

CORPORATE GOVERNANCE FRAMEWORK 2022

CUSTOMERS

• CONSUMER AWARENESS & EDUCATION • SOCIAL MEDIA CHANNELS

SUBSIDIARIES AND ASSOCIATES

LOCAL REGULATORS

INTERNATIONAL REGULATORS

• FLEXX CALL CONTACT CENTER

MOBILE AND ONLINE BANKING

WEBSITE

RELATIONSHIP MANAGERS (RMs)

YANAL FINANCE COMPANY

BRANCHES

• CONSUMER COMPLAINT UNIT

CUSTOMER RESEARCH

ALISTITHMAR CAPITAL

• Saudi Central Bank (SAMA)

Ministry of Commerce

CAPITAL MARKET AUTHORITY (CMA)

UNITED NATIONS / SECURITY COUNCIL

FINANCIAL STABILITY BOARD (FSB)

OBJECTIVES

EQUAL CONCERNS FOR STAKEHOLDERS

ROLE OF KEY PLAYERS

BALANCED OBJECTIVES

DECISION-MAKING PROCESS

ETHICAL APPROACH

CLEAR ACCOUNTABILITY AND TRANSPARENCY

• CONSUMER PROTECTION POLICY

CUSTOMER SATISFACTION SURVEY

• SAUDI INVESTMENT REAL ESTATE COMPANY

• Semi-Annual Performance Reports to Board of Directors

• FINANCIAL ACTION TASK FORCE (FATF / MENA FATF)

• U.S. TREASURY OFFICE OF FOREIGN ASSET CONTROL (OFAC)

AMERICAN EXPRESS SAUDI ARABIA

Quarterly Performance Reports to ALCO

INTERNAL CONTROL MECHANISMS

Anti-Money Laundering (AML) 2 Compliance Monitoring / Inspection 3 Internal Audit Monitoring

4 Quality Control 5 Risk Management Framework

SERVICE LEVEL AGREEMENTS (SLAs)

lo.	Group	SLA Name
1	Compliance Group	Anti-Money laundry SLA 1.6
2	Compliance Group	SAMA Desk SLA 1.3
3	Corporate Banking Group	Cash Management SLA 1.5
4	Corporate Banking Group	Commercial Business Banking SLA 1.1
5	Corporate Banking Group	Corporate Banking SLA 1.6
6	Corporate Banking Group	Corporate Service Department SLA 1.2
7	Corporate Governance and Legal Affairs Group	Legal Affairs SLA 1.1
8	Corporate Governance and Legal Affairs Group	Special Credit Unit SLA 1.5
9	Financial Planning and Control Group	Financial Planning and Control SLA 1.7
10	Financial Planning and Control Group	Finance Group – MIS Unit 1.1
11	Financial Planning and Control Group	Finance Group – Management Reporting Unit 1.1
12	Financial Planning and Control Group	Regulatory Reporting Unit 1.1
13	Human Resources Group	HR Operation SLA 1.3
14	Human Resources Group	HR Talent Acquisition 1.8
15	Human Resources Group	Learning and Development Unit 1.9
16	Information security Group	Information Security SLA 1.4
17	IT and Operations Group	Branch Support Unit SLA.1.3
17	IT and Operations Group	Cash Center SLA.1.1
	·	
19	IT and Operations Group	Central Verification Unit SLA 1.1
20	IT and Operations Group	Central Verification Unit SLA.1.1
21	IT and Operations Group	Premises and Maintenance Support Services SLA.1.6
22	IT and Operations Group	Procedures Department SLA.1.2
23	IT and Operations Group	Procurement Department SLA.1.2
24	IT and Operations Group	Safety and Security Department SLA.1.9
25	IT and Operations Group	SARIE Payments SLA.1.5
26	IT and Operations Group	SWIFT Payments SLA.1.4
27	IT and Operations Group	Treasury and Investment Operations SLA.1.3
28	IT and Operations Group	Clearing Unit SLA.2.7
29	IT and Operations Group	Easy Pay Operations Unit SLA.1.4
30	IT and Operations Group	Electronic Banking Department 1.7
31	IT and Operations Group	Information Technology SLA 2.2
32	IT and Operations Group	Mail and Document Management SLA.1.4
33	IT and Operations Group	Personal Lending Unit SLA 1.3
34	IT and Operations Group	Trade Products Department SLA.1.2
35	Other SLA's	Allstithmar Capital (ICAP)
36	Other SLA's	I CAP and SAIB Loans through shares Finance LSF
37	Other SLA's	SADAD SLA
38	Other SLA's	ATM SLA with SAMA
39	Personal Banking Group	Contact Center SLA .1.8
40	Personal Banking Group	Corporate Communication – Operation SLA.1.1
41	Personal Banking Group	Corporate Communication – Marketing SLA.1.2
42	Personal Banking Group	Point of Sale 1.5
43	Personal Banking Group	Retail Banking 1.9
44	Personal Banking Group	Segmentation Unit SLA.1.1
45	Quality Group	Customer Care Unit SLA.1.3
46	Quality Group	Operation Excellence SLA.1.2
40 47	Quality Group	Voice of Customer SLA.1.1
4 <i>7</i> 48		
	Quality Group	Research and Reporting SLA.1.1
49	Risk Management Group	Consumer Collection Department 1.3
50	Risk Management Group	Corporate Services Department SLA.1.2
51	Risk Management Group	Credit Administration and Controls 1.9
52	Risk Management Group	Credit Risk Review Department SLA.1.1
53	Risk Management Group	Market Risk Management 1.4
54	Risk Management Group	Retail Risk Management Department SLA 1.0

