

Policy Title:	Group Conflicts of Interest Management Policy
Approved by:	Compliance and Risk Committee of the Board and endorsed by Board

SECTION 1 - INTRODUCTION

Purpose

The main objectives of establishing this policy are to:

- (a) **identify-** identify all potential or actual conflicts of interest that may arise in relation to services provided by or contracts and transactions entered into by AlRayan group and its representatives (i.e. employees, directors, contractors or any third party who have access to non-public information);
- (b) **evaluate-** have arrangements to evaluate any potential conflicts of interest. This will permit the decision to be made as to whether a particular conflict of interest situation is manageable or whether it must be avoided.
- (c) **monitor and manage-** have processes and procedures in place to adequately monitor, manage and deal with conflicts of interest; and
- (d) **disclose-** make adequate disclosure of conflicts of interest to clients, shareholders or regulators as required under the applicable laws and regulations

Scope

This Policy is binding for AlRayan Group and its representatives (i.e. Board members, senior management, employees, directors and contractors or any third party who have access to non-public information). All subsidiaries of AlRayan Bank Group (“AlRayan Group Members”) must adopt and implement this Policy taking into consideration their local corporate governance structures, organization and legal and regulatory requirements without undue delay.

The policy includes AlRayan Bank approach to manage conflicts of interest, related parties’ transactions, insider trading and whistleblower requirements. This policy is not intended to conflict with any other applicable laws or regulations and if any such conflict occurs the requirements of the law or regulation shall prevail.

Definitions

Word/Term	Definition
Bank /AlRayan Group	shall mean AlRayan Bank (AlRayan Group) and any of its subsidiaries and branches inside and outside Qatar
Insider Information	shall mean confidential information which has not been made public relating, directly or indirectly, to the Bank and which if it were made public would be likely to have a significant effect on the prices of the financial instruments or related derivative price of a company’s issued security, its trading volume, or that may result in either attracting or deterring investors in securities, when available of the Bank.
Third Party	shall mean outsourced staff, contractors, external auditors or any other third party who has direct or indirect access to inside information or who has received information directly or indirectly from an insider source
Senior Management / Senior Managers	shall mean any member of AlRayan Bank Group management ranked from grade 1 to 5

Directors	shall mean the Chairman and members of the Board of Directors or the Board Sub-Committees of AlRayan Bank or the Chairman and members of any subsidiary's Board or Sub-Committee
Dissemination of Information	shall mean the dissemination of information, rumours, false or misleading news, misleading signals as to financial instruments, through any media means, including without limitation to the Internet, electronic media, flyers, and any other means
AlRayan Bank Representatives/ Officials/Insiders	shall mean the employees, directors and contractors or any third party who have access to Insider Information/non-public information. Insider shall include the Insider spouse and his/her minor children.
QCB	Qatar Central Bank
QFMA	Qatar Financial Market Authority
QFC/ QFCRA	Qatar Financial Center/Qatar Financial Center Regulatory Authority
QSE	Qatar Stock Exchange
Significant Shareholder	shall mean any shareholder of AlRayan Bank Group who owns, or controls, or has the ability to exercise or influence the voting rights of, 5% or more of the shares of AlRayan Bank Group or any related-party company
Immediate Family	Means a family member up to 1 st degree which shall include parents, spouse and children
Important/Critical Information	Shall mean that might affect the share price of the Bank, including but not limited to mergers or acquisitions, joint ventures, attempting or seeking to buy a company, change in Board or senior management , selling a large amount of shares, issuance of annual, semi-annual or quarterly financials, the annual corporate governance report, issuance of sukuks ... etc.
Insider	Means any natural or legal person identified as an insider on the Insider List prepared in accordance with this Policy. It shall include any person who is in possession of Confidential Information related to the Bank that are not disclosed to the public and shall extend to their Immediate Family members and the companies owned by an Insider or by his Immediate family members when such companies have a NIN in QSE.

