BSF

Board of Directors' Report 2025

BSF is under the supervision & control of Saudi Central Bank

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Introduction

Ladies and Gentlemen: Shareholders of Banque Saudi Fransi (BSF)

Greetings,

Banque Saudi Fransi (BSF) Board members are pleased to present their Annual Board Report for the fiscal year 2025.

BSF is a Saudi Joint Stock Company established by Royal Decree No. M/23 dated Jumada Al Thani 17, 1397H (corresponding to June 4, 1977), after taking over the operations of the Banque de l'Indochine et de Suez in the Kingdom of Saudi Arabia. The Bank formally commenced its activities on Muharram 1, 1398H (corresponding to December 11, 1977). It operates under Commercial Registration Number. 1010073368 dated Safar 4, 1410H (corresponding to September 5, 1989), through its 82 branches and 3 self-service centers in the Kingdom of Saudi Arabia, with 2,718 employees. The objective of the Bank is to provide a full range of banking services, including Islamic products and services, which are approved and supervised by an independent Shariah Committee. The Bank's Head Office is located at King Saud Road (AlMa'ather previously), AlMuraba' District, P.O. Box 56006, Riyadh 11554, Kingdom of Saudi Arabia.

Net income after Zakat for 2025 financial year amounted to ⃁ 5,353 million compared to ⃁ 4,544 million in 2024. Net income increased by 17.8% mainly due to higher revenue (⃁ 879 million) and decline in impairment charges (⃁ 191 million) which was offset by higher expenses (⃁ 150 million).

Total operating income increased by 9.1% driven by net special commission income, gain on non-trading investment and other operating income which was partly countered by a decrease in trading income and net fee & commission income.

Meanwhile, total operating expenses excluding impairment charges increased by 4.4%. This increase was primarily due to increase in other operating and general and administration expenses and depreciation and amortization. Net impairment charges amounted to ⃁ 989 million, decrease by 16.2% or ⃁ 191 million, reflecting normalization of provisioning charges.

Net special commission income increased to ⃁ 8,692 million, an increase of 10.3% (⃁ 809 million) compared to ⃁ 7,883 million in previous year. Total assets amounted to ⃁ 309,006 million at the end of 2025, an increase of 5.4% compared to ⃁ 293,307 million in 2024. The investment portfolio grew by 12.9% to ⃁ 68,682 million at the end of December 2025 compared to ⃁ 60,820 million at the end of previous year. Net loans and advances also increased by 5.3% to ⃁ 214,891 million at the end of 2025 compared to ⃁ 204,168 million for the previous year. Customer deposits increased by 5.5% to ⃁ 195,219 million at the end of December 2025 compared to ⃁ 185,118 million for the previous year.

BSF will continue to achieve its strategic objectives to enhance its position in the banking sector, improve its profitability and deliver a seamless customer and employee experience.

In this report, information is given on the bank's activities, major indicators during 2025 and details on the governance framework of the Board of Directors, its committees and internal controls.

(1) Bank's strategy and future plans:

In 2023, BSF launched a Strategy Refocus exercise that concentrated on simplifying the bank's strategy to ten (10) key focus areas across all business lines. Geared towards capitalizing on our strengths and realizing inter-group synergies, the strategy incorporated focus areas for our subsidiaries (JB and BSF Capital) for the first time. The result was a well-integrated strategy with balanced targets that prioritize profitability, market share, and customer experience. Following its approval by our Board of Directors in March 2023, the Strategy Refocus was subsequently shared with the investor community.

Ten (10) Focus Areas:

The 2023 strategy refocus paved the way towards achieving our strategic ambitions through ten focus areas across all business lines:

Bank-wide

- Technology infrastructure upgrade: a focus area that encompasses the development of the Core Banking System (CBS), Integrated Corporate Banking Portal (ICP), and an omnichannel platform.

Wholesale Banking

- Expand lending in Corporate Financial, multinational, micro, small, and medium enterprises and government.
- Grow deposit balances in corporates and government.
- Optimize cross sells through trade and loan & credit management

Personal Banking

- Increase affluent customer base and deposits
- Revamp product and value propositions
- Optimize footprint and build future branch network
- Enhance digital offering and customer experience

Private Banking

- Increase deposits and assets under management.
- Increase new customer acquisition
- Lead product and service offering with distinctive propositions targeted to the right segments

JB

- Offer digital lending solutions – Personal loans & Credit cards
- Penetrate into high margin fast growing consumer segments
- Collaborate with bank on leads, sales and cross sells

BSF Capital

- Expand offerings and provide high return products
- Transform wealth mngmt. end-to-end
- Improve penetration to affluent customers by distinctive products

Strategy Execution:

BSF has institutionalized the role of the **Transformation Office Division** in organizing Transformation Management for the Bank. Transformation Management is a set of processes, tools and governance to ensure that the Bank implements its strategy in a seamless way. The objective of Transformation Management is to optimize the business impact and value created for the Bank and its customers from the implementation of change initiatives.

In 2025, we ensured targets were cascaded and tracked across platforms.

On Technology, we advanced the Integrated Corporate Portal through phased rollouts in trade services, sequenced later phases, and kept plans to extend into supply-chain finance. We continued BSF Mobile releases and progressed core-banking upgrades to enhance scalability and client experience. **In Treasury**, Funding & Markets, we proactively diversified funding by instrument and tenor, maintained a regular presence in capital markets, and leveraged the certificates-of-deposit program to broaden investor reach and optimize the maturity profile while dynamically managing deposit mix and alternative channels to support selective growth and margin resilience. **On Risk**, we preserved asset quality through selective origination and disciplined provisioning, improved operating leverage, and supported margins through balance-sheet mix actions and hedging within the stated risk appetite. Complementing these foundations, the bank executed its strategy within the business lines as well with notable progress:

(1) Bank's strategy and future plans (continued):

- **Wholesale Banking:** deepened relationships with government clients and broadened global FI coverage while remaining selective in origination; advanced trade and supply-chain propositions; activated new strategic partnerships.
- **Personal Banking:** BSF Mobile is live and iterating; branch-network transformation is underway; targeted campaigns (including the Saudi Pro League platform) are lifting engagement in priority segments.
- **Private Banking:** a multi-year development plan is under execution with early results; the proposition is being deepened, supported by closer coordination with BSF Capital and Wholesale.
- **JB:** advanced transformation with core-system modernization and upgraded mobile journeys; continued strong digital adoption and cross-sell momentum with the Bank.
- **BSF Capital:** expanded wealth and investment distribution (including the Global Horizon advisory model) and sustained momentum in real-estate funds, with tighter collaboration across business lines.

Additionally, as part of our continuous improvement efforts, the Bank has implemented an organizational change to enhance operational synergies and better equip business lines and support functions to deliver best in class services in which a Transformation group was established that leads the bank Business Technology, Operations and Digital Banking & Innovation reporting directly to the CEO to ensure strategic alignment and effective execution of our transformation initiatives.

As our 2021–2025 strategy concludes, we look ahead to an aspirational 2030 Strategy built on the solid foundation we established: strong governance and clear priorities, modernized infrastructure and systems, accelerated digital channels, diversification and balance-sheet optimization, and a strong leadership team. We will leverage the capabilities, platforms, and culture we've built to drive the next phase of growth, focusing on excellence in our core DNA, deepening customer relevance, and anticipating market dynamics; the coming phase will emphasize value creation, innovation, and leadership in a transforming BSF.

(2) A description of the main scope of business of the Bank and its affiliates and a statement showing each activity and how it affects the Bank businesses and results:

The main activities of the Bank are as follows:

A. **Personal Banking –** offers individual customers through physical channels and digital platforms with their daily banking needs such as fund transfers, cash withdrawals, deposits and bill payments as well as products like demand deposit account, savings account, fixed deposit, personal finance, mortgage, debit & credit card and car lease.

B. **Wholesale Banking –** one of the largest providers of corporate banking services in the Kingdom, among the top tier banks in terms of key volume and profitability matrices. WBG provides a wide range of corporate banking services to large local and international corporates, government and public sector entities, financial and non-banking financial entities as well as Medium, Small and Micro Enterprises (MSME). It operates under the banner "One Client, One Bank" as the group offers integrated lending, payments, deposits, trade finance, liquidity and cash management solutions.

C. **Treasury –** is responsible for managing the overall balance sheet and liquidity of the bank. Including trading, investments and capital market activities. Moreover, Treasury has a dedicated market advisory team, which caters for clients' hedging and market needs through bespoke financial products offering.

D. **Investment Banking, Asset Management and Brokerage –** It includes managing investment solutions for individuals, corporations and institutions including, portfolios and investment funds, brokerage and custody of securities, and providing investment banking services including arranging and advice.

(2) A description of the main scope of business of the Bank and its affiliates and a statement showing each activity and how it affects the Bank businesses and results (continued):

The impact of these major activities on the Bank's size and contribution to the results is as follows:

Activity type	Net income before Zakat (in thousands of ⃁)	Percentage
Personal Banking	856,338	14.3%
Wholesale Banking	3,832,272	64.0%
Treasury	901,394	15.1%
Investment Banking, Asset Management and Brokerage	399,009	6.7%
Total	5,989,013	100%

The activities of major subsidiaries and their impact on the Bank's business volume and its contribution to the results are as follows:

Subsidiary	Activity	Net income before Zakat (in thousands of ⃁)	Percentage
Saudi Fransi Capital (BSF Capital)	Acts as principal and agent, and undertake, manage, arrange, advise and file in securities trading	399,009	6.7%
JB (formerly Saudi Fransi for Finance Leasing)	Personal financing and leasing and financing of vehicle assets (Cars, motorcycles, trucks) and heavy equipment and machinery, in addition to the purchase and registration of these assets	164,292	2.7%

The Bank also owns Saudi Fransi Insurance Agency (SAFIA), Sofinco Saudi Fransi and Saudi Fransi Digital Ventures having 100% share in equity in each of these subsidiaries, all of these subsidiaries are under liquidation. The Bank owns 100% (95% direct ownership and 5% indirect ownership through its subsidiary) share in Sakan Real Estate Financing. These subsidiaries are incorporated in the Kingdom of Saudi Arabia.

The Bank also formed subsidiaries, BSF Markets Limited and BSF Finance Limited registered in Cayman Islands having 100% share in equity in each of these subsidiaries. The objective of BSF Markets Limited is derivative trading and Repo activities. BSF Finance Limited is a special purpose vehicle established to raise capital for Banque Saudi Fransi by the issuance of debt instruments.

The Bank formed a subsidiary Sur Multi Family Office Limited registered in United Kingdom having 100% share in equity. The objective of this subsidiary is to provide a wide range of wealth management services to BSF's high net worth clients and their families.

The contribution to the results for the mentioned subsidiaries are insignificant (less than 0.005%).

(3) Credit ratings of the Banque Saudi Fransi granted by international rating agencies:

Ratings	Standard & Poor's Ratings Services	Moody's Investors Service	Fitch Ratings
Long-term ratings	A-	A1	A-
Short-term ratings	A-2	P-1	F2
Outlook / Review	Stable	Stable	Stable
Last published credit opinion	19/06/2025	05/11/2025	14/04/2025

(4) The Bank's assets, liabilities and financial results in the last five financial years:

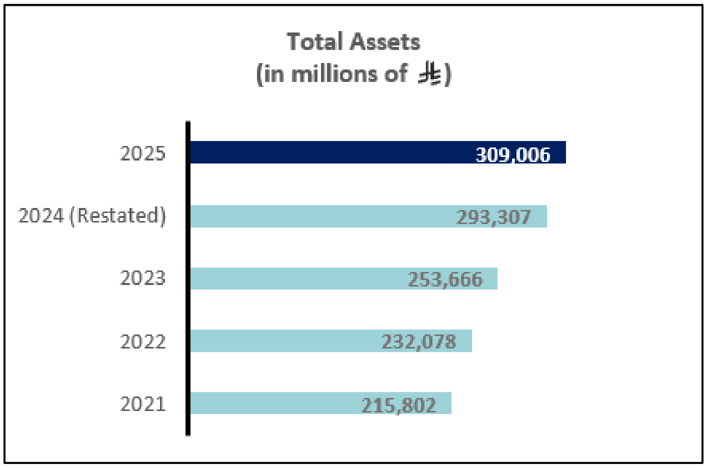
(in thousands of ⃁)	2025	2024 *(restated)	2023	2022	2021
Total assets*	309,005,786	293,306,558	253,665,626	232,078,119	215,802,026
Investments and investments in associates, net*	68,691,398	60,829,449	48,759,761	44,527,244	43,867,936
Loans and advances, net	214,891,263	204,168,275	179,391,223	159,011,525	147,812,759
Total liabilities	258,346,348	246,168,660	212,261,628	193,332,794	176,116,356
Customer Deposits	195,219,089	185,118,179	172,208,983	157,592,320	141,950,208
Total equity*	50,659,438	47,137,898	41,403,998	38,745,325	39,685,670
Total operating income	10,536,764	9,657,679	9,323,994	8,017,275	7,127,926
Total operating expenses	4,547,751	4,588,353	4,616,161	4,013,372	3,290,549
Share in earnings of associates, net	0	0	0	0	0
Net income before Zakat	5,989,013	5,069,326	4,707,833	4,003,903	3,837,377
Net special commission income	8,691,904	7,883,383	7,835,197	6,426,553	5,698,645
Fees from banking services, net	955,940	972,213	914,675	896,861	887,929
Impairment charge for credit losses and other financial assets, net	988,630	1,179,667	1,594,455	1,359,797	843,605
Salaries and employees related expenses	1,875,850	1,883,247	1,741,583	1,494,960	1,397,452
Number of employees	3,120	3,056	3,154	3,105	2,997

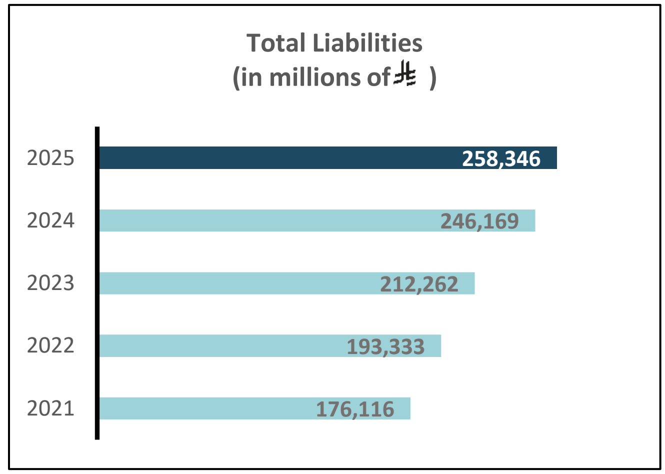
* During the year ended December 31, 2025, the Bank corrected valuation of its interest in equity investments that are classified as investments at Fair Value through Other Comprehensive Income (FVOCI) which were historically valued at cost. These adjustments are considered as correction as per IAS 8 (Accounting policies, Changes and Accounting Estimates and Error) and are material to the consolidated financial statements and accordingly the consolidated statement of financial position and consolidated statement of changes in equity have been restated.

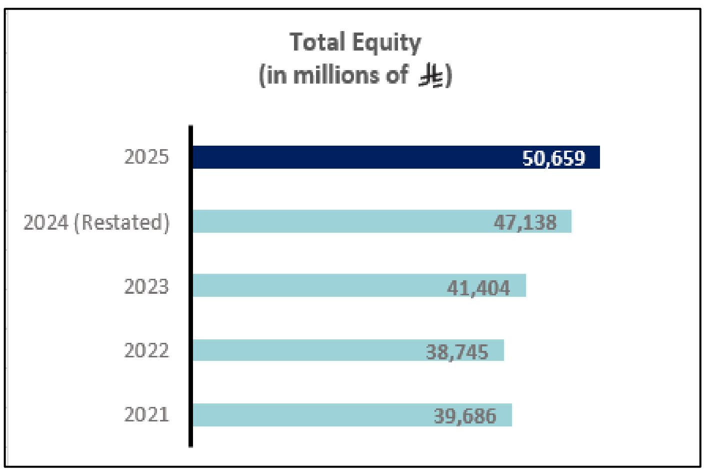
During the year ended December 31, 2025, the Bank corrected the classification of some of its investments from "Investments at FVOCI – Debt instruments" to "Investments at FVOCI – Equity/other investments" amounting ⃁ 931 million. These adjustments are considered as correction as per IAS 8 (Accounting policies, Changes and Accounting Estimates and Error) and accordingly the disclosure note (6) to the consolidated financial statements has been restated.

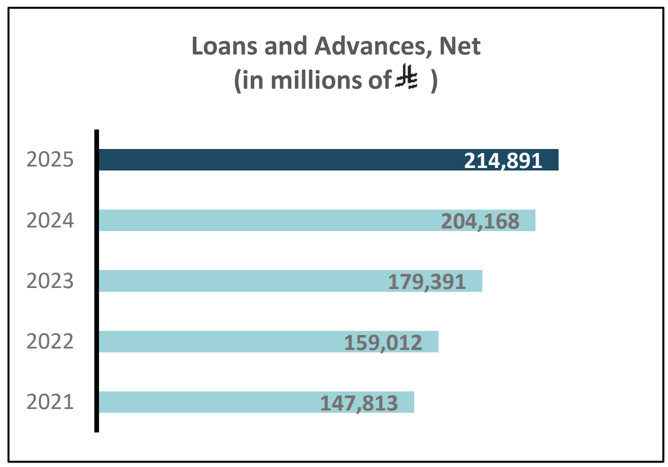
(4) The Bank's assets, liabilities and financial results in the last five financial years (continued):

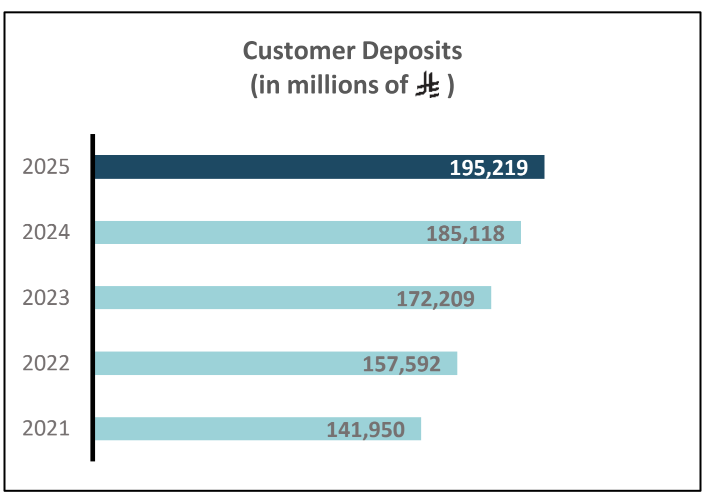
Financial indicators for the last five years:

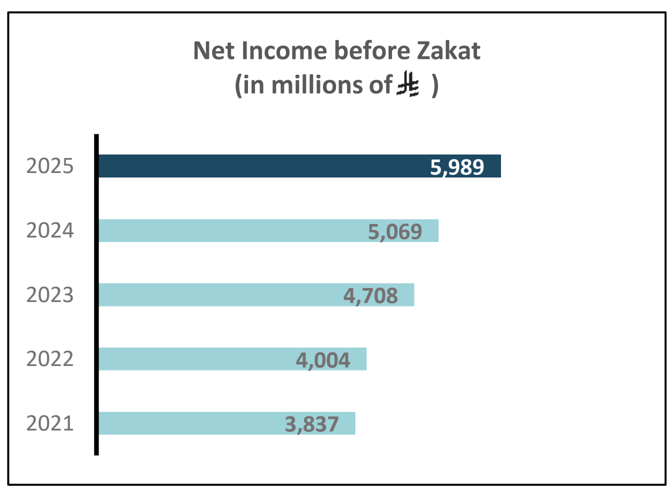












(5) Geographical analysis of the Bank's and its affiliates' revenues:

The following table shows the income for each region (Eastern, Western, Central, Head Office, and subsidiaries) for 2025:

BSF and its subsidiaries, excluding BSF Capital					
(in thousands of ⃁)	Western	Eastern	Central	Head Office	Total
Total income	1,823,287	1,155,391	4,668,357	2,179,454	9,826,489
Total Expenses (before provisions)	(204,244)	(182,732)	(247,227)	(2,613,683)	(3,247,886)
Provisions	34,704	(538,658)	(274,695)	(209,950)	(988,599)
Net income before Zakat	1,653,747	434,001	4,146,435	(644,179)	5,590,004
BSF Capital					
(in thousands of ⃁)	Western	Eastern	Central	Head Office	Total
Total income	30,550	73,296	49,663	556,766	710,275
Total Expenses (before provisions)	(40)	(44)	(98)	(311,053)	(311,235)
Provisions	0	0	0	(31)	(31)
Net income before Zakat	30,510	73,252	49,565	245,682	399,009
BSF Group					
(in thousands of ⃁)	Western	Eastern	Central	Head Office	Total
Total income	1,853,837	1,228,687	4,718,020	2,736,220	10,536,764
Total Expenses (before provisions)	(204,284)	(182,776)	(247,325)	(2,924,736)	(3,559,121)
Provisions	34,704	(538,658)	(274,695)	(209,981)	(988,630)
Net income before Zakat	1,684,257	507,253	4,196,000	(398,497)	5,989,013

(6) Material differences in the operational results compared to the preceding year's results, along with any expectations announced by the Bank:

(6/A) Consolidated income statement for the years ended on 31 December, 2025 and 2024:

(in thousands of ⃁)	2025	2024
Special commission income	17,558,522	16,371,966
Special commission expense	8,866,618	8,488,583
Net special commission income	8,691,904	7,883,383
Fee and commission income	1,667,632	1,650,703
Fee and commission expense	711,692	678,490
Net fee and commission income	955,940	972,213
Exchange income, net	485,585	482,103
Trading income, net	225,634	275,691
Dividend income	23,269	16,316
Gains on FVOCI / non-trading investments, net	117,987	27,267
Other operating income	36,445	706
Total operating income	10,536,764	9,657,679
Salaries and employee related expenses	1,875,850	1,883,247
Rent and premises related expenses	71,286	74,734
Depreciation and amortization	332,026	299,213
Other operating and general and administrative expenses	1,279,959	1,151,492
Total operating expenses before impairment charge	3,559,121	3,408,686
Impairment charge for expected credit losses on loans and advances, net	973,997	1,143,899
Impairment charge for investments, financial assets and others, net	14,633	35,768
Total operating expenses, net	4,547,751	4,588,353
Net income for the year before zakat	5,989,013	5,069,326
Zakat for the year	635,594	525,255
Net income for the year after zakat	5,353,419	4,544,071
Basic and diluted earnings per share (⃁)	1.97	1.72

(6) Material differences in the operational results compared to the preceding year's results, along with any expectations announced by the Bank (continued):

(6/B) Summary of financial results as follows:

(in millions of ⃁)	2025	2024* (restated)	Change	%
Net income after Zakat	5,353	4,544	809	17.80%
Net income before Zakat	5,989	5,069	920	18.15%
Total Operating income	10,537	9,658	879	9.10%
Net special commission income	8,692	7,883	809	10.26%
Assets	309,006	293,307	15,699	5.35%
Investments	68,682	60,820	7,862	12.93%
Loan and advances portfolio	214,891	204,168	10,723	5.25%
Customer Deposits	195,219	185,118	10,101	5.46%
Total equity	50,659	47,138	3,521	7.47%
Earnings per share (⃁)	1.97	1.72	0.25	14.53%

(7) The name of each affiliate, its capital, the Bank's ownership percentage, the main scope of business, the country of operation, and the country of incorporation:

Company Name	Capital	Equity percentage	Activity	Main State of its Operations	State of Incorporation
Saudi Fransi Capital (BSF Capital)	1,000 million ⃁	100	Acts as principal and agent, and undertake, manage, arrange, advise and file in securities trading.	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
JB (formerly Saudi Fransi for Finance Leasing)	750 million ⃁	100	Personal financing and leasing and financing of vehicle assets (Cars, motorcycles, trucks) and heavy equipment and machinery, in addition to the purchase and registration of these assets.	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
Sakan Real Estate Company	500 thousand ⃁	100	Sakan holds title deeds on behalf of Banque Saudi Fransi, (Banque Saudi Fransi holds 95% direct ownership and 5% indirect ownership through its subsidiary).	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
Saudi Fransi Insurance Agency Co.	500 thousand ⃁	100	Insurance agent for Banque Saudi Fransi in Saudi Arabia (under liquidation).	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
Sofinco Saudi Fransi	100 million ⃁	100	Lease financing of automobiles and household equipment (under liquidation).	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
Saudi Fransi Digital Venture (SFDV)	35 million ⃁	100	SFDV is a Sole Shareholder joint stock company, a subsidiary of BSF, focuses on technology services for the bank and its subsidiaries, adhering to Central Bank regulations (under liquidation).	Kingdom of Saudi Arabia	Kingdom of Saudi Arabia
Sur Multi Family Office Limited	1 GBP	100%	Provides a wide range of wealth management services to BSF's high net worth clients and their families.	United Kingdom	United Kingdom

(7) The name of each affiliate, its capital, the Bank's ownership percentage, the main scope of business, the country of operation, and the country of incorporation (continued):

BSF has a share in the Saudi Credit Bureau (SIMAH) of 10.9% of its capital of ⃁ 400 million. It also owns shares in the Saudi Financial Support Services Company (SANID) (formerly Saudi Traveler Cheques Company) of 5% of its capital of ⃁ 25 million. The Bank also invested ⃁ 1.8 million in the Saudi Financial Lease Registration Company (4.65% ownership).

All of the companies listed above are existing and established in Saudi Arabi except for SUR Multi-Family Office Limited which is incorporated in the United Kingdom.

The Bank sold its share (10.88%) in Halalah company (incorporated in UAE) for ⃁ 74 million during 2024.

In addition, the BSF Markets Co. Ltd., a limited liability company owned 100% by the Bank with authorised capital of USD 50,000, has been established in the Cayman Islands. This company is engaged in derivative trading and repo activities. The Bank also owns BSF Finance Limited company, which is a special purpose vehicle established to raise capital for BSF by the issuance of debt instruments, it is incorporated in the Cayman Islands, having a 100% share in equity (authorised capital of USD 50,000). These companies have no material impact on the Group financial statements.

The Bank has investments in other companies. It owns 20.25% of the capital of Banque BEMO Saudi Fransi, a joint stock company established in 2004 in Syria. It has issued share capital of SYP 20 billion (as of 30.09.2025). The Bank also owns 10.33% of Banque BEMO Lebanon, a company incorporated in 2003 in Lebanon, Beirut. It has issued share capital of LBP 77.8 billion (as of 31.12.2023).

The Bank also owns 8,400,000 shares in Mutakamela Insurance Company i.e. 14% of the company's share capital of SR 600 million (60 million shares).

(8) Details of shares and debt instruments issued for each affiliate Company:

A. No shares or debt instruments were issued to subsidiaries during 2025.

B. Loans provided by the Bank to its subsidiaries:

The following table shows the loans made on 31/12/2025 by BSF to its subsidiaries:

Name of Subsidiary	(in thousands of ⃁)
BSF Capital*	1,330,076
JB**	3,313,333
Sur Multi Family Office***	46,000

BSF Capital has an overdraft facility and JB has a term loan facility from Banque Saudi Fransi. BSF provided loans of ⃁ 46 million to SUR Multi Family Office. There is no other loan available to the subsidiaries, except for the above loans provided by BSF.

(8) Details of shares and debt instruments issued for each affiliate Company (continued):

*** Details of BSF Capital loans:**

(in thousands of ⃁)	2025	2024
Opening balance	785,912	617,384
Loan granted during the period	3,475,726	4,016,945
Repayment of loans during the period	2,931,562	3,830,595
Closing balance of loans	1,330,076	803,734

**** Details of loans to JB**

(in thousands of ⃁)	2025	2024
Opening balance	2,888,333	2,732,505
Loan granted during the period	4,298,333	2,871,958
Repayment of loans during the period	3,873,333	2,716,130
Closing balance of loans	3,313,333	2,888,333

*****Details of loan to SUR Multi Family Office**

(in thousands of ⃁)	2025	2024
Opening balance	30,000	0
Loan granted during the period	16,000	30,000
Repayment of loans during the period	0	0
Closing balance of loans	46,000	30,000

(9) Main shareholders of the Bank, and a description of any interest in a class of voting shares held by persons (other than the Bank's Directors, Senior Executives and their relatives) who have notified the Bank of their holdings, together with any change to such interests during the last fiscal year:

The table below shows the equity of the main shareholders in the Bank's shares during the fiscal year 2025:

Main shareholders in the capital of the Bank as at 31/12/2025							
S.	Shareholder	Number of Shares at the beginning of the year	Equity percentage at the beginning of the year	Number of Shares at the end of the year	Equity percentage at the end of the year	Net change	Change percentage
1	Kingdom Holding Company	404,999,996	16.199%	404,999,996	%16.199	0	0%
2	Rashed Abdul Rahman Al Rashed & Sons Co.	249,999,996	%9.999	249,999,996	%9.999	0	0%

No person (other than the Bank's Directors, Senior Executives and their relatives) has notified the bank about any interest in a class of voting shares.

(10) A description of any interest, contractual securities or rights issue of the Board members, Senior Executives and their relatives on shares or debt instruments of the Bank or its affiliates, and any change on these interests or rights during the last fiscal year:

Description of any interest, contractual securities and subscription rights of the Board members and their relatives in the Bank's shares or debt instruments							
Name of those who have interest or contractual securities or subscription rights		Beginning of the year		End of the year		Net change	Change percentage
		Number of Shares	Debt instruments	Number of Shares	Debt instruments		
1	Mazin Al Romaih	12,444	-	87,444	-	75,000	603 %
2	Talal Al Maiman	103,703	-	161,108	-	57,405	55%
3	Abdulrahman Al Rashed	648,531	-	648,531	-	0	0%
4	Relatives of Abdulrahman Al Rashed	10,244,843	-	9,814,843	-	(430,000)	(4)%
5	Bader Al Issa	2,074	-	2,074	-	0	0%
6	Relatives of Bader Al Issa	0	-	326,000	-	326,000	100%
7	Abdullatif Al Othman	2	-	2	-	0	0%
8	Relatives of Abdullatif Al Othman	123	-	241	-	118	96%
9	Khalid Al Omran	82	-	82	-	0	0%
10	Relatives of Khalid Al Omran	40,167,241	-	40,167,241	-	0	0%
11	Rayan Fayez	732,776	-	740,816	-	8,040	1%
12	Khalid Al Sharif	207	-	207	-	0	0%
13	Relatives of Khalid Al Sharif	1,866	-	1,866	-	0	0%

(10) A description of any interest, contractual securities or rights issue of the Board members, Senior Executives and their relatives on shares or debt instruments of the Bank or its affiliates, and any change on these interests or rights during the last fiscal year (continued):

Description of any interest, contractual securities and subscription rights of Senior Executives and their relatives in the Bank's shares or debt instruments							
Name of those who have interest		Beginning of the year		End of the year		Net change	Change percentage
		Number of Shares	Debt instruments	Number of Shares	Debt instruments		
1	Mohammed Al-Sheikh	262,575	–	345,000	–	82,425	31%
2	Relatives of Mohammed Al-Sheikh	8,482	–	10,287	–	1,805	18%
3	May Al Hoshan	0	-	279	-	279	100%
4	Zuhair Mardam	341,288	–	415,000	–	73,712	22%
5	Relatives of Zuhair Mardam	66,423	-	97,546	-	31,123	47%
6	Abdallah Alshaikh	158,260	–	255,078	–	96,818	61%
7	Relatives of Abdallah Alshaikh	46,916	-	46,916	-	0	0%
8	Majed Alsadhan	54,948	-	85,000	-	30,052	55%
9	Mutasim Mufti	103,703	–	160,000	–	56,297	54%
10	Relatives of Mutasim Mufti	20,740	–	41,740	–	21,205	51%
11	Bader Al Salloom	0	-	146,750	-	146,750	100%
12	Yasser Al Ansari	0	-	98,706	-	98,706	100%
13	Ramzi Darwish	222,691	-	349,476	-	126,785	57%
14	Ibrahim Fadhel Al Sanbi	13,738	-	23,879	-	10,141	74%

(11) Information on any loans (payable upon request or not), a statement of the total indebtedness of the Bank and its affiliates, any amounts paid by the Bank in repayments of loans during the year, the amount of the principal debts, the creditor name, the loan term and remaining amount:

A. There are no loans on the Bank (loans to subsidiaries are set out in item 8 of this report).

B. Debt instruments and sukuks.

Debt Security and Term Loans:

During 2022 the Bank has established a USD 4 Billion Euro Medium term Note (MTN) Programme. The issuer under the programme is BSF Finance Limited, operating as a special purpose entity for the guarantor Banque Saudi Fransi.

In 2023 the Bank established a USD 4 Billion Trust Certificate Issuance Programme. The issuer under the programme is BSF Sukuk Company, which operates as a special purpose entity for the guarantor Banque Saudi Fransi.

During Q2 2025 the Bank has established a USD 4 Billion Certificate of Deposit Programme. The issuer under the programme is Banque Saudi Fransi.

(11) Information on any loans (payable upon request or not), a statement of the total indebtedness of the Bank and its affiliates, any amounts paid by the Bank in repayments of loans during the year, the amount of the principal debts, the creditor name, the loan term and remaining amount (continued):

Debt Securities and term loans issued and outstanding under the Banks EMTN and Trust Certificate programs include:

Issue Date	Type	Market	Tenure	Currency	Value	Term	Maturity
Nov 23 2022	Bond	London stock exchange	5 Years	USD	700 Million	5.5% Semi Annual	Nov 23 2027
May 31 2023	Sukuk	London stock exchange	5 years	USD	900 Million	4.75% Semi Annual	May 31 2028
Jul 18 2023	Sukuk	Private placement	4 years	USD	100 Million	5.47% Semi Annual	Jul 18 2027
Nov 09 2023	Bond	Private placement	3 years	USD	50 Million	SOFR + 115 bps Quarterly	Nov 09 2026
Jan 25 2024	Sukuk	London stock exchange	5 years	USD	700 Million	5.00% Semi Annual	Jan 25 2029
Feb 29 2024	Bond	Private placement	7 years	USD	30 Million	SOFR + 155 bps Quarterly	Feb 28 2031
Mar 26 2024	Term loan facility	Bilateral Loan	3 Years	USD	250 Million	SOFR + 90 bps Quarterly	Mar 26 2027
Apr 30 2024	Bond	Private placement	7 years	USD	20 Million	SOFR + 145 bps Quarterly	Apr 30 2031
May 01 2024	Bond	Private placement	7 years	USD	20 Million	SOFR + 145 bps Quarterly	May 01 2031
May 09 2024	Bond	Private placement	5 years	USD	50 Million	SOFR + 120 bps Quarterly	May 09 2029
May 16 2024	Bond	Private placement	5 years	USD	20 Million	SOFR + 116 bps Quarterly	May 16 2029
Nov 20 2024	Term loan facility	Syndicated facility - International FI Lenders	5 years	USD	750 Million	SOFR + 100 bps Quarterly	Nov 20 2029
Dec 12 2024	Bond	Private placement	5 Years	USD	15 Million	SOFR + 130 bps Quarterly	Dec 12 2029
Jan 21 2025	Sukuk	London stock exchange	5 years	USD	750 Million	5.375% Semi Annual	Jan 21 2030
Feb 13 2025	Bond	Private placement	5 years	USD	55 Million	5.218% Semi Annual	Dec 13 2029

Feb 13 2025	Bond	Private placement	5 years	USD	20 Million	5.218% Semi Annual	Dec 13 2029
Mar 10 2025	Bond	Private placement	7 Years	USD	20 Million	SOFR + 150 bps Quarterly	Mar 10 2032
Mar 19 2025	Term Loan facility	Bilateral Loan	3 Years	⃁	1,500 million	SAIBOR 3M + 45 bps Quarterly	Mar 19 2028
Jun 04 2025	Bond	Private placement	7 Years	USD	20 Million	SOFR + 150 bps Quarterly	Jun 04 2032
Jul 17 2025	Term loan facility	Syndicated facility - International FI Lenders	5 years	USD	1,000 Million	SOFR + 95 bps Quarterly	Jul 17 2030
Sep 03 2025	Tier II	London stock exchange	5 years	USD	1,000 Million	5.761% Semi Annual	Sep 03 2030
Oct 02 2025	Bond	Private placement	2 Years	USD	50 Million	SOFR + 78 bps Quarterly	Oct 02 2027
Oct 22 2025	Term loan facility	Syndicated facility - International FI Lenders	3 years	USD	750 Million	SOFR + 65 bps Quarterly	Oct 22 2028
Nov 13 2025	Bond	Private placement	5 Years	USD	25 Million	SOFR + 120 bps Quarterly	Nov 13 2030
Dec 16 2025	Bond	Private placement	1 Years	⃁	1,000 Million	5.18% Annual	Dec 01 2026

Summary of the outstanding debt securities and term loans:

(in thousands of ⃁)	2025	2024
Debt instruments and term loans	30,249,673	15,518,054
Certificate of deposit	8,627,272	0
Balance at the end of the year	38,876,945	15,518,054

(11) Information on any loans (payable upon request or not), a statement of the total indebtedness of the Bank and its affiliates, any amounts paid by the Bank in repayments of loans during the year, the amount of the principal debts, the creditor name, the loan term and remaining amount (continued):

Tier I Capital

During Q3 2024, the Bank through a Shariah compliant arrangement issued Tier I Sukuk (the "Sukuk"), amounting to ⃁ 3 billion under its ⃁ 8 billion Tier I Sukuk Programme established in Q1 2024. The issuance was approved by the regulatory authorities and the Board of Directors of the Bank. The applicable profit rate is 6.0% per annum from date of issue up to 2029 and is subjected to reset every 5 years.

During Q2 2025, the Bank issued USD 650 million Additional Tier I Capital as part of its USD 3 Billion Additional Tier I Capital Note Programme established in Q3 2024, the issuer under the programme is Banque Saudi Fransi. The applicable profit rate is 6.375% per annum from date of issue up to 2030.

During Q4 2025 the Bank exercised the call option on its existing Tier I Sukuk (the "Sukuk") which was issued in 2020, amounting to ⃁ 5 billion.

During Q4 2025, the Bank through a Shariah compliant arrangement issued Tier I Sukuk (the "Sukuk"), amounting to ⃁ 2.5 billion under its ⃁ 8 billion Tier I Sukuk Programme established in Q1 2024. The issuance was approved by the regulatory authorities and the Board of Directors of the Bank. The applicable profit rate is 6.4% per annum from date of issue up to 2030 and is subjected to reset every 5 years.

These Sukuk are perpetual securities in respect of which there is no fixed redemption dates and represents an undivided ownership interest of the Sukuk-holders in the Sukuk assets, with each Sakk constituting an unsecured, conditional and subordinated obligation of the Bank classified under equity. However, the Bank shall have the exclusive right to redeem or call the Sukuk in a specific period of time, subject to the terms and conditions stipulated in the Sukuk Agreement .

The applicable profit on the Sukuk is payable quarterly in arrears on each periodic distribution date, except upon the occurrence of a non-payment event or non-payment election by the Bank, whereby the Bank may at its sole discretion (subject to certain terms and conditions) elect not to make any distributions. Such non-payment event or non-payment election are not considered to be events of default and the amounts not paid thereof shall not be cumulative or compound with any future distributions.

Repayment of debt instruments:

During the year 2025, Tier I Sukuk Call Option was exercised for ⃁ 5 billion. Debt securities and term loans matured during 2025 were repaid totaling ⃁ 7.2 billion.

Movement of the debt securities and term loans during the year is as follows:

(in thousands of ⃁)	2025	2024
Balance at the beginning of the year	15,518,054	8,634,026
Debt securities and term loans issued	30,210,205	6,956,250
Debt securities and term loans payment	(7,295,687)	0
Other adjustments	444,373	(72,222)
Balance at the end of the year	38,876,945	15,518,054

A. There are no convertible debt instruments, contractual securities and subscription rights or similar rights issued or granted by the Bank and its subsidiaries during the fiscal year.

B. There are no converting or subscription rights under convertible debt instruments, contractual securities, notes of subscription rights or similar rights issued or granted by the Bank during the fiscal year.

C. There is no purchase or cancellation by the Bank of any redeemable debt instruments.

(12) Description of the dividend distribution policy:

Cash distribution of dividends by the Bank depends on several factors including assumptions and recommendations of the Board of Directors based on the financial position of the Bank, results of the Bank's operations, current capital adequacy and prospective financial position of the Bank and liquidity requirements in the short and medium term considering the Bank's expansion plans and projects.

