

INTEGRATED REPORTS

2022



UNIKAI FOODS PJSC

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**Unikai Foods (P.J.S.C.)
and its subsidiary**

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022



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

Directors' Report

Dear Shareholders,

On behalf of the Board of Directors,

It gives me great pleasure to share with you an update on the Company's performance for the year 2022. The Company continues to deliver profitable results this year as well. In 2022, we once again demonstrated resilience as we navigated through high input cost inflation. The decision of price rationalization responsibly, but early, in the wake of record high input cost inflation proved to be strategically correct. It enabled the Company both to protect its performance and continue to reinvest in the long-term drivers of growth.

Here are some key highlights of the financial performance of the company.

KEY FINANCIAL HIGHLIGHTS

	<i>AED'Millions</i>	
	2022	2021
Revenue	303.8	250.1
Gross margin	92.2	85.9
Net profit	7.1	10.6
Retained Earnings/ Accumulated losses	566	(4,939)

We delivered an organic growth of 21.4% on our revenue. Significant cost increase in the key raw materials and packaging materials have resulted in low gross margin % this year compared to last year, which was partly negated through price rationalization. We were able to deliver net profit of AED 7.1 million for the financial year 2022. We have positive retained earnings of AED 0.6 million vs accumulated losses of AED 4.9 million, balances carried over from past 4 years.

The Board continues to engage with stakeholders both inside and outside the business. Governance and risk management have also been important areas of focus for the Board over the last few years. We have continued to broaden and deepen our approach to managing safety and compliance risk. We have a continuous focus on costs and are constantly striving to make Unikai more competitive and more efficient.



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

The priority in 2023 will be to drive organic top-line growth, while continuing to invest competitively. The sharpening of the strategy and our model will certainly stand the business in very good stead and generate further sustainable long-term values for all our stakeholders.

We remain grateful to the UAE government for their visionary leadership, their continuous efforts and commitment to make UAE one of the safest, diversified, and competitive nation in the world. I thank all the fellow board members and the management for their dedicated contribution towards our success. Our biggest strength remains the dedication and professionalism of our employees, our investors, our consumers, and business partners who make up Unikai's extended family across the value chain. To all of them, I offer my sincere appreciation for their hard work and commitment over a year characterized by many challenges but also a lot of progress. Finally, I want to thank and acknowledge our shareholders for their continued support of our business. We are working hard to repay that support and are fully focused on delivering long-term value for shareholders.

Warm Regards

Mana Mohamed Saeed Al Mulla
Chairman of the Board

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNIKAI FOODS (P.J.S.C)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Unikai Foods (P.J.S.C.) (the “Company”) and its subsidiary (the “Group”), which comprise the consolidated statement of financial position as at 31 December 2022, and the consolidated statement of income, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended 31 December 2022, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2022, and its consolidated financial performance and its consolidated 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 Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with *the International Code of Ethics for Professional Accountants (including International Independence Standards)* (the “IESBA Code”) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the United Arab Emirates, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of the audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNIKAI FOODS (P.J.S.C) (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Key audit matters (continued)

Key audit matter	How our audit addressed the key audit matter
Revenue recognition	
<p>Revenue is an important determinant of the Group's performance and profitability, based on which the incentives are determined for the Group's management.</p> <p>This gives rise to the inherent risk whereby revenue could be recognised before the control of the underlying goods have been transferred to customer.</p> <p>Given its magnitude and the underlying inherent risk, we consider revenue recognition to be a key audit matter.</p> <p>Refer Note 2.4 for the revenue recognition policy and Note 4 for the disclosures on revenue recognised during the year ended 31 December 2022.</p>	<p>We performed the following procedures in relation to revenue recognition:</p> <ul style="list-style-type: none"> - Read the Group's revenue recognition accounting policy and assessed whether it is in accordance with the requirements of IFRSs. - Understood the Group's processes and underlying controls to recognise revenue, and tested the design and operating effectiveness of controls on a sample basis. - Performed analytical procedures, including gross margin analysis, to assess and examine the movements thereof on revenue and gross margins. - On a sample basis, tested whether the revenue recognised were recorded in the correct period by verifying the underlying contracts, invoices, bill of lading, delivery notes, bank statements and other supporting documents, and assessed whether the revenue recognised was in accordance with the terms agreed and duly approved. - On a sample basis, tested whether the underlying calculation for rebates and discounts given to customers are in accordance with the contractual arrangements and duly approved. - On a sample basis, circulated confirmation of balance to customers, and performed alternative procedures for the unconfirmed balances, if any, with the underlying documents such as invoices, bill of lading, delivery notes and bank statements. - On a sample basis, examined the Group management's assessment of recoverability of the trade receivables (Note 12). - We assessed the disclosures made in the consolidated financial statements is in accordance with the requirements of IFRSs.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNIKAI FOODS (P.J.S.C) (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Other information

Other information consists of the information included in the Directors' report, other than the consolidated financial statements and our auditor's report thereon. Management is responsible for the other information.

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

Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and in compliance with the applicable provisions of the Company's Articles of Association and the UAE Federal Decree Law No. (32) of 2021, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Board of Directors are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 are 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 consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNIKAI FOODS (P.J.S.C) (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

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

- Identify and assess the risks of material misstatement of the consolidated 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 Group'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 Group'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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with Board of Directors 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.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNIKAI FOODS (P.J.S.C) (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

We also provide Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with Board of Directors, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Further, as required by the UAE Federal Law No. (32) of 2021, we report that for the year ended 31 December 2022:

- i) the Company has maintained proper books of account;
- ii) we have obtained all the information we considered necessary for the purposes of our audit;
- iii) the consolidated financial statements have been prepared and comply, in all material respects, with the applicable provisions of the Company's Articles of Association and the UAE Federal Decree Law No. (32) of 2021;
- iv) the financial information included in the Directors' report is consistent with the books of account of the Company;
- v) investments in shares and stocks during the year ended 31 December 2022, if any, are disclosed in note 13 to the consolidated financial statements;
- vi) note 22 reflects material related party transactions and the terms under which they were conducted;
- vii) based on the information that has been made available to us and the disclosures in note 1, nothing has come to our attention which causes us to believe that the Company has contravened during the year ended 31 December 2022, any of the applicable provisions of the UAE Federal Decree Law No. (32) of 2021 or of its Articles of Association which would have a material impact on its activities or its consolidated financial position as at 31 December 2022; and

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
UNIKAI FOODS (P.J.S.C) (continued)**

Report on Other Legal and Regulatory Requirements (continued)

viii) note 6 reflects the social contributions made during the year ended 31 December 2022.

For Ernst & Young



Signed by:
Ashraf Abu Sharkh
Partner
Registration No: 690

20 March 2023

Dubai, United Arab Emirates

Unikai Foods (P.J.S.C.) and its subsidiary

CONSOLIDATED STATEMENT OF INCOME
For the year ended 31 December 2022

	<i>Notes</i>	2022 AED'000	2021 AED'000
Revenue	4	303,771	250,098
Cost of sales	5	(211,621)	(164,148)
GROSS PROFIT		92,150	85,950
Administrative, selling and distribution expenses	6	(80,781)	(73,294)
Writeback of operating accruals		-	1,393
Impairment loss on trade and other receivables	12	(4,498)	(521)
Operating profit for the year		6,871	13,528
Finance costs, net	19	(8,470)	(7,577)
Gain on fair valuation of investment properties	9	2,567	3,291
Gain on fair valuation of investment through profit or loss	13	2,703	158
Other income	7	3,708	2,121
PROFIT FOR THE YEAR BEFORE TAX		7,379	11,521
Tax expense	21	(262)	(901)
PROFIT FOR THE YEAR		7,117	10,620
Profit attributable to:			
Owners of the Group		7,117	10,620
Earnings per share			
Earnings per share-basic (AED)	24	0.22	0.33

The attached notes 1 to 29 form part of these consolidated financial statements.

Unikai Foods (P.J.S.C.) and its subsidiary

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2022

	Notes	2022 AED'000	2021 AED'000
PROFIT FOR THE YEAR		7,117	10,620
Other comprehensive income:			
<i>Other comprehensive income that may be reclassified to profit or loss in subsequent periods</i>			
Revaluation of right-of-use asset reclassified to investment properties	10	-	458
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		7,117	11,078
Total comprehensive income attributable to:			
Owners of the Group		7,117	11,078

The attached notes 1 to 29 form part of these consolidated financial statements.

Unikai Foods (P.J.S.C.) and its subsidiary

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2022

	Notes	2022 AED'000	2021 AED'000
ASSETS			
Non-current assets			
Property, plant and equipment	8	33,816	33,491
Investment properties	9	42,313	39,746
Right-of-use assets	10	31,894	34,924
Deferred tax asset	21	1,212	1,094
		<u>109,235</u>	<u>109,255</u>
Current assets			
Inventories	11	37,560	27,750
Trade and other receivables	12	53,414	51,795
Investments at fair value through profit or loss	13	18,634	15,931
Bank balances and cash	14	13,286	11,359
		<u>122,894</u>	<u>106,835</u>
TOTAL ASSETS		<u><u>232,129</u></u>	<u><u>216,090</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital	15	32,368	32,368
Statutory reserve	16	3,870	3,158
Revaluation surplus	17	6,646	6,646
Retained earnings/ (accumulated losses)		566	(4,939)
Total equity		<u>43,450</u>	<u>37,233</u>
Non-current liabilities			
Borrowings	19	-	15,990
Lease liabilities	10	25,246	26,386
Employees' end of service benefits	18	7,777	6,892
		<u>33,023</u>	<u>49,268</u>
Current liabilities			
Trade and other payables	20	55,857	56,688
Borrowings	19	85,607	58,251
Lease liabilities	10	13,812	13,995
Provision for income tax	21	380	655
		<u>155,656</u>	<u>129,589</u>
Total liabilities		<u>188,679</u>	<u>178,857</u>
TOTAL EQUITY AND LIABILITIES		<u><u>232,129</u></u>	<u><u>216,090</u></u>

20 MAR 2023



Director



Director

The attached notes 1 to 29 form part of these consolidated financial statements.

Unikai Foods (P.J.S.C.) and its subsidiary

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2022

	<i>Share capital AED'000</i>	<i>Statutory reserve AED'000</i>	<i>Revaluation surplus AED'000</i>	<i>Retained earnings AED'000</i>	<i>Total AED'000</i>
Balance as at 1 January 2022	32,368	3,158	6,646	(4,939)	37,233
Profit for the year	-	-	-	7,117	7,117
Directors' remuneration (note 15)	-	-	-	(900)	(900)
Total comprehensive income for the year	-	-	-	6,217	6,217
Transfer to statutory reserve	-	712	-	(712)	-
Balance as at 31 December 2022	32,368	3,870	6,646	566	43,450

	<i>Share capital AED'000</i>	<i>Statutory reserve AED'000</i>	<i>Revaluation surplus AED'000</i>	<i>Accumulated losses AED'000</i>	<i>Total AED'000</i>
Balance as at 1 January 2021	32,368	3,158	6,188	(15,559)	26,155
Profit for the year	-	-	-	10,620	10,620
Other comprehensive income	-	-	458	-	458
Total comprehensive income for the year	-	-	458	10,620	11,078
Balance as at 31 December 2021	32,368	3,158	6,646	(4,939)	37,233

The attached notes 1 to 29 form part of these consolidated financial statements.

Unikai Foods (P.J.S.C.) and its subsidiary

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2022

	<i>Notes</i>	2022 AED'000	2021 AED'000
OPERATING ACTIVITIES			
Profit for the year before tax		7,379	11,521
Adjustments for:			
Depreciation	8	5,000	4,883
Amortisation of right-of-use assets	10	10,033	9,390
Provision for expected credit losses on trade and other receivables	12	4,498	521
Dividend income	7	(242)	(454)
Gain on fair value of investment properties	9	(2,567)	(3,291)
Gain on fair valuation of investments	13	(2,703)	(158)
Gain on disposal of property, plant and equipment		(51)	(22)
Finance costs, net	19	8,470	7,577
Provision for employees' end of service benefits	18	1,675	1,086
(Reversals)/Provision for slow moving inventories	11	(47)	117
Retirement of leases		-	(2)
		31,445	31,168
Working capital changes:			
Inventories		(9,763)	(700)
Trade and other receivables		(6,117)	(9,629)
Due from a related party		-	268
Trade and other payables*		(831)	9,867
Due to related parties		-	(531)
Net cash flows generated from operations		14,734	30,443
Employees' end of service benefits paid	18	(790)	(1,168)
Directors' remuneration paid		(900)	-
Tax paid	21	(655)	(124)
Net cash flows generated from operating activities		12,389	29,151
INVESTING ACTIVITIES			
Addition to property, plant and equipment	8	(5,354)	(3,697)
(Placement)/Withdrawal of fixed deposits		(1,531)	274
Proceeds from disposal of property, plant and equipment		80	65
Dividend received		242	454
Net cash flows used in investing activities		(6,563)	(2,904)
FINANCING ACTIVITIES			
Borrowings made during the year		34,640	7,270
Borrowings re-paid during the year		(24,207)	(18,683)
Finance costs paid		(6,344)	(5,466)
Lease liabilities paid	10	(10,452)	(11,792)
Net cash flows used in financing activities		(6,363)	(28,671)
NET DECREASE IN CASH AND CASH EQUIVALENTS		(537)	(2,424)
Cash and cash equivalents at 1 January		(6,767)	(4,343)
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	14	(7,304)	(6,767)

*Includes non-cash transaction relating to write back of operating accruals amounting to AED 1,393 thousand during the previous year ended 31 December 2021.

The attached notes 1 to 29 form part of these consolidated financial statements.

1 ACTIVITIES

Unikai Foods (P.J.S.C.) (the “Company”) is a Public Shareholding Company, incorporated on 11 April 1977 by a Decree issued by His Highness, The Ruler of Dubai. The Company’s equity securities are listed on Dubai Financial Market.

The Company beneficially holds 100% of the equity of Unikai and Company LLC (the “Subsidiary”), registered as a limited liability company in the Sultanate of Oman under Commercial Register No. 3/74.

The Company together with the Subsidiary is referred to as the “Group”.

The Group is engaged in the manufacturing of dairy, juice and ice cream products and import of various kinds of food products for distribution throughout the Gulf and other countries. The registered address of the Company is P.O. Box 6424, Dubai, UAE.

During the year ended 31 December 2022, the Group had been subject to inspection by the Securities and Commodities Authority (SCA) whereby there were certain instances of non-compliances with the provisions of the Authority’s Chairman of the Board of Directors’ Decision No. (3/R.M) of 2020 issued by the SCA and consequential provisions of UAE Federal Decree Law No. (32) of 2021 were identified. The Group’s management has assessed and concluded that there are no contraventions (including financial implications, if any) of the SCA Regulations, applicable provisions of the UAE Federal Decree Law No. (32) of 2021 and the Company’s Articles of Association which would have a material impact on the Group’s activities or its consolidated financial position as at 31 December 2022. Further, the instances of such non-compliances were remediated by the Group’s management as of the date of authorisation of the consolidated financial statements.

The consolidated financial statements have been approved by the Board of Directors on 20 March 2023.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB), and the articles of association of the Company and the applicable provisions of UAE Federal Decree Law No. (32) of 2021.

The consolidated financial statements have been prepared on a historical cost basis, except for investment properties and investment at fair value through profit or loss that have been measured at fair value.

The consolidated financial statements are presented in Arab Emirates Dirham (“AED”), which is the Company’s functional currency, and all the values are rounded to the nearest thousand (AED ‘000), except when otherwise indicated.

2.2 BASIS OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Company and its subsidiary as at 31 December 2022. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 BASIS OF CONSOLIDATION (continued)

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of OCI are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the preparation of the Group's consolidated financial statements for the year ended 31 December 2021, except as follows:

New and amended standards and interpretations

The Group applied for the first time, certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2022 (unless otherwise stated).

