

Governance & Ethics

Code of Business Ethics

Purpose

The purpose of this policy is to define the ethical principles and behavioral expectations that guide all business conduct at B\&S Investments. As a Saudi-rooted, globally ambitious holding group, it is essential to ensure all employees, partners, and stakeholders operate with integrity, transparency, and accountability across all sectors and jurisdictions in which the company operates.

Scope

This policy applies to all employees, executives, board members, consultants, contractors, and subsidiaries of B\&S Investments across all business sectors, including exhibitions, manufacturing, tourism, creative content, hospitality, and digital ventures. It extends to any third parties acting on behalf of B\&S Investments.

Policy Statement

B\&S Investments is committed to conducting business with the highest standards of ethical conduct, in alignment with national laws, international best practices, and our organizational values. This policy establishes a common framework of integrity, fairness, respect, and professionalism that governs all business activities, interactions, and decisions. Ethical behavior is not optional, but foundational to our reputation, sustainability, and long-term success.

All representatives of B\&S Investments are expected to:

- Act honestly, fairly, and respectfully in all business dealings
- Avoid conflicts of interest and declare any potential personal benefit arising from business decisions
- Safeguard confidential information and intellectual property
- Comply with all applicable laws, regulations, and company policies
- Foster a culture of inclusion, dignity, and non-discrimination
- Report unethical behavior through appropriate internal channels without fear of retaliation


Roles & Responsibilities

- **Board of Directors:** Sets the ethical tone and oversees adherence to ethical governance at the highest level
- **Executive Leadership:** Ensures that ethics are embedded into strategic planning, operations, and decision-making across all sectors
- **Human Capital Department:** Develops training programs, communicates the code, and supports employees in ethical matters
- **Legal & Compliance Department:** Provides guidance on legal risks, investigates breaches, and ensures regulatory alignment
- **All Employees and Stakeholders:** Expected to understand, apply, and uphold the Code of Business Ethics in daily operation

Procedures & Implementation

- * The Code of Business Ethics will be disseminated to all employees and third parties upon onboarding and reviewed during annual compliance training
- * Ethics training sessions will be conducted at least once per year, tailored to role-specific scenarios across different sectors
- * A confidential ethics reporting channel will be maintained to allow anonymous disclosures of violations
- * Leadership will regularly reinforce ethical expectations through communications, team meetings, and performance assessments
- * All reported violations will be promptly investigated, with disciplinary actions taken where necessary based on the findings

Monitoring & Review



The Legal & Compliance Department, in collaboration with the Human Capital Department, will review this policy every 18 months or in response to significant regulatory or operational changes. The policy's effectiveness will be assessed through internal audits, compliance training participation rates, and incident reports. Revisions will be submitted to executive leadership for validation and rollout.

Associated Documents

- Whistleblower Protection Policy
- Conflict of Interest Policy
- Anti-Bribery & Corruption Policy
- Employee Handbook
- Governance Framework Charter
- Ethics & Compliance Training Manual