

REPUBLIC OF KENYA



Enhancing Accountability



THE NATIONAL ASSEMBLY PAPERS LAID	
DATE: 15 MAR 2023	DAY: Wednesday
TABLED BY:	Leader of the Majority Party
CLERK AT THE TABLE:	Getinde Chabet

REPORT

OF

THE AUDITOR-GENERAL

ON

**UNIVERSITY OF NAIROBI ENTERPRISES
AND SERVICES LIMITED**

**FOR THE YEAR ENDED
30 JUNE, 2021**



UNIVERSITY OF NAIROBI ENTERPRISES AND SERVICES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2021

Prepared in accordance with the Accrual Basis of Accounting Method under the International
Financial Reporting Standards (IFRS)

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KEY ENTITY INFORMATION

Background information

The University of Nairobi Enterprise Services (UNES) is a Limited Company registered under the Companies Act (Chapter 486, Laws of Kenya) on 5 May 1996. UNES is listed as a Commercial State Corporation, under the State Corporations Act CAP 446. UNES is wholly owned by the University of Nairobi as the sole shareholder, thus the resources available to UNES are primarily those of the University. UNES has a governance structure headed by Board of Directors, Managing Director, Management Team and Staff in the execution of its mandate. The board is responsible for the general policy and strategic direction of the company.

Principal Activities

The principal activities of UNES are:

- a) Provision of financial management services for income-generating activities within the University including, but not limited to, Chiromo Funeral Parlour, Diagnostic Imaging and Radiation Medicine, Dental Plaza, Jomo Kenyatta Memorial Library (JKML) Bindery Services. Managing the Consultancy unit that harnesses both the human and the physical resources of the University.
- b) Provision of Bookstore Services focusing on serving Universities, Tertiary Institutions and the General Public.
- c) Hospitality business that primarily serves the University Community and communities in its immediate surroundings.

Incorporation

The entity is incorporated in Kenya under the Kenyan Companies Act Cap 486 and is domiciled in Kenya.

Registered Office and Corporate Headquarters

Kolobot Drive, Off Arboretum Drive, Off State House Road
P.O. Box 68241
City square 00200
Nairobi, KENYA

Corporate Contacts

Telephone: (254) 20 4913910 0722 205498/0733 333549
E-mail : unes@uonbi.ac.ke
Website: www.unes.co.ke

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DIRECTORS

The Directors who served the entity during the year/period were as follows:

	Name	Designation	
1	Eng. Kariuki Muchemi	Chairman	Appointed on 22-05-2019
2	Prof. Kinandu Muragu	Member	Appointed on 12-06-2008
3	Mr. Hirji Shah O.G. W	Member	Appointed on 12-09-2013
4	Mr. Yusuf Omari	Member	Appointed on 15-09-2009
5	Mr. Samuel Mugambi Mutwiri	Member	Appointed on 18-07-2018
6	Mr. Abdi Mohamud Hassan	Member	Appointed on 16-09-2018
7	Ms Miriam Musyoki	Member	Appointed on 26-11-2018
8	Ms Flora Maghanga Mtuweta	Member	Appointed on 16-09-2018
9	Prof. Stephen Gitahi Kiama	Member	Appointed on 09/04/2020
10	Mr. Seith Abeka	Managing Director	Appointed on 25-10-2019

CORPORATION SECRETARY

CS Collins Omondi
P.O. Box 16336 - 00100
Nairobi



CORPORATE BANKERS

1. Absa Bank of Kenya
Westend Building
Off Waiyaki Way
P.O. Box 30120
GPO 00100, Nairobi, Kenya
2. Standard Chartered Bank
48 Westlands Road
P.O. Box 40310,
GPO 00100, Nairobi, Kenya
3. National Bank of Kenya
Hospital branch
P.O. Box 30763
GPO 00100, Nairobi, Kenya




INDEPENDENT AUDITORS

The Auditor-General
Office of the Auditor General
Anniversary Towers, University Way
P.O. Box 30084
GPO 00100, Nairobi.


THE BOARD OF DIRECTORS

 <p>1. Eng. Kariuki Muchemi, BSc. Civil Engineering, MSc, LLB,</p>	<p>Born in 1954, Eng. Kariuki Muchemi is a practising Civil Engineer with over thirty (30) years' experience in both public and private sector.</p> <p>He holds a BSc. Degree in Civil Engineering from the University of Nairobi, MSc Degree from the University of Birmingham UK, LLB from Mt. Kenya University and Post Graduate Diploma from the Kenya School of Law.</p> <p>He is a registered Consulting Engineer, a Corporate Member of the Institution of Engineers of Kenya and also an Advocate of the High Court of Kenya. He is also a member of the Institute of Directors, Kenya.</p> <p>He has served as a Board member of the Geothermal Development Company, as a Trustee of the Water Services Trust Fund and a member of the Kenyatta University Council</p>
 <p>2. Mr. Hirji Shah, EBS OGW</p>	<p>Born in 1936 Mr. Hirji is Currently the Director, of several Companies including Comcraft Kenya Limited; Juhudi Investments Limited; Juhudi Distributors Limited; Karura Terrace Management Limited; Centre for Corporate Governance, Terra Maalum Limited, Tanzania and Uganda Aluminum Limited, Uganda. He was recently appointed to the Kenya National Qualifications Authority (KNQA) as a Council Member. Until recently, he was a Director, National Industrial Training Authority (NITA).</p> <p>He is a Past Chairman of Federation of Kenya Employers (FKE) and East Africa Business Council (EABC). He is currently a Trustee; the Chandaria Foundation, Gandhi Smarak Nidhi Fund and Desai Memorial Foundation.</p> <p>Mr. Hirji has also been actively involved in several manufacturing enterprises, businesses and charitable Organizations for over 55 years in several countries. He has been Chairman &/or Director of several Companies in Kenya, Uganda, Tanzania, Mauritius, Ethiopia, Zambia and South Africa etc.</p>
	<p>Born in 1969, Mr. Abdi is a Legal practitioner and transformational leader experienced in top level management of state corporations. He has served as a Council Member for LSK, Member of Presidential Power of Mercy Advisory Committee, Commissioner, Media Complaints Commission, Board Member, Numerical Machining Complex, Tourism Fund.</p>



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 <p>3. Mr. Abdi Mohamud Hassan MA, LLB, B.Sc, Advocate of the High Court of Kenya</p>	<p>He has also served as the Managing Partner, Hassan Mutembei & Company Advocates and Wamalwa, Abdi & Company Advocates.</p>
 <p>4. Prof. Kinandu Muragu, B.Com, MBA, (Nairobi), PhD(Glasgow,UK)</p>	<p>Born in 1957. Professor Kinandu Muragu joined Kenya School of Monetary Studies on May 02, 2008. He is a Fellow of the Institute of Certified Accountants of Kenya (FCPA).</p> <p>Before joining the School, Prof. Muragu worked under the sponsorship of the World Bank as the Projects Coordinator for the 19 Donor-funded Education Sector Development Programme in the Kingdom of Lesotho. He was responsible for creation of the e-governance system for the education sector that enabled him participate in the implementation of the e-schools project in Lesotho and thereafter follow progress of the initiative across the continent.</p> <p>He has consulted for a variety of international organizations such as the World Bank, World Food Programme and UNICEF. He has also held the position of Dean of Finance and Administration and Chief Finance Officer at the United States International University-Africa where he was also Associate Professor of Finance. Prof. Muragu has also carried out consulting assignments in Kenya, Uganda, Tanzania, Malawi, Zimbabwe and Swaziland as a Senior Consultant for the Eastern and Southern African Management Institute (ESAMI), one of Africa's top management institutes. Before joining ESAMI, he had lectured at the University of Nairobi for 10 years rising to be a senior lecturer in the Department of Accounting and Finance. Prof. Muragu had his basic accountancy training at Delloite and Touche and later at PricewaterhouseCoopers and Nyaga Associates.</p>
	<p>Born in 1974. Mr. Yusuf Omari is the Chief Finance Officer of Barclays Bank of Kenya. He joined Barclays Bank of Kenya in 2004 from the Audit Firm, KPMG (1998-2004). He worked as the Head of Internal Audit East and West Africa cluster (2004-2008) & then as Head of Compliance (2008-2009) before his appointment as the Chief Financial Officer in 2009. He is a qualified Certified Public Accountant (CPA) as well as a Certified Internal Auditor.</p>



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<p>5. Mr. Yusuf Omari, MBA, B. Econ., ICPA(K), IIA.</p>	<p>He holds an MBA from Strathmore Business School and a Bachelor's degree in Economics from University of Nairobi. He is a Member of the Institute of Chartered Public Accountants of Kenya (ICPAK).</p> <p>Yusuf is a Board Member of Barclays Bank of Kenya, ICPAK, Barclays Pension Fund and Barclays Financial Services Limited</p>
<p>6. Prof. Stephen G Kiama B.V.M, MSC, PhD, MKNAS</p> 	<p>Born in 1964 Prof. Stephen Kiama Gitahi is the 8th Vice-Chancellor, University of Nairobi and UNES Board Member. He holds an earned doctorate degree in Structural Biology from University of Bern in Switzerland. He is an accomplished scholar with proven track record in formulating and managing academic programs and on research and publication. He has over 16 years' experience in management and leadership positions at the University of Nairobi.</p> <p>Prof. Kiama was employed by the University of Nairobi upon graduation in 1990 as an assistant Lecturer in the Department of Veterinary Anatomy. Since then, he has risen through the ranks to positions of Lecturer (1995), Senior Lecturer (2002), Associate Professor (2012) and Professor (2016). Prof. Kiama is currently serving as Vice Chancellor of the University of Nairobi with effect from Jan 6 2020 to Jan 5 2025. Previously he served as the Deputy Vice Chancellor in charge of Human Resource and Administration at University of Nairobi, the Acting Deputy Vice Chancellor In-charge of Finance, Planning and Development, Principal College of Agriculture and Veterinary Sciences from 2016 to 2019, Director of Wangari Maathai Institute for Peace and Environmental Studies from 2010 to 2016, Chairman of the Department of Veterinary Anatomy and Physiology from 2005—2010, Acting dean of the Faculty of Veterinary Medicine in 2014 and Associate Dean of the Faculty of Veterinary Medicine from 2003-2010.</p>



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 <p>7. Ms Flora Maghanga Mtuweta, BA (Econ), MBA (Strategic Mgt), CPA (K)</p>	<p>Born in 1967, Ms. Flora M. Maghanga-Mtuweta is a seasoned, accomplished Finance and Administration professional with over 25years experience; having held various senior management positions in private and public sector.</p> <p>She has an MBA in Strategic Management from the University of Nairobi and A Bachelors in Economics and Business from Kenyatta University. She is a Certified Public Accountant of Kenya and a member of The Institute of Certified Public Accountant of Kenya. She has vast experience in financial management, Micro Finance and Fundraising having worked as a pioneer County Executive Committee Member in the devolved system of government and Involved in the start-up of two Micro Finance Institutions one of which is a bank now.</p> <p>She is a Board Member of The Centre for Public Finance and Tax, Association of Women Accountants of Kenya and a Council Member of The University of Nairobi.</p>
 <p>8. Mr. Samuel Mugambi Mutwiri, B. Com, MBA, Dip (Finance)</p>	<p>Born in 1965, Mr. Samuel Mugambi holds a Bachelor of Commerce from the University of Nairobi, a Masters of Business Administration from Esami / Mastritch University and a Diploma in Finance from Kenya School of Accountancy.</p> <p>He has worked in the Ministry of health, Ministry of Planning and National Development, Central Kenya Dry Areas Project as a Project Administrative and Liaison Officer. He has also worked a Chief Finance Officer at State House, Ministry of Education, State Department for University Education & Research.</p> <p>He is a Board Member of Kigarine Day Secondary School and University Fund Board.</p>



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 <p>9. Ms Miriam Musyoki, BA (Econ), MBA (Economics)</p>	<p>Born in 1982 Ms Miriam Musyoki holds a Degree in BA, Economics and Master's Degree in Economics (Public Finance) She has worked in the National Treasury for 11 years as an Economist and currently as a Budget Officer.</p>
 <p>10. Mr. Seith Abeka, B.Econ & Math., MA (Gender & Development Studies).</p>	<p>Born in 1978, Mr. Seith Abeka is the Ag, Managing Director. He has wealth of experience in Organization Development and Project Management. He has served as Local Consultant at the Transfer of Functions Office (TOFO) in Kenya for Brot für die Welt - Germany where he supported many community developments projects across the country. He has extensive experience in HIV and AIDS programming and wealth of knowledge in Gender Mainstreaming. He has attended many local and international seminars and workshops on capacity development.</p>

MANAGEMENT TEAM

 <p>1. Mr. Seith Abeka, B.Econ & Math., MA (Gender & Development Studies). Managing Director</p>	<p>Born in 1978, Mr. Seith Abeka is the Ag, Managing Director. He has wealth of experience in Organization Development and Project Management.</p> <p>He has served as Local Consultant at the Transfer of Functions Office (TOFO) in Kenya for Brot für die Welt - Germany where he supported many community developments projects across the country.</p> <p>He has extensive experience in HIV and AIDS programming and wealth of knowledge in Gender Mainstreaming. He has attended many local and international seminars and workshops on capacity development.</p>
 <p>2. CS. Collins F. Omondi Corporation Secretary</p>	<p>CS. Collins F. Omondi is an expert in international trade and investments law, governance, human resources, and industrial relations practices.</p> <p>He has worked extensively on matters of disabilities and was instrumental in the review and amendments of the Persons with Disabilities Act 2003 in 2016.</p> <p>He holds a Master's in Law from the University of Nairobi (2018); an undergraduate law degree from Makerere University (2003); a Postgraduate Diploma in Legal Practice from the Kenya School of Law (2006), and a Certificate of Secretarial Practice and Governance Auditor (2012).</p>

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 <p>3. Ms. Jennifer Mburu, B.Com. (Finance), MBA. (Finance), CPA (K), CPS. Chief Manager, Finance and Administration</p>	<p>Has work experience in Finance, Accounting and general Administration acquired at various levels of management over a period of fifteen years. A member of Institute of Certified Public Accountants of Kenya.</p>
 <p>Chief Manager, Commercial Operations 4. Mr. Simplicious Ochieng, B.Com. (Accounting), MBA. (Finance), CPA (K).</p>	<p>Has a long career experience spanning 23 years in private and public commercial sectors. He has previously served as Head, Business Advisory Services (UNES) and Accounts & Administrations Manager at Comp-rite Kenya Limited. A member of Institute of Certified Public Accountants of Kenya.</p>

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CHAIRMAN'S STATEMENT

It is with great pleasure that I wish to present to you the UNES' Annual Report and Financial Statements for the Year ended 30th June, 2021. The FY 2020/2021 was the most trying moment for UNES in terms of the business performance occasioned by the poor overall global economic performance occasioned by the COVID-19 Pandemic.