Other Control Levers

Fraud Prevention Detection and Investigation (FPDI) 1.

Operational Risk Management Department 1.7

Financial Institutional SLA. 1.4

55 Risk Management Group

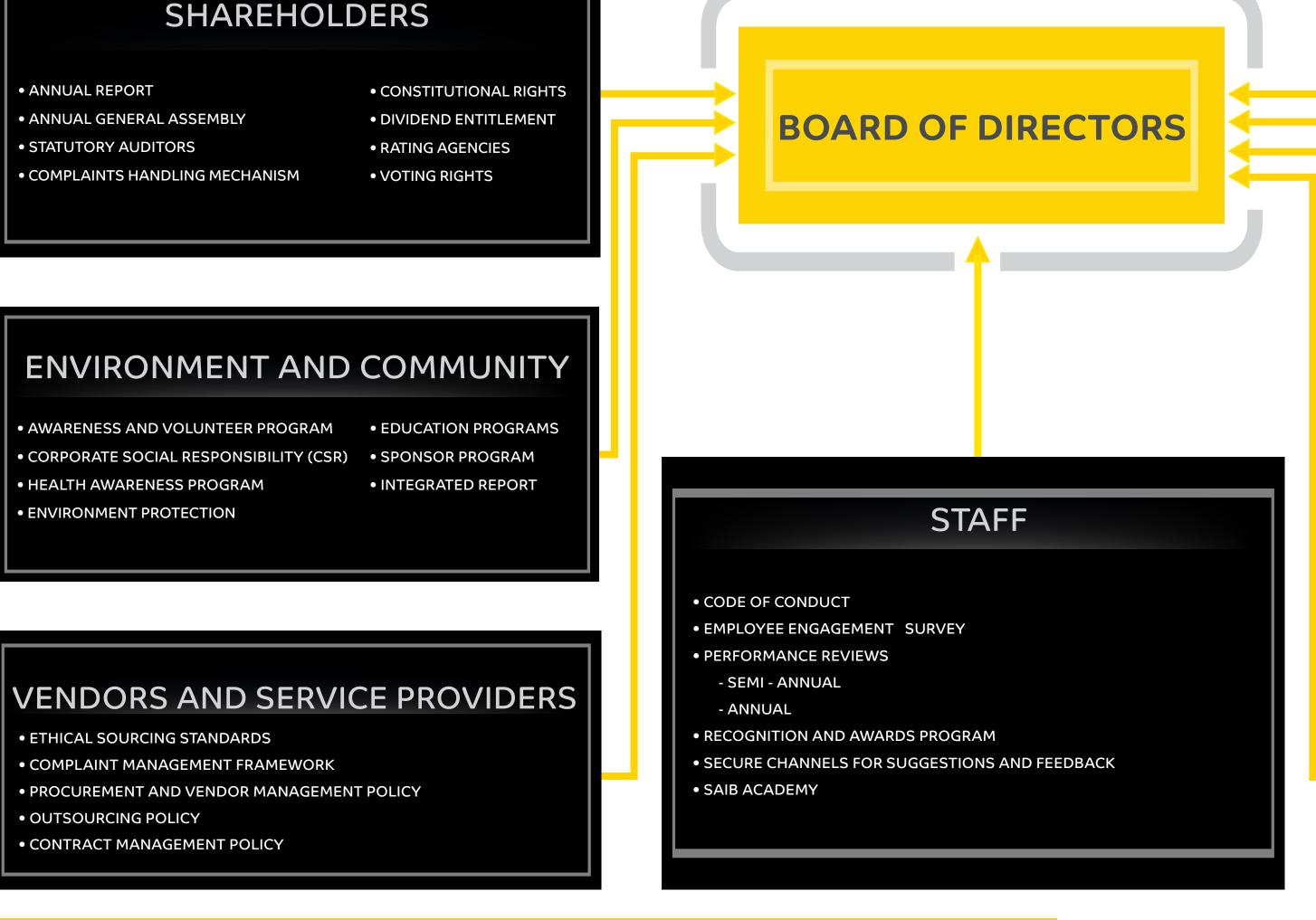
56 Risk Management Group

57 Risk Management Group 58 Treasury and Investments Group

1	171	SOAPs	1739	Authority Statements
4	106	SAIB SMS Messages	330	Internal Forms
2	274	SAIB Application Inventory	303	External Forms
3	371	PMS & SAM	62	WCOW Points Algorithm

BUSINESS ENVIRONMENT

STAKEHOLDERS



CORPORATE GOVERNANCE PILLARS

GOVERNANCE PILLARS - REGULATING AGENCIES

Principle 2: Board Qualifications and Composition Principle 3: Board's Own Structure and Practices Principle 4: Senior Management Principle 5: Governance of Group Structures Principle 6: Risk Management Principle 7: Risk Identification, Monitoring, and Controlling Principle 8: Risk Communication Principle 9: Compliance Principle 10: Internal Audit Principle 11: Compensation

BASEL III

Saudi Central Bank (SAMA)

Principle 1: Board Members Qualifications Principle 2: Board Composition and Appointment Principle 3: Board Responsibilities

Principle 6: Disclosure and Transparency

Principle 12: Disclosure and Transparency