- Onerous Contracts – Costs of Fulfilling a Contract – Amendments to IAS 37
- Reference to the Conceptual Framework – Amendments to IFRS 3
- Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16 Leases
- IFRS 1 First-time Adoption of International Financial Reporting Standards – Subsidiary as a first-time adopter
- IFRS 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities
- IAS 41 Agriculture – Taxation in fair value measurements

The above amendments did not have any material impact on the Group's consolidated financial statements for the year ended 31 December 2022.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

- IFRS 17 Insurance contracts (effective for reporting periods beginning on or after 1 January 2023)
- Amendments to IAS 1: Classification of Liabilities as Current or Non-current (effective annual reporting periods beginning on or after 1 January 2023)
- Definition of Accounting Estimates – Amendments to IAS 8 (effective for annual reporting periods beginning on or after 1 January 2023).
- Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2 (effective for annual reporting periods beginning on or after 1 January 2023).
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to IAS 12

The amendments are not expected to have a material impact on the consolidated financial statements of the Group.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES

Revenue

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. Revenue is based on price agreed with the customers and are net of discounts and taxes.

The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration, existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any).

➤ Variable consideration

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Some contracts for the sale of goods provide customers with a right of return of the goods within a specified period. The Group also provides retrospective volume rebates to certain customers once the quantity of goods purchased during the period exceeds the threshold specified in the contract. The rights of return and volume rebates give rise to variable consideration.

• Rights of return

Certain contracts provide a customer with a right to return the goods within a specified period. The Group uses the expected value method to estimate the variable consideration given the large number of contracts that have similar characteristics. The Group then applies the requirements on constraining estimates of variable consideration in order to determine the amount of variable consideration that can be included in the transaction price and recognised as revenue. A refund liability is recognised for the goods that are expected to be returned (i.e., the amount not included in the transaction price). A right of return asset (and corresponding adjustment to cost of sales) is also recognised for the right to recover the goods from the customer.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Revenue from contracts with customers (continued)

Sale of goods (continued)

- Volume rebates

Rebates are offset against amounts payable by the customer. The Group applies either the most likely amount method or the expected value method to estimate the variable consideration in the contract. The selected method that best predicts the amount of variable consideration is primarily driven by the number of volume thresholds contained in the contract. The most likely amount is used for those contracts with a single volume threshold, while the expected value method is used for those with more than one volume threshold. The Group then applies the requirements on constraining estimates of variable consideration in order to determine the amount of variable consideration that can be included in the transaction price and recognised as revenue. A refund liability is recognised for the expected future rebates.

Rental income

The Group earns revenue acting as a lessor in operating leases. Rental income arising from operating leases on investment property is accounted for on a straight-line basis over the lease term and is included in revenue in the consolidated statement of income due to its operating nature, except for contingent rental income which is recognised when it arises. Initial direct costs incurred in negotiating and arranging an operating lease are recognised as an expense over the lease term on the same basis as the lease income.

Tenant lease incentives are recognised as a reduction of rental revenue on a straight-line basis over the term of the lease. The lease term is the non-cancellable period of the lease together with any further term for which the tenant has the option to continue the lease, where, at the inception of the lease, the Group is reasonably certain that the tenant will exercise that option.

Amounts received from tenants to terminate leases or to compensate for dilapidations are recognised in the consolidated statement of income when the right to receive them arises.

Dividend income

Dividend income is accounted when the Group's right to receive dividend is established.

Contract balances

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional is due from the customer (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section *Financial instrument – initial recognition and subsequent measurement*.

Contract assets

A contract asset is the right to consideration in exchange for services transferred to the customer. If the Group performs by transferring services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs the obligation under the contract.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Foreign currencies

The Group's consolidated financial statements are presented in AED, which is also the Company's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation, the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

(i) Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss. Tax charges and credits attributable to exchange differences on those monetary items are recognised in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the de-recognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

(ii) Group company

On consolidation, the assets and liabilities of foreign operation is translated into AED at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is reclassified to profit or loss.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

Property, plant and equipment

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the consolidated statement of income as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Depreciation is calculated on a straight-line basis over the estimated useful lives of all property, plant and equipment as follows:

Buildings and improvements	30 years
Plant and equipment	10 – 20 years
Transportation and distribution equipment	3 - 6 years
Furniture, fixtures and office equipment	7 years

Land is not depreciated.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Property, plant and equipment (continued)

Capital work-in-progress is stated at cost. When commissioned, capital work in progress is transferred to property, plant and equipment and depreciated in accordance with its estimated useful life.

An item of property and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of income when the asset is derecognised.

The residual values, useful lives and method of depreciation of property and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

A revaluation surplus is recorded in OCI and credited to the asset revaluation surplus in equity. However, to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, the increase is recognised in profit and loss. A revaluation deficit is recognised in the consolidated statement of income, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation surplus.

Investment properties

Investment properties are properties that are held to earn rentals or for capital appreciation or both. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect. Fair values are determined based on an annual valuation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Investment properties are derecognised either when they have been disposed of (i.e., at the date the recipient obtains control) or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

Inventories

Inventories are measured at the lower of cost or net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Costs incurred in bringing each product to its present location and condition are accounted for, as follows:

Raw materials, packaging materials, trading stocks, consumable stocks and spare parts

The cost includes insurance, freight and other incidental charges incurred in acquiring the inventories and bringing them to their present location and condition. Cost is determined on a weighted average basis.

Finished goods and semi-finished goods

The cost of finished goods is arrived at on a weighted average cost basis and includes cost of direct materials and direct labor plus an appropriate share of production overheads based on normal operating capacity. Semi-finished goods are stated at cost of the materials and directly attributable overheads.

Goods in transit are recorded at cost when the rights and obligations relating to the goods are transferred to the Group.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Financial instruments – initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as those measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15. Refer to the accounting policies under 'Revenue from contracts with customers'.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments);
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments);
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit or loss.

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in the consolidated statement of income when the asset is derecognised, modified or impaired.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognised in the consolidated statement of income.

This category includes equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on equity investments are recognised as other income in the consolidated statement of income when the right of payment has been established.

The Group does not hold any financial assets carried at fair value through other comprehensive income.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Financial instruments – initial recognition and subsequent measurement (continued)

i) *Financial assets (continued)*

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the asset is recognized to the extent of the Group's continuing involvement in the asset. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Group generally applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Financial instruments – initial recognition and subsequent measurement (continued)

ii) *Financial liabilities*

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss; and
- Financial liabilities at amortised cost (loans and borrowings)

There are no financial liabilities carried at fair value through profit or loss.

Financial liabilities at amortised cost (loans and borrowings)

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of income.

Derecognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statement of income.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Fair value of financial instruments

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Fair value of financial instruments (continued)

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in the consolidated statement of income in expense categories consistent with the function of the impaired asset, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of income unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) where, as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the consolidated statement of income net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as finance costs.

Cash and cash equivalents

Cash in the consolidated statement of financial position comprise cash at banks and on hand, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

Employees' end of service benefits

The Group provides end of service benefits to their employees in accordance with laws and regulations of the respective country in which the Group operates. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service period. The expected costs of these benefits are accrued over the period of employment.

Contribution to social security / insurance and such other contributions are recorded as an expense in the consolidated statement of income when incurred.

Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the consolidated statement of income. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future. Distributable retained earnings for subsidiary are also not considered for assessment of deferred tax liabilities.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Taxes (continued)

Deferred tax (continued)

Deferred tax assets are recognised for all deductible temporary differences. No deferred tax assets are recognised for the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Value-added Tax (VAT)

Expenses, and assets are recognised net of the amount of VAT, except:

- When the VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the VAT is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable; and/or
- When receivables and payables are stated with the amount of VAT included.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the consolidated statement of financial position.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a Lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Leases (continued)

Group as a Lessee (continued)

(i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

(ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in- substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Refer to policy on rental income for details.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Earnings per share

The Group presents basic earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held (if any).

Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at nominal amounts and, as applicable, released to profit or loss over the expected useful life of the asset, based on the pattern of consumption of the benefits of the underlying asset by equal annual instalments.

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND DISCLOSURES (continued)

Contingencies

Contingent liabilities are not recognised in the consolidated financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is not recognised in the consolidated financial statements but disclosed when an inflow of economic benefits is probable.

Current versus non-current classification

The Group presents assets and liabilities in the consolidated statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the consolidated financial statements:

Determining the lease term of contracts with renewal and termination options – Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Judgements (continued)

Property lease classification – Group as lessor

The Group has entered into commercial property leases on a portion of its property, classified as investment properties as does meet the criteria for investment property per IAS 40. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term constituting a major part of the economic life of the commercial property and the present value of the minimum lease payments amounting to substantially all of the fair value of the commercial property, that it does not retain substantially all the risks and rewards incidental to ownership of these properties and accounts for the contract as investment properties.

Going concern

The consolidated financial statements of the Group have been prepared on a going concern basis. The Group's management and the Board of Directors have made an assessment of the Group's ability to continue as a going concern based on the following factors:

- a) The Group has positive equity of AED 43,450 thousand as at year end which is improving year on year.
- b) The Group has bank balances and cash of AED 13,286 thousand as at year end which is reasonable to manage day-to-day operations.
- c) The Group has forecasted positive operating cash flows with expected growth in revenue and profits for the year 2023.
- d) The management has undertaken a detailed review of costs during 2022 with a view to reducing the cost of sales, operational and administrative costs to improve the financial performance of the Group.
- e) The Banks have extended their existing facilities and are also providing additional facilities for 2023. The Group has sufficient credit facilities available from banks to meet monthly cash flow requirements.

Further, management and the Board of Directors are not aware of any other material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the consolidated financial statements continue to be prepared on the going concern basis.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Provision for expected credit losses of trade receivables

The Group uses a provision matrix to calculate ECLs for trade receivables. 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 Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions are expected to deteriorate over the next year which can lead to an increased number of defaults in the construction and real estate sectors, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Estimates and assumptions (continued)

Provision for expected credit losses of trade receivables (continued)

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 Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in note 26.

Impairment of inventories

Inventories are held at the lower of cost and net realisable value. When inventories become old or obsolete, an estimate is made of their net realisable value. For individually significant amounts this estimation is performed on an individual basis. Amounts which are not individually significant, but which are old or obsolete, are assessed collectively and a provision applied according to the inventory type and the degree of ageing or obsolescence, based on historical selling prices.

At the consolidated statement of financial position date, gross inventories at net realisable value were AED 38,915 thousand (2021: AED 29,152 thousand), and the provision for old and obsolete inventories was AED 1,355 thousand (2021: AED 1,402 thousand). Any difference between the amounts actually realised in future periods and the amounts expected will be recognised in the consolidated statement of income.

Useful lives of property and equipment

The Group's management determines the estimated useful lives of its property and equipment for calculating depreciation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Leases - Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the consolidated statement of financial position cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate and relevant valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions relating to these factors could affect the reported fair value of financial instruments.

Determining method to estimate variable consideration and assessing the constraint

Certain contracts for the sale of goods include a right of return and volume rebates that give rise to variable consideration. In estimating the variable consideration, the Group is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled.

The Group determined that the expected value method is the appropriate method to use in estimating the variable consideration for the sale of goods with rights of return, given the large number of customer contracts that have similar characteristics. In estimating the variable consideration for the sale of goods with volume rebates, the Group determined that using a combination of the most likely amount method and expected value method is appropriate. The selected method that better predicts the amount of variable consideration was primarily driven by the number of volume thresholds contained in the contract. The most likely amount method is used for those contracts with a single volume threshold, while the expected value method is used for contracts with more than one volume threshold.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)*Estimates and assumptions (continued)**Determining method to estimate variable consideration and assessing the constraint (continued)*

Before including any amount of variable consideration in the transaction price, the Group considers whether the amount of variable consideration is constrained. The Group determined that the estimates of variable consideration are not constrained based on its historical experience, business forecast and the current economic conditions. In addition, the uncertainty on the variable consideration will be resolved within a short time frame.

Fair valuation of investment properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in the consolidated statement of income. For investment properties, an appropriate and relevant valuation methodology was used. The Group engaged an independent valuation specialist to assess fair values as at 31 December 2022. The key assumptions used to determine the fair value of the properties are provided in note 9.

4 REVENUE

Set out below is the disaggregation of the Group's revenue:

	2022 AED'000	2021 AED'000
<i>Type of revenue</i>		
Sale of goods - gross	358,588	309,269
Less: Rebates and discounts	(54,817)	(59,171)
	303,771	250,098
<i>Geographical market</i>		
United Arab Emirates	162,685	127,267
Oman	126,417	111,251
Others	14,669	11,580
	303,771	250,098
<i>Timing of revenue recognition</i>		
At a point in time	303,771	250,098
<i>Contract balances</i>		
Trade receivables, net (Note 12)	46,739	42,536
	793	2,753

Performance obligations

Information about the Group's performance obligations are summarised below:

Sale of goods

The performance obligation is satisfied upon delivery of goods and payment is generally due within 30 to 120 days from delivery.

There are no transactions price allocated to unsatisfied performance obligations as of the reporting date except for advances received from customers and these advances have been disclosed as contract liabilities in the consolidated statement of financial position (note 20).

Revenue recognised during the year include amounts included in contract liabilities at the beginning of the year amounting to AED Nil (2021: AED 44 thousand).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

5 COST OF SALES

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Manufacturing:		
Raw material, packing materials and stores and spares	152,384	111,787
Staff costs	8,581	8,009
Utilities	7,170	6,525
Depreciation (note 8)	2,241	2,272
Other direct costs	6,979	5,519
	<u>177,355</u>	<u>134,112</u>
Changes in inventories of semi-finished and finished goods	(222)	1,181
(A)	<u>177,133</u>	<u>135,293</u>
Trading:		
Inventories, beginning of the year	2,677	3,580
Purchases (including direct expenses)	36,400	27,952
Inventories, end of the year (refer to note 11)	(4,589)	(2,677)
(B)	<u>34,488</u>	<u>28,855</u>
(A) + (B)	<u><u>211,621</u></u>	<u><u>164,148</u></u>

6 ADMINISTRATIVE, SELLING AND DISTRIBUTION EXPENSES

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Staff salaries and benefits	40,975	38,064
Commercial vehicle expenses	11,810	8,584
Amortisation on right-of-use assets (note 10)	10,033	9,390
Utilities	4,153	3,916
Hired labor cost	3,146	2,651
Legal and professional expenses	1,633	1,388
Depreciation (note 8)	2,759	2,611
Advertisement and other selling expenses	190	212
Other expenses*	6,082	6,478
	<u>80,781</u>	<u>73,294</u>

*Other expenses mainly include housekeeping charges, telephone charges, general repair and maintenance.

The Company has not made any social contributions during the year ended 31 December 2022 and 31 December 2021.

7 OTHER INCOME

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Rental income (note 9)	2,886	1,268
Sale of scrap	461	270
Dividend income	242	454
Net exchange gain	68	108
Miscellaneous income	51	21
	<u>3,708</u>	<u>2,121</u>

The rental income is earned from the lease of investment properties (note 9) to third parties.