A number of businesses and intuitions closed as a result of COVID-19 Pandemic. Majority were our major clients. This unfortunate situation has impacted negatively on UNES Business Performance. The minimal performance is largely attributed to the general condition of the County's and World's Economy.

The Covid-19 protocols and containment measures affected the business operations, especially the travel restrictions and curfews. UNES is a solution-oriented business enterprise wholly owned by the University of Nairobi. UNES products and services include: Consultancy Services, Bookstores, Hospitality, Dental Services, Eye Care, Radiology and Bindery Services. Majority of UNES clients are government Ministries, Departments and Agencies.

UNES is a key player in Kenya's economic growth. The government prioritized Big Four Initiatives which include: infrastructure development, Universal Health Coverage Services, Food Security and Agriculture, affordable Housing program that UNES is actively engaged in through its products and services. UNES strategic business units have embraced online and digital initiatives in supporting business operations. The company is using Business Central ERP system for efficient and effective service delivery. I am confident that UNES will fulfil its mandate in supporting the University of Nairobi as the Consultancy and Commercial arm.

In conclusion, I take this opportunity to thank UNES Board, Staff, Management, the shareholder, the University of Nairobi, Suppliers and Customers for their continued support to the Company all times. I am confident that UNES shall remain a going concern into the foreseeable future. May God Bless UNES and the University of Nairobi.



Prof. Kinandu Muragu

CHAIRMAN, UNES BOARD

Date: 27/06/2022

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REPORT OF THE CHIEF EXECUTIVE OFFICER

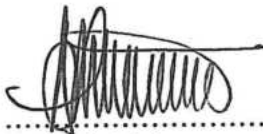
During the Financial Year 2020/21 which ended on 30th June 2021, UNES registered significant growth in Revenue. The company has aligned its Performance Contracting (PC) and Quality Management System (QMS) with the 2018-2023 Strategic plans.

The Corporate Annual Work-plan for the FY 2020/2021 was cascaded to all the various functions within the Company. In the wake of the Global Covid-19 pandemic, UNES management developed a business continuity plan that has helped the Company to survive during the reporting period.

UNES management and staff focused on four priority areas of Revenue, Customer Focus, Growth and Operational Excellence (RCGO). All staff are expected to contribute to the RCGO. The company is offering products and services in the areas of: - Consultancy & Partnerships Services, Bookstores & Learning Resources, Arziki Hospitality, Restaurant & Conference Services and UNES/UoN Income Generating Units of Dental Plaza, Eye Centre, DIRM, CFP and Bindery Services. The Consultancy & Partnerships Services is UNES flagship project.

The company made minimal profit during the year due to the global Covid-19 pandemic that has affected UNES clients who are predominantly government ministries, departments and agencies (MDAs). UNES reviewed its 2018 – 2023 Strategic Plan taking cognisance of the changing business environment and adoption of new normal business approach. The Company further embraced new technological approaches to reach out to its clients through digital essentials, e-Commerce, beefing networking and strengthening customer relationship management (CRM).

On behalf of UNES Board and Management, I wish to express my appreciation for the resilience during the FY 2020/21 which greatly suffered from the effects of Covid-19 pandemic. We are confident that UNES shall remain a going concern into the future. We sincerely thank the shareholder, the University of Nairobi for support to UNES Limited.



.....
Mr. Seith Abeka
MANAGING DIRECTOR

Date.....27/06/2022.....

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STATEMENT OF PERFORMANCE AGAINST PREDETERMINED OBJECTIVES FOR FY 2020/2021

Section 81 Subsection 2 (f) of the Public Finance Management Act, 2012 requires the accounting officer to include in the financial statement, a statement of the national government entity's performance against predetermined objectives. UNES has four strategic pillars/ themes/issues and objectives within the current Strategic Plan for the FY 2018/2019- FY 2022/2023. These strategic pillars/ themes/ issues are as follows: -

- Pillar /theme/issue 1: Enhancing shareholder value
- Pillar/theme/issue 2: Enhancing customer service experience
- Pillar/theme/issue 3: Enhancing Operational Excellence
- Pillar/theme/issue 4: Promote and enhance innovation and learning

UNES develops its annual work plans based on the above four pillars/Themes/Issues. Assessment of the Board's performance against its annual work plan is done on a quarterly basis. The UNES achieved its performance targets set for the FY 2020/2021 period for its four strategic pillars, as indicated in the diagram below:

Strategic Pillar/Theme/Issues	Objective	Key Performance Indicators (KPI)	Activities	Level of achievement
Enhancing Shareholder value	To enhance and sustain business growth	Revenues (KSh 'M)	Identifying and pursuing viable projects under the National Government's priority areas: Big 4 Agenda, Vision 2030	46.06
		Revenues (KSh 'M)	Harnessing business opportunities from Development Partners, MDAs & County governments.	88.83
		Revenues (KSh 'M)	Identify and pursue viable projects from Donor funded Projects, and the East African Community market	15.052
		Revenues (KSh 'M)	Develop, market & implement marketable Training Programmes	10.941
		Revenue (KSh 'M)	Enhance partnerships and collaborations to improve the Arziki sales	2.9
		Revenue (KSh 'M)	Introduce low budget menus to attract students; regular price review for Arziki products to attract the UoN community	2.45
		% implementation level	Enhance collaborations with CAVS for farm inputs	Completed
		Revenue (KSh 'M)	Enhance Marketing and visibility of the existing conference facility to other NGOs, Corporates and other Private Institutions & Groups	0.933
		% implementation level: Revamped online Shop	Revamp the Bookstores Online Shop to attract and retain Customers.	50

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Strategic Pillar/Theme/Issues	Objective	Key Performance Indicators (KPI)	Activities	Level of achievement
		Revenues (KSh 'M)	Enhance the revenue generation from: Universities, TVETs, MTCs, and GoK MDAs, through strategic books displays, visitations and tender applications.	32.5
		Number of new Partnerships/collaborations established	Partner with strategic Institutions, Government Hospitals and Insurance Companies for Dental, Ophthalmology and Radiology services referrals Outcome: 5; Dental Plaza signed three (3) partnerships for Dental referrals with Resolution Health, Kenya School of Government, Madison Insurance and Kenya Commercial Bank. Eye Centre signed partnership agreements with Kenya School of Government & Resolution Health.	Completed
		Number of new partnership agreements signed	Establish partnerships with Hospitals for body collection services at CIP Outcome: 3; CIP signed Partnerships with Belleview Hospital, Care Hospital and AAR Healthcare Limited.	Completed
		UNES Income (KSh 'M)	Fully implement IGUs business model to maximize on available business opportunities	10.67
Pillar/theme/issue 2: Enhancing customer service experience	To continuously improve customer experience	% level of implementation	Enhance Online visibility through Digital Marketing Essential for: Consultancy, Bookstore, Hospitality	100
		Approved infrastructure	Improve Public Complaints management and access to information infrastructure Outcome: We have established public complaints management and access to information infrastructure at UNES; All public complained were registered and resolution status monitored and filed with CAJ; All request for access to information received were	Completed

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Strategic Pillar/Theme/Issues	Objective	Key Performance Indicators (KPI)	Activities	Level of achievement
			processed and communicated to the requesting individual or institution as per the guideline; Monitoring and evaluation reports were filed with the CAJ.	
		Quarterly awareness creation activities undertaken	Train Staff on Complaints Handling Framework and Access to Information Outcome Customer Service and Experience Management training was undertaken between 17th - 19th March, 2021.	Completed
Pillar/theme/issue 3: Enhancing Operational Excellence	To optimize organizational effectiveness and efficiency	% implementation level	Deployment of online Helpdesk that has capabilities of supporting Knowledge Management	100
		e-commerce platform designs developed	Provide e-commerce platforms design with customer centric to deliver services to the demanding online masses	1
		% implementation level of Automated Recruitment Process	Leverage on Technology to streamline recruitment and selection process	100
Pillar/theme/issue 4: Promote and enhance innovation and learning	To enhance staff performance and creativity	Number of Wellness Activities	Maximize implementation of programs that deal with employees' wellness and Health Problems	1
		% Level of implementation of: Gender & Mainstreaming activities; HIV/Aids Control Activities; COVID-19 safety measures/ADA Control measures		80

CORPORATE GOVERNANCE STATEMENT

Concept of Corporate Governance

The Directors are committed to the principles of good corporate governance and recognize the need to conduct business in accordance with generally accepted best practice. In addition to the Board committees, which have been set up to assist the Board in carrying out its mandate, the company has also put in place internal controls and good management processes that seek to ensure preservation and growth of shareholder value. The company is also subject to an annual Governance Audit guided by the State Corporations Advisory Committee (SCAC).

Board of Directors

The UNES Board of Directors is broadly constituted of Representatives from Government, Private Sector and the University of Nairobi. In fulfilling its responsibilities, UNES Board of Directors meets at least four times in a year. The Board members are appointed by the University of Nairobi Council, except for the representatives from Government, who are appointed by their respective Ministries. The Company Secretary advises the Board on all Corporate Governance matters, Statutory Requirements and also attends all the Board Meetings.

The conduct of the Board is guided by the Board Charter, which is regularly reviewed to be in tandem with the dynamic environment in which the company operates. The conduct of Board members is guided by the provisions of the Public Ethics and Code of Conduct, as well as guidelines from SCAC.

The performance of the Board as a whole and that of individual members is assessed through an annual Board evaluation conducted by the SCAC. The remuneration of the Board members is guided by SCAC and the Salaries & Remuneration Commission (established in the Constitution of Kenya 2010). The remuneration details are stipulated in note 8 of the "Notes to the financial statements".

The Board is made up of members drawn from the University of Nairobi, being the shareholder, representatives from the Government (parent ministry and National Treasury) and from the private sector. This composition provides a mix of skills, competences, experiences and provides for independent members.

UNES Board was reconstituted in December 2018 as a result of revision of the UNES Memorandum and Articles of Association as well to ensure that the Board composition is in line with the new Mwongozo code of Governance for State Corporations. As a result, UNES currently has nine Board members. During the Financial Year, four Board members exited as a result of the reconstitution and three new members were appointed.

The meetings held by the Board and their attendance was as follows:

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No	NAME	DATE OF MEETINGS						ATTENDANCE	
		No. Date	1 st 29.07.20	2 nd 30.09.20	3 rd 04.12.20	4 th 26.01.21	5 th 26.02.21	6 th 25.06.21	No. Present
1.	Eng. Kariuki Muchemi	√	√	√	√	√	√	6	Nil
2.	Prof. K. Muragu	√	√	√	√	√	√	6	Nil
3.	Mr. Hirji Shah	√	√	√	√	√	√	6	Nil
4.	Mr. Samuel Mugambi	√	√	√	X	√	√	5	1
5.	Ms. Miriam Musyoki	√	√	√	√	√	√	6	Nil
6.	Mr. Yusuf Omari	√	√	√	√	√	√	6	Nil
7.	Mr. Abdi Hassan	√	√	√	√	√	√	6	Nil
8.	Ms. Flora Mtuweta	√	√	√	√	√	√	6	Nil
9.	Prof. Stephen Kiama	X	√	√	√	X	√	4	2

1. N/A Indicates the members that were not Directors; they were either not yet appointed or ceased to be Directors
2. All members who were not present for any meeting as indicated above gave apologies and/or a representative

Responsibilities of the Board

The Board is responsible for setting the strategic direction of the Company through the establishment of strategic objectives, key policies and approval of budgets. It monitors the implementation of such strategies and policies through a structured approach of reporting by management. The Board and its committees hold quarterly meetings to deliberate, review and monitor the activities of the company.

The conduct of the Board members is consistent with their duties and responsibilities to the company and they must always act within the limitations imposed by the Board. As a standing agenda item, all Board members must declare conflict of interest and record in the established register at the commencement of any meeting. Any Board member with a conflict of interest is allowed to abstain from the deliberations of the subject matter for which the conflict of interest is declared.

The Board has set up the following Committees:

1. Governance Risk and Audit Committee:

The Board has established the Risk and Audit Committee that shall meet at least four times in a year under the Terms of Reference set by the Board. It consists of Four Directors and is chaired by a Non-Executive Director. The committee is charged with the responsibility of verifying the company's financial information, regulatory compliance, compliance with accounting standards, and liaison with both internal and external auditors, and ensuring that the internal controls systems are sound and effectively administered. The audit committee has also been charged with the

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responsibility of Enterprise Risk Management. Members of the Board Audit Committee who served during the year were:

- i) Mr. Yusuf Omari (Chairman)
- ii) Mr. Samuel Mugambi
- iii) Mr. Abdi Hassan
- iv) Mr. Hirji Shah
- v) Ms Miriam Musyoki

2. Finance and General Purposes Committee:

The Finance and General Purposes committee of the Board monitors the financial performance of the Company and meets at least four times every financial year. It also reviews budget, staff, legal and procurement matters of the company. Members of the Finance and General Purposes Committee who served during the year were:

- i) Prof. Kinandu Muragu (Chairman)
- ii) Prof. Stephen Kiama
- iii) Ms. Flora Mtuweta
- iv) Mr. Abdi Hassan
- v) Ms Miriam Musyoki
- vi) Mr. Samuel Mugambi

3. Strategy and Investment Committee:

The Board has established a Strategy and Investments Committee to monitor the company's medium and long-term strategic direction, business development, and risks and opportunities relating to strategy. Members of the Investment Committee who served during the year were:

- i) Mr. Hirji Shah (Chairman)
- ii) Prof. Stephen Kiama
- iii) Mr. Samuel Mugambi
- iv) Yusuf Omari
- v) Ms. Flora Mtuweta
- vi) Prof. Kinandu Muragu

Shareholding

UNES as a Company limited by Shares has authorised share capital of KSh 10,000,000 comprising of 500,000 Ordinary shares of KSh 20 each, and issued capital of Ksh 100,000 comprising of 5,000 ordinary shares of Ksh 20 each.

