

Code of Business Conduct & Ethics





ANABEEB Core Principles of Business Code of Ethics

- ACT WITH INTEGRITY.
- BE HONEST.
- ADHERE TO COMPANY RULES & REGULATIONS.
- COMPLY WITH CODE.
- BE ACCOUNTABLE.
- REPORT ANY SUSPICION.



POLICY STATEMENT

ANABEEB is proud to have developed a reputation as a company that operates in an ethical and honest manner.

This privileged position is the result of each and every employee of **ANABEEB**, and affords us the trust of our work force, suppliers, shareholders and clients. In order to ensure we maintain our unblemished reputation we have developed this Code of Ethics. Our Code is designed to guide all **ANABEEB** personnel and ensure we operate in the highest ethical standards & moral.

It is the duty of all **ANABEEB** employees to not only be familiar with the Code but comply with it at all times; as well report any violations in the appropriate form.

I encourage you to review the Code carefully and seek clarification on anything you do not understand with your supervisor.

I rely on all of you to uphold our core values and conduct your affairs with respect, honesty and integrity.

Sincerely,

HASHIM G. MORAISEL
GROUP MANAGING DIRECTOR



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INTRODUCTION

ANABEEB Code of Ethics & Guidelines for Business Conduct (hereafter also referred to as "the Guidelines" or "the Code") describes the minimum standards of conduct required of all employees, supervisors, suppliers and management of the Company.

Each employee will receive and be required to comply with the Guidelines at all times. New employees, supervisors and managers will have access to a copy of the Code on employment or appointment.

Each employee is expected to immediately alert their immediate supervisor or manager to any illegal or unethical acts discovered or suspected. There will never be a penalty for reporting in good faith these discoveries or suspicions, and the Company will appropriately sanction anyone who tries to retaliate against someone who has made such a good faith report. All Company personnel are encouraged to talk to a supervisor, manager or other appropriate personnel when in doubt as to the best course of action to take in a particular situation.

Any breach of the Guidelines is a serious matter, and can result in disciplinary action up to and including termination of employment. The Company may be required to report certain types of breaches to HR & Administrative Department, in which case the employee may be subject to proper disciplinary action.

This Code expresses principles of lawful, respectful and ethical conduct and behavior that is expected to be exhibited and practiced by every director, manager and employee of the Company, its subsidiaries, suppliers and sub-contractors. The Company and its directors, management and employees, wherever they may be located, must conduct their business and personal affairs with uncompromising honesty and integrity and adhere to the highest legal and ethical standards. The Company conducts its business in accordance with applicable laws, rules and regulations of the countries in which it operates. When a conflict arises between the Company's policies and the customs or practices of a country, the Company seeks to resolve the conflict consistent with its ethical beliefs.



UNDERSTANDING THIS CODE

The **ANABEEB** Code sets forth Company's standards of ethics and business conduct. It has been prepared to assist you as you go about your daily work. These standards supplement may go well beyond compliance with laws and regulations.

Although we operate in many countries and are subject to many different rules, regulations, customs, and practices, we can only succeed if we adhere to a common set of values and standards. It is essential that we each make a personal commitment and recognize that we are responsible and accountable for understanding and meeting the standards described in this Code because **ANABEEB's** success and reputation depend upon the performance of each of us.

This Company Code starts with a summary of the core business values that are essential to **ANABEEB's** success. They are the foundation of all that we do, and we each are expected to adopt these values in our day-to-day business activities. Widespread adherence to these values will enhance our long-term success by improving our ability to serve clients, increasing our competitiveness, and promoting our pride of the ANABEEB team.

APPLICABILITY OF THIS CODE

The Code of Ethics and Guidelines for Business Conduct applies to all **ANABEEB** employees

General

This section sets out the general principles which have guided our Company over the years and on which this Code of Ethics & Guidelines for Business Conduct is based.

