

The title 'Code of Conduct Policy' is centered within a large, bright red diamond shape. The background of the entire page is a dark purple with several concentric, lighter purple diamond outlines that create a sense of depth and focus on the central text.

**Code of Conduct
Policy**

Approval(s)

Version	Date	Approval
2.0	24/01/2021	Approved by the Board of Directors in the 1 st Meeting on 21/1/2021 (11/6/1442)
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1. Purpose

Describe the purpose of the policy, i.e. what it is intended for>. At Solutions by STC, our mission is to provide comprehensive services and innovative solutions that secure the trust of our customers, contribute positively to our society, and uphold the highest ethical standards in our business practices. We are committed to fostering an ethical environment that complies with all applicable laws, regulations, company bylaws, contractual obligations, and business ethics. Our dedication extends to adopting leading practices to ensure compliance in every aspect of our operations, covering Solutions and its subsidiaries.

This commitment is mandatory for all stakeholders of Solutions — including management, staff, and subsidiaries. Our goal is to promote flexibility, innovation, and confidence in our workplace, thereby cultivating a professional culture that aligns with our company's prestigious role in the Saudi economy and society. We acknowledge and adhere to the regulations in force in the Kingdom of Saudi Arabia, ensuring our leadership continues to reflect the integrity and significance of our position.

2. Scope

This policy applies to the following:

- 2.1 Members of the Board of Directors and the members of its standing Committees.
- 2.2 Executive Management or Senior Executives.
- 2.3 Employees.
- 2.4 External Stakeholders (Suppliers, Vendors, Contractors, and Subcontractors).

3. Definitions

The following terms and expressions shall have the meanings they bear as follows unless the context requires otherwise, provided that the Corporate Governance Regulations shall be the main reference for any terms or expressions not defined herein:

1. **Company:** means the Arabian Internet & Communication Company (Solutions by stc).
2. **Board of Directors/Board:** The Board of Directors of the Company (Solutions by stc).
3. **Board Standing Committees Member:** Members of the Board of Directors committees of Solutions by stc.

4. **Executives (Executive Management):** Persons entrusted with managing the company's day-to-day operations, proposing and implementing strategic decisions, such as solutions Group CEO, the CEOs of organizational units, Vice Presidents, General managers and those in equivalent status.
5. **Employees:** means the male and female individuals who:(i) execute assigned tasks and responsibilities in accordance with the organizational structure approved by the Company; and(ii) complies with relevant policies and decisions in light of applicable regulations.
6. **Suppliers, Vendors, contractors, and subcontractors:** means any natural or legal person who enters into contract directly with the Company to provide for its needs from services or products or to perform tasks or utilize sites or assets owned by the Company.
7. **Persons Working for the Company:** Persons that work for the Company, including members of the Board of Directors and its Standing Committees, Executive Management or Senior Executives, Solutions' Employees, contractors, temporary employees, suppliers, and any other stakeholders representing Solutions or acting on its behalf.

4. Policy Statement

4.1 Commitments

4.1.1 The Company commits to:

- 4.1.1.1 Respect the importance of each individual (employee, contractor, suppliers, service providers, others) in accordance with their values and beliefs.
- 4.1.1.2 Provide a suitable work environment based on values and principles ensuring complete transparency and trustworthiness, while implementing all its approved policies and procedures.
- 4.1.1.3 Ensure compliance with the standards regarding environment, health, and safety.

- 4.1.1.4 Evaluate the employee with regard to his career path on the basis of his capabilities, merit, and competitiveness, while providing him equal opportunities to enhance his/her performance.
- 4.1.1.5 Provide suitable training and improvement opportunities for the employee during their career path.
- 4.1.1.6 Provide opportunities for reasonable and decent debates and fair freedom of expression within the work environment.
- 4.1.1.7 Encourage the spirit of creativity and innovation and provide opportunities for employees to participate in presenting creative and innovative suggestions regarding the improvement of Company's operations and services.
- 4.1.1.8 Ensure that employees have the right to challenge or complain against any decision through well-advertised and monitored channels and processes within the Company.
- 4.1.1.9 Foster a culture of Compliance by emphasizing the responsibilities of our staff, enforcing consequences for negligence, and actively promoting values of honesty and integrity.
- 4.1.1.10 Foster a spirit of belonging to the company by all means possible

4.1.2 Board of Directors members and the members of its Standing Committees commit to:

- 4.1.2.1 Demonstrate and establish a strong culture of integrity, ethics, and accountability throughout the organization
- 4.1.2.2 Follow the relevant laws and regulations that govern and regulate the practices, behaviors, and the relationships and interactions between the members and the Company.
- 4.1.2.3 Take all actions to achieve the best interests of the Company and its shareholders, while protecting the rights of the other Stakeholders rather than only the interests of the group that elected him.

