

CORPORATE

# GOVERNANCE REPORT



# Corporate Governance Report

## 1. PROCEDURES TO ADOPT AND IMPLEMENT CORPORATE GOVERNANCE IN 2020

The corporate governance guidelines applied by Al Ramz Corporation Investment and Development PJSC and its subsidiaries (the “Company” or the “Corporation”) provide a basis for promoting and maintaining the highest standards of corporate governance at the Company, through creating and protecting shareholders value as well as other stakeholders. The Board of Directors (the “BOD”) strive to provide the right leadership, strategic oversight and control environment to produce and sustain the delivery of value to all the Company’s shareholders.

The Company’s corporate governance framework, represented in the BOD’s charter, consists of the following.

### **Internal Controls**

The Company’s Internal Controls system consists of several frameworks, policies and procedures established by the Board of Directors to enhance the Company’s objectives and performances. **The Company has adopted the “three lines of defense” principle in relation to corporate governance and risk management as follows:**



### **Board of Directors**

The role of the BOD is to govern the Company and is directly committed to comply with all corporate governance guidelines and rules issued by the Securities and Commodities Authorities, Its roles include overseeing and directing executive management as well as implementing the Company’s strategies and objectives.

### **Board Committees**

The BOD shall delegate oversight of key areas of responsibility to specific committees who will report to the BOD with their analysis and recommendations. Such committees shall be formed in accordance with the Chairman of the Securities and Commodities Authority’s Board of Directors’ Resolution No. (3 R.M) of 2020 concerning approval of joint stock companies’ governance guide; and shall consist of the audit committee, nomination and remuneration committee and the risk and investment committee.

### **Audit Committee**

The Audit Committee is committed to review the Company’s financial statements, internal controls and risk management processes as well as represent the Company with the external auditor. Its duties include the obligations set out in of SCA Resolution (3 R.M) of 2020 concerning approval of joint stock companies’ governance guide.

### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee primarily oversees the Company’s organization structure, the development of the succession plan, evaluating the recruitment process and remuneration policies as well as the independence of the Board’s independent directors in accordance with its obligations set out in SCA Resolution (3 R.M) of 2020 concerning approval of joint stock companies’ governance guide.

## 2. BOARD OF DIRECTORS, THEIR SPOUSES, AND THEIR CHILDREN'S TRANSACTIONS IN THE CORPORATIONS' FINANCIAL INSTRUMENTS IN 2020

NAME	AHMED ALI KHALFAN AL DHAHERI
POSITION	BOARD MEMBER
CATEGORY	INDEPENDENT NON-EXECUTIVE
TOTAL SHARES OWNED ON 31 DECEMBER 2020	15,200,000
TOTAL SALE TRANSACTIONS	-
TOTAL PURCHASE TRANSACTIONS	15,200,000
SHARE CAPITAL OF THE CORPORATION	549,915,858
OWNERSHIP PERCENTAGE THE CORPORATION'S TOTAL SHARE CAPITAL	2.7641

NAME	MOHAMMAD AL MORTADA AL DANDASHI
POSITION	BOARD MEMBER/ MANAGING DIRECTOR
CATEGORY	EXECUTIVE
TOTAL SHARES OWNED ON 31 DECEMBER 2020	81,000,000
TOTAL SALE TRANSACTIONS	80,468,589 HOLD WITH BANK FOR FACILITIES
TOTAL PURCHASE TRANSACTIONS	81,000,000
SHARE CAPITAL OF THE CORPORATION	549,915,858
OWNERSHIP PERCENTAGE THE CORPORATION'S TOTAL SHARE CAPITAL	14.7

## 3. BOARD OF DIRECTORS COMPOSITION

### A. Statement of the current Board formation

- The Board of Directors was formed on 20 December 2018 by the Corporation's Annual General Meeting. The Board consists of Seven (7) members whose term is until 20 December 2021.
- Dr. Sameer Kamal Ibrahim Al Ansari has been elected as independent non-executive Board member on 17th August 2020 replacing the resigned member Dr. Nasser Saidi.

BOARD MEMBERS				
NAME	CATEGORY	EXPERIENCE	CREDENTIALS	STARTING FROM
MR. DHAFER AL-AHABABI	INDEPENDENT NON-EXECUTIVE	INVESTMENTS	BACHELOR'S IN ECONOMICS	20/12/2015
HE HAMAD RASHID AL NUAIMI	NON-EXECUTIVE	IINVESTMENTS	BACHELOR'S IN ACCOUNTING	30/10/2017
DR. ALI SAEED BIN HARMEL AL DHAHERI	INDEPENDENT NON-EXECUTIVE	INVESTMENTS	PHD IN BUSINESS ADMINISTRATION	30/10/2017
MR. ABDULLAH SAEED AL GHAFALI	INDEPENDENT NON-EXECUTIVE	RISK MANAGEMENT	MASTER'S IN BUSINESS ADMINISTRATION	20/12/2015
MR. AHMED ALI KHALFAN AL DHAHERI	INDEPENDENT NON-EXECUTIVE	INVESTMENTS	BACHELOR'S IN ACCOUNTING AND CPA CERTIFIED	20/12/2018
MR. MOHAMMAD AL MORTADA AL DANDASHI	EXECUTIVE	INVESTMENTS	BACHELOR'S IN ECONOMICS	20/12/2015
DR. SAMEER KAMAL IBRAHIM AL ANSARI	INDEPENDENT NON-EXECUTIVE	INVESTMENTS	BACHELOR'S IN ACCOUNTING & FINANCE	18/08/2020
RESIGNED MEMBERS OF THE BOARD OF DIRECTORS				
DR. NASSER SAIDI	INDEPENDENT NON-EXECUTIVE	INVESTMENTS AND CORPORATE GOVERNANCE	PHD IN ECONOMICS	30/10/2017