Legislative Context

This Policy should be read and interpreted in conjunction with AlRayan Bank Group's Corporate Governance policies and guidelines. In addition, this policy shall operate within the meaning of the applicable laws and regulations prevailing in the jurisdictions where AlRayan Group operate, and particularly the following regulations and codes:

Name	Location
QCB Instructions to Banks	Qatar
Qatar Commercial Companies Law No. 11 of 2015 as amended by Law No 8 of 2022	Qatar
QCB Corporate Governance Code	Qatar
QFMA Corporate Governance	Qatar
QSE Internal Regulations	Qatar
Any applicable French codes and regulations	France
Any applicable UAE codes and regulations	UAE
Any applicable UK codes and regulations	UK
Any applicable QFC codes and regulations	QFC

SECTION 2 - POLICY

AlRayan Group's overall policy on conflicts of interest specifies that its representatives (i.e. directors, employees, contractors or any relevant third party) should not engage in any activities which place them in a conflict of interest between the activities of the Bank and any other interest or obligation. It requires that all AlRayan Group's representatives refrain themselves from participating in a situation when a conflict of interest is or potentially present.

AlRayan Bank representatives are responsible for ensuring that AlRayan Bank business, services and activities are conducted with integrity in an open, free, and objective environment, and in adherence with the rules, principles and responsibilities identified in this document and other relevant policies of AlRayan Bank.

Roles and Responsibilities

The Policy is designed to ensure that all relevant representatives engaged in any business activity that involves a conflict of interest entailing a material risk of damage to the interest of the Bank carry on those activities with a level of adequate independence.

The bank's policy is to separate some of the functions from each other within the banking office. The reason for this is so that effective segregation prevents the possibility of information leaking to the others or third parties or other staffs. The arrangements are monitored on a regular basis by GM - Group Head of Compliance and AML Officer.

The Bank has specified some instructions to be followed and measures to be adopted in order to manage such conflicts as follows:

	Instructions
1.	No meetings can take place between departments where conflicts of interest may occur, or that certain sensitive information is discussed amongst business units. Any flow of information that has a potential to create a conflict of interest must be controlled by the owner (business unit). And released to the areas on a need-to-know basis and where no conflicts of interest are created (unless the conflict is adequately manageable). (which is equivalent to establishing and maintaining an effective Chinese wall)
2.	The separate supervision of business units whose principal functions involve carrying out activities on behalf of or providing services to, clients whose interests may conflict, or who otherwise represent different interests that may conflict, including those of AlRayan Group.
3.	Prevent or limit any person from exercising inappropriate influence over the way which another person carries out investment or services or activities.
4.	Employees to disregard any other business or personal relationship, arrangement or interest which is likely to influence their decisions when advising a client or dealing with a client in the exercise of discretion.
5.	Disclosures to clients to include sufficient details. Taking into account the nature of the client, to allow the client to make an informed decision with respect to the investment or service in the context of which the conflict of interest arises.
5.	A record will be kept by GM - Group Head of Compliance and AML Officer regarding all actual or potential conflicts of interest of the kinds of investment, services, activities or contracts carried out by AlRayan Group, or on behalf of AlRayan Group, in which a conflict of interest entailing a material risk of damage to the interests of AlRayan Bank or one or more clients has arisen or, in the case of an ongoing service or activity, may arise.

Representatives Self-Interests

No employee or Director or contractor will engage in any activity or have any outside interest(s) that might deprive the bank of his or her loyalty, interfere with the satisfactory performance of his/ her duties, or make it difficult to perform his/ her duties for the bank objectively and effectively, or be harmful or detrimental to the bank. Representatives must immediately disclose in writing any actual or potential conflict of interest they may have to the Department Head and the GM - Group Head of Compliance and AML Officer of the bank for resolution or to use the Compliance Reporting Hotline as specified in this document.

Some examples of actual or potential conflicts of interest could include the following scenarios. These are meant as guidelines for employees to be able to make meaningful judgments on their conduct:

- An employee or Director holds an external position or is engaged in an external activity that affects the performance of his or her work for the bank.
- An employee or Director, or any member of his/ her family is employed by or is a consultant to or holds an ownership or other interest in any concern that is a competitor of the bank, a supplier or dealer for the bank, or involved in a joint venture with the bank.
- An employee or Director, or any member of his/ her family, acquires any interest in any entity or concern that he/ she knows is being considered by the bank for a possible merger, acquisition/engagement or joint venture arrangement.

