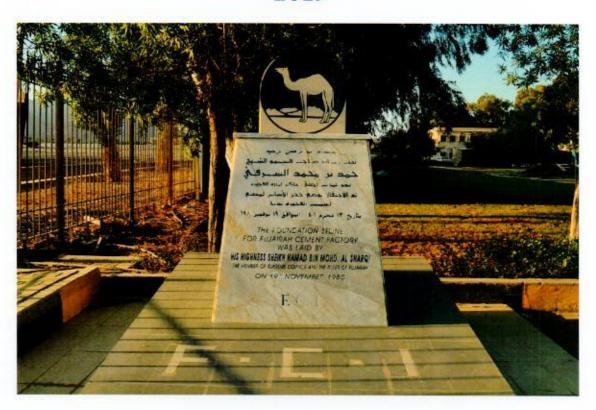
# **FUJAIRAH CEMENT INDUSTRIES**



# Annual Corporate Governance Report 2019



# To view Governance report of the Company for the year 2019 please visit the following websites:-

- www.fujairahcement.com
- www.adx.ae

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HEAD OFFICE

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# صناعات أسمنت الفجيرة ش.م.ع

لمكتب الرئيسي

ص.ب: ٦٠٠ - الفجيرة الإمارات العربية المتحدة

تلیضون: ۲۲۲۲۱۱۱–۹۰ فاکس: ۲۲۲۷۷۱۸–۹۰

البريد الألكتروني: hofci79@fciho.ae

#### موقع على الإنترنت: Web Site: www.fujairahcement.com

#### **GOVERNANCE REPORT 2019**

#### 1) Governance System Application

Fujairah Cement Industries (FCI) believes that compliance with governance rules, standards and application contribute mainly in directing and controlling company's business at higher standards as to ensure achieving their objectives and fulfilling criteria necessary for accountability, integrity and transparency.

The board of directors paid its efforts to provide the wise leadership, strategic supervision, and suitable controlling environment, in addition to abiding by honesty and responsibility in carrying out all the activities, applying the highest governance standards being the basis of fulfilling its obligation towards the company.

Application of governance system and advantages thereof contributed to leading change and restructure thereby enhancing performance improvement, continuity, risks mitigation and support to accountability and transparency. FCI has committed to the application of rules of disclosure and transparency in the process of enhancing confidence in view of the rules and criteria it follows towards practicing concepts of prudent management and principles of governance, which guarantee safeguarding FCI's interests and protecting shareholders' rights.

Governance practices are applied in the light of competent authorities' regulations and instructions, for promoting standard of management structure and financial control given utmost importance of the same in protecting financial system from crisis and providing protection for shareholders as well as whatsoever related to transparency given the importance of the same for FCI shareholders.

FCI Board of Directors implements the Resolution of the Chairman of the Authority's Board of Directors No (7/R.M) 2016 as amended concerning Corporate Discipline and Governance Standards of Public Joint Stock Companies.





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# صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي ص.ب: - ٦٠٠ - الفجيرة الإمارات العربية المتحدة تليفون: ٢٢٢٢٢١١١ - ٩-هاكس: ٢٢٢٧٧١٨

البريد الألكتروني: hofci79@fciho.ae

موقع على الأنثرنت: Web Site: www.fujairahcement.com

# 2- Statement of Ownership and Transactions of the Members of the Board of Directors, their spouses and children in the company's securities during the year 2019:

Name	Post/ relationship	Shares owned on 31/12/2019	Total sale operations	Total purchase operations
Sheikh/ Mohamed Bin Hamad Bin Saif Al-Sharqi	Chairman of the board of directors	Nil	Nil	Nil
Mr. Mohammed Ghaith Al Muhairbi	Vice- chairman of the board of directors	Nil	Nil	Nil
Mr. Abd Al Ghafur Hashim Bahrozyan	Member of the board of directors	17,849	Nil	Nil
Mr. Mohammed Sharif Habib Mohammed Rafie Al Awadhi	Member of the board of directors	Nil	Nil	Nil
Mr. Fahad Ahmed Abdullah Al Shaier	Member of the board of directors	Nil	Nil	Nil
Mr. Saeed Mubarak Obaid Ahmed Al Zahmi	Member of the board of directors	Nil	Nil	Nil
Dr. Saleh Halwan Hemaidan Al Hemaidan	Member of the board of directors	Nil	Nil	Nil
Mr. Abdul Latif Saad Abdul Latif Al Dosary	Member of the board of directors	Nil	Nil	Nil
Mr. Ali Saad Batel Al Mirshad	Member of the board of directors	453,839	Nil	Nil
Mr. Abdul Latif Abdullah Rashid Al Zeer	Member of the board of directors	200,000	Nil	Nil
Mr. Saad Abdullah Hussain Al Hanyan	Member of the board of directors	Nil	Nil	Nil

Board of Directors' trading in securities takes place by Article (14) of the Resolution of the Authority's Board of Directors No (2) for 2001 concerning trading, clearing, transfer of ownership and custody of securities.

The chairman and members of board of directors, its general manager or any of the officers having access to FCI basic information are prohibited from acting on their own motion or through a third party with respect of trading in securities of the company itself, mother company, subsidiary, sister or friend company during the following periods:

- Prior to (10) ten days from declaring any material information that may influence a share price in terms of rise or decline unless such information arises from contingent and sudden events.
- Prior to (15) fifteen days from the end of quarterly, half-annual and annual financial period until disclosure of financial statements.

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#### موقع على الإنترنت: Web Site: www.fujairahcement.com

#### 3/A: Formation of Board of Directors

The elected Board of Directors at annual General Assembly on 13/04/2017.

Name	Category	Qualifications	Membership & positions with any other joint stock companies	Positions in any other significant audit, government or commercial bodies.	Membership
Sheikh Mohammed Bin Hamad Bin Saif Al Sharqi	Non- executive & Independent	MA in Project Management	*	E-Government Director - Fujairah - Government of Fujairah Representative	2008
Mr. Mohammed Ghaith Al Muhairbi	Non- executive & Independent	University Graduate	*	Government Business - Government of Abu Dhabi Representative.	1986
Mr. Abd Al Ghafur Hashim Behroozian	Non- executive & Independent	University Graduate	Government Business - Chairman of Board of Directors of Fujairah National Insurance.	Government of Fujairah Representative.	1980
Mr. Mohammed Sharif Habib Mohammed Rafie Al Awadhi	Non- executive & Independent	University Graduate	Board member of Fujairah National Insurance.	Director General of Fujairah Free Zone Authority – Board member of Fujairah Foundation for Regions Development.	2017
Mr. Fahad Ahmed Abdullah Al Shaier	Non- executive & Independent	University Graduate	Government Business - Board member of national Takaful	1.T	2014
Mr. Saeed Mubarak Obaid Ahmed Al Zahmi	Non- executive & Independent	University Graduate	Lawyer - Board member of Fujairah National Insurance.		2014
Dr. Saleh Halwan Hemaidan Al Hemaidan	Non- executive & Independent	PhD	Islamic Development Bank Representative - Saudi Arabia	Economic Advisor to Ministry of Economy & Planning - Saudi Arabia	2014
Mr. Abdul Latif Saad Abdul Latif Al Dosary	Non- executive & Independent	University Graduate	Executive Chairman of Spring United General Trading Co.		2017
Mr. Ali Saad Batel Al Mirshad	Non- executive & Independent	University Graduate	Businessman - Gal Pal Real Estate	•	1993
Mr. Abdul Latif Abdullah Rashid Al Zeer	Non- executive & Independent	University Graduate	Practicing Lawyer	Certified local Arbitrator & Conciliator at Kuwait Chamber of Commerce & Industry.	2017
Mr. Saad Abdullah Hussain Al Hanyan	Non- executive & Independent	University Graduate	Chairman of Board of Directors of Bait Co. – Vice-Chairman of Board of Directors of Saudi Projects Holding Co,		2008

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البريد الأنكتروني: hofci79@fciho.ae

Web Site: www.fujairahcement.com : موقع على الإنترنت

### B) Women Representation Percentage in Board of Directors for 2019.

No women are represented on the Board of Directors for 2019.

