



البنك السعودي للاستثمار
The Saudi Investment Bank

Sustainability Committee Charter

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1. Introduction

1.1 Charter Purpose

This Charter is drafted in aligned with the applicable laws in the Kingdom of Saudi Arabia and the United Nations Charter. The Saudi Investment Bank is keen to implement the objectives of the Sustainability Committee and to provide the appropriate guidance to form and perform the functions of the Executive Committee efficiently and effectively to raise awareness of sustainability and social responsibility.

1.2 SAIB Documents for Use in Tandem

- Sustainability Policy and Strategy
- Environmental Policy
- Sustainability Program
- Sustainable Business Practices

1.3 Regulatory Documents for Reference

- Saudi Vision 2030
- GRI Core Standards
- The United Nations Charter

1.4 Ownership and Amendments

This Charter is owned by the Governance function which shall be updating it in coordination with the Secretary of the Sustainability Committee

2. Charter Body

2.1 Committee Introduction

The Saudi Investment Bank is committed to adopting innovative and sustainable practices in the Management of Social Responsibility when performing its core operations in the social and economic activities which it carries out to achieve the Bank's vision, mission and objectives to meet the requirements of all concerned parties to achieve the objectives more effectively and to achieve community cooperation.

The Bank's sustainability is focused on reaching out to a wide range of stakeholders it deals with, such as shareholders, employees, customers, institutions and targeted community members.

Sustainability Program has been established at the Bank to support and secure these objectives. The sustainability approach is reflected in its five pillars defined as described below.

2.1.1 SAIB's Five Pillars and its Ambitions

The sustainability framework at The Saudi Investment Bank consists of five pillars that frame the components of traditional sustainability management in a local Saudi context and Islamic context. This Arabic-oriented, Saudi-oriented, Islamic-oriented framework for sustainability is a first of its kind, putting the Bank into an initiative position and creating a tremendous opportunity to secure and employ the potential benefits and advantages with customers, employees and managers, and investors. The Bank has set ambitions for each pillar to provide its employees with a clear vision and understanding of the competitive advantages targeted by the Bank through its management of sustainability activities.

Pillar	Definition	SAIB's ambition
Takleef (Responsibility)	Takleef means to be held responsible. It encompasses banking practices, ethical conduct and measures that undertaking	The Top Choice for Integrity The Saudi Investment Bank wants to deliver a message to customers, investors, employees and the public that says the Bank

Pillar	Definition	SAIB's ambition
	by the Bank employees to protect its customers and earn their trust.	work is based on highest standards of integrity promoted by the values of responsibility of the Kingdom of Saudi Arabia.
Nummow (Growth)	Nummow is a word related to life and growth. In Arabic, it refers to growth and positive change. In the framework of Sustainability adopted by the Bank, Nummow reflects the Bank's efforts to establish economic stability and achieve a level of growth that provides high-quality products and services and to emphasize on the sustainable financial performance of the Bank. Nummow embodies sustainable and comprehensive growth that encompasses both the Bank and its stakeholders.	The Fastest Growing Bank The Saudi Investment Bank aspires to be the fastest growing bank in Saudi Arabia by attracting customers and gaining their trust due to the unique services it offers and its customer's experience of these services and features, which is largely attributed to the Bank's ongoing sustainability-driven innovations. These innovations exemplify the Bank sustainability efforts, which not only prove the effect of sustainability on shaping the core of the Bank, but also shows its uniqueness, which is presented in achieving the high-level service, top line revenue growth and profitability.
Rea'ya (Workforce)	Re'aya refers to the establishment of strong relationships among the Bank's personnel. It encompasses the Bank's efforts to engage employees to function as one team to embody inclusiveness, mutual respect and to develop their talents and to preserve their human rights.	The Most Attractive Bank to Work for The Saudi Investment Bank aspires to be the most sought after bank to work for, owing first and foremost to its clear transparency, its responsibility and accountability towards both its employees and society as whole.
Hifth (Environmental Protection)	Hifth refers to the sustainable use of natural resources by institutions and local communities. It entails the conservation of the environment by the Bank through its lending and its investment decisions which it adopts in its Sustainable projects, and through its efforts to limit emissions and waste, and to economize the consumption of	Achieve Breakthrough Efficiency The Saudi Investment Bank will build a competitive advantage by embedding environmental management into the Bank's core activities and continuously dematerialize banking. The Bank aspires to be a model of competitive environmental practices which Saudi Government seeks to