ACCEPTANCE - Of decisions made by the proper forum, person or authority

COMMITMENT - To Quality and Service

CONFIDENCE - In making decisions after due regard is taken of all relevant facts and circumstances

CONSIDERATION - For the concerns of others

FAIR PLAY - Being just and consistent in our dealings with all

HONESTY - In what we say and do

HUMILITY - Without pretension or self-importance

INTEGRITY - Our word is our bond

LOYALTY - To the organization & companies forming part of our Group

OPEN-DOOR - Easy accessibility

RESPECT - For staff, peers, managers and directors

SINCERITY - Being genuine and without pretence

TOLERANCE - For each other's differences

TRANSPARENCY - Being open in what we do

TRUST - To inspire and earn the trust and confidence of staff, associates and the public by our conduct

Responsibility to Clients

Client satisfaction enhances profitability, growth and success in today's competitive business environment. Satisfying our clients must always be one of our primary goals.

Client satisfaction requires

- Doing the right things right the first time and every time
- Promptly addressing clients needs and concerns
- Honoring commitments made to clients
- Not taking the clients for granted
- Treating the clients politely and with respect



Management's Responsibility to Staff

A qualified, well-trained and highly motivated staff is the foundation on which any successful company is built. To achieve the respect and loyalty of staff, management must:

- Provide leadership and vision
- Set clear goals and objectives
- Provide regular performance feedback
- Be firm, fair and consistent
- Show respect to staff
- Be confidential, in keeping with employment practices and legal principles
- Create a working environment conducive to well-being
- Provide appropriate training
- Provide opportunities for advancement
- Encourage recognition and reward
- Foster high morale
- Encourage communication
- Facilitate an open-door policy
- Provide adequate remuneration

Employee's Responsibility to the Company

Employees must be fully committed to acting in the best interest of the Company and in so doing must:

- Apply full energy and commitment in performance of duties
- Fully participate and provide feedback as required
- Be honest
- Be loyal to the Company
- Do nothing which would bring the Company into disrepute or adversely affect its image
- Exhibit conduct in keeping with the Company's standards and image
- Be confidential
- Be respectful
- Foster an atmosphere of cooperation and harmony in the workplace



General

Honesty, integrity, fair dealing and the highest ethical standards must at all times be exercised in relationships with clients, business associates, competitors and fellow employees. Conduct, both at work and outside may have a direct affect on how the Company is perceived by the public. Conduct, which is not keeping with these standards, will negatively affect the Company's image and reputation and can seriously impact its business.

ANABEEB seeks to outperform its competitors and to excel honestly and fairly. Competitive advantage must result from superior performance and not from through unethical or illegal business dealings.

Unethical Behavior – Relationships with Competitors

It is against **ANABEEB's** policy to increase revenue by making untrue statements about the services of other companies. It is our goal to increase our business by offering superior services.

All announcement or publications must be truthful and not misleading or deceptive and must be in full compliance with applicable laws.

Unfair competitive practices should not be engage in and if a competitor or third party proposes to discuss unfair conclusion, price fixing or other anti-competitive activities, your responsibility is to terminate the discussion and seek the advice of the HR and Administrative Department



Dealing with Clients and Business Associates

All transactions must be authorized and approved in keeping with Company policy. Do not participate in any transaction which could be considered improper or suspect no matter how customary it may be regarded in a particular location or area of business activity. When in doubt seek the guidance of your Department Manager or Supervisor or to the HR and Administrative Department.

Gifts, Entertainment and Other Payments

It is important that your conduct in business dealings is impartial, objective and professional and that you do not use your position for improper personal gain.

It is against ANABEEB's policy to offer or make bribes, payoffs or payments of any kind to any person or entity for the purpose of improperly obtaining or retaining business or influencing consideration of any business activity.

The acceptance of gifts, payments or other benefits from clients, suppliers or others with whom ANABEEB does business may be considered or interpreted as a "kick back" or the taking of a bribe, even if the gift, payment or other benefit may not relate to a specific transaction or business. It is therefore against the Company's policy for you to directly or indirectly accept any payment, gift, fees, frequent entertainment or other benefit from persons with whom ANABEEB does business which is more than nominal, modest or of significant value. This includes gifts or benefits in any form.

At times in your business dealings, it may be appropriate for you to accept a gift of nominal, modest or significant value if:

- There are no suggestions, whether expressed or implied, that the giver of the gift or benefits is trying to improperly influence you in the business dealing.
- The refusal of the gift would seem impolite or offensive.
- The gift is "one-off" or not frequently given and is not excessive.
- The gift is not cash or cash equivalent.
- Gifts of a nominal, modest or insignificant value, which may be considered acceptable for you to receive from a business associate may include:
 - Promotional material and inexpensive advertising items such as diaries, key chains etc.
 - Small occasional gifts for special occasions.
 - Occasional meals, or entertainment which is not frequent or excessive and which would be consistent with the business relationship.