#### C) Reasons for lack of women nomination for Board of Directors membership

The current Board of Directors was elected on 13/04/2017. No woman applied for nomination.

#### D/1) Board of Directors total paid remunerations for 2018.

A sum of AED 1,222,650 was paid to members of Board of Director for fiscal year 2018.

# 2) Board of Directors total proposed remunerations for 2019 to be presented at General Assembly Meeting for approval.

Not yet proposed and shall be presented to the Annual General Assembly .

# 3) Details of allowances received by Board members for attending Board of Directors and Committees meetings for 2019.

No allowances were paid for attending meetings of committees arising from Board of Directors for fiscal year 2019. Number of meetings of Board of Directors are shown in Clauses (5/c) & (6/c).

# E) Number of Board of Directors meetings held during financial year 2019, their dates and number of times of attendance in person:

Fujairah Cement Industries

Board of Directors Meetings Attendance for 2019

NT.	0 :	1 <sup>st</sup>	2 <sup>nd</sup>	3 <sup>rd</sup>	4 <sup>th</sup>	
Name	Capacity	07/02/2019	25/04/2019	29/08/2019	14/11/2019	
Sheikh Mohammed Bin Hamad Bin Saif Al Sharqi	Chairman of the Board	-	-	~	~	
Mohammed Ghaith Al Muhairbi	Vice-Chairman of the Board	1	~	4	~	
Abd Al Ghafur Hashim Bahrozyan	Member	~	1	х	✓.	
Mohammed Sharif Habib Mohammed Rafie Al Awadhi	Member	~	-	~	~	
Saeed Mubarak Obaid Ahmed Al Zahmi	Member	~	×	·	<b>√</b>	
Fahad Ahmed Abdullah Al Shaier	Member	X	~	~	¥	
Dr. Saleh Halwan Hemaidan Al Hemaidan	Member	~	~	✓	<b>V</b>	
Mr. Abdul Latif Saad Abdul Latif Al Dosary	Member	~	~	1	<b>V</b>	
Mr. Saad Abdullah Hussain Al Hanyan	Member	~	×	~	1	
Mr. Ali Saad Batel Al Mirshad	Member	<b>V</b>	<b>√</b>	~	~	
Mr. Abdul Latif Abdullah Rashid Al Zeer	Member	~	~	~	-	

✓ : Present

X : Absent

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# صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي ص.ب: ٦٠٠ - الفجيرة

الإمارات العربية المتحدة تليفون: ٢٢٢٢١١١-٩٠

فاكس: ۲۲۲۷۷۱۸-۹-۹-۲۲۲۷۷۱۸ البريد الألكتروني: hofci79@fciho.ae

موقع على الإنترنت: Web Site: www.fujairahcement.com

# F) The number of the resolutions of the board of directors passed during the fiscal year 2019 along with the dates thereof.

First resolution – approval of the periodical financial statements for the period ended 31/03/2019 dated 13/05/2019.

**Second resolution**- approval of the periodical financial statements for the period ended 30/06/2019 dated 18/07/2019.

G) Board of Directors tasks and responsibilities delegated to the Executive Management. The Board of Directors has not delegated any of their tasks to either Board members or the Executive Management.

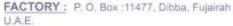
#### The Executive Management powers are as follows:

- Manage FCI business activity and provide directives to the executive body in line with FCI strategic objectives and policies decided by the Board of Directors, provisions of law and other legislations related to FCI business and activity.
- Provide Board of Directors with precise periodical reports on FCI financial positions, business, and actions taken in respect of risk management and internal control system to enable the Board to review the set objectives, plans and policies and hold the Executive Management accountable for their performance.
- Submit recommendations in connection with any proposals they deem appropriate to FCI business.
- Provide supervisory bodies with any required information, data and documents by provisions of law, regulations, instructions and decisions in pursuance to either of which they are issued.

# H) Dealings conducted with related parties (Stakeholders) with showing the nature of relationship and type of dealing:

No dealings have been conducted with related parties (stakeholders).