University of Nairobi Enterprise Services Limited
Annual Report and Financial Statements for the year ended 30 June 2021

ENVIRONMENTAL AND SUSTAINABILITY REPORTING

UNES was established by the University of Nairobi as the Consultancy and Commercial arm of the University mandated to infuse entrepreneurial culture and spirit into the University's operations. The company is expected to provide financial resources that advances the realization of the University's mandate of Teaching, Learning and Research.

UNES business focus include: - Financial Management, Consultancy Services and other commercial activities which include Hospitality, Bookstores, and Managing Income Generating Units (IGUs) on behalf of the University.

In addition, it was tasked as an agent of the teaching departments of the University in collecting fees from the self-sponsored programmes. However, this function was taken back to the University in 2015 which allowed UNES to refocus on the other key mandates outside the academic revenue.

i) Sustainability strategy and profile –

UNES sustainability strategy includes the disclosure and communication of environmental, social, and governance goals. We do this to improve corporate reputation, building consumer confidence, and improve on of risk management.

The Management is keen on corporate social responsibility programs and Health and Safety and Environmental aspects. The Management also takes great concern on sustainable efforts, broad trends in political and macroeconomic affecting sustainability priorities, reference to international best practices and key achievements and failure

ii) Environmental performance

UNES recognizes that it has a responsibility to the environment beyond legal regulatory requirements. It is committed to reducing its environmental impact and continually improving its environmental performance as an integral part of its business strategy and operating methods, with regular review points. UNES will encourage customers, suppliers and other stakeholders to the same.

UNES has an environmental policy that guides the organisation in its environmental performance. UNES has successfully implemented environmentally friendly strategies. UNES is ISO certified and environmental sustainability is a fundamental aspect of the ISO Standard. The management adequately manages biodiversity, waste management and has taken good efforts to reduce environmental impact of the organisation's products.

Notable strides have been made through the following measures: diversified sources of energy i.e., use of both renewable and non-renewable sources of energies; promoting efficiency in gas/electricity consumption levels; promoting efficiency in water consumption; restrictive measures on fleet management to ensure road mileage travelled by organization's fleet; reuse of stationary; promotion of recyclable products in product range.

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iii) Employee welfare

UNES has a robust Human Resource Management Policy and Procedures manuals that guides the hiring process. The hiring process takes into account diversity and inclusion aspects such as gender ratio, racial and ethnic ratio and inclusion of persons with disability. Relevant stakeholders are engaged in the hiring process including the line managers that form the recruitment panel, the prospective employees/candidates are engaged through a survey to provide feedback on their experience and their suggestions on how to improve our hiring process. The hiring policies are revised once in three years.

Training programs are rolled out continuously to improve the workforce skills and to align them to the constant changes in the business environment. A comprehensive appraisal system has been put in place to monitor the staff performance.

UNES has a competitive reward system that promotes equality. The reward system is revised every four years in compliance with the guidelines of SRC. The organisation relies on the OSHA Act of 2007 in handling policy on safety and compliance with Occupational Safety and Health Act of 2007, (OSHA)

iv) Market place practices-

UNES has made the following efforts in ensuring best practices in the market:

a) Responsible competition practice.

UNES ensures responsible competition practices and subscribes to anti-corruption and anti-bribery, responsible political involvement, fair competition and respect for competitors.

b) Responsible Supply chain and supplier relations

The organization has maintained and continuously updates its list of registered suppliers. In the process of registration, the organization keenly assesses the supplier capacity in the various categories to ensure that they are able to deliver on their requirements. The interactions with suppliers are majorly automated to ensure they are able to respond to our requests through an online ERP system unless for complex tenders.

In addition, the organization endeavours to adhere to the service charter in ensuring payments are made within stipulated time. The suppliers in the disadvantaged group (Youth, Women and Persons Living with Disability) invoices are prioritised where possible.

There is also a mechanism to handle any complaint the suppliers have including where applicable involving the existing complaints handling committee to ensure complaints are adequately addressed within the timelines provided in the service charter.

With regards to contract implementation, there are always contracts implementation teams particularly for complex projects to ensure that both parties comply to the terms in the contracts. For the one-off supplies, there is continuous monitoring to ensure compliance as well.

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Finally, the organization engages suppliers in annual sensitization forum to ensure they understand our requirements. Where there are complex tenders, pre-bid conferences are held also to ensure better understanding of the bid requirements which will ensure contract implementation is seamless.

c) Responsible marketing and advertisement

UNES is the commercial arm of the University of Nairobi charged with responsibility for promoting, coordinating income-generating activities for the University and inculcating the entrepreneurial culture within the University at the local and international markets.

It has a Marketing and Communications Plan informed by Strategic Plan and Quality Management System to Market and Communicate Brand both at the Local and International markets. It is guided by Industry Oriented Smart Marketing and communications Objectives with clear action matrices monitored Weekly, Monthly and quarterly. The objectives are as follows:

- i) To increase Revenue
- ii) To improve UNES Online and Digital Presence
- iii) To build and position UNES Brand and Brand Image
- iv) To establish grow and maintain the Customer Perception & Customer Satisfaction Index
- v) To enhance Customer Relationship
- vi) To establish, understand and deliver Customer Needs and requirements through customer complaints handling mechanism

The Marketing and Communication Activities have taken cognisance of ever-changing business environment propelled by technological adoption, new normal and competition and these entails:

- i) Branding and Brand Promotion
- ii) Online Activations and Promotions (Google AdSense and social media)
- iii) Digital Essentials and Promotions (Twitter, Facebook, LinkedIn, Instagram, YouTube)
- iv) Webpage publications and Linkages
- v) Outdoor Marketing Campaigns and Exhibitions
- vi) Publications on Local Dailies both online and print
- vii) Publicity and CSR

UNES Marketing and Communications Activities are guided by policies such as Marketing Policy, Communications Policy, Quality Management System Manual and UoN Branding Policy. The Marketing and Communications Plan Implementation also follows Annual Procurement and Annual Budgeting to assist in measuring marketing effort as well as guiding the future projections and value addition. Finally, the marketing and communications activities are strongly guided by the strong governance structure in observance of Mwongozo Code, Leadership and Integrity in all level of engagement.

d) Product stewardship

UNES business falls within the retail and service industry. Consumer protection is thus a high priority for business sustainability. The organization does not deal or undertake false or misleading representations, unconscionable conduct as well as supply of unsafe, defective and unsuitable goods.

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The organization has policy guidelines to manage defective products as well as managing customer complaints (to safeguard consumer rights and interests). UNES celebrated its 25 Years Silver Jubilee on May 23, 2021 and over the 25 years, UNES has grown to become a one stop shop and a leading provider of products and services such as;

- i) Consultancy and Trainings,
- ii) Hospitality Services,
- iii) Bookstores and Learning Materials and Resources,
- iv) Medical Service such as; Eye Care, Dental Care, Diagnostic Imaging & Radiation Solution, Animal and Crop Production,
- v) Bindery Service
- vi) Funeral Services open to the general public.

UNES draws its client base from MDAs, Public and Private Institutions & NGOs. It also supports community-based initiatives through a defined CSR System to support community and special group within the region.

UNES has a robust Customer Focus and Customer Complaint Handling Framework with the current rating of 91%. It measures its customer satisfaction Index through Data Analytics to guide in customer focused decisions and support the Marketing and Communications Initiative. It has a service charter which is process-based and monitored quarterly to improve customer relationship and lifetime value.

It allocates resources and support Benchmarking, Market Surveys and Research and Development to be able to incorporate changes inevitable demands and changes in the markets.

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MANAGEMENT DISCUSSIONS AND ANALYSIS

a) Overview of Business Unit's Operational and Financial Performance

i) Consultancy Unit

The Consultancy Unit is UNES strategic Business Units (SBUs). The unit coordinates Consultancy & Partnerships in the provision of Consultancy Services, Contract Research and Short Professional Training to Government Ministries, Departments & Agencies; NGOs, Development Partners, Corporate world *inter alia*. Courses. The unit draws its Consultants from the University of Nairobi Community and its Alumni.

The company is focused on upscaling the Consultancy business and compete among the top leading firms within Kenya and in the East African region. In the financial year 2020/2021, the unit generated an annual revenue of **Kshs.764,594,067**. This represents 86% increase from the FY 2019/2020 when the annual revenue was **Kshs.411,482,744**.

The Key Initiatives implemented and are still ongoing by UNES consultancy unit include:

1. Identifying and pursuing viable projects under Government's big four agenda (Health, Food Security, Manufacturing & Housing).
2. Harnessing business opportunities from International Development Partners and MDAs
3. Engage Vision 2030 Directorate for the flagship projects and Ministry Department Agencies (MDAs) for Consultancy Projects defined in the Kenya Economic Stimulus Programs.
4. Engage County Governments for Consultancies in Infrastructural Development, Health, Planning and Social Development Projects.
5. Establish Local and International consortiums to strengthen the thematic teams to tap International Consultancy Opportunities.
6. Engage MDAs Training Managers for opportunities to develop and implement Specialized Training Solutions.

ii) Hospitality

The performance of the Hospitality Unit for the financial year 2020/2021 is negative due to the effects of covid-19 pandemic. The government issued regulations on meetings and restaurant services which limited the performance of the hospitality unit. Online meetings were encouraged in order to contain the spread of Covid 19 Pandemic. The University of Nairobi which is our primary client was closed during the period. This led to low number of walk-in customers. The specific issues which affected the unit's performance include;

1. UON who is the units anchor tenant and client were closed. Staff and students sent home
2. Arziki restaurant operated in a reduced capacity as per the ministry of Health guidelines
3. The reduced numbers allowed by the government for conference affected the events business. Meetings were allowed up to a third of the capacity of the meeting room.
4. Most organizations encouraged staff to work from home and meetings done online.
5. The cost of compliance to restaurant Covid-19 regulations as provided for MOH are expensive and unsustainable.

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6. Customers are shying away from ordering for food from restaurants during the Covid-19 pandemic
7. External customers purchasing power has reduced as majority have prioritised their purchasing requirements due to the high cost of living brought about by the pandemic
8. Agricultural produce has become expensive due to the streamlined supply chains affected by the Covid-19 pandemic
9. High debt portfolio mainly owed by UoN has crippled the unit's operations

Based on these exogenous factors, the unit has developed turn-around strategies to address the negative effects of covid-19 to be implemented in the financial year 2021/2022. They include;

1. Purchase inputs from as much as possible from college of Agriculture and Veterinary services to cut costs.
2. Marketing and sales through the available online platforms such as Facebook, twitter and Instagram
3. Development of strategic partnerships with online service providers such as uber and glovo to sell and deliver food
4. Comply with MOH guidelines and open our restaurants for takeaway and sit in customers
5. Deploy some of the Arziki staff to other units where they can add value
6. Source and provide catering for gatherings and numbers as prescribed by the government
7. Promote and sell UNES grounds for weddings and corporate events.
8. Venture into new product lines such as confectionary products, coffee sales, and precooked/blanched indigenous products
9. Work with the university so that we can open outlets at KNH, Kabete and Kikuyu campus

iii) Bookstore

UNES University Bookstore is one of the Strategic Business Units of the University of Nairobi Enterprises and Services (UNES) Limited. The University of Nairobi established the Bookstore in 1972 to support the teaching, research and learning mandate of the University; by making available textbooks, stationery and other relevant learning materials to the students and lectures. The Bookstore has undergone tremendous expansion occasioned by the growing demand from the higher education and TVET sectors in Kenya.

Over the years, the Bookstore has expanded its product portfolio aimed exceeding its customers' needs. The Bookstore operates from three branches strategically located in Nairobi, Kisumu and Mombasa.

The Bookstore endeavours to avail the products at competitive prices to its customers: The University of Nairobi, Other Universities, TVETs, Medical Training Colleges and GoK MDAs. The Bookstore, therefore serves the general public. The emergence of Covid-19 Pandemic in 2019 negatively affected the Bookstore but equally presented an opportunity to supply computers and phones to enable the Customers to adapt the new normal of working online and from home in most cases.