Pillar	Definition	SAIB's ambition
	electricity, water, and paper in its direct operations or in its dealings with suppliers.	implement for the public interest in the Kingdom and Saudi Vision 2030.
Awn (Helping Others)	Awn means to help, to offer what you can for others. It refers to SAIB's responsibility to support local communities. Awn encompasses our Zakat investments, charitable events investments and community programs investments.	Significantly Increase our Impact per Riyal Invested The Saudi Investment Bank will measure not only the amount of money it invests, but the extent and effectiveness of its impact. In this sense, the Bank will narrow and focus its investments in areas where it can contribute not only money, but tools and expertise.

2.2 Composition

2.2.1 Requirements

2.2.1.1 The members of the Sustainability Committee are selected and approved by the CEO.

2.2.1.2 The members of the Committee shall include five members of the Bank's employees from different departments to govern the overall sustainability goals of the Bank.

2.2.1.3 Each member of the Sustainability Committee shall possess sufficient knowledge regarding corporate sustainability, and detailed knowledge of the importance and opportunities sustainability adds in their business or their department and implement such as directed by Management and/or Committee.

2.2.2. Members

2.2.2.1 The Sustainability Committee comprises of the following:

1. The CEO shall serve as a Committee Chairman. The Deputy CEO, with approval by the CEO, shall serve as a Committee Chairman in the absence of the CEO.
2. A member of the Bank's employees
3. A member of the Bank's employees
4. A member of the Bank's employees
5. A member of the Bank's employees
6. A member of the Bank's employees
7. Secretary

2.2.3 Chairman and Secretary Committee

2.2.3.1 The Chairman of the Committee will be:

- The CEO or the Vice Chairman who is recommended and approved by the CEO in the absence of the Chairman

2.2.3.2 The Secretary of the Committee will be:

- Elected by the CEO.

2.3 Roles and Responsibilities

2.3.1 Committee Responsibilities

2.3.1.1 Supporting and embedding sustainability within their department's strategy.

2.3.1.2 Ensure the contribution and the effective implementation of sustainability across the Bank.

- 2.3.1.3** Maintain an up-to-date prioritized list of material sustainability issues and prepare a performance indicator register, including an up-to-date stakeholder expectations map.
- 2.3.1.4** Measure and review performance across indicators on a quarterly and annual basis.
- 2.3.1.5** Benchmark performance against peers on an annual or biennial basis.
- 2.3.1.6** Set short and long term improvement targets on key sustainability topics and ensure these are incorporated into SAIB's annual business plan.
- 2.3.1.7** Assess the Bank's response to each of its material issues on an annual basis and support the identification and implementation of high leverage sustainability initiatives that will improve performance.
- 2.3.1.8** Set yearly budgets for the implementation of identified sustainability initiatives, and/or provide guidance to relevant departmental budgets. Review and approve all significant programs and expenditure in excess of SAR 200,000 aside from approved budget items.
- 2.3.1.9** Track the implementation of initiatives recommended by the Committee.
- 2.3.1.10** Achieve the ambitions and short-term targets set annually by the Committee.
- 2.3.1.11** Report sustainability performance and compare it to the targeted goals and the progress of the initiatives to the Board of Directors on a quarterly and annual basis (Reports will be presented to the Board by the Chairman of the Committee or a representative authorized by the Chairman).
- 2.3.1.12** Integrate sustainability messages into engagement with stakeholders.
- 2.3.1.13** Develop and maintain an ongoing internal sustainability campaign.
- 2.3.1.14** Provide data and information to support production of an annual sustainability report (or integrated report) using internationally recognized guidelines. Review and endorse the finalized report for publication.
- 2.3.1.15** Review management's risk assessment and risk management policies and procedures with respect to sustainability impacts and considerations.
- 2.3.1.16** Formulate, approve and implement the policies and procedures necessary to successfully implement SAIB sustainability framework and policy.
- 2.3.1.17** Evaluate the performance of the Committee in an annual basis, including a review of the Committee's compliance with this Charter by the CEO.
- 2.3.1.18** Conduct an annual review and assessment of this Charter, and make recommendations regarding any amendments hereto it deems appropriate.