Unikai Foods (P.J.S.C.) and its subsidiary

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

8 PROPERTY, PLANT AND EQUIPMENT

	<i>Land & buildings AED'000</i>	<i>Plant & equipment AED'000</i>	<i>Transportation & distribution equipment AED'000</i>	<i>Furniture fixtures & equipment AED'000</i>	<i>Capital work in progress AED'000</i>	<i>Total AED'000</i>
Cost:						
At 1 January 2021	38,032	84,220	21,635	10,072	5,555	159,514
Additions	71	1,941	1,184	301	200	3,697
Transfer from capital work in progress	-	660	-	290	(950)	-
Transfer to investment property	(649)	-	-	-	-	(649)
Disposals	-	(745)	(693)	(104)	-	(1,542)
At 31 December 2021	37,454	86,076	22,126	10,559	4,805	161,020
Additions	151	1,598	2,290	256	1,059	5,354
Transfer from capital work in progress	-	-	-	226	(226)	-
Disposals	-	(74)	(687)	(23)	-	(784)
At 31 December 2022	37,605	87,600	23,729	11,018	5,638	165,590
Depreciation and Impairment:						
At 1 January 2021	34,105	65,556	15,832	9,301	-	124,794
Charge for the year	279	2,325	1,617	662	-	4,883
Relating to transfer to investment property	(649)	-	-	-	-	(649)
Disposals	-	(721)	(678)	(100)	-	(1,499)
At 31 December 2021	33,735	67,160	16,771	9,863	-	127,529
Charge for the year	283	2,454	1,860	403	-	5,000
Disposals	-	(74)	(659)	(22)	-	(755)
At 31 December 2022	34,018	69,540	17,972	10,244	-	131,774
Net carrying amounts						
At 31 December 2022	3,587	18,060	5,757	774	5,638	33,816
At 31 December 2021	3,719	18,916	5,355	696	4,805	33,491

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

8 PROPERTY, PLANT AND EQUIPMENT (continued)

- (1) Depreciation charge for the year has been allocated to consolidated statement of income as follows:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Cost of sales (note 5)	2,241	2,272
Administrative, selling and distribution expenses (note 6)	2,759	2,611
	5,000	4,883

- (2) The Government of Dubai has granted land to the Group to construct manufacturing facilities. This land was recorded at a nominal value.
- (3) Buildings include certain buildings constructed on land leased to the Group. The lease is renewable every year and management believe that the lease would be available to the Group on an on-going basis in the foreseeable future.
- (4) Capital work-in-progress represents costs incurred towards construction of warehouses and cooling system for the plant.
- (5) The Group continues to use fully depreciated property, plant and equipment having cost of AED 106,338 thousand (2021: AED 104,739 thousand).
- (6) During the previous year, the Group has reallocated the use of one of its building in order to generate rent. The building which is fully depreciated has been reclassified to investment properties.

9 INVESTMENT PROPERTIES

Investment properties comprise labor accommodation, warehouse and a right-of-use of land that are leased to third parties under operating lease arrangement.

	<i>Warehouse and right-of-use asset AED' 000</i>	<i>Labor accommodation AED' 000</i>	<i>Total AED' 000</i>
Balance as at 1 January 2021	13,848	20,218	34,066
Reclassified from right-of-use assets (note 10)	2,389	-	2,389
Gain / (loss) on fair valuation of investment properties	5,216	(1,925)	3,291
Balance as at 31 December 2021	21,453	18,293	39,746
Gain on fair valuation of investment properties	1,494	1,073	2,567
Balance as at 31 December 2022	22,947	19,366	42,313

All of the Group's investment properties are located in the UAE.

During the previous year, the Group has transferred a portion of right-of-use assets and a warehouse to investment property resulting from change in use of that assets to be sub-leased for a period of 10 years. On transfer, the portion of right of-use assets was fair valued and the fair value gain of AED 458 thousand was recognised in other comprehensive income.

9 INVESTMENT PROPERTIES (continued)***Measurement of fair value******Fair value hierarchy***

The fair value of investment properties was determined by an external, independent property valuer as at 31 December, having appropriate recognised professional qualifications and recent experience in the location and category of property being valued.

The information about the fair value hierarchy as at 31 December is mentioned in note 27.

The property rental income earned by the Group from its investment property, which is leased under operating leases on an annual basis and the direct operating expenses incurred are as follows:

	2022 AED'000	2021 AED'000
Rental income derived from investment properties (note 7)	2,886	1,268
Direct costs of managing and operating investment properties	394	394

Valuation technique and significant unobservable inputs

Income capitalization method approach was used to determine the fair value of labor accommodation, warehouse and right of use asset. This valuation model considers the net rental value which is capitalized using the yields after taking into account the void periods, expected maintenance costs and subletting fee.

Significant unobservable inputs used in the model include:

- Permanent void 10% for labour accommodation and 5% for warehouse building and right-of-use
- Expected maintenance costs 8% for labour accommodation and 5% for warehouse building and right-of-use
- Capitalization rates 9 % - 11%

In use of this valuation, the valuer and the management has also analysed the market evidence of similar properties available for lease in the subject area to arrive at fair value.

10 LEASES

The Group has lease contracts for various items of land, buildings and motor vehicles used in its operations.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

	2022 AED'000	2021 AED'000
At 1 January	34,924	42,174
Additions during the year	7,003	4,185
Less: amortisation for the year (note 6)	(10,033)	(9,390)
Less: retirements during the year	-	(114)
Less: reclassified to investment properties (note 9)	-	(1,931)
At the end of the year	31,894	34,924

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

10 LEASES (continued)

Set out below are the carrying amounts of lease liabilities recognised and the movements during the year:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
At 1 January	40,381	45,994
Additions during the year	7,003	4,185
Add: interest on lease liabilities (note 19)	2,126	2,110
Less: payments during the year	(10,452)	(11,792)
Less: retirements during the year	-	(116)
At 31 December	39,058	40,381

Disclosed in the consolidated financial statements at 31 December as follows:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Current	13,812	13,995
Non-current	25,246	26,386
At 31 December	39,058	40,381

The following are the amounts recognised in consolidated statement of income:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Amortisation on right-of-use assets (note 6)	10,033	9,390
Interest on lease liabilities (note 19)	2,126	2,110

11 INVENTORIES

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Raw materials and packing materials	16,022	12,108
Finished goods	6,288	6,148
Trading goods (note 5)	4,589	2,677
Semi-finished goods	609	615
Consumables stores and spare parts	6,570	6,212
	34,078	27,760
Less: Provision for slow-moving inventories	(1,355)	(1,402)
	32,723	26,358
Goods-in-transit	4,837	1,392
	37,560	27,750

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

11 INVENTORIES (continued)

A reconciliation of the movements in provision for slow moving inventories is as follows:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
At 1 January	1,402	1,285
(Reversals)/Provision made during the year (included as part of cost of sales)	(47)	117
At 31 December	1,355	1,402

12 TRADE AND OTHER RECEIVABLES

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Trade receivables	73,657	66,078
Less: Provision for expected credit losses on trade receivables	(26,918)	(23,542)
	46,739	42,536
Prepayments	2,835	3,040
Advances to suppliers	525	3,317
Other receivables (note 22)	4,130	2,902
Less: Provision for expected credit losses on other receivables	(815)	-
	53,414	51,795

The average credit period for trade receivables is 30-120 days. No interest is charged on trade receivables. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the customer and adjusted for factors that are specific to the customers, general economic conditions of the industry in which the customers operate and an assessment of both the current as well as the forecast direction of the economic conditions at the reporting date.

Movements in provision for expected credit losses on trade and other receivables for the year were as follows:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Balance as at 1 January	23,542	23,021
Provision made during the year	4,498	521
Amount written off during the year	(307)	-
Balance as at 31 December	27,733	23,542

The information about the credit risk exposures and related expected credit losses are disclosed in Note 26.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

13 INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2022 AED'000	2021 AED'000
Balance at 1 January	15,931	15,773
<i>Included in consolidated statement of income:</i>		
Change in fair value	2,703	158
Balance at 31 December	18,634	15,931

Investments represents unquoted equity instruments of an entity operating in dairy and poultry industry. The fair value of investments at fair value through profit or loss was determined by management using EBITDA multiples based on a market comparable approach. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in valuation techniques. Refer to note 27 for disclosure on fair value hierarchy of investments.

14 BANK BALANCES AND CASH

	2022 AED'000	2021 AED'000
Cash in hand	730	979
Bank balances and fixed deposits	12,556	10,380
	13,286	11,359
Bank overdrafts (Note 19)	(8,845)	(7,912)
Fixed deposits	(11,745)	(10,214)
Cash and cash equivalents	(7,304)	(6,767)

Fixed deposits of AED 11,745 thousand have an original maturity of one year (2021: AED 10,214 thousand, have an original maturity of one year) and carry interest at commercial rates.

15 SHARE CAPITAL

	2022 AED'000	2021 AED'000
<i>Authorised, issued and fully paid up</i>		
32,368 thousand ordinary shares of AED 1 each		
(31 December 2021: 32,368 thousand shares of AED 1 each)	32,368	32,368

Dividend declared

At the Annual General Meeting held on 28 April 2022, no dividend was approved for the year ended 31 December 2021. (At the Annual General Meeting held on 18 April 2021, no dividend was approved for the year ended 31 December 2020).

Directors' remuneration

At the Annual meeting held on 28 April 2022, directors' remuneration amounting to AED 900 thousand was approved for the year ended 31 December 2021.

At the Annual meeting held on 18 April 2021, no directors' remuneration was approved for the year ended 31 December 2020.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

16 STATUTORY RESERVE

Statutory reserve represents the reserve created in accordance with the laws of the country where the Group operates. The reserve is not available for distribution except in circumstances as stipulated by the respective law.

17 REVALUATION SURPLUS

The revaluation surplus included in equity is in respect of a labor accommodation building that was revalued at the time of transfer of the property to investment properties in an earlier year. During the prior year, a portion of the right-of-use assets has been reclassified to investment properties at fair value and gain on fair value of AED 458 thousand on the date of transfer has been routed through other comprehensive income as revaluation surplus (Refer note 10).

Movements in revaluation surplus in the consolidated statement of changes in equity are as follows:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
At 1 January	6,646	6,188
Gain on fair valuation of right-of-use asset on transfer to investment property (notes 9,10)	-	458
At 31 December	6,646	6,646

18 EMPLOYEES' END OF SERVICE BENEFITS

Movements in the provision recognised in the consolidated statement of financial position are as follows:

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
At 1 January	6,892	6,974
Provided during the year	1,675	1,086
Paid during the year	(790)	(1,168)
At 31 December	7,777	6,892

19 BORROWINGS

	<i>2022</i> <i>AED'000</i>	<i>2021</i> <i>AED'000</i>
Long term borrowings:		
Term loan	17,258	41,465
Less: short term portion of term loans	(17,258)	(25,475)
Long term portion of term loans	-	15,990
Short term borrowings:		
Trust receipts	59,504	24,864
Bank overdrafts (Note 14)	8,845	7,912
Current portion of term loans	17,258	25,475
	85,607	58,251

19 BORROWINGS (continued)

Trust receipts and bank overdrafts were obtained to finance the working capital requirements, and are short term in nature and carry interest at commercial rates.

During the year, the Group has obtained term loan facility from a commercial bank to part finance construction cost for warehouse in Ras Al Khaimah. The term loan carries interest of 4.5% per annum over 3 months EIBOR. The Group has availed AED 1,268 thousand as at year end of the total available limit of AED 7,000 thousand.

During the prior year, the Group converted the outstanding balance of invoice discounting of AED 25 million into a term loan repayable over 25 installments commenced in June 2021, as an initial 12 monthly installments of AED 750 thousand each, then 12 monthly installment of AED 1,250 thousand each and a final installment of AED 1,000 thousand. The loan carries interest of 4.5% per annum over 3 months EIBOR with a minimum 6% per annum.

Securities

- Assignment of all risk insurance policy (over the warehouse property)
- Pledge of moveable assets to be registered with Emirates Integrated Registries Company LLC (EIRC) via UAE Law Movables Security Agreement
- Assignment of all risk insurance policy (over the purchased equipment/machineries)
- Charge over all existing and future movable assets/stocks/inventories
- Assignment of insurance over stocks/inventories and movable assets
- Assignment of trade receivables
- Machineries financed by the Bank

Term loan is also subject to certain financial covenants including minimum tangible net worth of AED 38 million, current ratio of 1, Debt to EBITDA not to exceed 6:1, Total debt to Tangible net worth not to exceed 2.25:1 and Debt to Equity not to exceed 3:1 which are required to be met on an annual basis. As at 31 December, the Group has not complied with certain financial covenants and therefore, non-current portion of the loan balance amounting to AED1,268 thousand has been reclassified as current liability.

Finance costs, net incurred by the Group is as follows:

	2022 AED'000	2021 AED'000
Term loans	1,516	2,082
Trust receipts	3,200	2,063
Bank overdrafts	406	282
Interest on lease liabilities (note 10)	2,126	2,110
Bank charges	1,409	1,244
Interest received on fixed deposits	(187)	(204)
	8,470	7,577

20 TRADE AND OTHER PAYABLES

	2022 AED'000	2021 AED'000
Trade payables	46,337	44,640
Accruals and other payables (note 22)	8,227	8,959
Advances received	793	2,753
VAT payable, net	415	251
Dividend payable	85	85
	55,857	56,688

The average credit period for purchase of goods and services is 30-120 days. The Group has financial risk management policies in place as disclosed in Note 26 to ensure that all payables are paid within the credit time frame.

21 INCOME TAX

The Group is not subject to tax in the UAE. The provision for taxation is in respect of the Group's operations carried out by the subsidiary in the Sultanate of Oman ("Oman"). The Subsidiary is liable to income tax in accordance with the income tax laws of the Sultanate of Oman.

The major components of income tax expense for the years ended 31 December 2022 and 2021 are:

	2022 AED'000	2021 AED'000
<i>Current income tax</i>		
Current income tax charge	380	655
<i>Deferred income tax</i>		
Deferred tax	(118)	246
Tax expense / (credit)	262	901
<i>Reconciliation of deferred tax asset:</i>		
Balance at the beginning of the year	1,094	1,340
Tax expense/(credit) during the year	118	(246)
	1,212	1,094

The deferred tax asset comprises of the following temporary differences:

	2022 AED'000	2021 AED'000
Depreciation	384	413
Provisions	562	562
Leases	266	119
As at 31 December	1,212	1,094

For the purpose of determining the tax expense for the year, the accounting profit has been adjusted for tax purposes. Adjustments for tax purposes include items relating to both income and expense. The adjustments are based on the current understanding of the existing tax laws, regulations and practices.

Following is the reconciliation of tax expense and accounting profit:

	2022 AED'000	2021 AED'000
Accounting profit for the year	7,379	11,521
At the UAE statutory tax rate of 0%	-	-
At the Oman statutory tax rate of 15%, net of adjustments	380	655
Effective tax rate for income tax expense reported in consolidated statement of income	5.14 %	5.68%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

21 INCOME TAX (continued)

	2022 AED'000	2021 AED'000
Movements in the provision during the year		
Balance at the beginning of the year	655	124
Charge during the year	380	655
Payment during the year	(655)	(124)
	<u>380</u>	<u>655</u>

The Subsidiary's tax assessments have been completed by the tax authorities up to tax year 2017. The management believes that additional taxes, if any, that may become payable on the finalization of the assessments for open tax years would not be material to the Group's consolidated financial position as at 31 December 2022.

22 RELATED PARTY TRANSACTIONS AND BALANCES

Related parties represent major shareholders, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management in line with the approval of the Group's board of directors.

(a) Compensation to key management personnel

In addition to the Directors' remuneration disclosed in the consolidated statement of changes in equity, the remuneration of other key members during the year was as follows:

	2022 AED'000	2021 AED'000
Short term benefits	1,904	1,592
End of service benefits	145	104
	<u>2,049</u>	<u>1,696</u>

Short term benefits include bonus of AED 203 thousand for the year ended 31 December 2022 (31 December 2021: AED 113 thousand).

	2022 AED'000	2021 AED'000
(b) Other payables		
Key management personnel	<u>914</u>	<u>706</u>

Other payables to key management personnel are included in accruals and other payables under 'Trade and other payables' (Note 20).

	2022 AED'000	2021 AED'000
(c) Other receivables		
Due from shareholders	<u>542</u>	<u>-</u>

Other receivable from shareholders is included in other receivables under 'Trade and other receivables' (Note 12). As per regulations, the Group's management will obtain approvals by way of a special resolution for such transaction in the Annual General meeting.

