

[TRANSLATION FROM ARABIC]

**Emaar Development PJSC
Corporate Governance Report for 2020**

This report is issued annually by Emaar Development PJSC (the "**Company**") pursuant to the provisions of Article 77 of Resolution No. (3/R.M.) of 2020 issued by the Chairman of the Board of Directors of the Securities and Commodities Authority concerning the Approval of Public Joint Stock Companies Governance Guide ("**Governance Guide**").

1- A clarification of the procedures adopted by the Company to satisfy the requirements of the Governance Guide in 2020, and how they were implemented:

Regarding the procedures adopted by the Company to satisfy the requirements of the Governance Guide in 2020, we would like to confirm that the corporate governance framework adopted by the Company in 2020 complied with all main requirements, and provisions, of the Governance Guide.

As for the Company's approach in applying the provisions of the Governance Guide, the Company implemented the various policies adopted by the board of directors of the Company ("**Board of Directors**" or "**Board**") in relation to governance, taking into account the interests of the Company, the shareholders and all other stakeholders, as follows:

A. Board of Directors:

The composition of the Board of Directors and its terms of reference comply with the requirements of the Commercial Companies Law, the Governance Guide and the articles of association of the Company ("**AOA**"), as well as with other relevant laws and resolutions. Best practices and standards related to the functioning of the Board are also applied to the extent possible to increase its effectiveness.

The Company adheres to the terms of reference set out by the Board of Directors in relation to its composition, operating procedures and responsibilities as follows:

1. The Board of Directors has generally complied with the main requirements of its terms of reference with regard to various matters including, but not limited to, the number of Board members and the balance required among its members according to the specified standards, the terms of membership and the responsibilities of the chairman of the Board ("**Chairman**"), and the number of meetings to be held, the quorum required for meetings, and the majority needed to make decisions, the conditions for decision-making and the technical skills required for membership of the Board.
2. The independent Board members confirmed their independent status during the year 2020 and the Company verified that the legal requirements regarding the minimum number of independent Board members are satisfied.
3. The Board of Directors recommended the payment of an annual bonus six hundred fifty thousand UAE Dirhams (AED 650,000) for each non-executive director for the year 2020,

subject to approval by the Company's annual general meeting in accordance with the relevant laws, regulations and the AOA.

4. The Board acknowledged the responsibilities, duties, powers and other requirements necessary for its functioning through the terms of reference of the Board of Directors.
5. The duties and responsibilities of the Chairman of the Board of Directors include the duties enumerated in the Governance Guide and have been specified in the terms of reference of the Board of Directors.
6. The terms of reference of the Board of Directors outline the duties of the Company's management toward the Board of Directors. These duties include, but are not limited to, organizing an induction program for new Board members and providing the Board with regular information to enable the Board to carry out its duties efficiently in accordance with the relevant laws, regulations and the Company's policies.
7. Some of the powers of the Board of Directors are delegated by way of a clearly defined authority matrix approved by the Board. This authority matrix is periodically reviewed and communicated to the relevant members of the management to comply with it.
8. Board members are subject to special disclosure obligations, including, but not limited to, disclosure of any positions they hold in other joint stock companies, any change to their independent status, dealings in Company's securities and any changes to the information they are required to submit annually as soon as such changes occur. Moreover, a Board member is required to provide full disclosures in respect of any matter being reviewed by the Board or any of its committees in which he has a conflict of interests.

B. Committees of the Board of Directors:

The Board of Directors established three committees, as follows:

- (1) Audit Committee
- (2) Nomination and Remuneration Committee
- (3) Investment Committee

Other committees may be established as may be decided by the Board. Each Board committee acts in accordance with its own terms of reference.

All terms of reference of the committees are approved either by the Board of Directors or by the concerned committee and these terms of reference are all consistent with the requirements of the Governance Guide. The terms of reference of the Board committees include, but are not limited to, the role of the committee, the requirements for its constitution, the duration of its membership, the duties and powers of its members and its operating procedures.

The requirements relating to independent and non-executive members in the composition of the Audit Committee and the Nomination and Remuneration Committee as provided in the terms of reference of these committees have been complied with.

C. Internal Control

The Board of Directors has established an internal control system in the form of an internal control policy. This system aims to assess the methods and procedures of risk management, ensure proper application of the Governance Guide, comply with applicable laws and regulations and internal policies, and review the financial information used in the preparation of the Company's financial statements. The Audit Committee assists the Board in overseeing the application of the internal control system, and the Internal Control Department coordinates the day-to-day operations related to this system.

The internal control policy requires that the Board of Directors periodically reviews the Company's internal control system.

D. External Audit

The external auditor is selected in accordance with the requirements of the Governance Guide, the AOA and the applicable laws and regulations.

Once the general meeting approves the appointment of auditors, the Audit Committee informs the external auditors of the conditions and restrictions related to their tasks, considering the requirements of the Governance Guide.

E. Code of Professional Conduct

The Company adopted a code of professional conduct outlining the ethical standards of the Company, its duties toward different stakeholders, its due diligence obligations and its commitment towards compliance with all relevant laws and regulations.

Members of the Board of Directors, employees and internal auditors abide by these rules in the performance of their duties.

F. Policy for dealing in securities issued by the Company

The Board of Directors established a policy governing all dealings in securities issued by the Company by Board members and employees to ensure compliance with applicable laws and regulations.

This policy requires Board members and employees to comply with the restrictions on dealing in securities, outlines the disclosure requirements related to permitted transactions and clarifies the prohibited acts in accordance with the provisions of such policy.

G. Policy Outlining Shareholders' Rights

The Board of Directors established a policy clarifying the shareholders' rights including those certain rights provided by applicable laws and regulations and the rights stated in the AOA.

The purpose of this policy is to enable and encourage the shareholders to exercise their rights effectively.

H. Disclosure Committee

A Disclosure Committee has been established by the Company comprising senior members of the management team. The objectives of the Disclosure Committee are to develop systems to ensure compliance with applicable laws and regulations related to disclosure, upholding the Company's image, providing transparency to the Company's current and future shareholders and other stakeholders and preventing exploitation of the stock market.

2- Statement of ownership and transactions of Board of Directors (Board) members and their spouses, their children in the company securities during 2020:

There are neither ownership nor transactions for the Board members or their spouses or children in the Company's securities during the year of 2020.

3- Composition of the Board of Directors:

a. The Board of Directors of the Company consists of seven members (7) as follows:

| Name/Designation | Category (Executive/Non-Executive, Independent/Non-Independent) | Memberships and Positions in Other Joint Stock Companies (in UAE) and Government Entities | Date of Appointment |
|---|--|---|---|
| <p>Mr. Adnan Kazim Chairman (Board Member till 17 December 2020 and Chairman as of 17 December 2020)</p> | Non-Executive, Independent | Emirates - Chief Commercial Officer | <p><i>Date of Appointment:</i> <u>20 November 2017</u></p> <p><i>Duration of his term as a board member:</i> <u>3 years</u></p> |
| <p>Dr. Aisha Bint Butti Bin Bishr Vice Chairman (Board Member till 17 December 2020 and Vice Chairman as of 17 December 2020)</p> | Non-Executive, Independent | <ol style="list-style-type: none"> The Computer System Advisory Board – Member Higher Colleges of Technology Board of Trustees - Member | <p><i>Date of Appointment:</i> <u>20 November 2017</u></p> <p><i>Duration of her term as a board member:</i> <u>3 years</u></p> |

| | | | |
|--|-----------------------------------|---|--|
| Mr. Mohamed Alabbar | Executive, Non-Independent | 1. Emaar Properties PJSC – Managing Director 2. Emaar Malls PJSC – Board Member | <i>Date of Appointment:</i> <u>20 November 2017</u> <i>Duration of his term as a board member:</i> <u>3 years</u> |
| Executive Board Member (Chairman till 17 December 2020 and Executive Board Member as of 17 December 2020) | | | |
| Mr. Jamal Bin Theniyah | Non-Executive, Non-Independent | Emaar Properties PJSC – Chairman | <i>Date of Appointment:</i> <u>20 November 2017</u> <i>Duration of his term as a board member:</i> <u>3 years</u> |
| Board Member (Vice Chairman till 17 December 2020 and Board Member as of 17 December 2020) | | | |
| Mr. Ahmed Jawa | Non-Executive, Non-Independent | Emaar Properties PJSC – Vice Chairman | <i>Date of Appointment:</i> <u>20 November 2017</u> <i>Duration of his term as a board member:</i> <u>3 years</u> |
| Board Member | | | |
| Mr. Arif Al Dehail | N/A | N/A | N/A |
| (Board Member till 21 June 2020) | | | |
| Mr. Abdulla Al Awar | Non-Executive, Independent | 1. Emirates International Accreditation Centre (EIAC) – Board Member 2. Emirates NBD Real Estate Investment Trust – Oversight Committee Member 3. Dubai Islamic Economy | <i>Date of Appointment:</i> <u>20 November 2017</u> <i>Duration of his term as a board member:</i> <u>3 years</u> |
| Board Member | | | |

