

## Governance &amp; Ethics

# Whistleblower Protection Policy

## Purpose

The purpose of this policy is to provide a secure, transparent, and retaliation-free framework for employees and stakeholders to report unethical, illegal, or non-compliant behavior within B&S Investments. As a multi-sector holding group rooted in Saudi Arabia and operating internationally, it is essential to ensure that individuals feel empowered to speak out without fear of reprisal. This policy upholds our commitment to ethical conduct, good governance, and accountability across all business functions.

## Scope

This policy applies to all employees, board members, executives, interns, contractors, consultants, and third parties associated with B&S Investments and its subsidiaries, regardless of geographic location. It applies across all sectors, including exhibitions, manufacturing, tourism, creative content, hospitality, and digital ventures. This policy also extends to former employees and applicants who may wish to report wrongdoing experienced or observed during their association with the company..

## Policy Statement

B&S Investments maintains a zero-tolerance stance against retaliation toward any individual who, in good faith, reports suspected misconduct. We are committed to cultivating an environment where concerns can be raised openly, confidentially, or anonymously, and where reports are thoroughly and fairly investigated.

Reportable concerns may include (but are not limited to):

- Fraud, embezzlement, or misappropriation of assets
- Bribery, corruption, or facilitation payments
- Health, safety, or environmental violations
- Harassment, discrimination, or bullying
- Conflicts of interest or abuse of authority
- Financial misreporting or manipulation of data
- Cybersecurity breaches or privacy violations
- Retaliation against previous whistleblowers

All disclosures will be treated with the highest level of confidentiality. Whistleblowers will be protected from dismissal, demotion, suspension, threats, harassment, or any form of adverse action as a result of their report.

## Roles & Responsibilities

Role	Responsibility
<b>Board Audit &amp; Risk Committee</b>	Oversees the effectiveness of whistleblower mechanisms and ensures that allegations are investigated independently and without bias
<b>Group Compliance &amp; Legal Department</b>	Manages the whistleblower reporting system, ensures timely investigation, monitors resolution, and protects the anonymity of whistleblowers where requested
<b>People &amp; Culture Department</b>	Supports employee communications, conducts post-report engagement, and ensures that no retaliatory behavior affects career progression or psychological safety
<b>Supervisors &amp; Business Unit Leaders</b>	Foster a culture of openness, refer reported concerns to the Compliance team, and avoid interfering with investigations
<b>All Employees and Third Parties</b>	Responsible for promptly reporting suspected violations and cooperating in investigations without malice or falsification
<b>All Employees &amp; Contractors</b>	Understand the Code, act ethically, report misconduct, and participate in training sessions

## Procedures & Implementation

---

### 1. Reporting Channels

- Reports may be submitted through multiple channels:
  - A secure web-based ethics portal (with optional anonymity)
  - A dedicated whistleblower email address managed by the Compliance Office
  - A 7/24 multilingual telephone hotline
  - Direct contact with the Group Compliance Officer or Chair of the Audit & Risk Committee
- All channels are promoted during onboarding, compliance training, and on the internal employee portal

### 2. Submission Guidelines

- Whistleblowers are encouraged to provide detailed information, including dates, locations, names of involved parties, and supporting documents if available
- Reports may be made anonymously; however, providing contact information enables more effective investigations

#### Investigation Process

- All reports are logged and acknowledged within two business days
- Initial assessment determines the risk level and urgency of the case
- Investigations are led by the Compliance team or a third-party investigator in complex or high-profile cases
- Investigators will gather evidence, interview involved parties, and submit a formal report with findings and recommendations

### 3. Outcome Management

- If misconduct is confirmed, appropriate corrective actions will be taken, which may include disciplinary action, termination, regulatory notification, or legal action
- If allegations are not substantiated, the matter will be closed with documentation explaining the rationale

### 4. Protection Measures

- Any employee who retaliates against a whistleblower will be subject to disciplinary procedures, up to and including termination

- Whistleblowers will not lose entitlements, opportunities, or benefits as a result of filing a report
- Anonymous reports will not be traced back using technology or social inquiry unless authorized by legal requirement

#### **5. Awareness and Training**

- Annual mandatory training includes a module on ethical reporting and protections
- Posters, brochures, and internal campaigns will remind staff of reporting channels and their rights

### **Monitoring & Review**

---

The Group Compliance & Legal Department will conduct a comprehensive review of this policy every 18 months, or sooner if prompted by new legislation, audit findings, or significant internal changes. Key performance indicators (KPIs) include:

- Number of reports submitted by category
- Resolution timeframes
- Percentage of anonymous vs. identified reports
- Post-investigation feedback from whistleblowers

Findings will be presented to the Audit & Risk Committee, and any updates will be shared across all business units in both English and Arabic.

### **Associated Documents**

---

- Code of Business Ethics
- Anti-Bribery & Corruption Policy
- Conflict of Interest Policy
- Investigation Protocol Manual
- Speak Out Program Guide
- Disciplinary & Corrective Action Framework
- Data Privacy & Protection Policy
- Employee Handbook