- 4.1.2.4 Demonstrate utmost loyalty towards the Company and the Company's interests, growth, and value, as well as putting the Company's interests over their own or any other party.
- 4.1.2.5 Ensuring that each member of the Board or the Executive Management and employees perform his/her duties of loyalty and care to the Company, and undertake the measures that may protect the Company's interests and contribute to its development and increase its value, and shall not, at all times, prioritize his/her own interests over the interests of the Company
- 4.1.2.6 Use the Company's assets and resources for achieving the Company's purposes and goals, and not using such assets and resources for achieving a personal interest.
- 4.1.2.7 Protect the confidentiality of internal information of the Company and do not disclose such information to any person except within the limits stated or allowed in the regulation.
- 4.1.2.8 Ensure the availability of effective reporting channels to facilitate the reporting of any violations of this code and the related policies.

4.1.3 Persons Working for the Company commit to:

- 4.1.3.1 Perform their duties with Highest degree of care and loyalty in favor of the Company and work to develop the Company and increase its value.
- 4.1.3.2 Maintain and enhance the reputation of the Company by demonstrating proper values and ethics.
- 4.1.3.3 Not use their positions in the Company for the purpose of achieving personal goals and interests for themselves or others which are against the ethics and values of the company.
- 4.1.3.4 Perform their tasks and duties with responsibility and efficiency in accordance to the best practices within a prescribe time limit, and through the working hours honestly, accurately and professionally, while following the related laws, regulations, charters, policies, and work procedures, with continual improvement as a key objective in mind.

- 4.1.3.5 Perform tasks or duties to the best of their abilities outside the official working hours in case of extraordinary circumstances where it is deemed necessary by the employer without breaching the Labor Law and its regulations.
- 4.1.3.6 Cooperate and help with any investigation and inspection undertaken by any competent authorities, in every possible way, including but not limited to, providing information, answering questions and cooperating with the investigators and inspectors according to the work regulations and policies.
- 4.1.3.7 Not disclose any technical, commercial, and industrial confidential information for the services he/she provided or helped directly or indirectly in providing it, in addition to any other confidential information related to the work or the Company.
- 4.1.3.8 Take appropriate care of the Company's financial and intellectual property assets and placed under their responsibility and care and shall return to the Company the unused materials.
- 4.1.3.9 Refrain from any activity that violates the general ethics and behaviors, or any behaviors or activities that contradicts Islamic Sharia, including offending and incitement against any of religious beliefs of others inside the workplace or outside.
- 4.1.3.10 respect for one another and to consider all work partners while collaborating to complete tasks on the basis of efficiency and expertise sharing.
- 4.1.3.11 The basis of dealing and communicating between the employees shall be without exception or preference or shortage, judged by the Islamic teachings and respect traditions and cultures, and according to the nature of the work.
- 4.1.3.12 Refrain from any unethical, negative and harmful activities, including but not limited to, exploitation, blackmail, physical and emotional, sexual harassment, in any way whether by act, verbal, or by indication.