Principle 13: The Role of Supervisors

Principle 1: Board's Overall Responsibilities

Principle 4: Board Committees Principle 5: Rights of Shareholders

SEVEN KEY PILLARS - SAIB

Capital Market Authority (CMA) Part 1: Preliminary Provisions Part 2: Rights of Shareholders Chapter 1: General Rights Chapter 2: Rights Related to the Meeting of the General Assembly Part 3: The Board of Directors Chapter 1: Formation of the Board

 Chapter 2: Responsibilities and Competencies of the Board • Chapter 3: Competencies of the Chairman and the Board Members

• Chapter 4: Procedures of the Board Activities • Chapter 5: Training, Support and Assessment Chapter 6: Conflicts of Interest Part 4: Company Committees

 Chapter 2: The Audit Committee Chapter 3: Remuneration Committee Chapter 4: Nomination Committee Chapter 5: Risk Management Committee

Part 5: Internal Control Part 6: The Company's External Auditor Part 7: Shareholders Part 8: Professional and Ethical Standards

Part 10: Implementation of Corporate Governance

Part 9: Disclosure and Transparency

Chapter 1: General Provisions

Part 11: Retaining of Documents Part 12: Closing Provisions POLICIES
PROCEDURES
INTERNAL CONTROL MECHANISMS
SERVICE LEVEL AGREEMENTS
SYSTEMS