### MEMBERSHIP AND POSITIONS AT ANY OTHER JOINT- STOCK COMPANIES

NAME	MEMBERSHIP & POSITION
MR. DHAFER AL-AHABABI	BOARD MEMBER – AMANAT HOLDING.
HE HAMAD RASHID AL NUAIMI	BOARD MEMBER – AMANAT HOLDING.
DR. ALI SAEED BIN HARMEL AL DHAHERI	BOARD MEMBER – AMANAT HOLDING. BOARD MEMBER – ABU DHABI NATIONAL TAKAFUL
MR. AHMED ALI KHALFAN AL DHAHERI	CHAIRMAN – FOODCO HOLDING PJSC. VICE CHAIRMAN – AL WAHA CAPITAL PJSC. BOARD MEMBER – AL WATHBA INSURANCE COMPANY PJSC BOARD MEMBER – ABU DHABI AVIATION COMPANY PJSC CHAIRMAN- FOODCO FOOD PRODUCT PRJSC.
MR. ABDULLAH SAEED AL GHAFI	BOARD MEMBER- EMIRATES BUILDING

### POSITIONS IN ANY OTHER IMPORTANT REGULATORY, GOVERNMENT OR COMMERCIAL ENTITIES

NAME	ROLE IN OTHER SUPERVISORY, GOVERNMENTAL, OR COMMERCIAL ENTITIES
HE HAMAD RASHID AL NUAIMI	FINANCIAL AFFAIRS DEPUTY - MINISTRY OF PRESENTIAL AFFAIRS BOARD MEMBER – AL REEM INVESTMENT
DR. SAMEER KAMAL IBRAHIM AL ANSARI	CEO - RAK ICC

#### **B. Female representation in the Board of Directors in 2020**

There was no female representation in the Board of Directors in 2020.

#### **C. Statement of the reason for the absence of any female candidate for the Board membership**

No female representatives were nominated for Board membership.

#### **D. Statement of the followings**

##### **1. Total Board of Directors Remunerations in 2019**

A remuneration of AED three hundred sixty-six thousand seven hundred twenty only (366,720) allocated evenly to the Board members was approved by the General Assembly meeting held on 23rd March 2020.

##### **2. Proposed Board of Directors Remunerations in 2020**

Annual bonuses will not be distributed to members of the board of directors, as the policy of expenses, fees, additional bonuses, or monthly salary will be presented for those members who work in committees or who make special efforts or who do additional work to serve the company.

##### **3. Board Committees attendance allowances in 2020**

The following attendance allowances were paid to the Board members:

NAME	POSITION IN THE COMMITTEE	FEES (AED)	NO. OF MEETINGS	TOTAL (AED)
<b>AUDIT COMMITTEE</b>				
MR. AHMED ALI AL DHAHERI	AUDIT COMMITTEE CHAIRMAN	8,000	1	8,000
MR. ABDULLAH SAEED AL GHAFI	AUDIT COMMITTEE MEMBER	8,000	2	16,000
DR. SAMEER KAMAL IBRAHIM AL ANSARI	AUDIT COMMITTEE MEMBER	8,000	-	
<b>RESIGNED MEMBER</b>				
DR. NASSER SAIDI	AUDIT COMMITTEE CHAIRMAN	8,000	1	8,000

NOMINATION AND REMUNERATION COMMITTEE				
DR. ALI SAEED BIN HARMEL AL DHAHERI	NOMINATION AND REMUNERATION COMMITTEE CHAIRMAN	8,000	1	8,000
MR. ABDULLAH SAEED AL GHAFI	NOMINATION AND REMUNERATION COMMITTEE MEMBER	8,000	1	8,000
MR. AHMED ALI AL DHAHERI	NOMINATION AND REMUNERATION COMMITTEE MEMBER	8,000	1	8,000
RISK AND INVESTMENT COMMITTEE				
MR. DHAFER AL-AHABABI	RISK AND INVESTMENT COMMITTEE CHAIRMAN	8,000	2	16,000
HE HAMAD RASHID AL NUAIMI	RISK AND INVESTMENT COMMITTEE MEMBER	8,000	1	8,000
MR. MOHAMMAD AL MORTADA AL DANDASHI	RISK AND INVESTMENT COMMITTEE MEMBER	8,000	2	16,000

#### 4. Board Committees attendance allowances in 2020

The board members did not receive any additional allowances, salaries, or fees.

