

MARAFIQ

Conflict of Interest Policy and Dealing with Related Parties

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Article. (1)

Purpose

This policy is called "Conflict of Interest Policy and Dealing with Related Parties." It has been prepared in accordance with the provisions of the Corporate Governance Regulations (CG Regulations) issued by the Saudi Arabian Capital Market Authority (CMA) with the aim of maintaining the confidence of stakeholders by minimizing cases of conflicts of interest in the company's business, transactions, and contracts executed for the company.

Article. (2)

Definitions

The terms and expressions in this regulation shall have the meanings ascribed thereto hereunder, and the masculine shall include the feminine, and the singular shall include the plural and vice versa, unless the presumption or context indicates otherwise:

Term	Definition
Governance Department	: Corporate Governance Department in the Company.
General Assembly	: Ordinary General Assembly of the Company.
Policy	: Conflict of Interest Policy and Dealing with Related Parties.
Company	: Power and Water Utility Company for Jubail and Yanbu (a public joint-stock company).
Subsidiary Company	: Company fully owned or owned by 30% or more of its capital by the company, under its control or management, or a third company controls both the company and such company. Control can be direct or indirect in any of these cases.
Board (or) Board of Directors	: The Board of the Company.
Authority	: Capital Market Authority.
Audit Committee	: The audit committee appointed by the Board.
Conflict of Interest	: Circumstances in which a person has, or may have, a direct or indirect interest or relationship with any matter that the person is considering taking procedure or making a decision on. Where such interest or relationship prevents or is perceived to prevent the person from expressing an independent and impartial opinion or taking independent and impartial procedure without considering such interest or relationship. This concept also applies to any means and methods of exploiting the company's assets and information (whether or not the company intends to benefit from such assets, information, and opportunities). It may arise when a person has an interest (whether financial, personal, professional, or otherwise) that actually conflicts or may conflict with the company's interest or with the professional duties and responsibilities of this person towards the company and its shareholders. It

		may also arise when a service interest is likely to be gained from either at the expense of the other.
Control	:	The ability to influence the procedures or decisions of another person directly or indirectly, individually or with a relative or a subsidiary through: (a) Ownership of 30% or more of the voting rights in the company. (b) The right to appoint 30% or more of the Board members.
Group	:	The company and its subsidiaries.
Independent Board Members	:	Any Board member who enjoys complete independence in his position and decisions, and is not subject to any of the independence conflicts stipulated in the Corporate Governance Regulations.
Remuneration and Nomination Committee	:	The Remuneration and Nomination Committee established by the Board.
Regulatory Restrictions	:	The regulatory restrictions and procedures issued by the Saudi Arabian Capital Market Authority as an implementation of the Companies Regulation for listed joint-stock companies, in their amended form from time to time.
Relatives	:	Any of the following individuals: - Father, mother, grandfather, grandmother, and great-grandparents. - Children, grandchildren, and remoter Issue. - Siblings, half-siblings from the father or mother. - Husbands and Wives.
Parties with Related Interests	:	Each of the following: A. Major shareholders in the company. B. Members of the company's board of directors or any of its subsidiaries and their relatives. C. Senior executive managers in the company or any of its subsidiaries and their relatives. D. Board Members and senior executive managers of major shareholders in the company. E. Entities – other than companies – owned by a board member, senior executive manager, or their relatives. F. Companies in which any of the board members, senior executive managers, or their relatives are partners. G. Companies in which any of the board members, senior executive managers, or their

		<p>relatives are board members or senior executive managers.</p> <p>H. Joint-stock companies in which any of the board members, senior executive managers, or their relatives own 5% or more, considering the provisions of paragraph (D) of this definition.</p> <p>I. Companies in which any of the board members, senior executive managers, or their relatives have an influence on their decisions, even if through advice or guidance.</p> <p>J. Any individual whose advice and guidance have an impact on the company's decisions, board of directors, and senior executive managers.</p> <p>K. Ownership of companies or subsidiaries. Excluded from paragraphs (H) and (J) of this definition are advice and guidance provided professionally by a licensed individual.</p>
senior executive managers or executive administration	:	<p>For the company: Board of Directors Chairman, CEO, and any employee holding a managerial position under the supervision of, or directly reporting to the CEO or the Board of Directors, or any Board of Directors member.</p> <p>For other entities: Any natural person who has been given the administrative authority of that establishment, or any member thereof, is individually or jointly responsible for the administration and supervision and directly belongs to the administrative body, any member of the administrative body or the chief executive.</p>
Major Shareholders		Any individual owning (5%) or more of the company's shares or voting rights.
Trading or Market	:	Saudi Arabian financial market (Tadawul).
Dealing or transactions	:	Any transactions, agreement, arrangement, whether it involves facilitating a purchase, sale, transfer of assets, goods, services, or establishing any other business or financial relationship between the utility company and any other person.