Development Centre
(DIEDC) – CEO

| | | | |
|---|-----------------------------------|--|--|
| <p>Mr. Khalid Al Halyan (Elected as a Board Member as of 21 June 2020)</p> | <p>Non-Executive, Independent</p> | <p>Dubai Aviation City Corporation – Chief Audit Executive</p> | <p><i>Date of Appointment:</i> <u>21 June 2020</u></p> <p><i>Duration of his term as a board member:</i> <u>6 months</u></p> |
|---|-----------------------------------|--|--|

Experience and Qualifications of Board of Directors:

The Members of Board of Directors have the below experience and qualifications:

Mr. Adnan Kazim, Chairman:

Adnan Kazim is currently the airline’s Chief Commercial Officer reporting to the President Emirates Airline.

He leads Emirates’ Commercial Operations across the airline’s vast network of nearly 160 destinations in 86 countries including major departments in Dubai such as e-Commerce, Retail & Contact Centres, the Emirates Skywards loyalty programme and Emirates SkyCargo.

He also heads the airline’s Strategic Planning and Revenue Optimisation teams, which are critical functions and his teams play an integral role that support the airline’s commercial success.

Adnan joined Emirates in 1992. His career graph rose quickly, and he went on to successfully lead the airline’s commercial regions being appointed in senior management roles that included Senior Vice President Gulf, M.E. & Iran and Senior Vice President Africa.

His vast experience helped him transition into a leadership role to shape the airline’s strategy of growth in the areas of fleet planning, market expansion and governmental relations. He most recently held the role of Divisional Senior Vice President, Strategic Planning, Revenue Optimisation & Aeropolitical Affairs.

Adnan graduated from the UAE University in Al Ain.

Adnan is on the Board of Emirates Airline Foundation, a non-profit charity organisation which aims to improve the quality of life for children and the dignity of children caught in extreme poverty worldwide.

Dr. Aisha Bint Butti Bin Bishr, Vice Chairman:

Her Excellency Dr. Aisha Bint Buti Bin Bishr is the vice chairman of Emaar Development Board since Dec 2020. Dr. Aisha is a global digital magnate and the former founding Director General of Smart Dubai in the United Arab Emirates. With the distinction of being the first woman to lead the transformation of a smart city globally, she has laid a robust foundation for upcoming talent and inspires youth towards building a better tomorrow through digitalisation.

Dr. Aisha is considered an Emirati global ambassador for digitalisation being a renowned thought leader advocating the humanisation of technology to create better urban smart future. She is among the world’s most powerful women leaders in business and technology, with Forbes ME ranking her among the Middle East’s Top 10 most powerful businesswomen.

She was the Director General of the Smart Dubai Department, UAE between 2015-2020, the government entity entrusted with Dubai’s city-wide smart digital transformation by His Highness Sheikh Mohammed bin Rashid Al Maktoum, Vice President and Prime Minister of the UAE and Ruler of Dubai.

Dr. Aisha also led the creation of ‘The Smart City Index’ - the first-ever benchmark for smart city implementation across the globe in cooperation with ITU and the United Nations. As an acclaimed digital transformation and Smart Cities thought leader globally, she represented Smart Dubai in City Protocol Society, Smart City Expo World Congress and GSMA.

In addition to her responsibilities at Smart Dubai, Her Excellency was a member of the Dubai Council under the Government Development Track until July 2020. Her Excellency also was the Chairperson of the Dubai Future Council for Blockchain, which was launched as part of the Dubai Future Councils initiative by His Highness Sheikh Hamdan Bin Mohammed Bin Rashid Al Maktoum, Crown Prince of Dubai and Chairman of the Executive Council of Dubai, to assess and develop the future of key industry sectors in Dubai over the next 50 years. Dr. Aisha also heads The Council of Happy Cities (part of the World Happiness Council), is the Chairperson of the SDG 11 Global Council, and is the only woman from the Middle East to be a member of the Gartner Global CIO Research Board.

Additionally, Her Excellency serves as a member of the World Economic Forum’s Global Future Councils and The Fourth Industrial Revolution’s Smart Cities Readiness Index Team – an initiative also led by WEF. Her Excellency is also a Board Member at the Higher Colleges of Technology, UAE and a member of Emaar’s Board Committee until Dec 2020.

Dr. Aisha was also a member of the board at the UAE AI Council, the Computer System Advisory Board, the Leadership Team for Smart Services and Digital Infrastructure, and she is a member of

the Advisory Board of the College of Computing and Informatics at the University of Sharjah, the University of Wollongong, and the World Happiness Council.

Dr. Aisha co-led the creation of the U4SSC’s Key Performance Indicators (KPIs) for Smart Sustainable Cities (SSC) – the first-ever benchmark for smart city implementation across the globe, drafted in cooperation with the International Telecommunication Union and the United Nations.

As an acclaimed digital transformation and smart cities thought leader globally.

Prior to her current role, Dr. Aisha served as Assistant Director General of Dubai Executive Office and Assistant Undersecretary of the UAE Ministry of Labour during her illustrious career. Throughout her 27-year experience in ICT development, Dr. Aisha committed herself to humanising digital transformation, from developing technologies to transforming human experiences.

Awards

The incredible work of Dr. Aisha is recognised globally. She has received numerous accolades which include, the ‘Digital Transformation Award’ at the Achieving Women Awards 2019, ‘Excellence in Strategic Leadership Award 2017’ by Entrepreneur Middle East’s Enterprise Agility Awards; Leadership in Digital Transformation by .GOV, ‘Outstanding Alumni Award 2017’ from The University of Manchester ME Centre; ‘Woman In Government’ Award at the Arab Women Awards 2016, ‘Woman in Public Sector Award’ from Global Women in Leadership Economic Forum 2015; ‘Community Service Medal 2013’ by Lt. General HH Sheikh Saif Bin Zayed Al Nahyan, Deputy Prime Minister and Minister of Interior; and the ‘Middle East Woman Leader in Corporate Management Excellence 2012’ by Middle East Women Leaders Excellence Awards.

In addition, she has been honoured by the Swedish Embassy, Trade Council, and Ericsson, in recognition of her role in implementing the Smart City Vision of Dubai’s leadership. In February 2020, Dr. Aisha was recognised as one of the Middle East’s Top 10 most powerful businesswomen by Forbes Middle East.

Mr. Mohamed Alabbar, Executive Board Member:

Founder & Chairman of Alabbar Enterprises
<https://www.alabbarenterprises.com/>
 Founder & Managing Director of Emaar Properties
<https://www.emaar.com/>
 Founder & Director of Noon.com
<https://www.noon.com/>

Chairman of Eagle Hills
<https://www.eaglehills.com/>
Chairman of Americana Group
<https://americana-group.com/>

Mr. Mohamed Ali Rashed Alabbar is a global entrepreneur with active interests in real estate, retail, hospitality, e-commerce, technology, logistics, F&B and venture capital.

Experience

Since 1997, he has been at the forefront of global real estate, leading marquee real-estate development companies such as Emaar Properties (developer of world's tallest building) and Eagle Hills (leading emerging markets real estate developer). He has spearheaded the growth of Emaar Properties attaining unmatched track record of successfully developing iconic futuristic residential, retail, entertainment, hospitality & leisure assets transforming the lifestyles of people globally. Over the years he has developed world-class mixed used projects across 20+ markets of Middle East, North & Sub Saharan Africa, Central & Eastern Europe and South & South East Asia and US.

Business Acumen

In addition, he has driven the growth of several regional players into world-renown sector champions including Americana Group (a multibillion-dollar food business, the largest integrated food company in the Middle East), noon.com (the leading e-commerce platform in the region) and Namshi (a pure-player fashion e-commerce firm).

More recently, he has expanded holdings in China with leading mobile transportation platform Didi Chuxing and popular coffee chain, Luckin Coffee.

Championing emerging technology, he is also spearheading the first mobile only referral and loyalty program utilising blockchain technology it is set to disrupt the current value exchange customers have with the brand.