Outstanding balances at the year-end arise in the normal course of business. For the year ended 31 December 2022, the Group has not recorded any impairment of amounts owed by the related parties (2021: AED Nil). This assessment is undertaken each financial year through examining the financial position of the related parties and the market in which the related parties operate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

23 CONTINGENCIES AND COMMITMENTS

	2022 AED'000	2021 AED'000
Letters of guarantee	1,598	1,598
Letters of credit	799	-
	2,397	1,598

Legal cases

As at 31 December 2022, the Group has outstanding legal cases. All these cases are pending before the Court for the hearings and final decisions. The management has reviewed the status of all of these legal cases and believes that the existing provisions are adequate and reasonable as at 31 December 2022 (31 December 2021: Nil).

Capital Commitments

The capital commitments outstanding represents the costs to be incurred towards construction of warehouses and cooling system for the plant.

	2022 AED'000	2021 AED'000
Capital commitments	3,590	4,342

24 BASIC EARNINGS PER SHARE

	2022	2021
Net profit attributable to owners of the Group (AED '000)	7,117	10,620
Weighted average number of shares outstanding	32,368	32,368
Earnings per share - basic (AED)	0.22	0.33

The Group has not issued any instruments which would have a dilutive impact on earnings per share

25 SEGMENTAL REPORTING

The Group operates in the single reporting segment of dairy, juice, ice cream, and other food products. All the relevant information relating to this reporting/operating segment is disclosed in the consolidated statement of financial position, consolidated statement of income, consolidated statement of income and notes to the consolidated financial statements.

IFRS also requires an entity to report its segment assets and revenue along geographical regions. All significant activities of the Group are performed on an integrated basis in the Gulf region and the Directors consider an analysis by individual country would not be meaningful (as the Oman operations are an extension of the sales and marketing activities of the Company).

Additional information required by IFRS 8, "Segment reporting", is disclosed below:

Major customers

During the year ended 31 December 2022 there were no customers of the Group with the revenues greater than 10% of the total revenue of the Group (2021: Nil).

26 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities comprise of borrowings, lease liabilities and trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade and other receivables, investments at fair value through profit or loss and bank balances that derive directly from its operations. The Group is exposed to risk, as indicated below, which are overseen by the Board of Directors.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Group is exposed to interest risk on its interest-bearing assets and liabilities (bank deposits and bank borrowings respectively).

The following table demonstrates the sensitivity of the consolidated statement of income to reasonably possible change in interest rates, with all other variables held constant. The sensitivity of the consolidated statement of income is the effect of the assumed changes in interest rates on the Group's profit for the year, based on the floating rate financial assets and financial liabilities held at 31 December 2022 and 31 December 2021.

There is no direct impact on the Group's equity other than the effect on profit for the year, as indicated below.

	<i>Increase/ decrease in basis points</i>	<i>Effect on profit for the year AED'000</i>
2022	+100	(739)
	-100	739
2021	+100	(640)
	-100	640

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is mainly exposed to credit risk on trade and other receivables and bank balances.

The Group's maximum exposure to credit risk for the components of the consolidated statement of financial position at 31 December 2022 and 2021 is the carrying amounts of the financial assets as follows:

	2022 AED'000	2021 AED'000
Trade and other receivables (excluding prepayments and advances)	50,054	45,438
Bank balances	12,556	10,380
	62,610	55,818

Trade and other receivables

The Group seeks to limit its credit risk with respect to trade receivables by continuously monitoring the terms of the payments for the outstanding amounts. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type, customer type and rating).

The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

The Group does not hold collateral as security. The letters of credit and other forms of credit insurance are considered integral part of trade receivables and considered in the calculation of expected credit loss. The Group has also recorded specific provision of AED 815 thousand against other receivable on account of litigation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

26 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**Credit risk (continued)****Trade receivables (continued)**

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

31 December 2022

	Total AED'000	Neither past due nor impaired AED'000	Past due but not impaired				
			<30 days AED'000	30 to 60 days AED'000	61 to 90 days AED'000	91 to 120 days AED'000	>120 days AED'000
Expected credit loss rate	37%	4%	7%	12%	21%	34%	67%
Estimated total gross carrying amount at default	73,657	17,934	8,326	5,631	4,492	2,252	35,022
Expected credit loss	26,918	628	588	663	961	766	23,312

31 December 2021

	Total AED'000	Neither past due nor impaired AED'000	Past due but not impaired				
			<30 days AED'000	30 to 60 days AED'000	61 to 90 days AED'000	91 to 120 days AED'000	>120 days AED'000
Expected credit loss rate	36%	3%	5%	13%	37%	58%	66%
Estimated total gross carrying amount at default	66,078	19,154	11,353	1,587	834	215	32,935
Expected credit loss	23,542	533	514	199	307	124	21,865

Bank balances

The Group seeks to limit its credit risk with respect to bank balances by only dealing with reputable banks.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2022

26 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**Liquidity risk**

The Group limits its liquidity risk by retaining sufficient funds generated from its operations. Trade payables are settled on normal credit terms agreed with suppliers. The table below summarizes the maturities of the Group's undiscounted financial liabilities at the reporting date, based on contractual payment dates.

31 December 2022

	<i>less than 3 months AED'000</i>	<i>4 to 12 months AED'000</i>	<i>1-5 years AED'000</i>	<i>More than 5 years AED'000</i>	<i>Total amount AED'000</i>
Bank borrowings	61,981	29,299	-	-	91,280
Trade and other payables (excluding VAT payable and advances)	85	54,564	-	-	54,649
Lease liabilities	11,017	5,376	14,643	30,527	61,563
	<u>73,083</u>	<u>89,239</u>	<u>14,643</u>	<u>30,527</u>	<u>207,492</u>

31 December 2021

	<i>less than 3 months AED'000</i>	<i>4 to 12 months AED'000</i>	<i>1-5 years AED'000</i>	<i>More than 5 years AED'000</i>	<i>Total amount AED'000</i>
Bank borrowings	39,398	20,077	16,198	-	75,673
Trade and other payables (excluding VAT payable and advances)	85	53,599	-	-	53,684
Lease liabilities	2,467	10,415	14,346	16,138	43,366
	<u>41,950</u>	<u>84,091</u>	<u>30,544</u>	<u>16,138</u>	<u>172,723</u>

Changes in liabilities arising from financing activities

	<i>1 January 2022 AED'000</i>	<i>Cash flows AED'000</i>	<i>Others* AED'000</i>	<i>31 December 2022 AED'000</i>
Current:				
Borrowings	58,251	4,089	23,267	85,607
Lease liabilities	13,995	(10,452)	10,269	13,812
Non-current:				
Borrowings	15,990	-	(15,990)	-
Lease liabilities	26,386	-	(1,140)	25,246
Total liabilities from financing activities	<u>114,622</u>	<u>(6,363)</u>	<u>16,406</u>	<u>124,665</u>

26 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**Changes in liabilities arising from financing activities (continued)**

	<i>1 January 2022 AED'000</i>	<i>Cash flows AED'000</i>	<i>Others* AED'000</i>	<i>31 December 2022 AED'000</i>
Current:				
Borrowings	63,041	(16,879)	12,089	58,251
Lease liabilities	12,169	(11,792)	13,618	13,995
Non-current:				
Borrowings	21,450	-	(5,460)	15,990
Lease liabilities	33,825	-	(7,439)	26,386
Total liabilities from financing activities	<u>130,485</u>	<u>(28,671)</u>	<u>12,808</u>	<u>114,622</u>

*The 'Others' column mainly includes the effect of interest accruals and reclassification of non-current portion of borrowings and lease liabilities to current due to the passage of time.

Foreign currency risk management

The Group does not have any significant exposure to currency risk as most of its monetary assets and liabilities are denominated in US Dollar, OMR and AED, the former being currently pegged to OMR and AED.

Capital management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it, in the light of changes in business conditions. No changes were made in the objectives, policies or processes during the years ended 31 December 2022 and 31 December 2021. Equity comprises share capital, statutory reserve, revaluation surplus and retained earnings and is measured at AED 43,450 thousand as at 31 December 2022 (2021: AED 37,233).

Equity price risk

The Group's non-listed equity investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Board of Directors review and approve all equity investment decisions.

The effect of equity price risk on the equity of the Group due to a reasonable possible change in equity prices, with all other variables held constant is listed below:

	<i>Increase in year-end prices</i>	<i>Increase in equity AED</i>
31 December 2022		
Effect of changes in financial assets at fair value through profit or loss	5%	<u>932</u>
31 December 2021		
Effect of changes in financial assets at fair value through profit or loss	5%	<u>797</u>

A decrease of 5% in the equity price will have an exactly opposite effect on the equity of the Group.

27 FAIR VALUE MEASUREMENT**Financial risk management**

Financial instruments comprise financial assets and financial liabilities.

Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market condition regardless of whether that price is directly observable or estimated using another valuation technique. Differences can therefore arise between book value under the historical cost method and fair value estimates.

The investment properties and investments are measured at fair value at the reporting date. Bank borrowings bears variable rate of interest which get repriced at regular intervals. The fair value of the other financial assets and liabilities are not materially different from their carrying amounts as at 31 December 2022 and 2021 as these are short-term nature.

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

	<i>31 December 2022 AED'000</i>	<i>Level 1 AED'000</i>	<i>Level 2 AED'000</i>	<i>Level 3 AED'000</i>
Investments at fair value through profit or loss	<u>18,634</u>	<u>-</u>	<u>-</u>	<u>18,634</u>
Investment properties	<u>42,313</u>	<u>-</u>	<u>-</u>	<u>42,313</u>
	<i>31 December 2021 AED'000</i>	<i>Level 1 AED'000</i>	<i>Level 2 AED'000</i>	<i>Level 3 AED'000</i>
Investments at fair value through profit or loss	<u>15,931</u>	<u>-</u>	<u>-</u>	<u>15,931</u>
Investment properties	<u>39,746</u>	<u>-</u>	<u>-</u>	<u>39,746</u>

There were no transfers between Level 1, 2 and 3 during current and prior years.

28 SUBSEQUENT EVENTS

There were no material events after the reporting date which could require adjustments or disclosures in these consolidated financial statements.

29 CORPORATE TAX

On 9 December 2022, the UAE Ministry of Finance released Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (Corporate Tax Law or the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime will become effective for accounting periods beginning on or after 1 June 2023.

Generally, UAE businesses will be subject to a 9% CT rate. A rate of 0% will apply to taxable income not exceeding AED 375,000 in same tax period. In addition, there are several other decisions that are yet to be finalised by way of a Cabinet Decision that are significant in order for entities to determine their tax status and the taxable income. Therefore, pending such important decisions by the Cabinet as at 31 December 2022, the Group has considered that the Law is not substantively enacted from IAS 12 – Income Taxes perspective as at 31 December 2022. The Group shall continue to monitor the timing of the issuance of these critical cabinet decisions to determine its tax status and the application of IAS 12 – Income Taxes.

The Group is currently in the process of assessing the possible impact on its consolidated financial statements, both from current and deferred tax perspective, once these critical cabinet decisions are issued.



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

**Corporate Governance Report of
Unikai Foods PJSC
For the year ended December 31st, 2022**



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

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

By implementing the provisions of the Federal Decree Law No 32 of 2021 and the Chairman Authority's Board Decision No. (3 / R.M) of 2020 regarding the adoption of the Governance Manual for Public Joint Stock Companies, Unikai Foods PJSC has taken the following procedures:

1) Procedures implemented to complete the corporate governance system during 2022:

- Amending the Article of Association of Company to conform to the rules of corporate governance and companies' law.
- Functions of the Audit committee have been performed by the committee members.
- Functions of the Nomination and Remuneration Committee have been performed by the committee members.
- Functions of testing and strengthening the internal control of the company were performed.
- Functions related to Investor's relationship and follow-up and supervision committee on insider transactions, were undertaken.
- The Board of Directors commitment to the disclosure of their trading transactions and the trading of their first-degree relatives of Unikai shares.
- Regular updating of the electronic database on the Company's website in order to provide the utmost transparency required to provide a safe environment for investors and shareholders.
- Periodic disclosure of quarterly and annual financial statements of the Company, meetings of the Board of Directors and the General Assembly within the permitted legal timeline, in addition to adherence to all the rules regulating this field.
- In addition, the company continues to review its internal systems in order to introduce the procedures required by the aforementioned decision for full and continuous compliance to the circulars issued by the Securities and Commodities Authority regarding corporate governance rules.

2) Ownership and trading transactions of the Board of Directors, and their first-degree relatives in the company securities during 2022:

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



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

Board Member	Position/relative relationship	Owned shares as of 31/12/22	Total sale	Total purchase
Mr. Mana Mohammed Saeed Al Mulla	Chairman	3,745	0	0
Mr. Osama Ibrahim Ahmed Seddiqi	Vice-Chairman	0	0	0
Mr. Abdulla Essa Mohamed Al Zaabi	Board Member	0	0	0
Mr. Majed AbdulKarim Mohammad Julfar	Board Member	0	0	0
Mr. Mish'al Mohamed Abdulla Moosa	Board Member	0	0	0
Mr. Adil Saleh Mohamed Al Ali	Board Member	0	0	0
Ms. Jamila Mohammed Abdulla Mohammed	Board Member	0	0	0

During the year 2022, there were no transactions in the Company's shares by any of the members of the Board of Directors or their first-degree relatives.

3) Formation of the Board of Directors:

A. Statement of the current Board formation:

The Board of Directors of Unikai Foods PJSC consists of seven members who have experience in the field of the company's activity in addition to experience in accounting, financial matters, banking operations and business administration. They further have the necessary experience to make prudent decisions. The Board of Directors consists of non-executive members and independent members, whereby the formation of the Board of Directors considers the appropriate balance among the members, so that most of the members are independent members.

Board member	Category (executive, non-executive, and independent)	The period of tenure as a Board member from the date of first election
Mr. Mana Mohammed Saeed AlMulla	Non-Executive/ Non-independent	9 years
Mr. Osama Ibrahim Ahmed Seddiqi	Non-Executive / Independent	6 years
Mr. Abdulla Essa Mohamed Al Zaabi	Non-Executive / Independent	9 years
Mr. Majed Abdul Karim Mohammad Julfar	Non-Executive / Independent	9 years
Mr. Mish'al Mohamed Abdulla Moosa	Non-Executive / Independent	6 years
Mr. Adil Saleh Mohamed Al Ali	Non-Executive / Independent	3 years
Ms. Jamila Mohammed Abdulla Mohammed	Non-Executive / Independent	1 year



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

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

❖ **Mr. Mana Mohammed Saeed Al Mulla**

Chairman

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

- Chairman of Hospitality platform of Mohammed & Obaid Al Mulla LLC.
- Board Member of Mohammed & Obaid Al Mulla LLC.
- Board Member of Emirates General Petroleum Corp. (Emarat).
- Board Member of Etihad Water and Electricity.

❖ **Mr. Osama Ibrahim Ahmed Seddiqi**

Vice Chairman

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

❖ **Mr. Abdulla Essa Mohamed Al Zaabi**

Board Director

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

❖ **Mr. Majid Abdul Karim Julfar**

Board Director

Mr. Majed holds a bachelor's degree in Computer Engineering from the University of South Kent - UK, Mr. Majed is the Director of Trade Credit Insurance & Export Financing at Etihad Credit Insurance (ECI) Mr. Majed has over 20 years of diverse experience in corporate and investment banking.

❖ **Mr. Adil Saleh Mohamed Abdalla Al Ali**

Board Director

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



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

He is also Member of the government committee at Capital Club Dubai and Member at Dubai Government Auctions and Vehicle Disposal Committee.