Related Party Transactions

1.	Identification of Related Party Transactions
	For purposes of this policy, a "related party transaction" is a transaction between the Bank or any of its subsidiaries with a "related party". In the application of this policy, "Related Party" is as defined in detail in the Related Parties Transaction Standard Operating Procedures, and shall include at minimum, the following:
	The Board members of AlRayan Group and its subsidiaries and their immediate family members and owned companies.
	Major shareholders of AlRayan Group and or its subsidiaries. Major shareholders are defined as natural person or entity that controls 5% or more of AlRayan Group or its subsidiaries and any other companies controlled by the major shareholder and including transactions under the names of immediate family members of the major shareholder.
	Any member of AlRayan Group's staff and their immediate family members
	Any business, and the directors, CEO and key officers of any business, in which the natural persons listed in above paragraphs own jointly or severally at least 20% of the voting rights;
	Any person whose judgment or decisions could be influenced as a consequence of an arrangement or relationship between or involving themselves and any of the persons in the above paragraphs;
	Sister companies of AlRayan Group where control over these companies is 20% or more.
	External Auditors of AlRayan Group and its subsidiaries and their immediate family members.



2.	Instructions
	Any Related Party Transaction must be treated in accordance with the approved Related Parties Transaction Standard Operating Procedures.
	Representatives, including Directors, shall disclose to the GM - Group Head of Compliance and AML Officer (if a director, through the Company Secretary) details of all their other directorships and any shareholdings owned by them or members of their family and owned companies. Any changes to these notifications must be communicated promptly to the GM - Group Head of Compliance and AML Officer.
	It is the responsibility of each AlRayan Bank representative to promptly notify the GM - Group Head of Compliance and AML Officer of any proposed related-party transaction or account opening process or KYC update as soon as they become aware of it. It is the responsibility of AlRayan Bank representative who is involved in a proposed related-party transaction to inform the GM - Group Head of Compliance and AML Officer and if a director to obtain approval of the Board or Board relevant sub-committee prior to entering into the transaction.
	Conflicted Board members shall not participate in discussions on transactions in which they are a conflicted party and abstain from voting on such issues.
	All related party transactions must be within the concentration limits and the rules of regulatory authorities. Credit concentration limits and restrictions of "related parties" are defined under relevant credit policy of the Bank.
3.	Disclosure
	The GCEO, Chief Risk Officer and GM - Group Head of Compliance and AML Officer report periodically (where applicable) to the Board of directors or relevant Board committee on the transactions and activities conducted by the Bank with related parties. Where prior approval is sought as per the Bank's approved DOA and Related Parties Transaction Standard Operating Procedures, then it's the responsibility of the relevant department head to obtain such approval prior to undertaking the transaction or activity.
	AlRayan Group shall report to its shareholders in its annual report and accounts on all related party transactions to the extent required by applicable laws or regulations. If the law so requires, the prior approval of shareholders will be sought for any proposed related-party transaction.

Public disclosure of Inside Information

ARB is obliged to disclose the Important Information. The Arabic language is considered the primary language and then it may be translated into English. It will be sent to the Qatar Financial Markets Authority and the Qatar Stock Exchange also will be published on ARB's website and distributed to the media.

ARB shall inform the public as soon as possible of Inside Information which directly concerns ARB. ARB may, on its own responsibility, delay disclosure to the public of Inside Information provided that the following conditions are met:

- Immediate disclosure is likely to prejudice the legitimate interests of AlRayan Bank.
- Delay of disclosure is not likely to mislead the public; and
- ARB is able to ensure the confidentiality of that information.
- Ongoing negotiations.
- Decisions or contracts concluded by the Board that require regulatory approval.