BALANCED SCORECARDS (BSC)KEY PERFORMANCE INDICATORS (KPIs)

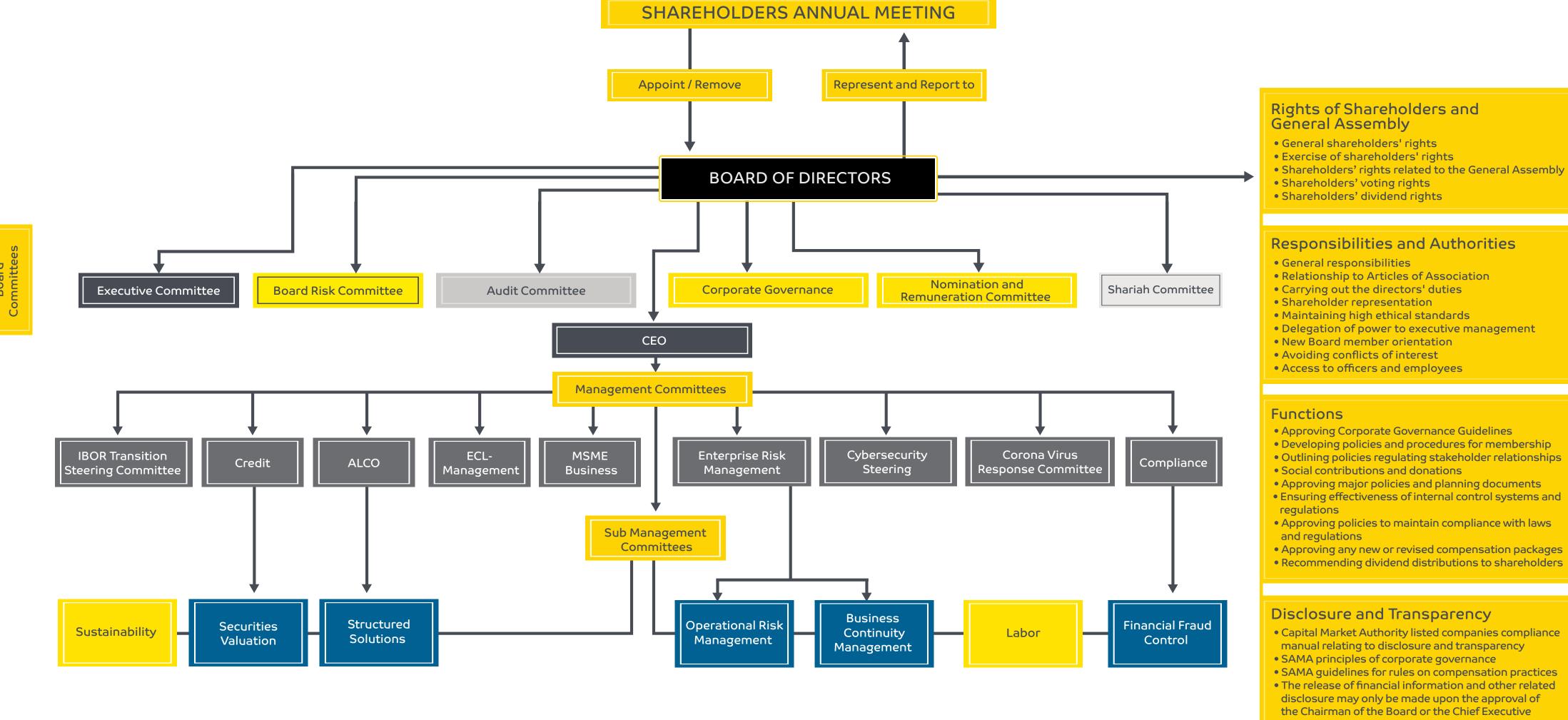
BOARD APPROVED POLICIES WITH OWNERS

No.	Board Approved Policies	Department Department	Responsible Individual	No	Board Approved Policies	Department	Responsible Individual
1	Accounting & Disclosure Policy	Finance Group	CFO	21	Outsourcing Policy	IT & SS	AGM - Admin. & Support Services
2	Annual Profit And Capital Plan Policy	Finance Group	CFO	22	Procurement and Vendor Management Policy	Finance Group	CFO
3	Anti-Money Laundering & Combating Terrorist Financing Policy	Compliance	Chief Compliance Officer	23	Related Party Identification and Disclosure of transactions Policy	Finance Group	CFO
4	Board and Committee Evaluation	HR Group	GM, HR	24	Risk Appetite Framework/ Statement	MRMD	Chief Risk Officer
5	Board Policy Development and Approval Policy	Corp Governance	Chief Governance Officer	25	Risk Management Policy Guide	MRMD	Chief Risk Officer
6	Business Continuity Management Policy And Framework	Business Continuity Management	Chief Operating Officer	26	Safety and Physical Security Policy	Security & Safety	AGM - Admin. & Support Services
7	Compliance Policy	Compliance	Chief Compliance Officer	27	Stakeholder Management Policy	Corp Governance	Chief Governance Officer
8	Consumer Protection Policy	Quality	GM, Quality	28	Stress Testing Policy	MRMD	Chief Risk Officer
9	Corporate Governance Manual	Corp Governance	Chief Governance Officer	29	Tax Policy	Finance Group	CFO