❖ **Mr. Mish'al Mohammed Moosa**
Board Director

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

❖ **Ms. Jamila Mohammed**
Board Director

Ms. Jamila holds M.SC. degree in Organizational Excellence from Hamdan Bin Mohammed Smart University and currently is holding the position of Retail & Contact Center Support Controller, Emirates Airlines.

B. Female representation at the Board of Directors during 2022:

Ms. Jamila Mohammed was appointed as the female representative in the year 2022. Her appointment was ratified in the Annual General Assembly where the shareholders confirmed her appointment as a Board member.

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

D. Statement of Board remunerations:

1. Total remuneration paid to the Board members for the year 2021 during the year 2022 amounted to AED 900,000 (AED 150,000/- per Board member for a total of six Board members).
2. Total remuneration proposed for the Board members for the year 2022, which will be presented at the annual general assembly meeting for approval:

The Board has proposed an amount of AED 1,400,000 (AED 200,000/- per board member for a total of seven board members) as remuneration for the Board of Directors for the year 2022 which will be presented at the annual general assembly meeting for approval.

3. There are no additional fees, allowances or salaries paid to any member of the Board of Directors, other than the allowances for attending committees.



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4. Details of the allowances for attending the sessions of the committees emanating from the Board, which were received by the Board members for the fiscal year 2022:

Board Member	Allowances for attending sessions of the committees emanating from the Board				
	Audit Committee		Remco Committee		TOTAL
	Number of meetings	Remuneration	Number of meetings	Remuneration	
Mr. Osama Ibrahim Ahmed Seddiqi	2	AED 30,000	-	-	AED 30,000
Mr. Abdulla Essa Abdulla Al Zaabi	4	AED 60,000	1	AED 15,000	AED 75,000
Mr. Majed Abdul Karim Julfar	4	AED 60,000	1	AED 15,000	AED 75,000
Total					AED 180,000

- E. Board meetings held during 2022 fiscal year along with their convention dates, personal attendance times of all members, and members attending by proxy:

Ser	Date of meeting	Number of attendees	Attendees by proxy	Names of attendees by proxy	Names of absent members
1-	14/03/2022	5	-		Mr. Osama Seddiqi Mr. Salim al Owais (Resigned)
2-	19/05/2022	7	-	-	-
3-	22/09/2022	6	-	-	Mr. Osama Seddiqi
4.	21/11/2022	7	-	-	-
5-	29/12/2022	5	1	Mr. Mish'al Moosa	Mr. Osama Seddiqi

- F. The Board of Directors has taken three resolutions by circulation during the year 2022.

- 13th May 2022.
- 11th Aug 2022.
- 11th Nov 2022.



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G. A statement of the tasks and competencies of the Board of Directors carried out by a member of the Board or the Executive Management during the year 2022 based on a delegation from the Board:

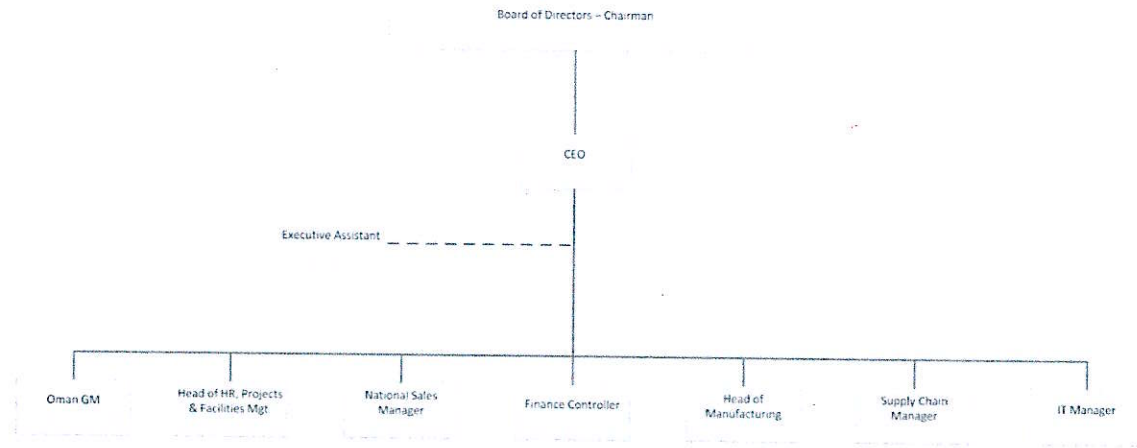
The Board of directors collectively exercised its powers in managing the company directly through periodic follow-up of the company's activity in the meetings of Board, and the Board of Directors did not delegate any of its powers to any of its members or to the executive management during the year 2022.

H. Statement of the details of transactions made with the related parties during 2022:

Ser.	Statement of related parties	Clarifying the nature of relationship	Value of transaction	Type of transaction
No transactions with the related parties were made during the year 2022				

I. The complete organizational structure of the company:

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





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

Position	Appointment Date	Total Salaries and allowances for 2022 (AED)	Total bonuses paid in 2022 (AED)	Any other cash/in-kind bonuses for 2022 or due in the future
CEO	1st Aug 2015	1,549,907	202,914 Pertaining to 2021	0
GM-Oman	1 st May 2020	689,659	46,302 Pertaining to 2021	0
Head of HR, Projects & Facilities Management	1 st May 2016	497,766	0	0
Head of Manufacturing	7 th Sep 2015	380,130	0	0
Financial controller	6 th June 2015	343,201	0	0
National Sales Manager	2 nd Mar 2021	405,015	0	0
Supply Chain Manager	10th Mar 2012	205,570	0	0
IT Manager	16th Dec 2013	257,055	0	0



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4) The External Auditor:

A. Overview of the external auditor:

In 2022, the general assembly of Unikai appointed Ernst & Young company (EY) as an external auditor for the purpose of conducting the financial auditing, in accordance with international standards of auditing, those standards require compliance with ethical requirements and plan, perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. EY is deemed one of the pioneering auditing companies all over the world. The MENA practice of EY has been operating in the region since 1923.

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

Name of the audit office and partner auditor	Ernst & Young - Partner auditor: Mr. Ashraf Abu Sharkh
Number of years as the company external auditor	Four Years
Total external auditor fees for 2022 in (AED)	AED 241,000 AED 76,475 excluding VAT (additional billing of scope change for FY 2022, being discussed) AED 36,750 (including VAT) as additional billing for overrun charges for FY 2021
Fees and costs of other private services other than auditing the financial statements for 2022 (AED), if any, and in case of absence of any other fees:	Nil
Details and nature of the other services (if any). If there are no other services:	Nil
Statement of other services that <u>an external auditor</u> other than the company accounts auditor provided during 2022 (if any). In the absence of another external auditor, this matter is explicitly stated.	Nil



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C. Statement of the qualified opinion of the company's external auditor in the interim and annual financial statements for 2022:

The external auditors did not have any reservations and gave a clean opinion and unqualified report for the interim / annual financial statements for 2022.

5) The Audit Committee:

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

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

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

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

- Contracted with an external auditor, monitored independence, discussed audit scope, reviewed the statements issued of the external auditor while ensuring a timely response from the finance and other departments to all inquiries and requirements presented by the external auditor.
- Monitored the accuracy and reliability of the financial statements and reports (annual, semi-annual and quarterly) of Unikai Foods PJSC and conducted reviews as part of the committee's regular duties including highlighting issues subject to the Board's assessment, Key amendments resulting from the audit, Assessing the going-concern assumption, Compliance with accounting standards as decided by competent authority, Compliance with the rules of listing and disclosure, as well as other legal requirements related to the preparation of financial reports.



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- Held quarterly meetings with the external auditor to discuss the auditor's report as well as the quarterly and annual financial statements prior submission to the Board of Directors.
- Reviewed the financial control, internal control and risk management measures, as well as assessed the effectiveness of the Internal Control Department; assigned required resources and approved the internal audit plan and followed up on the implementation on a quarterly basis.
- Coordinated with the company's Board of Director's, Executive Management, Financial Manager. The Committee met at least once a year with the Company's external auditor.
- Ensured that the Board of Directors responds in a timely manner to the inquiries and material issues raised in the external auditor report.
- Ensured that the business rules related to the Audit committee obligations and the powers entrusted to the Audit Committee by the Board of Directors are implemented.

C. Meetings held by the Audit Committee during 2022, their dates and the members' personal attendance times in the held meetings:

Total Audit committee meetings in 2022 - 4		Attendees	Absentees
1-	28 th February, 2022	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar	-
2-	13 th May, 2022	1- Mr. Abdulla alZaabi 2- Mr. Majid Julfar	Mr. Osama Seddiqi
3-	4 th August, 2022	1- Mr. Abdulla alZaabi 2- Mr. Majid Julfar	Mr. Osama Seddiqi
4-	7 th November, 2022	1- Mr. Osama Seddiqi 2- Mr. Abdulla alZaabi 3- Mr. Majid Julfar	-



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6) The Nomination and Remuneration Committee:

- A. The Nomination and Remuneration Committee Chairman's acknowledgment of his responsibility for the Committee system at the company, his review of its work mechanism and ensuring its effectiveness.** Mr. Abdulla Al Zaabi, Chairman of the Nomination and Remuneration Committee acknowledges his responsibility for the committee's system in the Company, his review of its work mechanism and for ensuring its effectiveness.
- B. Names of the Nomination and Remuneration Committee members and their competences and tasks assigned to them:**

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

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

- Monitored and reviewed the Company's structuring methods in line with the industry.
- Adhered to good corporate governance practices and reporting.
- Review the structure of the Board and make recommendations regarding possible changes
- Continually ensured that the independent Board members are actually independent.
- Ensure availability of continuity of the membership conditions in the Board members annually
- Developed and annually reviewed the policy of Remuneration, benefits, incentives and salaries related to the Company's Board members and employees. The Committee ensured that the Remuneration and benefits given to the Company's senior executive management are reasonable and commensurate with the Company's performance.
- Determined the Company's requirements of efficient and effective persons at the senior executive management and employees' levels and how shall they be selected.
- Developed and monitored the implementation of policies and annually review the Company's HR policy and training.



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- Organized and monitored the procedures for nomination to the Board membership in accordance with the applicable laws and regulations and the provisions thereof.

C. Meetings held by the REMCO Committee during 2022, and their dates, and the members' personal attendance in the held meetings:

Total REMCO meetings in 2022 - 1		Attendees	Absentees
1-	14 March, 2022	1- Mr. Abdulla al Zaabi 2- Mr. Majid Julfar	Nil

Note: Ms. Jamila Mohammed Abdulla Mohammed is appointed as REMCO committee member w.e.f. 19th May 2022

7) Follow up and supervision on the insider's transactions:

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

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

B. A Summary of the committee's work report during the year 2022:

During the year 2022, there is no transaction done by any insiders of the company.

8) Other committees approved by the Board:

Investment Committee was approved by the Board in the meeting dated 19th May 2022 to run the sale / divestment process as mandated by the shareholders in the Annual General Assembly held on 28th April 2022. The committee comprises of three Board members as below –

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



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9) Internal Control System:

- A. Unikai Foods Board of Directors recognizes its accountability for the company's internal control system, its assessment, and its performance. The internal control department's primary responsibility is to manage risks within the company and to properly apply governance rules to ensure compliance with applicable laws and regulations, as well as with the requirements of the Dubai Financial Market, the Securities and Commodities Authority.
- B. Internal control/ audit department has been outsourced to Moore Stephens for 2022. Moore Stephens is present in UAE since 1999 with staff strength of 90 Chartered Accountants/Certified Public Accountants from Asia, Europe and the US. They have also been registered and approved by the Dubai Financial Services Authority to undertake audits of regulated companies in the Dubai International Financial Centre.

Mr. Farad Lakdawala is the engagement partner with 30 years' experience in diverse fields of the profession. Mr. Shehzad is the director and the engagement manager for Unikai also having close to 10 years of experience. The auditors submit quarterly reports on the internal controls for all the departments of the company under supervision of department director. For the year 2022, Moore Stephens has submitted four audit reports highlighting the key areas which need improvement. During 2022, all internal control recommendations have been implemented.

- C. The Board has appointed Mr. Rahul Sharma as Compliance Officer effective from 14th March 2021. He is a qualified Chartered Accountant holding a professional degree in accounting and auditing and wide experience in these fields and currently serves as the Financial Controller of the company.
- D. Moore Stephens issued four reports to the Audit Committee for the year 2022, each of which includes a summary of its audit work in the company's various departments highlighting any issues, risk rating and managements comments to mitigate the risk. A detailed memo on resolving these issues/ implementing the recommendations highlighted by the internal audit reports was documented. During the year 2022, the Internal Auditors presented observations across different areas with risk ratings and most of their observations are resolved and some are in process of resolving.
- E. Mr. Rahul Sharma has also been named as Chief Risk officer effective from 14th March 2021 and is responsible for developing and implementing a detailed risk management framework.



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10) Violations committed in 2022, explaining their causes, how to address them and avoid their recurrence in the future:

The company committed no violations during 2022. Company honored, followed, and implemented all laws, and regulations applicable in the country, and complied with all laws, regulations, and circulars regarding Companies Law and related Ministerial Resolutions, with SCA & DFM regulations & procedures. The Securities and Commodities Authority inspected the corporate governance framework in line with the Chairman Authority's Board Decision No. (3 / R.M) of 2020 regarding the adoption of the Governance Manual for Public Joint Stock Companies and reported some violations out of which most of the observations are resolved and some are in process of being resolved.

11) Statement of the cash and in-kind contributions made by the Company during 2022 in developing the local community and preserving the environment.

Company is aware of the necessity to contribute to the local community development, safety and environment policy, environmental objectives, including continuous improvements to combat pollution across all areas within the scope of the company's activities. The company regularly donates its products to Charitable organizations which distributes the products to the labor camps.

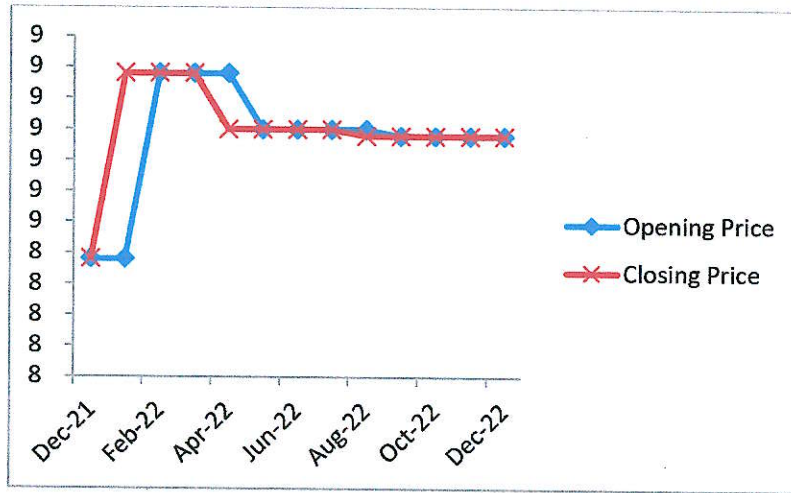
12) General Information:

A. Statement of the company's share price in the market (closing price, highest price, and lowest price) at the end of each month during the fiscal year 2022.