- 2.3.1.19 Approve the policies, procedures, and initiatives necessary to successfully implement the Bank's sustainability framework, including SAIB Sustainability Policy.
- 2.3.1.20 Request documents, reports, explanations, and other relevant information from the officers, executives, and employees of the Bank.
- 2.3.1.21 Invite the Bank's officers, executives, and employees, as well as the Bank's strategy advisors, to its meetings as observers to question them, and seek explanations and clarifications.
- 2.3.1.22 Seek external stakeholder views, either through existing channels and mechanisms or by direct interaction with the Committee.
- 2.3.1.23 Utilize the services of inside or outside consultants, experts, and advisers if necessary.
- 2.3.1.24 Perform special investigations as required, and utilize the services of independent experts in doing so, and estimate a remunerations for their work.
- 2.3.1.25 Perform any other activities consistent with this Charter, the Bank's policies and governing law, as the Committee or the Board deems necessary or appropriate.

2.3.2 Responsibilities of the Secretary of the Committee

- 2.3.2.1 Arrange the dates of holding the Committee meetings.
- 2.3.2.2 Circulating invitations and collecting confirmation of attendance of scheduled meetings from the Committee members.
- 2.3.2.3 Collecting inputs and suggestions from the Committee members on the proposed agenda for the meetings.
- 2.3.2.4 Working with the Chairman of the Committee and taking his\her approval to set the agendas for all meetings.
- 2.3.2.5 Collecting documents to be circulated at the meeting.
- 2.3.2.6 Distributing the meeting agenda with the relevant documents to members.
- 2.3.2.7 Attending all meetings, writing the meeting agenda, and circulating them to the members.
- 2.3.2.8 Preparing and circulating the agenda for the meeting, along with the accompanying documents, at least one week before the meeting.

2.4 Meeting Frequency

The Committee shall convene at least four times a year and when deemed necessary.

2.5 Meeting Cadence

2.5.1 At least 50% of the Committee members and the Chairman must be present to have a quorum for a meeting to be held.

2.5.2 In case of a tie, the Chairman of the Committee will have a casting vote.

2.5.3 The dissenting members can register their disagreement mentioning the reasons for their dissent and including it in the agenda.

2.5.4 After obtaining the approval of the Committee Chairman, a member may attend the meetings of the Committee through video call or any other similar mean.

2.6 Term

2.5.1 The duration of the Committee shall be one Gregorian calendar year.

2.5.2 Renewals shall be made to the same members for a similar period or the selection of another member / members by the CEO after the expiry of the Committee's term.

2.5.3 The CEO may at any time dismiss any member of the Committee or dissolve the Committee and reconstitute its members.

2.7 Reporting Provisions

2.6.1 The Secretary of the Committee shall be responsible for notifying members in advance of the date of the meeting, providing them with the agenda and ensuring that all the required information and documents are available of any agenda item which will be discussed by members at least one week prior to the meeting. The notice must be sent by e-mail, and it may be sent by any other channel.

2.6.2 The Committee work and decisions shall be recorded in the meeting minutes. The Secretary of the Committee shall circulate such to all members present at the meeting within 5 working days for their information and feedback, and approval before the final minutes is prepared and signed by the members present and the Chairman of the Committee.

2.6.3 The Committee provides Corporate Governance with a copy of its reports.