The distribution of the annual net profit, after deducting all expenses and other costs, taking the necessary precautions for doubtful debts, investment losses and contingent liabilities as deemed appropriate by the Board in compliance with the provisions of the Banking Control Law, are as follows:

1 The amounts required to pay Zakat assessed on the Saudi shareholders and the tax assessed on foreign shareholders are calculated in accordance with the applicable laws and regulations of the Kingdom of Saudi Arabia. The Bank shall pay these amounts to the competent authorities. The Zakat paid on behalf of Saudi shareholders will be deducted from their share in the net profit, and the tax paid on behalf of non-Saudi shareholders will likewise be deducted from their share of the net profit.

2 A minimum of 25% of the net profits remaining after the deduction of Zakat and tax as stated above in paragraph (1), shall be transferred to the statutory reserve until the mentioned reserve is equal, at least, to the paid-up capital.

3 From the remaining profits, after the deduction of the statutory reserve, Zakat and tax, a minimum of 5% of the paid-up capital shall be allocated to Saudi and non-Saudi shareholders to be distributed prorate to the value of paid-up shares of Saudi and non-Saudi shareholders, as recommended by the Board and decided by the General Assembly. If the remaining profits accruing to any Saudi or non-Saudi shareholder is found to be insufficient to pay such dividends to the respective shareholders, such shareholders shall not have the right to demand such distribution from the following year/s' profits. Moreover, the General Assembly shall not be entitled to distribute any dividends that exceed the limit duly recommended by the Board.

4 The remaining profits after the allocation of the amounts mentioned in the aforementioned paragraphs (1), (2) & (3) shall be used as recommended by the Board and determined by the General Assembly.

5 The subscription ratio of each Saudi and non-Saudi shareholder must be maintained upon calculation of the allocations needed for the statutory reserve and other reserves from net profits (after Zakat and tax). The two shareholding groups shall contribute to those reserves as per their percentage of the capital, and their contributions will be deducted from their shares of the net profits.

6 Cash dividends shall be distributed to shareholders at the place and time determined by the Board of Directors in accordance with applicable regulations.

7 The Board may decide not to distribute cash dividends and use such dividends in the settlement of debts, obligations or commitments of shareholders to the Bank.

8 The Bank may distribute interim dividends for its shareholders semiannually or quarterly, after satisfying the necessary requirements stipulated in the Articles of Association.

Shareholders must be informed of this policy during the General Assembly meeting.

Basic and diluted earnings per share:

Basic and diluted earnings per share for the years ended December 31, 2025 and 2024 are calculated on a weighted average basis by dividing the net income adjusted for Tier I Capital costs for the year by 2,500 million shares million after excluding treasury shares consisting of 24.4 million shares as of December 31, 2025 (December 31, 2024: 19.7 million shares).

Total dividends:

The Board of Directors have proposed final net dividend of ⃁ 1,295 million (2024: ⃁ 1,246 million) i.e. ⃁ 0.52 (2024: ⃁ 0.50) net per share for the year which is subject to the approval of the shareholders at the Annual General Assembly Meeting and the regulatory agencies. The Board of Directors has declared interim net dividend of ⃁ 1,374 million (2024: ⃁ 1,200 million) i.e. ⃁ 0.55 (2024: ⃁ 1.00) net per share.

	Dividends distributed during the year 2025		Proposed dividend for the end of 2025	Total for 2025
	Final for 2024	Interim 2025		
Amount (in thousands of ⃁)	1,245,666	1,374,290	1,294,696	2,668,986
Pay-out Ratio (after Zakat)	55%	50%	50%	50%

(13) Description of any transactions between the Bank and a related party:

The Bank during its normal course of business deals with related parties. The management and the Board of Directors consider that transactions with related parties have been made on the same terms with other parties. Transactions with related parties are subject to the ratios stipulated in the Banking Control Law and the instructions issued by the Saudi Central Bank. The balances resulting from these transactions as of 31 December 2025 and 2024, which are included in the consolidated financial statements, are as follows:

(in thousands of ⃁)	2025	2024
Associates		
Investments	9,695	9,695
Due to banks and other financial institutions	472,013	8,781
Directors, senior management, shariah members and their affiliates (key management personal)		
Loans and advances	9,283,040	6,558,236
Investments	683,203	683,674
Due from banks and other financial institutions	0	395,625
Other assets	20,906	49,182
Customers' deposits	8,604,702	8,201,695
Due to banks and other financial institutions	0	40,000
Other liabilities	11,712	247
Derivatives at fair value, net	(15,968)	(48,141)
Commitments and contingencies	2,499,640	2,666,822
Major shareholders' and their affiliates		
Loans and advances	411,774	1,532,037
Customers' deposits	227,833	128,146
Derivatives at fair value, net	(24)	37
Commitments and contingencies	24,203	12,500

(13) Description of any transactions between the Bank and a related party (continued):

The following table shows the income and expenses of transactions with related parties that are included in the consolidated financial statements:

(in thousands of ⃁)	2025	2024
Special commission income		
-Directors, senior management, shariah members and their affiliates (key management personal)	611,773	604,622
-Major shareholders' and their affiliates	71,153	95,011
Total Special commission income	682,926	699,633
Special commission expense		
-Directors, senior management, shariah members and their affiliates (key management personal)	266,522	233,423
Major shareholders' and their affiliates	4,384	12,102
-Associates	628	315
Total Special commission expense	271,534	245,840
Fees, commission income and others, net	130,949	76,897
Directors' fees	19,560	18,980
Other general and administrative expenses	25,386	75,840

As at December 31, 2025, the Group maintains an ECL provision amounting to ⃁ 21 million (2024: ⃁ 9 million) for related party exposure.

(14) Contracts and transactions made with the Bank, in which there is or there was an interest with a Related Party:

#	The nature of business or contract	The amount of business or contract	Start date of the contract	End date of the contract	Contract status	Name of the Board member, Senior Executive or any person related to them
1	**ABANA Services:** A- Maintenance of Cash Counting Machines B- Leasing for Cash Counting Machines **(ABANA Enterprise Group)**	Various based on services. Total amount paid for 2025: **1,533,193.43**	Variable according to the type of service provided to the bank.		Active	Abdulrahman Alrashed's brother Abdulaziz Al Rashed **(Board of Directors member)**
2	**Manpower and professional services** Al Khaleej Training and Education (SMARTLINK)	Total amount paid for 2025: **14,758,996.59**	**1-1-2025**	**31-12-2025**	Active	Abdulrahman Alrashed's brother Abdulaziz Al Rashed **(Board of Directors member)**
3	**Rental for the call centre desk** Al Khaleej Training and Education (SMARTLINK) *Some transactions are related to legacy invoices for a service that was provided in 2024.	Total amount paid for 2025: **435,600.00**	**1-1-2025**	**31-12-2025**	Active	Abdulrahman Alrashed's brother Abdulaziz Al Rashed **(Board of Directors member)**
4	**Credit Life and General Insurance Policies** (Mutakamilah for Insurance, previously Allianz Saudi Fransi Cooperative Insurance Company)	Various based on the Policies. Total amount paid for 2025: **1,087,402.01**	**1-1-2025**	**31-12-2025**	Active	Bader AlSalloom* Majed Alsadhah** **(Senior Executive of the Bank)** *no longer a related party as of August 2025. **related party as of August 2025.
5	**ATM Sites** (Panda Retail Company)	Various based on the rental contract. Total amount paid for 2025: **329,475.00**	Varies based on the rented location.		Active	Bader Al Issa **(Board of Directors member)**

(15) Competing Business with the Bank or with any of its activities that any member of the Board is engaging in or was engaging:

There is no Competing Business with the Bank or with any of its activities that any member of the Board is engaging in.

(16) A statement of the value of any paid and outstanding statutory payment on account of any Zakat, taxes, fees or any other charges that have not been paid until the end of the annual financial period with a brief description and the reasons therefor:

Statement (in thousands of ⃁)	2025	
	Paid	Due amount
Zakat*	524,117	617,467
General Organization for Social Insurance	131,804	1,200
Costs of visas and passports	304	0
Fees of labour office	3,182	0

*** Zakat:** Zakat attributable to Saudi shareholders for the year of 2025 amounted to ⃁ 636 million (2024: ⃁ 525 million).

(17) Disclosures Related to Small, Medium and Micro Enterprises:

A. Qualitative Disclosures:

BSF established the MSME Unit in 2014 in view of the growing importance of this sector in the Saudi economy and to facilitate providing the best financing solutions and banking services for this customer segment. The Unit comprises of 54 employees distributed among the three main regional offices with each region managed by a coverage manager to oversee business development and reporting progress to the Head of MSME Unit in the Head Office.

Collaboration with SME Bank

BSF and the Small and Medium Enterprises Bank have continued the collaborative framework through a joint financing agreement, designed to enhance financing for micro, small and medium enterprises. The arrangement leverages BSF's existing infrastructure, processes, systems and customer base to support efforts aimed at reducing financing gap within the MSME sector.

The Small and Medium Enterprises Loan Guarantee Program "Kafalah"

The Bank had been actively developing the business with Kafalah program to support financing needs of the MSME sector. It enjoys two portfolio arrangements with Kafalah (for active entities & startups) to issue Kafalah guarantees based on internal approvals.

During the year, the loan portfolio guaranteed by Kafalah increased by 14%, and the number of customers benefiting from this program decreased by 10%. Furthermore, the Bank collaborated with Kafalah on many marketing campaigns to boost the financing of MSMEs in emerging sectors such as Entertainment, Cultural, Sport, Technology, and Education.

The Small and Medium Enterprises General Authority "Monshaat"

General Authority for Small and Medium Enterprises (Monsha'at) was established in 2016 to support & develop the MSME sector. The Bank conducted several Financial Awareness sessions in collaboration with Monsha'at during 2025.

On the sidelines of BIBAN25 forum, BSF has renewed a collaboration agreement with Monsha'at, encompassing three programs: the Franchise program, ECommerce, and Tomoh.

Additionally, BSF and Tibbiyah Holding have entered into a cooperation agreement. This partnership is designed to enhance the promotion of digital distribution and support MSMEs in the Healthcare and Pharmaceutical sector, particularly in financing emerging businesses referred by Tibbiyah Holding to BSF. This collaboration underscores BSF's ongoing dedication to forming local partnerships with relevant authorities to improve integration and cooperation, thereby creating new opportunities to enhance services for MSMEs.

(17) Disclosures Related to Small, Medium and Micro Enterprises (continued):

MSME staff Training sessions and the Financial Awareness Programs for MSMEs

BSF organized a series of awareness workshops in partnership with Monsha'at across various cities In Saudi Arabia. These workshops targeted diverse sectors and events such as Tourism Week, Retail Week, and Franchise Week. Additionally, MSME Unit took part in the Financial Management Camp, also in collaboration with Monsha'at in Riyadh.

Moreover, training sessions were undertaken to develop staff skills and banking know-how to enhance customer journey.

Number of training days for staff	95

Projects & Initiatives

1. Digitization of account opening process, credit approval process and account statement analysis.
2. Collaboration between MSME Unit and Trade & Supply Chain Unit on automating lead management and MSME program-based financing.
3. Developed MSME products/programs for suppliers of Large Corporate Groups within BSF.
4. Signed Collaboration agreement with Tibbiyah Holding during BIBAN25 Forum which aims to create valuable opportunities for its MSME suppliers that are seeking financing solutions.
5. Renewed the collaboration agreement with The Small and Medium Enterprises General Authority "Monsha'at" covering Franchising, e-commerce, and the Tomoh program during BIBAN25 forum, with an allocated envelope of SR 700 MM across all three initiatives.
6. Signed a collaboration agreement with Saudi Contractors Authority in the 2025 Future Projects Form.

All initiatives are part of BSF's endeavor to support and develop the MSME sector in order to improve their contribution to the country's GDP in line with the objectives of the Kingdom of Saudi Arabia Vision 2030.

B. Quantitative Disclosures:

(in Saudi Riyals)	On December 31, 2025				On December 31, 2024			
	Micro	Small	Medium	Total	Micro	Small	Medium	Total
Loans to MSMEs – on balance sheet (SAR millions)	67	1,683	12,906	14,560	17	1,619	10,238	11,875
Loans to MSMEs – off balance sheet (SAR millions)	119	1,076	4,323	5,519	108	924	3,220	4,253
On balance sheet loans to MSMEs as a percentage of total on balance sheet loans	0.06%	1.15%	8.85%	10.06%	0.01%	1.02%	6.48%	7.51%
Off balance sheet loans to MSMEs as a percentage of total off balance sheet loans	0.21%	1.84%	7.39%	9.44%	0.17%	1.42%	4.96%	6.55%
Number of loans (on and off-balance sheet)	843	613	646	2,102	806	662	1,087	2,555
Number of customers (Finance Applicants)	838	802	1,148	2,788	1,720	1,669	389	3,778
Number of loans guaranteed by the Kafalah Program (on and off-balance sheet)	34	85	70	189	33	112	65	210
Amount of loans guaranteed by the Kafalah Program (on and off-balance sheet)	68	235	277	580	11	281	216	508

(18) Disclosure of details of treasury shares held by the Bank and details of the uses of these shares:

The below table demonstrates BSF's outstanding obligations under the bank's Long-Term Retention Plan (LTRP), by annual cycle, in chronological order.

The total number of treasury shares outstanding as of 31 December 2025 was 24.4 million shares.

The significant features of these plans are as follows:

Nature of plan	Long Term Retention Plan	Long Term Retention Plan	Long Term Retention Plan
Number of outstanding plans	1	1	1
Grant date	March 31, 2023	March 31, 2024	March 31, 2025
Maturity date	April 01, 2026	April 01, 2027	April 01, 2028
Grant price (⃁)	18.00	18.96	16.65
Vesting period	3 years	3 years	3 years
Vesting conditions	Employees remain in service, meets service criteria	Employees remain in service, meets service criteria	Employees remain in service, meets service criteria
Method of settlement	Equity	Equity	Equity
Valuation model	Monte-Carlo	Monte-Carlo	Monte-Carlo
Fair value per share on grant date (⃁)	14.88	15.09	14.71

The share performance will be granted under a service condition along with market condition associated with them. The total amount of expense recognized in the consolidated financial statements in respect of the above plans for the year is 55 million (2024: ⃁ 61 million).

Number of shares allocated for LTRP and deferred bonus programme	2025
Number of shares allocated at the beginning of the year	10,998,700
Vested / forfeited during the year	(3,060,987)
Bonus issuance	0
Allocated during the year, net	6,281,422
Number of shares allocated at the year end	14,219,135

The Bank also has a deferred bonus plan for annual performance bonus which is subject solely to a service-based vesting condition, requiring continued employment with the Bank over a three-year vesting period. Deferred bonus shares vest in equal annual tranches upon the completion of each year of service, provided the participant continues to meet the applicable eligibility criteria and qualifies as a Good Leaver, in accordance with the plan rules. The total number of treasury shares allocated under deferred bonus as of December 31, 2025 was 3.3 million shares (December 31, 2024: 1.6 million shares). Total number of treasury shares which are not part of LTR plan and deferred bonus plan as of December 31, 2025 was 10.2 million shares (December 31, 2024: 8.7 million shares).

(19) Statement of the value of any investments made or any reserves set up for the benefit of the employees of the Bank:

The Bank is keen to encourage its employees and provides incentive programmes and remuneration that enhances their confidence and loyalty to the Bank. The following is a statement of the Employee Takaful Al Ghad Program and the movement it received during 2025:

(in thousands of Saudi Riyals)	Employee Share	Bank Share	Total
Balance as at the beginning of 2025	36,332	83,576	119,908
Amount added during 2025	22,277	15,665	37,942
Amount refunded during 2025	(23,185)	(2,920)	(26,105)
Balance at the end of 2025	35,424	96,321	131,745

(20) Any punishment, penalty, precautionary procedure or preventive measure imposed on the Bank by the Authority or any other supervisory, regulatory or judiciary authority, describing the reasons for non-compliance, the imposing authority and the measures undertaken to remedy and avoid such non-compliance in the future:

A. Penal Decisions of the Saudi Central Bank:

Subject of the violation	2024		2025		Ways to treat and avoid them in the future
	Number of Penal Decisions	Total amount of financial penalties (in Saudi Riyals)	Number of Penal Decisions	Total amount of financial penalties (in Saudi Riyals)	
Violation of SAMA's supervisory instructions	17	4,293,500	21	8,813,440	The required corrective measures have been placed to ensure compliance with the instructions issued by SAMA to avoid the recurrence of these violations in the future.
Violation of SAMA's instructions for protecting customers	None	None	2	295,000	
Violation of SAMA's instructions regarding due diligence	None	None	None	None	
Violation of SAMA's instructions regarding the performance level of the ATMs and point of sale devices	None	None	None	None	
Violation of SAMA's instructions regarding due diligence in combating money laundering and financing of terrorism	None	None	1	150,000	
Total	**17**	**4,293,500**	**24**	**9,258,440**	

(20) Any punishment, penalty, precautionary procedure or preventive measure imposed on the Bank by the Authority or any other supervisory, regulatory or judiciary authority, describing the reasons for non-compliance, the imposing authority and the measures undertaken to remedy and avoid such non-compliance in the future (continued):

B. Other Penal Decisions:

Penalty / Sanction / Precautions / Restriction	Reasons for the violation	Violating Body	Ways to treat and avoid them in the future
SAR 61,800 (12 fines)	ATM's violations: • No specific path • Lack of capacity • No sticker for awareness (Your opinion matters)	• Riyadh Region Municipality. • Baladi	The level of organization and monitoring has been raised, and procedures have been improved to ensure compliance with the instructions issued by regulatory authorities, in order to avoid violations and ensure they are not repeated. Coordination has also been enhanced with relevant internal departments, such as the Branch Management Department, to reach solutions for these observations.

(21) Any inconsistency with the standards approved by the Saudi Organization for Chartered and Professional Accountants:

These consolidated financial statements of the Group as at and for the year ended December 31, 2025 have been prepared in compliance with the International Financial Reporting Standards ("IFRS") as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements endorsed by the Saudi Organization for Chartered and Professional Accountants ("SOCPA") and the Banking Control Law and the Regulations for Companies in the Kingdom of Saudi Arabia.

(22) Auditors' reservations to the financial statements:

The auditors' report did not include any reservations to the annual financial statements.

(23) Composition of the Board of Directors, and the classification of its members:

(A) Composition of the Board of Directors

	Member's name	Position	Membership classification
1	**Mazin Al Romaih**	Chairman of the Board	Non-executive
2	**Talal Al Maiman**	Vice Chairman of the Board	Non-executive
3	**Abdulrahman Al Rashed**	Member	Non-executive
4	**Bader Al Issa**	Member	Non-executive
5	**Abdullatif Al Othman**	Member	Independent
6	**Khalid Al Omran**	Member	Independent
7	**Rayan Fayez**	Member	Independent
8	**Khalid Al Sharif**	Member	Independent
9	**Abdulaziz Algudaimi**	Member	Independent
10	**Abdulmajid Al Hagbani**	Member	Independent

(24) Names, qualifications and experience of the Board, Board committees' members and Executive Management:

(A) Board of Directors Members:

	Name	Experiences – Current Positions	Experiences – Previous Positions	Qualifications
1	**Mazin Al Romaih**	- CEO of Future Generation Investment Company.	- Member of the Board of Capital Market Authority, 2009-2014. - Chief Executive Officer at Samba Capital & Investment Group Company 2007-2009. - General Manager of Corporate Finance Department at Capital Market Authority, 2004-2007. - Director of Mergers and Acquisitions Department - SAMBA Financial Group, 2003-2004. - Senior Manager - Gulf International Bank, 2002-2003. - Senior Associate - Merrill Lynch International Group, 1998-2002. - Senior Auditor and Consultant - Ernst & Young Law Firm, 1993-1998.	- Bachelor of Accounting and Financial Management, University of Buckingham, 1992.
2	**Talal Al Maiman**	- CEO & Board Member of Kingdom Holding Company. - CEO - Fashion Village	- CEO of Kingdom Real Estate Development Company, 2009-2024. - Executive Director for Development & Domestic Investments, Kingdom Holding Company, 1996-2016. - Director of Computer Department at Saudi Central Bank, 1986-1996. - Director of Operations and Maintenance at Ministry of Interior, 1979-1986.	- Master of Business Administration, University of Liverpool, UK, 2009. - Bachelor of Sciences in Electrical Engineering, University of Evansville Indiana, US, 1979 - Executive Management Program, Harvard University, 1986. - Diploma in Computer Science, Computer Sciences Corporation (CSC), Herndon, Virginia, 1981.
3	**Abdulrahman Al Rashed**	- Executive partner at Rashed Abdul Rahman Al Rashed & Sons Company. - Manager – Dynace Arabia Company Limited	- Member of Al Shura Council.	- Bachelor of Business Administration, Department of Finance, University of Seattle, 1985.
4	**Bader Al Issa**	- CEO of Assila Investment Company.	- Managing Director of Almarai, 2020-2022. - CFO of Assila Investment Company, 2010 – 2019. - CEO – AMIAS Holding, 2008-2019. - Investment Portfolios Manager at HSBC Saudi Arabia Limited, 2006-2008. - Financial and Marketing Analyst at SABIC America, Houston, Texas, 2002-2004. - Financial Analyst at JP Morgan, London, 2001-2002.	- MBA, Rice University, 2006. - Bachelor of Economy, The University of Virginia, Virginia, 2001.