Where a gift or entertainment is offered and there is any doubt as to its appropriateness given these Guidelines, then the approval from your manager/supervisor should be obtained. If the gift or entertainment is to be declined, then this should be done with tact. Advice may also be sought on how to decline the gift or entertainment offer. If to refuse the gift would seem inordinately impolite then it should be accepted on behalf of the Company and not accepted or kept for personal use. Your manager/supervisor should be consulted in these circumstances on how the item should be deal with.

Records

Proper accounts and Company records must be maintained , accurately and completely reflecting transactions and activities. Information provided to internal and external auditors and external regulators and authorities must be complete, accurate and not misleading. No attempt should be made to falsify the Company's record.

THEFT (ZERO-TOLERANCE)

ANABEEB expects its employees not to engage or indulging in stealing things from others and company as well, whether physical theft such as unauthorized removal of company materials and equipment or theft through embezzlement is considered as "Theft".

Stealing Company funds or Client's funds is a criminal offense and doing so or helping others to do so will be grounds for dismissal and may result in criminal action. This includes the improper use of Company benefits, facilities, resources, properties and doing so outside of the scope allowable.



CONFLICTS OF INTEREST

General

ANABEEB respects the privacy and the rights of individual employees in the conduct of their personal affairs. However, you should avoid engaging in any outside business interest or other activity which creates or which may create a conflict of interest, or a perception or impression of impropriety, wrongdoing or abuse of your position, or harm the Company's integrity or reputation. You should also declare any conflict of interest that may arise during the course of your activities, and follow the guidelines and procedures applicable.

A conflict of interest exists if your personal interest interferes with or even appears to interfere with your ability to objectively and independently discharge your duties or responsibilities to the Company or to act in the best interest of the Company. A conflict may also exist between the Company and a client or other third party where the Company's obligations to one client or business associate could conflict with its obligations to another.

If a conflict exists you must immediately report this to your department manager or supervisor or in case of doubt, you may approach the Administrative department and Human resource Department so that appropriate action can be taken to resolve the situation. If the conflict arises during a meeting or in the course of your making a decision on any matter, then you should declare your interest and take no part in the discussion or the decision.

Other Employment or Outside Business Interest

Employees are expected to be fully engaged in their employment activities in keeping with their contract of employment. Having any commitment towards possible part-time employment or involvement in any outside business interest is strictly prohibited.



CONFIDENTIALITY

Client Confidentiality:

You should safeguard all confidential information entrusted to you by a Client. Confidential information is information which is not publicly known. Apart from the breach of faith and trust which would arise from breach of Client confidentiality, the Company is required by statute to maintain Client confidentiality and a failure to observe this requirement can expose the Company to legal penalties and liabilities.

Company Confidentiality:

You also have an obligation to safeguard the privacy of other employees and confidentiality of the Company's business and affairs. Except where specifically authorized to do so, you should never discuss or disclose the design or operation of the Company's systems, processes or procedures with people outside of the Company or with persons within the Company who are not required to have this information to facilitate their work. This obligation continues even after the termination of your employment or appointment within the Company. You should observe the Company's rules in relation to the treatment of confidential information. If there is any doubt about whether information, which you receive, is confidential, you should seek clarification and until this is provided treat the information as confidential. Confidential information should not be shared with anyone unless permitted and this includes family or household members, friends, associates and other employees who do not require the information for their work.

Disclosure:

Disclosure of information concerning present or former employees to persons presently employed by the Company or to person outside the Company shall be handled with utmost discretion on a need-to-know basis in accordance with applicable personnel policies and practices.

Medical records of ANABEEB employees shall be kept separate from all other employee records and shall be maintained, privately and confidentially. These records will not be made available without written release from the employee concerned.



DRUGS AND ALCOHOL ABUSE

The Company conducts its business against high standards of safety and concern for the environment. In all areas of activity, it pursues the reduction of risk to both. The Company is also committed to maintaining a healthy and productive workplace. All employees are expected to share these objectives. The use of drugs and alcohol can impair performance at work and can be a serious threat to safety, environment, health and productivity. The Company wishes to ensure that all employees recognize this threat and aims to minimize the risks involved.

