



# Professional Conduct and Ethical Standards Policy

This is a translated version of the Policy. The Arabic version is the approved version and can be relied on.

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### **Article (1): Policy Objective**

The Company believes in the importance of maintaining the highest ethical standards for conducting its business to ensure good ethical practices and a compliance environment, and adherence to laws, regulations, contractual obligations, business ethics, policies, leading practices or any other compliance requirements for all stakeholders of the Company (including Company Management, employees, affiliates, etc.), in addition to achieving flexibility, innovation, building confidence in the work environment and creating a professional culture that suits the position of the Company and the importance of its leading role in the Saudi society and national economy, taking into account the regulations in force in the Kingdom of Saudi Arabia.

### **Article (2): Company Commitments**

The Company is committed to the following:

- A. Respecting the importance, value and culture of the individual, whether this individual is a customer, employee or supplier.
- B. Providing a work environment commensurate with the Company's values and principles, which emphasizes the application of the transparency and merit basis in implementing all its approved policies and procedures.
- C. Following standards related to environment, health and safety.
- D. Evaluating the employee in everything related to his/her career path on the basis of merit, competitiveness and equal opportunities, developing his/her capabilities, and helping and motivating him/her to improve his/her performance.
- E. Providing the employee with suitable opportunities for training and continuous improvement in his/her career path.
- F. Providing opportunities for discussion and debate, and freedom of opinion and expression within the work environment.
- G. Encouraging entrepreneurship and innovation, and providing opportunities for employees to engage in making suggestions related to improving services and developing work.
- H. Ensuring the employee's right to complain or raise concerns about any decision taken against him/her, through the designated channels within the Company.

### **Article (3): Obligations of Board Members**

The members of the Board are committed to the following:



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- A. The provisions of relevant laws and regulations that govern practices, behaviors and relationships, and regulate dealings between the member and the Company.
- B. The principles of truthfulness, honesty and integrity, and exercising the duty of care and loyalty towards the Company and everything that would preserve the interests of the Company and its development and maximize its value, and prioritizing the interests of the Company over his/her personal interest or the interest of any other party.
- C. Representing all shareholders in the Company, committing to what achieves its interest or the interests of its shareholders, and observing the rights of other stakeholders, not just the interest of the group that elected him/her.
- D. Limiting the use of the Company's assets and resources to achieving its purposes and objectives, and not using those assets or resources for achieving private interests.
- E. Not accepting gifts provided by the parties that the Company deals with and that could affect the decisions or create an actual or potential conflict of interest.
- F. Not obtaining loans or advances from individuals or entities that provide or receive services or products from, or compete with the Company in providing services; with the exception of banks and financial institutions from which such loans and advances can be obtained on a regular basis and for personal purposes.
- G. The members of the Board or their relatives shall not do any business for suppliers, sub-suppliers or competitors.

#### **Article (4): Obligations of the Company's Employees**

The Company's employees are obligated to:

- A. Exert duty of care and loyalty towards the Company, its development and maximizing its value.
- B. Preserve the Company's reputation and highlighting its values and identity.
- C. Not exploiting his/her position to achieve his/her own interest or that of others.
- D. Perform job duties and tasks reliably and efficiently in accordance with best practices, within the specified period of time, and during work hours, honestly and objectively in the work's interests, in an accurate and professional manner; follow



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the relevant laws and regulations, policies and work procedures, and constantly endeavor to improve and develop his/her performance and professional capabilities.

- E. Devote the official and specific working hours to the performance of job duties and tasks, and not perform any activities not related to his/her job duties, unless he/she is authorized expressly and in writing.
- F. Upon the instructions of the Company, not to hesitate to work outside the official working hours if the work interest so requires and for the purpose of business continuity, in accordance with the Labor Law and its Implementing Regulations.
- G. Cooperate and facilitate investigation and inspection procedures carried out by the competent authorities, by all possible means and methods, and through providing information and responding to inquiries and questions from those responsible for investigation and inspection tasks, in accordance with the work regulations and policy.
- H. Keep the technical, commercial and industrial secrets of the services he/she provides or that he/she contributes in providing, directly or indirectly, and all professional secrets related to the work or the Company.
- I. Take adequate care of the machinery, tools and other resources owned by the Company and placed at his/her disposal and which are in his/her custody, and return to the Company the unused materials.
- J. Refrain from any actions that violate public morals and good conduct, or any behavior or practices that are inconsistent with the provisions of Islamic Sharia, including offending the religious beliefs of others, inside or outside the workplace, or inciting against them.
- K. The employees should respect each other and consider each other as partners in work, and cooperate for completing the work on the basis of efficiency and exchange of experiences.
- L. The basis for dealing and communication between employees shall be without discrimination, preference, contempt or derogation, and it shall be governed by the teachings of the true Islamic religion and respect for customs and traditions, and as required by the nature of the work.