Article. (3)

Policy Interpretation

3.1 Interpretation Rules

3.1.1 This Policy and the addendums attached thereto (if any) are considered an integral part thereof, and complementary to its clauses and shall be read and interpreted therewith for this purpose.

3.1.2 This Policy is directed and addresses job positions and not the people in charge of them.

3.1.3 All headings in this Policy are for convenience of reference only and shall not affect the interpretation of the Policy provisions as a whole.

3.1.4 This Policy prevails over any other Policy on the same subject that may conflict therewith.

3.1.5 The Board is entitled to set rules and executive policies for this Policy.

3.1.6 This Policy is formulated in accordance with the jus cogens in the CG Regulations issued by the Authority. In the event that the Authority decides, at any time, to consider any provision in the corporate governance Policy as jus cogen rather than a complementary, then this Policy is read in light of that, and the complementary provision becomes as jus cogen by force of law and an integral part of this Policy. In the event that a complementary provision is included in this Policy in the form of a jus cogen, this shall not prejudice its remaining complementary and not binding until the Authority decides otherwise.

3.1.7 The Company's application of any of the guidelines, steadily or incidentally, does not prejudice the provision to remain guiding unless a special resolution is issued by the Board or the Authority otherwise. The Company is entitled to echange between applying and not applying the guiding provision in accordance with what it decides in this regard, and it is not allowed in any way to consider approval of this Policy/regulation as an approval for the guiding provisions contained therein to be mandatory.

3.2 Sources of Judging the Incident

3.2.1 The provisions of this Policy apply to the issues dealt with in these provisions in their terms and meanings, and there is no justification for effort in the source of the provision.

3.2.2 The provisions of this Policy shall not conflict with the legislative laws in the Kingdom of Saudi Arabia (KSA), and in the event of a conflict, the provisions of the jus cogen legislative laws shall be applied.

3.2.3 In the absence of a provision in this Policy on the issue, the following legislative sequence shall be applied:

3.2.3.1 The jus cogens in the CG Regulations issued by the Authority are applied.

3.2.3.2 The provisions of the Companies Law and its executive regulations shall be applied.

3.2.3.3 The provisions of the Company's articles of association shall be applied.

3.2.3.4 The resolutions of the Company's General Assembly shall be applied.

3.2.3.5 The resolutions of the Board of Directors shall be applied.

3.2.3.6 Diligence of from the Governance Department according to the circumstances surrounding regarding each issue for which there is no provision.

Article .(4)

Scope of Application

4.1 This policy applies to all the company's dealings with related parties and cases of conflicts of interest. Therefore, the Board of Directors, members of committees emanating from it (Board committees), senior executive managers, and all employees of the company should be fully aware of its content, especially individuals who interact with customers, suppliers, related parties, their relatives, or deal with them.

4.2 All parties subject to the provisions of this policy shall commit to the following:

4.2.1 To read this policy and comply with its provisions, appendices, and any updates.

4.2.2 To read the Corporate Governance Guide and the company's compliance policy and adhering to their provisions and any updates.

4.2.3 To refrain from using their job position or any other position to achieve personal interests.

4.2.4 To perform tasks and obligations towards the company independently, free from any actual or potential conflict between their personal interest and the company's interest.

- 4.2.5 To give priority always to the company's interests over any other interests.
- 4.2.6 To avoid situations involving conflicts of interest.
- 4.2.7 Not to misuse the company's assets, facilities, or properties.
- 4.2.8 To maintain the confidentiality of non-public information and not disclose or use it for personal gain.
- 4.2.9 To refrain from directly or indirectly benefiting from any relations with the company, or from investment opportunities presented to achieve any personal interests or gains.
- 4.3 Any transactions with related parties shall be conducted on a purely commercial basis (meaning there are no favourable terms for the other party compared to those the company normally and commercially deals with independent external parties, and always acting in the best interest of the company). For example, but not limited to, the following situations constitute transactions with related parties for these purposes:
 - 4.3.1 To finance any related party.
 - 4.3.2 To buy or selling an asset to/from any related party.
 - 4.3.3 To rent an asset from a related party or leasing it to them.
 - 4.3.4 To enter into a joint project or joint investment in any form with any related party.
 - 4.3.5 To provide or receive services from any related party.
 - 4.3.6 To issue securities or granting any options to a related party.
 - 4.3.7 To guarantee any obligation for a related party.
 - 4.3.8 To incur expenses on behalf of any related party.