(A) Board of Directors Members (continued):

	Name	Experiences		Qualifications
		Current Positions	Previous Positions	
5	**Abdullatif Al Othman**	- Owner and CEO of Al-Othman Engineering Consultants.	- Governor and Chairman of the Board of Directors, General Authority for Investment, 2012-2016. - More than 35 years in the field of planning and managing oil and gas projects, financial management, investment, business and international relations development.	- MBA, Sloan Fellows program, Massachusetts Institute of Technology, 1998. - Bachelor of Civil Engineering, King Fahad University of Petroleum and Minerals, 1979.
6	**Khalid Al Omran**	- General Manager of Daily Food Company	- Board Member at Goldman Sachs Saudi Arabia, 2018-2021. - Executive Project Manager, Banque Saudi Fransi, 2009-2010. - Business Development Manager, Almarai Company, 2009. - Business Analyst, Mckinsey & Company 2006-2009.	- Master's in Business Administration, IESE Business School, Spain, 2012 - Bachelor of Finance, King Fahad University of Petroleum and Minerals, 2006.
7	**Rayan Fayez**	- Deputy CEO of NEOM.	- Managing Director and CEO of Banque Saudi Fransi 2018-2022. - CEO of Savola Group, 2016-2018. - General Manager at JPMorgan Chase N.A, Riyadh Branch, 2013-2016. - CEO of JP Morgan Saudi Arabia Limited, 2012-2013. - CEO of Goldman Sachs, Saudi Arabia, 2009-2012. - Executive Director at Goldman Sachs International, London, 2007-2009.	- Bachelor of Science in Mechanical Engineering, Massachusetts Institute of Technology (MIT), 2001.
8	**Khalid Al Sharif**	- -Retired.	- Senior Executive Vice president, Head, Retail Banking Group Senior Credit Officer. Saudi National Bank 2018-2020. - Senior Executive Vice President, Head, Corporate Banking Group, Senior Credit Officer. Saudi National Bank 2010-2018. - Progressed in several positions in Saudi National Bank, the latest is the Head, Retail Banking Group, 2000 – 2010. - Progressed in several positions in Riyadh Bank, the latest is the Executive Vice President – 1986 – 2000.	- Master's in Business Administration, College of Notre Dame, USA, 1985. - B.S in Business Administration, College of Notre Dame, USA, 1984.
9	**Abdulaziz Algudaimi**	- Retired - Member of Al Shura Council.	- Senior vice chairman – Aramco 2015-2022. - Vice chairman- Aramco 2006-2014. - Department Manager – Aramco 1996-2006.	- Master of Business Administration - Sloan Fellowship from the Massachusetts Institute of Technology, 2001. - Bachelor of Engineering - King Fahd University of Petroleum and Minerals, 1983.
10	**Abdulmajid Al Hagbani**	- Senior Director – Head of Securities Investments, MENA Investment Division – PIF.	- Progressed in several positions at HSBC Saudi, the latest is Managing Director, Head of Asset Management 2008 – 2018. - Progressed in several positions at Saudi Industrial Development Fund, the latest is Senior Credit Analyst 2004 - 2008	- EMBA Program – HEC Paris, 2023. - Bachelor of Finance - King Fahad University for Petroleum and Minerals, 2004.

(B) Board Committees' Members:

(B/1) Executive Committee:

<table>
<tr><th colspan="2" rowspan="2">Name</th><th colspan="2">Experiences</th><th rowspan="2">Qualifications</th></tr>
<tr><th>Current Positions</th><th>Previous Positions</th></tr>
<tr><td>1</td><td>Abdulrahman Al Rashed</td><td>- Executive partner at Rashed Abdul Rahman Al Rashed & Sons Company.
- Manager – Dynace Arabia Company Limited</td><td>- Member of Al Shura Council.</td><td>- Bachelor of Business Administration, Department of Finance, University of Seattle, 1985.</td></tr>
<tr><td>2</td><td>Talal Al Maiman</td><td>- CEO & Board Member of Kingdom Holding Company.
- CEO - Fashion Village</td><td>- CEO of Kingdom Real Estate Development Company, 2009-2024.
- Executive Director for Development & Domestic Investments, Kingdom Holding Company, 1996-2016.
- Director of Computer Department at Saudi Central Bank, 1986-1996.
- Director of Operations and Maintenance at Ministry of Interior, 1979-1986.</td><td>- Master of Business Administration, University of Liverpool, UK, 2009.
- Bachelor of Sciences in Electrical Engineering, University of Evansville Indiana, US, 1979
- Executive Management Program, Harvard University, 1986.
- Diploma in Computer Science, Computer Sciences Corporation (CSC), Herndon, Virginia, 1981.</td></tr>
<tr><td>3</td><td>Bader Al Issa</td><td>- CEO of Assila Investment Company.</td><td>- Managing Director of Almarai, 2020-2022.
- CFO of Assila Investment Company, 2010 – 2019.
- CEO – AMIAS Holding, 2008-2019.
- Investment Portfolios Manager at HSBC Saudi Arabia Limited, 2006-2008.
- Financial and Marketing Analyst at SABIC America, Houston, Texas, 2002-2004.
- Financial Analyst at JP Morgan, London, 2001-2002.</td><td>- MBA, Rice University, 2006.
- Bachelor of Economy, The University of Virginia, Virginia, 2001.</td></tr>
<tr><td>4</td><td>Khalid Al Sharif</td><td>Retired.</td><td>- Senior Executive Vice president, Head, Retail Banking Group Senior Credit Officer. Saudi National Bank 2018-2020.
- Senior Executive Vice President, Head, Corporate Banking Group, Senior Credit Officer. Saudi National Bank 2010-2018.
- Progressed in several positions in Saudi National Bank, the latest is the Head, Retail Banking Group, 2000 – 2010.
- Progressed in several positions in Riyadh Bank, the latest is the Executive Vice President – 1986 – 2000.</td><td>- Master's in Business Administration, College of Notre Dame, USA, 1985.
- B.S in Business Administration, College of Notre Dame, USA, 1984.</td></tr>
<tr><td>5</td><td>Bader Al Salloom</td><td>- CEO of Banque Saudi Fransi (BSF)</td><td>- Group Head – Wholesale Banking at Banque Saudi Fransi (BSF), 2021-2022.
- Deputy GM – Corporate Banking Group at Saudi Investment Bank, 2019-2021.
- Progressed in several positions at Saudi British Bank (SAB), the latest is Deputy Head of Commercial Banking 2010 – 2019</td><td>- Bachelor of Science, Finance - King Fahad University for Petroleum and Minerals, 2004.</td></tr>
</table>

(B/2) Audit Committee:

Name		Experiences		Qualifications
		Current Positions	Previous Positions	
1	**Abdullatif Al Othman**	- Owner and CEO of Al-Othman Engineering Consultants.	- Governor and Chairman of the Board of Directors, General Authority for Investment, 2012-2016. - More than 35 years in the field of planning and managing oil and gas projects, financial management, investment, business and international relations development.	- MBA, Sloan Fellows program, Massachusetts Institute of Technology, 1998. - Bachelor of Civil Engineering, King Fahad University of Petroleum and Minerals, 1979.
2	**Abdulaziz Algudaimi**	- Retired - Member of Al Shura Council.	- Senior vice chairman – Aramco 2015-2022. - Vice chairman- Aramco 2006-2014. - Department Manager – Aramco 1996-2006.	- Master of Business Administration - Sloan Fellowship from the Massachusetts Institute of Technology, 2001. - Bachelor of Engineering - King Fahd University of Petroleum and Minerals, 1983.
3	**Khalid Al Faddagh** (from outside the Board)	- Retired.	- Chief Audit Executive (General Auditor) at Saudi Aramco, 2009-2015. - Corporate Planning at Saudi Aramco, 2007-2009. - President & CEO at Petron Corporation – Manila, Philippines, 2003-2007. - Engineering and Operation & Maintenance at Saudi Aramco, 1983-2003.	- PhD, DIC, Mechanical Eng., Imperial College – London, UK, 1983. - Master of Science, Mechanical Eng., University of Manchester (UMIST) – Manchester, UK, 1979.
4	**Homood Al Tuwaijri** (from outside the Board)	- Retired.	- Vice CEO for Legal and Audit at SABIC, 2008-2012. - Vice CEO for Petrochemicals at SABIC, 2004-2008. - Vice CEO for Finance at SABIC, 2002-2004.	- Master of Science in Industrial Engineering, The Georgia Institute of Technology, USA, 1983. - Bachelor of Science in Industrial Engineering, The University of Washington, USA, 1980 - Bachelor of Arts in Business Administration, The University of Washington, USA, 1980
5	**Mohammed Al Subaie** (from outside the Board)	- Retired	- Chief Audit Executive of Saudi Aramco, 2015-2018 - Various leadership positions at Saudi Aramco, 1993-2013 - Various positions at Eastern Province Water Directorate, 1988-1993	- Master's in Accounting, King Fahad University of Petroleum and Minerals, 1991 - Bachelor of Business Administration, Columbia College, 1981

(B/3) Nominations and Remunerations Committee:

	Name	Experiences – Current Positions	Experiences – Previous Positions	Qualifications
1	**Khalid Al Sharif**	- Retired.	- Senior Executive Vice president, Head, Retail Banking Group Senior Credit Officer. Saudi National Bank 2018-2020. - Senior Executive Vice President, Head, Corporate Banking Group, Senior Credit Officer. Saudi National Bank 2010-2018. - Progressed in several positions in Saudi National Bank, the latest is the Head, Retail Banking Group, 2000 – 2010. - Progressed in several positions in Riyadh Bank, the latest is the Executive Vice President – 1986 – 2000.	- Master's in Business Administration, College of Notre Dame, USA, 1985. - B.S in Business Administration, College of Notre Dame, USA, 1984.
2	**Abdulrahman Al Rashed**	- Executive partner at Rashed Abdul Rahman Al Rashed & Sons Company. - Manager – Dynace Arabia Company Limited	- Member of Al Shura Council.	- Bachelor of Business Administration, Department of Finance, University of Seattle, 1985.
3	**Talal Al Maiman**	- CEO & Board Member of Kingdom Holding Company. - CEO - Fashion Village	- CEO of Kingdom Real Estate Development Company, 2009-2024. - Executive Director for Development & Domestic Investments, Kingdom Holding Company, 1996-2016. - Director of Computer Department at Saudi Central Bank, 1986-1996. - Director of Operations and Maintenance at Ministry of Interior, 1979-1986.	- Master of Business Administration, University of Liverpool, UK, 2009. - Bachelor of Sciences in Electrical Engineering, University of Evansville Indiana, US, 1979 - Executive Management Program, Harvard University, 1986. - Diploma in Computer Science, Computer Sciences Corporation (CSC), Herndon, Virginia, 1981.
4	**Khalid Al Omran**	- General Manager of Daily Food Company	- Board Member at Goldman Sachs Saudi Arabia, 2018-2021. - Executive Project Manager, Banque Saudi Fransi, 2009-2010. - Business Development Manager, Almarai Company, 2009. - Business Analyst, Mckinsey & Company 2006-2009.	- Master's in Business Administration, IESE Business School, Spain, 2012 - Bachelor of Finance, King Fahad University of Petroleum and Minerals, 2006.
5	**Bleihid Al Bleihid** (From outside the Board)	- Founder and Managing Director – Ejadah Management Consultancy (EMC) and EMA Partners Saudi Arabia.	- SEVP – Group Head, Human Resources Group – Saudi National Bank, 2013-2018. - Director of Human Resources and Organizational Development – Saudi Research and Marketing Group (SRMG), 2006-2007. - General Manager Human Resources – SABB/HSBC, 1997-2006. - Assigned for different roles in management including revamp of HR and recruitment practices – King Faisal Specialist Hospital (KFSH), 1985-1997. - Head of Administration – National Information Center (Ministry of Interior), 1983-1985.	- Bachelor Degree in Business Management – Heritage College, USA, 1983.

(B/4) Board Risk Committee:

<table>
<tr><th colspan="2" rowspan="2">Name</th><th colspan="2">Experiences</th><th rowspan="2">Qualifications</th></tr>
<tr><th>Current Positions</th><th>Previous Positions</th></tr>
<tr><td>1</td><td>Bader Al Issa</td><td>- CEO of Assila Investment Company.</td><td>- Managing Director of Almarai, 2020-2022.
- CFO of Assila Investment Company, 2010 – 2019.
- CEO – AMIAS Holding, 2008-2019.
- Investment Portfolios Manager at HSBC Saudi Arabia Limited, 2006-2008.
- Financial and Marketing Analyst at SABIC America, Houston, Texas, 2002-2004.
- Financial Analyst at JP Morgan, London, 2001-2002.</td><td>- MBA, Rice University, 2006.
- Bachelor of Economy, The University of Virginia, Virginia, 2001.</td></tr>
<tr><td>2</td><td>Abdullatif Al Othman</td><td>- Owner and CEO of Al-Othman Engineering Consultants.</td><td>- Governor and Chairman of the Board of Directors, General Authority for Investment, 2012-2016.
- More than 35 years in the field of planning and managing oil and gas projects, financial management, investment, business and international relations development.</td><td>- MBA, Sloan Fellows program, Massachusetts Institute of Technology, 1998.
- Bachelor of Civil Engineering, King Fahad University of Petroleum and Minerals, 1979.</td></tr>
<tr><td>3</td><td>Abdulaziz Algudaimi</td><td>- Retired
- Member of Al Shura Council.</td><td>- Senior vice chairman – Aramco 2015-2022.
- Vice chairman- Aramco 2006-2014.
- Department Manager – Aramco 1996-2006.</td><td>- Master of Business Administration - Sloan Fellowship from the Massachusetts Institute of Technology, 2001.
- Bachelor of Engineering - King Fahad University of Petroleum and Minerals, 1983.</td></tr>
</table>

(B/4) Board Risk Committee (continued):

Name		Experiences		Qualifications
		Current Positions	Previous Positions	
4	**Vanessa Eastham Fisk** (From outside the Board)	- Independent Non-Executive Director, TPL REIT Management Company, Pakistan. - Independent Non-Executive Director, Narmo Capital KSA. - Independent Non-Executive Director, Chair of Board Risk Committee, ABC International Bank plc, Europe. - Independent Member, Board Risk Committee, Al Marai Company. - Advisory Board Member, Ila Bank, Bahrain.	- Independent Member, Board Strategy Committee, The National Bank of Ras Al Khaimah, 2020-2022. - Non-Executive Director, Chair Audit & Risk Committee, Anglo Gulf Trade Bank, UAE, 2018-2020. - Independent Member, Board Risk Committee, Commercial Bank International PSC, Abu Dhabi, 2016-2019. - Independent Member, Board Credit Committee, Commercial Bank International PSC, Abu Dhabi, 2017-2018. - Wholesale Banking Managing Director & Chief Operating Officer, Standard Chartered PLC, Middle East, North Africa, Pakistan, 2010-2015. - Managing Director, Ingram Group, Middle East, 2008-2009. - Chief Operating Officer and Chief Risk Officer, Barclays Bank PLC, UAE & Middle East, 2006-2008.	- Masters Degree in Leadership Studies, Exeter University, UK, 2000. - Bachelors in Accountancy, Huddersfield Polytechnic, UK, 1990.
5	**Brian Byagaba** (From outside the Board)	- Head of Fintech, Financial Services, Regulatory Authority (FSRA) of Abu Dhabi Global Market (ADGM), Abu Dhabi.	- General Manager, Pattamar, Abu Dhabi, 2019 – 2022. - Senior Manager (CISO), Information Security (IS) at Commercial Bank International (CBI), Dubai, 2016-2019. - Head of Operational Risk & Information Security at Dunia Finance LLC, Dubai, 2015-2016. - Internal Audit Manager at Dunia Finance LLC, Dubai, 2014-2015. - Co-Founder & CEO at Coin It Africa Limited, Ugand, 2014-2016 - Vice President, Corporate & Investment Banking at Barclays Africa Group, Johannesburg, 2012-2014. - Chief Internal Auditor Barclays Mauritius & Seychelles at Barclays Bank PLC, Mauritius, 2010-2012. - Associate Director, Barclays Internal Audit at Barclays Bank PLC, Uganda, 2008-2011.	- MBA, Durham University, England, 2018. - Bachelor of Commerce, Accounting, Makerere University, Uganda, 2003.

(B/5) Board Strategy and ESG Committee:

	Name	Experiences		Qualifications
		Current Positions	Previous Positions	
1	**Talal Al Maiman**	- CEO & Board Member of Kingdom Holding Company. - CEO - Fashion Village	- CEO of Kingdom Real Estate Development Company, 2009-2024. - Executive Director for Development & Domestic Investments, Kingdom Holding Company, 1996-2016. - Director of Computer Department at Saudi Central Bank, 1986-1996. - Director of Operations and Maintenance at Ministry of Interior, 1979-1986.	- Master of Business Administration, University of Liverpool, UK, 2009. - Bachelor of Sciences in Electrical Engineering, University of Evansville Indiana, US, 1979 - Executive Management Program, Harvard University, 1986. - Diploma in Computer Science, Computer Sciences Corporation (CSC), Herndon, Virginia, 1981.
2	**Mazin Al Romaih**	- CEO of Future Generation Investment Company.	- Member of the Board of Capital Market Authority, 2009-2014. - Chief Executive Officer at Samba Capital & Investment Group Company 2007-2009. - General Manager of Corporate Finance Department at Capital Market Authority, 2004-2007. - Director of Mergers and Acquisitions Department - SAMBA Financial Group, 2003-2004. - Senior Manager - Gulf International Bank, 2002-2003. - Senior Associate - Merrill Lynch International Group, 1998-2002. - Senior Auditor and Consultant - Ernst & Young Law Firm, 1993-1998.	- Bachelor of Accounting and Financial Management, University of Buckingham, 1992.
3	**Khalid Al Omran**	- General Manager of Daily Food Company	- Board Member at Goldman Sachs Saudi Arabia, 2018-2021. - Executive Project Manager, Banque Saudi Fransi, 2009-2010. - Business Development Manager, Almarai Company, 2009. - Business Analyst, Mckinsey & Company 2006-2009.	- Master's in Business Administration, IESE Business School, Spain, 2012 - Bachelor of Finance, King Fahad University of Petroleum and Minerals, 2006.
4	**Rayan Fayez**	- Deputy CEO of NEOM.	- Managing Director and CEO of Banque Saudi Fransi 2018-2022. - CEO of Savola Group, 2016-2018. - General Manager at JPMorgan Chase N.A, Riyadh Branch, 2013-2016. - CEO of JP Morgan Saudi Arabia Limited, 2012-2013. - CEO of Goldman Sachs, Saudi Arabia, 2009-2012. - Executive Director at Goldman Sachs International, London, 2007-2009.	- Bachelor of Science in Mechanical Engineering, Massachusetts Institute of Technology (MIT), 2001.
5	**Abdulmajid Al Hagbani**	- Senior Director – Head of Securities Investments, MENA Investment Division – PIF.	- Progressed in several positions at HSBC Saudi, the latest is Managing Director, Head of Asset Management 2008 – 2018. - Progressed in several positions at Saudi Industrial Development Fund, the latest is Senior Credit Analyst 2004 - 2008	- EMBA Program – HEC Paris, 2023. - Bachelor of Finance - King Fahad University for Petroleum and Minerals, 2004.