Bookstore Strategic Objective

In tandem with the 2018-2023 UNES Strategic Plan anchored on the strategic direction that leverages on competencies gained to drive business growth and delivering the value expected by the

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stakeholders, the Bookstore has aligned its strategies to deliver the same. The Performance Contract and Quality Management System obligations are integral Key components that guide the Bookstore operation to achieve its mandate. *They Include:*

- Growing Business Turnover and Profitability
- Enhance Business Partnerships
- Embrace Technology and Make it a Way of Doing Business
- Enhance Customer Experience and Brand Image

Factors that Negatively Affected the Financial Performance in the FY 2020/21

1. The Covid-19 Pandemic disrupted the global supply chain occasioning the closure by a majority of the Publishers, Distributors, Customer and other Key Stakeholders
2. Decline in the number of orders from the Government funded entities
3. Decline in the number of orders from the major customer; University of Nairobi
4. Failure to service some customers' orders because of the debts owed to suppliers and delayed delivery of ordered items from some suppliers
5. High competition from private bookstores

Mitigation Measures to Improve the Financial Performance

1. The Bookstore is embracing information technology in delivery of products and services; both in up-stream and down-stream activities. Expansion of online visibility is underway by revamping the online shop and Partnership MoUs with established online shops such as Jumia.
2. Market Diversification to Private institutions and NGOs to avert overreliance on the GoK funded institutions. To start with, Private Hospitals and Universities have already been mapped for engagement.
3. Diversification to the County Governments is underway. This target to establish and satisfy the needs of the various MDAs within the Country Government. The library needs shall be top priority. Counties though funded by the National Government, they exercise a high degree of semi autonomy, therefore a potential Key Account.
4. Profile the UoN Students and Staff needs and meet the demands. Laptops and Smart Phone are availed to Customers all the time. Special requests are concurrently serviced.
5. Building sustainable Partnerships with Domestic Publishers for business continuity when international Publishers and Distributors encounter supply chain challenges. This will equally support the Government initiative of Buy Kenya Build Kenya. Communication has been enhanced to get early warnings about such impending business disruptions. These will Enhance Customer Experience through proactive and expeditious engagements with Customers.
6. Proactive collection of Customer feedback and promptly addressing the Customer needs. Through Market Segmentation, the Customers are able to engage the specific Account Manager for their inquiries or complaints. This enhances Customer Experience. Product Diversification is being sustainably implemented especially as a result respond to Covid-19 motivated upsurge in demand for Laptops, Smart Phones, Internet MiFi, Lightweight All -In-One Printers etc. This is will plug the deficit attributed to low sale of books.
7. Debt Collection shall continue to be enhanced. This will enhance the Working capital to settle the Pending Bills. As a result, sustainable supplies will be achieved thereby Enhancing Customer Experience and Revenue.

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iv) Income Generating Units

Dental Plaza: Dental Plaza was able to generate Kshs26,160,260 against a target of Kshs23,125,200 in FY 2020/2021. This was achieved as a result of increased marketing and partnerships with several corporate clients and insurance companies.

Eye Centre: Eye Centre recorded improved performance in the FY 2020/2021. The unit generated Kshs2,111,873 against a target of Kshs1,522,200. Having a full time Ophthalmic Officer has reduced inconsistency of doctors. The unit hired a customer advisor to deal with customer issues & improve efficiency at the unit. One of the major challenges experienced at the unit was lack of visibility which we are working on to create awareness on the services we are offering.

Diagnostic Imaging & Radiation Medicine: The performance at DIRM has been on a downward trend because the IGU is not able to meet its customers' needs due to its outdated equipment. The unit was in the process of purchasing a Digital Fluoroscopy Machine but the prices have been prohibitive. The unit is looking at leasing option as a way of resolving the equipment issues. Once this is done, we hope to see improved performance at the unit going forward.

Bindery: The performance of the IGU has declined tremendously since the Covid-19 pandemic struck. This can be attributed to the introduction of online by the university as a result of the restrictions imposed by the Ministry of Health. The IGU has however been awarded printing work for all students' projects/thesis/dissertations going forward. The unit is in the process of purchasing a printer/photocopier for the project in question. This will enhance performance in the IGU.

CFP: The IGU was able to generate Kshs32,784,410 against a target of Kshs28,648,897 for the FY 2020/2021. This was a great improvement which was achieved as a result of signing of several partnerships with various hospitals for body collection and preservation.

b) Internal controls and risk management

UNES Limited has put into place an Internal Control System designed to provide reasonable assurance regarding the achievement of the Organization's Objective. Risk Management is an integral part of the Internal Control of UNES Limited. The goal of Risk Management is to support the Business Strategy and the achievement of Objectives by Managing Potential threats and Exploiting Opportunities for the Business.

The Internal Control System and Risk Management Process for Financial Reporting ensures that the financial reports disclosed by UNES Limited reflect the operations of the Organization, are reliable and comply with the applicable Laws, Regulations, International Financial Reporting Standards and Statutory Requirements.

The Board of Directors has approved the Risk Management Policy and Framework which is based on the components of the Committee of Sponsoring Organizations (COSO) Framework that comprises the following components of Internal Controls, the Control Environment, Risk Assessment, Control Activities, Information and Communication and Monitoring. Implementation of the Risk Management Framework is continuous, regular assessment is undertaken and reported to the Board of Directors on a Quarterly basis.

*University of Nairobi Enterprise Services Limited
Annual Report and Financial Statements for the year ended 30 June 2021*

UNES Continues to be ISO Certified under the ISO 9001:2015 Certification that requires that Risks embedded in Processes are identified and mitigated. Within the Financial Year, Senior Management was trained on ISO 31000 on Risk Management, this culminated into the revision of the Risk Register based on the new acquired knowledge.

i) Operational Risks

This is the risk that results from operational failure which includes System Failures, Violation of Policy, Laws and Regulations. UNES Manages Operational Risks by integrating Risk Management Practices into Processes, Systems and Culture. Mitigation Strategies are implemented through Business Plans, Budgets and Policies such as the Credit Policy, Pricing Policy, Human Resources Policy Manual, and Procurement Policy among others in the Strategic Business Units and Operational Department. The Risk and Internal Audit Department undertakes Assurance Audits to ensure implementation of the Policies, Laws and Regulations.

ii) Internal Controls

The Company has prescribed an elaborate set of procedures and financial controls to ensure accurate reporting of financial information and protection of its assets. An Internal Audit department coordinates the activities of the Internal Control mechanisms and reports directly to the Audit Committee. The Company in implementing the framework for Enterprise Risk Management has expanded the Terms of Reference of the Board Audit Committee to include Risk Management. The position of Chief Manager, Risk and Internal Audit has also been put in place to spearhead Enterprise Risk Management for the company.

The company has implemented ISO 9001:2015 which lays a great emphasis and requirement on the determination of risks and opportunities, addressing them appropriately in order to ensure continued conformity of products and services offered. In this regard risks and opportunities have been identified for all the processes in the organization as well as mitigations and exploitation strategies respectively. The Quality Management System promotes Risk Based Approach (RBA) in planning, implementing and monitoring the effectiveness of the Quality Management System. Management has identified risks in the current operating environment, developed mitigation strategies to address their impact and likelihood.

University of Nairobi Enterprise Services Limited
Annual Report and Financial Statements for the year ended 30 June 2021

REPORT OF THE DIRECTORS

The Directors submit their report together with the audited financial statements for the year ended June 30, 2021 which show the state of the company's affairs.

Principal activities

The principal activities of the entity continue to be Financial Management, Consultancy, Hospitality and Bookstore services.

Results

The results of the company for the year ended June 30, 2021 are set out on pages 1 -28.

Dividends

The Directors do not recommend the payment of dividend for the year.

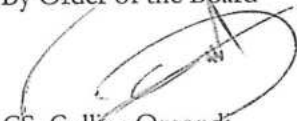
Directors

The members of the Board of Directors who served during the year are shown on pages iii-vi.

Auditors

The Auditor-General is responsible for the statutory audit of the company in accordance with the Public Finance Management (PFM) Act, 2012, which empowers the Auditor-General to nominate other auditors to carry out the audit on his behalf.

By Order of the Board


C.S. Collins Omondi
CORPORATION SECRETARY

FREDERICK COLLINS OMONDI
CPS (K)
MEMBER No: 2794
P.O. Box 34992 - 00100, NAIROBI

Date: 27/06/2022

University of Nairobi Enterprise Services Limited
Annual Report and Financial Statements for the year ended 30 June 2021

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Section 81 of the Public Finance Management Act, 2012, the Companies Act, 2015 and section 14 of the State Corporations Act, require the Directors to prepare financial statements in respect of the company, which give a true and fair view of the state of affairs of the company at the end of the financial year and the operating results of the company for that year. The Directors are also required to ensure that the company keeps proper accounting records which disclose with reasonable accuracy the financial position of the company. The Directors are also responsible for safeguarding the assets of the company.

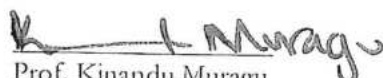
The Directors are responsible for the preparation and presentation of the company's financial statements, which give a true and fair view of the state of affairs of the company for and as at the end of the financial year ended on 30 June 2021. This responsibility includes: (i) maintaining adequate financial management arrangements and ensuring that these continue to be effective throughout the reporting period; (ii) maintaining proper accounting records, which disclose with reasonable accuracy at any time the financial position of the company; (iii) designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of the financial statements, and ensuring that they are free from material misstatements, whether due to error or fraud; (iv) safeguarding the assets of the company; (v) selecting and applying appropriate accounting policies; and (vi) making accounting estimates that are reasonable in the circumstances.

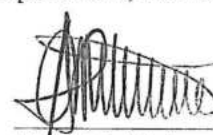
The Directors accept responsibility for the UNES financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards (IFRS), and in the manner required by the PFM Act and the State Corporations Act. The Directors are of the opinion that the company's financial statements give a true and fair view of the state of company's transactions during the financial year ended 30 June 2021 and of the company's financial position as at that date. The Directors further confirm the completeness of the accounting records maintained for the company, which have been relied upon in the preparation of the company's financial statements as well as the adequacy of the systems of internal financial control.

Nothing has come to the attention of the Directors to indicate that the company will not remain a going concern for at least the next twelve months from the date of this statement.

Approval of the financial statements

The company's financial statements were approved by the Board on September 1, 2021 and signed on its behalf by:


Prof. Kinandu Muragu
DIRECTOR


Mr. Scith Abeka
DIRECTOR

REPUBLIC OF KENYA

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E-mail: info@oagkenya.go.ke
Website: www.oagkenya.go.ke



HEADQUARTERS
Anniversary Towers
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P.O. Box 30084-00100
NAIROBI

REPORT OF THE AUDITOR-GENERAL ON UNIVERSITY OF NAIROBI ENTERPRISES AND SERVICES LIMITED FOR THE YEAR ENDED 30 JUNE, 2021

PREAMBLE

I draw your attention to the contents of my report which is in three parts:

- A. Report on the Financial Statements that considers whether the financial statements are fairly presented in accordance with the applicable financial reporting framework, accounting standards and the relevant laws and regulations that have a direct effect on the financial statements.
- B. Report on Lawfulness and Effectiveness in Use of Public Resources which considers compliance with applicable laws, regulations, policies, gazette notices, circulars, guidelines and manuals and whether public resources are applied in a prudent, efficient, economic, transparent and accountable manner to ensure Government achieves value for money and that such funds are applied for intended purpose.
- C. Report on Effectiveness of Internal Controls, Risk Management and Governance which considers how the entity has instituted checks and balances to guide internal operations. This responds to the effectiveness of the governance structure, the risk management environment, and the internal controls developed and implemented by those charged with governance for orderly, efficient and effective operations of the entity.

An unmodified opinion does not necessarily mean that an entity has complied with all relevant laws and regulations, and that its internal controls, risk management and governance systems are properly designed and were working effectively in the financial year under review.

The three parts of the report are aimed at addressing the statutory roles and responsibilities of the Auditor-General as provided by Article 229 of the Constitution, the Public Finance Management Act, 2012 and the Public Audit Act, 2015. The three parts of the report, when read together constitute the report of the Auditor-General.

REPORT ON THE FINANCIAL STATEMENTS

Qualified Opinion

I have audited the accompanying financial statements of University of Nairobi Enterprises and Services Limited set out on pages 1 to 27, which comprise of the statement of financial position as at 30 June, 2021, the statement of comprehensive income, statement

Report of the Auditor-General on University of Nairobi Enterprises and Services Limited for the year ended 30 June, 2021

of changes in equity, statement of cash flows and statement of comparison of budget and actual amounts for the year then ended, and a summary of significant accounting policies and other explanatory information in accordance with the provisions of Article 229 of the Constitution of Kenya and Section 35 of the Public Audit Act, 2015. I have obtained all the information and explanations which, to the best of my knowledge and belief, were necessary for the purpose of the audit.

In my opinion, except for the effect of the matters described in the Basis for Qualified Opinion section of my report, the financial statements present fairly, in all material respects, the financial position of University of Nairobi Enterprises and Services Limited as at 30 June, 2021, and of its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards and comply with the Companies Act, 2015 and the Public Finance Management Act, 2012.

Basis for Qualified Opinion

1.0 Unsupported Adjustments

The University of Nairobi Enterprises and Services Limited submitted financial statements for audit on 30 September, 2021 and submitted revised financial statements on 20 July, 2022. However, review of the amended financial statements submitted for audit revealed that various balances were amended but were not supported by journal vouchers to explain the adjustments.

Management has not explained the adjustments or provided journal vouchers supporting the changes from the initial reported financial statements balances to the adjusted balances as indicated below:

Component	Financial Statements Submitted on 30 September, 2021 (Kshs.)	Revised Financial Statements Submitted on 20 July, 2022 (Kshs.)	Unsupported Adjustments (Kshs.)
Allocation from Income Generating Units	10,670,849	10,390,915	279,934
University Bookstores	58,388,428	61,063,793	(2,675,365)
Arziki Restaurant and Chiromo Conference	11,021,739	11,805,480	(783,741)
Consultancy	764,594,067	765,191,426	(597,359)
Other Income	3,907,318	4,299,950	(392,632)
Direct Costs	716,919,204	696,995,077	19,924,127
Administration Costs	126,991,711	139,965,477	(13,242,084)
Property, Plant and Equipment	15,355,338	13,439,447	1,915,891
Intangible Assets	205,900	249,400	(43,500)
Inventories	59,573,946	59,232,440	341,506
Trade and Other Receivables	290,247,141	291,027,660	(780,519)
Bank and Cash Balances	98,230,834	76,388,527	21,842,307
Accumulated Loss	(83,645,553)	(72,117,580)	11,527,973

Component	Financial Statements Submitted on 30 September, 2021 (Kshs.)	Revised Financial Statements Submitted on 20 July, 2022 (Kshs.)	Unsupported Adjustments (Kshs.)
Trade and Other Payables	479,388,668	210,456,318	268,932,350
Long-term Liability	21,419,324	254,342,947	(232,923,623)
Staff Gratuity Obligations	31,232,868	32,437,938	(1,205,070)
Total	2,604,501,782	2,555,169,215	72,120,195

In absence of sufficient verifiable supporting documents and records, the accuracy of the financial statements could not be confirmed.

