

Risk & Compliance

Regulatory Compliance Policy

Purpose

The purpose of this policy is to define B&S Investments' commitment to full compliance with all applicable laws, regulations, standards, and regulatory obligations in every jurisdiction where it operates. As a diversified Saudi-rooted holding group spanning exhibitions, manufacturing, tourism, creative content, hospitality, and digital ventures, regulatory compliance is central to safeguarding our licenses to operate, sustaining public and investor trust, and avoiding legal or reputational risks.

This policy ensures that compliance obligations are proactively identified, integrated into business operations, monitored for effectiveness, and continuously updated to reflect evolving regulatory landscapes, both locally and internationally.

Scope

This policy applies to all employees, board members, executive leaders, contractors, consultants, subsidiaries, and business units of B&S Investments in Saudi Arabia and international markets. It applies to all regulatory domains, including but not limited to:

- Corporate governance and anti-bribery
- Labor law and human rights
- Financial reporting and taxation
- Environmental health and safety (EHS)
- Consumer protection and data privacy
- Sector-specific regulations (e.g., tourism, exhibitions, manufacturing licenses).

Policy Statement

B&S Investments is committed to a culture of compliance that goes beyond minimum legal requirements. Compliance is viewed not just as a legal obligation, but as a strategic imperative and ethical duty. The organization will:

- Identify all applicable regulatory requirements per geography and business activity
- Maintain updated registers of licensing, reporting, and filing obligations
- Establish internal controls to ensure timely and accurate compliance
- Empower staff through training, compliance tools, and support from the Legal and Compliance departments
- Cooperate transparently with regulators, auditors, and enforcement bodies
- Report and remediate compliance breaches promptly and systematically

Compliance obligations apply to all levels of the organization, and failure to meet them may result in disciplinary action, penalties, or reputational harm.

Roles & Responsibilities

Role	Responsibility
Board of Directors	Provides oversight on compliance risk; reviews major regulatory exposures and compliance audit outcomes
Audit & Risk Committee	Monitors the effectiveness of compliance systems and control mechanisms; reviews material compliance incidents
Group CEO	Ensures enterprise-wide alignment with compliance expectations and integrates it into strategic initiatives
General Counsel / Chief Compliance Officer	Owns the compliance program; oversees the regulatory compliance register, ensures legal horizon scanning, leads investigations, and trains employees on regulatory topics
Business Unit Leaders & Subsidiary CEOs	Responsible for local compliance implementation, license renewals, regulatory engagement, and staff awareness
Functional Heads (HR, Finance, Procurement, IT, EHS)	Implement compliance standards within their domains and escalate non-compliance or gaps
All Employees & Contractors	Must know and follow compliance expectations relevant to their roles, complete training, and report observed violations

Procedures & Implementation

1. Compliance Identification & Obligations Mapping

- Regulatory obligations are mapped by Legal & Compliance with support from local legal counsel and business leaders
- Obligations are cataloged in a centralized Compliance Register, including:
 - Statutory and regulatory filings
 - Licensing and operational permits
 - Sector-specific certifications
 - Periodic audits and inspections

2. Controls & Systems

- Each obligation has an assigned owner, deadline, and frequency
- Controls are embedded in ERP systems to flag upcoming filings, renewals, or expirations
- Dual-approval workflows and compliance checklists are enforced for all regulatory submissions

3. Training & Awareness

- All staff must complete compliance onboarding training within 30 days of joining
- Annual refresher modules are mandatory for roles in finance, legal, procurement, EHS, and HR
- Updates to laws or compliance protocols are circulated through formal channels and covered in quarterly briefings

4. Monitoring & Reporting

- The Compliance team conducts internal compliance audits semi-annually
- Business Units must self-certify compliance quarterly
- Any missed obligations, enforcement notices, or regulator inquiries must be reported to the Compliance Office within 24 hours
- Root cause analysis and remediation plans are required for any breach

5. Regulator Interaction Protocol

- All regulator visits, audits, or communications must be reported to Legal/Compliance
- Designated spokespersons must be present for official engagement

- Documentation of regulator findings, submissions, and communications must be stored securely for at least 5 years

6. Incident Escalation

- Suspected or actual non-compliance must be escalated to the General Counsel/Compliance Office
- Whistleblower protections apply to any employee who reports regulatory violations in good faith

Monitoring & Review

The Regulatory Compliance Policy will be reviewed every 12 months by the Compliance Office in consultation with Legal, Internal Audit, and Business Unit Leaders. The review will assess:

- Changes in regulatory environment
- Frequency of compliance incidents or enforcement notices
- Control effectiveness and audit feedback
- Industry or jurisdictional trends impacting compliance exposure

Policy updates must be approved by the Board Audit & Risk Committee and communicated across the organization.

Associated Documents

- Regulatory Compliance Register
- Whistleblower Protection Policy
- Legal Horizon Scanning Procedure
- Delegation of Authority Policy
- Internal Audit Charter
- Risk & Compliance Committee Terms of Reference
- Data Privacy & Protection Policy
- ESG and EHS Compliance Guidelines
- Government Relations Engagement Protocol