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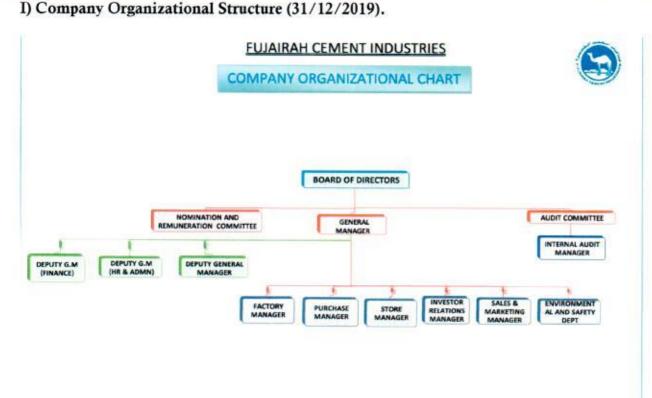
### سناعات أسمنت الفجيرة ش.م.ع

# المكتب الرئيسي

ص.ب: ٦٠٠ - الفجيرة الإمارات العربية المتحدة

تلیفون: ۲۲۲۲۲۱۱۹-۹۰ فاکس: ۲۲۲۷۷۱۸-۴۰

البريد الألكتروني: hofci79@fciho.ae



J) Statement of FCI senior executive officers' salaries and remunerations for 2019.

#	Office	Appointment date	Annual salary inclusive allowance for 2019	Remunerations for 2019	Other cash or in kind remunerations for 2019 or due in future
1	General manager	01/04/1981	1,059,960	Nil	Nil
2	Deputy general manager	01/03/2016	348,000	Nil	Nil
3	Deputy General manager for Administrative Affairs	23/05/1983	478,680	Nil	Nil
4	Deputy General manager for Financial Affairs	31/01/2012	476,280	Nil	Nil
5	Factory Manger	18/02/2007	441,000	Nil	Nil
6	Deputy Factory Manager	16/12/2012	365,400	Nil	Nil
7	Senior sales & Marketing manager	05/07/1982	365,640	Nil	Nil
8	Internal Audit Manger	12/02/2012	232,440	Nil	Nil
9	Investors Relation Management Manager	19/07/2011	145,200	Nil	Nil

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# صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي

ص.ب: ٦٠٠ - الفجيرة الإمارات العربية المتعدة تليفون: ٢٢٢٢١١١-٩٠

فأكس: ۱۸ ۲۲۲۷۷-۹۰

البريد الأثكتروني: hofci79@fciho.ae

#### موقع على الأنترنت: Web Site: www.fujairahcement.com

#### 4) External Auditor

A) Talal Abu Ghazala International, a holding company containing a group of professional companies, a reputable worldwide accounts, financial and professional auditors and consultants firm since its foundation 33 ago. Talal Abu Ghazala employs groups of highly qualified and well-experienced Arab professionals, existing in every Arab capital city to provide the experts services on the financial and industrial matters to meet the requirements of customers. They all form a professional group. In the international level, it provides different services in the business field. The institution which started its activities about thirty three year ago and practices its activities now under the name and by the vision approved by Talal Abu Gjhazala International. It started as an institution that provides chartered accountants, accounts auditors, financial services for the business community in the Arab Gulf.

The external audit firm is independent of FCI and its Board of Directors, practising accounting audit, verifying financial statements and controlling FCI accounts for the fiscal year in which it has been appointed. The firm, for the sake of performing the duties, shall have the right of access at any time to all FCI books, records and documents and to request statements and notes which it deems necessary to obtain. The firm may verify FCI assets and liabilities.

The external auditor attends General Assembly meetings, verifies procedures followed in calling for the meeting and provides his opinion on financial statements as to whether there are any violations of the provisions of FCI Articles of Incorporation, Companies Law or General Assembly resolutions that might have taken place during the fiscal year.

Name of Audit Firm:	Talal Abu Ghazala
The number of years spent as an external auditor for FCI:	1
Total financial statements audit fees for 2019:	AED 200,000
Other special service fees and costs rather than financial statements audit for 2019:	Nil
Details and nature of the other provided services	Nil
Other services delivered during 2018 by another auditor rather than FCI auditor:	No other external auditor

C) No reservations have been incorporated by the external auditor in the interim or annual financial statements for 2019.