Accomplishments and International Accolades

He has been a trusted partner to strategic investors including sovereign wealth funds, family offices, funds as well as public investors with a strong long-term value creation track record and has nurtured distinctive relationships with housing authorities, regional ministries, global and regional banks and tech companies.

Recognised for his contribution to the industry he has won several accolades including the 'Arabian Business Achievement Award' in 2017 and 2014's 'Lifetime Achievement Award', presented to Alabbar by Gulf Business as well as being ranked fifth worldwide as one of 'Construction Week's most influential industry leaders' in 2019

Education

A graduate in Finance and Business Administration from the Seattle University in the US, also holds an Honorary Doctorate from Seattle University, an Honorary Doctorate from London School of Economics and Political Science and an Honorary Doctorate from Sun Moon University in South Korea.

Mr. Jamal Bin Theniyah, Board Member:

Mr. Jamal Bin Theniyah, born in 1958, holds a bachelor degree in Public management.

Mr. Bin Theniyah joined Port Rashid in October 1981 and have progressed through the management up until May 1991 when Dubai government merged port Rashid with Jebel Ali port under Dubai Ports Authority (DPA) and he has been appointed as Assistant Managing Director.

In the year 1999, one of the first initiatives of Mr. Bin Theniyah along with DPA chairman in the international port operation market encompassing, Beirut, Djibouti and Jeddah led to the creation of Dubai Ports International (DPI).

In 2001 he has been appointed as a Managing Director to master plan the development of Jebel Ali as one of the biggest terminal in the world increasing its capacity from 20 million TEUs at that time to 50 million TEUs.

In 2004, Mr. Bin Theniyah played a major role in the acquisition of Sealand world terminals to give DPI a real international footprint.

Mr. Jamal Bin Theniyah is the Co- Founder of DP World, the 4th largest port operator in the world with a capacity of 100 Million TEUs as in the year 2006, DPI conclude the acquisition of P&O Ports to become the 3rd largest port operator in the world and DPW was created to become a real international port operator company worth USD 22 billion.

In 2006, Mr. Bin Theniyah has been appointed a Vice Chairman and GCEO of Ports & Freezone world, which include DP World, Freezone world and P&O Ferries until his retirement in January 2017.

In 2008, following the global crisis Mr. Bin Theniyah led the restructuring of Dubai World, a conglomerate in the real estate (Nakheel), private equity (Istithmar) and Dry dock world.

Since 2012, Mr. Bin Theniyah sits as an independent member on the board of Directors of Emaar Dubai, and having previously served as a board member in different entities.

In Sep 2017, Mr. Bin Theniyah has been elected as a non-executive board member of Emaar the Economic City.

Mr. Bin Theniyah is a common speaker in the international ports and maritime conferences and is amongst few who won 3 international prestigious awards:

In 2006 he won Lloyds list personality of the year,

In 2007 he won the personality of the year by Sea trade,

In 2010 he won the highest lifetime award by sea trade “the life-time achievement award”.

He is known and well respected by the major international ports operators and the shipping lines and has the knowledge of developing large scale port operation and logistic zone including the business knowledge process in the shipping line routes and rotations.

Mr. Ahmed Jamal Hassan Jawa, Board Member:

Mr. Ahmed Jawa embodies the Middle East’s success story. As Chairman, President & Chief Executive Officer of Starling Holding Limited, Mr. Jawa has continually set business and entrepreneurial excellence standards.

The renowned Saudi Arabian entrepreneur established Starling Holding, an international investment group dedicated to private equity and venture capital, just after graduating from college, when private equity was in its infancy in the Middle East region.

Mr. Jawa’s impeccable corporate expertise in oil and gas, healthcare, hospitality, home entertainment, and real estate development helped grow Starling Holding into a global investment leader, with business interests in the Middle East, Europe, USA, North Africa, and South Asia.

His business acumen was recognised in 1996, at the highest level, when he was honoured as one of the ‘Global Leaders of Tomorrow’ at the World Economic Forum in Davos, Switzerland.

Mr. Jawa’s expertise and entrepreneurial skills have seen him become a trusted advisor for global companies that operate in the Middle East.

He is the Vice-Chairman of Emaar Properties, the developer of global icons including Burj Khalifa and Downtown Dubai, and Chairman of its Emaar Properties’ Investment Committee and Risk Committee. He is also a member of its Audit Committee, offering advice on Emaar’s global expansion plans.

Mr. Jawa is also a Board Member of Emaar Development, the leading developer of residential and commercial build-to-sell assets in the UAE, and a member of its Investment Committee and Nomination & Remuneration Committee.

Mr. Jawa is Chairman of Emaar Middle East (KSA), developer of high-value projects in the Kingdom of Saudi Arabia.

In addition, Mr. Jawa is the Chairman of Emaar Turkey and serves on Emaar Misr’s board in Egypt. He is also the Chairman of its Audit Committee and a member of its Investment Committee.

He is on the Board of RAK Petroleum, an Oslo Børs-listed oil and gas investment company and serves as the Chairman of its Audit Committee.

Mr. Jawa is also on the Board of National Pipe Company Ltd (NPC), a joint-venture between Saudi-based enterprises and Sumitomo Corporation Group of Japan that manufactures and supplies quality pipes for the oil, gas, water and construction services.

He is a former member of the Board of ‘Emaar, The Economic City’ and its Nomination & Remuneration Committee. A public joint-stock company listed on the Saudi Stock Exchange (Tadawul), ‘Emaar, The Economic City’ is undertaking the modernisation and execution of King Abdullah Economic City, the largest masterplanned community of its kind in the Middle East region.

Mr. Jawa was previously Chairman of Disney Jawa Enterprises, which introduced a range of Walt Disney licensed products to the Middle East region. He was the Chairman & CEO of Stallions Home Video, which redefined home entertainment in the region, and Coflexip, a joint venture with France’s Elf Aquitaine, to lay underwater pipes for crude oil distribution.

Mr. Jawa holds a Master’s in Business Administration (MBA) and a Bachelor of Science in Business Administration, from the University of San Francisco. He is fluent in Arabic, English, and French.

Mr. Abdulla Mohammed Al Awar, Board Member:

Abdulla Mohammed Al Awar is the CEO of Dubai Islamic Economy Development Centre (DIEDC). In this capacity, he oversees the Centre's work and collaborates closely with DIEDC’s multiple stakeholders to implement the ‘Dubai: Capital of Islamic Economy’ strategy through enabling private and public sector organisations to innovate and promote sharia-compliant economic products and services ranging from Islamic finance to halal food and lifestyle, among others.

Prior to his current role, Al Awar was the CEO of Dubai International Financial Centre (DIFC) from 2009 to 2012. During his eight-year tenure with DIFC that saw him hold various executive positions, he leveraged his exceptional skills in strategic planning, operational management and financial control to help develop DIFC into a global financial hub.

Under his strategic leadership, DIFC was ranked as the leading financial centre in the region for the years 2009-2012, demonstrating an average 13% client growth year-on-year, as well as improved efficiency and performance.

Al Awar has served as member of several committees and boards in Dubai including the Economic Committee of the Executive Council of Dubai, Dubai Free Zones Council, Bourse Dubai and the Investment Committee of the Emirates NBD Real Estate Fund.

He is also currently a member of the Board of Directors of Emaar Development PJSC and a member of Oversight Committee at the Emirates NBD Real Estate Investment Trust (ENBD REIT) since 2017. In 2016, he became a member of the Board of Directors of the Emirates International Center for Accreditation (EIAC).

He holds a Bachelor of Science degree in Business Administration from the University of Colorado at Boulder, US. He is also a graduate of the Mohammed Bin Rashid Program for Leadership Development, an executive education program conducted in affiliation with Cranfield University, UK, IMD and INSEAD.

Mr. Khalid Salem Al-Halyan, Board Member:

Mr. Khalid Salem Al-Halyan has more than 37 years senior level experience in several industries and is currently the group Chief Audit Executive at Dubai Aviation City Corporation (DACC). He started his career at the UAE Central Bank and moved to the Department of Economic Development (DED) in Dubai before joining the aviation industry in 1996; initially to establish the new Dubai Airport Free Zone (DAFZA) and head up the Finance Department, before moving on to establish the Group Internal Audit & Risk Assessment (GIARA) function at DACC. He has been involved in establishing DED, Emaar Properties, the UAE Internal Audit Association, the UAE Golf Association and worked on restructuring projects for DUBAL, Dubai World Trade Centre, Dubai Civil Aviation, UAE Central Bank Banking Supervision, and realized the construction of a new facility for the Al Noor Special Needs Centre in Dubai. Mr. Al-Halyan currently serves as Vice President of the UAE Internal Audit Association (affiliated to the Institute of Internal Auditors (IIA), USA), Chairman of Al Noor Special Needs Centre in Dubai and Mr. Al-Halyan is also the Advisor to Amlak Real Estate and Chairman of Emaar South, Dubai. He holds an MBA degree from Bradford University in the UK and BBA from UAE University, Al Ain.

b. A clarification on women’s representation in the Board of Directors in 2020:

Dr. **Aisha Bint Butti Bin Bishr** represents women in the Board of Directors for the year 2020 and was originally appointed by the constitutive general meeting of the Company on 20 November 2017 and re-elected on 21 June 2020.