Month	Opening Price	Highest Price	Lowest Price	Closing Price
Dec-21	8.44	No Trade	No Trade	8.44
Jan-22	8.44	8.74	7.60	8.74
Feb-22	8.74	No Trade	No Trade	8.74
Mar-22	8.74	No Trade	No Trade	8.74
Apr-22	8.74	8.65	7.87	8.65
May-22	8.65	No Trade	No Trade	8.65
Jun-22	8.65	No Trade	No Trade	8.65
Jul-22	8.65	No Trade	No Trade	8.65
Aug-22	8.65	8.64	8.64	8.64
Sep-22	8.64	No Trade	No Trade	8.64
Oct-22	8.64	No Trade	No Trade	8.64
Nov-22	8.64	No Trade	No Trade	8.64
Dec-22	8.64	No Trade	No Trade	8.64



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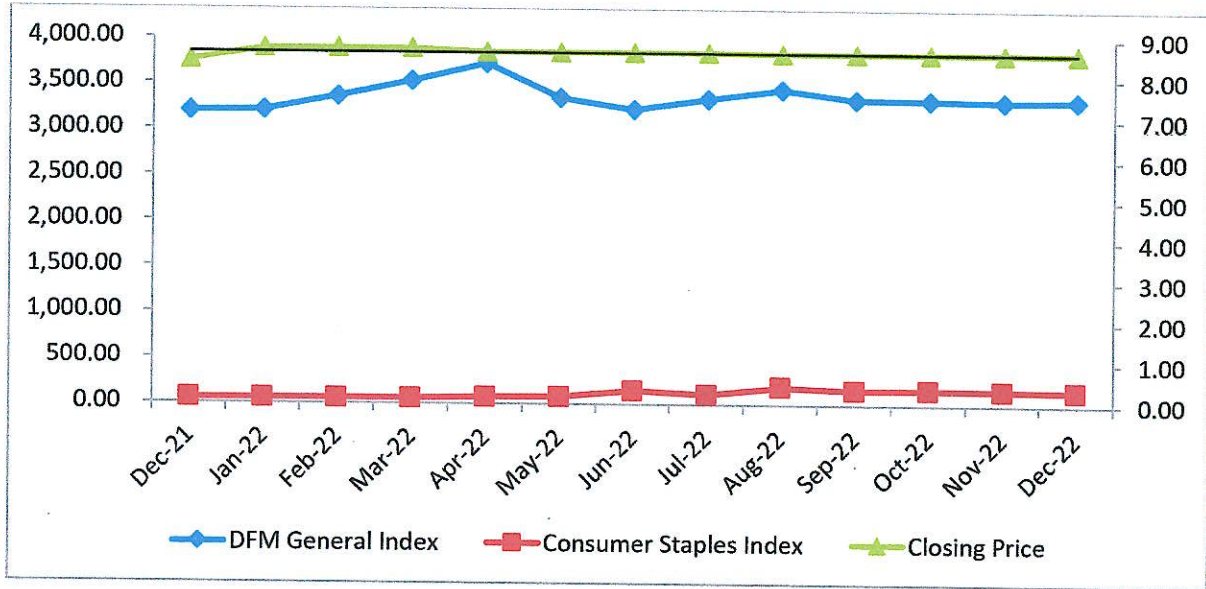


B. Statement of the Company's comparative performance with the general market index and sector index to which the Company belongs during 2022:

Month	DFM General Index	Consumer Staples Index	Closing Price
Dec-21	3,195.91	51.99	8.44
Jan-22	3,203.08	56.28	8.74
Feb-22	3,354.64	52.83	8.74
Mar-22	3,526.60	54.09	8.74
Apr-22	3,719.63	71.65	8.65
May-22	3,347.24	78.40	8.65
Jun-22	3,223.29	150.28	8.65
Jul-22	3,337.96	106.85	8.65
Aug-22	3,443.11	193.32	8.64
Sep-22	3,339.15	158.52	8.64
Oct-22	3,331.76	164.49	8.64
Nov-22	3,323.96	162.03	8.64
Dec-22	3,336.07	151.49	8.64



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C. Statement of shareholders ownership distribution as on 31/12/2022:

Shareholder's classification	Percentage of owned shares			
	Individuals	Companies	Government	Total
Local	45.6526	54.3473	-	100.00
GCC	0.0001	-	-	-
Arab	-	-	-	-
Foreign	-	-	-	-
Total	45.6527	54.35473		100.00

D. Statement of Shareholders owning 5% or more of the company's capital as on 31/12/2022:

Sr.	Name	Number of owned shares	Percentage of owned shares of the company's capital
1	Mohamed & Obaid Al Mulla LLC	9,406,049	29.0602%
2	Mohamed Saeed Al Mulla & Sons LLC	3,762,334	11.6238%
3	Heirs of Mr. Humaid Ali Abdulla Al Owais	2,645,254	8.1726%
4	Emirates Investment Bank PJSC	2,601,705	8.0380%
5	Mrs. Moza Suwaidan Saeed Al Ajtabi	1,763,681	5.4489%



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E. Statement of shares distribution according to the volume of property as on 31/12/2022:

Ser.	Share (s) ownership	Number of shareholders	Number of owned shares	Percentage of owned shares of the capital
1	Less than 50,000	76	911,503	2.8161%
2	From 50,000 to less than 500,000	24	4,665,016	14.4126%
3	From 500,000 to less than 5,000,000	9	17,384,932	53.7111%
4	More than 5,000,000	1	9,406,049	29.0602%
	TOTAL	110	32,367,500	100.00%

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

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

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

- Name of the investor relationships officer:

Mr. Ahmed Bedier has been assigned to carry out the responsibilities of the Investor Relations, where he can be reached at the following contact details:

P.O Box: 6424, Dubai, Tel: +971 4 5076866 Fax: +971 4 5076987

E-mail: investor.relations@unikai.com

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

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



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G. Special resolutions presented in the General Assembly held during 2022 and the procedures taken in this regard:

1. Approved the amendments of company's Articles of Association to comply with the requirements of Decree Law No. 32/2021.
2. Approved selling/divesting Shareholder's stake in the company and authorized the Board of Directors to initiate and finalize the process relating to such sales/divesting.

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

Mrs. Samah Za'ab is the rapporteur of the Board meetings, The Board of Directors assigned Mrs. Samah on 21st March, 2020. She holds a BA degree in Educational Science, English language from An-Najah National University in Palestine – 2004.

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

I. Detailed statement of major events and important disclosures that the Company encountered during 2022:

- No major events and important disclosures that the Company encountered during 2022.

J. Statement of transaction of the company with related parties during 2022 that equals to 5% or more of the company share capital:

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

A. Statement of Emiratization percentage in the Company at the end of 2022 (workers are excluded for companies working in the field of contracting):

Year	UAE National	Total	Percent
2020	1	547	0.18%
2021	1	578	0.17%
2022	3	618	0.49%

B. Statement of innovative projects and initiatives carried out by the company or being developed during 2022:



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The company has implemented multiple innovative projects during the year 2022 in terms of recipe optimization. We have launched Ube ice cream and cotton candy ice cream and have also pushed towards optimization of ingredients & in-house manufacturing of chocolate coating for our ice cream products along with expansions to the portfolio in the trading goods segment (samosa leaves). The company has also taken initial steps towards venturing into new segments such as frozen vegetables for trading which are currently in the Pre-Launch stages.

Signature of the
Chairman of the
Board

Signature of the
Audit committee
Chairman

Signature of the
Nomination &
Remuneration
committee
Chairman

Signature of the
Internal control
Manger

Date of Signatures

20th March 2023





Proud to be part of your life



Sustainability Report 2022

About this report

We are presenting our annual sustainability report where we are showcasing our commitments towards improving our environmental, social and governance impacts. It contains insights into Unikai's Sustainability-related programs, achievements and performance.

Scope:

The report covers environmental, social, and governance performance of the company and its subsidiary in Oman for the period from 1st January 2022 to 31st December 2022, unless otherwise indicated.

GRI Guidelines:

This report has been prepared in accordance with the Global Reporting Initiative (GRI) Standards: (Core option). For further information and the GRI Content Index, please see Appendices A.

Where relevant, we have also linked our contribution to the United Nations Sustainable Development Goals (SDGs).

Comparable Data:

Most disclosures in this report cover historical data of 2021 and 2022, showcasing developments over time.

External Assurance:

We chose not to appoint an external party to audit our non-financial data for this report. We followed an internal assurance process to give our stakeholders confidence in the accuracy of the information reported.

Disclaimer:

This report contains certain forward-looking statements that express the way in which Unikai, and its Subsidiary intend to conduct its activities. These statements contain words such as "expect," "estimate," "intend," "plan," "project" or similar expressions. Such statements are subject to a range of uncertainties that could cause actual results to differ from these projected or implied statements. Any forward-looking statements contained in this report therefore not promises or guarantees of future conduct or policy, and thus Unikai and its Subsidiary assume no obligation to publicly update any statements made in this report. Unikai and its Subsidiary rely on information obtained from sources believed to be reliable but does not guarantee its accuracy or completeness.

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AboutUnikai

UNIKAI Foods PJSC is a 43-year-old Public Joint Stock Company listed in Dubai Financial Market. It was incorporated on 11 April 1977 by decree from His Highness, Sheikh Rashid Bin Saeed Al Maktoum, the Ruler of Dubai. The company is headquartered at Dubai, UAE with its operations in Gulf and other countries. The company is engaged in the manufacturing and distribution of dairy, juice & ice cream, rice, carbonated soft drinks, water and various other kinds of food products. The company holds 100% equity in its subsidiary Unikai Company LLC registered as a limited liability company in the Sultanate of Oman & Unikai International LLC.



Mission, Vision & Values

Mission



True to our heritage we are passionate about driving value for our consumers and stakeholders through convenient and innovative food & beverage lifestyle choices that nurture our community today and for generations to come.

Vision



To be the leading food and beverage lifestyle brand, providing happiness to our consumers by linking past & future generations.

Values

Integrity

Act honestly & ethically without any compromise in the best interest of our stakeholders. Show loyalty and mutual respect on every level.

Innovation

We are adapting to produce our heritage for modern lifestyle by acknowledging & understand our stakeholder's feedback. Encouraging & open to new ideas & continuous improvements & challenging the status quo.

Excellence

Always strive to be the best in all our actions.

Teamwork

Utilize Individual skills & expertise in collaborative way to achieve results of a common goal.

Commitment

Believing in what we do, taking full ownership of our actions & dedicating our efforts, time & energy to achieving the desired results. We promise to follow social responsibility by providing high quality of innovative products with world class service. Consistently dedicated to believing in what we do by holding ourselves responsible for achieving the desired results.

Team Work

Passionate about the well - being of our stakeholders by providing a motivational environment with a positive & joyful experience.

Our Products Range

Dairy

Dairy is the cornerstone of Unikai's range, including Fresh, Flavored and Long-Life Dairy. We have earned the trust of our consumers for more than 40 years and are among the leaders in UAE in a wide range of sub-categories.



Juice

Unikai is one of the regional pioneers in UHT juice, offering consumers a range of juices, nectars and drinks. Unikai's commitment has remained to develop healthier products and as a result, we have launched no sugar added beverages in our portfolio.



Ice Cream

We deliver a wide range of Ice cream products to consumers across the region. We have ice cream in all forms like bars, cones, tubs, cups and lollies.



Food

Another larger contributing sector for Unikai is Food segment where we have been delivering various food items ranging from cupcakes, oils, nuts to rice. Among food items, we have substantial market share in UAE in Rice.



Our Brands

Unikai has multi category product portfolio with **27** registered Brands.

Unikai Brands				
Areej 	Laban Drink 	UNIKAI 	Sambharam 	Laban Yellow 
Royal Treat 	Soft Scoop 	Ube 	Nutty Cone 	Shahi Kulfi 
Mumtaz 	Delite 	Tropical Fresh 	Lightning 	U 

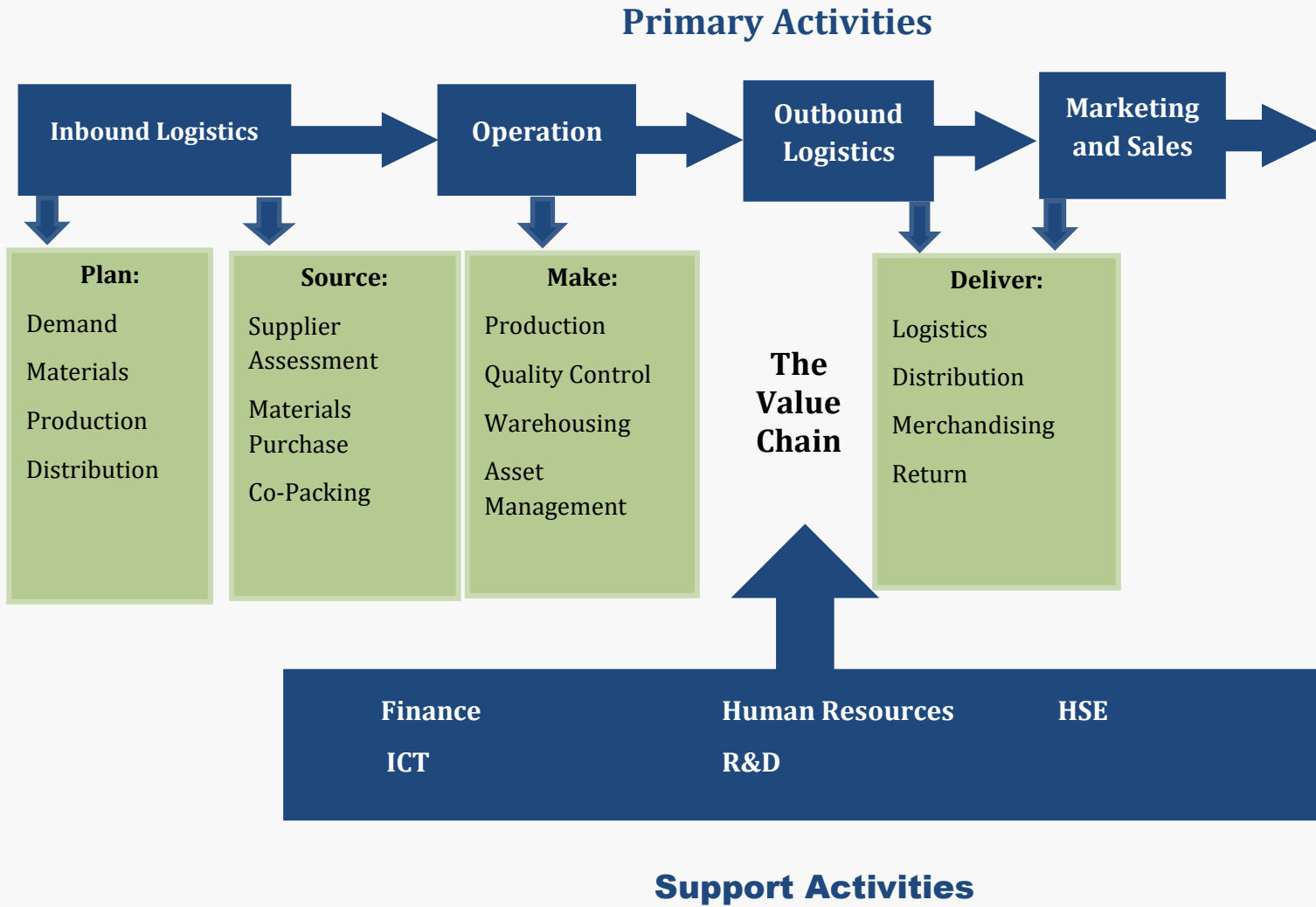
Award & Recognition

Unikai was awarded with the prestigious **Sheikh Khalifa Excellence Award (SKEA)** Silver Category in manufacturing segment in the year 2019.



Our Value Chain

As the UAE's pioneer Food and Beverage company, Unikai plays an important social, environmental, and economic role locally, regionally, and globally.



Code of Conduct and Business Ethics

The Employees' Code of Ethics and Standards of Professional Conduct ensure that an ethical, moral and professional work environment is maintained throughout Unikai. Every employee contributes to the development of an ethical culture by conducting themselves in alignment with the code of conduct. All employees are informed of these policies during the induction program, followed by an annual review of employees for their understanding and compliance with Unikai's Code of Business Conduct.