Article No. (5)

Disclosure

The Company shall disclose immediately to the Authority and the public regarding any contract or transaction between the Company and any related party if the value of such contract or transaction is equivalent to or exceeds 1% of the Company's total revenue according to the latest audited annual financial statements.

Article No. (6)

Conflict of Interest Cases

6.1 Conflicts of interest may arise in several cases, including, but not limited to, the following:

6.1.1 Dealing with The Company or concluding a contract with it (other than matters related to employment).

6.1.2 Purchasing or selling an asset to The Company.

6.1.3 Leasing a property to the Company or renting it from it.

6.1.4 Serving as a Board Member of a Company Board of Directors, which, deals with the Company or concluding an agreement or arrangement with or competing with the company (excluding the Company's subsidiaries).

6.1.5 If any of the above cases apply to the individual concerned, the latter shall be considered to have a conflict of interest for the purposes of this policy.

6-1-6 If the business and contracts which are conducted for the purpose of the Company account may achieve benefits (financial or non-financial) for the following categories:

6.1.6.1 Relatives of Board Member.

6.1.6.2 Joint-liability Company or Simple Limited Partnership or limited partnership in which any Board Member or its relatives a partner or one of its Director

6.1.6.3 A joint stock company in which a board member or any of its relatives, severly or collectively, owns 5% or more of its total equity shares.

6.1.6.4 A Facility - other than companies -a board member or any of the latter relatives owns or manage.

6.1.5 A facility or company in which, the Member or any of its relatives is a Member of its Board of Directors / Managers or Senior Executives. Except for the Company's Affiliate (i.e., the Company may enter into agreements with its subsidiaries even if a Board Member of the Company's board of directors is a Member of the Board of Directors or management team of that subsidiary.

6-1-6-6 A legal person represented by a Board Member.

6.1.6.6 All employees, Senior Executives and non-board members of the Board of Directors shall report any conflict of interest to the Company's Corporate Governance Department immediately and comply with applicable procedures.

6.3 Any Board member shall prohibited from the following:

6.3.1 To hold a direct or indirect interest in any transactions, agreements, or business ventures that are made for the profit of the Company or on its behalf, unless the General Assembly has given its consent first.

6.3.2 To engage in any procedure or work that would put the group in competition with itself or with one of its branches of activity, unless the Chief Executive Officer has first received approval from the Board of Directors or the General Assembly, which shall be renewed annually in the case of Board Members.). Moreover, any Board Member of the Board of Directors or Senior Executive shall be regarded as being in competition with the Group if any of the following cases apply:

6.3.2.1 To Establish or hold a beneficial interest in a company that conducts commercial operations comparable to those of the company (or any of its subsidiaries).

6.3.2.2 To accept a position on a Board of Directors or taking charge of the operations of a company that competes with the operations of the company or any other Group affiliate. Membership in the management of a Group subsidiary is exempt from this rule.

6.3.2.3 To act generally as a commercial agent (either explicitly or implicitly, depending on the relationship's specifics) or rendering general advice to another Company whose activities are comparable to those of the Company (a branch of its activities).

6.4 A Board Member shall undertake the following:

6.4.1 To notify the Board in writing of any cases involving conflict of interests that are likely to affect this party's objectivity. Before taking any measures that could create a conflict of interest, or as soon as practicable. This notification shall be recorded in the minutes of the Board of Directors meeting. In this context, it is not deemed that a Board Member has an interest if this transaction, contract, or arrangement is (1) concluded in order to meet the personal needs of the board member; (2) if it is actually commercial in nature (i.e., on terms identical to those the company uses when dealing with third parties); and (iii) if it occurred in the course of the company's regular operations.

6.4.2 To submit an annual report to the Board on all contracts and transactions that may involve conflict, for the purposes of including them in the Board of Directors report and submitting it to the General Assembly.

6.4.3 To submit a report to the Remuneration and Nominations Committee in accordance with Form No. (1) Attached to this policy for the purpose of confirming the independence of the independent members and confirming that there are no conflicts of interest for the Board members on an annual basis.