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### صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي

ص.ب : ٦٠٠ - الفجيرة الإمارات العربية المتحدة تليفون: ٢٢٢٢١١١

فاكس: ۲۲۲۷۷۱۸-۹۰ البريد الألكتروني: hofci79@fciho.ae

موقع على الإنترنت: Web Site: www.fujairahcement.com

#### 5) Audit Committee.

# A) <u>Declaration of head Audit Committee of his responsibility for the committee system of the company and that he checked the mechanism of its work and efficiency.</u>

Mr. Fahad Ahmed Alshaier, head of the Audit Committee, declares that he is responsible for the committee system of the company and that he checked the mechanism of its work and efficiency B) Names of Audit Committee's members and statement of competencies and tasks assigned to the Committee.

Name	Capacity	Category	Experience	Membership
Fahad Ahmed Abdullah Al Shaier	Chairman	Independent	University graduate/government business – a member of National Takaful Board.	2014
Saad Abdullah Al Henayan	Member	Independent	University graduate/Chairman of Board of Directors of Bait Company/Vice- chairman of Board of Directors of Saudi Projects Holding Group.	2008
Abdul Latif Saad Abdul Latif Al Dosary	Member	Independent	University graduate/government business.	2017

#### Objectives of Audit Committee:

The objectives of the Audit Committee is to support Board of Directors in respect of its responsibility towards shareholders in connection with auditing FCI financial information and matters related to corporate governance in a regular manner to ensure effective utilization of available resources.

The Audit Committee undertakes all competencies and tasks contained in Article (49) of the resolution of the Authority's Board Chairman No (7/R.M) for 2016 concerning Corporate Discipline and Governance Standards of Public Joint Stock Companies.

C) The number of Audit Committee meetings and members' attendance in person:

Audit Committee Meetings Attendance for 2019

Name	Capacity	1 <sup>st</sup>	2 <sup>nd</sup>	3 <sup>rd</sup>	4 <sup>th</sup>	5 <sup>th</sup>
		07/02/2019	13/05/2019	18/07/2019	29/08/2019	14/11/2019
Fahad Ahmed Abdullah Al Shaier	Chairman	×	1	~	1	1
Saad Abdullah Hussain Al Henayan	Member	-	~	~	· ·	~
Abd Al Latif Saad Abd Al Latif Al Dosary	Member	-	1	×	· ·	~

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# سناعات أسمنت الفجيرة ش.م.ع

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#### موقع على الإنترنت: Web Site: www.fujairahcement.com

#### 6) Nominations and Remunerations Committee:-

A) Declaration of Head of nomination & remunerations committee of his responsibility for the committee system of the company and that he checked the mechanism of its work and efficiency.

Mr. Abd Al Ghafur Hashim Bahroozian, head of the nomination and remunerations Committee, declares that he is responsible for the committee system of the company and that he checked the mechanism of its work and efficiency

B) Nominations and Remunerations Committee Composition.

Name	me Capacity Category		Experience Membe		
Abd Al Ghafur Hashim Behroozian		University graduate/government business - Chairman of the Board of Fujairah National Insurance	1090		
Ali Saad Batel Al Mirshad	Member	Independent	Diploma in Accounting/Businessman - Pal Gal Real Estate.	1993	
Saeed Mubarak Obaid Ahmed Al Zahmi	Member	Independent	University graduate/Lawyer – a member of Fujairah National Insurance Board of Directors.	2014	

#### Objectives of Nominations and Remunerations Committee:

The objective of the Nominations and Remunerations Committee is to determine nomination policies and criteria for Board of Directors membership, periodical review of Board's requirements for capabilities and skills, ensure independency of members, prepare human resources and training policies including aspects of conflict of interest in members' membership of other companies' Board of Directors together with preparing polices for awards, benefits, incentives and salaries relating to the Board members and staff and review such polices on annual basis.