#### E. Number of Board of Directors meetings held in 2020

The Board of Directors held six (6) meetings in 2020 as detailed below. The Board of Directors accepted the absences shown.

NAME	19 FEBRUARY	10 MAY	03 AUGUST	17 AUGUST	2 NOVEMBER	8 DECEMBER
MR. DHAFER AL-AHABABI	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ATTENDED
HE HAMAD RASHID AL NUAIMI	ABSENT	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ABSENT
DR. ALI SAEED BIN HARMEL AL DHAHERI	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ATTENDED
MR. AHMED ALI KHALFAN AL DHAHERI	ATTENDED	ATTENDED	ATTENDED	BY PROXY	ATTENDED	ATTENDED
MR. ABDULLAH SAEED AL GHAFI	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ATTENDED	ATTENDED
MR. MOHAMMAD AL MORTADA AL DANDASHI	EXECUTIVE	ABSENT	ATTENDED	ATTENDED	ATTENDED	ATTENDED
DR. SAMEER KAMAL IBRAHIM AL ANSARI	-	-	-	-	ATTENDED	ATTENDED
RESIGNED MEMBER						
DR. NASSER SAIDI	ATTENDED	-	-	-	-	-

#### F. Number of Board resolution passed during the 2020 fiscal year

The Board of Directors did not convene by circulation during 2020 fiscal year.

#### G. statement by the Board duties and power exercised by Board members or the executive management members during 2020 based on the authorization from the Board

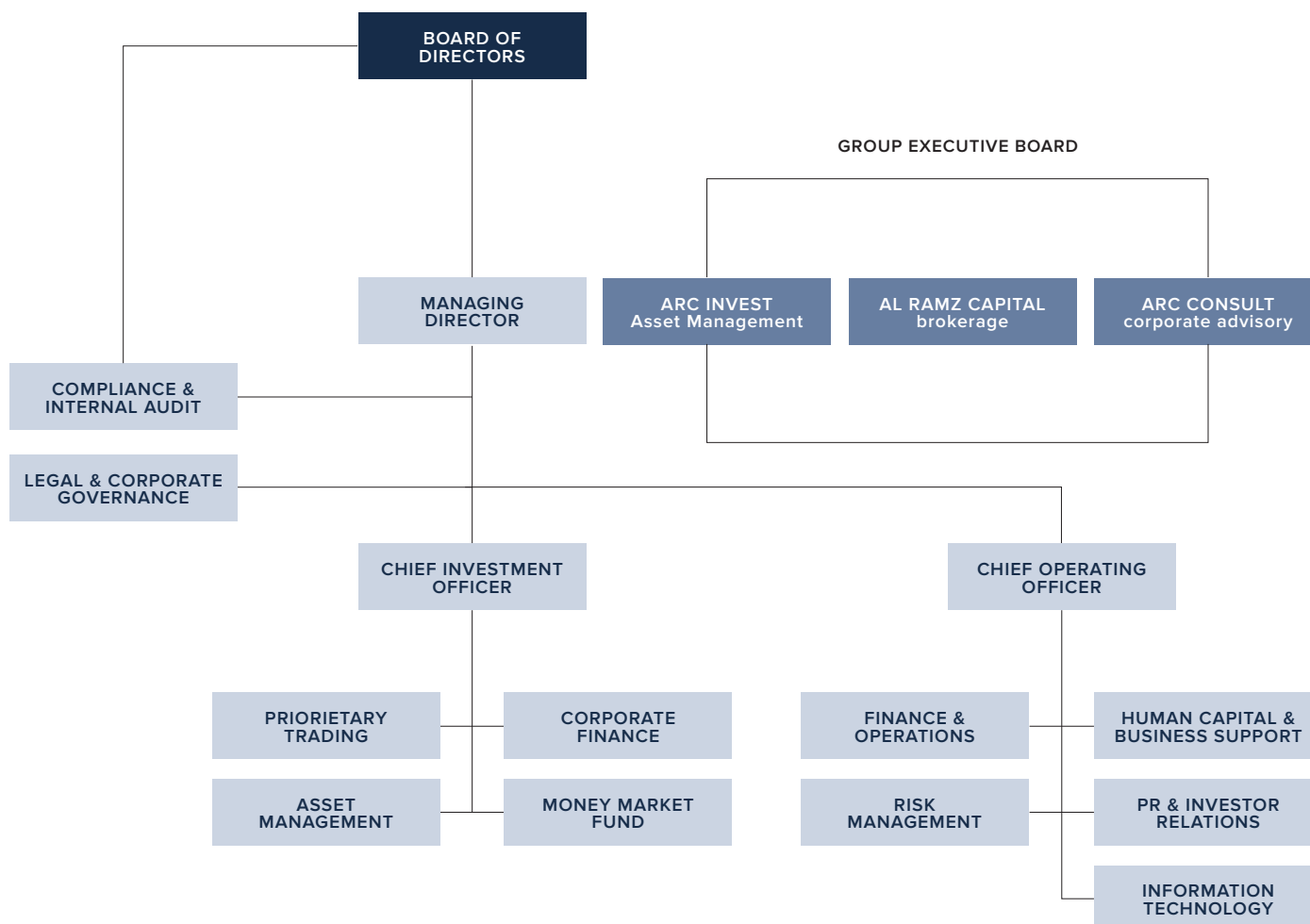
SER.	NAME OF THE AUTHORIZED PERSON	POWER OF AUTHORIZATION	DURATION OF AUTHORIZATION
1	MR. MOHAMMAD AL MORTADA AL DANDASHI	POA	3 YEARS