6.5 If the Board of Directors agrees that the relevant situation that leads to a conflict of interests and decides to present the subject matter to the General Assembly, then it shall be present its statement and recommendation at the next meeting of the General Assembly to obtain a permit from it. In Addition to, a special report from the Company's external auditor is attached to the notification, and the Board of Directors shall before Any such statement, an assessment of the circumstances to make a clear recommendation to the General Assembly, taking into consideration the following issues:

6.5.1 Studies on the conducted agreements and transactions shall be done, provided that they outline the financial, commercial, and other desired benefits from the agreements and transactions, as well as the implications of disclosure on the Company's financial statements in compliance with the applicable requirements.

6.5.2 The relevant transaction or contract shall be on similar condition to those that could be reached in negotiations with any independent third party at purely commercial transactions.

6.5.3 The concerned Board Member shall withhold from participating in the relevant discussions and voting on the approved decision regarding the transaction or the contract under consideration, whether at the Board level or at the General Assembly level (as applicable).

6-6 If a Board Member wishes to engage in a business that would compete with one of the Group Company or in a particular branch of the activity in which the Group Company is involved:, the following shall be taken into account:

6.6.1 To inform, the Board of Directors of the competing businesses it wishes to perform, and record this notification in the minutes of the Board meeting.

6.6.2 The stakeholder Member's failure to participate in the voting on the relevant resolution at the meeting of the Board of Directors and the General Assembly.

6.6.3 The Chairman of the Board of Directors shall inform the General Assembly when it convenes of the competing businesses that the Board Member practices after the Board verifies that this Board Member is competing with the Company's business or competing with it in one of the branches of the activity it is engaged in in accordance with the criteria stipulated in this policy. In addition to, this competing businesses shall be verified annually

6.6.4 To obtain permit from the General Assembly of the Company to allow the Member to engage in competitive business, the Board of Directors shall, before any such authorization, assess the circumstances to make a clear recommendation to the General Assembly, taking into consideration the following matters:

6.6.4.1 He serves as a respective Board Member for both Marafiq and the competing company.

6.6.4.2 The extent of confidentiality and sensitivity of information that a Board Member has access to.

6.6.4.3 Allowing this competing interest could have detrimental effects on the Group and the interests of the shareholders.

6-7A member of the Board of Directors is prohibited from exploiting or benefiting - directly or indirectly - from any of the Company's assets, information or investment opportunities offered to it as a Board Member. Moreover, offered to the company, including investment opportunities that fall within the Company's activities or which the Company desires to take advantage of, and the prohibition applies to a Board Member who resigns in order to exploit investment opportunities direct or indirect, to which the company wishes to benefit and which it learned during its membership of the Board.

6-8 No Board members or senior executives may accept gifts from anyone who has business transactions with the Company, if the acceptance of such gifts would lead to a conflict of interest.

Article No. (7)

Detailed clarification for the disclosure

The following clarifies the task of disclosing the relevant parties' transactions and conflicts of interest:

The Entities	The Tasks
General Assembly	<ul style="list-style-type: none"> - To Declare The cases where there is a conflict of interest in the Board of Directors (whether it involves a business interest in the Company or a competing interest), unless the Board of Directors was given this power according to the applicable regulations. - To approve this policy and any proposed amendments and/or amendment thereto.
Board of Directors	<ul style="list-style-type: none"> • To Approve this policy and any proposed amendments and/or changes thereto and submitting them to the General Assembly. • To Ensure that this policy is periodically reviewed and updated, if

	<p>necessary and approved by the General Assembly.</p> <ul style="list-style-type: none"> • To monitor risks arising from related Parties and the latter transactions .In addition to, the conflict of interest cases. • To Ensure that all related party transactions are adequately evaluated by the authorized person concerned with approval and/or the authorized committees. • To Ensure that all related party transactions are completed on purely commercial basis for the benefit of Marafiq Company. •To approve the cases of conflict of interest regarding the Board of Directors in the event that it is assigned by the General Assembly in accordance with the applicable regulations. • All procedures and actions provided for in any part of this Policy.
<p>Chairman of the Board</p>	<p>Any transactions involving the Board of Directors (directly or indirectly) that demand the General Assembly's approval, shall be disclosed to the General Assembly by the Chairman.</p>
<p>Audit committee</p>	<ul style="list-style-type: none"> • To Supervise the controls applied by the Administration in relation to the transactions of the relevant parties. •To Supervise the implementation of the guidance of the relevant parties, through reports and reviews by the Internal Audit Department, and raise the main risks identified based on these reviews to the Board of Directors. •To report to the Board of Directors on any risks arising from potential or current transactions with relevant parties and any specific deficiencies regarding the controls for identifying, controlling and evaluating the dealings of relevant parties. •To ensure the properly disclose transactions of the related party that shall be disclosed. • To audit the proposed contracts and transactions with related parties in accordance with regulatory or regular instructions to make sure that these transactions are accurately recorded and