- The Nominations Committee undertakes all competencies and tasks contained in Article (47) of the resolution of the Authority's Board Chairman No (7/R.M) for 2016 concerning Corporate Discipline and Governance Standards of Public Joint Stock Companies.
- C) The number of Nominations and Remunerations Committee Meetings and members' attendance in person:

Nominations and Remunerations Committee Meetings Attendance for 2019

Name	Capacity	1 <sup>st</sup>
		06/02/2019
Abd Al Ghafur Hashim Behroozian	Chairman	-
Saeed Mubarak Obaid Ahmed Al Zahmi	Member	
Ali Saad Batel Al Mirshad	Member	✓

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# صناعات أسمنت الفجيرة ش.م.ع

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

A/ Mr. Khalil Saeed Obaid Alnuaimi, chairman of the knowledgeable persons' dealings follow-up and supervisory committee declares that he is responsible for the system of the committee in the company and that he reviewed the mechanism of its work and checking its efficiency.

#### Names of Committee's Members:

- 1) Khalil Saeed Obaid Al Nuaimi
- 2. Ashraf Abd Al Khader Al Sayed

The committee is responsible for following-up and supervising knowledgeable persons' dealings and properties and maintain a register in their respect.

#### Summary of tasks undertaken during 2019

- Updating FCI list of knowledgeable persons on Website of Financial Market in a continual manner.
- Notifying FCI knowledgeable persons of prohibition periods of their trading in FCI securities, each in due course.
- 3) Continuous follow-up of FCI knowledgeable persons' trading movement.
- 4) furnish the authority and stock market with an updated list at the beginning of the fiscal year

### 8) No other committees ratified by Board of Directors exist

#### 9) Internal Audit System

The Board of Director acknowledges its responsibility for FCI internal audit system and for reviewing the system operational mechanism and ensuring its effectiveness.

FCI has established an effective Internal Audit Department (IAD). RamaKrishnan Subramanian Rajangom, a Chartered Accountant holder of BA in Corporate Secretaryship, was appointed on 12/02/2012 as head of IAD and Compliance Officer with the appointment of three professionally qualified and experienced assistants.

IAD aims at implementing a precise and robust system dealing with delivering and developing departmental performance efficiency and FCI internal control in terms of continuous auditing operational results, examining financial records, assessing internal control system and assisting Senior Management with enhancing FCI operations efficiency and effectiveness in respect of discovering manipulation and monitoring errors in FCI financial system.

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# صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي

ص.ب: ٦٠٠ - الفجيرة الإمارات العربية المتحدة

تلیفون: ۲۲۲۲۱۱۱-۹۰ فاکس: ۲۲۲۷۷۱۸-۹۰

البريد الألكتروني: hofci79@fciho.ae

Neb Site: www.fujairahcement.com : موقع على الإنترنت

IAD performs its duties in accordance with Article (50) of the Resolution of the Authority's Board Chairman concerning Corporate Discipline and Governance Standards of Public Joint Stock Companies No (7/R.M).

IAD has the independence sufficient to perform its tasks and directly reporting to the person in charge of the internal audit system. IAD adopts implementation of international standards of internal audit towards achieving the required objects in an efficient manner and more cost-effective as reflected in the bases of internal audit for ensuring the following:

- 1) Reasonability and conformity of information and data.
- 2) The extent of consistency with policies, plans, procedures, regulations, laws and instructions.
- 3) Extent of safeguarding FCI assets and property.
- 4) Extent of consistency of the set activities, operations and Programmes with the set objects and objectives and ensuring being applied by supervisory bodies according to the set plans and objectives. IAD prepares annual control plan in liaison with Audit Committee and Departmental Managers or Heads of other FCI Sections.

IAD Manager submits detailed reports to Board of Directors on internal audit system assessment demonstrating and providing proposals for bridging gaps in internal audit system in a periodical manner when necessary at any time as he deems and as the exigencies of such assessment may so require.

With regard to IAD dealing with FCI major issues or those disclosed in reports and annual accounts, IAD implements governance rules and constantly verifies compliance with the provisions of laws and decisions that may bridge gaps in internal audit system through adhering to the following:

- 1) Basic control including control over financial affairs, operations and risk management.
- 2) Ensure FCI ability to respond to changes in their business and external environment.
- 3) The extent of implementing internal regulations, procedures and policies and submission of necessary reports to both the Audit Committee and Board of Directors.