Reference to Article 54 (*QFMA - Offering and listing securities guidance*) the bank should obtain prior approval for the exemption from disclosing important information. The bank is also committed to:

- 1- Control this information and restrict it to the narrowest range.
- 2- Requiring the insiders not to use it for their personal benefit or to make it available to another party.
- 3- Monitor the insiders and their Immediate Family members or with whom they have personal relationships to ensure that trading operations are not affected by that information.

Unauthorized Disclosure

It is the policy of the Bank not to tolerate any incident of unauthorized disclosure of any non-public information acquired in the course of employment or work with AlRayan Bank and the misuse of non-public information for personal gain.

No representative shall disclose ("tipping off") Non-public Information to any other person (including family members) where such information may be used by such person to his or her profit by trading in the securities of companies to which such information relates, nor shall such representative or related person make recommendations or express opinions on the basis of Nonpublic Information as to trading in AlRayan Bank's securities.

Trading on Nonpublic Information

Insiders identified on the Insider List shall NOT engage in any transaction involving a purchase or sale of AlRayan Bank's securities, including any offer to purchase or offer to sell, during the Closed Trading Period as defined by Qatar Stock Exchange or any other regulatory authority or as applied by AlRayan Bank through internal communications or publication of Closed Periods on Bank's website, sent from time to time, and from any period commencing with the date that an insider possesses Nonpublic Information concerning AlRayan Bank, and ending at the beginning of the second Trading Day following the date of public disclosure of that information, or at such time as such nonpublic information is no longer material. As used herein, the term "Trading Day" shall mean a day on which Qatar Exchange is open for trading.

ARB Insiders are permitted to Trade as long as Trading does not rely on information that is not in the public domain. If an order or transaction becomes subject to scrutiny, it will be viewed after the fact with the benefit of hindsight and may expose an ARB Insider to the risk that the Trade violated Market Abuse regulations. Before engaging in any transaction, ARB Insiders should carefully consider how the transaction may be construed with the benefit of hindsight.

In support of our Code of Conduct, the ARB Insider Dealing Policy provides further guidance to help insiders understand their responsibilities relating to the prevention of unlawful disclosure of Inside Information and Insider Dealing.

The essential characteristic of Insider Dealing consists in an unfair advantage being obtained from Inside Information to the detriment of third parties who are unaware of such information and, consequently, the undermining of the integrity of financial markets and investor confidence which, in turn, is based on the assurance that investors will be placed on an equal footing and protected from the misuse of Inside Information

This prohibition also extends to any Investments that appear on AlRayan Bank List of Restricted Investments made available to representatives from time to time. List of Restricted Investments may include other securities or other investments where AlRayan Bank may have nonpublic information due to engagement or intention to engage in certain transactions or service with a client or AlRayan Bank itself may be considering investing in or divesting from certain investments.

In case an Inside Information is unintentionally disclosed or private transactions conducted by ARB Insiders raise suspicion that such Inside Information has been misused

Such event will be considered as Insider Dealing, Unlawful Disclosure of Inside Information and Market Manipulation

Insider Awareness and Legal Responsibility

In alignment with Article 13 of the Qatar Financial Markets Authority (QFMA) Board Resolution No. (5) of 2025 – Issuance of Corporate Governance Regulation for Listed Companies, a structured mechanism is established herein to ensure that insiders are continuously informed and reminded of their rights, obligations, and legal responsibilities.

To this end, the Compliance Department shall issue a monthly email notification to all designated insiders in accordance with the notification template shown under Annex VI herein. This communication serves as a formal reminder of the insider trading instructions, including disclosure requirements, blackout periods, and restrictions on trading while in possession of material non-public information.

Insider List

A list of insiders must be prepared by Compliance Department in coordination with Company Secretary and endorsed regularly by the CGNRC and must be presented, with its regular updates, when applicable, to QSE, QCSD and QFMA through a formal letter as shown in Annex II and through the QCSD Membership Portal (<https://www.qcsd.gov.qa/en/h7579ueplswgwt9e>) as shown under Annex III. Only the Company Secretary and GM - Group Head of Compliance and AML Officer or their designates must present the list of insiders on behalf of the bank and must have access to QCSD Membership Portal to add or remove an insider.