	<p>disclosed, and to present its recommendations to the board of directors in this regard.</p> <ul style="list-style-type: none"> • To monitor the procedures regarding the related party transactions and submitting recommendations to the Board of Directors in this regard and reporting on them.
Internal Audit Department	<ul style="list-style-type: none"> • To audit the policy periodically. • To audit the implementation of the relevant parties' guidance and raise the main risks identified based on these reviews to the audit committee. • To submit quarterly reports on the transactions and conflicts of interest to the audit committee.
procurement and contract Department	<ul style="list-style-type: none"> • To Identify any potential transactions with relevant parties. • To provide the Internal Audit Department with a list of all related Parties transactions. • To Ensure that all related party transactions are duly documented and concluded on a purely commercial basis and in compliance with applicable regulations. • To notify the Chief Executive Officer if the transaction is related to any Board Member or any of the "Senior Executives". • To notify the CEO of any transactions with related parties equal to or greater than 1% of the company's total revenues according to the latest audited annual financial statements. • To Provide the Internal Audit Department with a copy of the agreement/approvals and any other information related to the transaction. • To request from all suppliers for disclosures or further assurances to confirm or refute the existence of any related party relationships. • to provide the Internal Audit Department with a list of related party transactions (signing contracts) that are completed on a quarterly basis so that it can be sent to the Audit Committee.

Article No. (8)

The General Assembly authorization.

8.1 The General Assembly may authorize the Board of Directors to approve cases of conflict of interest that meet a set of pre-approved criteria. In addition to, this authorization is subject to the provisions of the regulations, including the following conditions:

8.1.1 The total value of the relevant case approved by the Board during the same financial year shall not equal or exceed 1% of the Company's total revenue according to the latest audited annual financial statements or with amount of SAR 10,000,000,000 (Ten million) (whichever is lower).

8.1.2 The relevant case being approved is included within the normal course of the Company's business.

8.1.3 The relevant case approved shall not include any preferential terms for the board member and shall be concluded on a pure commercial basis (similar to all contracts and other transactions entered into by the company).

8.1.4 The relevant case to be approved shall not be part of the business contracts and consultancies executed by the company's board member (under his/her professional license).

8.2 The authority granted to the Board of Directors shall be valid for one year only or until the end of the current session of the Board of Directors (whichever is earlier). The General Assembly may impose additional terms and conditions for those listed above. The members of the Board of Directors shall be prohibited from voting on the authorization granted by the General Assembly.

Article No. (9)

General Provisions

9.1 The company Audit Committee, in cooperation with the Corporate Governance Department in the company, shall Audit all cases and transactions that the company plans to undertake with any related parties, provided that it presents its opinions and recommendations regarding these cases and transactions to the Board of Directors.

9.2 The Board of Directors may form may establish form committees or appoint one of its committees to consider issues and cases involving potential conflicts of interest, and it shall take into account the independence of those committee.

9.3 The Remuneration and Nomination Committee shall verify on an annual basis the independence of the independent members.

9.4 The interests of any person (other than Board members) shall not be considered inconsistent with the interests of the Company unless the Company Board of Directors determines that the case of that person involves a conflict of interest with respect to the Company's transaction with external parties or the Board members transactions and the Company Executive Management.

9.5 The Board of Directors and the Chief Executive Officer shall be concerned with determining the case of a person that involves a conflict of interest with regard to decisions related to the company's employees.

9.6 If the Board or the Chief Executive Officer determines that certain cases involve a conflict of interest, the party with the conflicting interest shall rectify its position, comply with all such procedures as may be decided by the Board or the Chief Executive Officer, as applicable, and shall comply with the relevant governing procedures.

9.7 In the event that the General Assembly decides not to disclose a conflict of interest, the following shall occur:

9.7.1 A Board Member shall rectify its position and remove the relevant interest in accordance with the Companies Law and its Implementing Regulations within the period specified by the General Assembly.

9.7.2 If a member of the Board of Directors is unable to rectify its position, it shall resign within a period specified by the Board of Directors, otherwise its membership in the Board will automatically terminate.