2.0 Variance Between Financial Statements and Trial Balance

The financial statements includes items whose balances differs with the supporting trial balance. Management has not provided any reconciliation to support the resultant differences between the two sets of records contrary to Section 68 of the Public Finance Management Act, 2012 which requires the Accounting Officer to maintain financial and accounting records that comply with the Act. Details of the differences are as indicated below.

Component	Financial Statements (Kshs.)	Trial Balance (Kshs.)	Variance (Kshs.)
Inventories	59,232,440	138,444,033	79,211,594
Trade and Other Receivables	291,027,660	369,470,553	78,442,893
Cash and Bank	76,388,527	76,744,606	356,079
Property, Plant and Equipment	13,439,447	4,270,519	9,168,928
Provision for Direct Service Providers	9,013,281	7,878,771	1,134,509
Remittance for Consultancies	100,453,696	116,776,573	16,322,877
Provision for Output VAT	3,149,344	54,477,633	51,328,289
Provision for PAYE	5,953,766	8,613,224	2,659,458
Students Deposits	9,544,770	9,137,643	407,127
Finance Income	0	757,823.40	757,823
Arziki Restaurants	11,805,480	12,918,933	(1,113,453)
Book Store	61,063,793	61,218,947	(155,154)
Revenue from Consultancy	765,191,426	762,434,819	2,756,606
Dental Plaza	3,924,039	24,612,460	(20,688,421)
Diagnostic	432,000	2,880,001	(2,448,001)
Eye Centre	506,080	1,795,272	(1,289,192)
UON Library	968,419	6,449,882	(5,481,463)
Chiromo Parlour	4,560,377	30,402,510	(25,842,133)
Other Income	4,299,950	1,185,806	3,114,143
Total	1,420,954,495	1,690,470,008	188,642,509

In absence of any reconciliation and explanation, the accuracy of the financial statements could not be confirmed.

3.0 Long Outstanding Trade and Other Payables

The statement of financial position as at 30 June, 2021 reflects trade and other payables balance of Kshs.210,456,318. However, the balance includes long outstanding student deposits amounting to Kshs.9,544,770, with some dating back to 2008. Further, the trade and other payables balance includes provision for Directors' emoluments of Kshs.4,933,333 which in turn includes an amount of Kshs.1,200,000 dating back to 2015/2016 financial year. In addition, the trade and other payables balance includes provision for expenses totalling to Kshs.3,967,210 which in turn includes provision for insurance amounting to Kshs.3,741,904 dating back to the year 2012. Management has not provided explanations on why these balances have been outstanding for a long period.

In the circumstances, the existence and accuracy of payables balance of Kshs.210,456,318 could not be confirmed.

4.0 Unsupported Trade and Other Payables

The statement of financial position as at 30 June, 2021 reflects trade and other payables balance of Kshs.210,456,318. However, the balance includes provision for output VAT of Kshs.3,149,344 that has not been supported by a duly acknowledged VAT return as at 30 June, 2021. In addition, remittances for consultancies which is reported net of a debit amounting to Kshs.31,373,969 that has no corresponding credit in the ledger.

In the circumstances, the accuracy of trade and other payables balance of Kshs.210,456,318,000 could not be confirmed.

5.0 Fully Depreciated Property, Plant and Equipment

Examination of records revealed that the Company did not review the residual values and useful lives of property, plant and equipment amounting to Ksh.101,602,698 at reporting date in accordance with paragraph 51 of IAS 16. As a result, property, plant and equipment with a gross carrying amount of Kshs.64,413,952 had a zero net carrying amount while still in use.

In the circumstances, the accuracy and completeness of property, plant and equipment balance of Kshs.13,439,447 as at 30 June, 2021 could not be confirmed.

6.0 Long Outstanding Trade and Other Receivables

The statement of financial position and as disclosed in Note 16 to the financial statements reflects trade and other receivables balance of Kshs.291,027,660. The balance includes amounts of Kshs.105,173,881, Kshs.23,293,492, Kshs.2,207,900 and Kshs.1,283,929 due from external customers (consultancy), National Hospital Insurance Fund (NHIF), East African Portland Cement and other receivables respectively, which have been outstanding for over two (2) years. Management has not indicated measures taken to ensure collection of the receivables. In addition, no provision for bad and doubtful debts has been made in the financial statements.

In the circumstances, the accuracy and recoverability of trade and other receivables balance of Kshs.291,027,660 could not be confirmed.

The audit was conducted in accordance with International Standards of Supreme Audit Institutions (ISSAIs). I am independent of the University of Nairobi Enterprises and Services Limited Management in accordance with ISSAI 130 on Code of Ethics. I have fulfilled other ethical responsibilities in accordance with the ISSAI and in accordance with other ethical requirements applicable to performing audits of financial statements in Kenya. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my qualified opinion.

Key Audit Matters

Key audit matters are those matters that, in my professional judgment, are of most significance in the audit of the financial statements. There were no key audit matters to report in the year under review.

Other Matter

Budgetary Control and Performance

The statement of comparison of budget and actual amounts for the year ended 30 June, 2021 reflects an expenditure budget of Kshs.219,692,894 against actual expenditure of Kshs.157,185,026 resulting in net under-expenditure of Kshs.62,507,868. The under-expenditure may have affected the planned activities and impacted negatively on service delivery.

REPORT ON LAWFULNESS AND EFFECTIVENESS IN USE OF PUBLIC RESOURCES

Conclusion

As required by Article 229(6) of the Constitution, based on the audit procedures performed. I confirm that, nothing has come to my attention to cause me to believe that public resources have not been applied lawfully and in an effective way.

Basis for Conclusion

The audit was conducted in accordance with ISSAI 4000. The standard requires that I comply with ethical requirements and plan and perform the audit to obtain assurance about whether the activities, financial transactions and information reflected in the financial statements are in compliance, in all material respects, with the authorities that govern them. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my conclusion.

REPORT ON EFFECTIVENESS OF INTERNAL CONTROLS, RISK MANAGEMENT AND GOVERNANCE

Conclusion

As required by Section 7(1)(a) of the Public Audit Act, 2015, based on the audit procedures performed, except for the matter described in the Basis for Conclusion on Effectiveness of Internal Controls, Risk Management and Governance section of my

report, I confirm that, nothing has come to my attention to cause me to believe that internal controls, risk management and overall governance were not effective.

Basis for Conclusion

Lack of Two-Way Match Between Purchase Orders and Payment Vouchers

Review of financial records revealed that the Company had not fully automated the two-way match between the purchase orders and the payment vouchers. The payment vouchers were all manually supported outside the system which was prone to errors.

The audit was conducted in accordance with ISSAI 2315 and ISSAI 2330. The standards require that I plan and perform the audit to obtain assurance about whether effective processes and systems of internal control, risk management and overall governance were operating effectively, in all material respects. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my conclusion.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies Act, 2015, except for matters reported in the Basis for Qualified Opinion, I report based on my audit, that:

- i. I have obtained all the information and explanations which, to the best of my knowledge and belief, were necessary for the purpose of the audit;
- ii. In my opinion, adequate accounting records have been kept by the Company, so far as appears from the examination of those records; and,
- iii. The Company's financial statements are in agreement with the accounting records and returns.

Responsibilities of Management and Board of Directors

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and for maintaining effective internal controls as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error and for its assessment of the effectiveness of internal control, risk management and governance.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management is aware of the intention to liquidate the Company or to cease operations.

Management is also responsible for the submission of the financial statements to the Auditor-General in accordance with the provisions of Section 47 of the Public Audit Act, 2015.

In addition to the responsibility for the preparation and presentation of the financial statements described above, Management is also responsible for ensuring that the

activities, financial transactions and information reflected in the financial statements are in compliance with the authorities which govern them, and that public resources are applied in an effective way.

The Board of Directors is responsible for overseeing the Company's financial reporting process, reviewing the effectiveness of how the Management monitors compliance with relevant legislative and regulatory requirements, ensuring that effective processes and systems are in place to address key roles and responsibilities in relation to governance and risk management, and ensuring the adequacy and effectiveness of the control environment.

Auditor-General's Responsibilities for the Audit

The audit objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion in accordance with the provisions of Section 48 of the Public Audit Act, 2015 and submit the audit report in compliance with Article 229(7) of the Constitution. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISSAIs will always detect a material misstatement and weakness when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

In addition to the audit of the financial statements, a compliance audit is planned and performed to express a conclusion about whether, in all material respects, the activities, financial transactions and information reflected in the financial statements are in compliance with the authorities that govern them and that public resources are applied in an effective way, in accordance with the provisions of Article 229(6) of the Constitution and submit the audit report in compliance with Article 229(7) of the Constitution.

Further, in planning and performing the audit of the financial statements and audit of compliance, I consider internal controls in order to give an assurance on the effectiveness of internal controls, risk management and governance processes and systems in accordance with the provisions of Section 7(1)(a) of the Public Audit Act, 2015 and submit the audit report in compliance with Article 229(7) of the Constitution. My consideration of the internal controls would not necessarily disclose all matters in the internal controls that might be material weaknesses under the ISSAIs. A material weakness is a condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions.

Because of its inherent limitations, internal controls may not prevent or detect misstatements and instances of noncompliance. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the Company's policies and procedures may deteriorate.

As part of an audit conducted in accordance with ISSAIs, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

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

I communicate with the Management regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that are identified during the audit.

I also provide Management with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.


CPA Nancy Gatirungu, CBS
AUDITOR-GENERAL

Nairobi

13 October, 2022

University of Nairobi Enterprise Services Limited
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**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2021**


	Note	2020/2021 Kshs	2019/2020 Kshs
REVENUES			
Allocation from Income Generating Units	1	10,390,915	9,283,130
UNES University Bookstores	2	61,063,793	69,208,241
Arziki Restaurants and Chiromo Conference Centre	3	11,805,480	32,454,984
Consultancy	4	765,191,426	411,482,744
Other Income	5	4,299,950	<u>1,736,999</u>
TOTAL REVENUES		<u>852,751,564</u>	<u>524,166,098</u>
OPERATING EXPENSES			
Direct Costs	6	696,995,077	373,213,780
Administration Costs	7	139,965,477	146,270,172
Finance Costs	8	268,227	369,798
Depreciation of property, plant and equipment	13	3,413,169	4,706,995
Amortisation of Intangible Assets	14	<u>62,350</u>	<u>105,850</u>
TOTAL OPERATING EXPENSES		<u>840,704,300</u>	<u>524,666,595</u>
OPERATING PROFIT	9	12,047,264	(500,497)
OTHER COMPREHENSIVE INCOME			
Finance Income	10	-	628,007
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		12,047,264	127,510
Earnings Per Share – basic	11	2,409	26

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STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2021

	Note	2020/2021 Kshs	2019/2020 Kshs
ASSETS			
Non-Current Assets			
Property, plant and equipment	13	13,439,447	12,830,056
Intangible assets	14	249,400	311,750
Total Non-Current Assets		13,688,847	13,141,806
Current Assets			
Inventories	15	59,232,440	62,855,555
Trade and other receivables	16	291,027,660	276,072,456
Bank and cash balances	17	76,388,527	74,669,115
Total Current Assets		<u>426,648,627</u>	<u>413,597,126</u>
TOTAL ASSETS		<u>440,337,475</u>	<u>426,738,932</u>
EQUITY AND LIABILITIES			
Capital and Reserves			
Ordinary share capital	18	100,000	100,000
Accumulated loss	19	(72,117,580)	(84,164,838)
Capital Reserve	20	12,321,458	12,321,458
Capital and Reserves		(59,696,122)	(71,743,380)
Non-Current Liabilities			
Long term liability	21	254,342,947	21,419,324
Total Non-Current Liabilities		254,342,947	21,419,324
Current Liabilities			
Trade and other payables	22	210,456,318	443,822,683
Staff gratuity obligations	23	32,437,938	30,534,837
Provision for leave pay	24	2,796,393	2,705,472
Total Current Liabilities		<u>245,690,649</u>	<u>477,062,993</u>
TOTAL EQUITY AND LIABILITIES		<u>440,337,475</u>	<u>426,738,932</u>


The financial statements were approved by the Board on September 1, 2021 and signed on its behalf by:



 Head of Finance
 Mr. Simplicious Ochieng
 ICPAKM/No.5101



 Managing Director
 Mr. Seith Abeka



 Chairman of the Board
 Prof. Kinandu Muragu

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STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2021

	Ordinary Share Capital	Capital Reserve	Retained Profit (Loss)	Total
Balance as at 1st July 2020	100,000	12,321,458	(84,164,844)	(71,743,386)
Profit (Loss) for the period	-	-	12,047,264	12,047,264
Transfer to capital reserves	-	-	-	-
Balance as at 30 June 2021	100,000	12,321,458	(72,117,580)	(59,696,122)
Balance as at 1st July 2019	100,000	12,321,458	(84,292,349)	(71,870,891)
Profit (Loss) for the period	-	-	127,510	127,510
Transfer to capital reserves	-	-	-	-
Balance as at 30 June 2020	100,000	12,321,458	(84,164,838)	(71,743,380)

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STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2021

	Note	2020/2021 Kshs	2019/2020 Kshs
OPERATING ACTIVITIES			
Cash (used in) / generated from operations	26(a)	5,741,971	71,359,251
Finance income (Interest received)	10	-	628,007
Net cash generated from/ (used in) operating activities		5,741,971	71,987,258
INVESTING ACTIVITIES			
Purchase of property, plant and equipment	13	(4,022,560)	(2,537,337)
Proceeds from disposal of intangible assets	14	-	-
Transfer to capital reserves	20	-	-
Net cash generated from/ (used in) investing activities		(4,022,560)	(2,537,337)
FINANCING ACTIVITIES			
Dividend paid	25	-	(13,348,752)
Long term liability paid	21	-	(2,053,116)
Net cash (used in) financing activities		-	(15,401,868)
(DECREASE) IN CASH AND CASH EQUIVALENTS		1,719,411	54,048,053
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		74,669,118	20,621,065
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	17	76,388,527	74,669,118