(C) Executive Management:

	Name	Current Position	Previous Position	Qualifications	Experiences
1	Bader Alsalloom	Chief Executive Officer	Head of Wholesale Banking – BSF	Bachelors of Science, Finance 2004	21 years' experience in Banking sector
2	Ramzy Darwish	Chief Strategy and Finance Officer	Head, Treasury group – Saudi National Bank.	Bachelors of Science in Industrial and Labor Relations – 2005.	20 years' experience in Banking sector
3	Majed Alsadhan	Chief Wholesale Banking Officer	Head of Corporate Banking – BSF	Bachelors of Accounting, King Faisal University, 2004 Masters of Accounting and Finance, Southampton University, 2007	21 years' experience in Banking sector
4	Zuhair Mardam	Chief Treasury and Investment Officer	Head of Global Markets– BSF	Bachelors of Finance, Prince Sultan University, 2004	21 years' experience in treasury.
5	Mohammad Alsheikh	Chief Personal Banking Officer	Head of Branch Network for Retail Banking - Al Rajhi Bank	Bachelor of Industrial Engineering, King Saud University, 2005	20 years' experience in Islamic and Retail Banking
6	May Alhoshan	Chief Human Capital Officer	Director of Human Resources - AlAwwal Bank	Master of Engineering Management- George Washington University, 2004	20 years of experience in Human Resources
7	Ibrahim Alsanebi	Chief Audit Executive	Head of Banking Audit - BSF	Bachelors of Business Accounting - Lebanon American University 2009	16 years of experience in the banking sector
8	Yasser Alanssari	Chief Compliance Officer	Director of Compliance Group and anti-money laundering- Gulf International Bank.	Bachelors of Science 2015	27 years' experience in Compliance
9	Abdallah Alshaikh	Chief Legal, Governance, and ESG, Officer, Corporate Secretary	Head of Legal Affairs and Secretary of the Board of Directors - Samba Financial Group	LL.M, Harvard Law School, 2008	22 years of legal experience in several positions in the financial sector
10	Mutasim Mufti	Chief Risk Officer	Deputy Chief Risk Officer – BSF	Bachelors of Accounting & Finance 1991. MBA 1993	31 years' experience in Banking sector
11	Majed A. Alghanemi*	Chief Transformation Officer	Strategy & Corporate Development Consultant - Olayan Group	MSc Computer Science - King Saud University 2000. MBA -King Saud University 2004.	30 years of experience in several positions.
12	Turki AlMehaid	Head of Customer care	Senior Business Analyst Private Banking– BSF	Bachelors of Business Administration 2017. Master's in Business Administration 2021.	20 years' experience in Banking sector
13	Abdulmohsen Al-Rayes**	Group Control Advisor	Chief Audit Executive-BSF	Bachelor of Arabic Grammar, 1981	38 years of experience in the banking sector
14	Mohammed Almisfer***	Chief Business Technology and Digital Officer	General Director of Business Technology – Saudi Central Bank	Bachelor of Science King Saud University 1995 Master of Science -Florida Atlantic University – 1999	23 years' experience in Banking sector

*Majed A. Alghanemi – Appointed on 12 March 2025.
**Abdulmohsen Al-Rayes - Retired from his position on 12 June 2025.
*** Mohammed Almisfer - Resigned from his position on 13 May 2025.

(25) Names of the companies inside and outside the Kingdom in which a Board member is a member of their current or previous Board member or manager:

Member's name		Current			Previous		
		Name of company in which the Board member is a member of its current Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity	Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity
1	Mazin AlRomaih	**Future Generation Investment Company**	Inside the Kingdom	Limited Liability Company	**Dr. Sulaiman Al Habib Medical Group**	Inside the Kingdom	Listed Joint Stock Company
		Sada Company for Investment	Inside the Kingdom	Limited Liability Company	**Saudi Fransi Capital**	Inside the Kingdom	Closed Joint Stock Company
		Neom	Inside the Kingdom	Closed Joint Stock Company	**Samba Capital & Investment Management Group**	Inside the Kingdom	Joint Stock Company
		-	-	-	**HSBC Saudi Arabia Limited**	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	**Al Yammamh Steel Company**	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	**Food Concepts Ltd.**	Inside the Kingdom	Limited Liability Company
		-	-	-	**Alissa Holding Group**	Inside the Kingdom	Closed Joint Stock Company
2	Talal Al Maiman	**Kingdom Holding company**	Inside the Kingdom	Listed Joint Stock Company	**Kingdom School Company limited**	Inside the Kingdom	Closed Joint Stock Company
		Tasnee Company	Inside the Kingdom	Listed Joint Stock Company	**Kingdom International School**	Inside the Kingdom	Closed Joint Stock Company
		NAS Holding Company	Inside the Kingdom	Closed Joint Stock Company	**Savola Group**	Inside the Kingdom	Listed Joint Stock Company
		Real Estate Investment Company	Inside the Kingdom	Closed Joint Stock Company	**SRMJ**	Inside the Kingdom	Closed Joint Stock Company
		Kingdom Investment and Development Company	Inside the Kingdom	Closed Joint Stock Company	**Der' alreayah Health Company**	Inside the Kingdom	Closed Joint Stock Company

	Member's name	Current			Previous		
		Name of company in which the Board member is a member of its current Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity	Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity
	Talal Al Maiman (continued)	**Jeddah Economic Limited Company**	Inside the Kingdom	Closed Joint Stock Company	**Trade Center Company**	Inside the Kingdom	Closed Joint Stock Company
		Kingdom Real Estate Development Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Fransi Capital	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Dallah Health Care Company	Inside the Kingdom	Listed Joint Stock Company	-	-	-
		Four Seasons Hotel Riyadh	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Fly Nas Company	Inside the Kingdom	Listed Joint Stock Company	-	-	-
		Five Capital Advisors (DIFC)	Outside the Kingdom	Closed Joint Stock Company	-	-	-
		Jeddah City Inma Company Limited	Inside the Kingdom	Limited Liability Company	-	-	-
		Fashion Village	Inside the Kingdom	Limited Liability Company	-	-	-
3	Abdulrahman Al Rashed	**Rashed Abdul Rahman Al Rashed & Sons Company**	Inside the Kingdom	General Partnership	**Beit Al Tawazun Holding Company**	Inside the Kingdom	Limited Liability Company
		Dhahran Techno Valley Company	Inside the Kingdom	Closed Joint Stock Company	**Ibhar Albenaa Real Estate Company**	Inside the Kingdom	Limited Liability Company
		Al Awael Investment Holding	Inside the Kingdom	Limited Liability Company	**Aqar & Amaar Company**	Inside the Kingdom	Limited Liability Company
		UNICOIL, Universal Metal Coating Company	Inside the Kingdom	Closed Joint Stock Company	**Al Yamama Investment Company**	Inside the Kingdom	Closed Joint Stock Company

	Member's name	Current			Previous		
		Name of company in which the Board member is a member of its current Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity	Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity
	Abdulrahman Al Rashed (continued)	Dammam Hotels Company	Inside the Kingdom	Closed Joint Stock Company	Rashed Al Rashed & Sons Donaldson Company Ltd	Inside the Kingdom	Limited Liability Company
		Company of Crystal Ice Factory	Inside the Kingdom	Limited Liability Company	Sanad Healthcare Company	Inside the Kingdom	Limited Liability Company
		Rashed Development Company – RASHEDCO	Inside the Kingdom	Limited Liability Company	-	-	-
		Rashed Alrashed & Partners Commercial Investment Company	Inside the Kingdom	Limited Liability Company	-	-	-
		Rashed Alrashed & Partners Business Development Company	Inside the Kingdom	Limited Liability Company	-	-	-
		Rashed Alrashed & Partners Development & Real Estate Investment company	Inside the Kingdom	Limited Liability Company	-	-	-
		Alrashed Global United Investment Company	Inside the Kingdom	Limited Liability Company	-	-	-
		Denys Arabia Company	Inside the Kingdom	Limited Liability Company	-	-	-
		Al-Awael Al-Asriya Contracting Company	Inside the Kingdom	Limited Liability Company	-	-	-
4	Bader Al Issa	Savola Group	Inside the Kingdom	Listed Joint Stock Company	Dur Hospitality Company	Inside the Kingdom	Listed Joint Stock Company
		United Sugar Company	Inside the Kingdom	Closed Joint Stock Company	AMIAS Holding	Inside the Kingdom	Limited Liability Company
		Afia International Company	Inside the Kingdom	Closed Joint Stock Company	Saudi Fransi Capital	Inside the Kingdom	Closed Joint Stock Company

	Member's name	Current			Previous		
		Name of company in which the Board member is a member of its current Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity	Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity
	Bader Al Issa (continued)	**Panda Retail Company**	Inside the Kingdom	Closed Joint Stock Company	**Kinan International for Real Estate Development Company**	Inside the Kingdom	Closed Joint Stock Company
		Almarai	Inside the Kingdom	Listed Joint Stock Company	**Knowledge Economic City**	Inside the Kingdom	Listed Joint Stock Company
		Assila Investments	Inside the Kingdom	Closed Joint Stock Company	**Savola for Packaging Company**	Inside the Kingdom	Closed Joint Stock Company
		Taiba Investments Company	Inside the kingdom	Listed Joint Stock Company	**Al Aqiq for Real Estate Development**	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	**Sukoon International Company**	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	**Burj Assilah For Hotel Services Company**	Inside the Kingdom	Limited Liability Company
		-	-	-	**Savola Foods**	Inside the Kingdom	Closed Joint Stock Company
5	Abdullatif Al Othman	**Al-Othman Engineering Consultants**	Inside the Kingdom	Closed Joint Stock Company	**Business Park Complex (Amaad)**	Inside the Kingdom	Closed Joint Stock Company
		Olayan Saudi Holding	Inside the Kingdom	Closed Joint Stock Company	**Aramco Trading Company**	Inside the Kingdom	Joint Stock Company
		Investcorp Bahrain	Outside the Kingdom	Joint Stock Company	**Wa'ed, established by Aramco to support small and medium enterprises**	Inside the Kingdom	Joint Stock Company
		Almoosa Health	Inside the Kingdom	Listed Joint Stock Company	**Sadara Chemical Company, partnership between Saudi Aramco and The Dow Chemical Company**	Inside the Kingdom	Joint Stock Company
		-	-	-	**Dussur, The Saudi Industrial Investments Company**	Inside the Kingdom	Joint Stock Company

	Member's name	Current			Previous		
		Name of company in which the Board member is a member of its current Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity	Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity
	Abdullatif Al Othman (continued)	-	-	-	Saudi Aramco Investment Management Co.	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	Aramco Services Company – Houston	Outside the Kingdom	Closed Joint Stock Company
					Petron- Philippines	Outside the Kingdom	Closed Joint Stock Company
6	Khalid Al Omran	Daily Food Company	Inside the Kingdom	Limited Liability Company	Goldman Sachs Saudi Arabia	Inside the Kingdom	Closed Joint Stock Company
		Namaya Investment Company	Inside the Kingdom	Limited Liability Company			
7	Rayan Fayez	Al Ula Company for Development	Inside the Kingdom	Closed Joint Stock Company	Gulf coast development company	Inside the Kingdom	Closed Joint Stock Company
		Neom	Inside the Kingdom	Closed Joint Stock Company	Hala Payments Company	Inside the Kingdom	Closed Joint Stock Company
		TONOMUS Company	Inside the Kingdom	Limited Liability Company	Saudi Fransi Capital	Inside the Kingdom	Closed Joint Stock Company
		NEOM StaffCo Limited Company	Inside the Kingdom	Limited Liability Company	Hassana Investment Company	Inside the Kingdom	Closed Joint Stock Company
		NEOM Investment Fund Company	Inside the Kingdom	Limited Liability Company	Saudi Stock Exchange (Tadawul)	Inside the Kingdom	Listed Joint Stock Company
		-	-	-	Saudi Agricultural & Livestock Investment Company (SALIC)	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	Herfy for Food Services Company	Inside the Kingdom	Listed Joint Stock Company
		-	-	-	Almarai	Inside the Kingdom	Listed Joint Stock Company

	Member's name	Current			Previous		
		Name of company in which the Board member is a member of its current Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity	Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Inside the Kingdom/ Outside the Kingdom	Legal Entity
	Rayan Fayez (continued)	-	-	-	**Knowledge Economic City**	Inside the kingdom	Listed Joint Stock Company
		-	-	-	**Panda Retail Company**	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	**Savola for Foods**	Inside the Kingdom	Closed Joint Stock Company
		-	-	-	**Kinan International Real Estate Development Company**	Inside the Kingdom	Closed Joint Stock Company
					JP Morgan Chase NA, Riyadh Branch	Inside the Kingdom	Closed Joint Stock Company
8	Khalid Al Sharif	**The Arabian Cement Company**	Inside the Kingdom	Listed Joint Stock Company	**United Electronics Company (eXtra)**	Inside the Kingdom	Listed Joint Stock Company
		Rua Al Madinah Holding Company	Inside the Kingdom	Closed Joint Stock Company	**Al Ahli Takaful**	Inside the Kingdom	Listed Joint Stock Company
		Arabian Petroleum Supply (APSCO)	Inside the Kingdom	Closed Joint Stock Company	**Turkiye Finance Katilim Bankasi**	Outside the Kingdom	Closed Joint Stock Company
		Retal Urban Development Company	Inside the Kingdom	Listed Joint Stock Company	**Oryx Mutual Funds (Bahrain)**	Outside the Kingdom	Investment Fund
		-	-	-	**Estgate Company (Dubai)**	Outside the Kingdom	Closed Joint Stock Company
		-	-	-	**The Family Office International Investment Company (TFOIIC)**	Inside the Kingdom	Closed Joint Stock Company

#	Member's name	Current: Name of company in which the Board member is a member of its current Board of Directors or from its directors	Current: Inside the Kingdom/ Outside the Kingdom	Current: Legal Entity	Previous: Name of company in which the Board member is a member of its previous Board of Directors or from its directors	Previous: Inside the Kingdom/ Outside the Kingdom	Previous: Legal Entity
9	Abdulaziz Algudaimi	Vision Invest	Inside the Kingdom	Closed Joint Stock Company	-	-	-
10	Abdulmajid Al Hagbani	Kingdom Holding Company	Inside the Kingdom	Listed Joint Stock Company	Qassim Cement Company	Inside the Kingdom	Listed Joint Stock Company
		Newcastle United Football Club Company	Outside the Kingdom	Limited Liability Company	-	-	-
		Al Hilal Club Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Iraqi Investment Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Jordanian Investment Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Bahraini Investment Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Omani Investment Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Egypt's Investment Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Saudi Sudanese Investment Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-
		Sela Sport Company	Inside the Kingdom	Closed Joint Stock Company	-	-	-

(26) The number of Board meetings held during the last financial year, their dates and the attendance record of each meeting, listing the names of the attendees:

Board of Directors:

	Member Name	Date of Meetings						Total	Attendance percentage
		First meeting 25/02/2025	Second meeting 26/02/2025	Third meeting 25/05/2025	Fourth meeting 19/09/2025	Fifth meeting 20/09/2025	Sixth meeting 07/12/2025		
1	Mazin Al Romaih	✓	✓	✓	✓	✓	✓	6	100%
2	Talal Al Maiman	✓	✓	✓	✓	✓	✓	6	100%
3	Abdulrahman Al Rashed	✓	✓	✓	✓	✓	✓	6	100%
4	Bader Al Issa	✓	✓	✓	✓	✓	✓	6	100%
5	Abdullatif Al Othman	✓	✓	✓	✓	✓	✓	6	100%
6	Khalid Al Omran	✓	✓	✓	✓	✓	✓	6	100%
7	Rayan Fayez	✓	✓	✓	✓	✓	✓	6	100%
8	Khalid Al Sharif	✓	✓	✓	✓	✓	✓	6	100%
9	Abdulaziz Algudaimi	✓	✓	✓	✓	✓	✓	6	100%
10	Abdulmajid Al Hagbani	×	✓	✓	✓	✓	✓	5	83%

(27) A brief description of the competencies and duties of the committees, indicating their names, names of their chairmen, names of their members, the number of their respective meetings, dates of those meetings and the members' attendance details of each meeting:

The Board of Directors of BSF has formed the following five committees for a three-year period from 01/01/2025 to 31/12/2027: The Executive Committee, the Audit Committee, the Nominations and Remunerations Committee, the Board Risk Committee and Board Strategy and ESG Committee*. These committees have powers under their own charters. The details of these committees are as follows:

* Environment, Social and Governance Board Committee was merged with Board Strategy Committee.

(27/A) Executive Committee:

The Committee consists of five members, the members enjoy academic and administrative qualification that enable them to perform duties assigned to them. The committee held nine meetings during 2025. The following are the members of the Committee and its meetings during the year:

	Name	Type of membership	Date of Meetings									Total	Attendance percentage
			First meeting 02/02/2025	Second meeting 05/03/2025	Third meeting 14/04/2025	Fourth meeting 08/05/2025	Fifth meeting 20/05/2025	Sixth meeting 17/06/2025	Seventh meeting 01/09/2025	Eighth meeting 07/10/2025	Ninth meeting 25/11/2025		
1	Abdulrahman Al Rashed	Chairman Non-Executive	✓	✓	✓	✓	✓	✓	✓	✓	✓	9	100%
2	Talal Al Maiman	Non-Executive Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	9	100%
3	Bader Al Issa	Non-Executive Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	9	100%
4	Khalid Al Sharif	Independent Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	9	100%
5	Bader Al Salloom	Executive Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	9	100%

The Committee's main responsibilities include but are not limited to the following:

- Approve related party transactions as per the 'Delegation of Authority Manual'.
- Reviewing BSF's credit files to BSF clients, as per the Bank's 'Delegation of Authority Manual'.
- Review periodic management report and reports on the execution and completion of the Bank's major projects; and
- Review annual budgets and plans, and investigate material budgetary variances and deviations from the approved plans before submitting its recommendation to the Board.

(27/B) Audit Committee:

The Committee consists of five independent members, presided by an independent member of the Board and most of the members are from outside the Board. The members of the Audit Committee have academic qualifications and professional experience in auditing and risk management, including knowledge of accounting and auditing standards, ability to understand financial reports, in addition to understanding the laws and regulations issued by the competent authorities. The Audit Committee held eight meetings during 2025. The following are the members of the Committee and its meetings during the year:

Name		Type of membership	Date of Meetings								Total	Attendance percentage
			First meeting 26/01/ 2025	Second meeting 24/02/ 2025	Third meeting 20/04/ 2025	Fourth meeting 28/05/ 2025	Fifth meeting 20/07/ 2025	Sixth meeting 20/08/ 2025	Seventh meeting 19/10/ 2025	Eighth meeting 27/11/2025		
1	Abdullatif Al Othman	Chairman Independent	✓	✓	✓	✓	✓	✓	✓	✓	8	100%
2	Abdulaziz Al Gudaimi	Independent Member	✓	✓	✓	✓	✓	✓	✓	✓	8	100%
3	Khalid Al Faddagh	Member (from outside the Board)	✓	✓	✓	✓	✓	✓	✓	✓	8	100%
4	Homood Al Tuwaijri	Member (from outside the Board)	✓	✓	✓	✓	✓	✓	✓	✓	8	100%
5	Mohammed Al Subaie	Member (from outside the Board)	✓	✓	✓	✓	✓	✓	✓	✓	8	%100

The Audit Committee's members assist the Bank's Board of Directors in fulfilling its oversight responsibility relating to the following:

- Shareholders, potential shareholders, the investment community and others relating to the financial reporting process;
- The system of Internal Controls;
- The audit process;
- The Bank's financial statements;
- Related parties transactions and conflict of interests' cases; and
- The Bank's process for monitoring compliance with applicable laws and regulations and the Code of Conduct.

(27/C) Nominations and Remunerations Committee:

The Committee is composed of five members of the Board of Directors and other specialists. The Committee members enjoy academic and administrative qualifications and variety of experience, which include memberships in Nomination and Remuneration committees, in addition to other experiences that qualify the committee members to carry out their duties and responsibilities, the committee held four meetings during 2025:

	Name	Type of membership	Date of Meetings				Total	Attendance percentage
			First meeting 24/02/2025	Second meeting 14/05/2025	Third meeting 27/08/2025	Fourth meeting 01/12/2025		
1	Khalid Al Sharif	Chairman Independent	✓	✓	✓	✓	4	100%
2	Abdulrahman Al Rashed	Non-Executive Member	✓	✓	✓	✓	4	100%
3	Talal Al Maiman	Non-Executive Member	✓	✓	✓	✓	4	100%
4	Khalid Al Omran	Independent Member	✓	✓	✓	✓	4	100%
5	Bleihid Al Bleihid	Member (from outside the Board)	✓	✓	✓	✓	4	100%

Functions of the Committee include but are not limited to the following:

- Preparing a clear policy for the remunerations of the Board members and its Committees in accordance with relevant SAMA guidelines, and presenting such policy to the Board in preparation for approval by the General Assembly, provided that such policy follows standards that are linked to performance, and disclosing and ensuring the implementation of such policy.
- Preparing the remuneration policy for Executive Management in accordance with relevant SAMA guidelines, and presenting such policy for the Board approval in preparation for approval by the General Assembly.
- Evaluating practices by which compensation is paid for potential future revenues whose timing and likelihood remain uncertain;
- Making recommendations to the Board on the level and composition of remuneration of key executives of the Bank in accordance with the approved policy. The key executives for this purpose will include all those executives whose appointment is subject to no objection by SAMA;
- Determining the bonus pool based on risk-adjusted profit of the Bank for payment of performance bonus;
- Reviewing compliance of the Remunerations and Compensation policy with the relevant rules and the principles and standards of the Financial Stability Board (FSB); and
- Determine the points of strength and weakness in the Board of Directors and the Board committees through performance assessments and recommend remedies that are compatible with BSF's interests.

