the long-term value of our stakeholders, particularly the shareholders. The board is responsible for setting the company's general strategy, and it also supervises the executive management to ensure the adoption of the highest standards of corporate governance practices within the company.



# SOCIAL RESPONSIBILITY

## ENVIRONMENTAL STRATEGY:

At Umm Al Quwain general Investments Company, we believe that corporate social responsibility is an essential pillar, so we aim to make a positive impact within the community in which we operate. By participating in the sustainable development process for the community as a whole, by providing greater added value for the shareholders, the market, the environment, society, and employees.

In order to implement this policy, we will continue to focus on the following:

- *Working to improve the working life of employees by providing them with training, support and rewards.*
- *Work to provide our shareholders with all the correct information by publishing it on the company's website and the websites of the Abu Dhabi Securities Exchange and the Kuwait Stock Exchange.*
- *Create a comfortable work environment for employees to help business growth.*
- *Creating a diverse work environment that provides equal opportunities for employees and promotes justice alike.*
- *Work to enhance the value of the institution to the shareholders.*



## **HUMAN RESOURCES AND EMPLOYEE WELFARE**

### **HUMAN RESOURCES:**

The entity of the company consists of employees who are the innovation component of 90% male and 10% female, which makes the company a combination of experiences and capabilities that contribute to creating an effective dynamic in the company's activity.

### **EMPLOYEE WELFARE:**

The company is keen on the safety of its employees, who are the cornerstone of its success, and with the turmoil and fluctuations resulting from the Corona pandemic, which made the environment difficult, the company sought to put in place protocols to ensure the continuity of work and the work of employees from home with the least possible interruption and the provision of modern technology systems that help to communicate and work to maintain their safety.

## CONCLUSION

This is our second report in relation to the sustainability of the company. We strive to promote sustainability and corporate social responsibility initiatives. We will continue to manage the current business and apply it in a broader context in response to an effective social, environmental and economic environment to achieve improved operational results while reducing negative societal impacts and emphasizing positive societal impacts.



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