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- M. Not carry out an immoral act that constitutes harm (all negative practices and all forms of exploitation, extortion, temptation or threats, whether they are physical, psychological or otherwise) in any way, whether by acting, saying or suggesting.
- N. Refrain from exploiting any information related to the employees' private lives with the intent of harming them.
- O. Be tactful and honest, and reject bickering, hatred, envy, backbiting and gossip, or trying to entrap employees, and not run into controversy over sensitive or controversial issues.
- P. Stay away from rumors, slander and insulting, and not spread negative messages and anything that would harm the reputation of an employee and the Company's reputation.
- Q. Not do any work that would incite any of the employees or clients against the interest of the Company or provoke the employees; work to solve problems in sound ways and follow the policies of the Company concerned with that.
- R. Not use social media to discuss matters related to daily work tasks, workflow, or abuse of the Company or its employees; suggestions or observations shall be submitted through the means of communication available within the Company in a professional manner.
- S. Report through the available channels within the Company about cases that violate the Company's regulations and policies.
- T. Not accepting gifts provided by the parties that the Company deals with and that could affect the decisions or create an actual or potential conflict of interest. Only token and souvenir gifts, which are made within the framework of the Company's official relations and in accordance with the Company's internal regulations and policies, may be accepted. The Company's employees or any of their relatives are prohibited from receiving illegal personal benefits because of their position in the Company.
- U. Not obtain loans or advances from individuals or entities that provide or receive services or products, or compete with the Company in providing services; with the exception of banks and financial institutions from which such loans and advances can be obtained on a regular basis and for personal purposes.



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#### **Article (5): Dealing with the Company's Internal Information and its Disclosure Limits:**

Members of the Board, the Company's employees and its suppliers, or any party that has access to inside information, shall:

- A. Maintain the confidentiality of the Company's internal information and not disclose it to any person except within the prescribed or legally permitted limits, and after obtaining the Company's written approval, and limit access to the Company's internal information in relation to the work only.
- B. Not take advantage of what the employee knows by virtue of his/her position to achieve a personal interest for himself or for one of his/her relatives or for others.
- C. Board members may not disclose the secrets of the Company outside the meetings of the General Assembly.
- D. Maintain and not disclose confidential or internal information that has been viewed and related to stocks, that is not available to the public, and has not been announced and would fundamentally affect the price and value of the Company's stock; the employee shall not trade in the Saudi Stock Exchange based on such internal information, or recommend to anyone for trading based on it, or spread rumors about it, or manage an investment portfolio on the basis of information about shares of that security, even for the account of others. This prohibition includes everyone who works for the Company. Anyone who works for the Company and does not have any inside information, and who is not a senior executive or a Board member, shall observe the provisions of the Capital Market Law and its Implementing Regulations, or any other applicable regulations governing that security while trading in the financial market.
- E. The Company's dealings with the media and the investment community shall be limited to the Chairman of the Board, the CEO of the Company, or his/her deputy, or the person within whose work these job responsibilities fall, provided that this Policy and any relevant regulations or policies be adhered to.

#### **Article (6): Work Environment and Ethics**

The Company shall create a safe and healthy work environment in line with the relevant laws and regulations and in a manner that does not contradict the provisions of Islamic Sharia. It is committed to fulfilling the functional and contractual rights towards its employees and clients in accordance with the concluded contracts. It shall call for



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commendable professional behaviors that help provide a safe, productive, healthy and enjoyable social work environment, which would stimulate respect and preserve the Company's interests and reputation. In order to achieve this, the employees of the Company should abide by the following:

A. Respect:

Everyone deserves due respect and dignified treatment, regardless of any other considerations. The Company urges its employees to follow public morals in dealing with each other and not to belittle, degrade, insult or harass others with any behaviors, acts or words.

B. Privacy:

The Company respects the privacy of its customers and everyone who works for it, and sets regulations and policies that will not allow others to access the personal information of any individual except for those who are related to this information, and as dictated by the business interest or the official authorities regulating that.

C. Human rights:

The Company dignifies and respects all its employees, as everyone works voluntarily without being forced to work. It also supports all human rights established in accordance with the rules and regulations in force in the Kingdom of Saudi Arabia.

D. General appearance:

The employee must take into account the following:

1. He/She is well presented.
2. He/She pays attention to general hygiene.
3. He/She adheres to the dress code whenever the work nature requires, and according to the instructions issued by the Company.

E. Women's work environment

The Company creates a suitable work environment for women in accordance with the regulations issued in this regard by the concerned authorities.

F. Company resources and properties:

Care must be taken to protect the Company's resources and properties, including, but not limited to:

1. Optimum use of the Company's resources to achieve its goals.

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2. Adhering to the safety regulations within the Company, and not neglecting and exposing the property to fire or damage risk.
3. Ensuring that computers are protected and that unauthorized use is prevented.
4. Not using the Company's name, identity and trademarks for personal purposes.
5. Using custody stocks, equipment and office tools for the Company's business only.
6. Exploiting the official working time to complete the Company's business.
7. Protecting the Company's assets from theft or sabotage, and informing the Security Department when such cases occur.