10	Credit Policy Guide	RAMD	Chief Risk Officer	30	Treasury Counterparty Collateral Management Policy	Operations	COO
11	Anti-Fraud Bribery and Corruption Policy and Strategy	Compliance	Chief Compliance Officer	31	Treasury Policy Guide	TIG	Treasurer and Chief Investment Officer
12	Human Resources Policy	HR Group	GM, HR	32	Whistleblowing Policy	Compliance	Chief Compliance Officer
13	IFRS 9 Governance Framework Policy	Finance Group	CFO	33	WooW Loyalty Program Policy	Loyalty Program Dept	Chief Marketing Officer
14	Cybersecurity Policy	Cyber Security	Chief Information Security Officer	34	Conflict of Interest Policy	Corp Governance	Chief Governance Officer
15	Insurance Policy Guide	Finance Group	CFO	35	Disclosure and Transparency Policy	Corp Governance	Chief Governance Officer
16	Internal Audit Policy	Internal Audit	Chief Internal Auditor	36	Sharia Governance & Compliance Policy	Sharia Control / Secretary	Sharia Board Secretary
17	Internal Capital Adequacy Assessment Plan Policy	Finance Group	CFO	37	Delegation of Authority Policy	Corp Governance	Chief Governance Officer
18	Investment Policy Guidelines for Subsidiaries & Associates	Business Partners	Head of Business Partners	38	Social Responsibility Policy	Marketing	Chief Marketing Officer
19	New Product/Service Policy	Transformation	AGM - Transformation	39	Compliance Program	Compliance	Chief Compliance Officer
20	Operational Risk Management Framework and Policy	Operational Risk	AGM - Operational Risk				