#### H. Transactions with related parties

The Corporation adopts the related parties' transactions regulations as stated in the resolution No. (3 R.M) of 2020 concerning approval of joint stock companies' governance guide. the Executive Management, the key shareholders and any associated persons and entities. Following are the related parties' transactions related to the Corporation's income during 2020:

SER.	STATEMENT OF RELATED PARTIES	CLARIFYING THE NATURE OF RELATIONSHIP	TYPE OF TRANSACTION	VALUE OF TRANSACTION
1	MR. MOHAMMED A MORTADA MOHAMMAD A DANDASHI	MAJOR SHAREHOLDER	BROKERAGE FEES & INTEREST EXPENSE	58,713
2	MR. DHAHER SAHMI JABER MUFREH AL AHBABI	DIRECTORS AND KEY MANAGEMENT PERSONNEL	BROKERAGE FEES & INCOME FROM MARGIN	199,154
3	MR. HAMAD RASHED NAHIL ALNUAIMI	DIRECTORS AND KEY MANAGEMENT PERSONNEL	BROKERAGE FEES	182,229
4	MR. AHMAD ALI KHALFAN ALDAHERI	DIRECTORS AND KEY MANAGEMENT PERSONNEL	BROKERAGE FEES & INCOME FROM MARGIN	413,553
5	MR. ABDULLAH SAEED EID AL GHAFI	DIRECTORS AND KEY MANAGEMENT PERSONNEL	BROKERAGE FEES	240
6	THE ROCK REPRESENTAION OF COMPANIES LLC	MAJOR SHAREHOLDER	BROKERAGE FEES	6,875
7	MOHAMMAD AHMAD SAEED ALQASSIMI	MAJOR SHAREHOLDER	BROKERAGE FEES	19,056
8	UAE FOCUS FUND	DIRECTORS AND KEY MANAGEMENT PERSONNEL	BROKERAGE FEES	48,602
9	ABU DHABI INVESTMENT COMPANY	MAJOR SHAREHOLDER	BROKERAGE FEES	51,169
10	MR. SAOOD AL HAJIRI	MAJOR SHAREHOLDER	LOAN & INTEREST EXPENSE	17,577,852
11	FOODCO HOLDING	SUBSIDIARY COMPANY FOR ONE OF DIRECTORS AND KEY MANAGEMENT PERSONNEL	BROKERAGE FEES	67,191

### I. The Corporation's organizational structure



## J. Key executives' details

The table below states the names, positions, dates of joining and total salaries and bonuses for 2020:

NAME	POSITION	DATE OF JOINING	TOTAL SALARIES	TOTAL BONUSES
MR. MOHAMMAD AL MORTADA AL DANDASHI	MANAGING DIRECTOR	15/11/2016	2,424,220	0
MR. HAISAM ODEIMEH	CHIEF OPERATING OFFICER	12/10/2017	1,123,500	0
MR. SHAHZAD JANAB	CHIEF INVESTMENT OFFICER	10/10/2016	437,663 FROM 1/1/2020 TILL 20/05/2020	0
DR. FADY KAYYAL	GENERAL COUNSEL AND BOARD SECRETARY	18/03/2012	395,900	0

## 4. EXTERNAL AUDITOR

### A. Brief on the external auditor

Ernest & Young is a global organization that employs more than 300,000 professionals in over 150 countries. The MENA practice of EY has been operating in the region since 1923. For over 93 years, EY has evolved to meet the legal and commercial developments of the region. Across MENA, EY has over 7,500 people united across 21 offices and 15 Arab countries, sharing the same values and an unwavering commitment to quality. The Abu Dhabi office of EY was opened in 1966 and has scaled remarkable heights since then. There are approximately over 480 people, in the Firm's offices in Abu Dhabi. In Abu Dhabi, EY has a strong base of over 190 Assurance professionals qualified from Saudi Arabia, the United Kingdom, Pakistan, India, United States of America and hold relevant degrees from leading universities.