At Unikai, we believe that good ethics are the foundation of good business. Unikai is committed to implement corporate governance best practices in order to increase accountability and maintain our values throughout the organization. We are committed to embedding ethical practices and seek to build mutual trust with our customers, suppliers, and communities by working honestly and ethically.

Our Environmental Policy

Unikai is committed to minimize the impact on the environment and is continuously improving the environmental performance. We have an environmental policy in place which applies to all Unikai business units and facilities. Some of the major highlights of proposed policy are:

- Comply with applicable environmental legal requirements.
- Minimize pollution, waste and consumption of resources.
- Educate, train and motivate employees to carry out tasks in an environmentally responsible manner.
- Encourage our suppliers and contractors to be environmentally responsible.
- Identify and implement opportunities for environmental sustainability.

Our performance summary	2021	2022
Number of incidents of non-compliance with environmental laws and regulations.	0	0

Risk Management Process

The organization's Enterprise Risk Management (ERM) framework assesses Unikai's business risks and identifies mitigating factors or activities that can reduce or minimize the identified risks. The Board provides oversight of the Company's risk management strategy and has the overall responsibility for determining the nature and extent of risk it would ordinarily accept, while executing the business.

Company management reviews (Enterprise risk management) processes to highlight any potential risks regarding business affairs on internal or external controls and to highlight actions required to limit risks which may affect work progress. Unikai's Robust ERM framework ensures:

- Significant current and emerging risks and opportunities are identified and understood.
- Appropriate and prudent risk management systems to manage these risks are developed and effectively implemented.
- Regular reviews are conducted to evaluate the effectiveness of risk mitigation measures.
- and reports are produced on a regular basis regarding gaps identified and mitigation measures.

Stakeholder Engagement

At Unikai, we understand that engagement with our stakeholders is essential to our success. Unikai utilizes diverse tools and platforms to engage with its stakeholder on any number of desired interactions ranging from informing to consulting, involving, collaborating, and empowering on the issues that matter to each of our key stakeholder. Further details on approach to stakeholder Engagement is provided as under:

STAKEHOLDERS	ENGAGEMENT METHODS	KEY TOPICS RAISED
EMPLOYEES	<ul style="list-style-type: none"> Internal communication platforms, emails, calls (audio/ video, or in-person meetings) Employee engagement survey Team meetings Performance appraisals 	<ul style="list-style-type: none"> Career path development Training and development Rewards and recognition Work-life balance Occupational health and safety
BOARD OF DIRECTORS & SENIOR MANAGEMENT	<ul style="list-style-type: none"> Board of Directors meetings & Committees' meetings Internal communication platforms, emails, calls, or in-person meetings 	<ul style="list-style-type: none"> Overall business strategy Shareholder value growth Business development Governance, ethics and compliance Risk management Business Continuity
INVESTORS & SHAREHOLDERS	<ul style="list-style-type: none"> Investor relations officer, through regular emails, meetings & calls 	<ul style="list-style-type: none"> Financial performance Business strategies Return on Investment
CUSTOMERS	<ul style="list-style-type: none"> Customer satisfaction Customer feedback through emails, calls, and in person meetings 	<ul style="list-style-type: none"> Product Quality Food safety & continuous supply
SUPPLIERS	<ul style="list-style-type: none"> Supplier Code of Conduct Supplier audits 	<ul style="list-style-type: none"> Product Quality Procurement Process Pricing
GOVERNMENT ENTITIES	<ul style="list-style-type: none"> Through government Subsidies, policies, laws, and regulations 	<ul style="list-style-type: none"> Product quality Compliance with law and regulations Providing details to regulatory requests

Material Topics

As defined by the GRI Standards, material topics are those that reflect an organization's significant economic, environmental, and social impact and those that substantively influence the assessment and decisions of stakeholders. We use our materiality assessment to help us to evolve our strategy and tailor our reporting so that it aligns with the interests and needs of our stakeholders, as well as with the environmental, social, and economic issues. Materiality helps us prioritize where to focus our efforts to enhance stakeholder value and our sustainability performance. Materiality also guides us on what we should report on publicly. Unikai's materiality assessment follows a systematic process that combines insight and analysis from internal and external stakeholders and market trends.

The food and beverage industry are continuously impacted by a range of market trends, changing consumer habits and spending power. This year was particularly challenging, with the COVID-19 pandemic posing various difficulties for the food and beverage industry both locally and globally.

To determine which global trends and risk areas have the biggest impact on Unikai, we conducted a thorough materiality analysis. Conducting this analysis in this manner allows us to identify key issues to be covered in our reporting and to decide where to focus our resources.

Materiality Matrix:

Importance to Shareholders	Major		Nutrition & Well Being	Product Safety Product Quality Climate Change Corporate Governance
	Significant	Community Contribution	Employee Development & Retention Workplace Health & Safety	Financial Performance Workplace Diversity Waste Management
	Moderate		Responsible Supply Chain	
		Importance to Business		
		Moderate	Significant	Major

Corporate Governance

At Unikai, we believe that a solid foundation of good corporate governance significantly contributes to the company's ability to compete effectively and realize its full value potential. We have a leadership by a Management Team of uncompromising integrity under Board of Directors oversight and can create sustainable value through business fundamentals, corporate social responsibility, and environmental stewardship. The full version of our corporate governance report has been approved by the Securities and Commodities Authority (SCA) and posted on the Dubai Financial Markets (DFM) website, the Company website, and in our annual report.

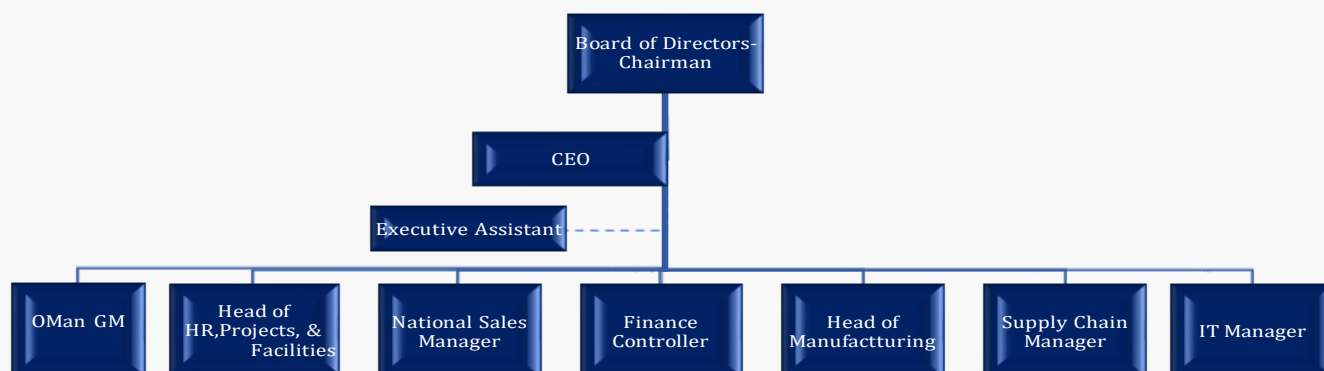
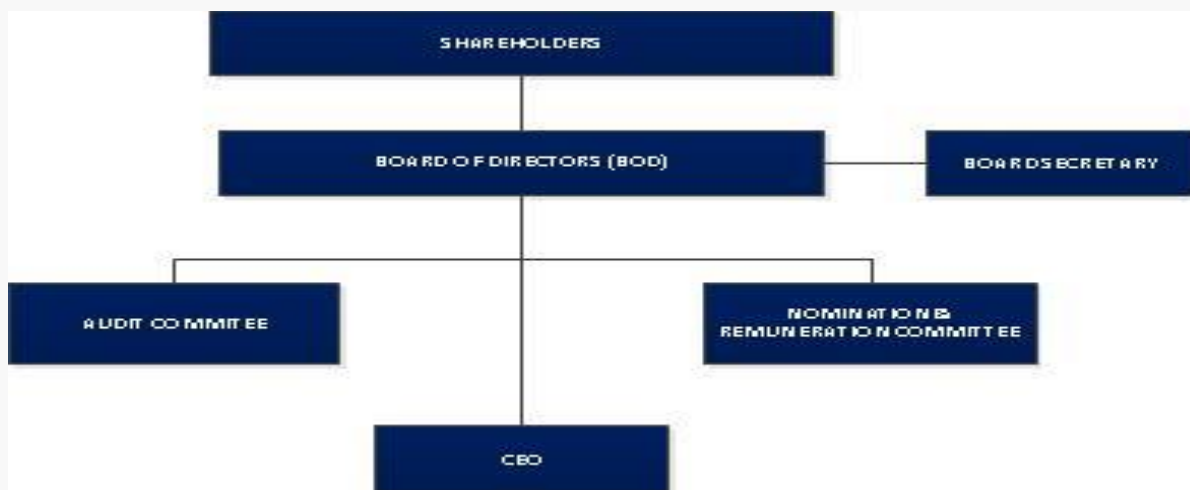
Board Committees

The Board has established three Committees to assist it in its responsibilities. The committees operate in line with their respective responsibilities, as approved by the Board. The Board shall form other committees on need basis.

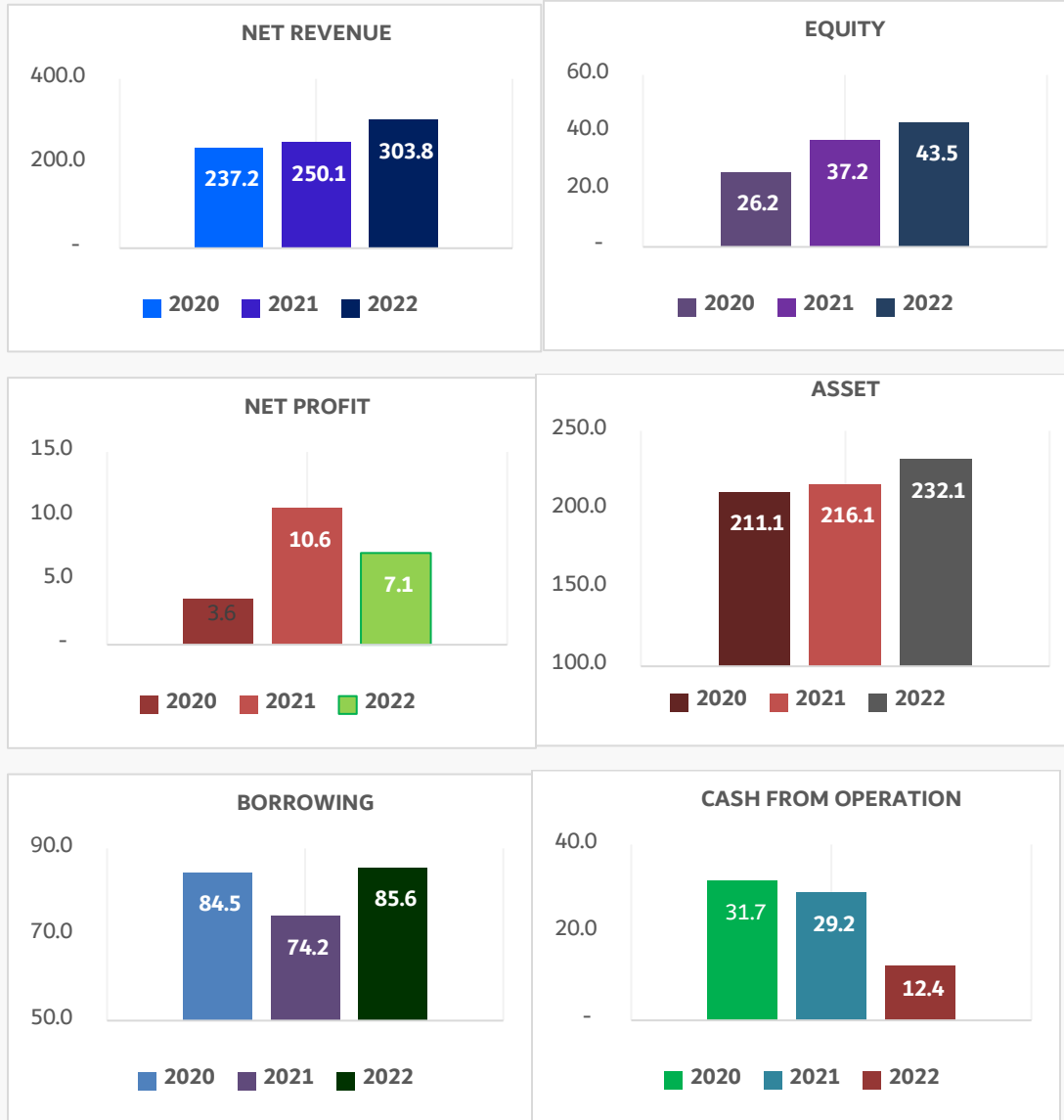
1. Audit Committee
2. Nomination & Remuneration Committee

Governance Structure

The company is managed at the administrative and operational levels by Board through the Company's CEO. The CEO acts according to the objectives set by the Board of Directors and is supported by a distinguished professional team of department managers.



Our Financial Performance (AED Millions)



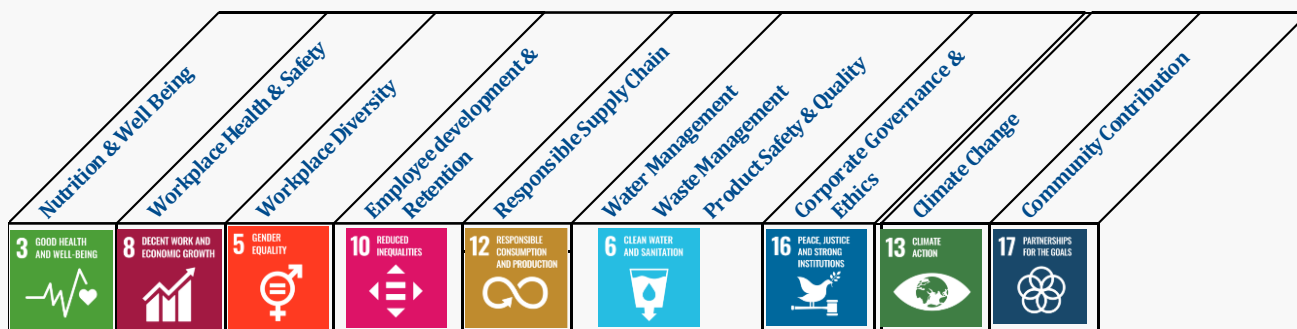
United Nations SDG s

United Nations' Sustainable Development Goals (SDGs) provide governments and businesses with a framework to achieve sustainable development. Based on our sustainability framework, we have mapped out areas of material concerns with national and international sustainable development objectives.

The 17 SDGs adopted by United Nations member states are:

SDG1- No poverty	SDG 2-Zero Hunger	SDG3- Good Health and Well-being	SDG4- Quality Education
SDG 5- Gender Equality	SDG 6- Clean Water and Sanitation	SDG 7- Affordable and Clean Energy	SDG 8 – Decent work and economic growth
SDG 9- Industry, Innovation, and Infrastructure	SDG 10 – Reduced Inequalities	SDG 11- Sustainable Cities and Communities	SDG 12- Responsible Consumption and Production
SDG 13- Climate Action	SDG 14- Life below water	SDG 15- Life on land	SDG 16- Peace, justice and strong institutions
SDG 17- Strengthening global partnerships for the goals			

Alignments of Material Topics to UN SDGs



Nutrition and Wellbeing

With consumers growing demands, Unikai has been providing quality products that nourishes our consumers' lives every day. We are constantly investing in developing new technologies and competencies to improve the profile of our products and incorporating health and nutrition specific criteria into product innovation and development.

In order to assist our consumers in making informed decision while selecting our products, we provide complete nutritional panel information, serving size and other details on the pack which are approved by relevant authorities in the UAE.

We have been transparent regarding health and nutritional details of our products during the promotions and advertisements made through various channels.