STANDARD OPERATING AND ACCOUNTING PROCEDURES

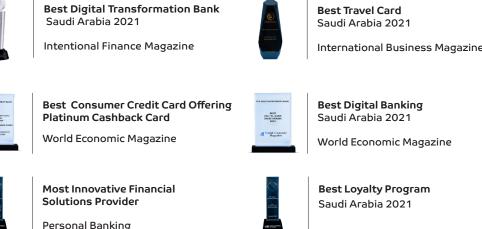
ANNUAL REPORT

	Manual Title [Total Number 171]	Owner / Group	Complete Review Date		Manual Title [Total Number 171]	Owner / Group	Complete Review Date		Manual Title [Total Number 171]	Owner / Group	Complete Review Date
1	Opening of Accounts	Operations	Jan-20	60	Interactive Teller Machine	Personal Banking	Dec-19	117	Archive	IT & Operations	Mar-20
2	Stop Payment Orders	Personal Banking	Aug-20	61	E-Trade Service	IT & Operations	Dec-17	118	Q17 – Capital Adequacy Reporting	Financial Planning and	Aug-20
3	Balance Orders	Operations	Jul-21	62	Customer Letters and Certificates	Risk	May-20			Control	
4	Account Holds	Operations	Mar-18	63	Corporate Cash Deposit Card	Personal Banking	Jan-20		Credit Facilities Under Kafalah Program	Corporate Banking	Jan-19
5	Reconcilable Accounts	Financial Planning and	Jan-19	64	Murabaha Consumer Financing	Personal Banking	Sep-21		Foreign Exchange	Treasury and Investment	Apr-21
J		Control		65	Contact Center - Flexx Call Service	Personal Banking	Sep-21	121	Property Mortgage	Risk	May-18
6	Cheque Book Management	Operations	Mar-16	66	Travel Card	Personal Banking	Jul-17	122	Overdraft Approval - Refer Card	Corporate Banking; Personal Banking; Operations	May-18
7	Telephone Recording System	IT & Operations	Jul-20	67	ATM Card Instant Issuance at Branches	Personal Banking	Nov-19	123	Conventional Structured Products - Hedging	Treasury and Investment	Jun-18
8	Foreign Currency Notes (Stock)	Operations	Jun-18	68	Banking Committees Under the Supervision of	Corporate Governance	Dec-18		Solutions for Clients	•	Jul-18
9	Safe Deposit Boxes	Personal Banking	Nov-20	08	SAMA	Corporate dovernance	Dec-16		Teller Cash Recycler	Personal Banking	
10	Cheque Clearing	Operations	Jun-16	69	Property Management and Administration Services Department	IT & Operations	Маг-19		Conventional Structured Deposits	Treasury and Investment	Sep-18
11	Letters of Guarantee	IT & Operations	Sep-18	70	Goods Murabaha Financing	Operations	May-17		Whistleblowing	Compliance	Sep-20
12	Safes and Vaults, Keys and Combinations	Operations; Personal Banking	Feb-21	71	SAIB Business Partners	Treasury and Investment	Mar-19	127	Shariah Compliant Structured Hedging Solutions	Treasury and Investment	Oct-18
13	Documentary Collections	IT & Operations	Oct-19	72	Real Estate Murabaha Financing - Commercial	Corporate Banking	Dec-18	128	Insider Information	Financial Planning and Control	Oct-18
14	Import Letter of Credit	IT & Operations	Dec-19	73	Customer Awareness and Education	Top Management	Jul-20	129	SAIB Shareholder's Dividend Management	Financial Planning and	Jun-21
15	Export Letter of Credit	IT & Operations	Oct-19	74	Prepaid EduPay Student Card	Personal Banking	May-18	130	Financial Institutions	Control Treasury and Investment	Jun-21
16	Treasury Services - Nostro Transfers	Treasury and Investment	Mar-21	75	Sustainability Program	Marketing	Jul-20		Operational Risk	Risk	Mar-21
17	Murabaha Commodity Deals	Personal Banking	Oct-17	76	My Idea Program	Quality	May-17		·	Risk	Dec-20
18	Clean Collections - Cheques	IT & Operations	Aug-17	77	Committee Charters	Corporate Governance	Mar-16		Corporate Services Department		
19	Petty Cash	IT & Operations	Jan-19	78	EasyShopping Card	Personal Banking	Feb-18	133	·	Information Technology	Dec-18 Jan-19
20	Authorized Signatories	Operations	Feb-16	79	Payroll Processing	Operations	Jul-20		Mailroom	IT & Operations	