Compliance is responsible for monitoring trading of insiders. To this end, the list of insiders must be shared with the Investor Relations department. The Investor Relations department must prepare a monthly report on the trading of insiders. The report must be sent monthly to the GM - Group Head of Compliance and Company Secretary. In case the report shows any suspicion or trading during Closed Periods, the GM - Group Head of Compliance and AML Officer in coordination with Company Secretary (particularly when an insider involves board members) must take the appropriate action to remedy the breach and escalate to the Board or Board relevant sub-committee as the case may be. Closed Periods for the purpose of disclosing financials are determined by IR in accordance with QSE rules. A reminder on Closed Periods

must be sent by Company Secretary to the Board and by Investor Relations to all ARB employees. In all events, Closed Periods shall be announced by IR Department on the Bank's website to ensure widest coverage of notification. Closed Periods are as defined under QSE rules and/or as determined by the Board of Directors in case of Important Information are dealt with (other than the financials). Trading's of board members and senior management in the Bank's shares shall be disclosed, at least quarterly, using the QFMA relevant template, QSE, QFMA and on the Bank's website.

Potential Criminal and Civil Liability and/or Disciplinary Action

The offense of insider trading is committed when an insider acquires or disposes of price-affected securities or investments whilst in possession of unpublished price sensitive information or engages in transactions in the AlRayan Bank's securities or any other investment restricted by the Bank at a time when the representative has knowledge of Nonpublic Information regarding the Bank or its Group of companies. The insider is also committing an offence of insider trading if he encourages another person to deal in price-affected securities/ investments or if he discloses or has made recommendations or expressed opinions on the basis of Nonpublic Information to another person (other than in the proper performance of his/her employment at AlRayan Bank).

Such action is subject to criminal and civil fines and penalties as well as imprisonment in accordance with the applicable laws in Qatar and other countries where AlRayan Bank operates. Other disciplinary actions may also be imposed in accordance with AlRayan Bank Human Resources policies.

Compliance with Trading Guidelines and Requirements

AlRayan Bank representatives shall at all-time comply with the trading guidelines and requirements as stipulated by Qatar Exchange and QFMA, including compliance with instructions relating to restriction on trading during closed period and disclosure of sensitive information and resolutions passed by the Board of Directors to Qatar Exchange.

Consequence of Violation of Policy

A violation of any provision of this policy constitutes breach to the employment obligations in ARB.

- ARB Employees who observed or suspect an actual or potential breach of this policy shall immediately notify the GM - Group Head of Compliance and AML Officer while filling up internal STR form or file a report with the Bank's whistleblowing helpline. Such a report can be filed anonymously if the ARB Employee should wish not to reveal his or her identity.
- The GM - Group Head of Compliance and AML Officer will investigate the notification and process it in accordance with the whistleblowing process.



All AlRayan Bank representatives must be familiar and comply with the requirements of AlRayan Bank Personal Dealing Rules contained in the Personal Account Dealing Notice ("Notice") issued to them (Annex 1).

The Notice provides that representatives, while employed or engaged by AlRayan Bank, may not deal in Investments that appear on AlRayan Bank's List of Restricted Investments made available to Staff from time to time as well as during the closed periods as defined by Qatar Exchange or any other regulatory authority.

The Notice contains an undertaking that must be signed by each representative upon joining which requires compliance with the requirements of AlRayan Bank's Personal Dealing Rules. Any breach of the undertaking entitles the Bank to dismiss the employee (or terminate the contract for services) without notice.

To allow AlRayan Bank to verify and record representative's compliance with the Personal Dealing Rules, each representative will be required to submit, upon AlRayan Bank's request, a list of their personal dealings in investments. In addition, the representative must provide details of any brokers they use for personal dealings and AlRayan Bank reserves the right to seek from each such broker a list of dealings conducted.

AlRayan Bank's Personal Dealing Rules apply for the purpose of:

- (a) avoiding conflicts of interest with clients of AlRayan Bank by ensuring that their interests take precedence over representative's interests.
- (b) avoiding allegations of insider trading, market abuse or misuse of confidential information; and
- (c) maintaining integrity and good conduct within AlRayan Bank.