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STATEMENT OF COMPARISON OF BUDGET AND ACTUAL AMOUNTS FOR THE PERIOD ENDED 30 JUNE 2021

		Original Budget 2020/2021	Adjustments	Final Budget 2020/2021	Actual on Comparable Basis	Performance Difference	% Variance
		FY 2020/2021	FY 2020/2021	FY 2020/2021	FY 2020/2021	FY 2020/2021	FY 2020/2021
	Note	KShs	KShs	KShs	KShs	KShs	
Revenue							
Gross Sales Income		966,524,052	(119,410,661)	847,113,391	852,751,564	5,638,173	0.7%
Cost of Sales		734,182,833	(58,454,255)	675,728,578	696,995,077	(21,266,499)	-3.1%
Gross Profit		232,341,220	(60,956,407)	171,384,813	155,756,487	(15,628,326)	
Administrative Expenses							
Personnel Emoluments	1	150,647,809	(27,788,366)	122,859,443	96,479,581	26,379,862	21.5%
Operating Expenses	2	47,478,761	(15,718,585)	31,760,176	38,583,410	(6,823,234)	-21.5%
Board Expenses		6,068,151	(429,851)	5,638,300	5,170,714	467,586	8.3%
Depreciation		4,999,975	(0)	4,999,975	12,928,761	(7,928,786)	-158.6%
Total Administrative Expenses		209,194,697	(43,936,803)	165,257,894	153,162,466	12,095,428	
Surplus (Loss) for the Period		23,146,523	(17,019,604)	6,126,919	2,594,021	(3,532,898)	
Capital budget							
Furniture and Fittings	3	22,385,000	-	22,385,000	3,424,215	18,960,785	84.7%
Computers/Laptops	4	1,550,000	-	1,550,000	598,345	951,655	61.4%
ERP	5	30,500,000	-	30,500,000	-	30,500,000	100.0%
Total Capital Budget		54,435,000		54,435,000	4,022,560	50,412,440	

Explanatory Note on original and the final budget

- The company relies on internally generated funds from its business units, which had been projected **KSh847 Million** for the F/Y 2020/2021. The actual revenue was above what was projected at **KSh852 Million** due to improved business performance during the period.
- The FY 2020/2021 Budget had estimated a total revenue of **KSh.966,524,052** and a net profit of **KSh23,146,523**. After considering the half year performance to the period ended 31st December 2020 and the changes in the business environment, Management revised the Budget downwards to reflect the possible outcomes by 30th June 2021 in the FY 2020/2021.
- The effects of the Covid 19 Pandemic and the overall economic downturn impacted negatively on revenue generation. The introduced Ministry of Health Regulations and changes in the working modalities also slowed down business operations.
- In the FY 2020/2021, the budgeted revenue was revised downwards by 12% from the initial budget of **KSh966,524,052** to **KSh847,113,391**. Profitability was also forecasted to decline from the estimated **KSh23,146,523** to **KSh6,126,919**.

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- e) The cost of sales was revised downwards from the original budget of KSh734,182,833 to KSh675,728,578 representing an 8% reduction as a result of the expected reduced business activity in the last half of the financial year
- f) The total administrative expenses were also reduced by 21% from the initial estimate of KSh 209,194,697 to KSh165,257,894. Management instituted stringent austerity measures to make additional savings and improve cash flows.

Budget notes explaining the differences between actual and budgeted amounts (10% over / under)

1. Under personnel emoluments, there was a 21.5% cost saving from what was budgeted. This was as a result of putting on hold some planned recruitments during the financial year owing to the challenging business environment occasioned by the Covid-19 pandemic.
2. Under operating expenses, there was a budget overrun of 21.5% as a result of additional unplanned expenses that were brought about by the Covid-19 pandemic such as purchase of face masks, sanitizers, thermometers, mandatory vaccination of all restaurant staff among others.
3. Most of the furniture and fittings that had been planned for the FY 2020/2021 were for the restaurant which was adversely affected as a result of new government restrictions on restaurant operations. The purchases were therefore deferred resulting in to a positive variance of 84.7%.
4. Computers and laptops also had a positive variance of 61.4%. This was a result of the deferred staff recruitments during the financial year. The additional laptops were meant for the newly recruited staff members which did not take place.
5. The new ERP was to be funded by USAID under the Health IT project being managed by UNES. The funding was deferred to the FY 2021/2022 resulting in a 100% positive variance.

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

A: General Information

UNES Limited is incorporated under and derives its authority and accountability from the Companies Act Cap 486. The entity is wholly owned by the University of Nairobi and is domiciled in Kenya. The entity is also recognized as a Commercial State Corporation due to the provisions of the State Corporations Act, which stipulate that an entity wholly owned by a State Corporation is also a State Corporation.

The entity's principal activity is undertaking Financial Management, Consultancy and other entrepreneurial activities which include Hospitality, Bookstores, and Managing Income Generating Units (IGUs) on behalf of the University of Nairobi. For Kenyan Companies Act reporting purposes, the balance sheet is represented by the statement of financial position and the profit and loss account by the statement of profit or loss and other comprehensive income in these financial statements.

B: Statement of compliance and basis of preparation of the financial statements

The financial statements have been prepared on a historical cost basis. The preparation of financial statements in conformity with International Financial Reporting Standards (IFRS) allows the use of estimates and assumptions. It also requires management to exercise judgement in the process of applying the Company's accounting policies.

The financial statements have been prepared and presented in Kenya Shillings, which is the functional and reporting currency of the Company.

The financial statements have been prepared in accordance with the PFM Act, the State Corporations Act, Companies Act, and International Financial Reporting Standards (IFRS). The accounting policies adopted have been consistently applied to all the years presented.

C: Application of new and revised International Financial Reporting Standards (IFRSs)

i. New and amended standards and interpretations in issue effective in the year ended 30 June 2021.

Title	Description	Effective Date
IAS 39- Financial Instruments: Recognition and Measurement	IAS 39 "Financial Instruments: Recognition and Measurement" outlines the requirements for the recognition and measurement of financial assets, financial liabilities, and some contracts to buy or sell non-financial items. Financial instruments are initially recognized when an entity becomes a party to the contractual provisions of the instrument and are classified into various categories depending upon the type of instrument, which then determines the subsequent measurement of the instrument (typically amortized cost or fair value). Special rules apply to embedded derivatives and hedging instruments.	The amendments are effective for annual periods beginning on or after January 1, 2020. Earlier application is permitted.
IFRS 4-	IFRS 4 "Insurance Contracts" applies, with limited	The amendments are effective

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Title	Description	Effective Date
Insurance Contracts (Superseded)	exceptions, to all insurance contracts (including reinsurance contracts) that an entity issues and to reinsurance contracts that it holds. In light of the IASB's comprehensive project on insurance contracts, the standard provides a temporary exemption from the requirements of some other IFRSs, including the requirement to consider IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" when selecting accounting policies for insurance contracts.	for annual periods beginning on or after January 1, 2020. Earlier application is permitted.
IFRS 7- Financial Instrument Disclosures	IFRS 7 "Financial Instruments: Disclosures" requires disclosure of information about the significance of financial instruments to an entity, and the nature and extent of risks arising from those financial instruments, both in qualitative and quantitative terms. Specific disclosures are required in relation to transferred financial assets and a number of other matters.	The amendments are effective for annual periods beginning on or after January 1, 2020. Earlier application is permitted.
IFRS 16- Leases	IFRS 16 specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is 12 months or less or the underlying asset has a low value. Lessor accounting however remains largely unchanged from IAS 17 and the distinction between operating and finance leases is retained.	The amendments are effective for annual periods beginning on or after January 1, 2020. Earlier application is permitted.

ii. **New and amended standards and interpretations in issue but not yet effective in the year ended 30 June 2021.**

Title	Description	Effective Date
IAS 1 — Presentation of Financial Statements	IAS 1 "Presentation of Financial Statements" sets out the overall requirements for financial statements, including how they should be structured, the minimum requirements for their content and overriding concepts such as going concern, the accrual basis of accounting and the current/non-current distinction. The standard requires a complete set of financial statements to comprise a statement of financial position, a statement of profit or loss and other comprehensive income, a statement of changes in equity and a statement of cash flows.	The amendments are effective for annual periods beginning on or after January 1, 2023. Earlier application is permitted.
IAS 12 — Income Taxes	IAS 12, "Income Taxes" implements a so-called 'comprehensive balance sheet method' of accounting for income taxes which recognizes both the current tax consequences of transactions and events and the future tax consequences of the future recovery or settlement of the carrying amount of an entity's assets and liabilities. Differences between the carrying amount and tax base of assets and liabilities, and carried forward tax losses and credits, are recognized, with limited exceptions, as deferred tax liabilities or deferred tax assets, with the latter also being subject to a 'probable profits' test.	Earlier application is permitted. The amendments are effective for annual reporting periods beginning on or after January 1, 2023. Early adoption is permitted.
IAS 16 — Property, Plant	IAS 16 "Property, Plant and Equipment" outlines the accounting treatment for most types of property, plant and	The amendments are effective for annual periods beginning on or

*University of Nairobi Enterprise Services Limited
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Title	Description	Effective Date
and Equipment	equipment. Property, plant and equipment is initially measured at its cost, subsequently measured either using a cost or revaluation model, and depreciated so that its depreciable amount is allocated on a systematic basis over its useful life.	after January 1, 2022. Early application is permitted.
IAS 37 — Provisions, Contingent Liabilities and Contingent Assets	IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" outlines the accounting for provisions (liabilities of uncertain timing or amount), together with contingent assets (possible assets) and contingent liabilities (possible obligations and present obligations that are not probable or not reliably measurable).	The amendments are effective for annual periods beginning on or after January 1, 2022. Early application is permitted.
IAS 41 — Agriculture	IAS 41 "Agriculture" sets out the accounting for agricultural activity – the transformation of biological assets (living plants and animals) into agricultural produce (harvested product of the entity's biological assets). The standard generally requires biological assets to be measured at fair value less costs to sell.	The amendments are effective for annual periods beginning on or after January 1, 2022. Early application is permitted.
IFRS 1 — First-time Adoption of International Financial Reporting Standards	IFRS 1 "First-time Adoption of International Financial Reporting Standards" sets out the procedures that an entity must follow when it adopts IFRS for the first time as the basis for preparing its general-purpose financial statements. The IFRS grants limited exemptions from the general requirement to comply with each IFRS effective at the end of its first IFRS reporting period.	The amendments are effective for annual periods beginning on or after January 1, 2022. Early application is permitted.
IFRS 3 — Business Combinations	IFRS 3 "Business Combinations" outlines the accounting when an acquirer obtains control of a business (e.g., an acquisition or merger). Such business combinations are accounted for using the 'acquisition method', which generally requires assets acquired and liabilities assumed to be measured at their fair values at the acquisition date.	The amendments are effective for annual periods beginning on or after January 1, 2022. Early application is permitted if an entity also applies all other updated references (published together with the updated Conceptual Framework) at the same time or earlier.
IFRS 17 — Insurance Contracts	IFRS 17 establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. The objective of IFRS 17 is to ensure that an entity provides relevant information that faithfully represents those contracts. This information gives a basis for users of financial statements to assess the effect that insurance contracts have on the entity's financial position, financial performance and cash flows.	The IASB tentatively decided to defer the effective date of IFRS 17, Insurance Contracts to annual periods beginning on or after January 1, 2022. [The IASB has also published 'Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4)' to defer the fixed expiry date of the amendment also to annual periods beginning on or after January 1, 2023.]

University of Nairobi Enterprise Services Limited
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NOTES TO THE FINANCIAL STATEMENTS (Continued)

iii) Early adoption of standards

The company did not early-adopt any new or amended standards in 2020/2021.

D: Summary of Significant Accounting Policies

The principal accounting policies adopted in the preparation of these financial statements are set out below:

i) Revenue recognition

Revenue is recognised to the extent that it is probable that future economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is recognised at the fair value of consideration received or expected to be received in the ordinary course of the Company's activities, net of value-added tax (VAT), where applicable, and when specific criteria have been met for each of the Company's activities as described below.

- a) **Revenue from the sale of goods and services** is recognised in the year in which the Company delivers products to the customer, the customer has accepted the products and collectability of the related receivables is reasonably assured.
- b) **Finance income** comprises interest receivable from bank deposits and investment in securities, and is recognised in profit or loss on a time proportion basis using the effective interest rate method.
- c) **Other income** is recognised as it accrues.

UNES is allocated an amount for budgetary support from revenue generated by the various Income Generating Activities (IGAs) of University of Nairobi under management of UNES, at rates approved by the University Council as shown below;

Project Categories	UNES Allocation
(i) Specialized Based Production Units	15%
(ii) General Production Units	15%
(iii) Workshops, Seminars & Short Courses	2.00%

ii) Property, plant and equipment

All categories of property, plant and equipment are initially recorded at cost less accumulated depreciation and impairment losses.

Gains and losses on disposal of items of property, plant and equipment are determined by comparing the proceeds from the disposal with the net carrying amount of the items, and are recognised in profit or loss in the income statement.

iii) Depreciation and impairment of property, plant and equipment

Depreciation on property, plant and equipment is recognised in the income statement on a straight-line basis to write down the cost of each asset to its residual value over its estimated useful life. The estimated useful lives and depreciation rates in use for each class of asset are as follows:

NOTES TO THE FINANCIAL STATEMENTS (Continued)

	Years	Rate
Motor vehicles, including motor cycles	5 years	20%
Computers and related equipment	3 years	33 ¹ / ₃ %
Office equipment, furniture and fittings	10 years	10%

A full year's depreciation charge is recognised in the year of asset purchase and none in the year of asset disposal.