	Business Continuity Plan	IT & Operations	Dec-18			Financial Planning and	Jul-19	135	·	Treasury and Investment	Feb-19
	Real Estate Loans for Individuals (Ijarah)	Personal Banking	Jun-17	80		Control			Mortgage Portfolio Acquisition	Personal Banking	Mar-19
	Annual Review of Credit Facilities at Corporate	J		81	Commodity Murabaha Finance	Corporate Banking	May-17		Crisis Management Plan	IT & Operations	Apr-20
23	Banking	Corporate Banking	Nov-16	82	IT Project Management Office and Governance	Information Technology	May-20	138		Human Resources	May-19
24	Customer Complaints	Top Management	Jul-20	83	Funds Transfer Pricing	Financial Planning and Control	Jul-21	139	Secured Financing Program – Agricultural Development Fund	Corporate Banking	Nov-20
25	Prospecting and Booking New Clients - Corporate Banking	Corporate Banking	Oct-20	84	LC Murabaha Finance	IT & Operations	Oct-19	140	Retail Risk Management	Risk	Jan-21
26	Premises Project Management	IT & Operations	May-20	85	Issuance of Offer Letters	Personal Banking	Aug-21	141	Safety and Security	IT & Operations	Aug-19
27	E-Mail Guidelines for Employees	Human Resources	Арг-20	86	Escrow Accounts	IT & Operations	Feb-20	142	Change Management (ITG)	IT & Operations	Jul-20
28	Business Continuity Plan for Senior Management	Human Resources	Dec-18	87	Official Cheques - Drafts Issuance and Encashment	Personal Banking	Aug-16	143	Special Purpose Vechicle	Treasury and Investment	Oct-19
20	Cash Collateralized LCs/LGs for Customers	Corporate Banking; Personal	Nov-15	88	Anti-Money Laundering and Combating Terrorism	Compliance	Oct-21	144	Business Process and Procedures	Corporate Governance	Sep-21
27	Cash Conateralized Ecs/Eds for Customers	Banking	1400-15		Financing			145	Dealing with Disabled Persons	Top Management	Feb-20
30	Internal Capital Adequacy Assessment Plan	Financial Planning and Control	Jan-21	89	Premium Products Referral	Personal Banking	Mar-21	146	Legal Affairs Department	Risk	Mar-20
31	Transferring - Retransferring Ownership of Real	Risk	Jul-19	90	Bank Authorized Signatories in Chamber of Commerce	Corporate Governance	Feb-21	147	Management Information Systems	Financial Planning and	Mar-20
•	Estate Property			91	Flexx Transfer	IT & Operations	Jun-21			Control	
32	Entertainment Policy Guide for Personal Banking and Sales	Personal Banking	May-18	92	Corporate Social Responsibility	Marketing	Aug-21		Compliance Operations	Compliance	Арг-20
33	Service Level Agreement	Quality	Dec-19	93	Processing Credit Facilities for Private Banking	Personal Banking	Jun-21	149	3 3	Quality	May-20
34	Cash Transportation and Management	Operations	Aug-18		Clients	J		150		IT & Operations	Jun-20
35	Automated Teller Machines (ATMs)	Information Technology	Aug-18	94	3	Marketing	Jun-20	151		Personal Banking	Jul-20
36	Initial Public Offering and Rights Issue	Operations	Oct-19	95	Opening New Branches	Personal Banking	Jun-20		Anti-Fraud Management	Compliance	Feb-21
37	Social Media Policy	Marketing	Jun-20	96		Operations	Sep-20		الىمانة والرقابة الشرعية - Sharia Secretariat and Control	Personal Banking	Aug-20
38	Customers' Segmentation	Personal Banking	Jul-20			IT & Operations	Feb-19	154	Risk Analytics and Monitoring Department	Risk Financial Planning and	Aug-20
39	Disclosure of Information	Compliance	Jun-20	98	Cash and Tellers	Personal Banking	Mar-17	155	Regulatory Reporting	Control	Aug-20
40	Bill Payment Through Sadad	Operations	Jan-19	99	Operations Control	Operations	Feb-21	156	Financial Reporting	Financial Planning and Control	Oct-20