IAD has not recorded any major violations or problems within FCI during 2019.

# 10) No violations have been committed during the year ended 31/12/2019

# 11) FCI contribution for 2019 to local community development and safeguarding of the environment:

 FCI Board of Directors is greatly concerned with undertaking the responsibility for the service of the society and surrounding environment. FCI seeks through its staff to

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# صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي

ص.ب: ٦٠٠ - الفجيرة الإمارات العربية المتحدة تليفون: ٢٢٢٢١١١-٩٠

هاكس: ٣٢٢٧٧١٨ - ٩-البريد الألكتروني: hofci79@fciho.ae

موقع على الانترنت: Web Site: www.fujairahcement.com

participate in all national occasions and social events of their different religious, cultural and sport activities.

- FCI participated and supported Fujairah International Mining Forum and Exhibition for the seventh year, organized by Fujairah Natural Resources Corporation in collaboration with UAE Ministry of Energy and Industry and Arab Industrial Development and Mining Organization.
- FCI also attended the training on preparing the reports of the goals of sustainable environment organized by Abu Dhabi Stock Market.
- FCI efficiently participated in the Creation Month of the United Arab Emirates for the year 2019 organized by Fujairah Municipality.
- FCI also participated in the Arbor Week organized by Dibba Municipality.

#### Cash Contributions:

As part of the community responsibility, FCI contributions are AED 127,500 reflected in cash support to national public benefit organizations, organizing national festivals including sport, religious and cultural competitions and honoring superior school students.

#### In - kind Contributions:

- FCI contributed to the provision of cement for assisting low-income citizens from the local community.
- FCI provides training opportunities for university students of different technical specializations.
- FCI undertakes to always fulfil its obligations to provide a good and secured working environment for all staff by following the security & professional safety laws, training the employees on all the fields relating to the security, safety and public health, and first aid.
- FCI is committed as well to make the area surrounding the factory clear from pollution. To this end, Monitoring apparatus has been installed for registering percentages of dust in the air and notify the Ministry of Environment of such readings to make cement industry more environmentally friendly.

#### 12) General Information:

a) Monthly Share price statement for 2019 in AED

Month	Maximum Price	Minimum Price	Closing Price
January	1.25	1.25	1.25
February	1.25	1.25	1.25
March	1.25	1.25	1.25
4 April	1.25	1.25	1.25
17 April	1.25	1.25	1.25
May	1.25	1.25	1.25
June	1.25	1.25	1.25
July	1.32	1.13	1.32
August	1,32	1.32	1.32
September	1.32	1.19	1.32
October	1.32	1.19	1.32
12 November	1.38	1.22	1.28
17 November	1.33	1.33	1.33
December	1.33	1.33	1.33

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# صناعات أسمنت الفجيرة ش.م.ع

المكتب الرئيسي

ص.ب: ٦٠٠ - الفَجيرة الإمارات العربية المتحدة

تليفون: ۲۲۲۲۱۱۱-۹-

هاکس: ۲۲۲۷۷۱۸-۹-۹

البريد الألكتروني: hofci79@fciho.ae

### موقع على الإنترنت: Web Site: www.fujairahcement.com

### B/ Performance of FCI Share compared with General Market and Sector Index for 2019



C) Shareholders' Ownership Distribution on 31/12/2019

Share classification	Individuals	companies	Government of (Fujairah & Abu Dhabi)	Total
Local	16,479,161	7,218,244	87,341,925	111,039,330
Arab	110,838,041	133,468,692		244,306,733
Foreigner	187,520	331,737	*******	519,257
Total	127,504,722	141,018,673	87,341,925	355,865,320

### D) Shareholders who own 5% or more of FCI capital as of 31/12/2019

	Number of Shares	% of capital
Government of Fujairah	82,541,250	23.194%
Islamic Development Bank	25,300,000	07.109%
Mohammed Ibrahim Abd Al Aziz Al Rumaih	49,600,000	13.938%
Wafara International Investment/Clients	33,623,993	09.449%