- 4.1.3.13 Refrain from the exploitation of any information of the employees' personal lives with the intent to harm them.
- 4.1.3.14 Behave with decency and honesty and shall also refrain from harmful arguments, curses, envy, scandals, gossip and other acts of similar nature.
- 4.1.3.15 Abstain from rumors and cursing and does not publish negative messages or anything that disrupts the employee's reputation as well as the Company's.
- 4.1.3.16 Refrain from provoking the employees or agitating them or inciting the employees or clients against the interest of the Company, and to resolve issues in a proper way by following the Company's policies.
- 4.1.3.17 Refrain from using social media to discuss the Company's daily tasks and workflow or anything that might cause disrepute to the Company or its employees, any relevant improvement or remedial and suggestions shall be made through the available means of communications within the Company in a professional manner.
- 4.1.3.18 Report promptly through available channels within the Company about the cases that violate the Company's charters and policies.
- 4.1.3.19 Act with the highest degree of integrity and honesty, avoiding any conflicts of interest or engaging in corrupt practices that compromise the organization's reputation or violate applicable laws and regulations.
- 4.1.3.20 Report suspicions or incidents of corruption, conflicts of interest, or unethical behavior. Whistleblowers will be fully assured of confidentiality possible and will not face retaliation for their disclosures made in good faith.

**4.1.4 External Stakeholders (Suppliers, Vendors, Contractors, and Subcontractors).
commit to:**

- 4.1.4.1 Not disclose any direct or implied Company's technical, commercial, and industrial confidential information (directly or indirectly) and all the professional confidential information related to work or the Company.

- 4.1.4.2 Adhere to the Company's regulations, charters, policies and purchasing procedures.
- 4.1.4.3 supply the Company when needed while maintain the agreed levels of quality, trust, price, service, time, and any other commercial terms or specifications.
- 4.1.4.4 Refrain from presenting gifts, tips or extending invitations to meals or entertainments events whether directly or indirectly for work provided, or the promise for a service or any promise of preferential treatment.
- 4.1.4.5 Maintain the Company's reputation.
- 4.1.4.6 Report through the available channels about conflict of interest cases or any other cases that needs disclosures.
- 4.1.4.7 Refrain from engaging in any activity that could undermine fair competition, such as collusive practices, bid rigging, or price-fixing.

4.2 Work Environment and Ethics:

Solutions shall provide a safe and healthy work environment that aligns with the related laws and regulations and does not contradict with all applicable laws and regulations and safeguards the career and contractual rights of employees according to the concluded contracts. Solutions shall also promote and ensure professional behaviors in order to help on provide a safe, creative, healthy, and fun social work environment that will encourage on respecting and maintaining solutions' interests and reputation and in order to achieve this we have to consider the following:

4.2.1 Respect and Fair treatment:

Each individual deserves the necessary respect and fair treatment regardless of any considerations. The Company encourages its employees to follow decent behavior when dealing with one another and not underestimate, insult, or disturb each other physically or verbally.

4.2.2 Privacy:

The Company commits to respect the privacy of its clients and every person

that works for the Company, and it sets rules and policies that prohibit others to look up for the personal information of any stakeholder by unauthorized individuals.

4.2.3 Human Rights:

The Company commits to honor and respect all its employees, and let them work by their own freewill without force. The Company shall support all approved human rights policies and regulations sanctioned by the Kingdom of Saudi Arabia.

4.2.4 General Appearance:

The employees commit to consider the following:

- 4.2.4.1 Stay well dressed with an appropriate and professional appearance.
- 4.2.4.2 Take care of the general cleanliness.
- 4.2.4.3 Wear the official uniform required by the nature of work and according to the instructions issued by the Company.

4.2.5 Women's Work Environment:

The Company commits to, provide a suitable work environment for women according to the related rules from the competent authorities and without prejudice to Islamic Sharia.

4.2.6 Company's Resources and Properties:

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

- 4.2.6.1 Optimizing the Company's resources to achieve its goals.
- 4.2.6.2 Abide by the Company's safety regulations and not neglect and expose such properties to the danger of fire or damage.
- 4.2.6.3 Ensure the protection of computers and prohibit unauthorized use.
- 4.2.6.4 Shall not use the Company's name, identity, and brand for personal purposes.

4.2.6.5 Shall use the Company's equipment and office tools for the Company's works only.

4.2.6.6 Utilization of the official worktime to achieve the Company's goals.

4.2.6.7 Protect the Company's assets from theft or destruction and to report to security management in the occurrence of such cases.

4.2.7 Selling products and Providing Services:

Employees shall show its products and services and present them in a professional manner, ensuring not to mislead the client in and taking a wrong decision while fully disclosing the facts related to the services and selling terms and conditions and providing the services.