The Company further confirms its continuous support and commitment to provide equal opportunities to women. The Company has always believed in the capabilities, skills and expertise

of women and this was demonstrated through the appointment of women in the highest positions within the management of the Company.

c. Remuneration and allowances for attending committee meetings:

1- Total remuneration paid to members of the Board of Directors for the year 2019:

The total remunerations paid to non-executive members of the Board of Directors for the year 2019 are six hundred fifty thousand UAE Dirhams (AED 650,000) for each non-executive member (including the Vice Chairman), in addition to one million UAE Dirhams (AED 1,000,000) to the Chairman, as approved by the annual general meeting of the Company.

2- Total remuneration proposed to be paid to members of the Board of Directors for the year 2020:

The Board of Directors propose six hundred fifty thousand UAE Dirhams (AED 650,000) for each non-executive director for the year 2020 as the remuneration to be paid to them for the year 2020, subject to approval by the annual general meeting of the Company.

3- Allowances paid to Board members during the year 2020 for attending meetings of Board committees:

It was decided to pay an amount of four hundred thirty two thousand UAE Dirhams (AED 432,000) as allowances for attending meetings of the Board committees for the year 2020 as shown in Annex B-1, at the rate of twelve thousand UAE Dirhams (AED 12,000) per meeting for chairmen of committees and ten thousand UAE Dirhams (AED 10,000) per meeting for members of the committees. No allowances will be paid to any executive Board member for attending meetings of committees. Allowances were distributed as shown in Annex B-1.

4- Details of the additional allowances, salaries or fees received by a Board member other than the allowances for attending the committees and their reasons:

There are no additional allowances, salaries or fees received by a Board member other than the allowances for attending the committees.

d. Number of Board Meetings held during the year of 2020:

The Board of Directors held six (6) meetings during the fiscal year of 2020 on the following dates to discuss matters that do not require disclosure as per the relevant disclosure and transparency regulation issued by the Securities and Commodities Authority, other than the board meeting held on 17 December 2020 regarding the Board of Directors:

- 17 February 2020
- 11 May 2020
- 16 August 2020
- 14 October 2020
- 13 December 2020
- 17 December 2020

The personal attendance of Board members is indicated in Annex B-2 attached to this report.

e. Number of the Board resolutions passed by circulation during the 2020 fiscal year, along with convening dates:

The Board of Directors issued eight (8) resolutions by circulation during the Fiscal Year 2020, on the following dates regarding matters that do not require disclosure as per the relevant disclosure and transparency regulation issued by the Securities and Commodities Authority, other than the resolutions passed by circulation on 30 March 2020 regarding the financial results of 2019 and on 6 April 2020 to invite the annual general assembly to convene:

- 15 March 2020
- 30 March 2020
- 06 April 2020
- 09 April 2020
- 19 April 2020
- 21 June 2020
- 02 November 2020
- 10 November 2020

f. Delegation of Authority:

The Board of Directors delegated to the executive management powers relating to various matters such as the powers to approve construction contracts, consultancy services, operating expenses and banking transactions within certain financial limits. This delegation of powers is reviewed each year.

g. Related Party Transactions:

The Company has not entered into any transaction with related parties in accordance with the definitions provided for these terms in the Governance Guide. Annex K attached to this report provides the key related party transactions as such term is defined in the International Financial Reporting Standards (IFRS) and which are already reflected in the consolidated financial

statements for the year 2020, and carried out during the year in the normal course of business on the terms agreed between the parties.

h. Organizational structure of the Company:

Please refer to Annex C attached to this report which includes the Company's organizational structure as of 31 December 2020.

i. Senior Executive Employees:

Please refer to Annex D attached to this report which includes a list of the Company's senior executive employees, date of appointment, total salaries and allowances paid in 2020.

4- External Auditor:

a) Brief Background on the External Auditor:

KPMG is a global network of independent member firms offering audit, tax and advisory services. KPMG member firms operate in 147 countries, collectively employing more than 219,000 people. KPMG Lower Gulf Limited is a provider of audit, tax and advisory services to a broad range of domestic and international clients across all sectors of business and the economy. KPMG Lower Gulf Limited has been operating in the UAE for more than 40 years through its offices in Abu Dhabi, Dubai and Sharjah, which together comprise more than 100 partners and directors and over 1,300 employees.

In addition to its presence in the UAE and Oman, KPMG is widely represented in the Middle East for more than 50 years and has offices in the UAE, Bahrain, Egypt, Jordan, Kuwait, Lebanon, Oman, Palestine, Qatar, and Saudi Arabia, with more than 8,000 employees in the Middle East.

KPMG was the first major firm of its kind to organize itself along industry lines – a structure which enabled them to develop in-depth knowledge of their clients’ businesses and to provide them with an informed perspective. Over the years, KPMG has developed specialist industry and discipline groups to meet client requirements for professional advisors who understand and are experienced in a wide variety of business fields. KPMG have significant experience across key geographic areas and are engaged with leading industry players on a range of issues critical to the future of their industries. In addition to having many of the Middle East’s leading organizations and government-related entities as its clients, KPMG in the Lower Gulf has been party to numerous milestone engagements in the region.

b) Audit Fees:

A table is attached to this report (Annex A) showing the total fees and costs related to the audit and other services provided by external auditors, including the details and nature of the services provided, and a statement of the other services provided by external auditors other than the Company’s auditor in 2020, in addition to the number of years served as an external auditor of the Company.

c) A clarification of any qualified opinion provided by the Company's external auditor:

The auditor's report did not provide any qualified opinion regarding the interim or annual financial statements for the year 2020.

5- Audit Committee:

a) Mr. **Abdulla Al Awar**, as the Chairman of the Audit Committee, acknowledges his responsibility for the committee's system in the Company, for reviewing its working mechanism and for ensuring its effectiveness.

b) Composition and Functions:

The composition of the Company's Audit Committee during the year 2020 was as follows:

- 1- Mr. **Abdulla Al Awar** (chairman).
- 2- Dr. **Aisha Bint Butti** (member)
- 3- Mr. **Jamal Bin Theniyah** (member)

On 13 December 2020, the Audit Committee was restructured as follows:

- 1- Mr. **Abdulla Al Awar** (chairman).
- 2- Dr. **Aisha Bint Butti** (member)
- 3- Mr. **Khalid Al Halyan** (member)

The committee has many functions, including developing and implementing the policy for appointment of external auditor and following up and monitoring its independence, as well as discussing the nature and scope of the audit process and its effectiveness in accordance with the applicable auditing standards. It also monitors the integrity of the Company's financial statements and reports, considers any significant and/or unusual items that are or must be included in these reports, and reviews the financial controls, internal controls and risk management systems, as well as the Company's financial and accounting policies and procedures.

The Audit Committee oversees the Company's compliance with the code of professional conduct, ensures the proper discharge of its duties as set out in its terms of reference in accordance with the powers entrusted to it by the Board. The Audit Committee established practical tools to enable the employees to report any potential violations related to financial reports, internal controls or other violations and takes the necessary actions in this regard; it also reviews and approves related party transactions in accordance with the policies adopted by the Board in this regard.

c) Meetings and Attendance:

The committee held its meetings during 2020 to discuss matters relating to financial statements and other matters as follows:

- 04 February 2020
- 03 March 2020
- 27 July 2020
- 25 October 2020

The personal attendance of the members of the committee is shown in Annex B-1 attached to this report.