SMOKING

Smoking is prohibited in ANABEEB's location and areas, except for designated areas for smoking.

Smoking is a major cause of disease, sickness absence and premature death, whilst passive smoking can cause acute and chronic health effects. The Company actively protects its employees and visitors whilst on its premises.

The Company strictly prohibited smoking within the building and surrounding the Company property. A designated smoking area has been assigned at the rear of the building. All employees who wish to use this area may, however employees are only permitted to use this area directly prior and directly after their shifts and on their scheduled breaks.

The Company provides this area to the employees and all employees who utilize this area are expected to participate in maintaining it. Should the Company feel that the privilege is being abused they reserve the right to discontinue its use.

HARASSMENT

Summary

In accord with providing a positive discrimination-free environment, the Company intends that harassment in the work place is an unacceptable conduct. Harassment is subject to discipline including separation from the Company. This policy aims to increase awareness regarding harassment by making available information, education and guidance on the subject for the organization.

Definition

Harassment may be defined as any inappropriate action, behavior, comments or physical contact that is unwelcome to the recipient. It does not cover behavior that is mutually acceptable rather than which is unsolicited, personally offensive and not reciprocated. Harassment may take different forms such as:

Verbal Harassment

- Offensive remarks
- Inappropriate comments about appearance
- Request for inappropriate favors
- Insensitive jokes

Harassing Behavior

- Display of offensive material
- Abuse of the Company e-mail or internet to circulate offensive material
- Threatened or actual violence
- Threat of dismissal, loss of promotion for refusal of favors Intrusion by spying

Physical Harassment

- Unnecessary physical contact
- Serious assault

COMPLAINTS

Complaints about harassment may be raised by an informal or formal route. Complaints should be made as soon as possible and normally within one month of the alleged incident. The Human Resources Department should carry out a thorough investigation under the disciplinary procedures quickly as possible, maintaining confidentiality at all times. All staff or managers under investigations are expected to respect the need for confidentiality. Failure to do so will be considered a disciplinary offence.

VIOLENCE IN THE WORKPLACE

Summary

ANABEEB strives to provide a safe and secure work environment for all employees. Toward this end, intimidation, threats and acts of violence, with or without the presence of a weapon, will not be tolerated. Individuals found to engage in behavior in violation of this policy will be subject to discipline up to and including termination.

Definitions

For purposes of this policy:

- 1) Workplace environment is defined as all Company facilities or other locations where an employee is engaged in Company business.
- 2) Employee is defined as managerial/supervisory level, office personnel and field personnel.
- 3) Intimidation is defined as an act towards another person, the result of which could reasonably cause the other person to fear for his safety or the safety of others.
- 4) Threats of violence are defined as a communicated intent to inflict physical or other harm to any person or to property.
- 5) Violence is defined as the deliberate and wrongful abuse or damage of other persons, self, or property.

Procedures

Employees, who are the victims of violence or who have knowledge of potential violence against others, are encouraged to promptly notify the Security Personnel, Administrative Department, and/or Human Resource Department.

COMPLIANCE WITH ENVIRONMENTAL, HEALTH AND SAFETY LAW AND POLICIES



Compliance

ANABEEB conducts its businesses in such a way that its worldwide operations (1) minimize any potential harm to the environment and risk of harm to the health and safety of its employees, Clients and the public, and (2) fully comply with all applicable laws. The Company provides to all employees and the public information on the safety, health and environmental effects of its services. The Company conducts periodic reviews of its operations to monitor legal compliance. Any questions regarding the interpretation of or compliance with environmental, health and safety laws and policies should be directed to the Health, Safety and Environmental Department.

COMPLIANCE WITH LAWS AND THE CODE OF THICS & GUIDELINES FOR BUSINESS

Compliance

We must each operate within the bounds of all laws, regulations, and internal policies applicable to ANABEEB's business, wherever we conduct it. Where local laws are less restrictive than this Code, you must comply with the Code, even if your conduct would otherwise be legal. On the other hand, if local laws are more restrictive than the Code, you must always, at a minimum, comply with those laws.