9.8 Any employee who violates this policy may be disciplined by the company in accordance with the business rules and laws in effect in the Kingdom of Saudi Arabia. In order to pursue compensation for any damages brought on by non-compliance with this policy, the company shall also notify any violations of this policy to the appropriate authorities.

Article No. (10)

Revision and Amendment

10.1 The Audit Committee, in cooperation with the Corporate Governance Department in the company, reviews this policy periodically and recommends any amendments to it to the Board for approval.

10.2 The Governance Department of the Company shall maintain the original duly signed copy of this policy.

Article No. (11)

Policy Validity

This Policy shall be in effect and implemented as of date of Policy approval by the General Assembly.

Form No. (1)

Member name:			
Membership start date:			
Membership in the management of other Companies			
Membership status.	<input type="checkbox"/> Executive Member	<input type="checkbox"/> Non-executive member	<input type="checkbox"/> Independent Member
	<input type="checkbox"/> in its capacity	<input type="checkbox"/> A representative of a legal person Legal person name:	
Clause		Answer	Notes
1. Do you own five percent or more of the shares of the company or the shares of another company in its group, or is he related to someone who owns this percentage?		<input type="checkbox"/> Yes <input type="checkbox"/> No	
2. Do you represent a legal person who owns five percent or more of the company's shares or the shares of another company of its group?		<input type="checkbox"/> Yes <input type="checkbox"/> No	
3. Do you have a relationship with any of the company's Board Members or other company of its group?		<input type="checkbox"/> Yes <input type="checkbox"/> No	
4. Do you have a relationship with any of the senior executives in the company or in another company of its group?		<input type="checkbox"/> Yes <input type="checkbox"/> No	
5. Are you a board member in another company of the group company ?		<input type="checkbox"/> Yes <input type="checkbox"/> No	
6. are you working or have you worked as an employee for the past two years for the Company, or as any related		<input type="checkbox"/> Yes <input type="checkbox"/> No	

party with the company or its Group company , such as auditors and major suppliers, or been the owner of a control quota for any of those Parties for the past two years.		
7. Do you have a direct or indirect interest in the business and contracts that are made for the company?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
8. Have you received an amount of money from the company in addition to the remuneration for membership of the Board of Directors or any of its committees?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Do you engage in work that would compete with the company, or trade in one of the branches of the company's activity?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
11. Have you spent more than nine consecutive or separate years as a member of the company's board of directors?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
12. Are you able to execute your duties, express your opinions and vote on decisions objectively and impartially?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
1. Does the member carry out his duties sincerely and morally, putting the interests of the company above his own, and refraining from abusing his position to further personal interests?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> No Apply	
2. Has he benefitted in any way, whether directly or indirectly, by any resources, information, or investment opportunities made available to him while serving on the board of directors?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> No Apply	
3. Is there a direct or indirect interest in the business and contracts that are made for the company's account?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> No Apply	
4 .Are you involved in a business that would compete with the company, or compete with it in one of the branches of the activity that it practices according to the concept of competition business? If the answer is yes, please provide details.	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> No Apply	
5 .Has the member taken gifts from any individuals whose commercial relationships with the business would create a conflict of interest?	<input type="checkbox"/> Yes <input type="checkbox"/> No	

	<input type="checkbox"/> No <input type="checkbox"/> Apply	
6. Has the Board been informed of any instances of a conflict of interest? If so, the member wasn't participated in the discussion and its vote didn't count when it came time to vote on these matters at board meetings and shareholder assembly.	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> No <input type="checkbox"/> Apply	
.7In the event that the answer is (yes) to paragraphs (2) (3) (6) above, a list of details of each contract or interest shall be attached to this form.	<input type="checkbox"/> No <input type="checkbox"/> Apply	

- I acknowledge the authenticity of the information contained in this form and undertake to report to the Company any further developments that may contravene the above, as well as to maintain the confidentiality of the Company's information.

Board Member:

Signature:

Date:

Policy name	Combating conflicts of interest and transactions with related parties Policy			
Revised and improved: Governance Department	Name : Akram Ibrahim Al-Hamdan Faisal Khalaf Al-Enezi	Signature	Date	2/8/2023
Board of Directors secretary	Name: Mohamad Abd al-Hamid al-Mulhim	Signature	Date	2/8/2023
The date of approval of the policy by the Board of Directors is:	2/8/2023- Meeting No. 4/2023			
The approved language of the policy	The Arabic language, and the English language, if any guidelines is needed only.			