(27/D) Board Risk Committee:

The Board Risk Committee comprises of five members, including members of the Board of Directors and other specialists. The committee members hold experience in risk management, academic and professional qualifications that enable them to perform the committee responsibilities and take appropriate decisions, and experience in the financial and administrative affairs, the committee held six meetings during 2025. The Committee's members and meetings during the year are as follows:

	Name	Type of membership	Date of Meetings						Total	Attendance percentage
			First meeting 10/02/2025	Second meeting 12/5/2025	Third meeting 15/07/2025	Fourth meeting 25/08/2025	Fifth meeting 11/09/2025	Sixth meeting 27/11/2025		
1	Bader Al Issa	Chairman Non-Executive	✓	✓	✓	✓	✓	✓	6	100%
2	Abdullatif Al Othman	Independent Member	✓	✓	✓	✓	✓	✓	6	100%
3	Abdulaziz Al Gudaimi	Independent Member	✓	✓	✓	✓	✓	✓	6	100%
4	Vanessa Eastham Fisk	Member (from outside the Board)	✓	✓	✓	✓	✓	✓	6	100%
5	Brian Byagaba	Member (from outside the Board)	✓	✓	✓	✓	✓	✓	6	100%

The Board Risk Committee has responsibility for Executive management managing risks by providing governance oversight and strategic direction aligned with duly approved risk management framework, policies, procedures and regulatory obligations.

Major functional responsibilities of the Board Risk Committee include but are not limited to:

- Require and review development of a strategy, objectives and comprehensive policies for risk management that are consistent with the nature and volume of the Bank's activities, risk profile, risk appetite and risk tolerance for the bank taking into account all material and emerging risks and ensuring the operationalization of these policies, and regular review & update based on the Bank's internal and external changing factors;
- Require assessment and periodic review of Risk Appetite (acceptable level of risk faced by the Bank) and monitoring to ensure that the Bank does not go beyond such level;
- Require establishment of bank-wide risk measurement methodologies for quantifying risks;
- Require and review management assessment of risks covering credit, market, operational (including technology), cyber /information security, business continuity, Data Privacy, reputational, strategic and other material risks;
- Review the adequacy of the Internal Capital Adequacy Assessment Process (ICAAP) and the Internal Liquidity Adequacy Assessment Process (ILAAP) and the bank's Stress Testing scenarios;
- Provide detailed reports to the board on risk exposures;
- Review periodically the adequacy of the Bank's risk management systems and management's assessment of the effectiveness of the systems and mechanisms for determining and monitoring the risks that threaten the Bank in order to determine areas of inadequacy therein, maintenance of the risk register and recommend appropriate changes;
- Review the organizational structure for risk management and providing recommendations regarding the same before approval by the Board;
- Review any issues raised by the Audit Committee that may affect the Bank's risk management.

(27/F) Board Strategy & ESG Committee:

The Board Strategy & ESG Committee consists of five members of the Board of Directors, and the committee members holds academic and administrative qualifications that enable them to perform the duties assigned to them. The Committee held six meetings during 2025. The Committee's members and meetings during the year are as follow:

	Name	Type of membership	Date of meetings						Total	Attendance percentage
			First Meeting 26/01/2025	Second Meeting 26/03/2025	Third Meeting 17/04/2025	Fourth Meeting 17/07/2025	Fifth Meeting 25/08/2025	Sixth Meeting 19/10/2025		
1	Talal Al Maiman	Chairman Non-Executive	✓	✓	✓	✓	✓	×	5	83%
2	Mazin Al Romaih	Non-Executive Member	✓	✓	✓	✓	×	✓	5	83%
3	Khalid Al Omran	Independent Member	✓	✓	✓	✓	✓	✓	6	100%
4	Rayan Fayez	Independent Member	✓	✓	✓	✓	✓	✓	6	100%
5	Abdulmajid Al Hagbani	Independent Member	✓	✓	✓	✓	✓	✓	6	100%

* Environment, Social and Governance Board Committee was merged with Board Strategy Committee.

Major duties and responsibilities of the Board Strategy & ESG Committee include but are not limited to the following:

- Review and make recommendations to the Board with respect to BSF's overall Strategy, business plan and all strategy related matters;
- Provide strategic oversight by aligning organizational goals with long term vision and mission;
- Ensure that strategic initiatives are translated into actionable programs with timelines, milestones, and accountable owners;
- Review & approve ESG KPIs/Targets recommended by the relevant Management Committee;
- Approve BSF's ESG programs & initiatives as recommended by the relevant Management Committee & ensure they are aligned with BSF strategy; and
- Oversee the implementation & status of ESG KPIs/targets, programs & initiatives by receiving periodic reports from Management.

(28) A list of the dates of the General Assembly meetings held during the last fiscal year and the names of the Board members who attended them:

BSF convened one General Assembly Meetings during 2025. The following is the attendance report of the meeting:

#	Name	Attendance Record Extraordinary General Assembly Meeting 14/05/2025
1	Mazin Al Romaih (Chairman of the Board)	✓
2	Talal Al Maiman (Vice Chairman of the Board and Chairman of Board Strategy and ESG Committee)	✓
3	Abdulrahman Al Rashed (Chairman of the Executive Committee)	✓
4	Bader Al Issa (Chairman of the Board Risk Committee)	✓
5	Abdullatif Al Othman (Chairman of the Audit Committee)	✓
6	Khalid Al Omran	✓
7	Rayan Fayez	✓
8	Khalid Al Sharif (Chairman of Nomination and Remuneration Committee)	✓
9	Abdulaziz Algudaimi	✓
10	Abdulmajid Al Hagbani	✓
Attendance percentage		100%

(29) A brief description of the competencies and duties of the Shariah Committee, indicating their names, name of their chairmen, qualifications and experience of the members, the number of their respective meetings, dates of those meetings and the members' attendance details of each meeting:

The Shariah Committee is composed of three specialized members appointed by the Board of Directors based on a recommendation from the Nomination & Remuneration Committee, and it is chaired by an independent member. The Committee members have academic and shariah qualifications and other diverse experiences. The main role of the Shariah Committee is to ensure that the services and products comply with the principles and concepts of Islamic Shariah where the Shariah committee addresses all maters within its scope of responsibilities, as authorized by the Board of Directors, which includes the bank and its subsidiaries' commitment with shariah principles and rules. The committee is also fully responsible for all its decisions related to shariah matters.

A) Shariah Committee Composition, Qualifications and experience:

<table>
<tr><th colspan="2" rowspan="2">Name</th><th colspan="2">Experiences</th><th rowspan="2">Qualifications</th></tr>
<tr><th>Current Positions</th><th>Previous Positions</th></tr>
<tr><td>1</td><td>Dr- Salah Fahad Al Shalhoub</td><td>- Faculty Member at Saudi Electronic University – Riyadh</td><td>- Faculty Member at King Fahd University of Petroleum and Minerals – Dhahran
- Director of the Center of Excellence for Islamic Banking and Finance Studies - King Fahd University of Petroleum and Minerals - Dhahran
- Deputy Dean of the College of Science and Theoretical Studies - Saudi Electronic University – Riyadh</td><td>- Bachelor's Degree - College of Shariah, Imam Muhammad ibn Saud Islamic University.
- Master's Degree - Higher Institute of Justice, Imam Muhammad ibn Saud Islamic University.
- PhD - Department of Islamic and Middle Eastern Studies, University of Edinburgh - United Kingdom</td></tr>
<tr><td>2</td><td>Prof. Hesham Abdulmalik Al Alsheikh</td><td>- Retired
- Member of the Board of Trustees of the Custodian of the Two Holy Mosques King Abdullah bin Abdulaziz for his parents
- Advisor to the President of the General Commission for The Guardianship of Trust Funds for Minors and Their Counterparts</td><td>- Faculty Member at the Higher Institute of Justice, Imam Muhammad bin Saud Islamic University
- Shari'a Advisor of Allianz Saudi Fransi Cooperative Insurance Co.</td><td>- PhD in Comparative Jurisprudence and Legal Policy</td></tr>
<tr><td>3</td><td>Dr. Salim Ali Al Ali</td><td>- Assistant Professor, College of Law, United Arab Emirates University</td><td>- Teaching Assistant, Sharia and Islamic Studies, College of Law, United Arab Emirates University</td><td>- Bachelor Sharia (Islamic Jurisprudence and its fundamentals), University of Sharjah.
- Master Islamic Banking and Finance, International. Islamic University Malaysia.
- PHD Islamic Financial Law, University of London.</td></tr>
</table>

B) Shariah Committee Meetings:

The Committee held seven meetings during 2025. The following are the members of the Committee and its meetings during the year:

	Member Name	Type of Membership	Date of Meetings							Total	Attendance percentage
			First meeting 2-1-2025	Second meeting 6-1-2025	Third meeting 9-2-2025	Fourth Meeting 11-5- 2025	Fifth Meeting 14-9-2025	Sixth Meeting 16-10-2025	Seventh Meeting 14-12-2025		
1	Dr. Salah Fahad Al Shalhoub	Committee Chairman-Independent	✓	✓	✓	✓	✓	✓	✓	7	100%
2	Prof. Hesham Abdulmalik Al Alsheikh	Committee Member-Independent	✓	✓	✓	✓	✓	✓	✓	7	100%
3	Dr. Salim Ali Al Ali	Committee Member-Non- Executive	✓	✓	✓	✓	✓	✓	✓	7	100%

(30) Disclosure of the remuneration of the Board members, Committee Members and Executive Management as stated in the regulations:

Members of the Board of Directors shall receive a certain amount of money as a remuneration for each member in accordance with his performance and the number of meetings he attends, as per the recommendations of the Nominations and Remuneration Committee, according to Companies Law and the laws and controls issued by the Capital Market Authority and the Saudi Central Bank and the internal Remuneration Policy of BSF, emphasizing on the absence of any differences between the approved remunerations and what has been approved by the Board of Directors based on the recommendations of the Nominations and Remuneration Committee. In regard to Executive Management remunerations, they are determined based on performance criteria and approved by the Nominations and Remuneration Committee.

To ensure compliance with SAMA Banks Remuneration Rules, and to ensure alignment with local and international remuneration best-practices, the Board Nomination and Remuneration Committee (NRC) commissioned an independent recognized third-party to conduct a review of BSF's remuneration policy and practices. Accordingly, the NRC and the Board of Directors took into account the outcomes of the assessment when reviewing and approving BSF's revised remuneration policies. The scope of this review applies to the remuneration and remuneration practices of the BSF's employees and Executive Management.

Remunerations and compensations of the Board of Directors, committees' members and Executive Management are as follows:

(30/A) The Board's members remunerations:

Board members remuneration (in thousands of Saudi Riyals)																	
		Fixed Remunerations							Variable Remunerations						Leaving indemnity	Sum total	Expenses allowances
		Certain amount	Allowance for attending Board' s sessions	Total allowance for attending committees' sessions	Benefits in kinds	A statement of what members of the Board have received as workers, administrative or as a return for technical, administrative or consulting work	The remuneration of the Chairman of the Board, the Managing Director or the Secretary if he is a member	Total	Percentage of profits	Periodic remunerations	Short-term incentive plans	Long-term incentive plan	Granted shares (the value must be inserted)	Total			
First: Independent members:																	
1	Khalid Al Sharif	1,200	30	65	-	-	-	1,295	-	-	-	-	-	-	-	1,295	-
2	Abdullatif Al Othman	1,200	30	70	-	-	-	1,300	-	-	-	-	-	-	-	1,300	-
3	Khalid Al Omran	1,200	30	50	-	-	-	1,280	-	-	-	-	-	-	-	1,280	-
4	Rayan Fayez	1,200	30	30	-	-	-	1,260	-	-	-	-	-	-	-	1,260	-
5	Abdulaziz Algudaimi	1,200	30	70	-	-	-	1,300	-	-	-	-	-	-	-	1,300	-
6	Abdulmajid Al Hagbani	1,200	25	30	-	-	-	1,255	-	-	-	-	-	-	-	1,255	-
Total		6,000	150	285	-	-	-	6,435	-	-	-	-	-	-	-	6,435	
Second: Non-executive members:																	
1	Mazin Al Romaih	-	30	25	-	-	4,500	4,555	-	-	-	-	-	-	-	4,555	-
2	Talal Al Maiman	1,200	30	90	-	-	-	1,320	-	-	-	-	-	-	-	1,320	-
3	Abdulrahman Al Rashed	1,200	30	65	-	-	-	1,295	-	-	-	-	-	-	-	1,295	-
4	Bader Al Issa	1,200	30	75	-	-	-	1,305	-	-	-	-	-	-	-	1,305	-
Total		3,600	120	255	-	-	4,500	8,475	-	-	-	-	-	-	-	8,475	
Third: Executive members:																	
1	N/A	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

(30/B) Committees' members remunerations:

Committees’ members remunerations (in thousands of Saudi Riyals)					
Committees		Fixed remunerations (except attending sessions allowance)	Allowance for attending sessions	Total	Notes
Audit Committee members					
1	Abdullatif Al Othman	-	40	40	
2	Abdulaziz Al Gudaimi	-	40	40	
3	Khalid Al Faddagh	500	40	540	
4	Homood Al Tuwaijri	500	40	540	
5	Mohammed Al Subaie	500	40	540	
Total		**1,500**	**200**	**1,700**	
Nomination and Remuneration Committee members					
1	Khalid Al Sharif	-	20	20	
2	Abdulrahman Al Rashed	-	20	20	
3	Talal Al Maiman	-	20	20	
4	Khalid Al Omran	-	20	20	
5	Bleihid Al Bleihid	400	20	420	
Total		**400**	**100**	**500**	
Board Risk Committee members					
1	Bader Al Issa	-	30	30	
2	Abdullatif Al Othman	-	30	30	
3	Abdulaziz Al Gudaimi	-	30	30	
4	Vanessa Fisk	400	30	430	
5	Brian Byagaba	400	30	430	
Total		**800**	**150**	**950**	
Executive Committee members					
1	Abdulrahman Al Rashed	-	45	45	
2	Talal Al Maiman	-	45	45	
3	Bader Al Issa	-	45	45	
4	Khalid Al Sharif	-	45	45	
5	Bader Al Salloom	400	45	445	
Total		**400**	**225**	**625**	

(30/B) Committees' members remunerations (continued):

Committees' members remunerations (in thousands of Saudi Riyals)					
Committees		Fixed remunerations (except attending sessions allowance)	Allowance for attending sessions	Total	Notes
Board Strategy and ESG Committee					
1	Talal Al Maiman	–	25	25	
2	Mazin Al Romaih	–	25	25	
3	Khalid Al Omran	–	30	30	
4	Rayan Fayez	–	30	30	
5	Abdulmajid Al Hagbani	–	30	30	
Total		–	**140**	**140**	

(30/C) Senior Executives remunerations:

Remunerations of five Senior Executives, including CEO and CFO (in thousands of Saudi Riyals)													
Fixed Remunerations				Variable Remunerations						End-of- service award	Total Executives' remuneration for the Board, if any	Aggregate
Salaries	Allowances	In-kind benefits	**Total**	Periodic Remunerations	Profits	Short-term incentive plans	Long-term incentive plans	Granted shares (insert the value)	**Total**			
12,241	6,391	517	19,149	-	-	15,903	-	8,533	24,436	0	0	43,585

Remunerations of Senior Executives whose appointment requires obtaining no objection of the Saudi Central Bank (in thousands of Saudi Riyals)												
Fixed Remunerations				Variable Remunerations						End-of-service award	Total Executives' remuneration for the Board, if any	Aggregate
Salaries	Allowances	In-kind benefits	**Total**	Periodic Remunerations	Earnings	Short-term incentive plans	Long-term incentive plans	Shares awarded (value entered)	**Total**			
25,278	13,329	890	39,497	-	-	28,542	-	19,379	47,921	4,055	0	91,473

Notes:

1) The above table illustrates all remunerations paid and credited into employees' accounts during 2025.
2) Outstanding, deferred (unvested) variable remuneration is not reported in the above table.

(31) Waiver of remuneration or dividends by Board members, Senior Executives or shareholders:

There are no arrangements or agreements whereby members of the Board of Directors or Senior Executives have waived any remuneration or compensation.

There are no arrangements or agreements whereby a shareholder of the Bank has waived any rights in profits.

(32) The means used by the Board of Directors to assess its performance, the performance of its committees and members and the external body, which conducted the assessment and its relationship with the Bank, if any:

On an annual basis the performance of the Board of Directors and its committees is evaluated, and the performance of each member is evaluated individually, this is done through appropriate performance indicators related to the extent to which the Bank's strategic objectives are achieved, the quality of risk management, the adequacy of internal control systems and others, in addition to assigning a specialized external party to conduct the evaluation at least once every three years.

For the year 2025, the performance of the Board of Directors and its committees was evaluated through comprehensive assessment forms developed based on international best practices and by using key performance indicators linked to the extent to which BSF strategic objectives have been achieved, the quality of risk management, efficiency of the internal control systems, corporate governance, board and committees' structure and members experience and skills among other indicators.

The results of the evaluation were shared with the Nomination & Remuneration Committee, which provided related recommendations that were presented to the Board of Directors, in order to identify solutions to enhance the effectiveness of the Board of Directors and its committees.

(33) Training workshops offered to the members of the Board of Directors:

The Bank shall pay adequate attention to the training and preparation of the Board members, and to develop the members skills and knowledge in the fields related to the activities of the Bank, as such a workshop was presented to the members of the Board of Directors on Compliance, Financial Crime and Counter-Fraud by Compliance Group.

(34) The audit committee's recommendation with conflict with Board resolution or those which the Board disregards relating to the appointment, dismissal, assessment or determining the remuneration of an external auditor, or appointing an internal auditor, as well as justifications for those recommendations and reasons for disregarding them:

There are no recommendations from the Audit Committee that contradict with the decisions of the Board of Directors and the Board of Directors have not rejected any recommendations from the Audit Committee regarding the appointment, dismissal, assessment or determining the remuneration of the Bank's External Auditors or appointing an internal auditor.

(35) Board of Directors' recommendations to change auditors:

There was no change in the Joint Auditors for Financial Year FY 2025 and the first quarter of 2026. The Board of Directors and Extraordinary General Assembly has approved Ernst & Young Professional Services (EY), and Deloitte and Touche & Co. as the Joint External Auditors of the Bank to perform the quarterly (Second and Third quarter for the fiscal year 2025 and the First quarter for the fiscal year 2026) review and annual audit of financial statements for FY2025."

(36) Actions taken by the Board of Directors to inform its members, especially non-executives, of shareholders' proposals and observations on the Bank and its performance:

The Board is keen to enable shareholders to exercise their rights and submit their comments and inquiries during the General Assembly meetings. These comments and inquiries shall be recorded in the minutes of the meeting. The Bank also allocates means of communication dedicated for shareholders (telephone, postal address, e-mail) through which comments and inquiries of shareholders, if any, are received and then submitted to Board members at the first subsequent meeting of the Board of Directors, and this is included in the minutes of the meeting.

(37) Declarations of the Board of Directors:

The Board of Directors of the Banque Saudi Fransi declares the following:

A. Proper books of account have been maintained;

B. The system of internal control is sound in design and has been effectively implemented; and

C. There are no significant doubts concerning the Bank's ability to continue its activity.

Transactions with the related parties and the information concerning any contracts or acts in which the Bank is a party, or in which there is a material interest to the Chairman and members of the Board of Directors of the Bank, the Chief Executive Officer, the Chief Financial Officer or any person directly related to any of them, have been disclosed in Disclosure No. (37) on transactions with related parties in the consolidated financial statements, and Articles (13) and (14) of this report.