Supporting Documentation

Forms and Records Management

Form	Retention Time	Retention Location
Personal Account Dealing Notice	10 years	HR files

Related Material

The following policies and instructions support the Group Conflict of Interest Management Policy:

Name	Location	Document Type
Group Code of Conduct	Policy Register	approved policy
Group Whistleblower policy	Policy Register	approved policy
Related Parties SOP	Policy Register	approved policy
Disclosure and Transparency Policy	Policy Register	approved policy
IR policies and procedures	Policy Register	approved policy



RESPONSIBILITY

Policy Owner	GM - Group Head of Compliance and AML Officer
Policy Custodian	Company Secretary

VERSION CONTROL AND CHANGE HISTORY

Version Number	Approval Date	Approved by	Amendment
V.0	24 October 2022	CRC and endorsed by Board	New Release
V.1	13 October 2024	Board CRC	Amendment
V.2	October 2025	Board CRC	Amendment

Annex I: Personal Account Dealing Notice

To:

(Employee/Director/ Contractor)

Date:

From: **GM - Group Head of Compliance and AML Officer, AlRayan Group**

In order to comply with AlRayan Bank, ("AlRayan Bank) – AlRayan Group rules about Personal Account Dealing in Investments, we require you to comply with the following:

1. Permission to deal

Subject to any restriction in this notice, we permit you to buy and sell Investments for your own account in the following categories:

- (a) Shares
- (b) Debentures
- (c) Government and Public Securities
- (d) Instruments entitling the holder to shares or securities
- (e) Certificates representing securities
- (f) Units in collective investment schemes
- (g) Options
- (h) Futures
- (i) Contracts for differences
- (j) Long term insurance contracts
- (k) Rights and interests in investments described in (a) to (j) above.
- (l) AlRayan Bank shares BUT only when such dealing is (a) permitted by the regulatory authority and (b) NOT in a closing period as defined by Qatar Exchange or (c) NOT listed in AlRayan Bank restricted investments.

While employed or engaged by AlRayan Bank, you may not deal with Investments that appear on AlRayan Bank List of Restricted Investments made available to employees from time to time (i.e. in case the Bank has restricted one or more investments).

In addition, you may not buy or sell any of the above Investments that are issued by, or relate to investments issued by, any client of the bank where you have access to client's non-public information.

2. Rights issues, takeovers etc.

Please note that the restrictions in this notice extend to making any formal or informal offer to buy or sell, taking up rights on a rights issue and exercising conversion or subscription rights and exercising an option.

These restrictions also extend to buying or selling an investment under any offer, including a take-over or tender offer, which is made to the public or all (or substantially all) the holders of the investment concerned.

3. Trustees, personal representatives and agents

The restrictions contained in this notice also extend to dealings by you:

- a. as a trustee of a trust or as a personal representative of an estate, in which you or an associate of yours has a significant beneficial interest.
- b. as a trustee of any other trust or a personal representative of any other estate, unless you are relying entirely on the advice of another person (such as another broker or a solicitor); or
- c. for the account of another person unless you are dealing as an employee of Al Rayan Bank.

Note: "associate" includes any person (including members of your family, companies or partnerships) whose business or domestic relationship with you would give rise to a community of interest between you and such person.

4. General exemptions

The restrictions contained in this notice do not extend to:

- a. any transaction by you in an authorized unit trust, a regulated collective investment scheme or a life assurance policy (including a pension); or
- b. any discretionary transaction entered into without consultation with you.

5. Selling to or buying from a client

You may NOT sell to or buy from any client of AlRayan Bank for your own account unless the client is an authorized person by AlRayan Bank to undertake such transactions.

6. Reporting of transactions and details of brokers

You must forthwith report within 3 working days to the bank in writing any purchase or sale of an investment that is restricted under the terms of this notice including those transactions falling within 3 above. You must also submit, upon AlRayan Bank's request, a list of all personal dealings in Investments.

You agree to provide to AlRayan Bank details of any brokers you use or will use for personal dealings and AlRayan Bank reserves the right to seek from each such broker a list of dealings conducted by you.