### EXTERNAL AUDITOR FEES FOR 2020

AUDIT FIRM NAME	ERNST & YOUNG
NUMBER OF YEARS AS EXTERNAL AUDITOR OF THE COMPANY	1
AUDIT FEES	AED 405,000
OTHER ADVISORY FEES 2020	AED 5,000
OTHER ADVISORY SERVICES DETAILS	WE HAVE PERFORMED THE AGREED UPON PROCEDURE WITH RESPECT TO VERIFICATION OF DIVIDEND PAYMENT TO ELIGIBLE SHAREHOLDERS WHO HAVE APPLIED FOR THE DISBURSEMENT OF UNCLAIMED PROFITS FOR THE PERIOD FROM 1 AUGUST 2020 TO 31 AUGUST 2020 AS SPECIFIED BY MINISTERIAL COUNCIL FOR DEVELOPMENT RESOLUTION NO. 8/16 OF 2020 - SESSION NO. 8
ADVISORY SERVICES BY OTHER EXTERNAL AUDITORS DURING 2020	NONE

### B. Statement clarifying the qualifications that the company auditor included in the interim and annual financial statements for 2020 and in case of any reservations.

No qualifications have been stated in the interim and annual financial statements for 2020.

## 4. AUDIT COMMITTEE

### A. Audit Committee Chairman acknowledgement of his responsibilities

Mr. Ahmed Ali Khalfan Al Dhaheri, Audit Committee Chairman, acknowledges reviewing the committee's duties and ensuring its effectiveness and fulfillment of its obligations.

### B. Audit Committee members, roles and responsibilities



NAME	CATEGORY IN BOD	POSITION IN THE COMMITTEE
MR. AHMED ALI KHALFAN AL DHAHERI	INDEPENDENT NON-EXECUTIVE	CHAIRMAN
MR. ABDULLAH SAEED AL GHAFLI	INDEPENDENT NON-EXECUTIVE	MEMBER
DR. SAMEER KAMAL IBRAHIM AL ANSARI	INDEPENDENT NON-EXECUTIVE	MEMBER
<b>RESIGNED MEMBER</b>		
DR. NASSER SAIDI	INDEPENDENT NON-EXECUTIVE	MEMBER

The audit committee performs a number of duties including supervising the propriety of the financial statements, related reports and accounting processes, audits on the financial, internal control and risk management processes as well as compliance with the Corporation's Code of Ethics. The audit committee also develops and implements the policy dealing with appointing, contracting, supervising the independence, performance and scope of the external auditor.

### C. Audit Committee meeting held in 2020

The audit committee held five (5) meetings in 2020 summarized as follows:

MEETING	DATE
FIRST	18 FEB 2020
SECOND	29 APR 2020
THIRD	28 JUL 2020
FOURTH	27 SEP 2020
FIFTH	27 OCT 2020

Below are the attendance details of the audit committee members:

NAME	ATTENDANCE
MR. AHMED ALI KHALFAN AL DHAHERI	80%
MR. ABDULLAH SAEED AL GHAFLI	100%
DR. SAMEER KAMAL IBRAHIM AL ANSARI	40%
<b>RESIGNED MEMBER</b>	
DR. NASSER SAIDI	20%

## 6. NOMINATION AND REMUNERATION COMMITTEE

### A. Nomination and Remuneration Committee Chairman acknowledgement of his responsibilities

Dr. Ali Saeed Bin Harmel Al Dhaheri, Nomination and Remuneration Committee Chairman, acknowledges reviewing the committee's duties and ensuring its effectiveness and fulfillment of its obligations.

### B. Nomination and Remuneration Committee members, roles, and responsibilities

NAME	CATEGORY IN BOD	POSITION IN THE COMMITTEE
DR. ALI SAEED BIN HARMEL AL DHAHERI	INDEPENDENT NON-EXECUTIVE	CHAIRMAN
MR. ABDULLAH SAEED AL GHAFLI	INDEPENDENT NON-EXECUTIVE	MEMBER
MR. AHMED ALI KHALFAN AL DHAHERI	INDEPENDENT NON-EXECUTIVE	MEMBER

The Nomination and Remuneration committee primarily oversees the independence of the Board's independent directors, the development of the remuneration policies for the Board, management and employees, the Corporation's recruiting needs, the development of HR policies, in addition to the Board of Directors nomination process.



### **C. Nomination and Remuneration Committee meetings held in 2020**

Two (2) meetings were held by the nomination and remuneration committee in 2020 summarized as follows:

MEETING	DATE
FIRST	19 FEB 2020
SECOND	29 NOV 2020

Below are the attendance details of the nomination and remuneration committee members:

NAME	ATTENDANCE
DR. ALI SAEED BIN HARMEL AL DHAHERI	100%
MR. ABDULLAH SAEED AL GHAFI	100%
MR. AHMED ALI KHALFAN AL DHAHERI	100%

## **7. INSIDER SUPERVISORY COMMITTEE**

### **A. Insider Committee Chairman acknowledgement of his responsibilities**

Mr. Haitham Al Hariri acknowledges reviewing the committee's duties and ensuring its effectiveness and fulfillment of its obligations.

