

[•] 2018

STAKEHOLDER PROTECTION POLICY

RABIGH REFINING AND PETROCHEMICAL COMPANY

(PETRO RABIGH)

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Part 1: Introductory Provisions

1. Introduction and Purpose

- 1.1 Rabigh Refining and Petrochemical Company (Petro Rabigh) (the "**Company**") recognizes the importance of its responsibilities towards its Stakeholders (as defined below). The purpose of this stakeholder protection policy (this "**Policy**") is to identify key Stakeholders (as defined below) and to establish principles regarding the relationship between the Company and its Stakeholders. The Company understands the importance of meeting the expectations of its Stakeholders and envisages the kind of open, honest communication that fosters trust and cooperation.
- 1.2 A "**Stakeholder**" is any person who has an interest in the Company or in its operations and can affect the current and future business of the Company, including employees, creditors, customers, suppliers or the community. It is the Company's intent to reasonably accommodate the interests of Stakeholders in good faith and with care and diligence. This policy serves as a general framework for managing the relationship between the Company and Stakeholders.
- 1.3 The terms and expressions used in this Policy shall have the meanings assigned to them in the Company's Corporate Governance Manual, unless otherwise required by the context.

2. Policy Scope

This policy applies to the directors, senior executives and employees of the Company. This policy establishes minimum standards and takes precedence over any conflicting document or statement.

Part 2: Requirements

1. No Change to Existing Obligations

While the Company is subject to certain legal and contractual obligations, for the avoidance of doubt, this Policy is not intended to create any additional remedies or indemnification obligations on the Company other than what is already prescribed and available to the Stakeholders pursuant to such contractual arrangements and/or the applicable laws, as applicable.

2. Mechanism for Settlement of Complaints and Disputes [Note: as far as CAD is concerned, there is no Mechanism in place, it has to be developed as such the OLA should handle such disputes]

From time to time, the Company may receive notifications of complaints or disputes from Stakeholders. The Company shall administer such complaints and disputes in accordance with procedures issued pursuant to this policy, which shall consider:

- the nature of the complaint or dispute;
- whether the compliant or dispute is reasonable, valid, and made in good faith; and
- reasonable alternatives for the amicable resolution of the complaint or dispute.

3. Mechanism for Protection of Creditors [Note: as far as CAD is concerned, these is no Mechanism in place, it has to be developed as such the OLA and Finance should handle such disputes]

3.1 The Company recognizes that its creditors represent important Stakeholders of the Company

given their potential exposure to risks related to the business of the Company.

- 3.2 The Company is committed to engaging in appropriate dialogue with its creditors and to observing all contractual arrangements entered into with them and the applicable laws in dealing with them.
- 3.3 The Company strives to treat all its creditors fairly, except where different treatment is justified based on contractual or other legal grounds.
- 4. Mechanism for Protection of Suppliers and Customers [Note: as far as CAD is concerned, these is no Mechanism in place, it has to be developed as such the OLA and Material Department should handle such disputes]
- 4.1 The Company endeavors to create mutually beneficial relationships with its customers and suppliers.
- 4.2 In its dealing with its suppliers and customers, the Company shall apply and follow the terms of the contractual arrangements entered into with them.

5. Mechanism for Protection of Employees [Note: as far as CAD is concerned, these is no Mechanism in place, it has to be developed as such the OLA and ERD and Recruitment should handle such disputes]

- 5.1 The Company understands that its success is largely dependent on being able to recruit and retain talented employees who are able to help the Company to successfully achieve its objectives.
- 5.2 The Company is thus committed to creating a stimulating work environment supporting successful recruitment and retention of talent and an environment in which evaluation of performance is based on the evaluation procedures applied by the Company and in which all employees are to be treated equally with justice and no discrimination.
- 5.3 The Company envisages all employees to express their opinions in relation to the Company's operations by, among other things, forming special committees or holding specialized workshops, and uses such information to the benefit of the Company.
- 5.4 The Company endeavors, where appropriate, to provide its employees with suitable opportunities for professional development and career growth.
- 5.5 In addition, the Company may, as its sole discretion, establish from time-to-time social organizations for the benefit of its employees.
- 5.6 Moreover, the Company must ensure that the senior management and other employees of the Company comply with applicable professional and ethical standards.
- 5.7 Employees can also use the procedures specified in the Reporting and Non-Retaliation Policy to report concerns that they might have.

6. Mechanism for Protection of Other Members of Society/Community

The Corporate Social Responsibility (CSR) Policy sets out the Company's social responsibilities and the Company conducts its business activities in accordance with such policy. The Company also is committed to appropriately allowing members of the public to convey to the Company their opinions on the activities of the Company and their impact on society. The Company will carefully evaluate the content of the information so collected and act accordingly where appropriate.

Part 3: Closing Provisions

1. Disclosure

The Company seeks to provide the Stakeholders with all relevant information in an adequate, accurate, non-misleading, clear and timely manner as required by applicable law and as is specified in further detail in the Disclosure Policy, including disclosures made through press releases, website postings, or other communications.

2. Entry to Effect and Review

- 2.1 This Policy shall be adopted by a resolution of the Board, following a recommendation by the Audit Committee, and shall enter into effect from the date on which it is approved by the Board.
- 2.2 The Audit Committee shall oversee the implementation of this Policy and shall periodically review its provisions and recommend any amendments thereto to the Board.
- 2.3 Any amendments to this Policy shall be adopted in the same manner in which this Policy was adopted.

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