6- Nomination and Remuneration Committee:

a) Dr. **Aisha Bint Butti**, as the Chairman of the Nomination and Remuneration Committee, acknowledges her responsibility for the committee's system in the Company, for reviewing its working mechanism and for ensuring its effectiveness.

b) Composition and Functions:

The composition of the Company's Nomination and Remuneration Committee during the year 2020 was as follows:

- 1- Dr. **Aisha Bint Butti** (chairman)
- 2- Mr. **Ahmed Jawa** (member)
- 3- Mr. **Adnan Kazim** (member)

On 17 December 2020, the Nomination and Remuneration Committee was restructured as follows:

- 1- Dr. **Aisha Bint Butti** (chairman)
- 2- Mr. **Ahmed Jawa** (member)
- 3- Mr. **Abdulla Al Awar** (member)

The committee's principal role consists of reviewing several issues, including, but not limited to, monitoring the independent status of independent board members on a continuing basis, setting out the policy for granting bonuses, benefits, incentives and salaries to Board members and employees, determining the Company's requirements for various skills and competencies, preparing the Company's policies on human resources and regulating and organizing and monitoring the procedures for nomination of Board members.

c) Meetings and Attendance:

The committee held its meeting during 2020 as follows:

- 16 February 2020
- 18 March 2020
- 16 June 2020
- 26 November 2020

- 06 December 2020

The personal attendance of the members of the committee is shown in Annex B-1 attached to this report.

7- Investment Committee:

a) Mr. **Mohamed Ali Alabbar**, as the Chairman of the Investment Committee, acknowledges his responsibility for the committee’s system in the Company, for reviewing its working mechanism and for ensuring its effectiveness.

b) Composition and Functions:

The composition of the Company’s Investment Committee during the year 2020 was as follows:

- 1- Mr. **Mohamed Ali Alabbar** (chairman)
- 2- Mr. **Jamal Bin Theniyah** (member)
- 3- Mr. **Ahmed Jawa** (member)
- 4- Mr. **Adnan Kazim** (member)
- 5- Mr. **Arif Al Dehail** (member)

On 21 June 2020, the Investment Committee was restructured as follows:

- 1- Mr. **Mohamed Ali Alabbar** (chairman)
- 2- Mr. **Jamal Bin Theniyah** (member)
- 3- Mr. **Ahmed Jawa** (member)
- 4- Mr. **Adnan Kazim** (member)
- 5- Mr. **Khalid Al Halyan** (member)

The committee’s principal role consists of reviewing several issues, including, but not limited to, the company's new investments, feasibility studies and related financing transactions.

c) Meetings and Attendance:

The committee held its meetings during 2020 as follows:

- 16 February 2020
- 14 June 2020
- 12 August 2020
- 09 December 2020

The personal attendance of the members of the committee is shown in Annex B-1 attached to this report.

8- Committee for Monitoring Insiders Trading:

- a) Dr. **Aisha Bint Butti**, as the Chairman of the Committee for Monitoring Insiders Trading, acknowledges her responsibility for the committee's system in the Company, for reviewing its working mechanism and for ensuring its effectiveness.
- b) **Names of members of the Committee for Monitoring Insiders Trading, its scope of work and responsibilities**

The members of the committee during the year 2020 were Mr. **Jamal Bin Theniyah** and Mr. **Bader Hareb** (Chief Executive Officer). On 17 December 2020, Dr. **Aisha Bint Butti** replaced Mr. **Jamal Bin Theniyah** as the Chairman of the Committee for Monitoring Insiders Trading.

The committee is responsible for managing, monitoring and supervising trading and ownership of securities of the Company by insiders, maintaining a register of their names and submitting periodic statements and reports to the stock market.

- c) **Summary of the Committee's activities report for 2020**

The committee prepared and updated the register of insiders and informed the individuals named in the register about the requirements to comply with the insiders trading policy and requested them to ensure compliance with these requirements and to notify the committee when they trade in the Company's shares.

9- Internal Control System:

The Internal Control Department performs the internal control function under the supervision of the Audit Committee and the directions of the Board of Directors. The Department follows the rules governing the Company's internal control activities. The Board of Directors acknowledges its responsibility for the Company's internal control systems, for reviewing its methods of operation and confirms its effectiveness.

The goal of the Internal Control Department is to provide independent and objective assurances to deliver an added value and to improve the company's operations and internal controls. Mr. **Irfan Sadiq** has been the Director of the Internal Control Department since his appointment on 1 August 2014, and he is also the compliance officer of the Company and holds the following qualifications:

- 1- Chartered Certified Accountant (FCCA), United Kingdom.
- 2- Certified Public Accountant (CPA), United States of America.
- 3- Chartered Professional Accountant (CPA), Canada.
- 4- Certified Internal Auditor (CIA), United States of America.
- 5- Certified Fraud Examiner (CFE), United States of America.

The Internal Control Department assists the Company in achieving its objectives by following a systematic and disciplined approach to assess and improve the efficiency of risk management and control and governance processes.

In the event of material violations falling within the scope of the Internal Control Department or identification of issues that must be disclosed in the annual reports, a report will be prepared regarding the matter and submitted to the Audit Committee which will take the necessary measures to deal with each of these cases, including requesting the management to provide the necessary clarifications or to take the necessary measures to deal with these cases.

During 2020, the Audit Committee received reports and memorandums from Internal Control Department on operational effectiveness, financial reporting and compliance with the Company policies including applicable laws and regulations. The Audit Committee is assisting the Board of Directors in overseeing the application of internal control systems and presented the Internal Control Department's reports and memorandums for the records of the Board. The number of audit reports and memorandums issued to the Audit Committee are 19 reports.

10- Violations:

The Company did not commit significant violations of the Governance Guide during 2020.

11- Local community development and environmental conservation:

The Company contributed to number of initiatives related to the development of the local community, such as:

- Emaar participated in "Dubai Fitness Challenge" initiative launched by His Highness Sheikh Hamdan Bin Rashid Al Maktoum. Emaar launched a competition to motivate employees to participate in the challenge and download the STEPPI app.
- During Ramadan, the Company distributed 120,000 Iftar meals to our construction workers and community service providers.
- Participating in the "Earth Hour" walk in cooperation with Dubai Electricity and Water Authority (DEWA), by reducing the use of electricity for one hour and saving energy.

12- General Information:

- a. Please refer to Annex E of this report for information on the Company's share price in the financial market at the end of each month during year 2020.
- b. Please refer to Annex F regarding the comparative performance of the Company's shares as opposed to the market index and the sector index to which the company belongs, during year 2020.
- c. Please refer to Annex G for categories of shareholders as of 31 December 2020.
- d. There are no shareholders holding 5% or more of the company's capital, except for **Emaar Properties PJSC**, which owns 79% of the share capital of the Company as of 31 December 2020 by way of owning 3,160,000,000 shares.
- e. Please refer to Annex H for categories of shareholders by reference to the size of their percentage shareholding as of 31 December 2020.
- f. Please refer to Annex I for the significant events that took place in the Company in 2020.

- g. Please refer to Annex L for transactions carried out in 2020 and which value is 5% or more of the Company's capital.
- h. Emiratization percentage in the Company at the end of 2018, 2019, 2020 is as follows:
- 2018: **5.02%**
 - 2019: **7.52%**
 - 2020: **11%**
- i. Please refer to Appendix J for the list of innovative projects and initiatives implemented by the Company or which were under development during 2020.
- j. Investor Relations Guidelines:

The name and contact information of the Investors' Relations Manager:

Mr. Abhay Singhvi

Contact Information:

- o Tel No.: 04 362 7466
- o Email: investor-relations@emaar.ae

The Investor Relations webpage link on the Company's website:

- o Link: <https://www.emaar.com/en/investor-relations>

The appointment of Mr. **Abhay Singhvi** as Investor Relations Manager is a temporary appointment due to the resignation of the former Investor Relations Manager. The Company is still in the process of appointing an Investor Relations Manager who meets the requirements of Article 51 of the Governance Guide.

k. Special Resolutions presented to the Annual General Meeting held in 2020 and the procedures taken in relation to the same:

- By virtue of a Special Resolution, it was resolved to amend Article (42) of the Company's Articles of Association to be read as follows:

“Notice to the shareholders to attend meetings of the General Assembly shall be published in two local dailies issued in Arabic, and shall be sent by registered mail or text messages (SMS) or email or any other electronic mean that can be proved, at least fifteen (15) days prior to the meeting after obtaining the approval of the Authority. The notice shall include the agenda for such meeting. Copies of the invitation documents must be provided to the Authority and the Competent Authority”

- By virtue of a Special Resolution, it was resolved to amend Article (49) of the Company's Articles of Association by adding the following sentence at the end of the Article:

“Electronic voting may take place during General Assembly meetings, including items that require Special Resolution and secret Cumulative Voting, in accordance with the mechanism and terms approved by the Authority in relation to such matter”

I. The name of the Board Secretary and the date of his appointment:

Mr. **Ayman Hamdy** and Mrs. **Rana Mattar** were appointed on 22 April 2019 as Board Secretary and Assistant Board Secretary respectively. However, Mr. **Ayman Hamdy** left the Company on 08 October 2020 and accordingly Mrs. **Rana Mattar** was appointed as Board Secretary on 13 December 2020.