### **B. Insider Committee members, roles, and responsibilities**

NAME	POSITION IN THE COMMITTEE
MR. HAITHAM AL HARIRI	CHAIRMAN
DR. FADY KAYYAL	MEMBER

### **C. Insider Committee meetings held in 2020**

Four (4) meeting was held by the Insider committee in 2020 summarized as follows:

MEETING	DATE
FIRST	23 JAN 2020
SECOND	9 APR 2020
THIRD	5 JUL 2020
FOURTH	11 OCT 2020

### **D. Summary of Insider Committee work report during 2020**

- Making recommendations to the Board of Directors in regards the implementation of the Corporation policies and procedures for the Board members and employees' transactions in the Corporation's shares.
- Prepare a special and comprehensive register for all insiders.
- Manage, monitor and supervise the transactions of insiders as well as reviewing the disclosures and transactions request.
- Ensure to comply with the disclosures and transparency regulations.
- Reporting to the financial markets of the insiders list and their trades.

## 8. INVESTMENT AND RISK COMMITTEE

### A. Investment and Risk Committee Chairman acknowledgement of his responsibilities

Mr. Dhafer Al-Ahababi acknowledges his responsibility for reviewing the committee's duties and ensuring its effectiveness and fulfillment of its obligations.

### B. Investment and Risk Committee members, roles, and responsibilities

NAME	CATEGORY IN BOD	POSITION IN THE COMMITTEE
MR. DHAFER AL-AHABABI	INDEPENDENT NON-EXECUTIVE	CHAIRMAN
HE HAMAD RASHID AL NUAIMI	INDEPENDENT NON-EXECUTIVE	MEMBER
MR. MOHAMMAD AL MORTADA AL DANDASHI	EXECUTIVE	MEMBER

The investment and risk committee oversee the investment initiatives and related risks, the Corporation's investment portfolio management, the investment strategy and performance, in addition to compliance to investment related laws and regulations.

### C. Investment and Risk Committee meetings held in 2020.

Four meetings were held by the investment and risk committee in 2020 summarized as follows:

MEETING	DATE
FIRST	27 JAN 2020
SECOND	03 MAY 2020
THIRD	28 JUL 2020
FOURTH	02 NOV 2020

Below are the attendance details of the investment and risk committee members:

NAME	ATTENDANCE
MR. DHAFER AL-AHABABI	100%
HE HAMAD RASHID AL NUAIMI	50%
MR. MOHAMMAD AL MORTADA AL DANDASHI	100%

## 9. INTERNAL CONTROL FRAMEWORK

### A. Board of Directors acknowledgement of his responsibilities

Board of Directors bears the responsibility of the internal control framework and oversees its implementation and effectiveness through the audit committee.

### B. Head of Compliance brief

Former Head of Internal Audit and Compliance was Mrs. Salam Saleh. She joined the Company on 5 November 2017 and left the Company on 27 August 2020 and holds the following qualifications:

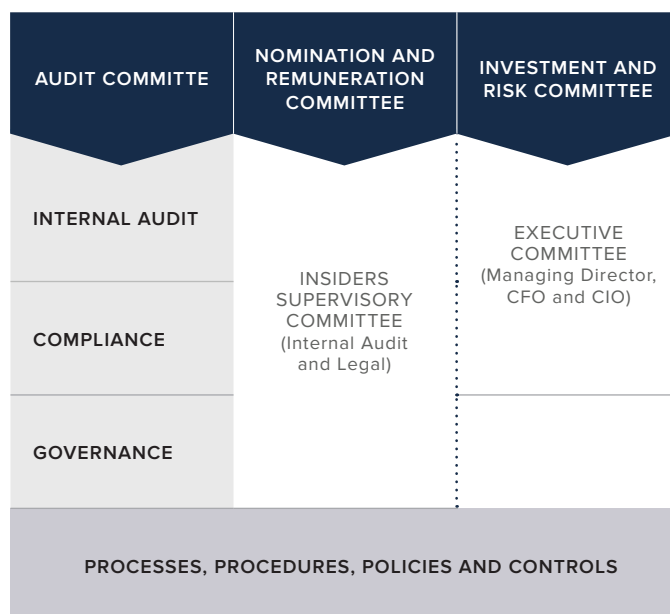
- Bachelor's degree in accounting from the University of Jordan in 2005.
- CMA certification from the Institute of Management Accountants in 2009.
- CIA certification from the Institute of Internal Auditors in 2011.

### C. How Internal controls dealt with major deficiencies.

The Corporation has adopted the “three lines of defense” principle in relation to corporate governance and risk management:



The below diagram illustrates how the above was implemented in the Corporation:



Looking at the diagram above, we would like to draw attention that the internal audit is independent and directly report to the audit Board committees and the Board.