We continued our research on revising recipe by eliminating added sugar. More than 17 variants of our juice ranges have zero added sugar. Our products do not have added Artificial colors in all of the dairy and juice range. We are continuing to foster a comprehensive plan toward additional improvement in healthier products.



Workplace Health and Safety

At Unikai, we provide a safe and healthy work environment to our staffs and address all preventable accidents. We have a Health and Safety policy in place which is based on international occupational health and safety standards. Our safety team continually reviews safety data from across all of our production and operational sites to identify hazards, trends, potential concerns, areas of improvement and any need for an increased level of focus in a particular area.

As soon as an employee is on boarded, we have a mandatory Health and Safety Training in place. In addition to initial and on-the-job training, we expect that our health and safety strategy and supporting programs will help to reduce our incident rate in the coming years.

We are also planning to implement a near miss and hazard observation reporting system, which will provide access to anyone to report effectively.

Our Health and Safety Policy Objective:

- Provide information, instruction, and supervision to a worker to protect the health or safety of the staff.
- Enforce safety rules and regulations and report hazardous conditions that require improvement.
- Follow the measure and procedures on incident management in the workplace.
- Manage waste segregation and disposal.
- Take necessary actions to prevent unforeseen circumstances by implementing fire safety system and pest control mechanisms.

Injury and lost day rates	2020	2021	2022
Number of Lost Time injury (Number of events)	3	2	4
Lost Time injury (Time in Hour)	496	672	672
Employee rate of lost-time injury (per 1 million man-hours)	1.85	1.26	2.19
HSE Trainings	2020	2021	2022
Hours of Employee HSE Trainings (Total employees)	352.00	739.00	856.00
Average HSE Training per Employee (Hrs.)	1.55	1.95	1.39
HSE Trainings	2020	2021	2022
Employee Absenteeism rate (%)	7.30%	5.33 %	3.78 %

Employee Talent and Diversity

At Unikai, our ambition is to offer our employees a rewarding work experience and a positive work environment that promotes well-being, equality, creativity, and productivity. We are working to make sure that our employees are provided with opportunities to enrich their skills, develop their capabilities, and learn and grow within the organization. We continue to provide our employees with ample opportunities to undertake technical and nontechnical courses and training programs and provide them with the required resources to do so.

Employees by Region & Gender

Employees by Region & Gender	2020			2021			2022		
	Women	Men	Total	Women	Men	Total	Women	Men	Total
TOTAL	16	532	548	14	565	579	16	602	618

Diversity of Governance Bodies and Employees.

Unikai aims to give a comprehensive workplace to all, and we are making progress towards this end.

Employees by Level and Gender	2020			2021			2022		
	Women	Men	Total	Women	Men	Total	Women	Men	Total
Executives	4	13	17	5	10	15	6	14	20
Managers	0	17	17	0	18	18	0	15	15
Non-managers	12	502	514	9	537	546	10	573	583
Total	16	595	548	14	565	579	14	602	618
% Women	3%			2%			3%		

Employees by Level & Age

Employees by Level and Age	Age	2020	2021	2022
Managers	< age 30	0	0	1
	age 30-50	15	13	10
	> age 50	2	4	4
Non-managers	< age 30	148	156	205
	age 30-50	341	359	347
	> age 50	42	46	51
All employees	< age 30	148	157	206
	age 30-50	356	372	357
	> age 50	44	50	55

Diversity in New Joiners and Leavers

Unikai has one of the most diversified workforces and has provided opportunities to people from various part of the world. Unikai family comes from more than 21 different nationalities bringing together different flavors of cultural and social background, yet with one motive – to make Unikai a leading F&B brand.

At Unikai, we seek to provide career opportunities for women in the markets where we operate and will continue to increase the number of female employees in our workforce year-on-year.

	2020				2021				2022			
New hires(no/%)	< age 30	age 30-50	> age 50	Total	< age 30	age 30-50	> age 50	Total	< age 30	age 30-50	> age 50	Total
Women new hires	0.97%	0.97%		2%	0.46%	0.46%		1%	0.65%	1.30%	0%	2%
Men new hires	54.37%	43.69%		98%	52.31%	46.76%		99%	32.03%	66.01%	0%	98%
Total new hires	55%	45%	0%	100%	53%	47%	0%	100%	33%	67%	0%	100%
Leavers												
Women leavers	0.61%	0.61%	0%	1%	0.53%	1.07%		2%	1.79%			2%
Men leavers	21.95%	62.80%	14%	99%	29.95%	63.10%	5%	98%	28.57%	68.75%	0.89%	98%
Total leavers (turnover)	23%	63%	14%	100%	30%	64%	5%	100%	30.36%	68.75%	0.89%	100%

Employee Composition and Turnover

NUMBER OF FULL-TIME EMPLOYEES	2020	2021	2022
EMIRATI EMPLOYEES	0.18%	0.17%	0.49%
EXPATRIATE EMPLOYEES	99.82%	99.83%	99.51%
Turnover Rate - Expats	23%	27%	19%

Employee Trainings

Unikai has been providing training to its employees through various training channels like:

- In house Training
- External Training
- Overseas Training

All Training and Development activities must be directly related to the Employee's current job objectives or future responsibilities. The training will be a result of one of the following:

- In order to provide Knowledge upgradation
- Competencies Gaps highlighted during the functional and/or leadership competencies.
- Assessment during the PDR.
- Highlighted in the annual Performance & Development Review (PDR).
- An introduction of new business processes, Tools, or equipment's.

Employees receiving performance reviews	2020	2021	2022
Managers	15	5	7
Non-managers	398	366	480
Total	413	371	487
Total Employees	458	406	529
% of Total Employees	90%	91%	92%

Training and Education	2020	2021	2022
Total hours of training provided	1,117 Hrs.	1,559 Hrs.	1,852 Hrs.
Average hours of training per employee	3.12 Hrs.	1.91 Hrs.	3.0 Hrs.

Water Management

At Unikai, our ambition is to arrive at a zero environmental impact for all operations by committing to responsibly sourced ingredients and water consumption every day.

In line with UAE's Vision and considering UAE's current and impending water challenges, water conservation and stewardship are at the forefront of our environmental goals. We aim to conserve water wherever possible and use only what is strictly needed to support our teams in our offices and sites and identify improvement areas in support of this aim.

During the past year we had monthly consumption monitored, and where necessary, actions were be taken either by Facilities and / or Maintenance Department (Engineering) to investigate misuse and abnormalities found if any to optimize production and cleaning processes.

	Units	2020	2021	2022
Water withdrawal/Consumption	Liter	200,393,284	234,726,810	260,251,196
Water recycling and reuse	Liter	0	0	0
Total water consumption	Liter	200,393,284	234,726,810	260,251,196
Production	Liter	57,086,597	65,829,980	74,504,207
Water intensity	Per Liter of Production	3.5	3.6	3.5

Climate Change

From shifting weather patterns that threaten food production to widespread wildfires that devastate entire communities and ecosystems, the impact of climate change is global in scope and unprecedented in scale. Without comprehensive and immediate action today, adapting to these impacts in the future will be more difficult and costly. We continually work on reducing the Carbon footprint of our business, in part, because we are conscious of the inherent risks from climate change. Rising CO2 emissions associated with fuel and Greenhouse gas emission from refrigerators have an impact not only on the environment but also on our financial bottom line.

We, at Unikai are committed to climate change management through operational efficiencies and environmentally positive actions throughout our supply chain. Through innovative technologies and effective management, we can enhance our business while promoting comprehensive solutions for a sustainable future.

The numbers shown below include our Direct Scope 1 Emissions and Indirect Scope 2 Emissions.

CO2 Emissions	Units	2020	2021	2022
Direct (Scope 1) CO2-emissions	Tons CO2 Equivalent	6,942	6,959	6145
Energy indirect (Scope 2) CO2 emissions	Tons CO2 Equivalent	373	425	497
Total	Tons CO2E	7,316	7,384	6642
Carbon Footprint Intensity	Tons CO2E/ ltr output (FG)	0.00013	0.00011	0.00010



Energy Efficiency

Energy used by organization	Equivalent KWH	2020	2021	2022
Diesel & LPG	KWH	15,685,090	15,373,160	16,342,131
Petrol/Furnace Oil	KWH	5,700,428	6,607,669	10,045,819
Total Fuels	KWH	21,385,518	21,980,829	26,387,950
Electricity purchased from grid	KWH	16,005,221	16,812,434	18,036,894
Total Energy Consumption	KWH	37,390,739	38,793,263	44,424,844
Energy intensity	KWH/Ltr	0.65	0.59	0.60

Waste Management

We understand that a systematic process for managing waste and effluent is important for process efficiency, environmental cleanliness, and cost control. HSE Department ensures that disposal of sewage and solid waste shall be performed in a hygienic manner which does not expose the food premises or food products to potential contamination. The recyclable waste is recycled through a recycling entity accredited by Dubai Municipality.

We collaborate with local food regulatory bodies in Oman and the UAE to redistribute food, juice, and dairy products within the shelf life to local charities and food banks to minimize environmental impact and to support those in need.

At Unikai, we ensure that none of our sites are located in an area that is considered a hazard on the biodiversity, we are committed to monitor our manufacturing operations and ensure that our products ingredients, raw materials and final products are in line with the highest ethical and environmental standards, and do not have any significant impact on the biodiversity.

At Unikai, wastewater discharge is directly connected to Municipality line after passing the treatment process (ETP). Further, Quarterly analysis of wastewater is carried out through a contracted third party to ensure discharge parameters are within range as required by Dubai Municipality.

Non-hazardous waste by disposal type	Units	2020	2021	2022
Landfill	Tons	2,464	1,370	1,288
Recycling	Tons	156	230	263
Total non-hazardous	Tons	2,620	1,600	1,551

Hazardous waste by disposal type	Units	2020	2021	2022
Reuse	Tons	4	0	0
Disposal Through DM	Tons	0	0	2.4
Recycling	Tons	0	0	0
Total hazardous waste	Tons	4	4	2.4
Total Waste	Tons	2,634	1,600	1,553.4
Hazardous waste as % of	%	0.2%	0.0 %	0.1%
Waste intensity	/ltr	0.0005	0.0002	0.079
% waste to landfill	%	94%	86%	82.91%
% waste recycled/reused	%	5.95%	14.38%	16.96%

Product Quality and Safety

In order to deliver quality products to the customers, our products pass through robust quality control criteria set by SOP. Our team focuses on development and implementation of the quality management system and continuous improvement in terms of safety and quality.

The capability and effectiveness of our systems is supported by training and various multilevel internal audit programs who carry out both announced and unannounced audits and physical inspections at our sites. Our products and facilities hold various certifications which includes HACCP, HALAL, Dubai Municipality Inspection, Emirates Quality Mark etc.

At Unikai, our employees are provided with tailored training on an annual basis provided by experts such as BFH / PIC/HACCP. We continued rolling out our quality and food safety survey across more areas of the business, the analysis of which is providing us with new insights and has identified actionable areas for improvement.

Our Quality Performance	2021	2022
Number of incidents of non-compliance with regulations and/or voluntary codes concerning the health and safety impacts of products and services	0	0
Number of recalls	0	0
Total number of manufacturing plants	1	1
Dubai Municipality Inspection	2	3

Compliance	2019	2020	2021	2022
HACCP 	✓	✓	✓	✓
HALAL 	✓	✓	✓	✓
DUBAI MUNICIPALITY INSPECTION 	✓ Light Green (Satisfactory)	✓ Light Green (Satisfactory)	✓ Light Green (Satisfactory)	✓ Light Green (Satisfactory)
EMIRATES QUALITY MARK 		✓	✓	✓

Responsible Supply Chain

Our vision is to maintain the most responsible, transparent, and ethical supply-chain that positively contributes to solving the world's greatest challenges through Sustainable Sourcing program. We are working to make sure we take a collaborative approach to elevate sustainability in our supply chain every day.

Wherever we can, we maximize the utilization of the local suppliers considering the availability of materials in UAE. We believe that we have a duty to our stakeholders to ensure that the materials and services we use are ethically sourced. Consumers and stakeholders nowadays have increasing concerns to the impact that the products may have on the factors of production, including staffs and facilities.

In order to align values and best practices throughout our supply chain, we have been conducting site visits as a part of the pre-qualification exercise where critical hygiene raw materials and packaging items are involved. If a supplier is subsequently found to have obtained information in an improper manner while invited to tender, then the supplier shall be blacklisted from the supplier database.

Particulars	2019	2020	2021	2022
Percentage of spending on locally based suppliers (%)	41%	51%	45%	46%
New suppliers that were screened using social and/or environmental Criteria (No.)	0	0	0	0
Supplier Insights				
Number of approved Suppliers	239	265	286	333
Number of total suppliers screened	30	45	54	28
Percentage of Total Supplier Screened	13%	17%	19%	8%
Number of total suppliers declined	0	0	0	0
Number of Supplier that undergone a Site Audit	1	2	0	0

Appendices / GRI content index

GRI GENERAL DISCLOSURE

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102-2	Activities, brands, products, and services	5,6
102-3	Location of headquarters	AI Quoz-1 Dubai
102-4	Location of operations	UAE & OMAN
102-5	Ownership and legal form	Joint Stock/Listed in DFM
102-6	Markets served	UAE & OMAN
102-7	Scale of the organization	17
102-8	Information on employees and other workers	19
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102-10	Significant changes to the organization and its supply chain	25
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102-13	Membership of associations	5 About
Strategy		
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102-16	Values, principles, standards, and norms of behavior	4
102-17	Mechanisms for advice and concerns about ethics	8
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102-18	Governance structure	Page no/Ref Corporate Governance 28
102-19	Delegating authority	Corporate Governance 28
102-20	Executive-level responsibility for economic, environmental, and social topics	Corporate Governance 28
102-21	Consulting stakeholders on economic, environmental, and social topics	12
102-22	Composition of the highest governance body and its committees	28
102-23	Chair of the highest governance body	28
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102-26	Role of highest governance body in setting purpose, values, and strategy	Refer Corporate Governance Rpt
102-27	Collective knowledge of highest governance body	Refer Corporate Governance Rpt
102-28	Evaluating the highest governance body's performance	Refer Corporate Governance Rpt
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102-31	Review of economic, environmental, and social topics	14
102-32	Highest governance body's role in sustainability reporting	3
102-33	Communicating critical concerns	12
102-35	Remuneration policies	Refer Corporate Governance Rpt
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102-42	Identifying and selecting stakeholders	10
102-43	Approach to stakeholder engagement	10
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102-50	Reporting period	1
102-51	Date of most recent report	NA
102-52	Reporting cycle	Annual
102-53	Contact point for questions regarding the report	info@unikai.com
102-54	Claims of reporting in accordance with the GRI Standards	1
102-55	GRI content index	26
102-56	External assurance	1

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103-2	The management approach and its components	7
103-3	Evaluation of the management approach	7
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201-2	Financial implications and other risks and opportunities due to climate change	11
GRI 204: PROCUREMENT PRACTICES		
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GRI ECOLOGICAL INDICATORS

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103-2	The management approach and its components	7
103-3	Evaluation of the management approach	7
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302-4	Reduction of energy consumption	22
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308-2	Negative environmental impacts in the supply chain and actions taken	Nil

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103-2	The management approach and its components	7
103-3	Evaluation of the management approach	7
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403-4	Health and safety topics covered in formal agreements with trade unions	Not Allowed in UAE
	GRI 404: TRAINING AND EDUCATION	
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404-3	Percentage of employees receiving regular performance and career development reviews	19
	GRI 405: DIVERSITY AND EQUAL OPPORTUNITY	
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	GRI 406: NON-DISCRIMINATION	
406-1	Incidents of discrimination and corrective actions taken	Nil
	GRI 413: LOCAL COMMUNITIES	
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	GRI 414: SUPPLIER SOCIAL ASSESSMENT	
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