Items of property, plant and equipment are reviewed annually for impairment. Where the carrying amount of an asset is assessed as greater than its estimated recoverable amount, an impairment loss is recognised so that the asset is written down immediately to its estimated recoverable amount.

iv) Intangible assets

Intangible assets comprise purchased computer software licences, which are capitalised on the basis of costs incurred to acquire and bring to use the specific software. These costs are amortised over the estimated useful life of the intangible assets from the year that they are available for use, usually over five years.

v) Amortisation and impairment of intangible assets

Amortisation is calculated on the straight-line basis over the estimated useful life of computer software of five years.

All computer software are reviewed annually for impairment. Where the carrying amount of an intangible asset is assessed as greater than its estimated recoverable amount, an impairment loss is recognised so that the asset is written down immediately to its estimated recoverable amount.

vi) Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of inventories comprises purchase price, import duties, transportation and handling charges. Costs of Inventories are determined on a first-in first-out basis.

vii) Trade and other receivables

Trade and other receivables are recognised at fair values less allowances for any uncollectible amounts. These are assessed for impairment on a continuing basis. An estimate is made of doubtful receivables based on a review of all outstanding amounts at the year end. Bad debts are written off after all efforts at recovery have been exhausted.

viii) Taxation

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted as at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS (Continued)

ix) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and cash at bank, short-term deposits on call and highly liquid investments with an original maturity of one year or less, which are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value. Bank account balances include amounts held at various commercial banks at the end of the financial year. For the purposes of these financial statements, cash and cash equivalents also include short term cash imprests and advances to authorised staff which were accounted for but not surrendered at the end of the financial year.

x) Trade and other payables

Trade and other payables are non-interest bearing and are carried at cost, which is measured at the fair value of contractual value of the consideration to be paid in future in respect of goods and services supplied, whether billed to the company or not, less any payments made to the suppliers.

xi) Retirement benefit obligations

The company's employees are employed on contract and are entitled to a service gratuity at the end of their contracts at the rate of 31% of basic pay. The company's obligation is accrued in the financial statements on pro rata basis.

The company also contributes to the statutory National Social Security Fund (NSSF). This is a defined contribution scheme registered under the National Social Security Act. The company's obligation under the scheme is limited to specific contributions legislated from time to time and is currently at Kshs.200 per employee per month.

xii) Provision for staff leave pay

Employees' entitlements to annual leave are recognised as they accrue to the employees. A provision is made for the estimated liability for annual leave at the reporting date.

xiii) Exchange rate differences

The accounting records are maintained in the functional currency of the primary economic environment in which the company operates, Kenya Shillings. Transactions in foreign currencies during the year/period are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Any foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss. The transactions in foreign currency have been translated at the CBK closing rate as follows: 1 USD = Ksh 102.30 and 1 EUR = Ksh 116.30

xiv) Comparative figures

Where necessary comparative figures for the previous financial year have been amended or reconfigured to conform to the required changes in presentation.

NOTES TO THE FINANCIAL STATEMENTS (Continued)

xv) **Subsequent events**

There have been no events subsequent to the financial year end with a significant impact on the financial statements for the year ended June 30, 2021.

xvi) **Corporation tax**

UNES is exempted from paying corporation tax.

xvii) **Financial risk management**

UNES is exposed to various financial risks including liquidity risk, credit risk and foreign currency risk. The Company has prescribed an elaborate set of procedures and financial controls to ensure accurate reporting of financial information and protection of its assets.

a) **Liquidity Risk**

The definition of liquidity risk is the risk that UNES is unable to meet its obligations as they fall due as a result of a sudden, and potentially protracted, increase in net cash outflows. Such outflows would deplete available cash resources for operations and investments. UNES performs cash flow forecasting and monitoring rolling forecasts of the company's liquidity requirements to ensure it has sufficient cash to meet its operational needs.

The maximum exposure of the company to liquidity risk at the balance sheet date is as follows:

b) **Credit Risk**

The entity has exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due. Credit risk arises from cash and cash equivalents and deposits with banks, as well as trade and other receivables and available for sale financial investments.

Management assesses the credit quality of each customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external assessment in accordance with limits set by directors

The carrying amount of financial assets recorded in the financial statements representing the entity's maximum exposure to credit risk without taking into account of the value of any collateral obtained is made up as follows

	Total Amount Kshs	Fully Performing Kshs	Past due Kshs	Impaired Kshs
At 30 June 2021				
Receivable from non-exchange transactions	285,507,131	285,507,131	185,142,259	-
Bank Balances	76,388,527	76,388,527	-	-
Total	361,895,658	361,895,658	185,142,259	-
At 30 June 2020				
Receivable from non-exchange transactions	273,039,491	273,039,491	201,452,210	-
Bank Balances	74,669,115	74,669,115	-	-
Total	347,708,606	347,708,606	201,452,210	-

NOTES TO THE FINANCIAL STATEMENTS (Continued)

The customers under the fully performing category are paying their debts as they continue trading. The credit risk associated with this receivable is minimal.

The board of directors sets the company's credit policies and objectives and lays down parameter within which the various aspects of credit risk management are operated

c) Market Risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in the market price and comprises three types of risks; foreign exchange risk, price risk and interest rate risk.

i) Foreign Exchange Risk

Foreign currency risk is a financial risk that exists when transactions are denominated in a currency other than the base currency of UNES. UNES receives payments denominated in foreign currencies for both Kenyan and non-Kenyan students' fees. UNES also makes payments denominated in foreign currencies for books purchased from outside Kenya.

UNES limits foreign transactions to at least two foreign currencies, that is, the US dollar and Euro and also uses mark-up pricing to hedge against fluctuations.

ii) Price Risk

This is the risk resulting from a decline in the value of a security or a portfolio. UNES is not exposed to any price risk since it has no investments in any securities.

iii) Interest Rate Risk

This is the risk that an investment's value will change due to a change in the absolute level of interest rates. UNES manages this risk by investing only in fixed income securities with different durations like treasury bills.

iv) Critical Accounting Estimates and Judgements

In the process of applying the accounting policies adopted by the company, the Directors make certain judgments and estimates that may affect the carrying values of assets and liabilities in the next financial period. Such judgments and estimates are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the current circumstances. The Directors evaluate these at each financial reporting date to ensure that they are still reasonable under the prevailing circumstances based on the available information.

a) Impairment of non-financial assets

Non-financial assets that are carried at amortized cost are reviewed at the end of each reporting period for any indication that an asset may be impaired. If any such indication exists, an impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

b) Contingent liabilities and assets

A contingent liability is a potential obligation that may be incurred depending on the outcome of a future event. It is a situation where the outcome of an existing situation is uncertain, and this uncertainty will be resolved by a future event. A contingent liability is recorded in the books of accounts only if the contingency is probable and the amount of the liability can be estimated.

A contingent asset is a potential asset associated with a contingent gain. Unlike contingent liabilities and contingent losses, contingent assets and contingent gains are not recorded in accounts, even when they are probable and the amount can be estimated.

NOTES TO THE FINANCIAL STATEMENTS (Continued)

c) Going concern issues

Nothing has come to the attention of the directors to indicate that the company will not remain a going concern for at least the next twelve months from the date of this statement.

E: Significant Judgements and Sources of Estimation Uncertainty

The preparation of the Entity's financial statements in conformity with IFRSes requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

a) Estimates and assumptions

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

b) Useful lives and residual values

The useful lives and residual values of assets are assessed using the following indicators to inform potential future use and value from disposal:

- The condition of the asset based on the assessment of experts employed by the Entity
- The nature of the asset, its susceptibility and adaptability to changes in technology and processes
- The nature of the processes in which the asset is deployed
- Availability of funding to replace the assets
- Changes in the market in relation to the asset

c) Provisions

Provisions were raised and management determined an estimate based on the information available. Additional disclosure of these estimates of provisions is included in Note 25.

Provisions are measured at the management's best estimate of the expenditure required to settle the obligation at the reporting date, and are discounted to present value where the effect is material.

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

F: Explanatory Notes to the Financial Statements

	2020/2021	2019/2020
	KShs	KShs
1. ALLOCATON FROM INCOME GENERATING UNITS		
Dept. of Diagnostic Imaging & Radiation Medicine	432,000	541,402
Chiromo Funeral Parlour	4,560,377	3,929,055
Dental Plaza	3,924,039	3,126,065
UON Library IGA	968,419	1,549,680
Eye Centre	506,080	136,928
	10,390,915	9,283,130
2. REVENUE FROM UNES UNIVERSITY BOOKSTORE		
Nairobi	54,210,642	67,268,739
Mombasa	3,564,899	3,507,318
Kisumu	3,218,020	1,367,057
Other income	70,232	-
	61,063,793	72,143,114
Less: VAT paid		2,934,873
	61,063,793	69,208,241
3. REVENUE FROM ARZIKI RESTAURANTS AND CHIROMO CONFERENCE CENTRE		
Restaurant services	5,450,680	23,267,326
Conference services	737,000	1,049,430
Outside catering services	5,760,949	10,796,679
Other Income	23,423	49,820
	11,972,052	35,163,255
VAT and Catering levy paid	166,572	2,708,271
	11,805,480	32,454,984
4. REVENUE FROM CONSULTANCY		
Consultancies	728,652,691	411,166,759
Training (Short courses)	33,592,128	189,655
Other income	2,946,607	126,330
	765,191,426	411,482,744
5. OTHER INCOME		
Miscellaneous income	4,054,527	306,036
Reduction in staff leave provision	-	1,328,321
Bank interest	245,423	-
Commission on mpesa	-	102,642
	4,299,950	1,736,999

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

6 DIRECT COSTS

i) Cost of sales	2020/2021	2019/2020
Nairobi Bookstore	38,449,705	50,959,699
Kisumu Bookstore	178,611	1,003,363
Mombasa Bookstore	838,342	2,996,565
Arziki Restaurants and Conference Centre	7,122,639	17,803,565
Consultancy Direct Project Costs	650,405,780	300,450,588
	696,995,077	373,213,780

7 ADMINISTRATION

(a) Staff Costs (note 7d)	2020/2021	2019/2020
UNES Head office	52,471,332	60,747,516
UNES University Bookstore-Nairobi	10,199,633	10,401,613
UNES University Bookstore-Kisumu	662,339	662,340
UNES University Bookstore-Mombasa	1,472,050	1,456,500
Chiromo Conference Center & Arziki Restaurants	17,647,721	19,658,945
UNES Consultancy unit	14,026,506	11,674,983
	96,479,581	104,601,897
(b) Directors Emoluments		
Directors Sitting Allowances	3,500,000	2,000,000
Directors Retainer Fees	900,000	1,766,666
Directors Travelling Allowances	50,714	1,087,453
Chairman's Honorarium	720,000	1,066,667
	5,170,714	5,920,786
(c) Office and other Costs		
(i) UNES Head office expenses		
Staff Training & Development	876,433	306,350
Medical Expenses	3,559,874	3,848,511
New Business Development	294,815	383,060
Out-Sourced Services	2,352,556	2,062,295
Staff Travelling and Accommodation	221,524	12,000
Transport operating expenses	1,730,165	1,156,933
Seminars and Workshops	117,551	-
Telecommunication	250,144	585,163
Electricity & water	228,142	122,057
Printing Expenses	35,500	99,350
Uniforms and Clothing	11,844	-
Office Stationery	871,141	1,443,191
General expenses & Other consumables	4,231,401	3,220,737
Marketing & Advertisement	1,551,089	633,958
Bank Charges	268,227	369,798
Maintenance of equipment	501,534	135,472

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Maintenance of vehicles	712,695	474,540
Maintenance of Buildings & Grounds	5,280	349,474
Legal & Statutory Expenses	296,977	91,050
Security Expenses	1,142,171	433,712
Subscriptions	127,300	134,500
ICT Services	251,119	82,250
Audit Fees	870,000	870,000
Refurbishment & renovations	6,320	
Performance contracting	57,550	321,290
ISO-QMS Expenses	476,196	1,223,887
Motor Insurance	270,589	-
	21,318,137	18,359,578
(ii) UNES University Bookstore-Nairobi		
Casuals/Outsourced services	91,140	129,038
Staff training & development	7,300	7,400
Medical expenses	1,111,180	1,102,593
Bank Charges	243,138	248,825
General office expenses	770,267	512,170
Maintenance and repairs	55,000	263,621
Motor insurance	37,000	-
Maintenance of vehicles	40,710	-
Marketing expenses	164,828	242,994
Statutory & legal expenses	-	50,000
Security services	-	210,453
Subscriptions	-	37,500
Travelling expenses	309,820	204,845
Withholding VAT	8,277	37,331
Telecommunication	40,400	97,443
	2,879,060	3,144,213
(iii) UNES University Bookstore-Kisumu		
Casual labour	-	116,631
Staff training & Development	600	600
Staff medical expenses	171,054	165,896
Transport & Travelling Expenses	3,656	22,721
General office expenses	3,906	3,346
Telecommunication	1,800	8,687
Statutory & legal expenses	-	51,596
W/Holding Tax	48	13
	181,064	369,490
(iv) UNES University Bookstore-Mombasa		
Staff training & development	1,200	1,200
Casual labour	-	83,750
Staff medical expenses	165,720	160,560
Transport & Travelling Expenses	13,850	117,485
General office expenses	143,816	170,484