7. Dealing ahead of a client's order

If you know that AlRayan Bank has accepted a client's order, you must not deal in the same way in advance of that client's order.

8. Dealing contrary to a client's interest

You must not deal in an investment at a time or in a manner that you know is likely to have a direct adverse effect on the particular interests of one of AlRayan Bank's clients.

9. Personal benefits

You must not accept from any person any benefit or inducement which is likely to conflict with your duties to AlRayan Bank or any of AlRayan Bank's clients. "Benefit or inducement" means credit or any other financial advantage, any opportunity to make, receive or increase any gain or revenue or to avoid or reduce any loss or expense, money or other property or gift, any service, facility, system or information. Also refer to the AlRayan Bank Code of Conduct for more guidance.

10. Counseling and procuring

If you are precluded by the above from yourself entering into any transaction, you cannot:

- a.) advise or cause any other person to enter into such a transaction, or
- b.) communicate any information or opinion to any other person,

if you know, or have reason to believe, that the other person will as a result enter into such a transaction or cause or advise someone else to do so.

This does not apply to actions that you take properly in the course of your employment with us. For example, the fact that you are yourself prohibited from dealing with certain security as a result of one of the above provisions does not mean that you are precluded (if your job duty to advise clients) from giving bona fide advice to a client to deal.

Note: Unless otherwise defined in this document, all terms carry the same meaning or definition of the Group Conflict of Interest Management Policy of AlRayan Bank.



To: AIRayan Bank QPSC

- (1) I hereby confirm and understand that I have been identified, together with my spouse and minor children, as insiders in AIRayan Bank, having access to unpublic confidential information as part of my work/engagement/board representation in Al Rayan Bank
- (2) I hereby undertake not to disclose or cause them to disclose or leak any information related to my work/engagement/board representation in AIRayan Bank and not to use such information for my personal interest nor to give any advice to third parties based on such information and I take full responsibility of such acts, if occurred, without any liability on AIRayan Bank.
- (3) I hereby undertake not to deal in securities of AIRayan Bank during the Closed Periods imposed by the relevant regulators and/or by AIRayan Bank.
- (4) I hereby undertake to inform AIRayan Bank, by email to trading_disclosure@alrayan.com , or in any other form and means determined by AIRayan Bank, of any trading in the securities of AIRayan Bank or any of its subsidiaries, listed on any stock market whatsoever, by no later than 3 working days from the date such trading is made;
- (5) I confirm I have been given a copy of or have been given access to AIRayan Bank's Conflict of Interest Management Policy, and I have read and understood the Personal Account Dealing Notice.
- (6) I hereby declare that any proposed transaction in an Investment for which I shall make an application to deal will be conducted in compliance with all applicable laws and regulations and the Bank's policies and procedures and these transactions will in no way represent a conflict with AIRayan Bank's personal account dealing rules.
- (7) I will have no inside information, or other confidential information about the selected Investment or information which may give rise to a conflict of interest.
- (8) I also acknowledge that this undertaking shall form part of my contract of employment (or contract for services or engagement), or fact, where applicable, by being appointed on or elected to the Board of ARB, and failure to comply with the personal account dealing rules, or any written amendment, may constitute an act of gross misconduct any may result in disciplinary action.
- (9) I hereby give AIRayan Bank my consent to obtain, from each broker I have used or will use while employed or engaged by AIRayan Bank, a list of dealings conducted by me.
- (10) I agree to sign this Undertaking and Consent while employed, engaged or sitting on the Board by AIRayan Bank in my personal capacity and on behalf of my spouse and minor children and the companies I own in my personal capacity or owned by my family member up to 1st degree. I also confirm and understand that this Undertaking and Consent extend to my spouse, minor children and the companies I own in my personal capacity or owned by my family member up to 1st degree and that all rights and obligations herein apply to them equally.
- (11) This Undertaking and Consent remains valid and in full force for the entire term of my work in, engagement with or representation on the Board of AIRayan Bank without the need to renew it.

Signed by

Signature

Name (please print)

Employee number (In case staff)

Date