Mr. Ayman Hamdy

Mr. Ayman Hamdy joined Emaar in 2006 and left the Company on 08 October 2020.

He was responsible for establishing the Emaar Group's legal strategy, overseeing its legal and governance functions, securing legal protection for the company's assets, structuring major transactions and supervising the implementation of the company's bylaws, policies and regulations.

Mr. Hamdy started his career with one of the largest law firms in Egypt, working on international business transactions and foreign investment matters. He served as a public prosecutor for three years before joining Unilever in Dubai as their Regional Head of Legal.

Mr. Hamdy studied law in Egypt, France and the United States. He holds an LL.M. in US Law from the law school of Washington University in St. Louis.

Mrs. Rana Mattar

Rana joined the corporate legal department of Emaar in March 2008. Since 2016, Rana has been handling company secretary matters for the Group. Following the departure of Ayman Hamdy, she was appointed the Company Secretary for the Group on 13 December 2020. Rana started her career in 2000 with Abousleiman & Partners, one of the leading law firms in Lebanon. She joined the in-house legal department of BankMed in Lebanon in 2005 before relocating to Dubai. Rana studied law in Lebanon, France and the United States. She holds an LL.M. in Business Law from USJ – Panthéon-Assas Paris II and an LL.M. in US Law from Washington University in St. Louis, USA. Rana is a member of the Lebanese Bar Association and a certified company secretary from Hawkamah.

[Signature]

Adnan Kazim
Chairman

Date: 16 March 2021

Annex A

Audit fees Table Report

| | |
|--|--|
| Name of the audit firm and partner auditor | Emilio Pera - KPMG |
| Number of years served as external auditor of the Company | 2 years |
| Total audit fees for 2020 (in AED) | 250,000 |
| Fees and costs of other special services other than auditing the financial statements for 2020 (in AED) | 174,000 |
| Details and nature of other services provided | Professional fees incurred in relation to review of financial statements for the period ended 30 June 2020 and 30 September 2020 |
| Statement of other services that an external auditor other than the company accounts auditor provided during 2020 | Auditor name: PWC 2020 audit fees of Dubai Hills Estate LLC: AED 154,236 |

Annex B-1

Board members' attendance to the committee meetings and the allowances¹ paid to the Board members for the year 2020

| Name | Nomination & Remuneration | | Audit Committee | | Investment Committee | |
|----------------------------------|---------------------------|-----------|-----------------|-----------|----------------------|-----------|
| | Attendance | Allowance | Attendance | Allowance | Attendance | Allowance |
| 1 Mr. Adnan Kazim | 4 | 40,000 | - | - | 3 | 30,000 |
| 2 Dr. Aisha Bint Butti Bin Bishr | 5 | 60,000 | 4 | 40,000 | - | - |
| 3 Mr. Mohamed Ali Alabbar | - | - | - | - | 2 | - |
| 4 Mr. Jamal Bin Theniyah | - | - | 4 | 40,000 | 4 | 40,000 |
| 5 Mr. Ahmed Jawa | 5 | 50,000 | - | - | 4 | 44,000 |
| 6 Mr. Abdulla Al Awar | - | - | 4 | 48,000 | - | - |
| 7 Mr. Arif Al Dehail | - | - | - | - | 2 | 20,000 |
| 8 Mr. Khalid Al Halyan | - | - | - | - | 2 | 20,000 |

- All meetings were attended in person and there was no attendance by proxy.

¹ Allowances amount in AED

Annex B-2

Attendance of Board Meetings

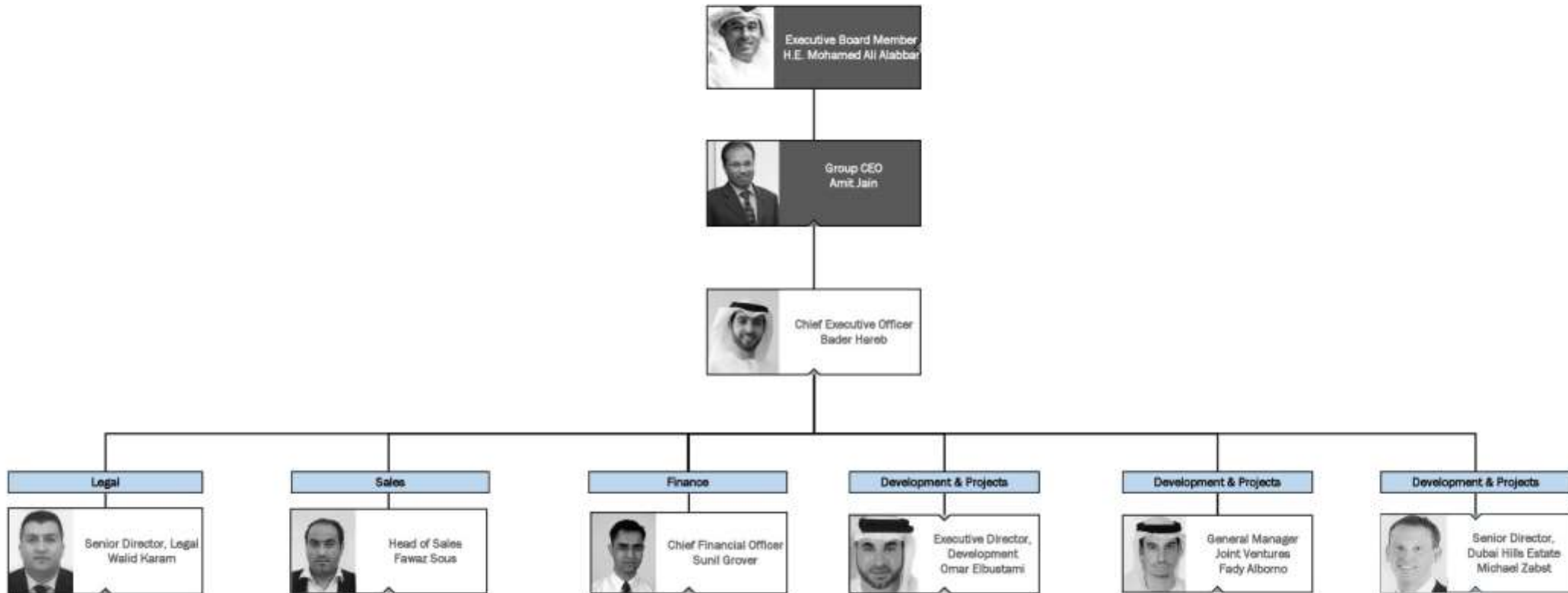
| Name | Attendance |
|--------------------------------|-------------------|
| Mr. Adnan Kazim | 6 |
| Dr. Aisha Bint Butti Bin Bishr | 6 |
| Mr. Mohamed Ali Alabbar | 4 |
| Mr. Jamal Bin Theniyah | 6 |
| Mr. Ahmed Jawa | 6 |
| Mr. Abdulla Al Awar | 6 |
| Mr. Arif Al Dehail | 2 |
| Mr. Khalid Al Halyan | 4 |

- All meetings were attended in person and there was no attendance by proxy.