41	Point of Sales	Personal Banking	May-19	100	Launching New Products Services and Issuing of PAM SAM CAM	Corporate Governance	May-20			Financial Planning and	
42	Time Deposits	Operations	Mar-20	101	E- Commerce Payment Gateway FlexxPay	Personal Banking	Арг-19	157	Proofs and Controls	Control	Oct-20
43	Interest Rate Swap - Investment	Treasury and Investment	Oct-19	102	Economic Capital	Risk	Dec-20	158	البطاقات الائتمانية - Credit Cards	Personal Banking	Dec-20
44	Direct Debits	Operations	Oct-19	103	Special Credit Unit	Risk	Apr-17	159	عمليات البطاقات - Cards Operations	Operations	Jan-21
45	Flexx Business	IT & Operations	Nov-19	104	SAIBOR and SAIBID Pricing	Treasury and Investment	Jan-20	160	الأسعار والعمولات - Fees and Charges	Corporate Banking; Personal Banking,Treasury and	Feb-21
46	Customer's Power of Attorney	Operations	Mar-20	105	Corporate and Commercial Lending	Corporate Banking	Арг-17	100	rees and endiges angulary james	Investment	
47	Special Power of Attorney Issued by SAIB	Corporate Governance	Jun-21	106	Equity, Mutual Funds, Hedge Funds and Private	Treasury and Investment	Jul-21	161	Regulatory Compliance	Compliance	Nov-20
48	Credit Card Issuance for Staff	Human Resources	Mar-19		Equity Funds (Investments) Fixed Income, Repo and Reverse Repo	•		162	التمويل التأجيري للسيارات - Auto Lease Financing	Personal Banking	Dec-20
49	Telesales	Personal Banking	Mar-20	107	(Investments)	Treasury and Investment	Jul-21	163	Taxes	Financial Planning and Control	Jan-21
50	SAIB - Amex Co-Branded Corporate Card	Corporate Banking	Oct-21	108	Credit Administrations	Risk	Dec-20	4/4	مراقبة - Monitoring and Maintenance of Accounts		F-1- 04
51	Internet Banking for Personal Banking Customers	Personal Banking	May-18	109	Revaluation of Treasury Products	Risk	Dec-20	164	وصيانة الحسابات	Operations	Feb-21
52	Payroll Prepaid and Household Card	Personal Banking	Aug-18	110	Premises Maintenance, Hospitality and Janitorial Services	IT & Operations	Jun-20	165	Guidelines of Dealing with COVID 19 Pandemic - حليل التعامل مع جائحة كورونا	IT & Operations	Feb-21
53	Approving Employers	Personal Banking	Apr-18	111	Standing Orders	Operations	Jul-20	166	Expected Credit Losses and Hedge Accounting	Operations	Арг-21
54	Murabaha Real Estate Financing	Personal Banking	Dec-20		Money Market	Treasury and Investment	Jul-21	167	Loyalty Programs	Marketing	Арг-21
55	Credit Risk Department	Risk	Nov-19		Environmental Management	IT & Operations	May-20	168	SARIE Transfers	Operations	Jun-21
56	Collection of Loan Delinquencies and Overdraft	Risk	Aug-18		-	Financial Planning and			Treasury Counterparty Collateral Management	Treasury and Investment	Jun-21
	Accounts			114	Budget Planning and Control	Control	Jun-20		Procurement and Vendor Management	IT & Operations	Oct-21
	Staff Finance Control Verification Manual	Human Resources	Nov-19		Thank You Program	Human Resources	Apr-20		Swift Transfers and Messages	Operations	Oct-21
	Central Verification Manual	Operations	Apr-19	116	Q-Matic System	Personal Banking	Jun-20		-		
59	Compliance Monitoring Program	Compliance	Sep-18								

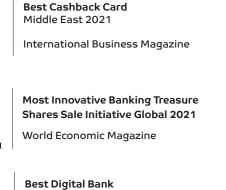


ACHIEVEMENTS

RECOGNITIONS AND CERTIFICATIONS



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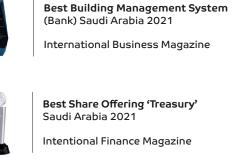






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Best Cash Management Bank

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Corporate Banking Saudi Arabia 2021 Best Treasury Sales Initiative Saudi Arabia 2021

Best Travel Card Saudi Arabia 2021