The Audit Committee oversees the audit process, the internal control system and the compliance with laws and regulations through technical supervision of the internal audit department, and reviewing the results of the internal audit reports, evaluating the adequacy of the internal control systems applied within the company and ensuring the company's compliance with laws, policies, regulations and instructions.

### D. Number of reports issued by the Internal Audit Department

The Internal Audit submitted (3) reports to the Board of Directors during 2020.

## 10. VIOLATIONS COMMITTED DURING 2020

Al Ramz Corporation Investment and Development PJSC did not commit any violation during 2020.

## 11. CORPORATE SOCIAL RESPONSIBILITY AND ENVIRONMENTAL PROTECTION

The Company did not perform any corporate social responsibility and environmental protection due to COVID-19 pandemic.

## 12. GENERAL INFORMATION

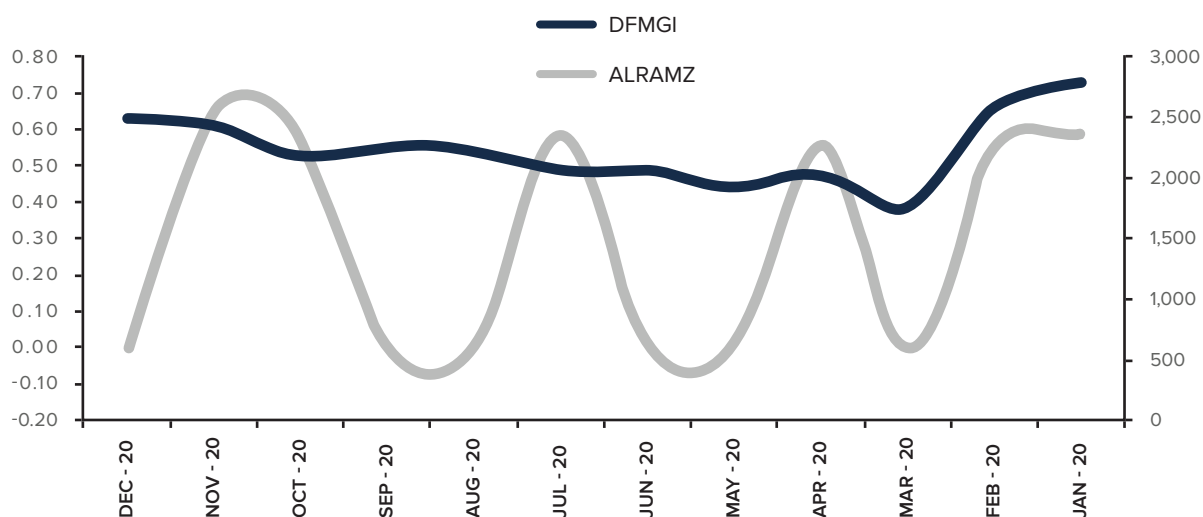
### A. The Corporation shares' end of month prices in 2020

PERIOD	LOWEST PRICE	HIGHEST PRICE	CLOSING PRICE	TRADED VOLUME (NO. OF SHARES)	PERCENTAGE CHANGE
JAN 2020	-	-	-	-	-
FEB 2020	0.631	0.723	0.651	47,135	+3.17%

PERIOD	LOWEST PRICE	HIGHEST PRICE	CLOSING PRICE	TRADED VOLUME (NO. OF SHARES)	PERCENTAGE CHANGE
MAR 2020	0.586	0.586	0.586	98,872	-9.98%
APR 2020	-	-	-	-	-
MAY 2020	-	-	-	-	-
JUN 2020	0.586	0.586	0.586	59,468,589	0.00%
JUL 2020	-	-	-	-	-
AUG 2020	-	-	-	-	-
SEP 2020	0.560	0.586	0.560	62,243	-4.44%
OCT 2020	-	-	-	-	-
NOV 2020	0.550	0.550	0.550	2,003,410	-1.79%
DEC 2020	0.590	0.590	0.590	531,411	+7.27%
<b>AVERAGE</b>				<b>10,368,610</b>	

This data is courtesy of Thomson Reuters EIKON

### B. The Corporation shares' performance against the market index in 2020



This data is courtesy of Thomson Reuters EIKON

### C. Shareholders dividends as of 31 December 2020

SHAREHOLDER CATEGORY	INDIVIDUAL	CORPORATE	BANK	GOVERNMENT	TOTAL
LOCAL	36,0892%	47,4301%	14,6329%	-	98.1522%
GCC	0.0029%	0.0673%	-	-	0.0702%
ARAB WORLD	1.3057%	-	-	-	1.3057%
REST OF THE WORLD	0.1082%	0.3637%	-	-	0.4719%
<b>TOTAL</b>	<b>37.506%</b>	<b>47.8611%</b>	<b>14.6329%</b>	<b>-</b>	<b>100%</b>