Annex C

Organizational Structure of the Company as of 31 December 2020

Emaar Development



Annex D

Senior Executive Employees

| SN | Position | Date of Appointment | Total Salaries and Allowances paid in 2020 (AED) | Total Bonuses paid in 2020 (AED) | Any other Cash/in-kind benefits for 2020 or payable in the future |
|----|-------------------------------------|---------------------|--|----------------------------------|---|
| 1 | Chief Executive Officer | 20 August 2017 | 2,192,524 | 945,314 | - |
| 2 | Chief Financial Officer | 26 March 2000 | 1,291,626 | 304,276 | - |
| 3 | General Manager Joint Ventures | 5 September 2004 | 1,156,594 | 238,919 | - |
| 4 | Senior Director, Legal | 8 April 2007 | 994,164 | 173,538 | - |
| 5 | Executive Director, Development | 23 July 2017 | 1,182,409 | 146,412 | - |
| 6 | Head of Sales | 24 June 2018 | 2,942,300 | - | - |
| 7 | Senior Director, Dubai Hills Estate | 17 February 2019 | 1,171,763 | 79,750 | - |

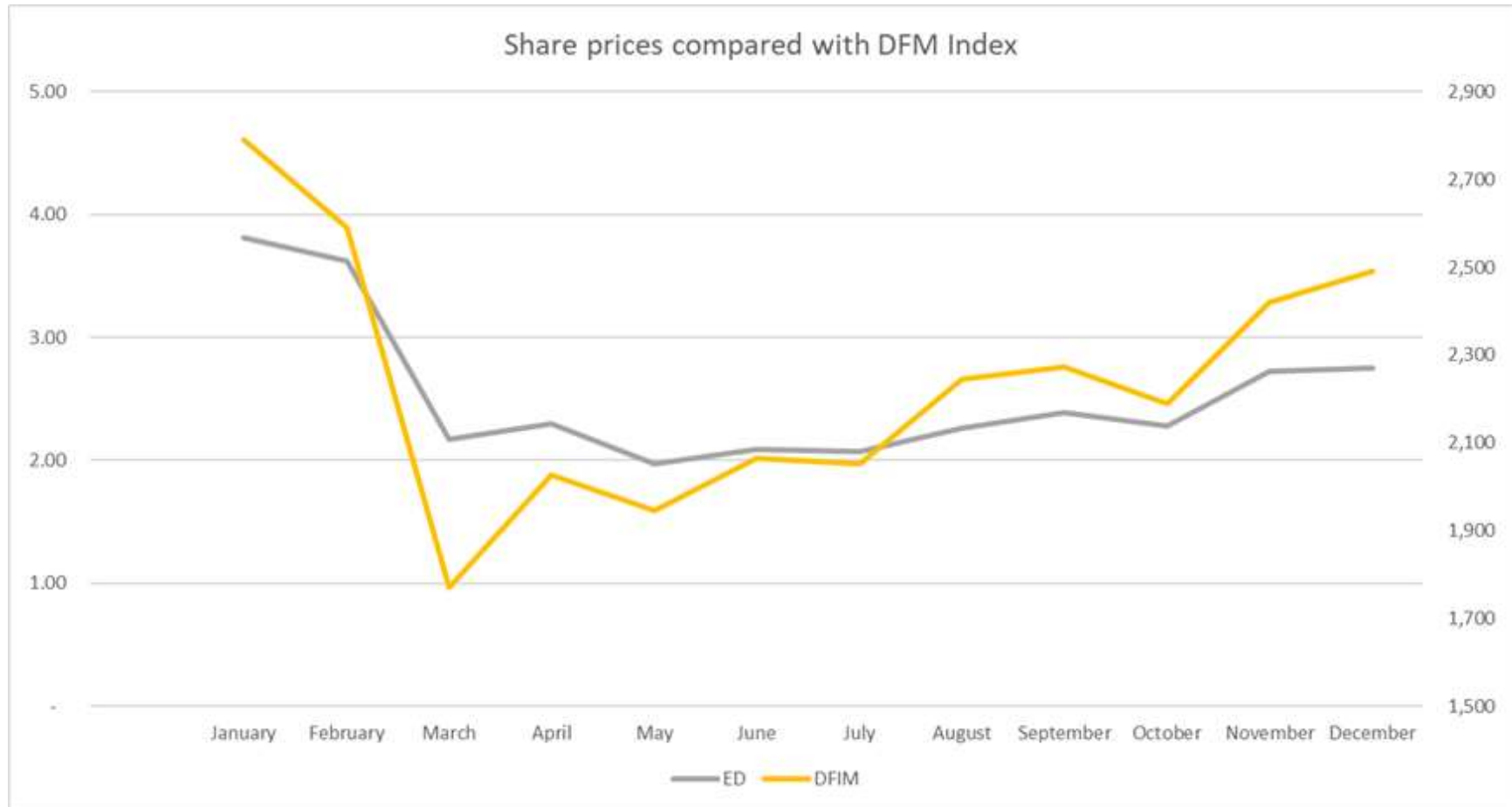
Annex E

Company Share Price in the Market (Closing Price, Highest Price, Lowest Price) at the end of each month during the year 2020.

| 2020 | Highest price | Lowest price | Closing price |
|-----------|---------------|--------------|---------------|
| January | 3.96 | 3.68 | 3.81 |
| February | 3.97 | 3.51 | 3.62 |
| March | 3.68 | 2.06 | 2.17 |
| April | 2.36 | 1.79 | 2.30 |
| May | 2.26 | 1.89 | 1.97 |
| June | 2.34 | 1.97 | 2.09 |
| July | 2.20 | 2.05 | 2.07 |
| August | 2.33 | 2.06 | 2.26 |
| September | 2.58 | 2.22 | 2.39 |
| October | 2.42 | 2.19 | 2.28 |
| November | 2.84 | 2.21 | 2.72 |
| December | 2.93 | 2.64 | 2.75 |

Annex F

Comparative performance of the Company's shares with the market index and the sector index to which the Company belongs during 2020



Annex G

Categories of Shareholders as of 31 December 2020 (Individuals, Companies and Governments) classified as follows: UAE, GCC, Arab, foreign

| Shareholder Category | Percentage of Shares Owned | | | Total |
|----------------------|----------------------------|-----------------|----------------|-------------|
| | Individual | Companies | Government | |
| UAE | 3.4477% | 89.0257% | - | 92.4734% |
| GCC | 0.1220% | 2.2428% | - | 2.3648% |
| Arab | 0.4030% | 0.0073% | - | 0.4103% |
| Foreign | 0.2848% | 4.2653% | 0.2014% | 4.7515% |
| Total | 4.2575% | 95.5411% | 0.2014% | 100% |

Annex H

Categories of Shareholders According to the Size of their Percentage Shareholding as of 31 December 2020

| Share(s) Owned | Number of Shareholders | Number of Share Held | % of Shares Held of the Capital |
|--|-------------------------------|-----------------------------|--|
| Less than 50,000 | 1,964 | 18,930,513 | 0.473% |
| From 50,000 to less than 500,000 | 432 | 64,282,936 | 1.607% |
| From 500,000 to less than 5,000,000 | 134 | 202,348,747 | 5.059% |
| More than 5,000,000 | 30 | 3,714,437,804 | 92.861% |
| Total | 2,560 | 4,000,000,000 | 100% |

Annex I

Significant Events of the Company during 2020

January

- Emaar launches Burj Crown, a 44-storey building in Downtown Dubai with 427 units.

February

- Emaar Development records property sales of AED 14.842 billion (US\$ 4.041 billion) and a Net Profit of AED 2.700 billion (US\$ 735 million).
- Emaar launches Beach Isle Tower 1 at Emaar Beachfront, with 251 units.

March

- Emaar releases Emerald Hills Phase 2 at Dubai Hills Estates, with 40 plots.

July

- Emaar releases 148 additional units in Act One and Act Two towers in Downtown Dubai.

August

- Emaar Development delivers property sales of AED 3.230 billion (US\$ 879 million) and profit of AED 1.036 billion (US\$ 282 million) in first half of 2020.

October

- DFM collaborates with 14 companies, including Emaar Properties, Emaar Malls and Emaar Development, as 'Launch Partners' of its planned equity futures platform.

November

- Emaar Development delivers property sales of AED 4.343 billion (US\$ 1.182 billion) and profit of AED 1.359 billion (US\$ 370 million) in the first nine months of 2020.
- Emaar Development completes more than 2,500 residential units in 2020 across prime locations and over 28,000 residences are currently under development in the UAE.
- Emaar Properties, Emaar Malls and Emaar Development takes part in DFM International Investor Roadshow 2020.
- Emaar teams up with Arada to launch Vida Residences Aljada phase one units' sale.
- Emaar releases 64 units in Emerald Hills Phase 3 in Dubai Hills Estate.

December

- Emaar Development names new chairman and vice-chairman in compliance with the applicable laws and regulations. Mohamed Ali Alabbar remains in charge of day-to-day affairs at Emaar Development.

Annex J

Innovative Projects and Initiatives implemented by the Company during 2020

- **Emaar One Application**

- Home service quote breakdown: Display detailed price breakdown of Home Service quotes so that customers clearly know what they are paying for.
- Home service geo tracking: Display the live location of the service contractor as they travel to the customer, so that it is clear when they will arrive.
- Add forms in an App to capture information required from the customer to move into their property. This will stop customers from having to use the Emaar Community Management web portal.