(38) Risk Management:

Effective risk management is fundamental to the success and resilience of the Bank and key to the Bank's overall long-term strategy. BSF has a strong, disciplined risk culture where managing risk is a responsibility shared between the three lines of defense: Business Lines and Functions, Control functions including Risk Management Group and Group Audit.

Risk Management Framework

The primary goal of risk management is to institutionalize a best-in class integrated Risk Management framework that ensures that the outcomes of risk-taking activities are consistent with the Bank's strategies and risk appetite, and that there is an appropriate balance between risk and reward in order to maximize shareholder value. The Risk Management Framework articulates the foundation for achieving these goals. The framework has been enhanced with a detailed Escalation, communications and Corrective Action Plan with specific accountabilities for Management and Board Committee reporting to ensure a prompt response/redressal of significant operational and Regulatory breaches and enable a seamless engagement with SAMA.

The framework is evolutionary to meet the challenges of external /global environment, demanding regulatory standards and best practices, risks brought about by customer competitiveness and financial innovations and resilience in the face of global event risk uncertainties e.g. Supply shocks and inflation, volatile interest and growth trajectories, impacts of climate risks and impact on liquidity, currency and credit perceptions.

(38) Risk Management (continued):

Risk Management Principles

The infographic above a schematic review of the BSF's Risk Management framework, Risk Principles are summarized as:

Balancing Risk and Reward: Business and risk decisions are consistent with strategies and Risk Appetite.

Material Risk Identification: Understanding, identification, quantification for all material risks (Financial, Non-Financial and event risks), supported by a strong analytical toolset for Risk Management.

Pro-active: Emerging risks and potential vulnerabilities are proactively identified and managed.

Shared Accountability: Strong Risk Governance with 3 Lines of Defense and a top driven and accountable shared Risk Culture where every employee is responsible for managing risks and controls.

Resilience: Being prepared operationally and financially to respond to adverse events.

Brand Franchise protection: Processes in line with Bank's Risk Appetite and policy principles with a customer centric business and Risk decision-making.

Controls: A robust control environment to protect the stakeholders.

Risk Governance

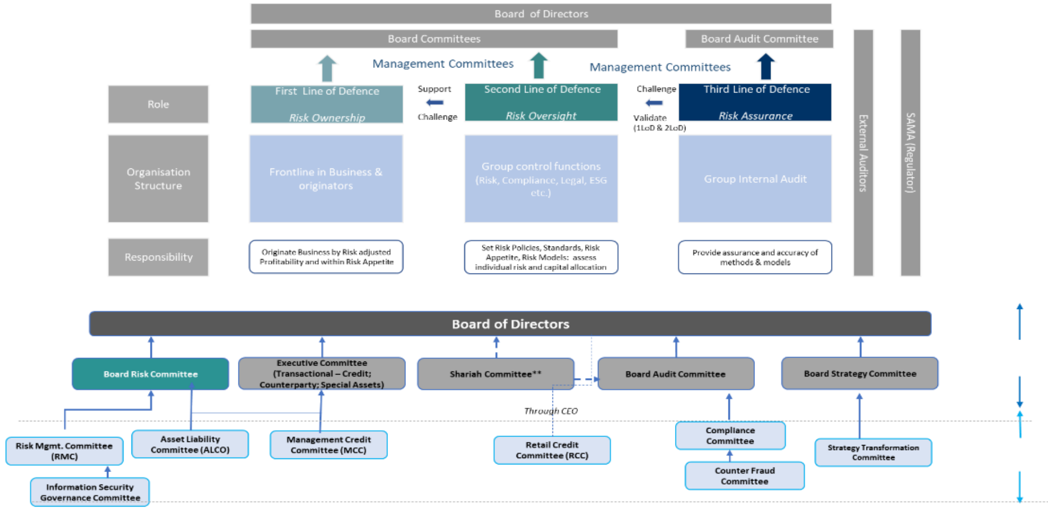
Effective risk management begins with effective risk governance. The Bank has a well-established risk governance structure, with an active and engaged Board of Directors supported by an experienced executive management team. Its Risk Management framework is predicated on the 3 Lines of Defense model:

- The First Line of Defense (Business lines and functions) incur and owns the risks, ensure that risks generated are identified, assessed, managed with the Risk Appetite and Product policies, in compliance with relevant limits.
- The Second Line of Defense (Risk Management, Compliance and Legal) to establish Risk Appetite, limits, measurement models, frameworks, policies, and assurance practice in accordance with the Risk Management principles, best practices and Regulatory requirements.
- The Third Line of Defense (Audit) provides enterprise-wide independent, objective assurance over the design and operation of the Bank's internal control, risk management and governance processes.

A strong Risk Culture and awareness aligns all employees to be risk owners, accountable for owing and managing reputational and operational risks. The comprehensive Board and Management Committee structure that governs the risk landscape is presented in the infographic below:

(38) Risk Management (continued):

Risk Governance Structure



In this context, the Board and its Committees have ultimate responsibility for the Bank's business, strategy and financial soundness, as well as its management and compliance obligations.

The Board Risk Committee is responsible for advising the Board on the Bank's overall current and emerging risks; appropriateness of appetite & thresholds including adherence to the same; overseeing senior management's implementation of the Risk Management Framework; reporting on the state of risk culture; and overseeing the adequate functioning of the risk management function.

A consistent functional comprehensive Risk Taxonomy has been developed, with a Risk Management Committee integrating the Non-Financial Risks in its fold. Considering the functional charters of the Board Committees a matrix of reporting has been created from the Management Committees, reporting into the Board Committees. This Governance streamlining ensures a seamless comprehensive oversight of all key risks /contingencies facing the Bank by Executive Management and the Board Committees in line with global best practices.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks:

A. Risk Appetite, Capital Planning and Regulations:

The Risk Appetite Statement is reviewed and renewed by the Board of Directors annually, or on significant changes to business strategy. It encapsulates the quantum and type of risks that the Bank is willing to accept within its risk capacity to achieve its Strategic Risk Objectives and Business Plan. Its objective is to provide the Bank's management and business lines with guidance regarding the risk profile that the Bank targets and is prepared to accept. The Risk Appetite articulates the Bank's tolerance for risk across a wide range of parameters, which include solvency and capital adequacy, liquidity and funding, credit quality and provisioning, credit concentration, market risk, operational risk, people risk and the investment portfolio. The limits have been established considering adequate buffers vis-à-vis regulatory thresholds, where applicable.

The Bank further reviewed its Risk Appetite Framework in 2025 considering the requirements of peer and historical outcomes benchmarked, forward looking business/ efficiency driven changes. Its coverage of Risk Appetite and business line cascades into Corporate and Retail segments. The focus is on meaningful representation of change in regulatory requirements, business growth and Risk configuration into the decision-making process.

The Risk Management Group monitors adherence to the approved Risk Appetite Statement. Deviations, if any, from the acceptable tolerance bands are escalated for further action by Senior Management, with corrective actions initiated.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks (continued):

The newly formulated comprehensive Escalation framework lists strict timeline-based accountabilities, communication protocols and corrective actions to the Management and Board Committees and the Regulator at various levels, with at least quarterly updates for all metrics to the Executive Committee of the Board and the Board Risk Committee of the actual position of the risk indicators vis-à-vis the laid down parameters.
The Risk Appetite Framework is closely integrated with and actively used for Capital Planning, Stress Testing and ensures compliance with the new Recovery Plan of BSF, where the Solvency and Liquidity Metrics are actively used to estimate the impact of Event Risks and decide on the effectiveness of various Mitigating Actions.

Capital Planning: The Bank showed a degree of sophistication in various aspects of its Balance sheet evolution for its ICAAP and Annual / Semi- Annual Stress Testing scenarios incorporating a Medium-Term Capital and Profitability Plan Business Growth strategy, asset quality and concentration, Funding pattern and non-financial risks with Mitigating Actions. It comprehensively covers Pillar 2 Risks, and gives the Bank preparedness to plan its strategy and franchise under any market conditions. The capital planning including Stress Testing approach is favorably reviewed by SAMA.

B. Credit Risk Management:

The Bank's credit portfolio is managed in accordance with the enhanced Credit Policy and Risk Appetite, which together provide the qualitative and quantitative guidelines, with particular emphasis on avoiding undue concentrations or aggregations of risk.
The Bank's Credit Policy (Wholesale and Retail) comprehensively incorporates industry good practices, regulatory guidelines (e.g. Large Exposures, Related Party and Management of Problem Loans) and business stakeholder expectations. The Risk Rating Standards further enhances guidance on aspects related to Risk Rating and overrides a critical element of the lifecycle management of credit processes.
The credit granting and approval process is performed through credit committees with different levels of credit approval delegation, and the Credit Risk Department being entrusted with the responsibility of providing independent risk opinions on the credit requests emanating from the business lines.
The decision making in the credit committees of the Bank is aided by internal credit rating models developed and maintained for different segments of the banking book and subject to re-validation at periodical intervals.
In line with recent regulatory guidelines, credit risks measurement and monitoring of securities financing transactions (including derivatives) has been enhanced to include counterparty credit risk (CCR) and Credit Value Adjustment (CVA).
The Management is pro-actively monitoring longer-term impact of real estate related governmental decisions for timely mitigating actions. A revamped comprehensive Derivatives Sales Policy has been formulated in collaboration with the Treasury for designing and offering appropriate Derivative products to Corporate and Private Banking clients.

Key priorities for Credit Risk include:

- Enabling resilient portfolio growth while managing concentration & interest rate risks.
- Early identification and pro-active exposure management of Problem accounts to reduce Non-Performing Assets in future and ensuring a strong Provision Coverage
- Drive process efficiencies through Corporate Credit Transformation (CCT) initiatives (including knowledge sharing, intensive portfolio and sector reviews, contract monitoring) and reducing Turnaround Time (TAT) for Corporate and Retail.
- Use the recently enhanced Early Warning Signal (EWS) system for pro-active Credit review and monitoring.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks (continued):

C. Market Risk Management:

Market risk is the risk that the fair value will fluctuate due to changes in market variables such as interest rates, FX rates and equity prices. BSF classifies market risk exposures into trading, non-trading or banking book. Market risk within the trading and banking book is managed and monitored using various indicators such as VaR, stress testing and sensitivity analyses, on a daily basis. It also performs daily stress testing in order to estimate the potential economic loss based on a defined set of significant changes in market conditions (i.e. extreme adverse market movements).The Bank applies on a daily basis a VaR methodology based on historical rates evolution observed in the market, The Bank has clearly defined policies and procedures related to market risk activities, as well as a comprehensive set of market risk limits (together with loss alerts) for the trading book which are reviewed at least annually, and independently monitored by the dedicated Market Risk department.

Continuous efforts have been dedicated in 2025 to keep modernizing market risk analytics infrastructure, with the implementation of new methodologies / valuation curves, aligning with international best practices, in order to support Treasury activities and scope expansion, while ensuring more accurate pricing and better risk-mitigation. In parallel, automation of key quantitative processes has been initiated and remains a strategic priority for the coming year, in order to keep improving the robustness and quality of our deliverables. Liquidity, interest rate risks and foreign currency risks of the balance sheet is effectively monitored reported at appropriate committees and fora.

D. Operational Risk Management:

The Operational Risk Management in the bank is positioned to function as a second line of defense within an established Operational Risk Framework and a set of standardized Operational Risk Procedures. Operational Risk Management's philosophy is focused on enhancing the risk culture across the Bank in alignment with the Bank's Risk Appetite, Risk Capacity and Strategic plans. Operational Risk Management engages closely with business lines, support units and other control functions to ensure a comprehensive and continuous alignment with the Operational Risk Framework through the continuous risk and control assessments that are carried out throughout the year. Risk champions are identified and appointed within each functional domain to ensure implementation of prescribed operational risk practices.

Operational Risk Management's scope is primarily composed of, Risk-Control-Self- Assessments (RCSA), Key Risk Indicators (KRIs), Operational and Technology Incidents Risk Management, Regulatory and Management reporting, stress testing, ICAAP related calculations & reporting for Operational Risk, Insurance Risk Management, Loss Data Management, New Products & Services Risk Management, Third Party & Outsourcing Risk Assessment, and Policies/procedures reviews.

All critical Operational Risk activities are carried out by Operational Risk Management teams, working in collaboration with designated risk champions, representing their specific functional domains.

Loss & Incident Management covers all reported incidents including technology risk related as well. A comprehensive framework is in place to ensure capturing of all critical incidents including near-misses. A detailed Root Cause Analysis ensures identification of major operational gaps/risks and implementation of action plans to prevent recurring of such incidents. Operational losses are duly identified, recorded and reported as per regulatory requirements.

Operational Risk Management is an integral part of New Products & Services (NPS) working group. Operational Risk Management participates as a member of the risk assessment team. Operational Risk Management also assesses technology risk, as well as insurance risk and outsourcing risk from an operational risk perspective and provides advice on proposed process/system changes as well. Operational Risk is a member of the Documents Review Working Group. A Comprehensive Risk Profiling framework (Risk Register, RCSA, KRIs) is managed, monitored and reported by Operational Risk Management.

A broader scope of Risk Management takes into consideration financial risks, operational risks, and strategic risks via prompting an enhanced risk culture across the Bank where all members share the responsibility of identifying risks and actively participating in the risk management process.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks (continued):

To meet with the expectations arising due to internal and external challenges, Technology risk team has been further strengthened and has been accorded special attention by the bank.

E. Business Continuity Management:

- Business Continuity Management (BCM) aims to implement a robust arrangement for BSF operations resilience with effective response procedures, and provides the baseline for resiliency practices including Incident, crisis and communication plan management, in cooperation of BCM stakeholders and designated team.
- BCM Program is sponsored by a Board level Committee and managed through one of the Management committees, which is the Risk Management Committee, that meets on a quarterly basis to direct, monitor and ensure BCM lifecycle implementation. In 2025 Business Continuity division has enhanced and leveraged the organization capability with regard of ensuring continuous services in case of major incidents or crisis that disrupting BSF normal operations.
- Several projects have been implemented supporting the organization's resiliency and in coordination with stakeholders such as BSF Core Banking System and the relevant successful DR tests conducted, as well as testing of the organization business recovery sites, Information Security attacks scenarios, Remote Access (for resources mobility continence) adopting the new organizational re-structuring and branding, premises Safety & Security and Power infrastructure maintenance and much more. BCM covered wide aspect of enhancing operation stability that was ensured through a range of internal and external Auditing, Assessment and reviews which resulted in strong standing and BSF ISO22301 Certification. BCM continued its journey by implementing and conducted bank-wide Awareness and Training campaign for all related staff, team and designated coordinators. In 2025, BCM successfully conducted and completed several milestones such as:
    - Conducting a comprehensive Risk Assessments (RA) and Business Impact Analysis (BIA) to identify critical business processes change, assess potential risk and establish effective mitigation strategies. also identified critical 3rd party vendors;
    - Improve internal communication procedures to enhance internal/external communication and notification during major incidents, as well as ensuring uninterrupted communication service delivery to clients/customers during disruptions.
    - BCM was able also to Implement Key Performance Indicators (KPIs) to continuously assess and evaluate BCM embedment in BSF and leverage BSF-BCM toward SAMA maturity levels.
    - BCM was instrumental in completing successful IT Disaster Recovery ITDR in July and Sudden ITDR in October 2025.
    - The bank has embarked upon a journey of "Operational Resilience" with an objective to enhance its abilities to deliver products and services to its customers even at the times of disruptions.

F. International Financial Reporting Standards (IFRS):

Since January 2018, the Bank adopted International Financial Reporting Standard 9 (IFRS 9), a forward-looking expected credit loss (ECL) approach for Credit Provisioning. Since the Provisions based on the ECL are associated with the probability of default and loss given default, over the next 12 months and if there has been a significant increase in credit risk since origination.
The Bank's input processes are automated and policies are well established. The Corporate models and Macroeconomic models had been re-developed to keep them fit-for-purpose, thus ensuring precision in IFRS 9 ECL estimates and SAMA's requirements including a close review of Staging Effectiveness and calibration. IFRS9 models are reviewed on an annual basis to check their appropriateness.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks (continued):

It may be mentioned that a close review by Credit Risk Division (with assistance of Risk Strategy) has resulted in rationalization of credit quality and improvement in portfolio resilience, which is reflected in an improvement in Cost of Risk. This also allows a more precise Capital Planning and Stress Testing, with a positive impact on decision making.

G. Corporate Information Security Division:

In its continuous pursuit for excellence, BSF Board of Directors recognize Cybersecurity as strategic enabler to accomplish corporate mission and achieve business goals, and hence, treat Cybersecurity as high priority. BSF and its Board of Directors are firmly committed to maintain high standards of Cybersecurity over its assets and information. The Vision of Cybersecurity is "Protect BSF data and reputation by providing a secure and resilient digital banking environment and security posture which is in compliance with local and international cybersecurity standards and regulations".

The Cybersecurity function at BSF in its steadfast endeavor to transcend the threat of everchanging threat landscapes and risk of emerging technologies has adopted several cybersecurity controls. Multiple cybersecurity initiatives are adopted during the year to strengthen cybersecurity capabilities for enhancing endpoint security, enhancing privileged access management for systems administration and to influence and drive secure behaviors and culture within the organization.

The organization is committed to safeguarding customers information and so implements rigorous data security standards. BSF is also certified on the latest version of Payment card industry: Data Security Standard V4.0.1 and ISO 27001:2022.

The cybersecurity function at BSF with its adoption of executive mandates for cybersecurity, strong governance structure, security strategy, security processes, compliance to national and international cybersecurity regulations, standards and framework, ensuring robust cybersecurity and privacy measures is supplementing BSF efforts in meeting their environmental, social, and governance (ESG) targets.

The components of Cybersecurity include the following:

- Cybersecurity Leadership: Cybersecurity in BSF is an independent entity under Risk Management Group and managed by Senior Level Executive - Chief Information Security Officer (CISO) who is responsible for establishing and maintaining the enterprise vision, strategy, and program on cybersecurity. The BSF Cybersecurity Governance Committee consisting of leaders from all relevant Groups who support the overall cybersecurity governance in BSF. Cybersecurity inputs are also provided to Management & Board committees.
- BSF Cybersecurity Strategy: Cybersecurity Strategy is being refreshed for 3 years which is in aligned with the Bank's strategic objectives, business requirements, future state aspirations, emerging technologies and also encompasses the requirements of regulations.
- Policy, procedure, baseline and standards: BSF Corporate Information Security continuously strives to maintain the highest standards in cybersecurity and hence have established, approved and implemented Cybersecurity policies, procedures, baselines and standards to ensure alignment with industry best practices and national and international security standards and regulation.
- Cybersecurity Governance Function: BSF Corporate Information Security Division is staffed with resources to fulfill the required cybersecurity responsibilities. Ensuring that detailed security standards and procedures are established, delivering risk-based cybersecurity solutions that address people, process and technology and cybersecurity solutions in a business context.
- Security Awareness program for staff, customers & Third Parties: BSF Corporate Information Security Division adopts multi-channel approach for awareness dispersion. The program encompasses and explains proper rules of behavior for the safe and secure use of information and systems for staff customers & third parties. Periodic phishing exercise, other awareness drills, and targeted training are carried out to influence and drive secure behaviors and culture within the organization
- Risk Management Framework: BSF Corporate Information Security Division adopts a risk-based approach to manage Cybersecurity risk to detect, analyze, evaluate, communicate and mitigate cybersecurity risk.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks (continued):

- Continuous Compliance program: BSF Corporate information Security Division maintains a continuous compliance status against Payment Card Industry Data Security Standard (PCI DSS) certification - the rigorous data security standards that BSF applies in protecting customers' information and thereby enhancing customer confidence. Corporate Information Security has also robust methodologies to ensure compliance with mandates of SAMA Cybersecurity Framework, SAMA Counter Fraud Framework, SAMA Cyber Threat Intelligence Principles, mandates from National Cybersecurity Authority and compliance to SWIFT Customer Security Framework.
- 24/7 Cybersecurity Monitoring: BSF Corporate Information Security is maintaining a Security Operations Center (SOC) where security-related data from enterprise information systems is monitored, assessed and actioned. The security operations center (SOC) is responsible for monitoring and analyzing the security posture of banks critical assets on a 24/7 basis.
- Cyber & Digital Crime: Dedicated function is established under cybersecurity to support the Anti-Fraud function of BSF and is staffed with skilled and trained staff and supported with technologies including the implementation of user behavioral solution with prevention and detective scenarios in place.
- Digital forensic and incident response: BSF Corporate Information Security has a matured security incident management process for managing security incident and conducting drills for Incident Management. Procedure to challenge existing controls with real life attacks in order to measure their resilience and effectiveness are performed.
- The Information Security Committee: BSF Corporate Information Security is a member in Banking Committee on Information Security (BCIS), this committee is managed by SAMA for exchanging information, risk, alert and expertise in information security across banks and with SAMA.