4.2.8 Selecting Suppliers:

Company employees shall abide to the applicable laws, regulations, policies and procedures that regulates such activities as mentioned in the Procurement Policy, and every supplier must agree to abide by the solutions Supplier Code of Conduct before working with solutions.

4.2.9 Gifts and Hospitality

Solutions commits to ensuring that gifts, entertainment, or hospitality never serve as the basis for forming or sustaining relationships with external parties or be perceived as a means of improperly obtaining or retaining business or any other business advantage.

4.2.10 Transparency and disclosure:

The Company and all its employees shall commit to the following:

4.2.10.1 Follow policies and procedures for suitable disclosure that enables shareholders and stakeholders to review the Company's information.

4.2.10.2 Ensures that the Company's website shall include all disclosed information, and any other statements and information published through other means of disclosing stated in the relevant laws and

regulations.

- 4.2.10.3 All disclosures shall be accurate and timely as required by the applicable rules and regulations, or whenever needed.
- 4.2.10.4 Employees must adhere to Solutions conflict of interest policy and related party transactions to avoid situations where personal interests conflict or appear to conflict with the interests of Solutions and promptly disclose any conflicts of interest that may affect decision-making or the integrity of information.
- 4.2.10.5 Facilitate the employees to communicate freely, and to encourage them not to hide any information related to their work in order not to influence the Company's decisions. With the exception of information classified as confidential or anything that negatively affects the nature of work and the interest of the Company, this shall be governed while complying with the Company's policy and charter frameworks.
- 4.2.10.6 Setting suitable procedures that limit the effects of rumors and promoting them, as it shall prevent misunderstandings.

4.2.11 Effective Listening:

The Company and all its Employees commit to:

- 4.2.11.1 Find effective channels for communicating mechanisms between the employees and the Executive Management in order to facilitate effective and efficient conflict and issue resolution.
- 4.2.11.2 Provide opportunities for employees to ask questions and to express their opinions without fear, repercussions. Encourage the employees to provide operational and capital cost saving suggestions to suggest better ways of performing their jobs.

4.2.12 Social responsibilities

Solutions demonstrates unwavering commitment to social responsibility and safety through dedication to fostering a diverse, high-performing workforce and enabling social empowerment through digital technology.

5. Roles and Responsibilities

5.1 Responsibilities of Board of Directors

The Board of Directors is responsible for preparing and reviewing this policy.

5.2 Responsibilities of Standing Committee

Reviewing this Policy document and provide suggestions, if any.

5.3 Responsibilities of Board Secretary

Publishing this Policy and notifying all members of the Board of Directors and its Standing Committees for compliance.

5.4 Responsibilities of People General Management

5.4.1 Communicating this Policy to the Company's employees for understanding, awareness and compliance of this policy.

5.4.2 Ensure all Company employees sign an undertaking to review and abide by this Policy.

5.5 Responsibilities of Supply Chain Management department

Publishing this Policy to all Company's suppliers and contractors, for review and compliance.

5.6 Responsibilities of all employees working in the company

All persons working for the company, including members of Board of Directors members Company employees, contractors, suppliers, and those representing the company before third parties, shall comply with relevant commitments in this policy.

6. Penalties

In the case of non-compliance with this Policy, the Company has the right to impose the approved punishments and penalties according to the Company's regulations, charters and policies, without prejudice to the Company's right to resort to the Competent Governmental Authorities if such violation is considered a criminal offense. In addition, the penalties imposed by the Company shall not prejudice the right of the injured party to resort to the Competent Governmental Authorities, nor does it prevent the imposition of an additional penalty.

7. Document Review and Retention

The Policy shall be reviewed on a periodic basis (once every three years) or whenever there is any need to change, as assessed by Corporate Governance function of solutions to ensure its ongoing relevance and viability.

8. References

- 8.1 Law and regulations of the Kingdom of Saudi Arabia.
- 8.2 Solutions' Conflict of Interests and related party transactions Policy.
- 8.3 Solutions' Anti-fraud and Corruption.
- 8.4 Solutions' Procurement Policy.
- 8.5 Code of ethics
- 8.6 Sustainability Policy
- 8.7 Solutions Corporate Governance Charter