E) Shareholders Distribution

#	Share ownership	Number of shareholders	Number of owned shares	Owned share percentage of capital	
1	Less than 50,000	1289	8,441,421	2.37%	
2	From 50,000 to less than 500,000	165	27,000,583	7.59%	
3	From 500,000 to less than 5,000,000	40	52,972,093	14.89%	
4	More than 5,000,000	12	267,451,223	75.15%	
	Total	1506	355,865,320	100%	





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# سناعات أسمنت الفجيرة ش.م.ع

المكتب الرثيسى

ص.ب: ٦٠٠ - الفَجيرة الإمارات العربية المتحدة تليفون: ٢٢٢٢١١١

فاکس: ۲۲۲۷۷۱۸-۹-

البريد الألكتروني: hofci79@fciho.ae

موقع على الأنترنت: Web Site: www.fujairahcement.com

#### F) Actions taken in respect of investors relations disciplines

- Accountant Ashraf Abdul Kader El- Sayed has been appointed to be responsible for all tasks related to investors relations subject to the requirements contained in Article (35/a) of the resolution of the Authority's Board Chairman for 2016 concerning Corporate Discipline and Governance Standards of Public Joint Stock Companies.
- FCI website has been fully updated in both Arabic and English languages. A page for the investors has been dedicated, updated and maintained in a continual manner in line with international standards including all means of communication with the Investors Relations Department.
- FCI is committed to publishing information and data being disclosed to supervisory bodies, markets or the public on FCI website.

- Investors Relations Department Contacts:

Telephone: 0097192223111, Fax: 0097192227718, P. O, Box: 600 Fujairah

E-mail: hofci79@fciho.ae

- Investors Relations page link on FCI website:

www.fujairahement.com/ar/fci/investor-relations-ar www.fujairahcement.com/fei/investor-relations

G) There were no special resolutions presented to the General Assembly convened during 2019.

#### H) Name and date of appointment of the Reporter of Board of Directors meetings.

- Accountant Ashraf Abdul Kader Al Sayed Manager of Investors Relations Department, holder of BSc. In Commerce, Cairo University, Date of appointment 11/07/2011
- part of his duties is to coordinate with the members regarding the meetings of the Board and committees, prepare the minutes of meetings, coordination with the high management to execute the resolutions and follows them up.

#### I) Key Events during 2019.

- FCI has achieved the highest production of clinker during the year 2019.
- FCI obtained ISO 4500:2018 Certification as per the new standards if the safety & professional health system management.
- FCI registered the least consumption (Kw/hr./ton) of cement mill.
- FCI recorded the highest production of electricity generation at the coal operated power station.





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# سناعات أسمنت الفجيرة ش.م.ع

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#### J) Emiratisation Percentages:

- 1/ Emiratisation percentage in the year 2017: 13.8%
- 2/ Emiratisation percentage in the year 2018: 14.6%
- 3/ Emiratisation percentage in the year 2019: 14.6%

#### K) FCI innovative projects and initiatives of FCI:

- FCI, through the initiative of power management, could reduce the production cost price and solve the problem of power cut during the summer season as result of high loads.
- FCI, aiming at protecting the environment, purchased equipment for cutting wood and tyres wastes and recycle them to use them as alternative fuel in the cement industry process.
- By the end of 2015 FCI implemented the latest project for the production of electricity through using wasted heat emitting from ovens and chillers for the production of 12 megawatts without using any kind of fuel so as to rationalize energy consumption and minimize carbon emissions on the environment and reduce the cost of production.

Your sincerely,

Manager (	of internal	contro	1		
Signature	<b>.</b>	Kint	ro	<del>.</del>	 

Head of Nomination & Remunerations Committee Signature :

Head of Auditing Committee Signature :....

> Chairman of Board of Directors Mohamed Bin Hamad Bin Saif Al-Sharqi



For review of FCI Governance Report for 2019, please visit the following websites:

- Fujairah Cement Industries: www.fujairahcement.com

Abu Dhabi Securities Exchange: www.adx.ae

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