- **New End to End competency-based Talent Acquisition process (HR)**

- The new recruitment process has been designed in partnership with external expert consultant to focus more on structured approach that follows a consistent competency framework for each grade levels.
- Success profiles, immersive candidate experiences and more robust and assessment techniques has been introduced to ensure we recruit the best talent:
 - i. Online Psychometric Test to assess the Cognitive and Personality of the candidates
 - ii. Culture fit and competency-based interview by Game Changers as “Talent Guardians” and consisted of handpicked leaders and internal top talents who will play key roles on the recruitment process for mid-management to senior management talents.

- **Emaar Leadership Academy**

- Designed Emaar Leadership Academy consisted of 5 development programs from executive C- level, senior managers up to mid- front-line managers.
- Leadership Program “Future Focus Pilot” was launched as part of the Leadership Academy wherein 23 Top Talents graduated the program including 5 Emiratis.
- Future Focus Leadership Program was piloted to the selected high potential talents as initial development ground for them to solve high-priority EMAAR problem, working through the innovation and framework.

- **Top Talent Recognition and Engagement Projects**
 - Invested on assessing internal leaders and recognized top talents within the organization to lead key projects that will have strong impact and disrupt the business - Emaar Playbook, Construction Technology, Customer Lifestyle Promise, selling as “One Emaar” are part of the ongoing projects led by Emaar Top Talents.
- **Revamped Performance Management Framework**
 - Introduced “crisis management” competencies as new dimensions to measure leader’s performance during crisis management planning and execution.
 - Key Competencies for leaders include Agility & Resilience, Problem solving, Creative & Out-of-box thinking, Change management and Leadership & People Management.
 - For junior levels, key competencies include Fast paced, Ability to handle high pressure, People & stakeholder management, Proactive & initiative-driven and Potential to deliver beyond core job.
- **Emiratization Top Talent Initiatives**
 - Recognized UAE Nationals talents to participate on talent focused initiatives from Top Talents Projects, Future Focus Leadership Program and Game Changers
 - Emirati Mentoring Sessions was provided by 4 Internal UAE leaders to the full batch of interns during Summer Internship Program
 - 14 UAE nationals graduated from Summer and Winter Internship Programs from August to December 2020 with 2 top performers passed recruitment assessment for possible permanent role with Emaar
- **Virtual Internship Program**
 - Introduced Emaar First Virtual Internship Program as a new unique opportunity to recruit fresh and young talents in partnership with some of the world’s leading universities such as New York University, American University of Sharjah, Khalifa University and Indian Institute of Technology Madras.
 - Interns have worked closely with the business on specific research-based projects that have been crafted to add value to the organization in a variety of different areas for the duration of 6 weeks.

Annex K

Statement of the Related Parties Transactions in accordance with the International Financial Reporting Standards (IFRS) as listed in the Consolidated Financial Statements of the Company for the year 2020

During the year, the following were the significant related party transactions, which were carried out in the normal course of business on terms agreed between the parties:

| | <i>2020</i> | <i>2019</i> |
|--|-----------------------------|-----------------------------|
| | <i>AED'000</i> | <i>AED'000</i> |
| Parent: | | |
| Revenue | 207,257 | 228,957 |
| Selling, general and administrative expenses | 293,041 | 413,489 |
| Finance cost | 59,856 | 78,778 |
| Funding received | 655,000 | 2,401,347 |
| Funding repaid | (825,000) | - |
| Transfer of development properties from/ (to) parent | 184,777 | (70,028) |
| | <u> </u> | <u> </u> |
| | <i>2020</i> | <i>2019</i> |
| | <i>AED'000</i> | <i>AED'000</i> |
| Affiliated entities: | | |
| Selling, general and administrative expenses | 14,160 | 21,328 |
| Property development expenses | 92,480 | 41,816 |
| | <u> </u> | <u> </u> |
| Directors, Key management personnel and their related parties: | | |
| Selling, general and administrative expenses | 413 | 1,114 |
| | <u> </u> | <u> </u> |
| Related party balances | | |
| Significant related party balances (and the consolidated statement of financial position captions within which these are included) are as follows: | | |
| | <i>2020</i> | <i>2019</i> |
| | <i>AED'000</i> | <i>AED'000</i> |
| Parent: | | |
| Other assets, receivables, deposits and prepayments | 3,207,391 | 2,419,866 |
| Trade and other payables | 4,475,696 | 4,139,296 |
| | <u> </u> | <u> </u> |
| Affiliated entities: | | |
| Other assets, receivables, deposits and prepayments | 27,782 | 26,441 |
| Trade and other payables | 33,072 | 1,741 |
| | <u> </u> | <u> </u> |

Allocation of corporate expenses:

The Parent Company has provided certain corporate functions to the Group and costs associated with these functions were allocated to the Group. These functions included human resources, treasury, investor relations, finance and accounting, compliance, information technology, corporate and legal compliance, business development and marketing. As per Relationship Agreement, corporate expenses are allocated by the Parent on the basis of 3% of revenue of the Group.

(i) *Recoverable from the Parent:*

This mainly represents balances recoverable from the Parent with respect to the development costs incurred for the Build-to-sell (BTS) developments in Dubai Creek Harbour project. As agreed in the Master Transfer Agreement (MTA), the Parent has transferred the development services relating to the BTS development in Dubai Creek Harbour project to the Company, for which the development costs including infrastructure costs are incurred by the Company. These balances will be recovered as per the agreed terms in the MTA.

(ii) *Payable to the Parent Company:*

Amount due to the Parent Company is unsecured. This includes AED 2,584,750 thousands (2019: AED 2,754,750 thousands) which carries interest rate at 3 months LIBOR plus 1.4% per annum. Also refer note 15. The Group has total credit facility of USD 1,350,000 thousands (AED 4,958,550 thousands).

Compensation of key management personnel

The remuneration of key management personnel during the year was as follows:

| | <i>2020</i> <i>AED'000</i> | <i>2019</i> <i>AED'000</i> |
|------------------------------------|-------------------------------|-------------------------------|
| Short-term benefits | 54,564 | 82,241 |
| Employees' end-of-service benefits | 1,630 | 2,683 |
| | 56,194 | 84,924 |

During the year, the number of key management personnel is 53 (2019: 51).

Annex L

Transactions in 2020 Equal to 5% or More of the Capital of the Company

AED'000

| Party | Nature of Transaction | Total |
|--|---|-----------|
| Emaar Properties PJSC | Revenue (Management fees) | 207,257 |
| | Selling, general and administrative expenses | 293,041 |
| | Finance Cost | 59,856 |
| | Funding (Loan received) | 655,000 |
| | Loan repaid | (825,000) |
| | Transfer of development properties from parent | 184,777 |
| China State Construction Engineering Corporation (Middle East) LLC | Project Development expense paid in 2020 | 1,061,372 |
| Tav Tepe Akfen Investment Construction And Operations-Dubai BR | Project Development expense paid in 2020 | 441,756 |
| Al Basti & Muktha LLC | Project Development expense paid in 2020 | 402,529 |
| Shapoorji Pallonji Mideast LLC | Project Development expense paid in 2020 | 322,908 |
| Ginco General Contracting LLC | Project Development expense paid in 2020 | 216,764 |
| Target Engineering Construction Company LLC | Project Development expense paid in 2020 | 272,801 |
| Trojan General Contracting LLC | Project Development expense paid in 2020 | 253,593 |
| Engineering Contracting Co LLC | Project Development expense paid in 2020 | 249,338 |
| Nurol (L.L.C.) | Project Development expense paid in 2020 | 206,432 |
| Ginco General Contracting LLC | Project Contract entered in 2020 | 594,000 |
| Al Basti & Muktha LLC | Project Contract entered in 2020 | 43,000 |
| Government of Dubai Land Department | DLD Registration fee paid in 2020 | 238,433 |
| Dubai Land Residence LLC | Land Installment Payment - Arabian Ranches III ¹ | 325,000 |
| DP Land SPV1 LLC | Land Installment Payment - Emaar Gardens ² | 200,100 |
| Harbour Properties LLC | Land Installment Payment - Emaar Beachfront ³ | 782,030 |

| | | |
|--|-----------------------------------|-----------|
| Dubai Islamic Bank along with syndicated banks | Funding (Loan received) | 407,042 |
| | Loan repaid | (199,517) |
| Meraas Estates LLC | Dividend paid for Dubai Hills LLC | 905,000 |

Note:

1. This transaction was originally entered in 2019 and as per agreed payment plan, installment payment of AED 325,000 thousands is made in 2020
2. This transaction was originally entered in 2019 and as per agreed payment plan, installment payment of AED 200,100 thousands is made in 2020
3. This transaction was originally entered in 2017 and as per agreed payment plan, installment payment of AED 782,030 thousands is made in 2020