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Marketing expenses	22,850	17,075
Security Expenses	-	56,214
Repairs and maintenance	-	35,940
Bank charges	100	32,544
Telecommunication	9,000	15,388
Withholding VAT	350	4,112
Statutory & legal expenses	-	28,250
	356,886	723,002
(v) Chiromo Conference Center & Arziki Restaurants		
Staff training	12,750	15,950
Out sourced services	28,500	464,598
Staff Medical expenses	3,031,718	2,938,104
Office Expenses	370,193	619,957
Transport Expenses	194,273	98,707
Telecommunication	15,059	80,091
Purchase of small kitchen equipment	-	(1,790)
Stationery/Printing	15,710	153,363
Electricity/Water	394,330	1,012,127
Staff Uniforms	-	52,861
Laundry expenses	39,310	84,207
Maintenance of Equipment	112,799	240,585
Security Expenses	73,694	217,393
Maintenance of building & vehicle	25,863	343,560
Physical space	600,000	600,000
Legal & statutory expenses	307,500	426,330
Bank charges	70,534	106,351
	5,292,233	7,452,394
(vi) UNES Consultancy unit		
Stationery & Printing	734,098	793,416
Staff Medical expenses	1,839,658	999,957
Outsourced Services	181,953	374,214
Travelling & Subsistence	566,721	281,062
Office expenses	2,461,422	1,377,211
Telecommunication expenses	31,700	99,799
Security Expenses	1,271,493	1,297,936
Legal & statutory expenses	100,000	92,000
Marketing	485,167	11,200
Insurance expenses	484,295	452,429
Bank charges	399,523	289,386
	<u>8,556,030</u>	<u>6,068,610</u>
Total administration costs	<u>139,965,477</u>	<u>146,639,970</u>

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

7 (d) STAFF COSTS

	2020/2021 KShs	2019/2020 KShs
Salaries and allowances employees	93,330,031	102,246,247
Compulsory national health insurance schemes	1,960,750	1,787,250
Compulsory national social security schemes	1,188,800	568,400
	96,479,581	104,601,897

The average number of employees at the end of the year was:

Management level employees	6	5
Middle level employees	18	13
Lower-level employees	60	67
	84	85

8 FINANCE COSTS

Finance Costs	<u>268,227</u>	<u>369,798</u>
	268,227	369,798

9 OPERATING PROFIT

The operating profit is arrived at after charging/ (crediting):

Staff costs (note 7a)	96,479,581	104,601,897
Depreciation of property, plant and equipment	12,928,761	4,706,995
Amortization of intangible assets	-	105,850
Directors' emoluments - fees	5,170,714	5,920,786
Auditors' remuneration - current year fees	870,000	870,000
	115,449,056	116,205,528

10 FINANCE INCOME

Interest income on short-term bank deposits	-	628,007
	-	628,007

11 EARNINGS PER SHARE

The earnings per share is calculated by dividing the average number of issued ordinary shares which are 5,000. There were not dilutive or potentially dilutive ordinary share as at the reporting date.

12 DIVIDEND PER SHARE

Dividends are accounted for as a separate component of equity and are only presented in the accounts once ratified and declared at the relevant Annual General Meeting (AGM).

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

13 PROPERTY, PLANT AND EQUIPMENT

2020/2021	Office equipment, furniture & fittings	Computers & related equipment	Motor vehicles, including, motor cycles	Total 2020/2021
Cost	Kshs	Kshs	Kshs	Kshs
1st July 2020	43,700,298	21,561,675	32,318,165	97,580,138
Additions	3,424,215	598,345	-	4,022,560
30th June 2021	47,124,513	22,160,020	32,318,165	101,602,698
Depreciation				
1st July 2020	35,413,491	20,881,427	28,455,163	84,750,081
Charge for the year	1,594,826	530,676	1,287,667	3,413,170
30th June	37,008,317	21,412,103	29,742,830	88,163,251
Net Book Value				
30th June 2021	10,116,196	747,917	2,575,335	13,439,447

13 PROPERTY, PLANT AND EQUIPMENT (Continued)

2019/2020	Office equipment, furniture & fittings	Computers & related equipment	Motor vehicles, including, motor cycles	Total 2019/2020
Cost or Valuation	Kshs	Kshs	Kshs	Kshs
1st July 2019	41,815,183	20,909,453	32,318,165	95,042,801
Additions	1,885,115	652,222	-	2,537,337
Disposals	-	-	-	-
30th June 2020	43,700,298	21,561,675	32,318,165	97,580,138
Depreciation				
1st July 2019	32,995,229	20,564,716	26,483,141	80,043,086
Charge for the year	2,418,262	316,711	1,972,022	4,706,995
30th June 2020	35,413,491	20,881,427	28,455,163	84,750,081
Net Book Value				
30th June 2020	8,286,807	680,247	3,863,002	12,830,056

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

14 INTANGIBLE ASSETS

Cost	2020/2021	2019/2020
	Kshs	Kshs
1st July 2020	8,509,080	8,509,080
Additions	-	-
30th June 2021	8,509,080	8,509,080
Amortization		
1st July 2020	8,197,330	8,091,480
Charge for the year	62,350	105,850
30th June 2021	8,259,680	8,197,330
Net Book Value		
30th June 2021	249,400	311,750

The intangible asset relates to computer software

15 INVENTORIES

	2020/2021	2019/2020
	Kshs	Kshs
UNES Bookstores	55,287,729	58,840,610
Chiromo Funeral Parlour	171,330	472,106
Arziki Restaurants & Conference Centre	295,562	716,610
Consultancy	411,109	-
UNES Head Office	738,866	1,037,910
Radiology	137,159	81,085
Eye Centre	1,494,536	1,324,080
Dental Plaza	696,149	383,154
	59,232,440	62,855,555

All inventories are valued at historical cost.

16 TRADE AND OTHER RECEIVABLES

Trade receivables	285,507,131	273,039,491
Bank Guarantees	500,000	961,104
Staff receivables	2,027,173	3,261,880
Other receivables	1,283,929	1,512,661
Suppliers' deposits and advances	11,123,427	6,711,320
Less Provision for bad debts	(9,414,000)	(9,414,000)
Net trade and other receivables	291,027,660	276,072,456

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

17 BANK AND CASH BALANCES

Cash at bank

IGU Accounts

Transition Account NBK	884,222	260,200
Chiromo Funeral Parlour SCB Account	1,436,400	703,198
Faculty of Medicine BBK Account	2,027,923	3,301,699
CAVS Clinical Studies BBK Account	120,374	122,902
	4,468,919	4,387,999

UNES Accounts

UNES Corporate Account	3,617,617	1,828,735
UNES Consultancy Account	18,586,409	50,620,113
UNES USAID Project BBK Account	32,966,167	7,238,428
UNES Arziki Restaurant BBK	508,910	1,071,558
UNES University bookstore account	4,052,743	5,805,967
UNES US-Dollar Account BBK	5,025,447	309,286
UNES Euro Account BBK	4,831,639	1,775,262
	69,588,932	68,649,349

Total cash at bank	74,057,851	73,037,348
Cash in hand	2,330,676	1,631,767
Total Cash at bank and in hand	76,388,527	74,669,115

The bulk of the cash at bank was held at Barclays Bank of Kenya, the company's main bankers.

18 ORDINARY SHARE CAPITAL

Authorised:		
500,000 ordinary shares of Kshs.20 par value each	10,000,000	10,000,000
Issued and fully paid:		
5,000 ordinary shares of Kshs.20 par value each	100,000	100,000

The University of Nairobi holds 4,998 shares while 2 shares are held by nominees of the University.

19 ACCUMULATED LOSS

The retained loss represents the loss that has accumulated over the years.

	2020/2021	2019/2020
	Kshs	Kshs
Balance at beginning of the year	(84,164,844)	(84,292,349)
Add: Total comprehensive income for the year	12,047,264	127,510
	(72,117,580)	(84,164,839)

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

20 CAPITAL RESERVE

The capital reserve includes funds set aside for improvement of certain items of property, plant and equipment netted off with the capital expenditures.

Balance at beginning of the year	12,321,458	12,321,458
Provision for expenses for Dental Plaza improvements	-	-
Balance at end of the year	12,321,458	12,321,458

21 LONG TERM LIABILITY

Balance at beginning of the year	21,419,324	23,472,440
Less:		
Amount paid	-	(2,053,116)
Balance at end of the year	21,419,324	21,419,324
Amount held for the University of Nairobi	232,923,624	-
	254,342,948	21,419,324

22 TRADE AND OTHER PAYABLES

	2020/2021	2019/2020
	Kshs	Kshs
Trade payables	61,384,784	33,345,772
Provision for direct service providers	9,013,281	993,880
Remittance for consultancies	100,453,696	117,000,492
Provision for audit fees	1,740,000	1,740,000
Provision for expenses	3,967,210	7,457,939
Provision for rent	9,612,480	9,012,480
Provision for directors' expenses	4,933,333	4,033,333
Provision for output VAT	3,149,344	17,989,245
Provision for PAYE	5,953,766	5,507,369
Amount held for the University of Nairobi	-	235,191,736
Student deposits- Bookstore	9,544,770	9,544,770
Prepayments	703,654	2,005,667
	210,456,318	443,822,683

23 STAFF GRATUITY AND OBLIGATIONS

	2020/2021	2019/2020
	Kshs	Kshs
Staff gratuity	32,437,938	30,534,837
	32,437,938	30,534,837

The staff gratuity is accrued for the year at the entitlement rate which is currently 31% of Basic Pay.

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

24 PROVISIONS FOR LEAVE PAY

Additional (reduction) in provision at end of year	90,921	(2,231,754)
Balance at end of the year	2,796,393	2,705,472

Provision for annual leave pay is based on services rendered by full-time employees up to the end of the year.

25 DIVIDENDS PAYABLE

The balance of dividends payable relates to unpaid dividends as at the end of the year. The balances are analysed in annual amount below.

Balance brought forward	-	13,348,752
Less: Dividend paid	-	13,348,752
Balance at end of the year	-	-

26 NOTES TO THE STATEMENT OF CASH FLOWS

(a) Reconciliation of operating profit (loss) to cash generated from/ (used in) operations

	2020/2021	2019/2020
	Kshs	Kshs
Operating profit	12,047,264	(500,497)
Depreciation	3,475,519	4,812,845
Loss on disposal of property, plant and equipment		
Operating profit/(loss) before working capital changes	15,522,782	4,312,348
Decrease/ (Increase) in inventories	3,623,115	(11,066,310)
(Decrease) / Increase in trade and other receivables	(14,955,204)	112,037,123
(Decrease) / Increase in trade and other payables	1,551,277	(33,923,910)
	(9,780,811)	67,046,903
Cash (used in) / generated from operations	5,741,971	71,359,251

(b) Analysis of dividend paid

Balance at beginning of the year	-	13,348,752
Dividends paid	-	(13,348,752)
Balance at end of the year	-	-

(c) Analysis of changes in long term liability

Balance at beginning of the year	21,419,324	23,472,440
Reversal/(Repayments) during the year	-	(2,053,116)
Balance at end of the year	21,419,324	21,419,324

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NOTES TO THE FINANCIAL STATEMENTS (Continued)

(d) Analysis of cash and cash equivalents

Cash at bank (See note 17)	74,057,851	73,037,348
Cash in hand	2,330,676	1,631,767
Balance at end of the year	76,388,527	74,669,115

27 RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operation decisions, or one other party controls both.

During the year, UNES Limited provided services to the University of Nairobi, which is the parent company having 100% control over UNES. These services were provided through UNES University Bookstore and Arziki Restaurant and Conference Centre. The University of Nairobi being the 100% shareholder for UNES receives dividends from UNES against the surplus realized and as declared at the Annual General Meeting on recommendation by the directors.

The balances between UNES and UON as at the balance sheet date were as follows:

	2020/2021 Ksh	2019/2020 Ksh
Due from UON		
Owings to Bookstore and Arziki	92,331,081	109,415,013
Due to UON		
Long-term liability- Bookstore amount on takeover by UNES	21,419,324	21,419,324
Dividends payable	-	-

The key management personnel of the company enjoy only short-term benefits based on the contractual agreements. The company does not have share-based payments, post-employment and other long-term benefits.

Directors' emoluments	5,170,714	5,920,786
Compensation to the CEO	-	4,075,138
Compensation to Key Management	14,147,586	18,496,470

28 CONTINGENT LIABILITIES

During the financial year the only contingent liability was bank guarantee.

Bank Guarantees	500,000	961,104
	500,000	961,104

APPENDIX I: PROGRESS ON FOLLOW UP OF AUDITOR ECOMMENDATIONS

1. Trade and Other Receivables

1.1. Long Outstanding Trade Receivables

UNES continues to take necessary measures to ensure that all the outstanding debts are fully recovered. An RRI team was formed to speed up the process of follow up of the outstanding debts which targeted the top ten customers with the highest amount of debt. This resulted in a considerable amount of the outstanding debts being collected. For UON debts, a committee chaired by the DVC – HR & Administration was established to ensure UON departments pay their debts owed to UNES.

2. Financial Performance

UNES continues to put in place strategies that will ensure that the company's financial performance improves. The new Strategic Plan covering the period 2018-2023 has new strategies which will ensure the adverse financial performance is reversed.

APPENDIX II: PROJECTS

Projects implemented by the State Corporation/ SAGA Funded by development partners

Project title	Project Number	Donor	Period/ duration	Donor commitment	Separate donor reporting required as per the donor agreement (Yes/No)
1.Sustaining use of District Health Information System II in Kenya Program	AID-615-A-16-00013	USAID	3 years	USD 4,099,346	YES
2. Sustaining use of District Health Information System II in Kenya Program Phase II	AID-615-A-16-00013-05	USAID	2 years	USD 4,999,900	YES

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APPENDIX III: STATUS OF PROJECTS COMPLETION

(Summarise the status of project completion at the end of each quarter, i.e., total costs incurred, stage which the project is etc.)

	Project	Total project Cost	Total expended to date	Completion % to date	Budget	Actual for the year	Sources
1	Sustaining use of District Health Information System II in Kenya Program	KES 409,934,580	KES 384,454,252	100%	KES 409,934,580	KES 59,643,226	USAID
2	Sustaining use of District Health Information System II in Kenya Program Phase II	KES 499,990,000	KES 538,549,995	100%	KES 499,990,000	KES 205,188,686	USAID