H. Data Privacy Office:

A Data Privacy Management department (DPM) under the stewardship of Enterprise Risk Management was established to comply with Personal Data Protection Law (PDPL), issued by the Saudi Data and Artificial Intelligence Authority (SDAIA). The Compliance deadline of September 14, 2024 was met. With further significant efforts in the direction, the operationalized PDPL program is mostly compliant. DPM has engaged with all process owners to assess / identify privacy risk involving personal data processing and apply necessary controls. The focus areas include:

A. Records of Processing Activities (RoPA): The Data Privacy Management is entrusted to review the RoPA and updates its risk registers on continuous basis.
B. Consent Management: The bank gives utmost importance to the managing consent of its customers/stakeholders and therefore is working towards an automated centralized consent management system.
C. Data Breach Handling & Response: The Standard Operational Procedure documents in place for management across BSF, with CISD coordination.
D. Third Party Risk Management: Remediation initiated for existing Business and Procurement contracts with vendors (involving personal data sharing) for negotiation and legal addendum. Procurement Standard Operational Procedure was updated to include DPM as a reviewer for new contracts.

To facilitate PDPL compliance systems have been implemented and being operationalized by the Bank.

(39) Information on any risks facing the Bank (operational, financing, or market related) and the policy of managing and monitoring these risks (continued):

I. Real Estate Finance Risk:

The Bank's total outstanding residential real estate finance portfolio as of 31 December 2025 was SAR 22,095 million. The Bank has developed adequate policies and procedures to ensure that the appropriate insurance coverage is in place to hedge against potential financial losses associated with residential real estate portfolio. However, risk elements which are not part of the insurance coverage are dealt with according to the Bank's internal risk management framework.

Following are the different types of insurance covers that the Bank has utilized to hedge various risks associated with its residential real estate finance portfolio.

(i) Life Insurance: The life insurance provides financial protection in the event of death resulting from natural or accidental events or specified cause as per the insurance policy in order to recover the outstanding finance amount from insurance company.

(ii) Disability Insurance: The disability insurance provides financial protection to recover the outstanding financing amount in the event that the policyholder becomes fully and permanently disabled and is unable to work or engage in an income earning activity.

(iii) Property Insurance: Property insurance provides coverage for physical damage or loss to the property caused by events such as fire, flood, or natural disasters etc. This is aimed to mitigate the financial impact of property damage, allowing the Bank to recover the costs due to unexpected / unforeseen events.

(40) Results of the annual review of the effectiveness of the internal control procedures of the Bank and the opinion of the Audit Committee with respect to the adequacy of Bank's internal control system:

A. Internal Control Framework (ICF):

Considering the importance of the internal controls environment, the Board of Directors has taken the responsibility for ensuring that BSF essential policies are designed to provide effective internal controls to manage risks within the defined risk appetite. Accordingly, the Board has adopted an integrated framework for internal controls to provide a reasonable assurance on the effectiveness and efficiency of controls within the Bank.

The Bank has an Internal Control Policy, intended to strengthen the governance of Internal Control processes and operations in accordance with systems and controls framework set-out in the Bank's Corporate Governance Framework, approved by the Board of Directors and guidelines on Internal Controls, issued by the Saudi Central Bank (SAMA).

This policy sets out key internal control objectives and principles for BSF as well as duties of the Board, the Board's Audit Committee, the Board Risk Committee, Board Nomination Remuneration Committee, Board Strategy & ESG Committee, Executive Management and related management committees and control functions; Risk Management, Compliance, Internal Audit and other functions of BSF. The policy also sets the role of the External Auditors within the parameters of BSF control framework.

The Board and its Committees are independent from the Executive Management, and are responsible for providing oversight for the development and performance of internal controls. The Board approves and oversees the implementation of the Bank's overall risk strategy including risk appetite, risk tolerance and policies relating to risk management, compliance, compensation, code of conduct, related party transactions and corporate governance.

The Executive Management at BSF is responsible for the implementation and effectiveness of the internal control environment, in line with the directives of the Saudi Central Bank (SAMA), other regulatory bodies, adherence of Internal Policies and Procedures and as specified in the internal control framework approved by the Board of Directors.

(40) Results of the annual review of the effectiveness of the internal control procedures of the Bank and the opinion of the Audit Committee with respect to the adequacy of Bank's internal control system (continued):

The Internal Control Framework (ICF) is based on the 'Three Lines Model' in the Management and Control of risks. Business units are accountable and fully responsible for managing risks in their respective areas of activity as the first line while other control functions i.e. Risk Management Group, Compliance Group, Legal and Governance Group, Human Resources Group and Finance Group play the role of the second line.

Internal Audit (the third line) provides a reasonable assurance, based on the highest level of independence and objectivity, on the effectiveness of governance, risk management and internal controls. Moreover, the Board of Directors, through the Audit Committee are provided with periodic reports that clarify the level of effectiveness of the internal control environment.

The Policy also outlined the External Auditors role in evaluating the Internal Control relevant to the preparation of the Bank's Financial Statements including issuing a Management Letter identifying control weaknesses.

B. Internal Audit Group (IAG):

The Internal Audit Charter defines the role and responsibilities of the 'Internal Audit Group' reviewed by the Audit Committee and approved by the Board of Directors. The role of Internal Audit Group is to provide a reasonable assurance based on Risk-Based Audit Approach, on the effectiveness of governance, risk management and internal controls and to add value to improve the Bank's operations, to Management and the Board of Directors through the Audit Committee. In addition, Internal Audit Group provides advisory services to all Banking functions and has adopted a Quality Assurance & Improvement Program (QAIP) that monitors and enhances all activities within the Internal Audit Group.

To ensure Internal Audit's independence, the Group Chief Audit Executive is nominated by the Audit Committee and assigned by the Board of Directors to manage the Internal Audit Group, reporting functionally to the Audit Committee, and administratively to the Chief Executive Officer. The Internal Audit Group has full and unrestricted access to all the Bank's systems, records, physical assets and to employees. Internal Audit is subject to strict responsibility for the protection and confidentiality of records and information.

C. Compliance Group (CPG):

At BSF, our Compliance Group is integral to uphold the highest standards of ethical conduct and regulatory adherence, and it strives significantly to align the Group's efforts with both the Bank's vision and the objectives of the Kingdom's Vision 2030, ensuring that compliance remains a focal point at every organizational level. Our approach to compliance is proactive and strategic, enhancing transparency, strengthening risk management, and fostering a culture of compliance across the Bank. We are dedicated in protecting BSF's reputation by ensuring full alignment with both local and international standards.

As a vital Second Line of Defense (LoD), the Compliance Group proactively supports the Bank's strategic mission by embedding comprehensive compliance standards rigorously across all operational and business activities. By leveraging advanced technology and robust tools, CPG ensures that compliance practices are not only effective but also resilient and responsive to the dynamic regulatory environment. Our team's expertise and commitment enable us to adapt swiftly to regulatory changes, fostering a culture that emphasizes ethical behavior, professional standards, and accountability at every level of the Bank.

The Compliance Group is committed to maintaining an effective and efficient internal control framework, that emphasizes, accuracy, and transparency. By addressing and mitigating risks related to financial crimes and fraud, CPG strengthens the Bank's resilience against regulatory challenges and upholds the highest standards of ethical banking. This includes safeguarding the integrity of financial transactions, reinforcing sound governance, and meeting the rigorous requirements of both the Saudi Central Bank (SAMA) and global entities like the Financial Action Task Force (FATF). Our unwavering focus on regulatory alignment and proactive risk management affirms BSF's commitment to protecting its reputation and fostering trust among its stakeholders.

(40) Results of the annual review of the effectiveness of the internal control procedures of the Bank and the opinion of the Audit Committee with respect to the adequacy of Bank's internal control system (continued):

Anti-Money Laundering and Counter-Terrorist Financing (AML & CTF) and Suspicious Transactions:

BSF is steadfast in its commitment to combatting money laundering and terrorist financing, placing a high priority on robust AML and CTF frameworks that comply with both local and international mandates. Our AML and CTF policies are founded on globally accepted best practices, encompassing protocols such as Know Your Customer (KYC), customer due diligence, transaction monitoring, sanctions screening, comprehensive employee training, and ongoing awareness programs. These measures equip our team with the skills and resources needed to identify, prevent, and address suspicious activities, thereby safeguarding the Bank and its clients from potential financial threats.

Our initiatives in AML and CTF go beyond regulatory compliance, aiming to foster a secure and transparent banking environment that contributes to the integrity of the Kingdom's financial system. By continuously monitoring and refining our compliance processes, BSF ensures adherence to the directives of the Saudi Central Bank, FATF recommendations, and other international regulatory bodies. These proactive measures underscore our dedication to maintaining a clean financial ecosystem and positioning the Bank as a responsible leader in the fight against financial crimes.

The Compliance Group within BSF exemplifies the Bank's commitment to fostering a culture of transparency, accountability, and ethical conduct. By implementing a comprehensive suite of policies, procedures, programs, tools, and controls. We will continue to strengthen our regulatory compliance framework to align with evolving supervisory expectations and emerging industry practices, ensuring that BSF maintains its position at the forefront of compliance excellence within the banking sector. This proactive approach to compliance reinforces our dedication to sound governance, elevating our role as a leader in compliance and risk management excellence within the Kingdom.

D. Risk Management Group (RMG):

The key function of the Risk Management Group is to manage financial and non-financial risk and to effectively oversee internal control at the Bank level, thus contributing to the Bank's strategic directions, which includes identifying, reducing, controlling and reporting all types of risks.

In this regard, the Risk Management Group works closely with all the Bank's internal stakeholders to ensure an appropriate control system that operates effectively and continuously. The Bank uses sound internal controls to manage range of operational and financial risk from both external forces and its own activities. Based on the nature of the continuous development of banking services, the Risk Management Group continuously seeks to close gaps, address risks and strengthen the internal control systems.

E. Results of reviewing the effectiveness of internal controls:

The Audit Committee's mandate includes oversight responsibilities relating to the adequacy of the internal control system of the Bank, which includes examining interim and annual financial statements and recommending them for the Board approval, in addition, the Audit Committee performs other roles related to the activities of internal audit, Risk and compliance which fall within the Committee scope as per the approved charter.

The Audit Committee reviews, on quarterly basis, reports related to the Bank's internal control, issued by the Internal Audit, and Compliance Groups along with their remediation plans. In addition, Audit Committee also review Risk Management Report related to Credit Review and results of Expected Credit Loss (ECL).

Based on the aforementioned, the Audit Committee believes that the Bank's Internal Controls are adequately designed and operating in a reasonably effective manner. The Internal Control Framework is continuously monitored and updated in order to manage any changes or developments that may affect the control environment.

(41) Principles applied by the Bank in the area of corporate governance:

The Bank-in general-complies with all regulations and instructions issued by regulatory authorities on governance, such as the Key Principles of Governance in Financial Institutions under the Control and Supervision of the Saudi Central Bank, the Corporate Governance Regulations issued by the Capital Markets Authority, and the Companies Law issued by the Ministry of Commerce. The Bank affirms that it continues to update the Articles of Association of the Bank, the regulations of the Board and its committees, and the Governance Framework, as well as its policies and procedures in accordance with these regulations and any updates or instructions issued in accordance with the highest professional standard and best practices to keep abreast of any developments and to ensure the implementation of effective governance in all the Bank's businesses

BSF has been awarded the Corporate Governance Index Excellence Award designed for listed companies on the Saudi Stock Exchange from the Corporate Governance Center at Alfaisal University, this award which is for the sixth time in a row came as a result of the bank's efforts to apply local and international best practices of good governance. In alignment with the Bank dedication to Environmental, Social, and Governance (ESG) principles and, as part of our commitment, BSF continues to disclose ESG reports, which highlights our achievements to assure our shareholders and stakeholders our commitment to this journey.

(42) Ethical principles and professional foundations of BSF:

The Principles of Conduct and Business Ethics document of BSF has been aligned to comply with SAMA's Instructions related to the principles of conduct and business ethics in financial institutions that aim to enhance job discipline, integrity, transparency, objectivity, efficiency, loyalty and effectiveness in the behavior of financial institutions employees.

The principles that govern the work process, which employees representing the bank, whether directly or indirectly, must adhere to, includes but not limited to the following:

First: Code of Conduct and Professional Ethics:

- Commitment to the official working hours, integrity, good manners in personal dealings.
- Combatting financial and administrative corruption crimes and the employees' duties to accomplish that.
- Dealing with conflict of interest such as giving and receiving gifts, working for others and personal investment.
- Maintaining Confidentiality and Mechanisms for Disclosure of Information.
- Reporting Actual or Potential Violations.
- Safe and Contraband-Free Workplace.
- Fair dealings.
- Protection of Bank Assets.
- Validity of Financial Records and Reports.
- Compliance with Laws, Regulations, Directives and Internal Policies within BSF.
- Commitment to perform the daily tasks and missions.
- Not to deal with any unaccredited third party for marketing or bring in clients or handing over documents related to transfers or opening customer accounts.
- Not managing clients' accounts on their behalf without obtaining the prior written approval of the Business Line and the Human Resources Group in the bank.
- The employee is not allowed to open a commercial account with the bank.
- The employee's not carrying out his own banking operations.
- The employee undertakes to abide by the instructions and laws of cyber security and to work with the internal cyber security policies.

(42) Ethical principles and professional foundations of BSF (continued):

Second: Acceptable Use Policies of Computer, E-mail and Internet Services:

Includes an extract of the cyber security acceptable use policy where all BSF users are responsible for complying with the cyber security policies, standards and procedures, including the acceptable use policy, unacceptable uses, and control and monitoring standards.
It is the responsibility of the directors of the concerned departments or the director of the Information Security Department, in consultation with the Human Resources Group and the Regulatory Control Service, to assess non-compliance with these policies. Violations of these policies will be thoroughly examined and action will be taken based on the degree and seriousness of the violation.

Third: Consequences of failure to adhere to the principles of conduct and work ethics:

It is the responsibility of the Board of Director to ensure the implementation of its Code of Conduct and Professional Ethics and to monitor and control any violations thereof. If BSF associates do not adhere to these principles, the necessary measures will be taken and penalties shall be imposed in accordance with the internal work regulations and penalties of BSF and in line with SAMA guidelines

(43) Details of the Bank's social contributions:

Details of the bank's social contributions:

BSF is a viable player in the Saudi society, where our commitment to operating with integrity and providing innovative ideas are central elements to our culture and are reflected across our businesses. We are a key enabler in creating good jobs, supporting local communities and, ultimately, securing the future of individuals and families across the Kingdom.
BSF thrives to expand the role of corporate social responsibility to maintain a sustainability mindset. By achieving these strategic goals, we believe we have created the necessary foundations to advance BSF's sustainability agenda and position the Bank to effectively support the objectives of Vision 2030, as well as the United Nations Sustainable Development Goals. This stance is reinforced by the bank's commitment to advance the development of environmental, social, and governance projects, and to contribute in supporting social and charitable activities and programs.
In 2025, BSF launched the Athar Program, establishing a comprehensive framework for the bank's social responsibility efforts with a core focus on four key pillars in alignment with the ESG Framework: education, environment, health, and culture. The program aims to empower talent, support communities, and promote sustainability through initiatives that create a tangible and lasting impact. This reflects the bank's commitment to adopting an institutional approach that ensures sustainable outcomes aligned with national development priorities and the objectives of Vision 2030.

BSF participation in 2025:

Program name
Donation to The Saudi National Platform for Charitable Work "Ehsan"
Launch Keswat Farah Initiative to Provide In-Kind Donation Containers
Participation in the National Blood Donation Campaign
Launch a Financial Literacy training Program targeting society
Participation in "Back to School" Initiative in Collaboration with Saut: The Voice of Down Syndrome Society
Sponsorship of the 10th Edition of the "Masaha" Art Residency Program with Misk Art Institute
Sponsorship of Dhoyoof Alrahman safety program with the Ministry of Defense

(43) Details of the Bank's social contributions (continued):

Government related initiatives:

- Singed a Memorandum of Understanding with the Saudi Export Development Authority under Made in Saudi program, aimed at enhancing cooperation to support and promote national products and contribute to development of non-oil exports.
- Singed a Memorandum of Understanding with the Educational Infrastructure Holding Company "one of the Public Investment Fund portfolio companies" to enhance mutual cooperation and explore potential partnership opportunities to supporting the development of education sector.
- Signing a Collaboration Agreement with the National Infrastructure Fund to launch the social infrastructure financing program designed to support the development of infrastructure projects for Education and Healthcare.
- Signing a collaboration agreement with Aseer Development Authority to support the financing requirements of real estate development projects in Aseer region.

King Faisal Specialist Hospital and Research Center (KFSH)

- BSF collaborated with King Faisal Specialist Hospital and Research Center to organize a blood donation campaign at BSF Headquarters, where KFSH supplied the medical team and all essential equipment to support the donation process for BSF staff.
- BSF collaborated with King Faisal Specialist Hospital and Research Center to provide professional training programs for its employees, within the framework of an institutional partnership aimed at supporting human capital development and knowledge exchange.

Social Development Bank (SDB)

- Signing a collaboration agreement with Social Development Bank enabling BSF to participate in SDB CSR initiative to support entrepreneurs, productive families and marriage loans. BSF dedicated a portfolio of SAR 50 MM over 10 years.

As a part of the ongoing partnership with SDB, BSF supported SDB initiatives by sponsoring:

- Souq AlDar Initiative in the 95th Saudi National Day.
- Sponsoring Saudi Pavilion Lounge in Boulevard World.
- Sponsoring SDB DeveGo for Entrepreneurship and modern work pattern.

King Salman Humanitarian Aid and Relief Center

In line with BSF's strategic alliance with KSRelief, BSF has participated in KSRelief initiatives by sponsoring of:

- The 4th Riyadh International Humanitarian Forum.

The Equestrian Club in AlAhssa

- BSF has participated in sponsoring the Equestrian club of AlAhssa which comes in line with the strategic objective to position the city as one of the leading destinations in the tourism and sports sector.

Um Al-Qura University "UQ"

In view of BSF's strategic collaboration with Um Al-Qura University. BSF participated in the University's activities by sponsoring:

- The Responsibility of the Universities in Promoting Values and Intellectual Awareness.
- The 25th Scientific Forum for Hajj, Umrah and Visit Research Held in Al-Madinah Almunawrrah.
- Handicrafts Conference Identity and Creativity.

Health Holding Company "HHC"

BSF have participated in sponsoring HHC Inspired Forum as a part of the strategic relationship with Health Holding Company.

Digital Cooperation Organization "DCO"

BSF sponsored the International Digital Cooperation Forum held in February 2025 in Jordan.

(44) Communication with shareholders:

In accordance with the instructions issued by the regulatory and supervisory authorities, the Bank is keen to ensure that shareholders fully exercise their rights and urges them to actively participate and submit their inquiries during the General Assembly meetings. A telephone number and e-mail are also posted on the Bank's home page to receive inquiries from shareholders. The Bank also publishes any significant developments of the Bank through the Tadawul website, in accordance with the instructions issued in this regard. The Bank's representatives continuously participate in meetings and conferences with investors and shareholders.

(45) Number of company's requests of shareholders records, including dates and reasons:

#	Share Book Date	Request Reasons
1	01/01/2024	Other
2	31/03/2024	Other
3	01/06/2024	Other
4	30/06/2024	Other
5	31/12/2024	Other
6	12/01/2025	Other
7	31/01/2025	Other
8	28/02/2025	Other
9	27/03/2025	Other
10	30/04/2025	Other
11	14/05/2025	General Assembly
12	18/05/2025	Dividends
13	29/05/2025	Other
14	30/06/2025	Other
15	29/07/2025	Dividends
16	31/07/2025	Other
17	31/08/2025	Other
18	30/09/2025	Other
19	30/10/2025	Other
20	30/11/2025	Other
21	31/12/2025	Other

In conclusion, the Board of Directors of BSF expresses its sincere thanks and appreciation to the Custodian of the Two Holy Mosques, His Highness the Crown Prince and to our rational government. We extend our thanking to the Ministry of Finance, the Ministry of Commerce, the Saudi Central Bank and the Capital Market Authority for their continuous help and support towards raising the level of banking services. We also thank our valued shareholders and customers of the Bank for their trust, which is respected and appreciated. The Board of Directors also thanks all employees of the Bank for their sincere efforts.