### D. Shareholders owning 5% or more of the Corporation shares as of 31 December 2020

NAME	INDIVIDUAL	CORPORATE
H.H SHEIKH NAHYAN BIN ZAYED AL NAHYAN	96,492,949	17.5469%
EMIRATES INVESTMENT BANK	80,468,589	14.6329%
UAE FOCUS FUND	71,887,884	13.0725%
FINIVESCO FINANCIAL INVESTMENT	48,270,275	8.7778%
MOHAMMAD BIN AHMAD BIN SAEED ALQASSIMI	36,459,161	6.6300%

## **E. Shareholders according to shares owned as of 31st December 2020**

OWNERSHIP (SHARE)	NO OF SHAREHOLDERS	SHARES OWNED	PERCENTAGE TO SHARE CAPITAL
LESS THAN 50,000	103	1,138,888	0.207
FROM 50,000 TO 500,000	26	4,100,408	0.746
FROM 500,000 TO 5 MILLION	15	27,828,281	5.061
MORE THAN 5 MILLION	18	516,848,281	93.987

## **F. Process related to the investors relations**

Dr. Fady Kayyal has been appointed as the Investor Relations Officer and can be contacted via the following methods. The Investor Relations Website is currently under development and shall be announced upon completion.

- **Email:** IR@ALRAMZ.AE
- **Landline:** 02-6262861
- **Fax:** 02-6262444

## **G. Special resolutions submitted to the 2020 General Meeting**

To approve buyback of up to 10% of the company's shares.

## **H. Board Secretary**

NAME	APPOINTMENT DATE	QUALIFICATIONS
DR. FADY KAYYAL	21 JANUARY 2019	BACHELOR'S DEGREE IN LAW. MASTER'S IN FINANCE. PHD IN BUSINESS ADMINISTRATION

Statement of the Board secretary duties during the year:

- Contacting all members to make sure they attend the meeting either in person or through this mechanism.
- Prepare meeting agenda, taking in consideration the followings:
  1. Specifying the date of invitation to all members of the Board of Directors to the meeting, the method of summoning, the place of meeting, and the start and end time of the meeting.
  2. Confirming the attendance of the present members.
  3. Confirming the delegation for the absent member, in case of delegation by one of the Board of Directors members to another member.
  4. Recording the absent members and justifications for non-attendance, "if any."

## **I. Key events during 2020**

1. On Jan 15, 2020 the company acquires the market making business of Shuaa Capital.
2. On Apr 27, 2020 the company was granted the approval of the Securities and Commodities Authority to Buy back up to 10%.
3. On Jan 13, 2020 Amanat Holding PJSC appointed the company as Liquidity provider.
4. On Feb 9, 2020 Bank of Sharjah appointed the company as liquidity provider.
5. On Mar 31, 2020 the company has expended its market making activities on NASDAQ Dubai.
6. On Apr 22, 2020 Abu Dhabi Securities Exchange granted the company short term margin license.
7. On Sep 09, 2020 the company announced its subscription Al Etihad Bureau "AECB "products to assess credit risk using AECB credit reports & credit scores
8. On Oct 15, 2020 the company has executed the first covered short selling using the stock lending and borrowing facility on Abu Dhabi Securities Exchange.

## **J. Transactions have been made with related parties during 2020 with ownership of 5% or more from the company share capital.**

No transactions during 2020.

**K. Emiratization percentage as of end of 2020**

	2017	2018	2019	2020
PERCENTAGE %	0	0	1.28%	1.22 %

**L. Creative and leading projects initiated by the Corporation.**

- The Company executed the first Securities Lending and Borrowing facility on the DFM and ADX for Market Making transaction which allows investors to enhance the yield of their long-term holdings by lending out their securities to borrowers for an annualized fee while retaining all their rights of holding the securities.
- The Company partnered with the American University of Sharjah to provide its graduates with careers in the financial services sector under Al Ramz Graduates Programme. The Programme is designed to develop future generation of leaders through a planned learning experience, on-the-job training, and career development. Upon the successful completion of the Programme, graduates are extended permanent opportunities at the Company.
- Abu Dhabi Securities Exchange (ADX) granted the Company, a short-term margin license thus becoming one of the first financial institutions in the UAE to offer this offering to our customers. This provides the Company an opportunity to enlarge the spectrum of investment offering proposed to its clients and reinforce its competitive edge by providing long-term value.
- The Company successfully concluded the acquisition of the market-making business of SHUAA Capital P.S.C. which is one of the Company core business in developing the UAE financial markets, contributing to the market’s liquidity, efficiency and appeal to investors.

SIGNATURE OF  
THE BOARD CHAIRMAN

SIGNATURE OF  
AUDIT COMMITTEE CHAIRMAN

SIGNATURE OF  
NOMINATION AND  
REMUNERATION COMMITTEE  
CHAIRMAN

SIGNATURE OF  
INTERNAL CONTROL  
DEPARTMENT DIRECTOR

DATE: .../.../ 2021

DATE: .../.../ 2021

DATE: .../.../ 2021

DATE: .../.../ 2021