ANABEEB expect its employees to:

- Act ethically and with integrity in all business dealings.
- Comply with this Code, ANABEEB policies, rules and regulations and business practices.
- Report known or potential violations using available reporting channels.
- Cooperate with compliance investigations, and Further, ANABEEB expect its managers/supervisors to:
 - Promotes and support ethical behavior and business practices that comply with this Code.
 - Act as a leadership model for this Code.
 - Ensure that employees under his supervision to understand where and how to report violations of this Code.
 - Maintain an "open-door policy" with regard to employee questions, including those of business conduct and ethics, and ensure availability of compliance and ethics resources.
 - Encourage employees under his supervision to report all questionable conduct.
 - Encourage open, honest, and confidential dialogue without retaliation.



ENFORCEMENT

The strength of ANABEEB is its people. The Company is fortunate to have a talented group of employees. We trust that each of you will recognize that we must adhere to the standards of this Code and uphold ANABEEB's business values if we are to continue as leaders in our industry.

Though we are confident that we can count on every member of the ANABEEB team to do his part, we would be inconsistent if we did not state categorically that deviations from our policies or business conduct standards will not be tolerated.

WHISTLE BLOWER

A "Whistle Blower" is a person who raises a concern about wrong doing in an organization. He will never be penalized for reporting in good faith any suspicious activities.

You can raise your concern either verbally or via email or in writing. However, if it is found during the course of investigation that the matter you have raised is malicious and is intended to harm someone, then you will be dealt as per the disciplinary procedures.

THE INVESTIGATION PROCESS

HR and Administrative Department are responsible for addressing business conduct and ethical concerns and for the investigation and resolution of allegations of misconduct. Investigations will be conducted in an ethical manner and in compliance with applicable law and Company policies.

The Company may employ a variety of methods to conduct investigations. To the extent permitted by applicable law, investigation

methods may include interviews with the parties and witnesses, review of relevant financial and other records, criminal and background checks, Surprise/Physical checks in accommodation and monitoring and/or analysis of computers, systems, offices, and other resources.

You have a duty to fully cooperate with investigations and to promptly, completely, and truthfully comply with all requests for information, interviews, or documents during the course of an investigation. The Company treats as confidential all reports of alleged misconduct, and only those persons with a need to know are informed of and involved in an investigation



DISCIPLINARY ACTION

We promote consistency in the application of disciplinary action. Before taking any disciplinary action, the management will examine whether any laws were violated; whether the ANABEEB Code of Ethics and Business Conduct or any other company policies were violated; ANABEEB's response to similar situations; whether the law in the relevant jurisdiction requires a particular action; and the employee's tenure, performance, and disciplinary history. HR and Administrative Department, in consultation with other appropriate departments, review relevant factors of each case in determining appropriate disciplinary action.

At the end of an investigation, appropriate disciplinary action will be taken, as per Saudi Labour Law. In addition, the Company may report civil or criminal violations to the relevant authorities.

The Company will take disciplinary action against any individual violating these standards. Specifically, it will take disciplinary action against any employee or manager who is found to have:

- Authorized, condoned, participated in, or concealed actions that are in violation of ANABEEB policies or business conduct standards;
- Disregarded or approved a violation;
- Through lack of diligence in supervision, failed to prevent or report violations or retaliated, directly or indirectly, or encouraged others to retaliate, against an employee who reported a potential violation of ANABEEB policies or business conduct standards.

Unsubstantiated allegations will have no effect on an employee accused of wrongdoing, and retaliation will not be tolerated against any employee who reports a concern in good faith or cooperates with a compliance investigation.

The ANABEEB Code of Ethics and Business Conduct places the Company in the forefront with those corporations throughout that emphasize the importance of honest business conduct and solid business ethics. We can meet these standards only with the cooperation of our employees, long recognized as ANABEEB's most valuable asset.

ORIENTATION OF BUSINESS CODE & ETHICS

Each new and existing employee will be required to sign and acknowledge that they have been made fully aware of this Code of Ethics requirement and this shall also be evaluated (on an annual basis) as part of the individual(s) performance appraisal records of these individual(s) initial orientation as well as their performance appraisal will be retained as part of their training records kept by the Administrative Department.